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Securities Code: 7917 June 4, 2024

(Start date of providing information in electronic format: May 29, 2024)

To our shareholders:

Taku Shimoda Representative Director, President **FUJIMORI KOGYO CO., LTD.** 1-1-1 Koishikawa, Bunkyo-ku, Tokyo

Notice of the 94th Annual General Meeting of Shareholders

You are cordially informed of the 94th Annual General Meeting of Shareholders of FUJIMORI KOGYO CO., LTD. (the "Company"). The meeting will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on the Company's website as "Notice of the 94th Annual General Meeting of Shareholders." Please access one of the following websites to view the information.

Company's website https://www.zacros.co.jp/gsm/2024-03/

Website for posted informational materials for the general meeting of shareholders https://d.sokai.jp/7917/teiji/

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet.

Please examine the attached "Reference Documents for the General Meeting of Shareholders" and exercise your voting rights by 5:15 p.m. on Wednesday, June 19, 2024 (JST).

Date and Time: Thursday, June 20, 2024, at 10:00 a.m. (JST) (Reception will open at 9:20 a.m.)
 Venue: FUJIMORI KOGYO CO., LTD. Head Office 22nd Floor, Bunkyo Garden Gate Tower 1-1-1 Koishikawa, Bunkyo-ku, Tokyo

3. Purpose of the Meeting:

Matters to be reported:

- 1. Business Report, Consolidated Financial Statements, and Audit Reports for Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee, for the 94th fiscal year (from April 1, 2023 to March 31, 2024)
- 2. Non-consolidated Financial Statements for the 94th fiscal year (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

- Proposal No. 1: Appropriation of Surplus
- Proposal No. 2: Partial Amendments to the Articles of Incorporation
- **Proposal No. 3:** Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Proposal No. 4: Election of Three Directors Who Are Audit and Supervisory Committee Members

4. Handling of votes:

- (1) If shareholders duplicate the vote, such as by exercising the voting rights both via the Internet and in writing, we will consider only the Internet vote to be valid.
- (2) If you exercise voting rights several times via the Internet, only your final vote shall be deemed effective.
- (3) If you exercise your voting rights in writing (by mail) and do not indicate your approval or disapproval of the proposals on the voting form, we will treat it as if you indicated your approval.
- If you attend the meeting, we request that you submit the enclosed voting form to the reception at the meeting.
- If any revisions are made to the matters for which measures for providing information in electronic format are to be taken, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's website and the website for posted informational materials for the general meeting of shareholders provided above (in Japanese only).

[Company's website] https://www.zacros.co.jp

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

The Company regards improving the return of profit to shareholders and return on equity as one of its top priorities and, concerning profit distribution, has a basic policy of paying dividends in a stable and continuous manner while taking into account the dividend payout ratio, dividend on equity ratio, etc. according to the growth in business performance.

In accordance with this policy, the Company proposes to pay year-end dividends for the 94th fiscal year as follows: As the Company has already paid an interim dividend of $\frac{1}{42}$ per share, the annual dividend will be $\frac{1}{484}$ per share.

Year-end dividends

- (1) **Type of dividend property** cash
- (2) Allotment of dividend property and their aggregate amount ¥42 per common share of the Company

Total dividends: ¥780,824,814

(3) Effective date of dividends of surplus June 21, 2024

Proposal No. 2: Partial Amendments to the Articles of Incorporation

The Company proposes making amendments to its Articles of Incorporation as follows:

1. Reason for the proposal

Since 1994, the Company has used the name "ZACROS," which means "ultimate cutting-edge." As this year marks its 110th anniversary, the Company proposes making a change to Article 1 (Trade Name) of the current Articles of Incorporation, with the purpose of creating solutions for customers and the world by striving to provide ultimate cutting-edge services more than ever, while unifying the global brands and increasing our recognition.

2. Details of the amendments

The details of the amendments are as shown below.

(Underlines indicate amendments.)

