

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities code: 9336

June 10, 2025

To our shareholders

Fumio Kaneko
President and Representative Director / Executive Officer
Daiei Kankyo Co., Ltd.
2-3-28 Techno Stage, Izumi, Osaka, Japan

Notice of the 46th Annual General Meeting of Shareholders

We would like to inform you that the 46th Annual General Meeting of Shareholders of Daiei Kankyo Co., Ltd. (the “Company”) will be held as set forth below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format (hereinafter, the “Electronic Provision Measures Matters”), and has posted the information on the Company’s website. Please access the websites below to view the information.

The Company’s website:

<https://www.dinsgr.co.jp/> (in Japanese)

(From the above website, select “Investor Relations,” and then “IR Library” followed by “General Meeting of Shareholders.”)

In addition to the Company’s website mentioned above, the Electronic Provision Measures Matters are also posted on the Tokyo Stock Exchange (TSE) website.

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 “Daiei Kankyo” in “Issue name (company name)” or the Company’s securities code “9336” 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 the meeting in-person, you may exercise your voting rights using either of the following methods. Please review the Reference Documents for the General Meeting of Shareholders before exercising your voting rights accordingly.

[Exercising voting rights via the Internet, etc.]

Please access the Company’s designated voting website (<https://www.web54.net>) (in Japanese), and enter your votes for or against the proposals by no later than 5:30 p.m., Wednesday, June 25, 2025 (JST).

[Exercising voting rights in writing (postal mail)]

Please indicate your votes for or against the proposals on the enclosed voting form and send the form back to arrive no later than 5:30 p.m., Wednesday, June 25, 2025 (JST).

1. Date and Time: Thursday, June 26, 2025, at 10:00 a.m. (JST) (reception opens at 9:00 a.m.)

2. Venue: 5F, Orbis Hall, Kobe Fashion Museum inside Kobe Fashion Plaza
2-9-1 Koyochi-naka, Higashinada-ku, Kobe, Hyogo, Japan

3. Purpose of the Meeting

Matters to be reported:

1. Report on the Business Report, Consolidated Financial Statements, and results of audits of the Consolidated Financial Statements by the Independent Auditor and the Audit & Supervisory Committee for the 46th fiscal year (from April 1, 2024, to March 31, 2025)
2. Report on the Non-Consolidated Financial Statements for the 46th fiscal year (from April 1, 2024, to March 31, 2025)

Matters to be resolved:

Proposal No. 1 Appropriation of Surplus

Proposal No. 2 Election of 4 Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

4. Handling of Voting Rights

- If you exercise your voting rights more than once via the Internet, the last vote shall be deemed valid.
 - If you exercise your voting rights both via the Internet and in writing (postal mail), the vote cast via the Internet shall be deemed valid, irrespective of the date the voting card is received.
 - If no indication of approval or disapproval is made for each proposal when exercising your voting rights in writing (postal mail), it will be treated as an indication of approval.
 - Please also refer to the “Guide for Exercising Voting Rights” mentioned below.
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- If attending the meeting in-person, please present the voting form at the reception desk.
 - If revisions to the Electronic Provision Measures Matters arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company’s website and the TSE website listed on the previous page.
 - For this General Meeting of Shareholders, paper-based documents stating Electronic Provision Measures Matters will be sent to shareholders, irrespective of whether you have requested them or not; however, these documents do not include the following matters in accordance with the provisions of laws and regulations and Article 14, paragraph 2 of the Articles of Incorporation.
 - (1) “Principal Lines of Business,” “Principal Offices, Etc.,” “Employees,” “Major Creditors,” “Independent Auditor,” and “System for Ensuring the Appropriateness of Operations and Status of its Operation” of the Business Report
 - (2) “Consolidated Statements of Changes in Equity” and “Notes to Consolidated Financial Statements” of the Consolidated Financial Statements
 - (3) “Statements of Changes in Equity” and “Notes to Non-Consolidated Financial Statements” of the Non-Consolidated Financial Statements
- Accordingly, the Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements described in those documents are part of the documents audited by the Independent Auditor when preparing the accounting audit report and by the Audit & Supervisory Committee when preparing the audit report.
- As part of our efforts to conserve electricity, the air conditioning at the venue will be turned down on the day of the meeting. In addition, please note that the Company’s staff will attend the meeting in business casual attire (Cool Biz).

