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Securities Code: 8037

June 5, 2026

To our shareholders:

Akio Kamei
Representative Director, President
KAMEI CORPORATION
3-1-18 Kokubuncho, Aoba-ku, Sendai, Miyagi, Japan

Notice of the 113th Annual General Meeting of Shareholders

We are pleased to announce the 113th Annual General Meeting of Shareholders of KAMEI CORPORATION (the “Company”), which will be held as indicated below.

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of Reference Documents for General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format will be taken) in electronic format, and posts this information in following individual websites. Please access any of the websites shown below to review the information.

The Company’s website:

<https://www.kamei.co.jp/ir/shareholders.html> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/8037/teiji/> (in Japanese)

Tokyo Stock Exchange (TSE) website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the TSE website by using the internet address shown above, enter “KAMEI” in “Issue name (company name)” or the Company’s securities code “8037” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend on the day of the meeting, you can exercise voting rights via the Internet or in writing (by postal mail) in advance, so please exercise your voting rights by 5:30 p.m. on Thursday, June 25, 2026 (JST) in accordance with the following guidance.

[Voting via the Internet]

Kindly access the website for exercising your voting rights (<https://evote.tr.mufg.jp/>) (in Japanese) designated by the Company, use the “login ID” and “temporary password” displayed on the voting form sent with this notice of convocation, and enter whether you approve of the proposals by the exercise deadline above, following the on-screen instructions.

[Voting in writing (by postal mail)]

Please indicate whether you approve of the proposals on the voting rights exercise form and return it so that it will arrive by the exercise deadline above.

1. Date and Time Friday, June 26, 2026, at 10:00 a.m. (JST)

2. Venue 9F, Kamei Building
3-1-18 Kokubunchō, Aoba-ku, Sendai, Miyagi, Japan

No gifts will be available for shareholders attending the general meeting of shareholders. Thank you for your understanding.

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 113th fiscal year (from April 1, 2025 to March 31, 2026) and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 113th fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

Proposal No. 1 Appropriation of Surplus

Proposal No. 2 Election of One Director

Proposal No. 3 Determination of Remuneration for Allotting Restricted Shares to Directors (Including Outside Directors)

Proposal No. 4 Determination of Remuneration for Allotting Restricted Shares to Audit & Supervisory Board Members (Including Outside Audit & Supervisory Board Members)

4. Matters Determined upon Convocation (Guidance on Exercise of Voting Rights)

- (1) If there is no indication of approval or disapproval for each proposal when you exercise voting rights in writing (by postal mail), it will be treated as an indication of approval.
- (2) If you exercise your voting rights multiple times via the Internet, we will treat the last exercise as the valid exercise of your voting rights.
- (3) If you exercise your voting rights both via the Internet and in writing (by postal mail), we will treat the exercise of your voting rights via the Internet as valid, irrespective of the arrival date or time.

- ◎ When attending the meeting on the day, kindly submit the voting rights exercise form to reception at the venue.
- ◎ If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's website, the website for posted informational materials for the general meeting of shareholders, and the TSE website as mentioned above.
- ◎ Note that, for this general meeting of shareholders, paper-based documents stating items subject to measures for electronic provision, excluding the following items, will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.

(i) "System to ensure appropriate business conduct and operational status of the system" in Business Report

(ii) Consolidated Statements of Changes in Equity and Consolidated Notes to Consolidated Financial Statements

(iii) Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements that are included in the documents are part of the documents audited by the Financial Auditor and the Audit & Supervisory Board Members in preparing the accounting audit reports and audit reports.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company regards the return of profit to its shareholders as one of its key management issues. The Company's fundamental policy is to continue to pay progressive dividends taking into consideration business performance, payout ratio, and other factors, while strengthening its financial structure and securing appropriate internal reserves to prepare for future development based on sound management.

