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Securities Code: 6848  
June 4, 2025

**To Our Shareholders:**

TAKAHASHI Toshio  
President & Representative Director  
**DKK-TOA Corporation**  
29-10, 1-chome, Takadanobaba, Shinjuku-ku, Tokyo, Japan

Notice of the 81st Ordinary General Meeting of Shareholders

Dear Shareholders:

We would like to inform you of the 81st Ordinary General Meeting of Shareholders (“Meeting”) of the DKK-TOA Corporation (the “Company”) to be held as described below.

For the convocation of the Meeting, the Company is implementing measures for the electronic provision of materials, and the matters subject to electronic provision measures are posted on the Company’s website under “Notice of the 81st Ordinary General Meeting of Shareholders.”

The Company website:

[https://www.toadkk.co.jp/ir/general\\_meeting.html](https://www.toadkk.co.jp/ir/general_meeting.html) (in Japanese)

The matters subject to electronic provision measures are posted on the website indicated above and on the Tokyo Stock Exchange (TSE) website. If you wish to view those matters on the TSE website, access the TSE website (the TSE Listed Company Search site) at the link below, input and search for issue name (company name) “DKK-TOA” or code “6848,” select “Basic Information” and then “Documents for public inspection/PR information”.

TSE website (TSE Listed Company Search site):

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

If you are unable to attend the Meeting, you may exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the Meeting posted on the matters subject to electronic provision measures, and exercise your voting rights by no later than 5:15 p.m. on Wednesday, June 25, 2025(JST).

1. **Date and Time: Thursday, June 26, 2025 at 10:00 a.m. (JST)**
2. **Venue: 10<sup>th</sup> FL, TD Building  
29-9, 1-chome, Takadanobaba, Shinjuku-ku, Tokyo, Japan**

3. **Agenda:**

**Matters to be reported:**

1. The business report, the consolidated financial statements, and the audit reports on the consolidated financial statements by the Accounting Auditor and the Audit & Supervisory Board for the 81st term (from April 1, 2024 to March 31, 2025)
2. The non-consolidated financial statements for the 81st term (from April 1, 2024 to March 31, 2025)

**Matters to be resolved:**

**Proposal 1: Appropriation of surplus**

**Proposal 2: Election of twelve (12) Directors**

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Notes:

- If attending the Meeting in person, you are requested to submit the enclosed voting rights exercise sheet at the reception desk on that day. Please bring this Notice with you in order to save resources.
- Please note that we do not provide souvenirs for attendees.
- The number of seats available is limited. Please note that admission may be limited.
- Please note that anyone who is not a shareholder cannot attend the Meeting even if he or she is your proxy or accompanied person. (Except for those who are accompanied by a physically disabled person.) In the case of exercising voting rights by proxy, as per the Company's Articles of Incorporation, each shareholder is entitled to appoint one proxy who is also a shareholder of the Company with voting rights. Please note that the proxy is required to submit written proof of his or her right of proxy.
- The following items are not included in the document to be delivered to shareholders with regard to relevant laws/regulations and the provisions of the Company's Articles of Incorporation.
  1. Consolidated statement of changes in shareholders' equity
  2. Notes to consolidated financial statements
  3. Unconsolidated statement of changes in shareholders' equity
  4. Notes to unconsolidated financial statements.

Therefore, the document to be delivered to shareholders were a part of the objects that the audit committee and accounting auditor audited on the occasion of the preparation of the Audit Report.

- Any change to the matters subject to electronic provision measures will be posted on the Company's website (<https://www.toadkk.co.jp/>).

## **Reference Documents for Shareholders Meeting**

### **Proposal 1: Appropriation of surplus**

The Company has a fundamental policy of maintaining appropriate and stable progressive dividends with a target payout ratio of 30% or more. In accordance with on this policy, the Company, generally taking into consideration its operating results, the future business environment and other factors, proposes the following year-end dividend for the current fiscal year.

- (1) Type of dividend property: Cash
- (2) Matters related to disbursement of distributable assets and amount:  
Dividend per share of common stock of the Company: ¥22  
Total amount of dividends: ¥435,138,088
- (3) Effective date of dividend distribution: June 27, 2025

### **Proposal 2: Election of twelve (12) Directors**

The term of office of all the 12 current Directors terminates at the close of the Meeting. Accordingly, the Company requests the election of 12 Directors including 2 Outside Directors. In selecting candidates for Directors, the Board of Directors has made decisions after receiving consultations from the Executive Personnel and Compensation Advisory Committee chaired by an Independent Outside Director.

