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It may be difficult for you to enforce your rights and any claim you may have arising under the U.S. federal securities laws, since the issuer is located in Japan and some or all of its officers and directors reside outside of the United States. You may not be able to sue a Japanese company or its officers or directors in a Japanese court for violations of the U.S. securities laws. It may be difficult to compel a Japanese company and its affiliates to subject themselves to a U.S. court's judgment. You should be aware that the issuer may purchase securities otherwise than under the joint share transfer, such as in the open market or through privately negotiated purchases.

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(Securities identification code: 6209)

June 5, 2026

To our shareholders:

Yasunori Maekawa
Representative Director, Chairman and
CEO
NPR-RIKEN CORPORATION
8-1 Sanbancho, Chiyoda-ku, Tokyo

Notice of the 3rd Ordinary General Meeting of Shareholders

We are pleased to announce the 3rd Ordinary General Meeting of Shareholders of NPR-RIKEN CORPORATION (the "Company"), which will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as "Notice of the 3rd Ordinary General Meeting of Shareholders" on each of the websites shown below. Please access one of those websites to review the information.

- The Company's website:
<https://www.npr-riken.co.jp/ir/stock/> (in Japanese)
- Ordinary General Meeting of Shareholders Materials website:
<https://d.sokai.jp/6209/teiji/> (in Japanese)
- TSE website (Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)
(Access the TSE website by using the Internet address shown above, enter "NPR-RIKEN" in "Issue name (company name)" or the Company's securities code "6209" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].")

If you are not attending the meeting in person, you may exercise your voting rights in writing (via postal mail) or via the Internet, etc.

Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights in writing (via postal mail) or by the method of exercising voting rights on page 4 no later than 5:30 p.m., Thursday, June 25, 2026 (Japan Standard Time).

Meeting Details

- 1. Date and time:** Friday, June 26, 2026 at 10:00 a.m. (Japan Standard Time)
(Reception starts at 9:00 a.m.)
- 2. Venue:** 401, Akasaka Intercity Conference Center
4F, Akasaka Intercity AIR
1-8-1 Akasaka, Minato-ku, Tokyo
* Please note that the venue is different from last year.
- 3. Purposes of the Meeting:
Items to be reported:**
 1. Business Report and Consolidated Financial Statements for the 3rd Term (from April 1, 2025 to March 31, 2026), as well as the results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
 2. Non-Consolidated Financial Statements for the 3rd Term (from April 1, 2025 to March 31, 2026)

Items to be resolved:

- Proposal 1:** Appropriation of surplus
Proposal 2: Election of five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)
Proposal 3: Election of one (1) Director who is an Audit and Supervisory Committee Member

4. Exercising Voting Rights

If there is no indication of approval or disapproval of a proposal on the voting form, it will be treated as intention of approval.

If you exercise your voting rights multiple times via the Internet, etc., your last vote shall be deemed effective.

If you exercise your voting rights through multiple methods such as in writing (by postal mail) and via the Internet, etc., the vote via the Internet, etc. shall be deemed effective.

5. Other information regarding this notice

In accordance with the provisions of laws and regulations and Article 16 of the Company's Articles of Incorporation, the following items are excluded from paper-based documents delivered to shareholders who have made a request for delivery of such documents. Such excluded items are posted on the Company's website, the Ordinary General Meeting of Shareholders Materials website, and the TSE website as "Items Subject to Measures for Electronic Provision When Convening the 3rd Ordinary General Meeting of Shareholders."

- (1) Matters Related to Company Stock Acquisition Rights, etc. from Business Report
- (2) System to Ensure the Appropriateness of Operations from Business Report
- (3) Consolidated Statement of Changes in Equity from Consolidated Financial Statements
- (4) Notes to the Consolidated Financial Statements
- (5) Statement of Changes in Equity from Non-Consolidated Financial Statements
- (6) Notes to Non-Consolidated Financial Statements

Accordingly, Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements included in the paper-based documents are part of the documents audited by the Accounting Auditor in preparation of the financial audit report and by Audit and Supervisory Committee in preparation of the audit report.

If revisions to the items subject to measures for electronic provision arise, the Company will notify the revisions and the details of the items before and after the revisions on the aforementioned websites using measures for providing information in electronic format.

1. When attending the meeting, please submit the voting form enclosed with this notice at the reception desk.
2. Shareholders who require assistance or interpretation (including sign language interpretation) may enter the venue with only one (1) assistant or interpreter. If you wish to have an assistant or interpreter accompany you, please inquire at the reception desk on the day of the meeting. Note that, unless the person accompanying you is a shareholder with voting rights, they are only allowed to speak and act as your assistant or interpreter.
3. We request your understanding about the fact that we will not give out souvenirs on this occasion in light of fairness, etc., between shareholders who visit the venue and those who have difficulty visiting the venue.
4. Starting from the next general meeting of shareholders, as a general rule, the Company may only provide information necessary for accessing the websites. Thank you for your understanding. (Excluding shareholders who request paper-based documents to be delivered.)
5. If there are any major changes in the operation of the general meeting of shareholders due to future situations, the Company will notify such changes on the Company's website (<https://www.npr-riken.co.jp/ir/stock/>) (in Japanese).