With comprehensive consideration to the business performance of this fiscal year and the future business environment, the Company proposes to pay a year-end dividend for this fiscal year of ¥65 per common share of the Company, which is ¥20 higher than for the previous fiscal year.

Accordingly, including the interim dividend of ¥50 per share, the annual dividend will be ¥115 per share.

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property and their aggregate amount
¥65 per common share of the Company
Total payment: ¥1,988,958,270
- (3) Effective date of dividends of surplus
June 29, 2026

Proposal No. 2 Election of One Director

In order to strengthen the management structure, the Company proposes to increase the number of Directors by one and requests the election of one Director. The term of office of the newly elected Director shall expire at the same time as the terms of office of the other incumbent Directors, pursuant to the provisions of the Articles of Incorporation of the Company.

The candidate for Director is as follows:

Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
Hiroshi Kikuchi (January 16, 1966)	Apr. 1989 Joined the Company Apr. 2015 Osaka Branch Manager Apr. 2018 Construction Materials Division Manager Apr. 2022 Managing Officer, Construction Division Manager Apr. 2024 Managing Officer, New Business Development Office Manager (current position)	5,500 shares
Reasons for nomination as candidate for Director Hiroshi Kikuchi has been engaged in sales activities at the head office and branch offices and development of new businesses for many years and has a wealth of practical experience, a high level of ability and deep insight. Accordingly, the Company decided to newly nominate him as a candidate for Director as it believes that he will be able to contribute to enhancing its corporate value by utilizing his experience and ability in management from a position as a Director.		

- (Notes)
1. Hiroshi Kikuchi is a new candidate.
 2. There is no special interest between Hiroshi Kikuchi and the Company.
 3. The Company has entered into a directors and officers liability insurance policy with an insurance company, under which damages that may arise due to insured officers assuming liability in connection with the execution of their duties or receiving claims pertaining to such liability are covered. If the candidate assumes office as Director, he will become an insured under the insurance policy, which is scheduled to be renewed during his term of office.

Proposal No. 3 Determination of Remuneration for Allotting Restricted Shares to Directors (Including Outside Directors)

The remuneration for the Company's Directors was approved at the 90th Annual General Meeting of Shareholders held on June 27, 2003, within a total annual amount of ¥350 million.

The Company proposes to allot common shares of the Company subject to certain transfer restriction periods and provisions for acquisition by the Company without compensation ("Restricted Shares") to Directors of the Company (including Outside Directors; hereinafter referred to as the "Eligible Directors") as described below, in order to provide incentives for the sustainable enhancement of the Company's corporate value and to further promote value sharing with shareholders.

Accordingly, taking into comprehensive consideration the contribution of the Eligible Directors and various other matters, the Company proposes to set the total amount of remuneration, etc. relating to Restricted Shares for the Eligible Directors at no more than ¥90 million per year (of which no more than ¥13 million shall be for Outside Directors). This amount shall be separate from the aforementioned amount of remuneration, etc., for Directors. The allotment of Restricted Shares will be determined by taking into comprehensive consideration the contribution of the Eligible Directors and various other matters, and the dilution rate will be minor, as the upper limit on the number of Restricted Shares to be allotted in each fiscal year as set forth in 2. below will account for approximately 0.1% of the total number of issued shares (approximately 1.0% of the total number of issued shares if the maximum number of Restricted Shares is issued over a period of 10 years). The Company therefore believes the details of the proposal to be reasonable.

If this proposal is approved, the Company plans to change the Basic Policy on Determination of Director Remuneration, Etc. as described in this proposal (Reference 1) at a meeting of the Board of Directors of the Company to be held after the conclusion of this General Meeting of Shareholders, so that it is consistent with the approved terms. The Company has determined that this proposal is in line with the policy after such change and that its details are reasonable.

The Company currently has eight Directors (including three Outside Directors), and if Proposal No. 2 is approved, the Company will have nine Directors (including three Outside Directors), and there will be nine Eligible Directors (including three Outside Directors).

