

The 163rd Fiscal Year Notice of Convocation of the Annual General Meeting of Shareholders



Date and Time

Thursday, June 25, 2026
10:00 A.M.



Venue

Techno Center 1F Hall, Head Office,
Nikko Co., Ltd.

1013-1, Eigashima, Okubo-cho, Akashi, Hyogo Prefecture

For your visit, kindly refer to the venue map provided at the end of this document to avoid any confusion.

Matters to Be Resolved

Proposal 1: Appropriation of Surplus for the 163rd Fiscal Year

Proposal 2: Election of Eight Directors

Proposal 3: Election of One Substitute Audit & Supervisory Board
Member

Voting Deadline (Internet or Postal Mail)

Wednesday, June 24, 2026
5:00 P.M.

[Notice]

- If there are any changes to the operation of the General Meeting of Shareholders, such information will be posted on the Company's website. Please check our website for the latest updates. (<https://www.nikko-net.co.jp/>) Shareholders may exercise their voting rights in advance via the Internet, etc. or in writing by mail. We kindly ask that you consider exercising your voting rights in advance.

The Company will discontinue issuing the year-end report previously sent to shareholders after the Annual General Meeting of Shareholders. The notice of resolutions sent after the meeting and the interim report issued around early December each year will also no longer be mailed in paper form and will instead be disclosed on the Company's website →



You may also view the main contents of this Notice on your computer or smartphone.
<https://p.sokai.jp/6306/>



Tokyo Stock Exchange Code: 6306

June 9, 2026

1013-1, Eigashima, Okubo-cho, Akashi, Hyogo Prefecture

NIKKO CO., LTD.

Representative Director and President

Tomomi Nakayama

To Shareholders,

Notice of Convocation of the 163rd Annual General Meeting of Shareholders

We would like to express our sincere gratitude for your continued support.

We hereby notify you that the 163rd Annual General Meeting of Shareholders of the Company will be held as follows.

When convening this General Meeting of Shareholders, the Company has taken measures for providing information such as reference documents for the General Meeting of Shareholders (matters subject to electronic provision) in electronic format. Please review these materials on one of the following websites.

[The Company's website]

<https://www.nikko-net.co.jp/ir/meeting.html>



[General Shareholders' Meeting Materials Website]

<https://d.sokai.jp/6306/teiji/>



In addition to the above websites, the electronic provision measures are also posted on the Tokyo Stock Exchange website (TSE Listed Company Information Service). Please access the website below, enter "Nikko" in the "Company Name" field or the TSE code "6306" in the "Code" field, and click "Search." On the Search Reports page, click "Basic Information," then select "Public Viewing Documents/PR Information" on the "Listed Company Profile (Basic Information)" page to view the details.

[TSE Website]

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



If you are unable to attend the meeting in person, you may exercise your voting rights using one of the methods described from page 3 onward. We kindly ask that you review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights accordingly.

To Shareholders,

Meeting Details

1	Date and Time	Thursday, June 25, 2026, at 10:00 A.M.
2	Venue	Techno Center 1F Hall, Head Office, 1013-1, Eigashima, Okubo-cho, Akashi, Hyogo Prefecture Please refer to the venue map at the end of this document.
3	Matters to Be Reported	1. Business Report, Consolidated and Non-consolidated Financial Statements for the 163rd Fiscal Year (April 1, 2025, to March 31, 2026) 2. Audit Reports on the Consolidated Financial Statements for the 163rd Fiscal Year (April 1, 2025 to March 31, 2026) by the Accounting Auditor and the Audit & Supervisory Board
	Matters to Be Resolved	Proposal 1: Appropriation of Surplus for the 163rd Fiscal Year Proposal 2: Election of 8 Directors Proposal 3: Election of One Substitute Audit & Supervisory Board Member

© If you attend the meeting in person, please kindly submit the enclosed Voting Rights Exercise Form at the reception desk upon arrival.

© If any corrections are made to the matters subject to electronic provision, the details before and after such corrections will be posted on the website indicated on page 1.