Current Articles of Incorporation	Proposed amendments	
(Trade Name)	(Trade Name)	
Article 1 The name of the Company shall be "Fujimori	Article 1 The name of the Company shall be	
Kogyo Kabushiki Kaisha" and in English it	"ZACROS Kabushiki Kaisha" and in English it	
shall be " <u>FUJIMORI KOGYO CO., LTD.</u> "	shall be <u>"ZACROS Corporation.</u> "	
	Supplementary Provisions	
(Newly established)	(Transitional measures regarding change of trade	
(Intervity established)	<u>name)</u>	
	Article 1 The change in Article 1 (Trade Name) of the	
	Articles of Incorporation shall come into effect on	
	October 1, 2024. Notwithstanding the provision of	
	Article 1 of the Articles of Incorporation, the name of	
	the Company shall be "Fujimori Kogyo Kabushiki	
	Kaisha" or "FUJIMORI KOGYO CO., LTD." in	
	English until the day before the effective date.	
	2. This supplementary provision shall be deleted	
	upon the effective date of the change in Article	
	1 of the Articles of Incorporation.	

Proposal No. 3: Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all six Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies hereinafter in this proposal) will expire upon the conclusion of this General Meeting of Shareholders.

Therefore, the Company proposes the election of six Directors.

As for this proposal, the Audit and Supervisory Committee of the Company has judged that all the candidates for Directors are eligible.

Candidate No.	Name	Current position and responsibili	Attendance at Board of Directors meetings	
1	Akihiko Fujimori	Representative Director, Chairman	Reelection	100% (15/15)
2	Taku Shimoda	Representative Director, President	Reelection	100% (11/11)
3	Eishi Fuyama	Representative Director, Head of Quality Management	Reelection	100% (15/15)
4	Michihiko Sato	Director and Senior Executive Officer Head of Finance, HR, IT & Administration	Reelection	100% (15/15)
5	Norihiro Kusaka	Director President and Representative Director of FUJIMORI SANGYO CO., LTD.	Reelection	100% (11/11)
6	Kumi Izawa	_	New election	_

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)		summary, and position and responsibility in the ny (Significant concurrent positions outside the Company)	Number of the Company's shares owned
		Aug. 1969	Joined the Company	
		Jan. 1977	Representative Senior Managing Director of FUJIMORI SANGYO CO., LTD.	
	Akihiko Fujimori (January 2, 1944)	June 1983	Representative Director, President of KYOWA KOGYO CO., LTD.	
	Reelection	June 1986	Managing Director and General Manager of Planning Head Office of the Company	
	Number of years in office as a Director	June 1988	Senior Managing Director and General Manager of Sales Head Office	453,900
	38 years	June 1990	Representative Senior Managing Director	shares
	Attendance at Board of	June 1991	Representative Director, President	
1	Directors meetings	Jan. 1999	General Manager of Functional Materials Division	
	(100%)	Apr. 2002	General Manager of Business Planning Department	
		Oct. 2013	Representative Director, Chairman (current position)	
		didate for Dire	hat he will continue contributing to the management of ector. If the candidate is elected, he will be in charge of loard.	
		Aug. 2010	Joined the Company	
	Taku Shimoda (August 12, 1972)	Aug. 2018	General Manager of Business Planning Department, Advanced Medical Business Promotion Department	
	Reelection	June 2019	Executive Officer and General Manager of Advanced Medical Business Promotion Department	
	Number of years in office as a Director	June 2021	Director and Senior Executive Officer	13,400
	1 year	Oct. 2021	Head of Wellness Business Unit	shares
		June 2022	Senior Vice President	
2	Attendance at Board of Directors meetings	Apr. 2023	Head of Corporate Strategy & Planning	
-	11/11 (100%)	June 2023	Director and Senior Vice President, Head of Corporate Strategy & Planning	
		Apr. 2024	Representative Director, President (current position)	
	[Reasons for nomination as can		-	
	business on a global basis in the since assuming office as Repre purpose of enhancing corporate	e Wellness Bus esentative Dire e value throug will continue c	we business planning, overseas business, and the adv iness Division, not to mention management planning ector, President, he has led the management of the 0 h the execution of the medium-term management p ontributing to the management of the Company and	g. Furthermore, Group with the lan. Therefore,