Guide to Exercising Voting Rights

You may exercise your voting rights by using one of the three methods shown below.

If you are attending the meeting in person
Please submit the voting form at the reception desk. Date and time: Friday, June 26, 2026 at 10:00 a.m. (Japan Standard Time) Venue: 1-8-1 Akasaka, Minato-ku, Tokyo 4F, Akasaka Intercity AIR 401, Akasaka Intercity Conference Center (Please refer to the “Venue of the General Meeting of Shareholders” at the end of document.)

If you are exercising your voting rights in writing (via postal mail)
Please indicate your approval or disapproval of the proposals on the voting form enclosed with this notice, and send it via postal mail without postage stamp. If there is no indication of approval or disapproval of a proposal on the voting form, it will be treated as intention of approval. Exercise Due Date: To be received no later than 5:30 p.m. on Thursday, June 25, 2026 (Japan Standard Time)

If you are exercising your voting rights via the Internet
Please access the voting website (https://www.web54.net) (in Japanese) from a computer or smartphone, enter the “voting code” and “password” provided on the voting form sent out with this notice, and follow the instructions on the screen to indicate your approval or disapproval of the proposals. Exercise Due Date: No later than 5:30 p.m. on Thursday, June 25, 2026 (Japan Standard Time)

- (a) Please note that shareholders using the voting website will be required to change your password on the said website to prevent unauthorized access by someone other than the shareholder (“impersonation”) and manipulation of voting details.
- (b) The Company will notify shareholders of a new “voting code” and “password” each time a general meeting of shareholders is convened.
- (c) Costs incurred in accessing the voting website (Internet connection fees, telephone fees, etc.) will be the responsibility of the shareholder. Similarly, fees required for the usage of smartphones such as packet communication fees or other fees related to the usage of smartphones will also be the responsibility of the shareholder.

Guide to Exercising Voting Rights via the Internet

Scanning a QR code for “Smart Voting”

You can log into the voting website without entering your “voting code” and “password.”

1. Please scan the QR code printed on the lower right corner of the voting form.
Note: “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.
2. Once logged in, please follow the instructions on the screen to indicate your approval or disapproval of the proposals.

You can exercise your voting rights only once by “Smart Voting.”

If you wish to change your vote after exercising your voting rights, please access the website for personal computer, log in by entering your “voting code” and “password” printed on the voting form, and exercise your voting rights again.

Note: Please scan the QR code again to be redirected to the website for personal computer.

Entering your voting code and password

Voting website: <https://www.web54.net> (in Japanese)

1. Please access the voting website.
Click “Proceed to the next step”
2. Enter your “voting code” printed on the voting form.
Enter your “Voting Code”
Click “Log In”
3. Enter your “password” printed on the voting form.
Enter your “Password”
Please set up a new password which you will use.
Click “Register”
4. Once logged in, please follow the instructions on the screen to indicate your approval or disapproval of the proposals.

Note: The operation screens displayed are for illustration purposes.

<p>If you have any questions about how to navigate your personal computer or smartphone to exercise your voting rights via the Internet, please contact the number listed below. Sumitomo Mitsui Trust Bank, Limited. Stock Transfer Agency Web Support Hotline Phone: 0120-652-031 (Toll Free) (Hours: 9:00 a.m. to 9:00 p.m.)</p>

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

Reference Documents for the General Meeting of Shareholders

Proposals and Notes

Proposal 1: Appropriation of surplus

Recognizing that dividends of surplus are an important management issue, the Company will continue to pay stable dividends in order to meet the expectations of our shareholders, while considering the balance between investment needed for sustainable growth and enhancement of corporate value and financial soundness.

Notably, the Company's target for the dividend payout ratio is 40% or more (consolidated basis) for the duration of the First Midterm Management Plan (FY2024–FY2026).

According to the aforementioned plan and policy of paying dividends to shareholders, the Company proposes as a year-end dividend to pay 160 yen per share.

The Company has already paid an interim dividend of 50 yen per share. Accordingly, the proposed annual dividend for the fiscal year under review amounts to 210 yen per share, representing an increase of 80 yen per share compared to the previous fiscal year (a 75-yen increase in the year-end dividend and a 5-yen increase in the interim dividend).

1. Matters related to year-end dividends
 - (1) Type of dividend property
Cash
 - (2) Allotment of dividend property to shareholders and their aggregate amount
160 yen per common share of the Company
Total amount of dividends: 4,304,524,000 yen
 - (3) Effective date of distribution of dividends of surplus
June 29, 2026
2. Other appropriation of surplus
There are no applicable items.

Proposal 2: Election of five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same shall apply in this proposal) will expire at the conclusion of this Meeting.

In that regard, the Company proposes the election of five (5) Directors to reform the management system and achieve more proactive business development and expansion with a greater sense of speed, as well as to strengthen and streamline Group governance.

Selection of candidates for Director has undergone deliberations by our voluntary Nomination and Remuneration Committee, of which a majority of members are Independent Outside Directors.