The candidates for Directors are as follows:

No.	Name	Duties and significant concurrent positions	
1	<b>TAKASHIMA Kazuyuki</b>	Senior Managing Director Supervisor of Domestic & Overseas Sales Div. Director of Domestic Sales Div. In charge of HACH	Re-election
2	<b>NAKAJIMA Nobuhisa</b>	Managing Director Director of Production Div. In charge of Subsidiary Production Management Head of Saitama Factory In charge of DX Promotion Project Dept.	Re-election
3	<b>KOSAKA Toru</b>	Board Director Director of Administrative Div. In charge of Subsidiary Administration Compliance Officer Chief Information Officer	Re-election
4	<b>ARAKAWA Satoshi</b>	Board Director Director of Development & Technology Div. In charge of Medical related Technology	Re-election
5	<b>NISHIZAWA Takashi</b>	Board Director Deputy Director of Development & Technology Div. General Manager of No.1 Development Dept. In Charge of Intellectual Property Rights	Re-election
6	<b>YAMAGISHI Yuji</b>	Executive Officer Director of Overseas Sales Div.	New candidate
7	<b>KUDO Hajime</b>	Executive Officer Deputy Director of Production Div. General Manager of Production Technology Dept.	New candidate
8	<b>YAMAMORI Yasuo</b>	Chairman	Re-election
9	<b>MARU Sadakatsu</b>	Board Director	Re-election
10	<b>Tom MacFarlane</b>	Board Director	Re-election
11	<b>AZUMA Nozomi</b>	Outside Board Director	Re-election Outside Independent
12	<b>IGARASHI Jinichi</b>	Outside Board Director	Re-election Outside Independent

	<b>1</b>	<b>TAKASHIMA Kazuyuki</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1988    Joined the Company  April 2018    General Manager of HACH Sales Dept., Domestic Sales Div.  April 2019    Deputy Director of Domestic Sales Div.  June 2019    Executive Officer  April 2021    In charge of HACH (in service)  June 2021    Board Director    June 2023    Director of Development &amp; Technology Div.  June 2023    Managing Director  April 2024    Director of Domestic Sales Div. (in service)  June 2024    Senior Managing Director (in service)  June 2024    Supervisor of Domestic &amp; Overseas Sales Div. (in service)</p>		
Date of birth July 25, 1965			
Shares owned 23,276			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. TAKASHIMA Kazuyuki has extensive experience and broad expertise, having served as the head of both the Sales and Development divisions. Currently, as the Senior Managing Director, he demonstrates excellent leadership in managing the Company Group's operations. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately, as well as drive the Company's business and contribute to its sustainable growth. Therefore, we request his reappointment as a director.</p>			

	<b>2</b>	<b>NAKAJIMA Nobuhisa</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1977    Joined Tokyo Electric Power Company, Incorporated (current Tokyo Electric Power Company Holdings, Inc.)  July 2001    Manager, Maintenance Planning Group, Technical Planning Dep., Chuo Thermal Power Office of the above company  July 2005    Deputy Manager, Kawasaki Thermal Power Plant Construction Office of the above company  July 2007    Deputy Manager, Futtsu Thermal Power Construction Office of the above company  April 2011    Deputy Director, Yokosuka Thermal Power Plant, Nishi Thermal Power Office of the above company  June 2013    Executive Officer of the Company  General Manager of Sales Promotion Dept.  July 2016    Director of Sales Promotion Div.  June 2017    Board Director  Supervisor of Domestic &amp; Overseas Sales Div.  April 2019    Director of Production Div. (in service)  In charge of Subsidiary Production Management (in service)  Head of Sayama Technical Center (current Saitama Factory) (in service)  Head of Tokyo Engineering Center  April 2022    In charge of DX Promotion Project Dept. (in service)  June 2023    Managing Director (in service)</p>		
Date of birth September 28, 1956			
Shares owned 22,629			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. NAKAJIMA Nobuhisa has extensive experience and broad expertise, having served as the head of both the Sales and Production divisions. Currently, as the Managing Director, he demonstrates excellent leadership in managing the Company Group's operations. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his reappointment as a director.</p>			

