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(Securities code: 1929)

June 5, 2026

(The measures for electronic provision started on: June 2, 2026)

To Shareholders with Voting Rights

Naoto Kami
President & Representative Director
NITTOC CONSTRUCTION CO., LTD.
3-10-6, Higashi-Nihonbashi, Chuo-ku,
Tokyo, Japan

Notice of the 79th Annual Shareholders' Meeting

We hereby notify you that the 79th Annual Shareholders' Meeting (the "Meeting") of NITTOC CONSTRUCTION CO., LTD. (the "Company") will be held for the purposes as described below.

In convening the Meeting, the Company has taken the measures for electronic provision of the information included in the Reference Documents for the Shareholders' Meeting, etc. (the "matters to be provided electronically"). Please review this information by accessing the Company's website.

<Website of the Company>

<https://www.nittoc.co.jp/english/ir/shareholdersmeetings/>

In addition to the above, the matters to be provided electronically are also posted on the website presented below.

<Website of the Tokyo Stock Exchange> (TSE Listed Company Search)

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

Please access the website presented above, enter the issue name (NITTOC) or the securities code (1929) (half width), press "Search," select "Basic information," followed by "Documents for public inspection/PR information," and then select "Notice of General Shareholders Meeting/Information Materials for a General Shareholders Meeting."

In lieu of attending the Meeting, you may exercise your voting rights in writing or via the Internet, etc. Please review the Reference Documents for the Shareholders' Meeting included in the matters to be provided electronically and exercise your voting rights by 5:30 p.m. Japan time on Tuesday, June 23, 2026.

1. **Date and time:** Wednesday, June 24, 2026 at 10 a.m. Japan time (reception desk opens at 9 a.m.)
2. **Venue:** 6F, Daiwa Higashi-Nihonbashi Bldg.,
3-10-6, Higashi-Nihonbashi, Chuo-ku, Tokyo, Japan
3. **Purpose of the Meeting:**
Matters to be reported:
 1. Business Report and Consolidated Financial Statements for the 79th fiscal year (April 1, 2025 to March 31, 2026), and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
 2. Non-consolidated Financial Statements for the 79th fiscal year (April 1, 2025 to March 31, 2026)

Matters to be resolved:

- Proposal 1:** Dividend of Surplus
- Proposal 2:** Election of 10 Directors
- Proposal 3:** Election of 1 Substitute Corporate Auditor

4. Other matters concerning the Meeting

Shareholders seeking to exercise voting rights via a proxy will be requested to designate another shareholder with voting rights as a proxy.

If you intend to exercise some of your voting rights for a proposal and the others against it, please submit a notice to the Company indicating your intention to split your voting rights and the reasons why you intend to do so at least three days prior to the Meeting.

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- If you are attending the Meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception.
 - Any revisions to the matters to be provided electronically will be posted on the websites they are on.
 - In accordance with the amended Companies Act, shareholders are in principle requested to access the above websites to review the matters to be provided electronically and the Company will mail the information in print form only to shareholders who made a request for delivery of documents.

Please note that the following information, which forms part of the matters to be provided electronically, will not be contained in the documents to be sent to you in accordance with laws, regulations and provisions of the Company's Articles of Incorporation:

- (i) Notes to the Consolidated Financial Statements, which are part of the Consolidated Financial Statements
- (ii) Notes to the Non-consolidated Financial Statements, which are part of the Non-consolidated Financial Statements

Therefore, the Consolidated Financial Statements and Non-consolidated Financial Statements printed in these documents constitute part of the documents audited by the Accounting Auditor and the Corporate Auditors in preparing their respective audit reports.

Reference Documents for the Shareholders' Meeting

Proposals and References

Proposal 1: Dividend of Surplus

As a basic policy, the Company strives to ensure stable return of profits to shareholders, while working to strengthen its management foundation by reinforcing its corporate standing and enhancing internal reserves, and makes decisions on the allocation of profits by taking into account factors such as the performance for the fiscal year under review and the business environment.

Upon consideration based on this policy, the Company proposes to pay a year-end dividend for the fiscal year under review as follows:

Year-end dividend

- 1) Type of dividend property
Cash
- 2) Allotment of dividend property and its total amount
27 yen per common share of the Company for a total of 1,127,770,479 yen
- 3) Effective date of dividend of surplus
June 25, 2026

Proposal 2: Election of 10 Directors

As the terms of office of all the 10 incumbent Directors will expire at the close of this Meeting, the Company proposes the election of 10 Directors.


