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Securities Code: 9902

May 30, 2025

To our shareholders:

Toshikazu Fuke, Representative Director and President  
Executive Officer  
**NICHIDEN Corporation**  
1-2-16 Uehommachinishi, Chuo-ku, Osaka

## Notice of the 74th Annual General Shareholders Meeting

We are pleased to announce the 74th Annual General Shareholders Meeting of NICHIDEN Corporation (the “Company”), which will be held as indicated 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. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access the websites to view the information.

The Company’s website: <https://www.nichiden.com/ir/documents/> (in Japanese)

In addition to the Company’s website, the Electronic Provision Measures Matters are also posted on TSE website below.

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 “NICHIDEN” in “Issue name (company name)” or the Company’s securities code “9902” 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 via the Internet, etc. or in writing (postal mail). Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on June 19 (Thursday), 2025 (JST).**

[Exercise of voting rights via the Internet, etc.]

Please access the dedicated website for exercising voting rights (<https://soukai.mizuho-tb.co.jp/>) (in Japanese), use the “voting code” and “password” displayed on the voting form sent to you along with this notice to enter your vote of approval or disapproval for each proposal before the aforementioned deadline by following the instructions on the screen.

[Exercise of voting rights in writing (postal mail)]

Please indicate your approval or disapproval of the proposals on the voting form and return it to the Company by mail so that it arrives before the aforementioned deadline.

- 1. Date and Time:** Friday, June 20, 2025, at 10:00 a.m. (JST)  
(Reception will begin at 9:00 a.m.)
- 2. Venue:** 5th Floor Conference Room at NICHIDEN Corporation  
1-2-16 Uehommachinishi, Chuo-ku, Osaka
- 3. Purpose of the Meeting:**  
**Matters to be reported:**
  1. The Business Report and Consolidated Financial Statements for the 74th fiscal year (from April 1, 2024 to March 31, 2025), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
  2. The Non-consolidated Financial Statements for the 74th fiscal year (from April 1, 2024 to March 31, 2025)**Matters to be resolved:**
  - Proposal No. 1:** Dividends of Surplus
  - Proposal No. 2:** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
  - Proposal No. 3:** Election of One Director Who Is an Audit and Supervisory Committee Member
- 4. Matters to Be Determined When Convening**
  - (1) If neither approval nor disapproval of proposal is indicated when you exercise voting rights in writing (postal mail), the Company will deem that you indicated your approval of the proposal.
  - (2) Please note that your online vote will prevail should you exercise your voting rights both via the Internet, etc. and in writing (postal mail).
  - (3) If you exercise your voting rights via the Internet, etc. multiple times, the vote exercised last will be recorded as the effective vote.
  - 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 aforementioned website and the TSE website.

## Reference Documents for the General Shareholders Meeting

### Proposals and Reference Information

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

The Company's basic policy is to make efforts to ensure a stable business foundation for the long term and continue to return profits to shareholders in the form of dividends. In order to further clarify the Company's basic dividend policy, on March 4, 2019 the Board of Directors resolved to set the minimum consolidated dividend payout ratio to 30% and the minimum dividend to ¥15 per share.

Based on this basic policy and dividend policy, after giving comprehensive consideration to factors including the Company's performance and future business development, the year-end dividend for the 74th fiscal year is proposed as follows:

(1) Type of dividend property

Cash

(2) Allotment of dividend property to shareholders and their aggregate amount

The Company proposes to pay a total dividend of ¥45 per common share of the Company, comprising an ordinary dividend of ¥35 and a special dividend of ¥10 to commemorate the 90th anniversary of the Company's founding, with the total amount being ¥1,328,608,260.

As the company has already paid an interim dividend of ¥30 per share, the annual dividend will be ¥75 per share.

(3) Effective date of dividends of surplus

June 23, 2025

**Proposal No. 2:** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

At the conclusion of this meeting, the terms of office of all five Directors (excluding Directors who are Audit and Supervisory Committee members; applicable to the rest of this proposal) will expire. Therefore, the Company proposes the election of five Directors. The candidates for Director in this proposal were finalized by the Board of Directors after deliberation by the Nomination and Remuneration Committee. In addition, the Audit and Supervisory Committee considered the candidates and issued a statement deeming them suitable for the position of Director.

