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(Securities code: 1929)

June 6, 2025

(The measures for electronic provision started on: May 29, 2025)

To Shareholders with Voting Rights

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

Notice of the 78th Annual Shareholders' Meeting

We hereby notify you that the 78th 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 Friday, June 20, 2025.

1. **Date and time:** Monday, June 23, 2025 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 78th fiscal year (April 1, 2024 to March 31, 2025), 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 78th fiscal year (April 1, 2024 to March 31, 2025)

Matters to be resolved:

- Proposal 1:** Dividend of Surplus
Proposal 2: Election of 10 Directors
Proposal 3: Election of 3 Corporate Auditors
Proposal 4: 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. However, for this particular Meeting, we are sending documents that bear the matters to be provided electronically to all eligible shareholders. 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
26 yen per common share of the Company for a total of 1,085,474,702 yen
- 3) Effective date of dividend of surplus
June 24, 2025

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 and independent Outside Corporate Auditors.


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>	President & Representative Director	17/17 (100%)	6 years
2	Naoto Kami	Male	<u>Reappointment</u>	Director, Senior Managing Officer, General Manager, Safety, Environment & Quality Control Division and responsible for Business Operation Division and Engineering Division	17/17 (100%)	4 years
3	Toshikazu Kawaguchi	Male	<u>Reappointment</u>	Director, Managing Executive Officer and responsible for Corporate Strategy Division and Administration Division	17/17 (100%)	6 years
4	Atsushi Yamazaki	Male	<u>New appointment</u>	Managing Executive Officer, General Manager, Corporate Strategy Division	—	—
5	Fumihiko Kajita	Male	<u>New appointment</u>	Managing Executive Officer, General Manager, Business Operation Division, Head of Overseas Business Division	—	—
6	Iwao Aso	Male	<u>Reappointment</u>	Director	15/17 (88%)	11 years
7	Masayuki Watanabe	Male	<u>Reappointment</u> <u>Outside Independent</u>	Outside Director	17/17 (100%)	9 years
8	Katsuo Nakamura	Male	<u>Reappointment</u> <u>Outside Independent</u>	Outside Director	17/17 (100%)	8 years
9	Naoko Okada	Female	<u>Reappointment</u> <u>Outside Independent</u>	Outside Director	17/17 (100%)	3 years


10	Sayaka Mori	Female	Reappointment Outside Independent	Outside Director	14/14 (100%)	1 year
<div> <div>New appointment</div> <div>Candidate for newly appointed Director</div> <div>Reappointment</div> <div>Candidate for reappointed Director</div> </div> <div> <div>Outside</div> <div>Candidate for Outside Director</div> <div>Independent</div> <div>Candidate for Independent Director</div> </div>						

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company	
2	<div></div> <div>Naoto Kami</div> <div>Reappointment</div> <div>Date of birth: May 13, 1963</div> <div>Number of shares of the Company held: 52,384 shares</div> <div>Years served as Director (at the close of the Meeting): 4 years</div> <div>Attendance at the Board of Directors' meetings: 17/17 (100%)</div>	April 1987	Joined the Company
		April 2006	Deputy General Manager, Chiba Sales Office, Business Department, Tokyo Branch
		April 2007	General Manager, Yokohama Sales Office, Business Department, Tokyo Branch
		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 (to present)	
		[Reasons for candidacy as Director] After serving in such positions as General Manager of Kyushu Branch, General Manager of Tokyo Branch, and General Manager of Business Operation Division, Naoto Kami has been serving as Director and Senior Managing Officer and General Manager of Safety, Environment & Quality Control Division and responsible for Business Operation Division and Engineering Division since April 2025. 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.	