© Among the matters subject to measures for electronic provision, the following matters are not included in the paper-based documents delivered to shareholders who have requested delivery of such documents, in accordance with laws and regulations and the Articles of Incorporation of the Company. The Audit & Supervisory Board Members and the Accounting Auditor have audited the documents subject to audit, including the following matters:




- (i) Matters concerning the Status of the Corporate Group in the Business Report: "Progress and Results of Operations," "Trends in Assets, Profit and Loss," "Principal Business Activities," "Major Offices and Plants," "Status of Employees," "Major Lenders," and "Other Significant Matters Regarding the Status of the Corporate Group."
- (ii) Matters concerning the Company's Shares in the Business Report: "Total Number of Authorized Shares," "Total Number of Issued Shares," "Number of Shareholders," and "Major Shareholders."
- (iii) Matters concerning Company Officers in the Business Report: "Status of Limitation of Liability Agreements," "Summary of Directors and Officers Liability Insurance Contracts," and "Matters Concerning Outside Officers."
- (iv) Matters concerning the Accounting Auditor in the Business Report: "Name of the Accounting Auditor," "Amount of Remuneration, etc. of the Accounting Auditor for the Current Fiscal Year," and "Policy on Dismissal or Non-REAPPOINTMENT of the Accounting Auditor."
- (v) Matters concerning the Company's Systems and Policies in the Business Report: "Systems to Ensure that the Execution of Duties by Directors Complies with Laws and Regulations and the Articles of Incorporation, and Other Systems to Ensure the Propriety of Operations of the Company and the Corporate Group Consisting of the Company and Its Subsidiaries," "Overview of the Operation of the Internal Control System," "Basic Policy on Control of the Company," and "Policy on Determination of Dividends of Surplus, etc."
- (vi) Consolidated Financial Statements: "Consolidated Balance Sheet," "Consolidated Statement of Income," "Consolidated Statement of Changes in Equity," and "Notes to Consolidated Financial Statements."
- (vii) Non-Consolidated Financial Statements: "Balance Sheet," "Statement of Income," "Statement of Changes in Equity," and "Notes to Non-Consolidated Financial Statements."
- (viii) Audit Reports: "Copy of the Accounting Auditor's Audit Report on the Consolidated Financial Statements," "Copy of the Accounting Auditor's Audit Report," and "Copy of the Audit Report of the Audit & Supervisory Board."

How to Exercise Voting Rights

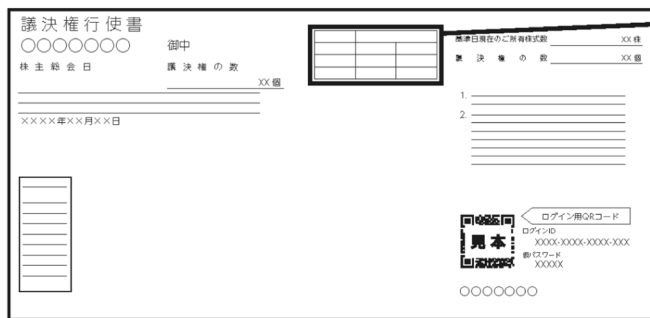
Voting rights at the General Shareholders' Meeting are an important right of shareholders.

Please review the Reference Documents for the General Meeting of Shareholders and other materials before exercising your voting rights.

There are three ways to exercise voting rights:

 <p>By attending the meeting in person</p> <p>Please submit the enclosed voting form to the receptionist at the meeting.</p> <p>_____ Date and Time</p> <p>Thu, June 25, 2026 10:00 A.M. (Reception starts at 9:00 A.M.)</p>	 <p>Via the internet (Online Voting)</p> <p>Please follow the instructions on the next page to enter your approval or disapproval of the proposals.</p> <p>_____ Deadline for Submission</p> <p>Wed, June 24, 2026 5:00 P.M.</p>	 <p>By mail (Postal Voting)</p> <p>Please indicate your approval or disapproval of the proposals on the enclosed voting form and return it by mail (no postage required).</p> <p>_____ Deadline for Arrival</p> <p>Wed, June 24, 2026 5:00 P.M.</p>
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How to Fill Out the Voting Form



*The Voting Form is for illustrative purposes only.

Enter your approval or disapproval here.

Proposal 1

- If you approve the proposal >> Draw a circle (○) in the “**賛**” (Approve) column.
- If you disapprove the proposal >> Draw a circle (○) in the “**否**” (Disapprove) column.

Proposal 2

- If you approve the election of all candidates >> Draw a circle (○) in the “**賛**” (Approve) column.
- If you disapprove the election of all candidates >> Draw a circle (○) in the “**否**” (Disapprove) column.
- If you disapprove the election of some of the candidates >> Draw a circle (○) in the “**賛**” (Approve) column and fill in the number of the candidate you Disapprove.

If votes are cast both via the Internet and by mail, only the Internet vote will be valid. If multiple Internet votes are cast, only the final vote will be valid. If no approval or disapproval is indicated on the mailed Voting Rights Exercise Form, the vote will be treated as approval.

