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(Securities Code: 6279)

(Date of Dispatch) April 24, 2026

(Commencement Date of Measures for Electronic Provision) April 17, 2026

To our shareholders:

Toyoshi Umebayashi, President  
ZUIKO Corporation  
2-1-2 Saito Hanada, Ibaraki, Osaka

## Notice of the 63rd Annual General Meeting of Shareholders

We would like to express our sincere appreciation for your continued support.

We hereby announce that the 63rd Annual General Meeting of Shareholders of ZUIKO Corporation (the “Company”) will be held as described below.

In convening this meeting, we have taken measures for electronic provision of information contained in the Reference Documents for the General Meeting of Shareholders, etc. (items subject to electronic provision measures). Such information is posted on the following websites. We kindly ask you to access one of these websites to review the information.

[The Company’s website]

<https://www.zuiko.co.jp/en/>

(Please access the website above and select “Investor Information,” “IR Library,” and “Other Disclosure Documents” in that order from the top menu. Please review the materials posted as the “Notice of the 63rd Annual General Meeting of Shareholders” and the “Items Subject to Electronic Provision Measures for the 63rd Annual General Meeting of Shareholders.”)

[Website providing materials on general meetings of shareholders]

<https://d.sokai.jp/6279/teiji/> (in Japanese)

[Tokyo Stock Exchange website (Tokyo Stock Exchange Listed Companies Information Service)]

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Please access the Tokyo Stock Exchange website above and enter “ZUIKO” in the “Issue name (company name)” field or the Company’s securities code “6279” in the “Code” field, then click “Search.” Next, select “Basic information” and “Documents for public inspection/PR information” in that order. Under “Filed information available for public inspection,” please review the documents listed under “Notice of General Shareholders Meeting / Informational Materials for a General Shareholders Meeting.”)

If you are unable to attend the meeting, you may exercise your voting rights via the internet or in writing (by postal mail). We kindly ask you to review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:15 p.m. on Thursday, May 14, 2026.

**1. Date and Time:** Friday, May 15, 2026, at 10:00 a.m. (JST)

**2. Venue:** The Company’s Head Office  
2-1-2 Saito Hanada, Ibaraki, Osaka

### **3. Matters to be Addressed at the Meeting**

#### **(1) Matters to be reported**

1. Business Report, Consolidated Financial Statements for the 63rd Fiscal Year (from February 21, 2025 to February 20, 2026), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-consolidated Financial Statements for the 63rd Fiscal Year (from February 21, 2025 to February 20, 2026)

**(2) Matters to be resolved**

**Proposal No. 1:** Appropriation of Surplus

**Proposal No. 2:** Partial Amendments to the Articles of Incorporation

**Proposal No. 3:** Election of Three (3) Directors (excluding Directors who are Audit and Supervisory Committee Members)

**4. Matters Determined upon Convocation**

- (1) If voting rights are exercised both via the internet and in writing (by postal mail), the vote exercised via the internet shall be deemed valid. If voting rights are exercised multiple times via the internet, the last vote shall be deemed valid.
- (2) If no indication of approval or disapproval is made for each proposal on the returned voting form, it shall be treated as an indication of approval.

- If you attend the meeting in person, we kindly ask you to submit the voting form at the reception desk at the venue.
- Shareholders who have not requested delivery of documents by the record date will be sent a summary of the matters subject to electronic provision measures. Shareholders who have requested delivery of documents will be sent documents containing the matters subject to electronic provision measures; however, in accordance with applicable laws and regulations and the Company's Articles of Incorporation, the following items are not included in such documents: "System to Ensure the Properness of Operations and the Status of Operation of such System," "Consolidated Statement of Changes in Equity," "Notes to Consolidated Financial Statements," "Statement of Changes in Equity," and "Notes to Non-consolidated Financial Statements." (Please refer to the aforementioned websites where the matters subject to electronic provision measures are posted for these documents.) Accordingly, the documents delivered to shareholders who have requested delivery of documents constitute part of the consolidated financial statements and non-consolidated financial statements audited by the Accounting Auditor in preparing the accounting audit report, as well as part of the business report, consolidated financial statements, and non-consolidated financial statements audited by the Audit and Supervisory Committee in preparing the audit report.
- In the event that any revisions are made to the matters subject to electronic provision measures, such revisions, including the matters before and after the revision, will be posted on the aforementioned websites.