No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company	
3	 <p>Toshikazu Kawaguchi</p> <p><u>Reappointment</u></p> <p>Date of birth: February 26, 1961</p> <p>Number of shares of the Company held: 14,964 shares</p> <p>Years served as Director (at the close of the Meeting): 6 years</p> <p>Attendance at the Board of Directors' meetings: 17/17 (100%)</p>	<p>April 1983 Joined the Company</p> <p>April 2006 General Manager, Accounting Department, Administration Division</p> <p>June 2007 Director, Midori Industries Co., Ltd.</p> <p>July 2008 Operating Officer, General Manager, Accounting Department, Administration Division, the Company</p> <p>April 2012 Operating Officer, Deputy General Manager, Administration Division and General Manager, Accounting Department</p> <p>April 2013 Operating Officer, General Manager, Corporate Planning Office and General Manager, Business Planning Department</p> <p>April 2014 Operating Officer, Deputy General Manager, Corporate Strategy Division and General Manager, Corporate Planning Department and General Manager, Related Business Department</p> <p>June 2014 Managing Executive Officer, Deputy General Manager, Corporate Strategy Division and General Manager, Corporate Planning Department and General Manager, Related Business Department</p> <p>August 2014 Director, Midori Industries Co., Ltd.</p> <p>July 2018 Commissaris, PT. NITTO CONSTRUCTION INDONESIA</p> <p>April 2019 Managing Executive Officer, General Manager, Corporate Strategy Division and General Manager, Corporate Planning Department and General Manager, Related Business Department, the Company</p> <p>June 2019 Director, Managing Executive Officer, General Manager, Corporate Strategy Division and General Manager, Corporate Planning Department and General Manager, Related Business Department</p> <p>April 2022 Director, Managing Executive Officer, General Manager, Corporate Strategy Division</p> <p>April 2025 Director, Managing Executive Officer and responsible for Corporate Strategy Division and Administration Division (to present)</p>	<p>[Reasons for candidacy as Director]</p> <p>After serving in such position as General Manager of Corporate Strategy Division, Toshikazu Kawaguchi has been serving as Director and Managing Executive Officer and responsible for Corporate Strategy Division and Administration Division since April 2025. He has a wealth of experience and insight concerning the Group's overall management. The Company considers that he will be able to contribute to further enhancement of the Company's corporate value through formulation and implementation of management strategies etc. 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	 Atsushi Yamazaki <div>New appointment</div>	April 1985 Joined the Company April 2007 General Manager, Construction Department, Sapporo Branch April 2010 General Manager, Business Department, Sapporo Branch 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. (to present) June 2022 Managing Executive Officer, Deputy General Manager, Corporate Strategy Division April 2025 Managing Executive Officer, General Manager, Corporate Strategy Division (to present)	
	Date of birth: November 20, 1964	[Reasons for candidacy as Director] After serving in such positions as General Manager of Sapporo Branch, Deputy General Manager of Corporate Strategy Division, and Director of Midori Industries Co., Ltd., a subsidiary of the Company, Atsushi Yamazaki has been serving as Managing Executive Officer and General Manager of Corporate Strategy Division since April 2025. He has a wealth of experience and insight concerning the Group's overall management. The Company considers that he will be able to contribute to further enhancement of the Company's corporate value through formulation and implementation of management strategies etc. Therefore, the Company has nominated him as a candidate for Director.	
	Number of shares of the Company held: 8,853 shares		
	Years served as Director (at the close of the Meeting): — years		
	Attendance at the Board of Directors' meetings: — (—%)		