The candidates for Director are as described below.


The Company selects candidates for Director in consideration of factors such as their personality, insight and achievements, following deliberation by the Nomination and Compensation Committee, a voluntary body whose members include the Company's independent Outside Directors.


No.	Name	Gender		Positions and Responsibilities at the Company	Attendance at the Board of Directors' Meetings (Ratio)	Years served as Director (at the Close of the Meeting)
1	Yasuo Wada	Male	<u>Reappointment</u>	Chairperson of the Board	16/16 (100%)	7 years
2	Naoto Kami	Male	<u>Reappointment</u>	President & Representative Director, CEO	16/16 (100%)	5 years
3	Fumihiko Kajita	Male	<u>Reappointment</u>	Representative Director, Executive Vice President, COO, General Manager, Business Operation Division	13/13 (100%)	1 year
4	Atsushi Yamazaki	Male	<u>Reappointment</u>	Representative Director, Executive Vice President, CMO, General Manager, Corporate Strategy Division	13/13 (100%)	1 year
5	Daisuke Sano	Male	<u>New appointment</u>	Managing Executive Officer, General Manager, Administration Division	—	—
6	Iwao Aso	Male	<u>Reappointment</u>	Director	14/16 (88%)	12 years
7	Katsuo Nakamura	Male	<u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director	15/16 (94%)	9 years
8	Naoko Okada	Female	<u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director	16/16 (100%)	4 years
9	Sayaka Mori	Female	<u>Reappointment</u> <u>Outside</u> <u>Independent</u>	Outside Director	16/16 (100%)	2 years
10	Hiroyasu Kageshima	Male	<u>New appointment</u> <u>Outside</u> <u>Independent</u>	—	—	—


New appointment Candidate for newly appointed Director Reappointment Candidate for reappointed Director


Outside Candidate for Outside Director Independent Candidate for Independent Director


No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
1	 <p data-bbox="277 533 424 562">Yasuo Wada</p> <p data-bbox="268 600 434 629"><u>Reappointment</u></p> <p data-bbox="256 674 445 734">Date of birth: January 27, 1959</p> <p data-bbox="220 779 480 875">Number of shares of the Company held: 44,442 shares</p> <p data-bbox="220 920 480 1048">Years served as Director (at the close of the Meeting): 7 years</p> <p data-bbox="220 1093 480 1182">Attendance at the Board of Directors' meetings: 16/16 (100%)</p>	<p data-bbox="502 210 1420 239">April 1981 Joined the Company</p> <p data-bbox="502 239 1420 300">April 2007 General Manager, Business Planning Department, Corporate Planning Office</p> <p data-bbox="502 300 1420 360">October 2007 Operating Officer, General Manager, Corporate Planning Office</p> <p data-bbox="502 360 1420 389">April 2009 Operating Officer, Deputy General Manager, Tokyo Branch</p> <p data-bbox="502 389 1420 418">April 2013 Operating Officer, General Manager, Nagoya Branch</p> <p data-bbox="502 418 1420 479">April 2018 Operating Officer, Deputy General Manager, Business Operation Division</p> <p data-bbox="502 479 1420 539">April 2019 Operating Officer, General Manager, Business Operation Division</p> <p data-bbox="502 539 1420 600">June 2019 Director, Managing Executive Officer, General Manager, Business Operation Division</p> <p data-bbox="502 600 1420 629">April 2021 President & Representative Director</p> <p data-bbox="502 629 1420 689">April 2022 President & Representative Director, General Manager, Safety, Environment & Quality Control Division</p> <p data-bbox="502 689 1420 719">April 2023 President & Representative Director</p> <p data-bbox="502 719 1420 779">April 2026 Chairperson of the Board (to present)</p> <p data-bbox="502 779 1420 840">[Reasons for candidacy as Director]</p> <p data-bbox="502 840 1420 1077">After serving in such positions as General Manager of Nagoya Branch and General Manager of Business Operation Division, Yasuo Wada became President & Representative Director in April 2021 and has been serving as Chairperson of the Board since April 2026. He has a wealth of experience and insight concerning the Group's overall management. Therefore, the Company has renominated him as a candidate for Director.</p>