	<b>3</b>	<b>KOSAKA Toru</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1985    Joined the Company</p> <p>July 2014    General Manager of Corporate Planning &amp; General Affairs Dept.</p> <p>July 2015    General Manager of No.1 Tokyo Sales Dept., Domestic Sales Div.</p> <p>April 2018    General Manager of Kanto &amp; Middle Japan Sales Dept., Domestic Sales Div.</p> <p>April 2020    Executive Officer Deputy Director of Domestic Sales Div. General Manager of East Japan Sales Dept., Domestic Sales Div.</p> <p>April 2022    Deputy Director of Administrative Div.</p> <p>June 2022    Board Director (in service) Director of Administrative Div. (in service) In charge of Subsidiary Administration (in service) Compliance Officer (in service) Chief Information Officer (in service)</p>		
Date of birth March 7, 1963			
Shares owned 12,232			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. KOSAKA Toru has extensive insight into overall corporate planning and sales strategy and marketing through his many years of experience in the administrative and sales departments. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his reappointment as a director.</p>			

	<b>4</b>	<b>ARAKAWA Satoshi</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1992    Joined Denki Kagaku Keiki Corporation</p> <p>April 2019    General Manager of Medical related Devices Dept., Development &amp; Technology Div.</p> <p>April 2022    Executive Officer</p> <p>April 2024    Director of Development &amp; Technology Div. (in service) General Manager of Medical related Devices Dept., Development &amp; Technology Div.</p> <p>June 2024    Board Director (in service)</p> <p>April 2025    In charge of Medical related Technology (in service)</p>		
Date of birth October 27, 1965			
Shares owned 4,937			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. ARAKAWA Satoshi has abundant experience and specialized knowledge regarding product development acquired through many years of experience in the development department. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his reappointment as a director.</p>			

	<b>5</b>	<b>NISHIZAWA Takashi</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1986    Joined Denki Kagaku Keiki Corporation  June 2016    General Manager of Water Quality Technology Dept., Development &amp; Technology Div.  April 2020    Executive Officer  April 2023    Deputy Director of Development &amp; Technology Div. (in service)  June 2023    Board Director (in service)  In Charge of Intellectual Property Rights (in service)  April 2025    General Manager of No.1 Development Dept., Development &amp; Technology Div. (in service)</p>		
Date of birth April 20, 1963			
Shares owned 24,132			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. NISHIZAWA Takashi has abundant experience and specialized knowledge regarding product development acquired through many years of experience in the development department. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his reappointment as a director.</p>			

	<b>6</b>	<b>YAMAGISHI Yuji</b>	New candidate
	<p>● <b>Duties and significant concurrent positions</b></p> <p>September 1988    Joined Denki Kagaku Keiki Co.  October 2015    General Manager of No.1 Overseas Sales Dept., Overseas Sales Div.  April 2019    Director of Overseas Sales Div. (in service)  June 2019    Executive Officer (in service)</p>		
Date of birth February 15, 1963			
Shares owned 10,855			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. YAMAGISHI Yuji has extensive insight into overseas markets, acquired through his experience in the overseas sales department. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his appointment as a director.</p>			

	<b>7</b>	<b>KUDO Hajime</b>	New candidate
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1988      Joined NEC Corporation  November 2002   Transferred to NEC Electronics Corporation (current Renesas Electronics Corporation)  March 2014      Joined the Company  April 2019      General Manager of Design Dept., Development &amp; Technology Div.  April 2022      Executive Officer (in service)  April 2023      Deputy Director of Production Div. (in service)  April 2024      General Manager of Production Technology Dept., Production Div. (in service)</p>		
	<p>Date of birth December 27, 1965</p> <p>Shares owned 5,255</p>		
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. KUDO Hajime has extensive knowledge of design and production technologies, gained through his experience in the development and production departments. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his appointment as a director.</p>			

	<b>8</b>	<b>YAMAMORI Yasuo</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>October 1980    Joined Mitsubishi Corp.  November 1984   Joined Mitsubishi International Corp.  Deputy General Manager, US Project Management Center  September 1989   President, Anatel  November 2001   Vice President, Danaher Corporation  June 2006      Board Director of the Company  June 2009      Board Director &amp; Advisor, Management Advisor  May 2010      In charge of market development  June 2011      Chairman of the Board (in service)  January 2017    Senior Adviser, Danaher Corporation</p>		
	<p>Date of birth February 5, 1947</p> <p>Shares owned 48,000</p>		
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. YAMAMORI Yasuo has held an important position at Danaher Corporation, which is the former parent company of HACH Company, our business and capital alliance partner, and has extensive experience in and deep insight regarding overseas business. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his reappointment as a director.</p>			