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
5	 <p>Fumihiko Kajita</p> <p><u>New appointment</u></p> <p>Date of birth: January 24, 1967</p> <p>Number of shares of the Company held: 4,700 shares</p> <p>Years served as Director (at the close of the Meeting): — years</p> <p>Attendance at the Board of Directors' meetings: — (—%)</p>	<p>April 1987 Joined the Company</p> <p>April 2009 General Manager, Construction Department, Tokyo Branch</p> <p>April 2014 General Manager, Business Department, Tokyo Branch</p> <p>July 2015 General Manager, Business Department, Tokyo Branch, Related Business Department, Overseas Business Division, Corporate Strategy Division</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>April 2021 Director, Yamaguchi Earth Engineering Co., Ltd.</p> <p>April 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 (to present)</p> <p>[Reasons for candidacy as Director] After serving in such positions as Head of Overseas Business Division, General Manager of Hiroshima Branch, Director of Yamaguchi Earth Engineering Co., Ltd. and Director of Shimane Earth Engineering Co., Ltd., subsidiaries of the Company, and Deputy General Manager of Business Operation Division of the Company, Fumihiko Kajita has been serving as Managing Executive Officer and General Manager of Business Operation Division and Head of Overseas Business 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>Iwao Aso</p> <p><u>Reappointment</u></p> <p>Date of birth: July 17, 1974</p> <p>Number of shares of the Company held: 0 shares</p> <p>Years served as Director (at the close of the Meeting): 11 years</p> <p>Attendance at the Board of Directors' meetings: 15/17 (88%)</p>	<p>April 1997 Joined The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)</p> <p>June 2000 Auditor, ASO CEMENT Co., Ltd. (currently ASO CORPORATION)</p> <p>June 2001 Director</p> <p>August 2001 Director, ASO CEMENT Co., Ltd.</p> <p>December 2005 Outside Director, DWANGO Co., Ltd.</p> <p>June 2006 Executive Managing Director, ASO CORPORATION</p> <p>October 2008 Executive Vice President</p> <p>June 2010 President (to present)</p> <p>June 2014 Outside Director, the Company</p> <p>October 2014 Outside Director, KADOKAWA DWANGO CORPORATION (currently KADOKAWA CORPORATION)</p> <p>December 2015 Outside Director, IREP Co., Ltd (currently Hakuhodo DY ONE Inc.)</p> <p>January 2016 President, ASO CEMENT Co., Ltd.</p> <p>October 2016 Outside Director, D.A. Consortium Holdings Inc. (currently Hakuhodo DY ONE Inc.)</p> <p>June 2017 Outside Director, TSUZUKI DENKI CO., LTD.</p> <p>October 2018 Director, the Company (to present)</p> <p>June 2021 Outside Director, Tohto Suisan Co., Ltd.</p> <p>June 2022 Director, DAIHO CORPORATION (to present)</p> <p>January 2024 Director, ASO CEMENT Co., Ltd. (to present)</p> <p>June 2024 Director, Sumiseki Holdings, Inc. (to present)</p> <p>(Significant concurrent positions) President, ASO CORPORATION Director, ASO CEMENT Co., Ltd. Director, DAIHO CORPORATION Outside Director, Sumiseki Holdings, Inc.</p> <p>[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	 Masayuki Watanabe <div>Reappointment</div> <div>Outside</div> <div>Independent</div> Date of birth: May 2, 1970 Number of shares of the Company held: 1,752 shares Years served as Outside Director (at the close of the Meeting): 9 years Attendance at the Board of Directors' meetings: 17/17 (100%)	April 1998 Joined the Prime Minister's Office (Secretariat General Affairs Division) October 2001 Joined Anderson Mori (currently Anderson Mori & Tomotsune) October 2001 Registered as an attorney-at-law (Daini Tokyo Bar Association) August 2009 Joined Miyake & Partners May 2011 Partner (to present) June 2014 Outside Director, OHSO FOOD SERVICE CORP. June 2016 Outside Director, the Company (to present) June 2020 Outside Director, Kosaido Co., Ltd. (currently Kosaido Holdings Co., Ltd.) (to present) June 2021 Outside Director, Yoyogi Animation Academy Inc. (to present) October 2022 Outside Director (Audit and Supervisory Committee member), Mitsuboshi Co., Ltd. (to present) March 2023 Part-time Director, Mitsuboshi Philippines Corporation (to present) April 2023 Outside Director (Audit and Supervisory Committee Member), THE NIHON SEIMA CO., LTD. (to present) June 2023 Outside Director, Tohto Suisan Co., Ltd. (to present) February 2025 Auditor, Japan Spot Work Association (to present)	
		(Significant concurrent positions) Partner, Miyake & Partners Outside Director, Kosaido Holdings Co., Ltd. Outside Director, Yoyogi Animation Academy Inc. Outside Director (Audit and Supervisory Committee member), Mitsuboshi Co., Ltd. Part-time Director, Mitsuboshi Philippines Corporation Outside Director (Audit and Supervisory Committee Member), THE NIHON SEIMA CO., LTD. Outside Director, Tohto Suisan Co., Ltd. Auditor, Japan Spot Work Association [Reasons for candidacy as Outside Director and overview of expected role] Masayuki Watanabe has expertise and experience in corporate legal affairs gained through working as an attorney-at-law. 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.	