No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
2	 <p data-bbox="276 517 424 546">Naoto Kami</p> <p data-bbox="268 584 432 613">Reappointment</p> <p data-bbox="276 656 424 719">Date of birth: May 13, 1963</p> <p data-bbox="220 761 485 857">Number of shares of the Company held: 57,137 shares</p> <p data-bbox="220 900 485 1032">Years served as Director (at the close of the Meeting): 5 years</p> <p data-bbox="220 1075 485 1164">Attendance at the Board of Directors' meetings: 16/16 (100%)</p>	<p data-bbox="502 210 1428 772"> April 1987 Joined the Company April 2011 General Manager, Business Department, Tokyo Branch April 2014 Deputy General Manager, Tokyo Branch April 2017 General Manager, Kyushu Branch April 2018 Operating Officer, General Manager, Kyushu Branch April 2019 Operating Officer, General Manager, Tokyo Branch June 2019 Managing Executive Officer, General Manager, Tokyo Branch April 2021 Managing Executive Officer, General Manager, Business Operation Division June 2021 Director, Managing Executive Officer, General Manager, Business Operation Division April 2025 Director, Senior Managing Officer, General Manager, Safety, Environment & Quality Control Division and responsible for Business Operation Division and Engineering Division April 2026 President & Representative Director, CEO (to present) </p> <p data-bbox="502 784 1428 1086"> [Reasons for candidacy as Director] After serving in such positions as General Manager of Kyushu Branch, General Manager of Tokyo Branch, General Manager of Business Operation Division, and Director and Senior Managing Officer and General Manager of Safety, Environment & Quality Control Division and responsible for Business Operation Division and Engineering Division, Naoto Kami has been serving as President & Representative Director and CEO since April 2026. He has a wealth of experience and insight concerning the Group's overall management. Therefore, the Company has renominated him as a candidate for Director. </p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
3	 <p>Fumihiko Kajita</p> <p><u>Reappointment</u></p> <p>Date of birth: January 24, 1967</p> <p>Number of shares of the Company held: 9,690 shares</p> <p>Years served as Director (at the close of the Meeting): 1 year</p> <p>Attendance at the Board of Directors' meetings: 13/13 (100%)</p>	<p>April 1987 Joined the Company</p> <p>April 2014 General Manager, Business Department, Tokyo Branch</p> <p>April 2016 Head of Overseas Business Division</p> <p>April 2019 Operating Officer, Head of Overseas Business Division</p> <p>April 2021 Operating Officer, General Manager, Hiroshima Branch</p> <p>June 2021 Director, Yamaguchi Earth Engineering Co., Ltd.</p> <p>June 2021 Director, Shimane Earth Engineering Co., Ltd.</p> <p>April 2023 Operating Officer, Deputy General Manager, Business Operation Division</p> <p>April 2025 Managing Executive Officer, General Manager, Business Operation Division, Head of Overseas Business Division</p> <p>June 2025 Director, Managing Executive Officer, General Manager, Business Operation Division, Head of Overseas Business Division</p> <p>April 2026 Representative Director, Executive Vice President, COO, General Manager, Business Operation Division (to present)</p>
		<p>[Reasons for candidacy as Director]</p> <p>After serving in such positions as Head of Overseas Business Division, General Manager of Hiroshima Branch, and General Manager of Business Operation Division of the Company, Fumihiko Kajita has been serving as Representative Director, Executive Vice President, COO and General Manager of Business Operation Division since April 2026. He has a wealth of experience and insight concerning the Group's overall management. Therefore, the Company has renominated him as a candidate for Director.</p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
4	 <p data-bbox="240 528 459 560">Atsushi Yamazaki</p> <p data-bbox="264 598 435 629">Reappointment</p> <p data-bbox="240 667 459 739">Date of birth: November 20, 1964</p> <p data-bbox="217 786 483 884">Number of shares of the Company held: 11,755 shares</p> <p data-bbox="217 925 483 1059">Years served as Director (at the close of the Meeting): 1 year</p> <p data-bbox="217 1099 483 1193">Attendance at the Board of Directors' meetings: 13/13 (100%)</p>	<p data-bbox="501 208 1422 734"> April 1985 Joined the Company April 2017 General Manager, Sapporo Branch April 2018 Operating Officer, General Manager, Sapporo Branch April 2021 Operating Officer, Deputy General Manager, Corporate Strategy Division June 2022 Director, Midori Industries Co., Ltd. June 2022 Managing Executive Officer, Deputy General Manager, Corporate Strategy Division April 2025 Managing Executive Officer, General Manager, Corporate Strategy Division June 2025 Director, Managing Executive Officer, General Manager, Corporate Strategy Division June 2025 Director, ASO FOAM CRETE Co., Ltd. (to present) April 2026 Representative Director, Executive Vice President, CMO, General Manager, Corporate Strategy Division (to present) </p> <p data-bbox="501 741 1422 806">(Significant concurrent position) Director, ASO FOAM CRETE Co., Ltd.</p> <p data-bbox="501 846 1422 1120"> [Reasons for candidacy as Director] After serving in such positions as General Manager of Sapporo Branch and Director, Managing Executive Officer and General Manager of Corporate Strategy Division, Atsushi Yamazaki has been serving as Representative Director, Executive Vice President, CMO and General Manager of Corporate Strategy Division since April 2026. He has a wealth of experience and insight concerning the Group's overall management. Therefore, the Company has renominated him as a candidate for Director. </p>