In addition, in relation to this proposal, the Audit and Supervisory Committee of the Company has determined that all of the candidates for Director are suitable for these roles.


The candidates for Director are as follows:

Candidate No.	Name	Present position and responsibilities in the Company	Attendance at Board of Directors Meetings	Term of office (as of the conclusion of this Meeting)
1	Reelection Yasunori Maekawa	Representative Director, Chairman and CEO	18/18 (100%)	2 years 9 months
2	Reelection Motonori Wakabayashi	Representative Director, President, and COO	18/18 (100%)	2 years
3	Reelection Hidehiro Sakaba	Director, Senior Managing Executive Officer, CIO, and CISO	18/18 (100%)	2 years 9 months
4	Reelection Zhongliang Yang	Director and Managing Executive Officer	18/18 (100%)	2 years
5	Reelection Independent Outside Masako Kurosawa	Outside Director	18/18 (100%)	2 years 9 months


No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	 <p data-bbox="284 1104 501 1193">Yasunori Maekawa (February 27, 1958) [Reelection]</p>	<p data-bbox="531 315 1158 1055"> March 1986 Joined Riken Corporation February General Manager of Nagoya Sales 2004 Division of Riken Corporation June 2010 Director, Chairman of Overseas Committee of Riken Corporation May 2013 Director of Riken Corporation June 2015 Managing Director of Riken Corporation May 2016 Director, Managing Executive Officer of Riken Corporation April 2019 Director, Senior Managing Executive Officer of Riken Corporation June 2019 Representative Director, Senior Managing Executive Officer of Riken Corporation April 2020 Representative Director, President (COO) of Riken Corporation April 2022 Representative Director, President (CEO & COO) of Riken Corporation October 2023 Representative Director, Chairman and CEO of the Company April 2025 Representative Director, Chairman and CEO of the Company (present position) </p> <p data-bbox="531 1066 1158 1597"> Reasons for nomination as candidate for Director After presiding over overseas sales, domestic sales, and overseas business for many years, Yasunori Maekawa has played a leading role in management, contributing to the Riken Group's sustainable growth and the enhancement of corporate value over the medium to long term. In addition, he has served as the Representative Director of the Company since its establishment in October 2023. With his extensive knowledge and experience as well as a proven track record in overall management, we consider him to be qualified to make decisions on important matters and supervise the business execution of the Company, and have nominated him again for the post of Director. </p> <p data-bbox="531 1608 1158 1709"> Attendance at the Board of Directors Meetings during the fiscal year 18/18 (100%) </p>	71,000

No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	 <p data-bbox="293 1279 491 1402">Motonori Wakabayashi (August 13, 1964) [Reelection]</p>	<p data-bbox="533 315 1150 1599"> April 1987 Joined The Industrial Bank of Japan, Limited April 2015 Executive Officer, General Manager of Industry Research Division of Mizuho Bank, Ltd. April 2016 Managing Executive Officer, Head of Research & Consulting Unit, Officer in Charge of Sales Branches of Mizuho Bank, Ltd. Managing Executive Officer of Mizuho Financial Group, Inc. April 2018 Managing Executive Officer, Head of Research & Consulting Unit of Mizuho Financial Group, Inc. June 2019 Member of the Board of Directors, Managing Executive Officer, Head of Research & Consulting Unit, Head of Risk Management Group of Mizuho Financial Group, Inc. President of Mizuho Research Institute Ltd. April 2020 Member of the Board of Directors, Senior Managing Executive Officer, Head of Risk Management Group of Mizuho Financial Group, Inc. (Group CRO from April 2023) Deputy President & Executive Officer of Mizuho Bank, Ltd. November 2021 Member of the Board of Directors, Senior Executive Officer, Head of Risk Management Group, Head of Compliance Group of Mizuho Financial Group, Inc. April 2022 Deputy President of Mizuho Bank, Ltd. May 2024 Advisor of the Company June 2024 Managing Director of the Company April 2025 Director, Executive Vice President of the Company April 2026 Representative Director, President, and COO of the Company (present position) </p> <p data-bbox="533 1615 1150 2096"> Reasons for nomination as candidate for Director Motonori Wakabayashi has held executive posts at Mizuho Financial Group, Inc., and possesses in-depth expertise, particularly in the fields of risk management and compliance. Motonori Wakabayashi has served as a Director of the Company since June 2024, contributing to the Group's sustainable growth and the enhancement of corporate value over the medium to long term by leading management integration and improving corporate governance. With his extensive knowledge and experience as well as a proven track record in overall management, we consider him to be qualified to make decisions on important matters and supervise the </p>	4,200

No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
		business execution of the Company, and have nominated him again for the post of Director.	
		Attendance at the Board of Directors Meetings during the fiscal year 18/18 (100%)	