How to Exercise Voting Rights via the Internet

By scanning the QR Code

You can log in to the voting website without entering the login ID and temporary password provided on the voting form.

1. Scan the QR Code provided on the voting form.



* "QR Code" is a registered trademark of DENSO WAVE INCORPORATED.

2. Follow the on-screen instructions to indicate your approval or disapproval.

By entering the Login ID and Temporary Password

Voting Website <https://evote.tr.mufg.jp/>

1. Access the voting website.
2. Enter the "Login ID" and "Temporary Password" provided on the voting form, then click "Login."

Enter the "Login ID" and "Temporary Password"

Click "Login"

3. Follow the on-screen instructions to indicate your approval or disapproval.

* The screen images are for illustrative purposes only.

For questions about online voting by computer or smartphone, please contact the address on the right.

Help Desk, Transfer Agent, Mitsubishi UFJ Trust & Banking
0120-173-027

(Toll-free / Reception hours: 9:00 A.M – 9:00 P.M.)

Institutional investors can use the electronic voting platform for institutional investors operated by ICJ, Inc.

Reference Materials for the Annual General Meeting of Shareholders

Proposals and Reference Items

Proposal 1: Appropriation of Surplus for the 163rd Fiscal Year

The Company regards the return of profits to shareholders as one of its key management priorities. While the Company believes that dividends should generally be paid in line with business performance for each fiscal period, its basic policy is to determine the amount of dividends by comprehensively taking into account the enhancement of internal reserves and other relevant factors.

Based on this policy, the Company proposes to pay the year-end dividend for the fiscal year under review as follows, increasing the dividend by 6 yen per share from the previous fiscal year.

Matters related to year-end dividends

- (1) Types of Dividend Property
Cash
- (2) Allocation of Dividend Property to Shareholders and Total Amount
23 yen per share of common stock
Total amount: 886,309,002 yen
- (3) Effective Date of Distribution of Surplus
June 26, 2026

As a result, the annual dividend for the fiscal year under review, including the interim dividend, will be 40 yen per share.

Proposal 2: Election of Eight Directors

The Company places great importance on the management responsibility of Directors and, in order to seek the confidence of shareholders in the Directors each fiscal year, provides in its Articles of Incorporation that the term of office of Directors shall be one year.

Pursuant to this provision of the Articles of Incorporation, the terms of office of all eight Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of eight Directors.

The candidates for Director are as follows.

The number of Directors and the candidates have been determined by the Board of Directors based on the recommendations of the Nomination and Remuneration Committee, an advisory body to the Board of Directors.

List of Candidates

- (Notes)
1. The attendance status at Board of Directors meetings for Mr. Yamada covers the period of the current fiscal year after his appointment on June 25, 2025.
 2. The eight candidates for Director consist of seven men and one woman, with women representing 12.5% of the candidates.

No.	Attributes	Name	Current Position in the Company	Attendance (Number/Total)	Term of office as Director (at the conclusion of this General Meeting)
1	Reelect.	Masaru Tsuji	Chairperson of the Board	13/13	18 years
2	Reelect.	Tomomi Nakayama	President	13/13	7 years
3	Reelect.	Koichi Kawakami	Managing Director	13/13	3 years
4	Reelect.	Takeshi Sone	Director	12/13	3 years
5	Reelect.	Kazuhiro Yamada	Director	10/10	1 year
6	Reelect. OD Indep.	Masafumi Ishii	Director	12/13	5 years
7	Reelect. OD Indep.	Rika Saeki	Director	13/13	5 years
8	Reelect. OD Indep.	Shigeru Sadakari	Director	13/13	4 years

Reelect. Reappointment candidate OD Outside Director candidate Indep. Independent officer candidate under TSE rules