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	Toshikazu Fuke (September 7, 1963)	<p>Mar. 1986      Joined the Company</p> <p>Apr. 2007      Managing Administrator, General Manager of Sales Promotion Department</p> <p>Apr. 2008      Executive Officer, General Manager of Sales Promotion Department</p> <p>June 2008      Director, Acting General Manager of Sales Department, General Manager of Sales Promotion Department</p> <p>Apr. 2009      General Manager of Sales Department</p> <p>June 2010      Managing Director</p> <p>Apr. 2011      Head of Sales</p> <p>June 2011      Representative Director and President</p> <p>Apr. 2015      Representative Director and President, General Manager of Sales Department</p> <p>Apr. 2017      Representative Director and President</p> <p>Apr. 2021      Representative Director and President Executive Officer (current position)</p>	94,466
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Fuke has extensive experience and expert knowledge of the Company's business activities from his service as Representative Director and President Executive Officer and manager of sales departments. Additionally, given his involvement in the Company's management and appropriate execution of his duties as a Director for 17 years since June 2008, the Company judges that he is qualified to serve as a Director of the Company. Accordingly, the Company has again nominated him as a candidate for Director.</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	Kenichi Okamoto (March 31, 1958)	<p>Mar. 1976      Joined the Company</p> <p>Apr. 2007      Managing Administrator, General Manager of Tokyo Branch</p> <p>Apr. 2008      Executive Officer, General Manager of Tokyo Branch</p> <p>Apr. 2009      Executive Officer, General Manager of East Block</p> <p>June 2010      Director</p> <p>Apr. 2011      General Manager of Central Block</p> <p>Apr. 2015      Managing Director</p> <p>Apr. 2016      General Manager of East Block</p> <p>Apr. 2018      General Manager of East Block, in charge of East ME System Department</p> <p>Apr. 2019      Senior Managing Director</p> <p>Apr. 2021      Representative Director and Senior Managing Executive Officer, Head of Sales, General Manager of East Block, and in charge of Central Block</p> <p>Apr. 2024      Representative Director and Senior Managing Executive Officer, Head of Sales (current position)</p> <p>(Significant concurrent positions outside the Company) Representative Director and Chairman, NPa SYSTEM CO., LTD.</p>	24,466
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Okamoto has extensive experience and expert knowledge of the Company's business activities from his service as block manager of sales departments. Additionally, given his involvement in the Company's management and appropriate execution of his duties as a Director for 15 years since June 2010, the Company judges that he is qualified to serve as a Director of the Company. Accordingly, the Company has again nominated him as a candidate for Director.</p>			
3	Atsushi Sangawa (January 28, 1963)	<p>Mar. 1985      Joined the Company</p> <p>Apr. 2006      General Manager of Nagoya Branch</p> <p>Apr. 2009      Executive Officer, General Manager of Central Block</p> <p>June 2010      Director</p> <p>Apr. 2011      General Manager of Sales Department, General Manager of Sales Promotion Department</p> <p>Apr. 2015      General Manager of West Block</p> <p>Apr. 2019      Managing Director</p> <p>Apr. 2021      Director and Managing Executive Officer, General Manager of Administration Department (current position)</p> <p>(Significant concurrent positions outside the Company) Director, Okazaki Machinery Co., Ltd.</p>	61,366
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Sangawa has extensive experience and expert knowledge of the Company's business activities from his service as block manager of sales departments and as the General Manager of the Administration Department. Additionally, given his involvement in the Company's management and appropriate execution of his duties as a Director for 15 years since June 2010, the Company judges that he is qualified to serve as a Director of the Company. Accordingly, the Company has again nominated him as a candidate for Director.</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
4	Jyunji Morita (March 16, 1960)	Apr. 1982      Joined the Company Apr. 2005      General Manager of FA Control Department Apr. 2006      General Manager of East ME System Department Apr. 2008      Executive Officer, General Manager of East ME System Department Apr. 2011      Executive Officer, General Manager of East Block Apr. 2013      Executive Officer, General Manager of East Block, and General Manager of Tokyo Branch Apr. 2014      Executive Officer, in charge of East Block and Greater Tokyo, and General Manager of Tokyo Branch Apr. 2016      Executive Officer, General Manager of West ME System Department Apr. 2018      Executive Officer, General Manager of West ME System Department, and in charge of West Engineering Department June 2018      Director Apr. 2019      General Manager of West ME System Department, in charge of Engineering Department Apr. 2021      Director and Senior Executive Officer, General Manager of Business Promotion Department Apr. 2024      Director and Managing Executive Officer, General Manager of Business Promotion Department (current position)	18,066
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Morita has extensive experience and expert knowledge of the Company's business activities from his service as block manager of sales departments and manager of ME System Departments. Additionally, given his involvement in the Company's management and appropriate execution of his duties as a Director for seven years since June 2018, the Company judges that he is qualified to serve as a Director of the Company. Accordingly, the Company has again nominated him as a candidate for Director.</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
5	Hajime Sasaki (January 7, 1960)	<p>Apr. 1982      Joined the Company</p> <p>Apr. 2009      Executive Officer, Head of Kyushu Region, and General Manager of Kyushu Branch</p> <p>Apr. 2015      Executive Officer, Deputy General Manager of Sales Department, and General Manager of Sales Promotion Department</p> <p>Apr. 2017      Executive Officer, General Manager of Sales Department, and General Manager of Sales Promotion Department</p> <p>June 2017      Director</p> <p>Apr. 2019      General Manager of Sales Department</p> <p>Apr. 2021      Director and Senior Executive Officer, General Manager of West Block</p> <p>June 2023      Director and Senior Executive Officer, General Manager of West Block, Head of Kyushu Region, and General Manager of Kyushu Branch</p> <p>Apr. 2024      Director and Senior Executive Officer, General Manager of West Block (current position)</p>	7,166
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Sasaki has extensive experience and expert knowledge of the Company's business activities from his service as general manager in charge of regions and sales promotion in sales departments. Additionally, given his involvement in the Company's management and appropriate execution of his duties as a Director for eight years since June 2017, the Company judges that he is qualified to serve as a Director of the Company. Accordingly, the Company has again nominated him as a candidate for Director.</p>			