Candidate No.	Name (Date of birth)		summary, and position and responsibility in the ny (Significant concurrent positions outside the Company)	Number of the Company's shares owned
		Apr. 1977 Apr. 1998	Joined the Company General Manager of Numata Plant, Functional Materials Division	
		Feb. 2003	General Manager of R&D Center	
		Apr. 2003	Executive Officer and General Manager of R&D Center	
	Eishi Fuyama (February 4, 1954)	June 2005	Representative Director, President of MATSUYA CELLOPHANE CO., LTD.	
	Reelection	June 2007	Executive Officer and General Manager of Healthcare Supply Business Division of the Company	
	Number of years in office as a Director 16 years	Apr. 2008	General Manager of Life Science Business Division	18,795 shares
		June 2008	Director of the Company	
3	Attendance at Board of Directors meetings	Apr. 2009	General Manager of Life Science Business Head Office	
	15/15 (100%)	June 2011	General Manager of Packaging Division	
	(10070)	Oct. 2011	Managing Director	
		June 2012	Senior Managing Director	
		Oct. 2013	Representative Director, President	
		Dec. 2022	Head of Environmental Solutions Business Unit	
		Apr. 2024	Representative Director, Head of Quality Management (current position)	
	the management of the Group a the Company believes that he him as a candidate for Director	and made ever will continue c . If the candida	t to mention as President, for many years. Furtherm y effort to enhance the corporate value of the Compa ontributing to the management of the Company and the is elected, he will work on strengthening quality r	any. Therefore, has nominated
	Representative Director in char		-	
		June 2015 Jan. 2016	Seconded from Mizuho Bank, Ltd. Acting General Manager of Adhesive Materials Solution Division	
	Michihiko Sato (December 10, 1964)	June 2016	Joined the Company, Executive Officer	
	Reelection	Aug. 2016	General Manager of Adhesive Materials Solution Division	
	Number of years in office as a Director	Oct. 2020	General Manager of Display Components Division	4,285
	2 years	May 2021	General Manager of General Affairs Dept.	shares
4	Attendance at Board of	June 2021	Senior Executive Officer, in charge of Administration Division	
4	Directors meetings 15/15 (100%)	June 2022	Director and Senior Executive Officer, in charge of Administration Division	
	(10070)	Apr. 2024	Director and Senior Executive Officer, Head of Finance, HR, IT & Administration (current position)	
	[Reasons for nomination as car	didate for Dire	ector]	
	an appropriate role in contribut important management matters corporate value of the Compa management of the Company a	ing to the enha and supervisin ny. Therefore, and has nomin	nancial, human resources and general affairs business neement of the Company's corporate value by makin g the execution of operations, etc. and made every ef the Company believes that he will continue contr ated him as a candidate for Director. If the candidate Director and Senior Vice President.	ng decisions on fort to enhance ributing to the

Candidate No.	Name (Date of birth)		Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		
	Norihiro Kusaka	Oct. 2016	Joined FUJIMORI SANGYO CO., LTD.		
	(June 2, 1982) Reelection	Apr. 2019	Deputy General Manager of Chemical Products Division/, FUJIMORI SANGYO CO., LTD.		
	Keelection	June 2019	Director, FUJIMORI SANGYO CO., LTD.		
	Number of years in office as a Director	June 2021	Senior Managing Director, FUJIMORI SANGYO CO., LTD.	1,315 shares	
5	1 year Attendance at Board of Directors meetings	June 2023	President and Representative Director, FUJIMORI SANGYO CO., LTD. (current position)		
	11/11 (100%)	June 2023	Director of the Company (current position)		
	[Reasons for nomination as can	didate for Dire	ector]	•	
	of a Group company FUJIMOR to the Company's consolidated	I SANGYO C l business per	the construction industry. Furthermore, he has led the CO., LTD. as President and Representative Director a formance. Therefore, the Company believes that he and has nominated him as a candidate for Director.	and contributed	
		Apr. 1997	Joined UCHIDA YOKO CO., LTD.		
		July 2000	Research fellow of the Waseda University Media Network Center		
	Kumi Izawa Current surname: Sugimoto (December 1, 1973)	Jan. 2005	Industry-academia researcher of the Research Center for Advanced Science and Technology, the University of Tokyo		
	New election	Apr. 2007	Senior researcher of the Industry-Academia Collaboration Initiative Nonprofit Organization		
	Number of years in office as an outside Director	Apr. 2015	Adjunct researcher of the Institute for Digital Enhancement of Cognitive Development, Waseda University (current position)	0 shares	
6	Attendance at Board of Directors meetings	July 2017	Chief research officer of the Industry-Academia Collaboration Initiative Nonprofit Organization		
		July 2023	Representative of ScholeDesign LLC (current position)		
		Oct. 2023	Fellow of Uchidayoko Institute for Education Research (current position)		
	[Reasons for nomination as can	didate for outs	side Director and outline of expected role]		
	property management, service a her experience as a university/n including company analysis. T expects that she will provide a	management, a on-profit orga he Company ppropriate adv	the fields of innovation and business models as well and circular economy that support the above, accum nization researcher. Furthermore, she has abundant re has nominated her as a candidate for outside Dire vice and supervision concerning the management of ulfill her duties as an Outside Director based on the a	nulated through esearch records ctor because it the Company	