No.	Name	Career summary, significant concurrent positions and positions and responsibilities at the Company
8	 <p>Katsuo Nakamura</p> <p>Reappointment Outside Independent</p> <p>Date of birth: April 16, 1950</p> <p>Number of shares of the Company held: 5,253 shares</p> <p>Years served as Outside Director (at the close of the Meeting): 8 years</p> <p>Attendance at the Board of Directors' meetings: 17/17 (100%)</p>	<p>April 1974 Joined Yoko Co., Ltd.</p> <p>October 1975 Joined Central Corporation Co., Ltd. (currently Central Amenity Service Co., Ltd.)</p> <p>October 1991 President and Representative Director</p> <p>August 2004 President and Representative Director, Yoko Co., Ltd.</p> <p>May 2008 Chairman, Nihon University College of Law Alumni Association</p> <p>September 2008 Member of the Board of Trustees, Nihon University</p> <p>September 2011 Director, Nihon University</p> <p>August 2014 Chairman and Representative Director, Yoko Co., Ltd. (to present)</p> <p>August 2014 Chairman and Representative Director, Central Amenity Service Co., Ltd. (to present)</p> <p>September 2014 Executive Director, Nihon University</p> <p>June 2017 Outside Director, the Company (to present)</p> <p>(Significant concurrent positions)</p> <p>Chairman and Representative Director, Yoko Co., Ltd.</p> <p>Chairman and Representative Director, Central Amenity Service Co., Ltd.</p> <p>[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
9	 <p>Naoko Okada</p> <p>Reappointment Outside Independent</p> <p>Date of birth: June 7, 1978</p> <p>Number of shares of the Company held: 1,752 shares</p> <p>Years served as Outside Director (at the close of the Meeting): 3 years</p> <p>Attendance at the Board of Directors' meetings: 17/17 (100%)</p>	<p>April 2007 General Manager of Management Division, EC Navi Company (currently CARTA HOLDINGS, INC.)</p> <p>July 2009 Founder and CEO, Network Communications Corp. (to present)</p> <p>March 2014 Producer, Executive Business Division, Every. LLC</p> <p>March 2020 Outside Director, Roland DG Corporation</p> <p>July 2020 Deputy Representative Director, General Incorporated Association Risk Communication Institute of Japan</p> <p>October 2021 Outside Director, Retrieva, Inc. (to present)</p> <p>June 2022 Outside Director, the Company (to present)</p> <p>December 2023 Outside Director (Audit and Supervisory Committee Member), People, Dreams & Technologies Group Co., Ltd. (to present)</p> <p>(Significant concurrent positions)</p> <p>Founder and CEO, Network Communications Corp.</p> <p>Outside Director, Retrieva, Inc.</p> <p>Outside Director (Audit and Supervisory Committee Member), People, Dreams & Technologies Group Co., Ltd.</p> <p>[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
10	 Sayaka Mori <div> <div>Reappointment</div> <div>Outside</div> <div>Independent</div> </div>	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)
	Date of birth: December 13, 1980 Number of shares of the Company held: 336 shares Years served as Outside Director (at the close of the Meeting): 1 year Attendance at the Board of Directors' meetings: 14/14 (100%)	(Significant concurrent positions) Representative Director, Career Creation [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.