No.	Name (Date of Birth)	Curriculum Vitae, Position and Responsibility in the Company (Important concurrent positions)	Number of the Company's shares held
1	<p>Masaru Tsuji (Jun. 4, 1960)</p> <p>Reelect.</p>	<p>Sep. 1987 Joined the Company Jun. 2007 Executive Officer, the Company Jun. 2008 Director, the Company Jun. 2011 Managing Director, the Company Jun. 2012 Director of Business Division, the Company Jun. 2015 Executive Managing Director, the Company Apr. 2019 President, the Company Director of Technology Division and Chief Internal Control Officer, the Company Apr. 2025 Chairperson of the Board, the Company (present) Director of Business Division and Chief of Affiliate Companies, the Company (present)</p>	125,100 shares
<p>[Reason for Nominating as Director Candidate] Mr. Tsuji has appropriately supervised management and made important decisions as President since 2019 and as Chairperson since April 2025. He has also contributed to business expansion and enhanced corporate value. In light of these achievements, the Company believes that he is well qualified to contribute to the sustainable enhancement of corporate value and therefore proposes his reelection as Director.</p>			
2	<p>Tomomi Nakayama (Jan. 10, 1963)</p> <p>Reelect.</p>	<p>Apr. 1982 Joined the Company Jun. 2015 Executive Officer, the Company General Manager of Business Strategy Department and AP Sales Management Department, Business Division, the Company Jun. 2019 Director, the Company Jun. 2023 Managing Director, the Company Apr. 2024 Director of Business Division and General Manager of Business Strategy Department, the Company Jun. 2025 Executive Managing Director, the Company Apr. 2026 President, the Company (present) Director of Technology Division and Chief Internal Control Officer (present)</p>	57,160 shares
<p>[Reason for Nominating as Director Candidate] Mr. Nakayama has appropriately supervised management and made important decisions as Director. As Executive Managing Director in charge of the Business Division, he led sales strategies and promoted the management plan. Since April 2025, as President, he has been formulating and promoting the medium-term management plan and working to enhance corporate value. In light of these achievements, the Company proposes his reelection as Director.</p>			

No.	Name (Date of Birth)	Curriculum Vitae, Position and Responsibility in the Company (Important concurrent positions)	Number of the Company's shares held
3	Koichi Kawakami (Jul. 8, 1965) Reelect.	<p>Dec. 1988 Joined the Company</p> <p>Jun. 2021 Executive Officer, the Company</p> <p>Jan. 2022 General Manager of Corporate Strategy Department, DX Business Team Leader (CDO), and Manager of Quality Assurance Office, CEO's Office, the Company</p> <p>Apr. 2023 Deputy Director of Finance & Administrative Division, General Manager of Corporate Strategy Department and DX Business Team Leader (CDO), CEO's Office</p> <p>Jun. 2023 Director, the Company</p> <p>Apr. 2025 Director of Finance & Administrative Division, DX Business Team Leader (CDO), CEO's Office, Chief of Health and Safety, Chief Export Control Officer, the Company</p> <p>May 2025 Director of Finance & Administrative Division, General Manager of Financial Management Department, DX Business Team Leader (CDO), CEO's Office, Chief of Health and Safety, Chief Export Control Officer, the Company</p> <p>Apr. 2026 Managing Director (present) Director of Finance & Administrative Division, DX Business Team Leader (CDO), CEO's Office, Chief of Health and Safety, Chief Export Control Officer, the Company (present)</p>	13,100 shares
<p>[Reason for Nominating as Director Candidate]</p> <p>Mr. Kawakami has appropriately supervised management and made important decisions as Director. As Director of Finance & Administrative Division, he has led corporate planning strategies and promoted the management plan. In light of these achievements, the Company proposes his reelection as Director.</p>			

No.	Name (Date of Birth)	Curriculum Vitae, Position and Responsibility in the Company (Important concurrent positions)	Number of the Company's shares held
4	Takeshi Sone (Feb. 25, 1970) Reelect.	<p>Apr. 1990 Joined the Company</p> <p>Apr. 2019 General Manager of Mobile Plant Business Department and Senior Manager of Kanto Branch, Business Division, the Company</p> <p>Jun. 2019 Executive Officer, the Company</p> <p>Jun. 2022 Senior Executive Officer, the Company</p> <p>Jun. 2023 Director, the Company (present)</p> <p>Apr. 2025 Deputy Director of Business Division, General Manager of the Service Strategy Department and Mobile Plant Business Department, the Company</p> <p>Apr. 2026 Deputy Director of Business Division, General Manager of Business Strategy Department, the Company (present)</p>	17,895 shares
<p>[Reason for Nominating as Director Candidate]</p> <p>Mr. Sone has appropriately supervised management and made important decisions as Director. He has overseen the Company's core Maintenance Service and Mobile Plant businesses, leading their strategies and promoting the management plan. In light of these achievements, the Company proposes his reelection as Director.</p>			
5	Kazuhiro Yamada (Dec. 16, 1970) Reelect.	<p>Apr. 1995 Joined the Company</p> <p>Apr. 2008 Manager of Business Development Promotion Office, the Company President and Representative Director, Maekawa Kogyosho Co., Ltd.</p> <p>Apr. 2019 General Manager of Head Office Plant, Manufacturing Division, the Company</p> <p>Jun. 2020 Executive Officer</p> <p>Mar. 2022 President and Representative Director, Ube Kohki Co., Ltd.</p> <p>Jun. 2023 Senior Executive Officer Deputy Director of Manufacturing Division and General Manager of Head Office Plant, the Company</p> <p>Jul. 2024 President and Representative Director, Matsuda Kiko Co., Ltd.</p> <p>Apr. 2025 Director of Manufacturing Division and General Manager of Head Office Plant, the Company (present)</p> <p>Jun. 2025 Director, the Company (present)</p>	16,500 shares
<p>[Reason for Nominating as Director Candidate]</p> <p>Mr. Yamada has appropriately supervised management and made important decisions as Director. He has overseen the Company's manufacturing division, leading its strategies and promoting the management plan. The Company also expects him to apply his extensive experience as President of Group subsidiaries to its management. In light of these achievements, the Company proposes his reelection as Director.</p>			