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company intends to return profits to shareholders in a stable manner while taking into account the balance between the Company's approach based on the premise of maintaining and securing funds necessary for business operations while comprehensively considering various factors, such as the business environment and financial position, and the Company's growth investments, which include M&A, public private partnerships, and research and development. In addition, our basic policy is to pay dividends from surplus twice a year, comprising interim and year-end dividends, in order to enhance opportunities for returning profits. We have adopted a progressive dividend policy aimed at delivering sustainable and stable dividends, maintaining a consolidated dividend payout ratio of at least 33 percent, while aiming to strengthen shareholder returns in line with profit growth and raise the consolidated dividend payout ratio to 40 percent in the future. In accordance with this policy, the Company has given consideration to matters including the business performance of the fiscal year under review and future business development, and it proposes to pay year-end dividends for the fiscal year under review as follows:

Matters concerning the year-end dividends

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property and their aggregate amount
¥25 per common share of the Company
Total dividends: ¥2,462,554,425
Annual dividends per share will be ¥48 including the interim dividend of ¥23 per share.
- (3) Effective date of dividends of surplus
June 27, 2025

Proposal No. 2 Election of 4 Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all 4 Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter “Directors” for the rest of this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of the 4 Directors.

The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibilities in the Company	
1	Fumio Kaneko	President and Representative Director / Executive Officer	Reelection
2	Nariyuki Ohta	Senior Managing Director / Executive Officer Responsible for Enterprise and Technology	Reelection
3	Kazumasa Onaka	Junior Managing Director / Executive Officer and General Sales Manager Responsible for Sales	Reelection
4	Tomoko Murakami	Outside Director	Reelection Outside Independent

Reelection

Candidate for reelection as Director

Outside

Candidate for Outside Director

Independent

Independent officer pursuant to securities exchange rules

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Ms. Tomoko Murakami is a candidate for Outside Director.
 3. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Ms. Tomoko Murakami has been designated as an independent officer as provided for by the aforementioned exchange. If the reelection of Ms. Tomoko Murakami is approved, the Company plans for her designation as an independent officer to continue.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Ms. Tomoko Murakami to limit her liability for damages under Article 423, paragraph (1) of the same Act. The defined maximum liability amount under the agreement is the minimum amount as provided for by Article 425, paragraph (1) of the same Act. If the reelection of Ms. Murakami is approved, the Company plans to renew the aforementioned agreement.
 5. The Company has entered into an indemnity agreement with each Director, pursuant to the provisions of Article 430-2, paragraph (1) of the Companies Act, whereby the Company will provide compensation for expenses prescribed in item (i) of the same paragraph and losses prescribed in item (ii) of the same paragraph, within the ranges prescribed by laws and regulations. If the reelection of each candidate is approved, the Company intends to continue with said agreement.
 6. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. This insurance agreement covers damages of the insured including the Company’s Directors. If the reelection of each candidate is approved, he or she will become the insured of the relevant insurance agreement. The next time the current agreement is renewed, the Company plans to renew the agreement with similar provisions.