## Reference Documents for the General Meeting of Shareholders

### Proposals and Reference Matters

#### Proposal No. 1: Appropriation of Surplus

The Company positions shareholder returns as an important management priority, alongside achieving sustainable growth and enhancing corporate value over the medium to long term. With regard to dividends from surplus, the Company adopts the dividend payout ratio as a basic indicator, based on the principle of distributing profits earned in each fiscal year to shareholders.

In determining the amount of dividends, the Company targets a consolidated dividend payout ratio of approximately 35%, while taking into consideration a balance with internal reserves necessary for future business development, the maintenance of financial soundness, and the improvement of capital efficiency.

Accordingly, the Company proposes to pay a year-end dividend of ¥6 per share for the fiscal year ended February 2026.

#### Matters Related to the Year-end Dividend and the Total Amount

- (1) Type of dividend property: Cash
- (2) Allocation of dividend property to shareholders and total amount:  
¥6 per share of common stock of the Company  
Total amount: ¥158,845,284
- (3) Effective date of dividends from surplus: May 18, 2026

If this proposal is approved as originally proposed, the annual dividend for the fiscal year will be ¥12 per share, consisting of an interim dividend of ¥6 and a year-end dividend of ¥6.

**Proposal No. 2:** Partial Amendments to the Articles of Incorporation

1. Reason for the Proposal

In order to accommodate the expansion of the business scope of the Company and its subsidiaries and to prepare for future business developments, the Company proposes to add new business purposes to Article 2 (Purpose) of the current Articles of Incorporation.

2. Details of the Amendments

The details of the amendments are as follows:

(Changes are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p>(Purpose)</p> <p>Article 2 The purpose of the Company shall be to engage in the following businesses:</p> <p>1. Design, development, manufacturing, sales, installation and repair of the following products, and related services</p> <p>(1) – (4) (Omitted)</p> <p>(5) (Newly established)</p> <p>(6) (Newly established)</p> <p>(7) (Newly established)</p> <p>Paragraphs 2 to 12 (Omitted)</p>	<p>(Purpose)</p> <p>Article 2 (Unchanged)</p> <p>1. Design, development, manufacturing, sales, <u>processing,</u> installation and repair of the following products, and related services</p> <p>(1) – (4) (Unchanged)</p> <p><u>(5) Automatic excretion processing equipment and other nursing care-related equipment, and related equipment for medical and industrial use</u></p> <p><u>(6) Manufacturing equipment related to the above</u></p> <p><u>(7) Nonwoven fabrics and other fiber products</u></p> <p>Paragraphs 2 to 12 (Unchanged)</p>

**Proposal No. 3:** Election of Three (3) Directors (excluding Directors who are Audit and Supervisory Committee Members)

All Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this proposal) (three (3) Directors) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of three (3) Directors.