No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	 Hidehiro Sakaba (November 22, 1962) [Reelection]	<p>April 1985 Joined Riken Corporation</p> <p>June 2011 General Manager of Corporate Planning Division of Riken Corporation</p> <p>May 2016 Executive Officer, General Manager of Corporate Planning Division of Riken Corporation</p> <p>June 2020 Executive Officer of Riken Corporation, President of Riken Mexico, S.A. DE C.V.</p> <p>April 2022 Managing Executive Officer of Riken Corporation, President of Riken Mexico, S.A. DE C.V.</p> <p>May 2022 Managing Executive Officer, General Manager of Corporate Management Head Office of Riken Corporation</p> <p>June 2022 Director, Managing Executive Officer of Riken Corporation</p> <p>June 2023 Director, Managing Executive Officer, CIO, CISO of Riken Corporation</p> <p>October 2023 Director of the Company</p> <p>April 2025 Director, Managing Executive Officer, CIO, CISO of the Company</p> <p>April 2026 Director, Senior Managing Executive Officer, CIO, CISO of the Company (present position)</p> <p>Reasons for nomination as candidate for Director With his in-depth expertise in corporate planning, accounting and finance, and corporate management divisions, Hidehiro Sakaba has contributed to the Riken Group's sustainable growth and the enhancement of corporate value over the medium to long term. In addition, he has served as Director of the Company since its establishment in October 2023. With his extensive knowledge and experience as well as a proven track record in overall management, we consider him to be qualified to make decisions on important matters and supervise the business execution of the Company, and have nominated him again for the post of Director.</p> <p>Attendance at the Board of Directors Meetings during the fiscal year 18/18 (100%)</p>	27,900

No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	 Zhongliang Yang (July 20, 1962) [Reelection]	<p>April 1995 Joined Nippon Piston Ring Co., Ltd.</p> <p>April 2007 Plant Manager of NPR Auto Parts Manufacturing (Yizheng) Co., Ltd.</p> <p>May 2011 Chairman and President of NPR Auto Parts Manufacturing (Yizheng) Co., Ltd.</p> <p>December 2012 Chairman and President of NPR Powdered Metals Manufacturing (Yizheng) Co., Ltd.</p> <p>July 2013 Operating Officer of Nippon Piston Ring Co., Ltd., Chairman and President of NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd.</p> <p>June 2016 Director of Nippon Piston Ring Co., Ltd.</p> <p>June 2020 Director of Nippon Piston Ring Co., Ltd., Chairman and President of NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd.</p> <p>June 2021 Director, Managing Executive Officer of Nippon Piston Ring Co., Ltd. Chairman and President of NPR ASIMCO Powdered Metals Manufacturing (Yizheng) Co., Ltd.</p> <p>June 2024 Director of the Company</p> <p>April 2025 Director, Managing Executive Officer of the Company (present position)</p> <p>Reasons for nomination as candidate for Director With his in-depth expertise in production engineering and manufacturing departments, Zhongliang Yang has contributed to the Nippon Piston Ring Group's sustainable growth and the enhancement of corporate value over the medium to long term. In addition, he has served as Director of the Company since June 2024. With his extensive knowledge and experience as well as a proven track record in overall management, we consider him to be qualified to make decisions on important matters and supervise the business execution of the Company, and have nominated him again for the post of Director.</p> <p>Attendance at the Board of Directors Meetings during the fiscal year 18/18 (100%)</p>	17,361

No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	 <p>Masako Kurosawa (July 23, 1962) [Reelection] [Independent Outside]</p>	<p>November 1991 Research Fellow, Institute for Research on Higher Education, University of Pennsylvania, Philadelphia, USA</p> <p>September 1994 Visiting Assistant Professor, Economics Department, Barnard College, New York, USA</p> <p>April 1995 Associate Professor, Josai University, Economics Department</p> <p>April 1998 Visiting Associate Professor, The Open University of Japan</p> <p>April 2000 Associate Professor, Meiji Gakuin University, Economics Department</p> <p>April 2003 Associate Professor, National Graduate Institute for Policy Studies</p> <p>April 2004 Professor, National Graduate Institute for Policy Studies (present position) Board Member, Tokyo Foundation for Employment Services (present position)</p> <p>April 2005 Faculty Fellow, Research Institute of Economy, Trade and Industry</p> <p>April 2012 Member of the Managing Council, Japan Organization for Employment of the Elderly, Persons with Disabilities and Job Seekers</p> <p>September 2015 Visiting Fellow, Columbia Business School, Centre on Japanese Economy and Business, New York, USA</p> <p>February 2020 Chair of the Committee Investigation the Integration of the National Trades Skill Test, Skill Assessment Office, Human Resources Development Division, Ministry of Health, Labour and Welfare (present position)</p> <p>April 2021 Executive Vice President, National Graduate Institute for Policy Studies (present position)</p> <p>April 2022 Standing Member of Productivity Committee, Japan Productivity Center (present position)</p> <p>April 2023 Temporary Member of Labour Policy Council, Employment Security Bureau, Ministry of Health, Labour and Welfare (present position)</p> <p>June 2023 Outside Director of Nippon Piston Ring Co., Ltd.</p> <p>October 2023 Outside Director of the Company (present position)</p> <p>October 2024 Trustee of NOMURA FOUNDATION (present position)</p> <p>Reasons for nomination as candidate for Outside Director and outline of expected role</p> <p>With her involvement in management of a research institution as Vice President of the National Graduate Institute for Policy Studies and having held various posts</p>	0