- Notes:
1. There is no special interest between each of the candidates and the Company.
  2. The Company plans to enter into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, with all Directors as the insured. The policy will cover losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability. In addition, each candidate is included as an insured in the policy, and the Company plans to renew the policy with the same terms when the policy is renewed.

**Proposal No. 3:** Election of One Director Who Is an Audit and Supervisory Committee Member

At the conclusion of this meeting, the term of office of Director Yasuo Higaki who is an Audit and Supervisory Committee member (“Audit and Supervisory Committee member”; applicable to the rest of this proposal) will expire. Therefore, the Company proposes the election of an Audit and Supervisory Committee member.

In addition, prior consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for Audit and Supervisory Committee member is as follows:

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
Yasuo Higaki (January 24, 1957)	Apr. 1980      Joined Fuji Electric Manufacturing Co., Ltd. (currently Fuji Electric Co., Ltd.)	43,600
	Feb. 1986      Joined the Company	
	Apr. 2002      General Manager of Corporate Planning Department	
	Apr. 2008      Executive Officer, General Manager of Corporate Planning Department	
	Apr. 2011      Executive Officer, General Manager of Human Resources Department, and in charge of Corporate Planning	
	Apr. 2013      Executive Officer, General Manager of Administration Department, and General Manager of General Affairs Department	
	June 2013      Director	
	Apr. 2018      General Manager of Administration Department	
	Apr. 2021      In charge of Administration Department	
	June 2021      Director, Full-time Audit and Supervisory Committee member (current position)	
<p>[Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee member] Mr. Higaki has extensive experience and expert knowledge of the Company’s business activities from his service as a block manager of management departments. The Company judges that he will contribute towards further strengthening our corporate governance and continue to nominate him as a candidate for Director who is an Audit and Supervisory Committee member.</p>		

- Notes:
1. There is no special interest between the candidate and the Company.
  2. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Yasuo Higaki to limit his liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the minimum liability amount provided for under laws and regulations. If Yasuo Higaki is elected, the Company plans to continue identical agreements with him.
  3. The Company plans to enter into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, with all Directors as the insured. The policy will cover losses that may arise from the insured’s assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability. In addition, Yasuo Higaki is included as an insured in the policy, and the Company plans to renew the policy with the same terms when the policy is renewed.

**<Reference>**

The expertise and experience expected of each Director in the event that Proposals No. 2 and 3 are approved are as indicated on the following skills matrix.

Name	Gender	Position and responsibility in the Company		Corporate management	Sales and marketing	Finance and accounting	Human resources management	Compliance and risk management
Toshikazu Fuke	Male	Representative Director and President Executive Officer	Nomination and Remuneration Committee member	○	○		○	○
Kenichi Okamoto	Male	Representative Director and Senior Managing Executive Officer	Head of Sales	○	○			
Atsushi Sangawa	Male	Director and Managing Executive Officer	General Manager of Administration Department	○		○		○
Jyunji Morita	Male	Director and Managing Executive Officer	General Manager of Business Promotion Department		○			
Hajime Sasaki	Male	Director and Senior Executive Officer	General Manager of West Block		○			
Yasuo Higaki	Male	Director	Full-time Audit and Supervisory Committee member			○		○
Kiyokazu Furuta	Male	Independent Outside Director	Audit and Supervisory Committee member Nomination and Remuneration Committee member			○		
Masaru Kawakami	Male	Independent Outside Director	Audit and Supervisory Committee member Chair of Nomination and Remuneration Committee			○		
Yasuko Terashima	Female	Independent Outside Director	Audit and Supervisory Committee member				○	