Specific terms and maximum number of Restricted Shares for Eligible Directors

1. Allotment of and Payment for Restricted Shares

Restricted Shares shall be allotted by either of the following methods based on a resolution of the Board of Directors of the Company.

- (i) A method whereby Restricted Shares are allotted to Eligible Directors as remuneration, etc. relating to Restricted Shares without requiring payment for the issuance or disposal thereof ("Allotment without Consideration")
- (ii) A method whereby monetary remuneration claims are paid to Eligible Directors as remuneration, etc. relating to Restricted Shares within the annual amount described above, and each Eligible Director contributes all of such monetary remuneration claims in kind to receive an allotment of Restricted Shares ("Allotment by Contribution in Kind")

(1) Allotment without Consideration

In the case of Allotment without Consideration, no payment is required for the issuance or disposal of Restricted Shares; however, the amount of remuneration, etc. relating to Restricted Shares for Eligible Directors shall be calculated based on the closing price of the Company's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of the resolution of the Board of Directors of the Company concerning the issuance or disposal thereof (if no transaction is concluded on that day, the closing price on the most recent trading day preceding that day), and such calculated amount of remuneration, etc. relating to Restricted Shares shall be within the annual amount described above.

The Restricted Shares described above shall be allotted on the condition that the Eligible Director has entered into a Restricted Share Allotment Agreement including the details set forth in 3. below.

(2) Allotment by Contribution in Kind

In the case of Allotment by Contribution in Kind, the payment amount for the Restricted Shares shall be determined by the Board of Directors of the Company based on the closing price of the Company's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of the resolution of the Board of Directors of the Company concerning the issuance or disposal thereof (if no transaction is concluded on that day, the closing price on the most recent trading day preceding that day), to the extent that such amount is not particularly advantageous to the Eligible Directors subscribing for such Restricted Shares.

The monetary remuneration claims described above shall be paid on the condition that the Eligible Director has consented to the contribution in kind described above and has entered into a Restricted Share Allotment Agreement including the details set forth in 3. below.

2. Total number of Restricted Shares

The total number of Restricted Shares to be allotted to Eligible Directors, 32,810 shares (of which 4,921 shares shall be for Outside Directors), shall be the upper limit on the number of Restricted Shares to be allotted in each fiscal year.

However, if, after the date of the resolution of this proposal, a share split (including gratis allotment of the Company's common shares) or share consolidation of the Company's common shares is conducted, or if any other event requiring adjustment of the total number of Restricted Shares to be allotted occurs in a similar manner, such total number of Restricted Shares may be reasonably adjusted.

3. Details of Restricted Share Allotment Agreement

In allotting Restricted Shares, the Restricted Share Allotment Agreement to be entered into between the Company and an Eligible Director who will receive an allotment of Restricted Shares based on a resolution of the Board of Directors of the Company shall include the following details.

(1) Details of Transfer Restrictions

An Eligible Director who has received an allotment of Restricted Shares shall not be able to make any transfer, pledge, establishment of security by way of transfer, gift inter vivos, bequest, or any other disposition of the Restricted Shares allotted to such Eligible Director (hereinafter referred to as the "Allotted Shares") to any third party during the period from the date of delivery of the Restricted Shares to the date on which such Eligible Director resigns or retires from the position designated in advance by the Company's Board of Directors (hereinafter referred to as the "Transfer Restriction Period"), and such restriction is hereinafter referred to as the "Transfer Restrictions."

(2) Acquisition of Restricted Shares without Consideration

If an Eligible Director who has received an allotment of Restricted Shares resigns or retires from the position predetermined by the Board of Directors of the Company during the period from the commencement date of the Transfer Restriction Period until the day before the date of the first Annual General Meeting of Shareholders of the Company thereafter, the Company shall automatically acquire the Allotted Shares without consideration, unless the Board of Directors of the Company determines that there is a justifiable reason.