No.	Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
		<p>as a government delegate, Masako Kurosawa has actively voiced opinions regarding overall management of the Nippon Piston Ring Group from an objective standpoint and fulfilled the role of supervising management. In addition, she has served as Outside Director of the Company since its establishment in October 2023.</p> <p>As she is expected to play an important role in providing advice and recommendations to ensure the adequacy and appropriateness of decisions made by the Board of Directors from an independent standpoint, we have nominated her again for the post of Outside Director. If she is reelected, the Company would like her to continue to be a member of the voluntary Nomination and Remuneration Committee of the Company, and be involved in selection of candidates for officer of the Company and decisions on compensation for officers from an objective and neutral standpoint. She will have served as Outside Director for two (2) years and nine (9) months at the conclusion of this General Meeting of Shareholders.</p> <p>Attendance at the Board of Directors Meetings during the fiscal year 18/18 (100%)</p>	

(Notes)

1. There is no special interest between each of the candidates and the Company.
2. Masako Kurosawa is a candidate for Outside Director. In addition, she satisfies the requirements under “Standards for Judgment of Independence of Outside Directors” provided by the Company.
3. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Masako Kurosawa has been designated as an independent officer as provided for by the aforementioned exchange, and if she is reelected as an Outside Director, the Company plans to continue to register her as an independent officer.
4. In accordance with Article 427(1) of the Companies Act, the Company has entered into agreements with Masako Kurosawa regarding liability for damages under Article 423(1) of the Companies Act to the Company, limiting her liability to the extent stipulated in legislation. The Company intends to continue this agreement if she is reelected.
5. The Company has concluded a liability insurance contract for officers, etc. (D&O Insurance Contract) under Article 430-3(1) of the Companies Act with an insurance company, with all the Directors including Directors who are Audit and Supervisory Committee Members as the insured. Under the insurance contract, damages or legal costs, etc. that may be incurred by the insured due to claims for damages being filed arising due to acts (including omissions) committed by the insured based on the status of company officer, etc. will be covered. However, there are certain exclusion reasons, such as damages arising from an act upon recognition of the illegality of the act not being covered. Insurance premiums for the insurance contract are covered by the Company, based on approval by the Board of Directors and the consent of the Outside Directors.
If election of candidates for Director is approved, they will be included in the insured under the insurance contract. The Company plans to renew the insurance contract with the same terms at the next renewal in February 2027.
6. Masako Kurosawa’s name on her family register is Masako Hayashi.


Proposal 3: Election of one (1) Director who is an Audit and Supervisory Committee Member

The Company proposes the election of one (1) Director who is an Audit and Supervisory Committee Member, increasing the number of Directors who are Audit and Supervisory Committee Members by one, to strengthen Group governance by enhancing the audit system.

Selection of candidates for Director who is an Audit and Supervisory Committee Member has undergone deliberations by our voluntary Nomination and Remuneration Committee, of which a majority of members are Independent Outside Directors.

Moreover, the Audit and Supervisory Committee has given its consent to this proposal.

The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, position and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
 <p data-bbox="236 1308 466 1429">Yasuko Matsumoto (February 2, 1964) [New election] [Independent Outside]</p>	<p data-bbox="531 757 1158 1173"> April 1986 Joined NEC Corporation July 2018 Joined ARUHI Corporation (currently SBI ARUHI Corporation) January 2021 Executive Corporate Officer and CFO of ARUHI Corporation April 2022 Executive Vice President and CFO of ARUHI Corporation July 2023 Corporate Senior Vice President and CAO* (Executive Officer) and Managing Director of Group Internal Audit Division of NEC Corporation (present position) *Chief Audit Officer </p> <p data-bbox="531 1182 1158 1711"> Reasons for nomination as candidate for Outside Director who is Audit and Supervisory Committee Member and outline of expected role With her strategic promotion, finance, accounting, governance, and risk management experience at NEC Corporation and ARUHI Corporation (currently SBI ARUHI Corporation), Yasuko Matsumoto possesses in-depth expertise and extensive practical management experience across various fields. For these reasons, we expect her to supervise management and sufficiently audit the execution of duties, and have nominated her for the post of Outside Director who is an Audit and Supervisory Committee Member. </p>	0

(Notes)

1. There is no special interest between the candidate and the Company.
2. Yasuko Matsumoto is a candidate for Outside Director who is an Audit and Supervisory Committee Member. In addition, she satisfies the requirements under “Standards for Judgment of Independence of Outside Directors” provided by the Company as follows. Yasuko Matsumoto is an Executive Officer at NEC Corporation. There are transactions involving products, etc., between the aforementioned company and the Company; however, the transaction amount in the most recent fiscal year is less than 1% of the consolidated sales of the aforementioned company and the Company.
3. If the election of Yasuko Matsumoto is approved, the Company plans to newly submit notification to Tokyo Stock Exchange, Inc. concerning her designation as an independent officer as provided for by the aforementioned exchange.
4. In accordance with Article 427(1) of the Companies Act, the Company has entered into agreements with Outside Directors who are Audit and Supervisory Committee Members regarding liability for damages under Article 423(1) of

the Companies Act to the Company, limiting their liability to the extent stipulated in legislation. The Company also plans to enter into this agreement with Yasuko Matsumoto if she is elected.