No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
5	 <p data-bbox="268 524 432 555">Daisuke Sano</p> <p data-bbox="252 591 448 622"><u>New appointment</u></p> <p data-bbox="256 663 443 734">Date of birth: January 31, 1969</p> <p data-bbox="220 779 480 880">Number of shares of the Company held: 5,259 shares</p> <p data-bbox="220 920 480 1048">Years served as Director (at the close of the Meeting): — years</p> <p data-bbox="220 1093 480 1187">Attendance at the Board of Directors' meetings: —/— (—%)</p>	<p data-bbox="501 208 1422 555"> April 1989 Joined the Company April 2017 General Manager, Business Administration Department, Business Operation Division April 2022 Deputy General Manager, Administration Division June 2022 Director, Ehime Earth Engineering Co., Ltd. April 2023 Operating Officer, Deputy General Manager, Administration Division June 2023 Director, Midori Industries Co., Ltd. April 2025 Managing Executive Officer, General Manager, Administration Division (to present) </p> <p data-bbox="501 562 1422 835"> [Reasons for candidacy as Director] After serving in such positions as General Manager of Business Administration Department of Business Operation Division and Operating Officer and Deputy General Manager of Administration Division, Daisuke Sano has been serving as Managing Executive Officer and General Manager of Administration Division since April 2025. He has a wealth of experience and insight concerning the Group's overall management. Therefore, the Company has nominated him as a candidate for Director. </p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
6	 <p data-bbox="293 539 405 566">Iwao Aso</p> <p data-bbox="268 607 432 633"><u>Reappointment</u></p> <p data-bbox="277 678 422 741">Date of birth: July 17, 1974</p> <p data-bbox="220 781 480 875">Number of shares of the Company held: 0 shares</p> <p data-bbox="220 920 480 1050">Years served as Director (at the close of the Meeting): 12 years</p> <p data-bbox="220 1095 480 1189">Attendance at the Board of Directors' meetings: 14/16 (88%)</p>	<p data-bbox="501 210 1342 273">April 1997 Joined The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)</p> <p data-bbox="501 282 1294 344">June 2000 Auditor, ASO CEMENT Co., Ltd. (currently ASO CORPORATION)</p> <p data-bbox="501 353 804 380">June 2001 Director</p> <p data-bbox="501 389 1114 416">August 2001 Director, ASO CEMENT Co., Ltd.</p> <p data-bbox="501 425 1158 452">December 2005 Outside Director, DWANGO Co., Ltd.</p> <p data-bbox="501 461 1337 488">June 2006 Executive Managing Director, ASO CORPORATION</p> <p data-bbox="501 497 1002 524">October 2008 Executive Vice President</p> <p data-bbox="501 533 959 560">June 2010 President (to present)</p> <p data-bbox="501 568 1070 595">June 2014 Outside Director, the Company</p> <p data-bbox="501 604 1385 698">October 2014 Outside Director, KADOKAWA DWANGO CORPORATION (currently KADOKAWA CORPORATION)</p> <p data-bbox="501 707 1385 770">December 2015 Outside Director, IREP Co., Ltd (currently HakuHodo DY ONE Inc.)</p> <p data-bbox="501 779 1126 806">January 2016 President, ASO CEMENT Co., Ltd.</p> <p data-bbox="501 815 1410 878">October 2016 Outside Director, D.A. Consortium Holdings Inc. (currently HakuHodo DY ONE Inc.)</p> <p data-bbox="501 887 1273 913">June 2017 Outside Director, TSUZUKI DENKI CO., LTD.</p> <p data-bbox="501 922 1118 949">October 2018 Director, the Company (to present)</p> <p data-bbox="501 958 1177 985">June 2021 Outside Director, Tohto Suisan Co., Ltd.</p> <p data-bbox="501 994 1267 1021">June 2022 Director, DAIHO CORPORATION (to present)</p> <p data-bbox="501 1030 1257 1057">January 2024 Director, ASO CEMENT Co., Ltd. (to present)</p> <p data-bbox="501 1066 1241 1093">June 2024 Director, Sumiseki Holdings, Inc. (to present)</p> <p data-bbox="501 1102 1342 1128">June 2025 Part-time Director, Tohto Suisan Co., Ltd. (to present)</p> <p data-bbox="501 1137 995 1335">(Significant concurrent positions) President, ASO CORPORATION Director, ASO CEMENT Co., Ltd. Director, DAIHO CORPORATION Outside Director, Sumiseki Holdings, Inc. Part-time Director, Tohto Suisan Co., Ltd.</p> <p data-bbox="501 1379 1426 1545">[Reasons for candidacy as Director] Iwao Aso has a wealth of experience as a corporate manager. The Company has renominated him as a candidate for Director as it considers that, by making use of his broad insight, he will be able to appropriately perform his duties as a Director at the Company as well.</p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
7	 <p data-bbox="240 539 459 566">Katsuo Nakamura</p> <p data-bbox="268 607 432 707"> Reappointment Outside Independent </p> <p data-bbox="272 748 427 808">Date of birth: April 16, 1950</p> <p data-bbox="220 853 480 949">Number of shares of the Company held: 8,195 shares</p> <p data-bbox="220 987 480 1155">Years served as Outside Director (at the close of the Meeting): 9 years</p> <p data-bbox="220 1196 480 1292">Attendance at the Board of Directors' meetings: 15/16 (94%)</p>	<p data-bbox="501 210 1428 239">April 1974 Joined Yoko Co., Ltd.</p> <p data-bbox="501 244 1428 309">October 1975 Joined Central Corporation Co., Ltd. (currently Central Amenity Service Co., Ltd.)</p> <p data-bbox="501 313 1428 342">October 1991 President and Representative Director</p> <p data-bbox="501 347 1428 376">August 2004 President and Representative Director, Yoko Co., Ltd.