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
1	<p>Fumio Kaneko (October 17, 1956)</p> <p>Reelection</p> <p>Number of years as Director 34 years</p> <p>Attendance at Board of Directors meetings 18/18 times</p>	<p>Apr. 1979 Joined Daieisei Inc. (currently Daieisei Corporation)</p> <p>Sept. 1983 Director of Mie Chuo Kaihatsu Co., Ltd.</p> <p>June 1986 Auditor of Mie Chuo Kaihatsu Co., Ltd.</p> <p>May 1991 Director of the Company</p> <p>Mar. 1994 Junior Managing Director of the Company</p> <p>Mar. 2002 Vice President of the Company</p> <p>Mar. 2002 Vice President of Mie Chuo Kaihatsu Co., Ltd.</p> <p>May 2004 Vice President and Representative Director of the Company</p> <p>May 2004 Vice President and Representative Director of Mie Chuo Kaihatsu Co., Ltd.</p> <p>Apr. 2007 President and Representative Director of Mie Chuo Kaihatsu Co., Ltd.</p> <p>Apr. 2007 President and Representative Director of the Company</p> <p>Sept. 2023 Director of the Resource Recycling Council general incorporated association (current position)</p> <p>Mar. 2024 Chairperson and Representative Director of INAC Football Club Co., Ltd.</p> <p>June 2024 President and Representative Director / Executive Officer of the Company (current position)</p> <p>Sept. 2024 Chairperson and Representative Director / President of INAC Football Club Co., Ltd. (current position)</p> <p>Apr. 2025 Director of SusPla general incorporated association (current position)</p> <p>[Significant concurrent positions outside the Company] Director of the Resource Recycling Council general incorporated association Director of SusPla general incorporated association</p>	50,300 shares
<p>Reasons for nomination as candidate for Director</p> <p>As one of the persons who founded the Company in October 1979, Mr. Fumio Kaneko has been responsible for the Daiei Kankyo Group's (hereinafter, the "Group") business operations and management and has served as a Director of the Company and its Group companies. Since becoming President and Representative Director of the Company in April 2007, he has led the entire Group for many years with strong leadership and he has the track record of enhancing corporate value and abundant experience. The Company nominates him as a candidate for reelection as Director because it expects that he will continue to enhance corporate value using his excellent management prowess and strong leadership.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
2	<p>Nariyuki Ohta (September 14, 1954)</p> <p>Reelection</p> <p>Number of years as Director 18 years</p> <p>Attendance at Board of Directors meetings 18/18 times</p>	<p>Aug. 1982 Established Kayu Construction Limited and became Director</p> <p>Mar. 1996 Joined Takehiro Kaihatsu Co., Ltd. (currently Mie Chuo Kaihatsu Co., Ltd.)</p> <p>May 2002 Director and Deputy General Manager of Enterprise Division of Mie Chuo Kaihatsu Co., Ltd.</p> <p>Apr. 2007 Junior Managing Director and General Manager of Enterprise Division of the Company</p> <p>Apr. 2007 Junior Managing Director and General Manager of Enterprise Division of Mie Chuo Kaihatsu Co., Ltd.</p> <p>Apr. 2011 Director of Japan Soil Treatment Association (current position)</p> <p>Apr. 2013 Junior Managing Director of the Company</p> <p>Apr. 2013 Junior Managing Director of Mie Chuo Kaihatsu Co., Ltd.</p> <p>Feb. 2016 Director of Japan Disaster Treatment Systems (current position)</p> <p>June 2021 Senior Managing Director, Responsible for Enterprise and Technical of the Company</p> <p>June 2022 Director of Sakai Coastal Eco Factories Council (current position)</p> <p>June 2023 Director of DINS Kansai Co., Ltd. (current position)</p> <p>June 2024 Senior Managing Director / Executive Officer, Responsible for Enterprise and Technology of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Director of DINS Kansai Co., Ltd. Director of Japan Soil Treatment Association Director of Japan Disaster Treatment Systems Director of Sakai Coastal Eco Factories Council</p>	49,800 shares
<p>Reasons for nomination as candidate for Director</p> <p>Mr. Nariyuki Ohta had been engaged in management as a Director of Mie Chuo Kaihatsu Co., Ltd., a significant subsidiary of the Group, since May 2002. Following his appointment as a Director of the Company in April 2007, he has served as General Manager of Enterprise Division, and since June 2021, he has been fully demonstrating his management skills as Director responsible for Enterprise Division and Technical Department. Based on these facts, the Company selected him as candidate for Director judging that he can continue to utilize his experience and track record in the management of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
3	<p>Kazumasa Onaka (March 28, 1956)</p> <p>Reelection</p> <p>Number of years as Director 15 years</p> <p>Attendance at Board of Directors meetings 18/18 times</p>	<p>Mar. 1974 Joined Nissha Printing Co., Ltd. (currently Nissha Co., Ltd.)</p> <p>June 1980 Joined Marusue Kogyo Co., Ltd. (currently Marusue Co., Ltd.)</p> <p>Mar. 1989 Joined Mie Chuo Kaihatsu Co., Ltd.</p> <p>May 2002 Director and General Manager of Sales Department of Mie Chuo Kaihatsu Co., Ltd.</p> <p>Apr. 2010 Director and General Manager of Sales Department of the Company</p> <p>Dec. 2011 Director of the Company</p> <p>Apr. 2019 Director and General Sales Manager of the Company</p> <p>June 2021 Junior Managing Director and General Sales Manager, Responsible for Sales of the Company</p> <p>June 2024 Junior Managing Director / Executive Officer and General Sales Manager, Responsible for Sales of the Company (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>-</p>	10,800 shares
	<p>Reasons for nomination as candidate for Director</p> <p>Mr. Kazumasa Onaka had been engaged in management as a Director of Mie Chuo Kaihatsu Co., Ltd., a significant subsidiary of the Group, since May 2002. He has served as a Director and General Manager of Sales Department of the Company since April 2010, and as a Director and General Sales Manager since April 2019, providing him with ample management prowess as a Director responsible for the Group's Sales Division. Based on these facts, the Company selected him as candidate for Director judging that he can continue to utilize his experience and track record in the management of the Company.</p>		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
4	<p>Tomoko Murakami (December 23, 1970)</p> <p>Reelection Outside Independent</p> <p>Number of years as Outside Director 4 years</p> <p>Attendance at Board of Directors meetings 18/18 times</p>	<p>Oct. 2005 Registered as an attorney-at-law</p> <p>Oct. 2005 Joined Ishii Yoshihito Law Office</p> <p>Nov. 2008 Joined Murata Futaba Law and Patent Office</p> <p>Apr. 2011 Part-time Lecturer (Business Law), School of Law and Politics, Kwansei Gakuin University</p> <p>May 2013 Established ARCUS PARTNERS and became Partner (current position)</p> <p>Apr. 2017 Contract Counselor of Employment Consultation Center of Kansai National Strategic Special Zone (Deloitte Touche Tohmatsu LLC)</p> <p>Nov. 2017 Contract Counselor of Osaka Business Development Agency (Internal Control Hotline) (current position)</p> <p>Apr. 2019 Member of Third-Party Expert Team of the Osaka City Board of Education (current position)</p> <p>Apr. 2021 Member of Osaka Bay Area Fisheries Adjustment Committee (current position)</p> <p>June 2021 Auditor of Sendankai (current position)</p> <p>June 2021 Outside Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Partner of ARCUS PARTNERS</p> <p>Member of Third-Party Expert Team of the Osaka City Board of Education</p> <p>Member of Osaka Bay Area Fisheries Adjustment Committee</p>	5,100 shares
<p>Reasons for nomination as candidate for Outside Director and summary of expected roles in case of his/her election as Outside Director</p> <p>Ms. Tomoko Murakami possesses advanced specialist knowledge of law as an attorney-at-law and she has abundant specialist expertise based on her many years of experience in corporate legal affairs, and she has provided useful opinions on the Company's management from an independent standpoint.</p> <p>Based on this experience, the Company selected her again as candidate for Outside Director because it judges that further enhancement of corporate governance can be expected from her external and objective perspectives. She has not been directly involved in corporate management, but the Company has judged that she can adequately execute her duties as Outside Director because of her specialist expertise and experience as an attorney-at-law.</p>			