5. The Company has concluded a liability insurance contract for officers, etc. (D&O Insurance Contract) under Article 430-3(1) of the Companies Act with an insurance company, with all the Directors including Directors who are Audit and Supervisory Committee Members as the insured. Under the insurance contract, damages or legal costs, etc. that may be incurred by the insured due to claims for damages being filed arising due to acts (including omissions) committed by the insured based on the status of company officer, etc. will be covered. However, there are certain exclusion reasons, such as damages arising from an act upon recognition of the illegality of the act not being covered. Insurance premiums for the insurance contract are covered by the Company, based on approval by the Board of Directors and the consent of the Outside Directors.

If election of the candidate for Director who is an Audit and Supervisory Committee Member is approved, they will be included in the insured under the insurance contract.

The Company plans to renew the insurance contract with the same terms at the next renewal in February 2027.

(Reference) Standards for Judgment of Independence of Outside Directors

The Company will elect persons who are judged not to fall under any of the following items as independent Outside Director, in order to ensure objectiveness and transparency of management.

1. Business executors of the Company and its group companies (collectively the “Group”) (executive directors, executive officers, and other equivalent persons and employees; the same shall apply hereinafter), or persons who used to be business executors of the Group in the past ten (10) years
2. The Company’s current major shareholders (shareholders who hold 10% or greater on a voting rights basis in their own name or in the name of others at the end of the most recent fiscal year of the Company) or their business executors
3. Major business partners of the Group that fall under any of the following items or business executors thereof
 - (i) Business partners to whom the Group provides products, etc., who have paid the Company 2% or greater of the Company’s annual consolidated sales in the most recent fiscal year.
 - (ii) Business partners who provide products, etc. to the Group and have received payment of 2% or greater of the annual consolidated sales of those parties in the most recent fiscal year.
 - (iii) Financial institutions from which the Group borrows funds and from which the borrowing balance exceeds 2% of the Company’s consolidated total assets at the end of the most recent three (3) fiscal years of the Company.
4. Persons who belong to an audit firm that is an accounting auditor of the Company or its consolidated subsidiaries
5. Parties (if it is an organization such as a corporation or association, etc., persons who belong to the relevant organization) who provide professional services such as consultants, lawyers, certified accountants, etc. who receive a large amount of money or other property* from the Group in addition to officer compensation
6. Parties who have received a large amount of donations from the Group (meaning the case of the annual amount exceeding 10 million yen in the most recent fiscal year) (if a party is a group such as a corporation or association, etc., a business executor of the relevant group)
7. Business executors of companies that have appointed a business executor of the Group as their officer
8. Those who used to fall under any of the above 2 to 7 in the past five (5) years
9. Spouses or relatives within the second degree of kinship of parties that fall under any of the above 1 to 7
10. Persons who have been in office as outside officers of the Company for more than ten (10) years in total
11. Any other persons who have a risk of conflict of interest with general shareholders and have circumstances under which they are reasonably judged to be unable to perform duties as independent outside directors.

* “Large amount of money or other property” is defined as follows. If the party who provides professional services is an individual: those that exceed 10 million yen per year on average in the most recent three (3) fiscal years
If the party who provides professional services is a group: those that exceed 2% of consolidated sales or annual total income of the relevant group on average in the most recent three (3) fiscal years

(Reference) Policy on Reduction of Cross-Shareholdings

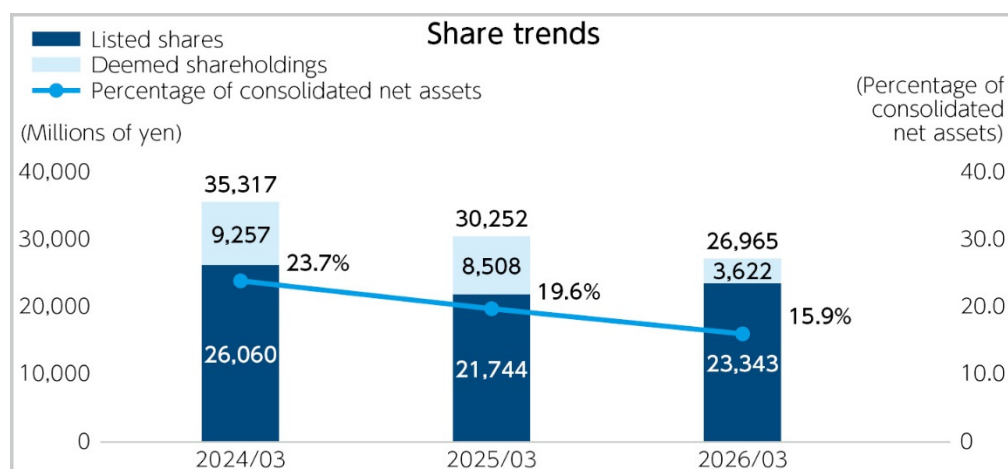
The Company believes that cooperative relationships with various companies are essential for continuing its sustainable growth, and, from the perspective of improving medium- to long-term corporate value, the Company holds shares from other companies based on comprehensive consideration of factors such as importance in business strategy, strengthening relationships with transaction partners, etc. Additionally, we annually assess shares quantitatively to see if benefits from holding them justify our capital cost on a stock-by-stock basis, and work to reduce any shares deemed to have no necessity for holding as a result of that assessment by selling those shares.