</p> <p data-bbox="501 380 1428 448">May 2008 Chairman, Nihon University College of Law Alumni Association</p> <p data-bbox="501 452 1428 481">September 2008 Member of the Board of Trustees, Nihon University</p> <p data-bbox="501 486 1428 515">September 2011 Director, Nihon University</p> <p data-bbox="501 519 1428 586">August 2014 Chairman and Representative Director, Yoko Co., Ltd. (to present)</p> <p data-bbox="501 591 1428 658">August 2014 Chairman and Representative Director, Central Amenity Service Co., Ltd. (to present)</p> <p data-bbox="501 663 1428 692">September 2014 Executive Director, Nihon University</p> <p data-bbox="501 696 1428 725">June 2017 Outside Director, the Company (to present)</p> <p data-bbox="501 730 1428 759">(Significant concurrent positions)</p> <p data-bbox="501 763 1428 792">Chairman and Representative Director, Yoko Co., Ltd.</p> <p data-bbox="501 797 1428 826">Chairman and Representative Director, Central Amenity Service Co., Ltd.</p> <p data-bbox="501 882 1428 1218">[Reasons for candidacy as Outside Director and overview of expected role] Katsuo Nakamura has abundant experience as a corporate manager and has served in many prominent positions at Nihon University. The Company has renominated him as a candidate for Outside Director as it believes that, by making use of his broad insight, he will be able to appropriately perform his duties as an Outside Director at the Company as well. If he is elected, he will be involved in nomination of candidates for officer of the Company and determination of compensation etc. for officers from an objective and neutral standpoint as a member of the Nomination and Compensation Committee, a voluntary committee.</p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
8	 <p data-bbox="268 533 432 562">Naoko Okada</p> <p data-bbox="268 600 432 629">Reappointment</p> <p data-bbox="304 636 395 665">Outside</p> <p data-bbox="284 672 416 701">Independent</p> <p data-bbox="277 741 422 770">Date of birth:</p> <p data-bbox="277 777 422 806">June 7, 1978</p> <p data-bbox="220 846 480 943">Number of shares of the Company held: 2,733 shares</p> <p data-bbox="220 983 480 1151">Years served as Outside Director (at the close of the Meeting): 4 years</p> <p data-bbox="220 1191 480 1288">Attendance at the Board of Directors' meetings: 16/16 (100%)</p>	<p data-bbox="502 210 1406 696"> April 2007 General Manager of Management Division, EC Navi Company (currently CARTA HOLDINGS, INC.) July 2009 Founder and CEO, Network Communications Corp. (to present) March 2014 Producer, Executive Business Division, Every. LLC March 2020 Outside Director, Roland DG Corporation July 2020 Deputy Representative Director, General Incorporated Association Risk Communication Institute of Japan October 2021 Outside Director, Retrieva, Inc. (to present) June 2022 Outside Director, the Company (to present) December 2023 Outside Director (Audit and Supervisory Committee Member), People, Dreams & Technologies Group Co., Ltd. June 2025 Outside Director, Yamaguchi Financial Group, Inc. (to present) </p> <p data-bbox="502 703 1428 837"> (Significant concurrent positions) Founder and CEO, Network Communications Corp. Outside Director, Retrieva, Inc. Outside Director, Yamaguchi Financial Group, Inc. </p> <p data-bbox="502 878 1428 1189"> [Reasons for candidacy as Outside Director and overview of expected role] Naoko Okada has a wealth of experience as a corporate manager and an expert in corporate public relations. The Company has renominated her as a candidate for Outside Director as it believes that, by making use of her broad insight, she will be able to appropriately perform her duties as an Outside Director at the Company as well. If she is elected, she will be involved in nomination of candidates for officer of the Company and determination of compensation etc. for officers from an objective and neutral standpoint as a member of the Nomination and Compensation Committee, a voluntary committee. </p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
9	 <p data-bbox="272 495 427 524">Sayaka Mori</p> <p data-bbox="268 562 432 591">Reappointment</p> <p data-bbox="304 598 395 627">Outside</p> <p data-bbox="284 633 416 663">Independent</p> <p data-bbox="244 701 456 763">Date of birth: December 13, 1980</p> <p data-bbox="220 801 480 902">Number of shares of the Company held: 828 shares</p> <p data-bbox="220 943 480 1111">Years served as Outside Director (at the close of the Meeting): 2 years</p> <p data-bbox="220 1151 480 1247">Attendance at the Board of Directors' meetings: 16/16 (100%)</p>	<p data-bbox="501 206 1331 416"> April 2004 Joined Japan Asia Investment Company, Limited April 2008 Manager, Domestic Investment Department September 2009 Manager, Business Administration Department March 2013 Representative, GM Office April 2020 Representative Director, Career Creation (to present) June 2024 Outside Director, the Company (to present) </p> <p data-bbox="501 633 983 701">(Significant concurrent position) Representative Director, Career Creation</p> <p data-bbox="501 808 1428 1151"> [Reasons for candidacy as Outside Director and overview of expected role] Sayaka Mori has a wealth of experience as a corporate manager and a career consultant. The Company has renominated her as a candidate for Outside Director as it believes that, by making use of her broad insight regarding human resources development, etc., she will be able to appropriately perform her duties as an Outside Director at the Company as well. If she is elected, she will be involved in nomination of candidates for officer of the Company and determination of compensation etc. for officers from an objective and neutral standpoint as a member of the Nomination and Compensation Committee, a voluntary committee. </p>