No.	Name (Date of Birth)	Curriculum Vitae, Position and Responsibility in the Company (Important concurrent positions)	Number of the Company's shares held
6	Masafumi Ishii (Nov. 3, 1957) Reelect.	<p>Apr. 1980 Joined the Ministry of Foreign Affairs of Japan Feb. 2002 Secretary to the Minister of Foreign Affairs of Japan Jan. 2004 Minister, Embassy of Japan in the United Kingdom Jul. 2006 Minister, Embassy of Japan in the United States of America Jan. 2013 Director-General, International Legal Affairs Bureau, Ministry of Foreign Affairs of Japan Jul. 2014 Ambassador Extraordinary and Plenipotentiary, Embassy of Japan in Belgium Mar. 2017 Ambassador Extraordinary and Plenipotentiary, Embassy of Japan in Indonesia Jan. 2021 Retired from the Ministry of Foreign Affairs of Japan Jun. 2021 Outside Director, the Company (present)</p>	12,500 shares
<p>[Reason for Nomination as Outside Director Candidate and Expected Role] Mr. Ishii has broad insight into international affairs and knowledge of Asia, developed through his many years of experience at the Ministry of Foreign Affairs of Japan. The Company expects him to provide supervision and advice on business execution. Although he has not been involved in corporate management, the Company believes he is well qualified and proposes his reelection as Outside Director.</p>			
7	Rika Saeki (Feb. 27, 1961) Reelect.	<p>Apr. 2002 Established Ussystem LLC (now Ussystem Co., Ltd.) Representative Director, Ussystem LLC (now Ussystem Co., Ltd.) (present) Jun. 2021 Outside Director, the Company (present) Jun. 2022 Director, Kobe Commerce, Industry And Trade Center Inc. Jun. 2025 Outside Director (Audit and Supervisory Committee Member), Nippon Thompson Co., Ltd. (present)</p> <p>[Significant Concurrent Positions] Representative Director of Ussystem Co., Ltd. Outside Director (Audit and Supervisory Committee Member), Nippon Thompson Co., Ltd.</p>	0 share
<p>[Reason for Nomination as Outside Director Candidate and Expected Role] Mrs. Saeki has extensive management experience as the founder and current manager of a business company, as well as ICT expertise and diverse perspectives. The Company expects her to apply these strengths to its management and to supervise and advise on business execution. For these reasons, the Company proposes her reelection as Outside Director. If elected, she is expected to continue serving on the Nomination and Remuneration Committee and to contribute to officer nomination and remuneration decisions from an objective and neutral standpoint.</p>			

No.	Name (Date of Birth)	Curriculum Vitae, Position and Responsibility in the Company (Important concurrent positions)		Number of the Company's shares held
8	Shigeru Sadakari (Sep. 22, 1957) Reelect.	Apr. 1980	Joined Taiyo-Kobe Bank Ltd .(now Sumitomo Mitsui Banking Corporation)	15,200 shares
		Apr. 2010	Executive Officer and Manager of Internal Audit Department, Sumitomo Mitsui Banking Corporation	
		May 2011	Managing Executive Officer, The Minato Bank, Ltd.	
		Apr. 2013	Representative Executive Managing Director and Senior Managing Executive Officer, The Minato Bank, Ltd.	
		Jun. 2015	Executive Vice President and Representative Director, Kobe Tochi Tatemono Co., Ltd.	
		Jun. 2016	President and Representative Director, Kobe Maintenance of Building Co., Ltd.	
		Jun. 2019 Jun. 2023	Outside Audit & Supervisory Board Member, the Company Outside Director, the Company (present)	
<p>[Reason for Nomination as Outside Director Candidate and Expected Role]</p> <p>Mr. Sadakari has extensive management experience and broad insight gained at financial institutions and business companies, as well as knowledge of finance and accounting. The Company expects him to apply these strengths to its management and to supervise and advise on business execution. For these reasons, the Company proposes his reelection as Outside Director. If elected, he is expected to continue contributing to the Nomination and Remuneration Committee from an objective and neutral standpoint.</p>				