For FY2025, the Company proceeded with the sale of cross-shareholdings (5,000 million yen) to 33 securities as of March 31, 2026, a decrease of 3 securities year on year, and the percentage of consolidated net assets became 15.9% (including deemed shareholdings), a decrease of 3.7% year on year.

In regards to future targets, the Company will review and reduce shares acquired in the past while investing into growth fields for the future with the goal of reducing the total amount at which shares held as cross-shareholdings are recorded on the balance sheet to 10% or less of consolidated net assets by March 31, 2030. Additionally, we aim to reduce this amount to 15% or less of consolidated net assets by the end of the First Midterm Management Plan on March 31, 2027.

(Changes in shareholding)

	March 31, 2024	March 31, 2025	March 31, 2026
Number of securities (securities)	38	36	33
Total amount of balance sheet amount (millions of yen)	35,902	30,252	26,965
Percentage of consolidated net assets (%)	24.1	19.6	15.9



Regarding the exercise of voting rights as a shareholder, in cases where performance has been sluggish for a long period or when incidents of misconduct occur, we carefully examine the content of the proposal, confirm the situation with the other party, and determine whether or not it contributes to the enhancement of shareholder value before appropriately exercising our voting rights.

(Reference) List of Officers After the Conclusion of this Meeting

If Proposal 2 “Election of five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)” and Proposal 3 “Election of one (1) Director who is an Audit and Supervisory Committee Member” are approved and adopted in their original forms, officers of the Company after the conclusion of this Meeting will be as follows.

Position in the Company	Name	Responsibilities and significant concurrent positions outside the Company
Representative Director, Chairman	Yasunori Maekawa	Chairman and Chief Executive Officer (CEO)
Representative Director, President	Motonori Wakabayashi	President and Chief Operating Officer (COO)
Director	Hidehiro Sakaba	Senior Managing Executive Officer, Chief Information Officer (CIO), and Chief Information Security Officer (CISO)
Director	Zhongliang Yang	Managing Executive Officer
Outside Director	Masako Kurosawa	Director, Vice President, and Professor at National Graduate Institute for Policy Studies
Outside Director (Full-Time Audit and Supervisory Committee Member)	Osamu Honda	Auditor of NPR-RIKEN NIIGATA CORPORATION
Director (Full-Time Audit and Supervisory Committee Member)	Hiroto Koeba	Auditor of NPR-RIKEN CASTEC CORPORATION
Outside Director (Audit and Supervisory Committee Member)	Tatsuya Sakuma	Outside Director of AEON Financial Service Co., Ltd. Outside Director of PowerX, Inc. Attorney at Aoyama TS Law Office
Outside Director (Audit and Supervisory Committee Member)	Takahiro Ono	Director, Managing Executive Officer of Asahi Mutual Life Insurance Company
Outside Director (Audit and Supervisory Committee Member)	Yasuko Matsumoto	Corporate Senior Vice President and CAO (Executive Officer) of NEC Corporation

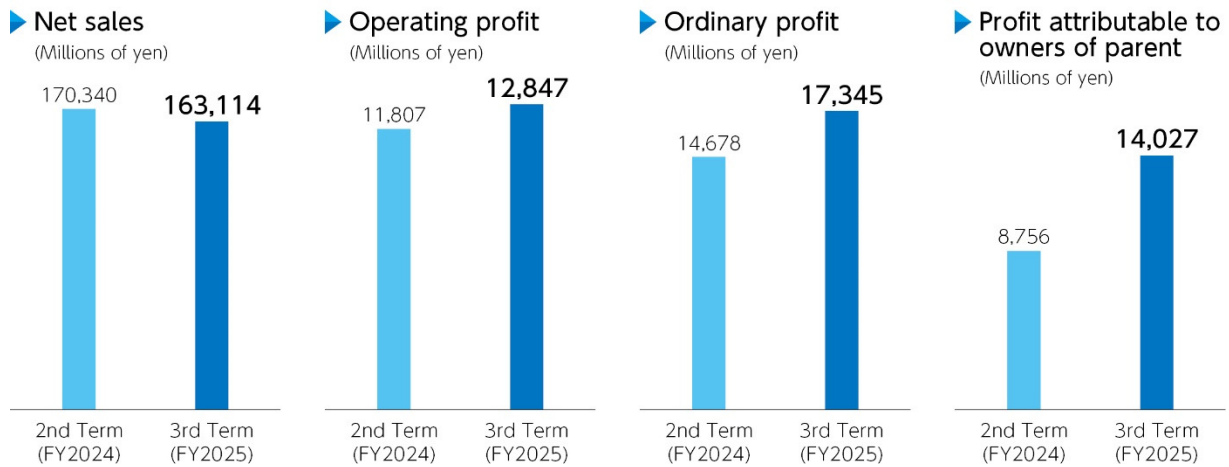
Main areas in which Directors are expected to have experience									
Skills for generating synergies through consolidation and reforming the business portfolio					Skills for strengthening sustainability and developing a foundation for growth				
Corporate management	Global	Engineering / Manufacturing R&D	Sales / Marketing	IT / Digital	Legal affairs / Compliance	Governance / Risk management	Financial / Accounting	Human resource development / HR / Labor management	Sustainability
•	•	•	•			•			•
•	•				•	•	•		•
•	•			•		•	•		•
	•	•		•		•			•
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* This table does not simply indicate the complete knowledge and experience of each Director; it only indicates skills each is expected to demonstrate in terms of management strategy for executing the Midterm Management Plan.