	<b>9</b>	<b>MARU Sadakatsu</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1977      Joined Nikkaki Co., Ltd. (current Beckman Coulter, Inc.)  April 1985      Sales Manager of the above company  October 1993    Manager, Hematology Business Unit of Roche Diagnostic  October 1995    Marketing Director, Clinical Chemistry of the above company  August 1996    Sales Manager, Vascular Surgery of Boston Scientific Japan KK  January 2001    Director, Vascular Div. of the above company  June 2007      Vice President, Radiometer KK  June 2008      President &amp; Representative Director of the above company  October 2016   Vice Chairman, Danaher Japan Board  June 2017      Board Director of the Company (in service)  January 2021    Chairman, Radiometer KK</p>		
Date of birth November 28, 1954			
Shares owned 0			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. MARU Sadakatsu served as President of Radiometer Company, which is a diagnostics business unit of Danaher Corporation, the former parent company of our business and capital alliance partner HACH Company, and has extensive experience and deep insight in corporate management and the medical equipment business. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore, we request his reappointment as a director.</p>			

	<b>10</b>	<b>Tom MacFarlane</b>	Re-election
	<p>● <b>Duties and significant concurrent positions</b></p> <p>January 2006    Joined National Surgical Corporation (Australia)  January 2007    Joined Ev3 Inc. (U.S.A.)  (current Medtronic Plc. (Ireland))  November 2008    Joined Applied Medical Resources Corporation (U.S.A.)  October 2011    Joined LifeHealthcare Group Limited (Australia)  July 2018        Sales Director, South East Asia Pacific, Radiometer Medical ApS  January 2020    Senior General Manager, U.S.A of the above company  August 2023    Vice President / General Manager, Water Quality Platform,  Asia Pacific, Veralto Corporation  June 2024      Board Director of the Company (in service)</p>		
Date of birth March 26, 1975			
Shares owned 0			
<p>● <b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. Tom MacFarlane has held an executive position in the water quality monitoring instruments business in Asia Pacific of Veralto Corporation, which is the parent company of our business and capital alliance partner HACH Company, and has global insight in the water quality measuring business, the Company's mainstay products. The Company has thus determined that he will be able to make decisions on and supervise corporate management appropriately. Therefore we request his reappointment as a director.</p>			

	<b>11</b>	<b>AZUMA Nozomi</b>	Re-election Outside Independent
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1986 Registered as lawyer Joined Sakano/Seo/Hamada Law Office (current Tokyo Hatchobori Law Office)</p> <p>April 1996 Partner Attorney, Tokyo Hatchobori Law Office (in service)</p> <p>January 2003 Instructor, Legal Training and Research Institute in the Supreme Court (for civil actions)</p> <p>September 2010 Visiting Professor, Faculty of Law, Waseda University (in service)</p> <p>May 2013 Outside Auditor, Renown Incorporated</p> <p>April 2021 Auditor, East Japan fishery credit co-operatives association (in service)</p> <p>June 2021 Board Director of the Company (in service)</p>		
Date of birth December 25, 1959			
Shares owned 0			
<p>● <b>Reasons for nomination as a candidate for Outside Director and the role to be expected</b></p> <p>Mr. AZUMA Nozomi has high levels of specialized knowledge and extensive experience as an attorney and Visiting Professor of law school. The Company thus requests his reappointment as an outside director and expects him to supervise the Company's management from a standpoint independent of management by utilizing extensive experience and a broad range of knowledge in corporate legal work.</p>			

	<b>12</b>	<b>IGARASHI Jinichi</b>	Re-election Outside Independent
	<p>● <b>Duties and significant concurrent positions</b></p> <p>April 1982 Joined Nippon Oil Co., Ltd. (company name changed due to merger).</p> <p>July 2006 General Manager, Lubricants Research Laboratory, Central Technical Research Laboratory, R&amp;D Division Deputy General Manager, Lubricants Control Department, Lubricants Division of the above company</p> <p>July 2012 Executive Officer General Manager of Central Technical Research Laboratory, Research and Development Division, JX Nippon Oil &amp; Energy Corporation (company name changed due to merger)</p> <p>June 2014 Managing Executive Officer of the above company</p> <p>April 2016 Director and Managing Executive Officer, JX Energy Corporation (currently ENEOS Corporation), in charge of Social Environment &amp; Safety Department, Quality Assurance Department and Central Technical Research Laboratory</p> <p>April 2019 President and Representative Director, JX Research Corporation (currently ENEOS Research Institute, Ltd.)</p> <p>April 2022 Advisor of the above company</p> <p>June 2022 Board Director of the Company (in service)</p>		
Date of birth January 28, 1958			
Shares owned 0			
<p>● <b>Reasons for nomination as a candidate for Outside Director and the role to be expected</b></p> <p>Mr. IGARASHI Jinichi served as President &amp; Representative Director of JX Research Corporation and has extensive experience and a broad range of knowledge as a corporate manager. The Company thus requests his reappointment as an outside director and expects him to supervise the Company's management from a standpoint independent of management by utilizing extensive experience and a broad range of knowledge.</p>			