(Notes)

1. There is no special interest between each candidate and the Company.
2. Mr. Ishii, Mrs. Saeki, and Mr. Sadakari are candidates for Outside Director.
3. Mr. Ishii, Mrs. Saeki, and Mr. Sadakari have been reported as independent officers who are not likely to have conflicts of interest with general shareholders, as required by Tokyo Stock Exchange. If these three individuals are reelected, the Company intends to continue designating them as independent officers.
4. Mr. Ishii and Mrs. Saeki are currently Outside Directors of the Company, and their office terms will reach five years upon the conclusion of this Annual General Meeting of Shareholders. Mr. Sadakari is also currently an outside director of the Company, and his office term will reach four years upon the conclusion of this Annual General Meeting of Shareholders. It should be noted that Mr. Sadakari has previously served as an Outside Audit & Supervisory Board Member of the Company.
5. The Company has entered into liability limitation agreements with Mr. Ishii, Mrs. Saeki, and Mr. Sadakari to limit their liability for damages to the extent permitted by laws and regulations. If they are reelected, these agreements will remain in effect.
6. The Company has entered into a directors and officers liability insurance policy, as provided in Article 430-3, Paragraph 1 of the Companies Act. The policy covers damages that may arise from liability incurred in the performance of duties by the insured, including the Company's directors, or from claims related to such liability. If each candidate is appointed and assumes office as a director, they will be included as insured under this policy. The Company also plans to renew this policy under the same terms at the next renewal.
7. At present, the Company does not intend to enter into any indemnification agreements with the candidates under Article 430-2, Paragraph 1 of the Companies Act.

Proposal 3: Election of One Substitute Audit & Supervisory Board Member

As the validity of Mr. Haruhiro Ogawa's election as Substitute Audit & Supervisory Board Member at the 161st Annual General Meeting of Shareholders held on June 21, 2024, will expire at the commencement of this Annual General Meeting of Shareholders, the Company proposes his election again to prepare for any shortfall in the number of Audit & Supervisory Board Members required by laws and regulations.

Mr. Ogawa will serve as a substitute for Mr. Morie Okaaki, Audit & Supervisory Board Member.

The election may be cancelled before he assumes office by resolution of the Board of Directors with the consent of the Audit & Supervisory Board. Its validity will continue until the commencement of the Annual General Meeting of Shareholders to be held two years after this meeting.

The candidate has been determined by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee and with the consent of the Audit & Supervisory Board.

Name (Date of Birth)	Curriculum Vitae, Position and Responsibility in the Company (Important concurrent positions)	Number of the Company's shares held
Haruhiro Ogawa (Mar. 5, 1968)	Apr. 1991 Joined Taiyo-Kobe Bank, Ltd. (now Sumitomo Mitsui Banking Corporation)	3,773 shares
	Apr. 2013 General Manager, Osaka Branch, and Manager, Consulting Section, SMBC Nikko Securities Inc.	
	Apr. 2014 General Manager, Kita-Suzurandai Branch, Sumitomo Mitsui Banking Corporation	
	Apr. 2017 General Manager, Mikage Branch, Sumitomo Mitsui Banking Corporation	
	Oct. 2018 Senior Promotion Officer, Inheritance Advisory Department, Sumitomo Mitsui Banking Corporation	
	May 2021 Seconded to the Company Senior Manager, Finance Department, Finance & Administrative Division, the Company	
	Apr. 2022 Transferred to the Company	
	May 2025 Senior Manager, Finance Department, Financial Management Department, Finance & Administrative Division, the Company	
	Jun. 2025 Executive Officer, the Company (present)	
	Apr. 2026 General Manager, Financial Management Department, and Senior Manager, Accounting Department, the Company (present)	
[Significant Concurrent Positions] President and Representative Director, Ube Kohki Co., Ltd.		

[Reason for Nomination as Substitute Audit & Supervisory Board Member Candidate]

Mr. Ogawa has extensive finance and accounting experience gained at banks, securities companies, and the Company's Finance Department. The Company believes he can conduct appropriate audits to ensure sound management and therefore proposes his election as Substitute Audit & Supervisory Board Member.