Reasons for selection of each skill matrix item

	Skill item	Reason for selection
Skills for generating synergies through consolidation and reforming the business portfolio	Corporate management	To accurately assess risks and opportunities in the context of our business, formulate management strategies to sustainably enhance our corporate value, and lead the way in creating new value amid substantial changes in the circumstances surrounding us, we need Directors with extensive experience and a proven track record in management.
	Global	To deploy global business strategies, we need Directors with management experience overseas and familiarity with foreign customs and cultures, and who effectively utilize the six forms of capital (financial, manufacturing, intellectual, human, social, and natural) and have the capacity to maximize outcomes.
	Engineering / Manufacturing / R&D	To continue developing technology leading to the creation of new value and the creation of new businesses while utilizing the Company’s core technologies cultivated to date, we need Directors with a proven track record of promoting innovation and solid knowledge and experience in research and development and product development.
	Sales / Marketing	To achieve the sales targets in our Medium-to Long-Term Management Plan, we need Directors with the capacity to draft and execute marketing strategies and the in-depth knowledge and outstanding negotiating skills to provide genuine solutions to various problems.
	IT / Digital	To promote business model and organizational transformation, we need Directors who have knowledge of digital technologies and data utilization, as well as extensive experience in the manufacturing sector, and who are familiar with our business operations and can link them to operational reform.
Skills for strengthening sustainability and developing a foundation for growth	Legal / Compliance	To comply with domestic and international laws, regulations, and rules pertaining to management and business operations, and use proper compliance activities to drive management cycles, we need Directors who are familiar with laws, regulations, and the like and have expert knowledge and extensive experience.
	Governance / Risk management	To enhance corporate value, various measures must be implemented aimed at advancing corporate governance, and to ensure sustainable growth and prevent value erosion, it is crucial to use appropriate risk management activities to drive management cycles. Therefore, we need Directors with specialized knowledge and extensive experience in these fields.
	Financial / Accounting	We need Directors with solid knowledge and experience for building a strong financial base and executing management conscious of our share price and capital costs, for example, resource control, cash allocation, shareholder returns, share price improvement, and other capital and financial strategies set out in our Midterm Management Plan.
	Human resource development / HR / Labor management	We need Directors to dynamically manage our human resources portfolio in response to changes in the circumstances surrounding the Company and our management strategies, and the knowledge and experience to implement human capital management, for example, diversity, equity, and inclusion (DEI), reskilling, employee engagement, and health and productivity management.
	Sustainability	To provide value to the environment, society, and the economy while improving our corporate value, we need Directors with the knowledge and experience to strengthen initiatives for carbon neutrality, contribute to local communities, and create reliably safe workplaces as outlined in our Midterm Management Plan.

[Reference] Trends in profit or loss



Overview by segment and region

Automotive & Industrial Machinery Parts Business
Piston rings, valve seats, etc.

Segment net sales
123,118 million yen

Segment profit
10,405 million yen



Piping and Construction Materials Business
Pipe fittings, etc.

Segment net sales
17,241 million yen

Segment profit
644 million yen



Thermal Engineering Business
Heater units for semiconductor manufacturing equipment, etc.

Segment net sales
9,204 million yen

Segment profit
879 million yen



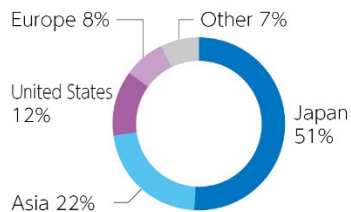
Other
EMC Business and sale of goods, etc.

Segment net sales
13,549 million yen

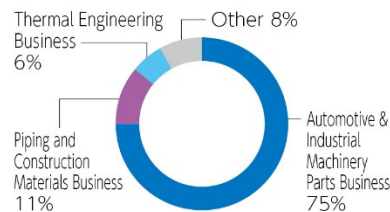
Segment profit
1,497 million yen



▶ Net Sales Ratio by Region



▶ Net Sales Ratio by Segment



▶ Operating Profit Ratio by Segment