In addition, with respect to this proposal, the Audit and Supervisory Committee of the Company has determined that all candidates for Director are appropriate.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Toyoshi Umebayashi (September 29, 1963) [Re-election]	Apr. 1990    Joined the Company Apr. 2002    General Manager of Design Department May 2003    Director and General Manager of Design Department Apr. 2009    Director of ZUIKO (SHANGHAI) CORPORATION (current position) Apr. 2011    Director of the Company Mar. 2018    Vice President, Executive Officer and COO May 2018    Vice President & COO May 2020    President & CEO (current position)	62,900 shares
<p>[Reasons for nomination as candidate for Director and outline of expected roles]</p> <p>Since assuming the position of Representative Director and President (CEO) in May 2020, Mr. Umebayashi has exercised strong leadership and made proactive and strategic investment decisions, while promoting the enhancement of profitability in existing businesses and the development of new business areas.</p> <p>In addition, he has led the formulation and execution of medium- to long-term growth strategies, as well as the strengthening of management foundations, thereby making significant contributions to the sustainable growth of the Group and the enhancement of corporate value.</p> <p>Based on these achievements, the Company has determined that he is an appropriate person to continue serving as a Director and expects that he will continue to contribute to the sustainable growth of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	Yi Xu (June 27, 1974) [Re-election]	Feb. 1998    Joined the Company Dec. 2003    Seconded to ZUIKO (SHANGHAI) CORPORATION May 2013    Vice President May 2015    President (current position) May 2016    Executive Officer of the Company May 2017    Director and Executive Officer Jun. 2017    Chairman of ZUIKO (SHANGHAI) CORPORATION (current position) Mar. 2018    Director and Executive Officer of the Company General Manager of Asia Area Division May 2018    Director General Manager of Asia Area Division May 2020    Director General Manager of Global Division May 2021    Director (current position) May 2025    Managing Director (current position)	4,400 shares
<p>[Reasons for nomination as candidate for Director and outline of expected roles]</p> <p>Mr. Xu has extensive experience and achievements in the Company's business operations, particularly in the Chinese market, and has been deeply involved in the growth and expansion of overseas business. Since assuming the position of Director in 2017, he has played a central role in strengthening coordination between the Company's headquarters and overseas bases, as well as in planning and executing initiatives to accelerate the expansion of global business and enhance competitiveness in growth markets.</p> <p>Based on these achievements, the Company has determined that he is an appropriate person to continue promoting overseas business and global strategies under the medium-term management plan, and has therefore nominated him as a candidate for Director. The Company expects that he will continue to contribute to the sustainable growth of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Fumihiko Okuno (November 3, 1961) [New election]	Apr. 1985	Joined Sumitomo Bank Ltd. (currently Sumitomo Mitsui Banking Corporation)	3,300 shares
		Jun. 2005	General Manager Kohama Corporate Business Office, Sumitomo Mitsui Banking Corporation	
		May 2007	General Manager Hyogo Corporate Business Office, Sumitomo Mitsui Banking Corporation	
		Apr. 2009	General Manager Small and Medium Enterprises Marketing Department, Sumitomo Mitsui Banking Corporation	
		Apr. 2011	General Manager Nagoya Corporate Business Office-2, Sumitomo Mitsui Banking Corporation	
		Apr. 2014	General Manager Umeda Corporate Business Office-1, Sumitomo Mitsui Banking Corporation	
		Apr. 2015	Director General Manager Umeda Corporate Business Office-1, Sumitomo Mitsui Banking Corporation	
		Apr. 2016	Director Managing Executive Officer, Management Department General Manager, Paloma Co., Ltd.	
		Apr. 2017	Director Senior Executive Officer, in charge of Management Division, Paloma Co., Ltd.	
		Apr. 2019	Director Senior Managing Executive Officer, in charge of Management Division, Paloma Co., Ltd.	
		Apr. 2021	Managing Executive Officer, Insurance Business Division, Ginsen Co., Ltd.	
		Jun. 2022	President and Representative Director, OTEMACHI TATEMONO KANRI CO.,LTD.	
		Jul. 2024	Joined the Company	
		May 2025	Director of the Company in charge of Administrative Division	
Sep. 2025	Director of the Company in charge of Administrative Division and General Manager of Corporate Strategy Department (current position)			
<p>[Reasons for nomination as candidate for Director and outline of expected roles]</p> <p>Mr. Okuno has over 30 years of experience in banking operations, primarily in corporate sales, and has also held executive positions at multiple business companies, thereby gaining extensive management experience. Since joining the Company, he has led the strengthening of management foundations through initiatives such as human resources system reforms and cost structure improvements, while also contributing to the enhancement of profitability by promoting revenue improvement measures.</p> <p>Based on these achievements, the Company expects that he will continue to play a central role in the formulation and execution of management strategies, and has therefore nominated him as a candidate for Director. The Company believes that he is an appropriate person to contribute to the enhancement of corporate value.</p>				

Notes:

1. There are no special interests between each of the candidates and the Company.
2. The Company has entered into a directors and officers liability insurance contract with an insurance company, the outline of which is as follows. Messrs. Toyoshi Umebayashi, Yi Xu and Fumihiko Okuno are already insured under such insurance contract, and if their re-election is approved, they will continue to be insured thereunder.
  - (1) Ratio of the insured persons' actual premium burden  
The Company bears the full amount of the insurance premiums, including those for the special provisions, and the insured persons bear no actual premium burden.
  - (2) Outline of insured events covered  
The insurance contract, including the special provisions, covers damages and litigation expenses, etc. that may arise from the insured persons, including directors and officers, being held liable in connection with the performance of their duties or being subject to claims for such liability.