Skills Matrix

(Reference) Skills Matrix of Directors (including Directors who are Audit & Supervisory Committee Members) after the conclusion of this Annual General Meeting of Shareholders

If Proposal No 2 is approved as proposed, the Skills Matrix of Directors (including Directors who are Audit & Supervisory Committee Members) will be as follows.

Name	Position	Corporate management	Legal affairs Compliance	Risk management	Finance, accounting, and tax affairs	Technology Facilities operation	Research and development	Sales Marketing	ESG Sustainability	Human resource development
Fumio Kaneko	Representative Director	●		●	●				●	●
Nariyuki Ohta	Director		●	●		●	●	●		
Kazumasa Onaka	Director					●		●		
Tomoko Murakami	Outside Director		●	●						
Akira Minemori	Director and Audit & Supervisory Committee member	●	●	●	●					
Kazumasa Murai	Outside Director and Audit & Supervisory Committee member				●				●	
Noriko Kitajima	Outside Director and Audit & Supervisory Committee member		●	●						

Policy for Appointment of Directors and Nomination of Candidates

(1) Nomination procedure

Candidates for Director (excluding independent outside Directors) are not limited by nationality, race, or gender, and in addition to the criteria for selecting Directors based on the Officer Regulations, the qualities required of directors are stipulated as follows. The appointment and nomination of Directors are deliberated by the Nomination and Remuneration Advisory Committee, a majority of whose members consist of independent outside Directors, based on the following criteria, and candidates are decided by the Board of Directors.