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
10	 <p>Hiroyasu Kageshima</p> <p>New appointment Outside Independent</p> <p>Date of birth: October 22, 1973</p> <p>Number of shares of the Company held: — shares</p> <p>Years served as Outside Director (at the close of the Meeting): — years</p> <p>Attendance at the Board of Directors' meetings: — / — (—%)</p>	<p>October 2003 Registered as an attorney-at-law (Daini Tokyo Bar Association)</p> <p>October 2003 Joined Ushijima & Partners</p> <p>January 2013 Partner (to present)</p> <p>May 2015 Member, The Board of The Committee On Information Economy of the Japan Productivity Center</p> <p>July 2015 Member, My Number Special Review Committee</p> <p>April 2017 Member, PrivacyMark Assessor Assessment Committee, Japan Information Processing Development Center (to present)</p> <p>February 2026 Outside Director, ACSiON, Ltd. (to present)</p> <p>(Significant concurrent positions) Partner, Ushijima & Partners Member, PrivacyMark Assessor Assessment Committee, Japan Information Processing Development Center Outside Director, ACSiON, Ltd.</p> <p>[Reasons for candidacy as Outside Director and overview of expected role] Hiroyasu Kageshima has expertise and experience in corporate legal affairs gained through working as an attorney-at-law. The Company has nominated him as a candidate for Outside Director as it believes that, by making use of his broad insight, he will be able to appropriately perform his duties as an Outside Director at the Company as well. If he is elected, he will be involved in nomination of candidates for officer of the Company and determination of compensation etc. for officers from an objective and neutral standpoint as a member of the Nomination and Compensation Committee, a voluntary committee.</p>