In addition, if any of the Allotted Shares remain for which the Transfer Restrictions have not been lifted based on the provisions regarding the grounds for lifting the Transfer Restrictions in (3) below as of the expiration of the Transfer Restriction Period described in (1) above, the Company shall automatically acquire such shares without consideration.

(3) Lifting of Transfer Restrictions

The Company shall lift the Transfer Restrictions on all of the Allotted Shares as of the expiration of the Transfer Restriction Period on the condition that the Eligible Director who has received an allotment of Restricted Shares has continuously held the position predetermined by the Board of Directors of the Company from the commencement date of the Transfer Restriction Period until the date of the first Annual General Meeting of Shareholders of the Company thereafter.

However, if the Eligible Director resigns or retires from the position predetermined by the Board of Directors of the Company on or after the start date of the Transfer Restriction Period and by the day before

the date of the first Annual General Meeting of Shareholders of the Company thereafter for a reason deemed justifiable by the Board of Directors of the Company, the number of Allotted Shares for which the Transfer Restrictions will be lifted and the timing of lifting the Transfer Restrictions shall be reasonably adjusted as necessary.

(4) Treatment in organizational restructuring, etc.

During the Transfer Restriction Period, in the event that a proposal relating to a merger agreement under which the Company will become the dissolved company, a share exchange agreement or share transfer plan under which the Company will become a wholly owned subsidiary, or any other organizational restructuring, etc. is approved by the Company's General Meeting of Shareholders (provided, however, that, in cases where approval of the Company's General Meeting of Shareholders is not required with respect to such organizational restructuring, etc., approval by the Company's Board of Directors shall suffice), and such approval is granted before the expiration of the Transfer Restriction Period (such approval being hereinafter referred to as the "Approval of Organizational Restructuring, etc."), and if, in connection with such organizational restructuring, etc., an Eligible Director who has been allotted Restricted Shares resigns or retires from a position predetermined by the Company's Board of Directors, the Company shall, by resolution of the Board of Directors, lift the Transfer Restrictions on a number of the Allotted Shares reasonably determined in light of the period from the commencement date of the Transfer Restriction Period to the date of approval of such organizational restructuring, etc., prior to the effective date of such organizational restructuring, etc.

In the event of Approval of Organizational Restructuring, etc., the Company shall automatically acquire without consideration, as of the business day immediately preceding the effective date of such organizational restructuring, etc., any Allotted Shares for which the Transfer Restrictions have not been lifted as of that day.

(Reference 1)

Basic Policy on Determination of Director Remuneration, Etc.

1. Basic policy

The Company's basic policy is that remuneration for Directors shall be set at an appropriate level based on employee salaries and general market standards, taking into account the responsibilities of Directors, with a view to sustainably enhancing corporate value and securing talented personnel capable of effectively fulfilling the supervisory function over business execution.

2. Policy on determination of the amount of remuneration for Directors

Remuneration for the Company's Directors shall consist of monetary remuneration and non-monetary remuneration and shall, in principle, be determined according to position based on the Officer Remuneration Regulations.

The amount of remuneration for each individual Director shall be determined by the Director entrusted by the Board of Directors within the scope of the Officer Remuneration Regulations approved by the Board of Directors.

(1) Monetary remuneration

Monetary remuneration shall consist of fixed monthly remuneration and shall, in principle, be determined according to each officer's position pursuant to the Officer Remuneration Regulations.

(2) Non-monetary remuneration

Non-monetary remuneration shall be Restricted Shares, shall be determined primarily according to position based on the Officer Remuneration Regulations, and shall be provided at a fixed time each year. The Transfer Restrictions shall be lifted when the Director resigns or retires from the position predetermined by the Board of Directors of the Company.

(Reference 2)

After the conclusion of this General Meeting of Shareholders, the Company plans to allot Restricted Shares similar to the Restricted Shares described above (Allotment by Contribution in Kind) to Managing Officers of the Company and to allot Restricted Shares with a different structure to certain employees of the Company who meet specified conditions.