(Notes)

1. Reference Documents for the Meeting are based on information current as of April 1, 2025.
2. There is no special interest between each candidate and the Company.
3. “Denki Kagaku Keiki Corporation” shown in the above career summary merged with the Company on October 1, 2000.
4. Mr. AZUMA Nozomi and Mr. IGARASHI Jinichi are candidates for Outside Directors.
5. Mr. AZUMA Nozomi and Mr. IGARASHI Jinichi are currently serving as the Company’s outside director, and their respective terms of office as outside director are four years and three years as of the close of the Meeting.
6. In accordance with the Articles of Incorporation, the Company has entered into liability limitation agreements with Mr. MARU Sadakatsu, Mr. Tom MacFarlane, Mr. AZUMA Nozomi, Mr. IGARASHI Jinichi limiting their liability under Article 423, Paragraph 1 of the Companies Act. If their reelection is approved, the Company intends to continue the liability limitation agreements with them.
7. The Company has registered Mr. AZUMA Nozomi and Mr. IGARASHI Jinichi as an independent officer as set forth by the Tokyo Stock Exchange. If their reelection is approved, the Company will continue to register them as an independent officer.
8. The Company has entered into a directors and officers liability insurance (D&O insurance) agreement pursuant to Article 430-3, Paragraph 1 of the Companies Act of Japan with the Company’s Directors, Corporate Auditors, and Executive Officers and the Directors and Corporate Auditors of its consolidated subsidiaries as the insureds. The insurance policy covers compensation for damage and litigation expenses that the insured are liable to pay under law, and the Company pays the entire amount of the insureds’ insurance premiums. However, there are certain exclusions from coverage for which indemnification is not paid such as damage incurred as a result of the knowing unlawful conduct of an insured.

All candidates are insureds under the insurance agreement. The Company plans to renew the policy under the same terms and conditions at the time of renewal in November 2025.

(Reference) Main expertise and experience (skill matrix) of director candidates

Name	Corporate management	Sales & Marketing	Manufacturing - Technology and Development	Global	Finance and Accounting	Legal affairs and Risk management
TAKASHIMA Kazuyuki	○	○	○			
NAKAJIMA Nobuhisa	○	○	○			
KOSAKA Toru	○	○			○	○
ARAKAWA Sastoshi	○		○			
NISHIZAWA Takashi	○		○			
YAMAGISHI Yuji	○	○		○		
KUDO Hajime	○		○			
YAMAMORI Yasuo	○		○	○		
MARU Sadakatsu	○	○		○		
Tom MacFarlane	○	○		○	○	
AZUMA Nozomi						○
IGARASHI Jinichi	○		○			

(Note) The skills listed above do not represent all the expertise and experience of each candidate.

(Reference) Skills required for the Company's Directors and reason for their selection

Skills	Reason for selection
Corporate management	To achieve the improvement of sustainable corporate value as the business environment surrounding the measurement instrument business drastically changes, the Group needs a director who can grasp the entire business and has experience in management and administration as a corporate executive.
Sales & Marketing	To realize the development of new markets and strengthen the revenue base, the Group needs a director with abundant experience in and a high level of insight into sales strategy and marketing.
Manufacturing - Technology and Development	To provide excellent products and services and to promote technological development that incorporates advanced technologies, the Group needs a director with abundant experience in and a high level of insight into manufacturing, technology and development.
Global	To formulate and implement growth strategies in overseas markets, including the growth areas of China and Asia, the Group needs a director with abundant experience in and a high level of insight into overseas business management.
Finance and Accounting	To ensure accurate financial reporting and reinforcement of revenue base and promote growth investment in the improvement of sustainable corporate value, the Group needs a director with solid knowledge and experience in finance and accounting.
Legal affairs and Risk management	The establishment of a legal and risk management system is the foundation for the improvement of sustainable corporate value, and the Group needs a director with solid knowledge and experience in corporate legal affairs and risk management in order to improve the function of the board of directors to oversee management.