Notes:

- There are no special interests between any of the candidates and the Company.
- Candidates Katsuo Nakamura, Naoko Okada, Sayaka Mori and Hiroyasu Kageshima are candidates for Outside Director.
- Katsuo Nakamura, Naoko Okada and Sayaka Mori are Independent Directors as prescribed in the regulations of the Tokyo Stock Exchange. If the election of Hiroyasu Kageshima is approved at this Meeting, the Company intends to designate him as an independent director and report him accordingly to the Tokyo Stock Exchange.
- Iwao Aso is the President of ASO CORPORATION, which is the wholly-owning parent company of AN Holdings Corp., the Company's parent company.
- Number of years since the Outside Director candidates assumed office as Outside Director:
Katsuo Nakamura will have served for 9 years at the close of this Meeting. Naoko Okada will have served for 4 years at the close of this Meeting. Sayaka Mori will have served for 2 years at the close of this Meeting.
- Liability limitation agreements with candidates for non-executive Director:
The Company has concluded agreements with Iwao Aso, Katsuo Nakamura, Naoko Okada and Sayaka Mori to limit their liability stipulated in Article 423, Paragraph 1 of the Companies Act to the minimum amount stipulated by laws and regulations, provided that they have performed their duties in good faith and without gross negligence. If the election of four candidates of Iwao Aso, Katsuo Nakamura, Naoko

Okada and Sayaka Mori are approved at this Meeting, the Company intends to renew the said agreements. If the election of Hiroyasu Kageshima is approved at this Meeting, the Company intends to conclude the same agreements with him.

7. The Company has concluded a directors and officers liability insurance contract with an insurance company. The said insurance contract covers damages that may arise in the event that the insured assumes liability for the execution of his or her duties or is the subject of a claim related to such liability. All Director candidates will be covered as the insured by the said insurance contract. The Company intends to renew the said insurance contract with the same contents at the time of the next renewal.

(Reference) Management structure if Proposal 2 is approved (planned)

Name	Positions and responsibilities	Corporate management	Sales/construction	Legal affairs/compliance	Engineering	IT/DX	Finance/accounting	Overseas expertise	Safety and quality control	Personnel and labor management	Sustainability
Yasuo Wada	Chairperson of the Board	○	○		○				○		○
Naoto Kami	President & Representative Director, CEO	○	○		○				○		
Fumihiko Kajita	Representative Director, Executive Vice President, COO, General Manager, Business Operation Division	○	○		○			○	○		○
Atsushi Yamazaki	Representative Director, Executive Vice President, CMO, General Manager, Corporate Strategy Division	○	○	○	○	○			○		○
Daisuke Sano	Director, Managing Executive Officer, General Manager, Administration Division	○					○			○	
Iwao Aso	Director	○		○		○		○		○	
Katsuo Nakamura	Outside Director	○		○						○	
Naoko Okada	Outside Director	○		○		○		○			○
Sayaka Mori	Outside Director	○		○				○		○	○
Hiroyasu Kageshima	Outside Director			○		○					

*In addition to the above, we expect all Directors to take advantage of their respective expertise to demonstrate multifaceted insights.