- (Notes) 1. Norihiro Kusaka serves concurrently as President and Representative Director of FUJIMORI SANGYO CO., LTD., which is a subsidiary company of the Company and has a business relationship with the Company that includes the sale of products. There is no special interest between any of the other candidates and the Company.
 - 2. Kumi Izawa is a candidate for outside Director. She satisfies the requirements for an independent officer as prescribed by the Tokyo Stock Exchange. The Company has submitted notification to Tokyo Stock Exchange, Inc. that she is an independent officer, on the assumption that her election will be approved and she will assume the position of outside Director.
 - 3. Regarding Kumi Izawa, her maiden name and professional name is indicated.
 - 4. If the appointment of Kumi Izawa is approved, the Company will enter into an agreement with her to limit her liability for damages under Article 423, paragraph (1) of the Companies Act, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act and Article 31 of the Company's Articles of Incorporation. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 - 5. In accordance with Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy whose content is summarized below. Each of the candidates for Director

excluding Kumi Izawa is already an insured under the policy. If each candidate is elected and assumes the office as Director, they will continue to be the insureds of the policy. The policy is scheduled to be renewed in October 2024.

[Summary of the Policy]

(i) Scope of insureds

Officers of the Company and affiliated companies in which the Company holds more than 50% of their shares (including Directors, Directors who are Audit and Supervisory Committee Members, Auditors, etc. and those appointed after the policy was issued)

- (ii) Actual portion of insurance premiums borne by the insureds
 Insurance premiums are borne in full by the Company, and the insureds do not bear any of the premiums.
- (iii) Summary of insurance incidents covered The policy covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability.
- (iv) Measures to ensure that the proper performance of duties of officers, etc., is not impaired

However, there are certain reasons for coverage exclusion, such as performance of an illegal act with full knowledge of its illegality of the insureds.

Proposal No. 4: Election of Three Directors Who Are Audit and Supervisory Committee Members

The terms of office of all three Directors who are Audit and Supervisory Committee Members will expire upon the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

Candidates for the role of Dire	ector who is an Audit and Supe	ervisory Committee M	ember are as	follows:	
				Attendance	

Candidate No.	Name	Current position and responsibility in the Company	Attendance at Board of Directors meetings	Attendance at Audit and Supervisory Committee meetings
1	Nobuhiko Fujimori	Representative Director, Vice Chairman New election	100% (15/15)	_
2	Manabu Sakai	Outside Director who is an Audit and Supervisory Committee Member Reelection	100% (15/15)	100% (15/15)
3	Satoko Takeuchi	Outside Director who is an Audit and Supervisory Committee Member Reelection	100% (11/11)	100% (11/11)

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned	
	Nobuhiko Fujimori (July 31, 1959)	Jan. 1987	Joined Nikka Ltd. Director and General Manager of Management Planning Office		
	New election	June 1988	Director of the Company		
	Number of years in office as a	Apr. 1989	Managing Director of Nikka Ltd.		
	Director who is an Audit and Supervisory Committee	Mar. 1991	Representative Director, President of KYOWA KOGYO CO., LTD.		
	Member	Apr. 1992	Representative Director, President of Nikka Ltd.	52(000	
	— Attendance at Board of	Apr. 1994	Representative Director, President of Fujimori PlaChemical Co., Ltd.	536,000 shares	
1	Directors meetings	June 2002	Director and Chairman		
1	15/15 (100%)	June 2002	Representative Director, Vice President in charge of Overseas Business of the Company		
	Attendance at Audit and	Apr. 2003	General Manager of International Department		
	Supervisory Committee meetings	Oct. 2013	Representative Director in charge of Overseas Department		
	—	June 2014	Representative Director, Vice Chairman		
			ector who is an Audit and Supervisory Committee M Joined Daiichi Pharmaceutical Co., Ltd.		
		didate for Dir			
	Manabu Sakai (July 13, 1949)		(currently Daiichi Sankyo Co., Ltd.) Formulation Research Department, Research Laboratory		
	Reelection	June 2005	Corporate Officer and Vice President of Corporate Business Management Department		
	Number of years in office as a Director who is an Audit and Supervisory Committee Member 6 years	Sept. 2005	Corporate Officer and Vice President of Corporate Business Management Department of Daiichi Sankyo Co., Ltd.		
		Apr. 2010	Executive Officer and Global Corporate Finance Officer	1,964	
	Attendance at Board of Directors meetings	Apr. 2012	Senior Executive Officer and Head of Management Division	shares	
2	15/15 (100%)	June 2013	Member of the Board and Head of Corporate Management Division		
	Attendance at Audit and Supervisory Committee	June 2014	Representative Director, Member of the Board, Executive Vice President and Head of Corporate Management Division		
	meetings 15/15	July 2015	Corporate Adviser		
	(100%)	June 2018	Outside Director who is an Audit and Supervisory Committee Member of the Company (current position)		
	=		ide Director and outline of expected role]		
	The Company has nominated h knowledge and experience in	im as a candid the managem	nd insight in research and development and corporat late for Outside Director because it expects to utilize ent, audits, etc. of the Company. The Company Director who is an Audit and Supervisory Committee	that extensive udges he will	