Proposal No. 4 Determination of Remuneration for Allotting Restricted Shares to Audit & Supervisory Board Members (Including Outside Audit & Supervisory Board Members)

The amount of remuneration for the Company's Audit & Supervisory Board Members was approved at the 81st Annual General Meeting of Shareholders held on June 29, 1994, within a total annual amount of ¥60 million.

The Company proposes to allot common shares of the Company subject to a certain transfer restriction period and provisions for acquisition by the Company without consideration ("Restricted Shares") to Audit & Supervisory Board Members of the Company (including Outside Audit & Supervisory Board Members; hereinafter referred to as the "Eligible Audit & Supervisory Board Members") as described below, in order to provide incentives for the sustainable enhancement of the Company's corporate value and to further promote value sharing with shareholders. Accordingly, taking into comprehensive consideration the contribution of the Eligible Audit & Supervisory Board Members and various other matters, the Company proposes to set the total amount of remuneration, etc. relating to Restricted Shares for the Eligible Audit & Supervisory Board Members at no more than ¥15 million per year (of which no more than ¥5 million shall be for Outside Audit & Supervisory Board Members), separately from the amount of remuneration, etc. for Audit & Supervisory Board Members described above. The allotment of Restricted Shares will be determined by taking into comprehensive consideration the contribution of the Eligible Audit & Supervisory Board Members and various other matters, and the dilution rate will be minor, as the upper limit on the number of Restricted Shares to be allotted in each fiscal year as set forth in 2. below will account for approximately 0.02% of the total number of issued shares (approximately 0.2% of the total number of issued shares if the maximum number of Restricted Shares is issued over a period of 10 years). The Company therefore believes the details of the proposal to be reasonable.

The Company currently has three Audit & Supervisory Board Members (including two Outside Audit & Supervisory Board Members), and there will be three Eligible Audit & Supervisory Board Members (including two Outside Audit & Supervisory Board Members).

Specific terms and maximum number of Restricted Shares for Eligible Audit & Supervisory Board Members

1. Allotment of and Payment for Restricted Shares

The Company shall pay monetary remuneration claims to the Eligible Audit & Supervisory Board Members as remuneration, etc. relating to Restricted Shares within the annual amount described above, based on consultations among the Audit & Supervisory Board Members of the Company, and each Eligible Audit & Supervisory Board Member shall contribute all of such monetary remuneration claims in kind to receive an allotment of Restricted Shares.

The amount to be paid in per Restricted Share shall be determined by the Board of Directors of the Company based on the closing price of the Company's common shares on the Tokyo Stock Exchange on the business day immediately preceding the date of each resolution of the Board of Directors regarding the issuance or disposal of such shares (if no transaction is concluded on such date, the closing price on the most recent trading day preceding such date), to the extent that such amount is not particularly advantageous to the Eligible Audit & Supervisory Board Members subscribing for the Restricted Shares.

The monetary remuneration claims described above shall be paid on the condition that the Eligible Audit & Supervisory Board Member has consented to the contribution in kind described above and has entered into a Restricted Share Allotment Agreement including the details set forth in 3. below.

2. Total number of Restricted Shares

The total number of Restricted Shares to be allotted to Eligible Audit & Supervisory Board Members, 5,468 shares (of which 1,822 shares shall be for Outside Audit & Supervisory Board Members), shall be the maximum number of Restricted Shares to be allotted in each fiscal year.

However, if, after the date of the resolution of this proposal, a share split (including gratis allotment of the Company's common shares) or share consolidation of the Company's common shares is conducted, or if any other event requiring adjustment of the total number of Restricted Shares to be allotted occurs in a similar manner, such total number of Restricted Shares may be reasonably adjusted.