Corporate management	Contribution to decisions on corporate strategy, etc. from experience of involvement in important corporate decision-making
Sales/construction	Contribution to decisions on sales strategy from knowledge of sales and construction
Legal affairs/compliance	Contribution to management from experience and knowledge of legal affairs and compliance
Engineering	Contribution to management from experience and expertise of engineering
IT/DX	Contribution to management from experience and expertise of IT and DX
Finance/accounting	Contribution to management from knowledge and experience of finance, accounting and tax matters
Overseas expertise	Contribution to management from experience and expertise of overseas operations
Safety and quality control	Contribution to management from knowledge and experience of safety, quality control and environment
Personnel and labor management	Contribution to management from experience and expertise of human resource development, work-style reform and environmental improvement
Sustainability	Contribution to management from experience and expertise of addressing climate change and respect for human rights

Proposal 3: Election of 1 Substitute Corporate Auditor

To prepare for contingencies where the number of Corporate Auditors falls below the number stipulated in laws and regulations, the Company proposes the prior election of 1 substitute Corporate Auditor pursuant to Article 329, Paragraph 3 of the Companies Act. The substitute Corporate Auditor shall take office on condition that the number of Corporate Auditors falls below the number stipulated in laws and regulations, and the term of office of the said substitute Corporate Auditor shall be the remaining term of his/her predecessor. The resolution of this proposal shall be effective up to the opening of the next annual shareholders' meeting.

The Company has obtained the consent of the Board of Corporate Auditors regarding this proposal.

The candidate for substitute Corporate Auditor is as follows:

Name (Date of birth)	Career summary, significant concurrent positions and positions at the Company	Number of shares of the Company held:
Tomohiko Manabe (October 3, 1963)	October 1991 Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC)	0 shares
	April 1997 Registered as a certified public accountant	
	May 2007 Partner, Ernst & Young ShinNihon LLC	
	July 2010 Partner, Certified Public Tax Accountant's Co. Takano Sogo Accounting Firm	
	July 2013 Senior Partner	
	May 2015 Outside Director, Freund Corporation	
	June 2015 Outside Corporate Auditor, NIPPON SHUPPAN HANBAI INC. (currently NIPPAN GROUP HOLDINGS, INC.)	
	June 2017 Outside Corporate Auditor, Shuppan Kyodo Ryutsu Inc.	
	March 2019 Outside Corporate Auditor, Human's Data Ltd. (to present)	
	June 2019 Councilor, The Nakabe Scholarship Foundation	
	September 2020 Representative Partner, Certified Public Tax Accountant's Co. Takano Sogo Accounting Firm (to present)	
June 2024 External Director (Audit & Supervisory Committee Member), MEGMILK SNOW BRAND Co., Ltd. (to present)		
(Significant concurrent positions) Representative Partner, Certified Public Tax Accountant's Co. Takano Sogo Accounting Firm Outside Corporate Auditor, Human's Data Ltd. External Director (Audit & Supervisory Committee Member), MEGMILK SNOW BRAND Co., Ltd.		
[Reasons for candidacy as substitute Outside Corporate Auditor] Tomohiko Manabe has expertise and experience in corporate accounting gained through working as a certified public accountant. The Company has nominated him as a candidate for substitute Outside Corporate Auditor as it believes that, by making use of his broad insight, he will be able to appropriately perform his duties as an Outside Corporate Auditor at the Company as well.		

Notes:

1. There are no special interests between the candidate Tomohiko Manabe and the Company.
2. Details about the candidate for substitute Corporate Auditor are as follows:
 - 1) Candidate Tomohiko Manabe is a candidate for substitute Outside Corporate Auditor.
 - 2) If the election of Tomohiko Manabe is approved at this Meeting and he takes office as Outside Corporate Auditor, the Company intends to designate him as an independent auditor and report him accordingly to the Tokyo Stock Exchange.
 - 3) Liability limitation agreements with Corporate Auditors
The Company stipulates in its Articles of Incorporation that it can conclude an agreement with its Corporate Auditors to limit their liability for damages to the Company within the limits of laws and regulations so that Corporate Auditors can fully perform their expected roles. Accordingly, if the election of Tomohiko Manabe is approved and he takes office as Outside Corporate Auditor, the Company intends to conclude a liability limitation agreement with him to limit his liability stipulated in Article 423, Paragraph 1 of the Companies Act to the minimum amount stipulated by laws and regulations, provided he performed his duties in good faith and without gross negligence.
 - 4) The Company has concluded a directors and officers liability insurance contract with an insurance company. The said insurance contract covers damages that may arise in the event that the insured assumes liability for the execution of his or her duties or is the subject of a claim related to such liability. If the election of Tomohiko Manabe is approved and he takes office as Outside Corporate Auditor, he will be covered as the insured by the said insurance contract.

End