Notes:

1. There are no special interests between any of the candidates and the Company.
2. Candidates Masayuki Watanabe, Katsuo Nakamura, Naoko Okada and Sayaka Mori are candidates for Outside Director.
3. Masayuki Watanabe, Katsuo Nakamura, Naoko Okada and Sayaka Mori are Independent Directors as prescribed in the regulations of the Tokyo Stock Exchange.
4. Iwao Aso is the President of ASO CORPORATION, which is the wholly-owning parent company of AN Holdings Corp., the Company's parent company.
5. Number of years since the Outside Director candidates assumed office as Outside Director:
 Masayuki Watanabe will have served for 9 years at the close of this Meeting. Katsuo Nakamura will have served for 8 years at the close of this Meeting. Naoko Okada will have served for 3 years at the close of this Meeting. Sayaka Mori will have served for 1 year at the close of this Meeting.
6. Liability limitation agreements with candidates for non-executive Director:
 The Company has concluded agreements with Iwao Aso, Masayuki Watanabe, 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 five candidates of Iwao Aso, Masayuki Watanabe, Katsuo Nakamura, Naoko Okada and Sayaka Mori are approved at this Meeting, the Company intends to renew the said agreements.
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	President & Representative Director	○	○		○				○		○
Naoto Kami	Director, Senior Managing Officer, General Manager, Safety, Environment & Quality Control Division and responsible for Business Operation Division and Engineering Division	○	○		○				○		
Toshikazu Kawaguchi	Director, Managing Executive Officer and responsible for Corporate Strategy Division and Administration Division	○		○			○				○
Atsushi Yamazaki	Director, Managing Executive Officer, General Manager, Corporate Strategy Division	○	○	○		○					○
Fumihiko Kajita	Director, Managing Executive Officer, General Manager, Business Operation Division and General Manager, Head of Overseas Business Division	○	○		○			○	○		
Iwao Aso	Director	○		○		○		○		○	
Masayuki Watanabe	Outside Director			○				○			○
Katsuo Nakamura	Outside Director	○		○						○	
Naoko Okada	Outside Director	○		○		○		○			○
Sayaka Mori	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 3 Corporate Auditors


As the terms of office of all the 3 incumbent Corporate Auditors will expire at the close of this Meeting, the Company proposes the election of 3 Corporate Auditors.

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

The candidates for Corporate Auditor are as described below.

No.	Name	Career summary, significant concurrent positions and positions at the Company
1	 <p>Katsuhiko Takahashi</p> <p><u>New appointment</u></p> <p>Date of birth: March 17, 1962</p> <p>Number of shares of the Company held: 6,078 shares</p> <p>Years served as Corporate Auditor (at the close of the Meeting): — years</p> <p>Attendance at the Board of Directors' meetings: —</p> <p>Attendance at the Board of Corporate Auditors' meetings: —</p>	<p>April 1980 Joined the Company</p> <p>April 2009 General Manager, Construction Department, Tohoku Branch</p> <p>April 2016 General Manager, Construction Development Promotion Department, Business Operation Division</p> <p>April 2019 Deputy General Manager, Business Operation Division</p> <p>April 2020 Operating Officer, Deputy General Manager, Business Operation Division</p> <p>April 2023 Managing Executive Officer, General Manager, Safety, Environment & Quality Control Division</p> <p>April 2025 Auditor Staff Attached to the Corporate Strategy Division (to present)</p>
		<p>[Reasons for candidacy as Corporate Auditor]</p> <p>After serving in such positions as Deputy General Manager of Business Operation Division, and General Manager of Safety, Environment & Quality Control Division, Katsuhiko Takahashi has been serving as Auditor Staff Attached to the Corporate Strategy Division since April 2025. He has a wealth of knowledge and insight concerning the Group's overall business and internal audit. The Company has nominated him as a candidate for Corporate Auditor as it considers that he will be able to make use of such expertise to audit the Company.</p>