(Notes)

1. There is no special interest between the candidate and the Company.
2. The Company has entered into a directors and officers liability insurance policy, as provided in Article 430-3, Paragraph 1 of the Companies Act. The policy covers damages that may arise from liability incurred by the insured, including the Company's Audit & Supervisory Board Members, in the performance of their duties, or from claims related to such liability. If Mr. Haruhiro Ogawa assumes office as Audit & Supervisory Board Member, he will be included as an insured under this policy. The Company plans to renew the policy under the same terms at the next renewal.
3. Although the Company's Articles of Incorporation provide for liability limitation agreements with Audit & Supervisory Board Members, the Company currently does not intend to enter into such agreement with Mr. Haruhiro Ogawa if he assumes office as Audit & Supervisory Board Member.
4. At present, the Company does not intend to enter into an indemnification agreement with Mr. Haruhiro Ogawa under Article 430-2, Paragraph 1 of the Companies Act if he assumes office as Audit & Supervisory Board Member.

(Reference) Diversity of Board of Directors and Audit & Supervisory Board (if Proposal 2 is approved)

No.	Name	Independence (Outside Directors Only)	Knowledge and experience expected by the Company (*)									
			Corporate Management / Business Operations	Industry Knowledge	Finance and Accounting	Legal Affairs and Compliance	International Experience	Sales Experience	ICT	Technical Experience	Administrative Experience	
1	Masaru Tsuji		●	●					●	●	●	
2	Tomomi Nakayama		●	●					●		●	
3	Koichi Kawakami		●	●				●	●	●		
4	Takeshi Sone		●	●					●		●	
5	Kazuhiro Yamada		●	●				●	●		●	
6	Masafumi Ishii	●					●	●				●
7	Rika Saeki	●	●							●		
8	Shigeru Sadakari	●	●			●	●					

* The above table does not show all of the candidates' knowledge and experience.

* In the above table, ICT refers to Information and Communication Technology.

No.	Name	Independence (Outside Directors Only)	Knowledge and experience expected by the Company (*)									
			Corporate Management / Business Operations	Industry Knowledge	Finance and Accounting	Legal Affairs and Compliance	International Experience	Sales Experience	ICT	Technical Experience	Administrative Experience	
—	Morie Okaaki		●	●					●			
—	Naoki Ota	●	●					●				
—	Tsuyoshi Fukui	●				●						
—	Koji Yoneda	●					●					

* The above table does not show all of the candidates' knowledge and experience.

(Reference) Independence Criteria for Outside Officers

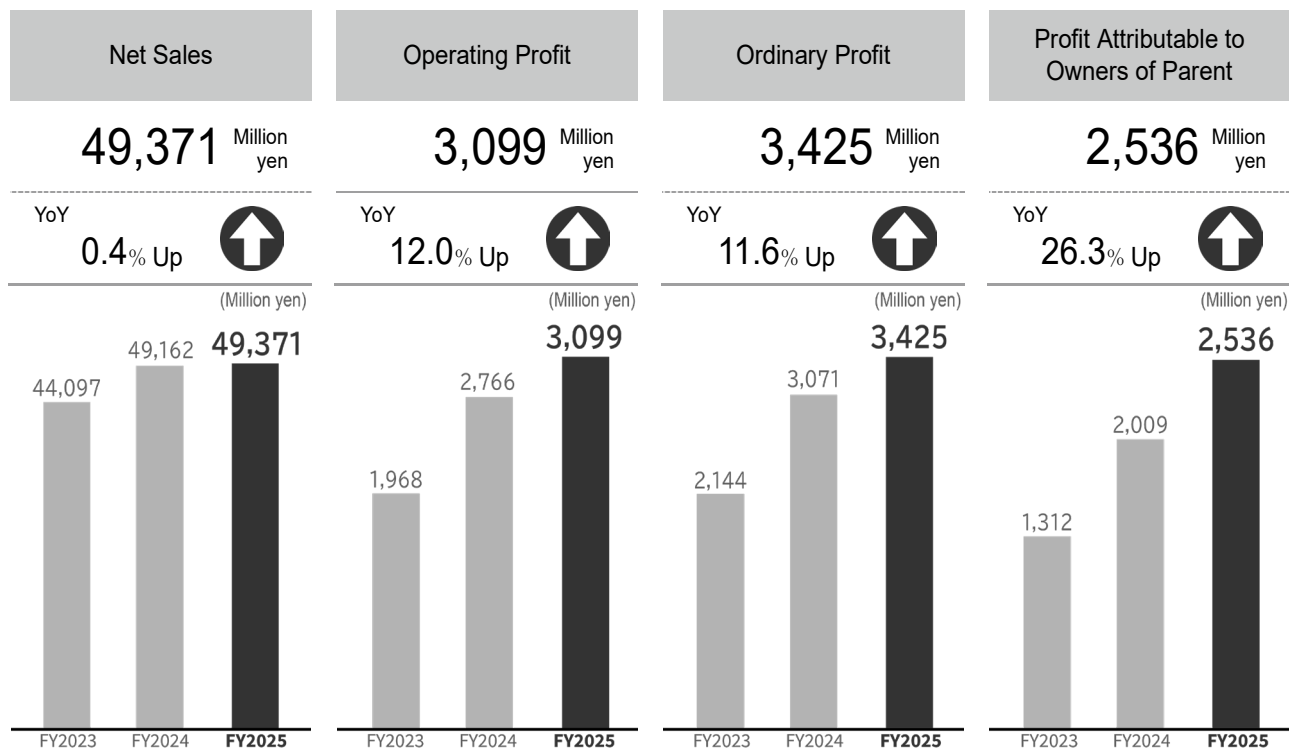
Please refer to the Company's website for information on Independence Criteria for Outside Officers as defined by the Company.