However, certain exclusions apply, such as cases where the insured person has acted with knowledge that the act was in violation of laws and regulations.

### **[Reference] Independence Criteria for Outside Directors**

The Board of Directors of the Company has established the following criteria for determining the independence of Outside Directors and endeavors to select candidates who can contribute to frank, active, and constructive discussions at meetings of the Board of Directors.

#### 1. Basic Concept

An Independent Outside Director is defined as an Outside Director who is unlikely to have any conflict of interest with the general shareholders of the Company.

A person who may be subject to significant control by the Company's management, or who may exert significant control over the Company's management, is deemed not to be independent, as such circumstances may give rise to a conflict of interest with general shareholders.

#### 2. Criteria for Determining Independence

Based on the basic concept described in 1 above, a person who falls under any of the following categories shall be deemed not to be independent.

(1) A person who is a major business partner of the Company or its subsidiaries, or an executive thereof

This refers to a business partner or its executive with whom the Company or its subsidiaries have a transactional relationship that may have a significant influence on the decision-making of such business partner. Specifically, this includes a business partner whose sales to the Company or its subsidiaries account for 5% or more of the business partner's total sales.

The Company shall annually examine the transactional relationship between the Company (including its subsidiaries) and such business partner by making direct inquiries to the relevant company through the department in charge of such transactions, and determine its independence.

(2) A major business partner of the Company, or an executive thereof

This refers to a business partner or its executive that may have a significant influence on the Company's decision-making. Specifically, this includes a business partner whose transactions with the Company account for 5% or more of the Company's total sales.

The Company shall annually determine the independence of such party through consultation with the relevant department in charge of transactions with such company.

(3) A consultant, certified public accountant, attorney, or other professional who receives a large amount of monetary or other property from the Company or its subsidiaries, other than officers' remuneration (or, if the recipient of such property is a corporation or other organization, a person belonging to such organization)

In determining what constitutes a "large amount of monetary or other property," the Company shall refer to the provisions of Article 74, Paragraph 4, Item 7 (d) or Article 76, Paragraph 4, Item 6 (d) of the Ordinance for Enforcement of the Companies Act. If the degree of dependence on compensation received from the Company is considerably high relative to the total income of such person, such person shall be deemed to fall under this category.

(4) A person who has fallen under any of (1) through (3) above within the past one year

(5) A spouse or a relative within the second degree of kinship of any of the following persons, where such person is considered material

(a) A person falling under any of (1) through (4) above

(b) An executive of a subsidiary of the Company

(c) A person who fell under (b) above within the past one year

(d) A person who was an executive of the Company within the past one year

**[Reference] Skill Matrix of the Board of Directors as of the Conclusion of This General Meeting**

Name	Position and Responsibility	Independence	Areas of Expertise Particularly Expected of Directors and Audit & Supervisory Committee Members									
			Management Experience	Finance and Accounting	Legal Affairs Compliance	Risk Management	Human Resource Development Labor	Sales	Overseas Operation	Marketing	Technological Development	
Toyoshi Umebayashi	President & CEO		●		●	●			●	●	●	●
Yi Xu	Managing Director		●			●			●	●	●	
Fumihiko Okuno	Director		●	●		●	●		●			
Takao Takeuchi	Outside Director (Audit & Supervisory Committee Member)	●			●	●						
Miho Ishihara	Outside Director (Audit & Supervisory Committee Member)	●		●		●						
Jun Sakamoto	Outside Director (Audit & Supervisory Committee Member)	●				●					●	

\*The skill matrix above does not show all of the expertise and experience that each Director possesses.