No.	Name	Career summary, significant concurrent positions and positions at the Company
2	 <p>Tetsuji Awakaku</p> <p>New appointment</p> <p>Outside</p> <p>Independent</p> <p>Date of birth: July 14, 1965</p>	<p>April 1988 Joined Taiyo Kobe Bank, Limited</p> <p>January 1992 Yamato-Oji Branch, Mitsui Taiyo Kobe Bank, Limited</p> <p>June 1995 General Manager, Credit Department II, Sakura Bank, Limited</p> <p>June 1996 Research Officer, Loan Planning Department</p> <p>April 2001 Deputy General Manager, Loan Planning Department, Sumitomo Mitsui Banking Corporation</p> <p>June 2002 Credit Officer, Credit Department III, Wholesale Banking Unit</p> <p>January 2008 Principal Examiner, Asset Audit Department</p> <p>April 2009 Principal Examiner, Internal Audit Department</p> <p>April 2011 Group Manager, Audit Department</p> <p>April 2017 Deputy General Manager, Audit Department</p> <p>April 2019 Executive Officer, Yoei Holdings Co., Ltd.</p> <p>June 2019 Auditor (to present)</p> <p>June 2019 Auditor, Yoei Co., Ltd. (to present)</p> <p>June 2019 Auditor, Yoko Building ME Co., Ltd. (to present)</p>
		(Significant concurrent positions)
		Auditor, Yoei Holdings Co., Ltd.
		Auditor, Yoei Co., Ltd.
		Auditor, Yoko Building ME Co., Ltd.
		[Reasons for candidacy as Outside Corporate Auditor]
		Tetsuji Awakaku held many prominent positions at major financial institutions. The Company has nominated him as a candidate for 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.
	Number of shares of the Company held: 0 shares	
	Years served as Outside Corporate Auditor (at the close of the Meeting): — years	
	Attendance at the Board of Directors' meetings: —	
	Attendance at the Board of Corporate Auditors' meetings: —	

No.	Name	Career summary, significant concurrent positions and positions at the Company
3	 <p>Atsushi Ono</p> <p>Reappointment Outside Independent</p> <p>Date of birth: January 30, 1967</p> <p>Number of shares of the Company held: 0 shares</p> <p>Years served as Outside Corporate Auditor (at the close of the Meeting): 8 years</p> <p>Attendance at the Board of Directors' meetings: 16/17 (94%)</p> <p>Attendance at the Board of Corporate Auditors' meetings: 9/9 (100%)</p>	<p>April 1990 Joined Asahi Shinwa & Co. (currently KPMG AZSA LLC)</p> <p>February 2000 Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC)</p> <p>May 2005 Partner</p> <p>May 2010 Senior Partner</p> <p>September 2016 Established Atsushi Ono Certified Public Accountant Office; Representative (to present)</p> <p>June 2017 Part-Time Auditor, sdtech Inc.</p> <p>June 2017 Outside Corporate Auditor, the Company (to present)</p> <p>(Significant concurrent position) Representative, Atsushi Ono Certified Public Accountant Office</p> <p>[Reasons for candidacy as Outside Corporate Auditor] Atsushi Ono has expertise and experience gained through working as a certified public accountant. The Company has renominated him as a candidate for 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.</p>

Notes:

1. There are no special interests between any of the candidates and the Company.
2. Candidates Tetsuji Awakaku and Atsushi Ono are candidates for Outside Corporate Auditor.
3. Atsushi Ono is an Independent Auditor as prescribed in the regulations of the Tokyo Stock Exchange. If the election of Tetsuji Awakaku is approved at this Meeting, the Company intends to designate him as an independent auditor and report him accordingly to the Tokyo Stock Exchange.
4. Number of years since the Outside Corporate Auditor candidates assumed office as Outside Corporate Auditor:
Atsushi Ono will have served for 8 years at the close of this Meeting.
5. Liability limitation agreements with candidates for Corporate Auditor
The Company has concluded an agreement with Atsushi Ono to limit his liability stipulated in Article 423, Paragraph 1 of the Companies Act to the minimum amount stipulated by laws and regulations, provided that he has performed his duties in good faith and without gross negligence. If his election is approved at this Meeting, the Company intends to renew the said agreement. If the election of Katsuhiko

Takahashi and Tetsuji Awakaku is approved at this Meeting, the Company intends to conclude the same agreements with them.

6. 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 Corporate Auditor 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.

Proposal 4: 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