(2) Criteria for appointment of Directors

- (i) Understand and put into practice the Company's corporate philosophy
- (ii) Possess the ability to make objective judgments, management knowledge, foresight, and insight that contributes to sustainable growth and medium- to long-term enhancement of corporate value from the perspective of group corporate management beyond business execution departments
- (iii) Possess knowledge of corporate governance and the qualities required of Directors
- (iv) Excellent reputation, dignity, and ethics, and good physical and mental health
- (v) Ability to sincerely work and harmonize with all stakeholders
- (vi) Past experience as executive officer, etc. or excellent track record of achievements outside the Company
- (vii) No conflict of interests, etc. that may affect his/her execution of duties as a Director

Policy for Appointment of Outside Directors and Nomination of Candidates

(1) Nomination procedure

Based on the criteria for the appointment of outside Directors (hereinafter referred to as "outside officers") and the criteria for determining independence, the Nomination and Remuneration Advisory Committee, a majority of whose members consist of independent outside Directors, deliberates on candidates who are then decided by the Board of Directors.

(2) Criteria for appointment of outside officers

- (i) A person with knowledge in specialized fields such as management, accounting and finance, law, administration, and social culture, and who has achieved appropriate results in the relevant specialized field
- (ii) A person with a sense of humanity and ethics suitable for a Director
- (iii) A person whose concurrent positions are appropriate and do not interfere with his/her duties in the execution of his/her duties as an outside officer
- (iv) A person free of health problems in the execution of his/her duties as an outside officer

(3) Independence criteria for outside officers

In order for an outside officer of the Company to be recognized as independent by the Board of Directors, an outside officer who is not likely to have a conflict of interest with a general shareholder and who does not fall under any of the independence standards listed in a. to d. below (Guidelines concerning Listed Company Compliance, etc. III. 5 (3)-2) of the Tokyo Stock Exchange must maintain a neutral presence independent from the management of the Company. (Hereinafter, outside officers who are recognized as having independence are referred to as "independent officers")

- a. A person for which said company is a major client or a person who executes business for such person, or a major client of said company or a person who executes business for such client
- b. A consultant, accounting professional or legal professional (in the case of a group such as a juridical person or association, including persons belonging to such group) who receives a large amount of money or other asset other than officer remuneration from said company
- c. A person who has recently fallen under the preceding a. or b.
- c-2. A person who had fallen under the following (a) or (b) at any time during the ten (10) years before assuming office
 - (a) A person who executes business for the parent company of said company (including a director who does not execute business and, in cases where said company designates an outside Audit & Supervisory Board Member as an independent officer, an Audit & Supervisory Board Member)

- (b) A person who executes business for a fellow subsidiary of said company
- d. A close relative of a person referred to in any of the following (a) to (f) (excluding those of insignificance)
 - (a) A person referred to in a. to the preceding c-2.
 - (b) An accounting advisor of said company (limited to cases where an outside Audit & Supervisory Board Member thereof has been designated as an independent officer. When said accounting advisor is a corporation, any member thereof who is in charge of such advisory affairs is included. The same shall apply hereinafter.)
 - (c) A person who executes business for a subsidiary of said company (including a director who does not execute business or an accounting advisor in cases where said company designates an outside Audit & Supervisory Board Member as an independent officer)
 - (d) A person who executes business for the parent company of said company (including a director who does not execute business and, in cases where said company designates an outside Audit & Supervisory Board Member as an independent officer, an Audit & Supervisory Board Member)
 - (e) A person who executes business for a fellow subsidiary of said company
 - (f) A person who has recently fallen under (b) or (c), or a person who executed business for said company (including a director who does not execute business in cases where an outside Audit & Supervisory Board Member is designated as an independent officer)