(The Company's website: <https://www.nikko-net.co.jp/sustainability/pdf/criteria.pdf>)

Consolidated Financial Highlights

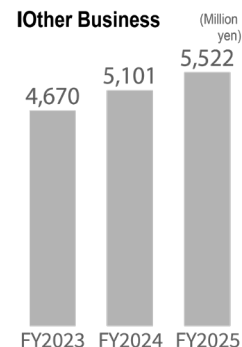
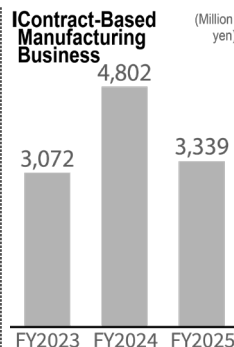
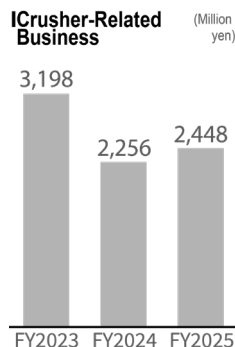
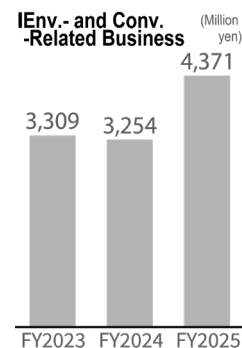
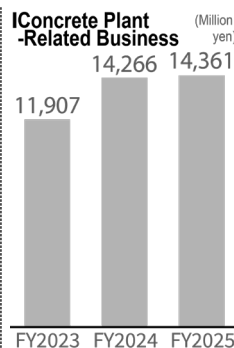
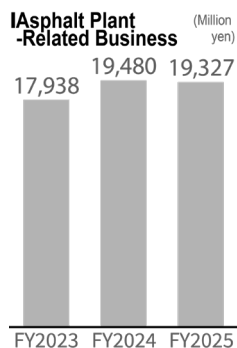
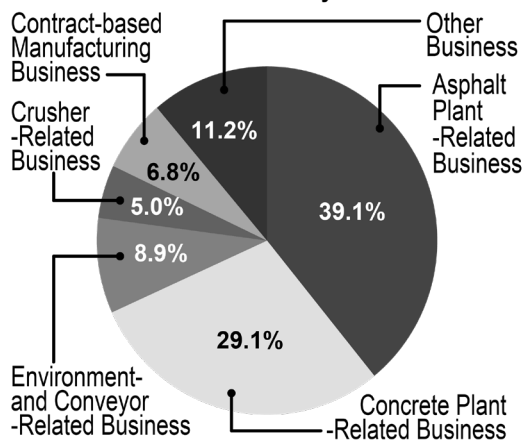
(April 1 to March 31 of each fiscal year)

Fiscal Year ended March 31, 2026



Sales by Business Section

FY2025 Sales Contribution by Business Section



Forecast for Fiscal Year ending 31 March, 2027

Net Sales	Operating Profit	Ordinary Profit	Profit Attributable to Owners of Parent
55,000 Million yen	3,800 Million yen	3,830 Million yen	2,650 Million yen