3. Details of Restricted Share Allotment Agreement

Upon allotment of Restricted Shares, the Restricted Share Allotment Agreement to be concluded between the Company and the Eligible Audit & Supervisory Board Members receiving the allotment of Restricted Shares, based on a resolution of the Company's Board of Directors, shall contain the following.

(1) Details of Transfer Restrictions

An Eligible Audit & Supervisory Board Member who has received an allotment of Restricted Shares shall not be able to make any transfer, pledge, establishment of security by way of transfer, gift inter vivos, bequest, or any other disposition of the Restricted Shares allotted to such Eligible Audit & Supervisory Board Member (hereinafter referred to as the "Allotted Shares") to any third party during the period from the date of delivery of the Restricted Shares to the date on which such Eligible Audit & Supervisory Board Member resigns or retires from the position designated in advance by the Company's Board of Directors (hereinafter referred to as the "Transfer Restriction Period"), and such restriction is hereinafter referred to as the "Transfer Restrictions."

(2) Acquisition of Restricted Shares without Consideration

If an Eligible Audit & Supervisory Board Member who has received an allotment of Restricted Shares resigns or retires from the position predetermined by the Board of Directors of the Company during the period from the commencement date of the Transfer Restriction Period until the day before the date of the first Annual General Meeting of Shareholders of the Company thereafter, the Company shall automatically acquire the Allotted Shares without consideration, unless the Board of Directors of the Company determines that there is a justifiable reason.

In addition, if any of the Allotted Shares remain for which the Transfer Restrictions have not been lifted based on the provisions regarding the grounds for lifting the Transfer Restrictions in (3) below as of the expiration of the Transfer Restriction Period described in (1) above, the Company shall automatically acquire such shares without consideration.

(3) Lifting of Transfer Restrictions

The Company shall lift the Transfer Restrictions on all of the Allotted Shares as of the expiration of the Transfer Restriction Period on the condition that the Eligible Audit & Supervisory Board Member who has received an allotment of Restricted Shares has continuously held the position predetermined by the Board of Directors of the Company from the commencement date of the Transfer Restriction Period until the date of the first Annual General Meeting of Shareholders of the Company thereafter.

However, if the Eligible Audit & Supervisory Board Member resigns or retires from the position predetermined by the Board of Directors of the Company on or after the start date of the Transfer Restriction Period and by the day before the date of the first Annual General Meeting of Shareholders of the Company thereafter for a reason deemed justifiable by the Board of Directors of the Company, the number of Allotted Shares for which the Transfer Restrictions will be lifted and the timing of lifting the Transfer Restrictions shall be reasonably adjusted as necessary.

(4) Treatment in organizational restructuring, etc.

During the Transfer Restriction Period, in the event that a proposal relating to a merger agreement under which the Company will become the dissolved company, a share exchange agreement or share transfer plan under which the Company will become a wholly owned subsidiary, or any other organizational restructuring, etc. is approved by the Company's General Meeting of Shareholders (provided, however, that, in cases where approval of the Company's General Meeting of Shareholders is not required with respect to such organizational restructuring, etc., approval by the Company's Board of Directors shall suffice), and such approval is granted before the expiration of the Transfer Restriction Period (such approval being hereinafter referred to as the "Approval of Organizational Restructuring, etc."), and if, in connection with such organizational restructuring, etc., an Eligible Audit & Supervisory Board Member who has been allotted Restricted Shares resigns or retires from a position predetermined by the Company's Board of Directors, the Company shall, by resolution of the Board of Directors, lift the Transfer Restrictions on a number of the Allotted Shares reasonably determined in light of the period from the commencement date of the Transfer Restriction Period to the date of approval of such organizational restructuring, etc., prior to the effective date of such organizational restructuring, etc.

In the event of Approval of Organizational Restructuring, etc., the Company shall automatically acquire without consideration, as of the business day immediately preceding the effective date of such organizational restructuring, etc., any Allotted Shares for which the Transfer Restrictions have not been lifted as of that day.