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned		
	Satoko Takeuchi	Apr. 1997	Joined ForeSight & Company			
	(March 17, 1975)	May 2006	Joined DeNA Co., Ltd.			
	Reelection	Dec. 2007	Joined ForeSight & Company			
	Number of years in office as an	Apr. 2016	Junior Associate Professor of Business Breakthrough University			
	outside Director who is an Audit and Supervisory Committee Member 1 year	Apr. 2017	Director of ForeSight & Company (current position)			
		Oct. 2017	Director of Association for Testing Problem Solving Capabilities (current position)	217		
	Attendance at Board of Directors meetings	Oct. 2022	Associate Professor of Business Breakthrough University (current position)	shares		
3	11/11 (100%)	June 2023	Outside Director who is an Audit and Supervisory Committee Member of the			
	Attendance at Audit and		Company (current position)			
	Supervisory Committee					
	meetings					
	11/11					
	(100%)	1.1	· 1			
	[Reasons for nomination as candidate for outside Director and outline of expected role]					
			nce and a high level of expertise in business strate			
resource development as a management consultant. The Company has nominated her as a candidate fo Director because it expects that she will utilize her extensive knowledge and experience in the mana						
			dges she will appropriately fulfill her duties as an O			
	who is an Audit and Supervisor	y Committee I	Member based on the above reasons.			

(Notes) 1. There is no special interest between any of the candidates and the Company.

- 2. Manabu Sakai and Satoko Takeuchi are candidates for outside Director. Furthermore, they satisfy the requirements for independent officers as provided for by Tokyo Stock Exchange, Inc. The Company has submitted notification to Tokyo Stock Exchange, Inc. that the two outside Directors are independent officers. If their reelection is approved, the Company plans for their designation as independent officers to continue.
- 3. Manabu Sakai and Satoko Takeuchi are currently outside Directors of the Company, and at the conclusion of this meeting, their tenures as outside Directors will have been six years for Manabu Sakai and one year for Satoko Takeuchi.
- 4. Pursuant to Article 427, paragraph (1) of the Companies Act and Article 31 of the Company's Articles of Incorporation, the Company has entered into an agreement with Manabu Sakai and Satoko Takeuchi to limit their liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph (1) of the Company plans to renew the aforementioned agreements with them.
- 5. In accordance with Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy whose content is summarized below. Each of the candidates for Director is already an insured under the policy. If each candidate is elected and assumes the office as Director, they will continue to be the insureds of the policy. The policy is scheduled to be renewed in October 2024.

[Summary of the Policy]

(i) Scope of insureds

Officers of the Company and affiliated companies in which the Company holds more than 50% of their shares (including Directors, Directors who are Audit and Supervisory Committee Members, Auditors, etc. and those appointed after the policy was issued)

(ii) Actual portion of insurance premiums borne by the insureds

Insurance premiums are borne in full by the Company, and the insureds do not bear any of the premiums. (iii) Summary of insurance incidents covered

- The policy covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability.
- (iv) Measures to ensure that the proper performance of duties of officers, etc., is not impaired

However, there are certain reasons for coverage exclusion, such as performance of an illegal act with full knowledge of its illegality of the insureds.

Name	Corporate Management	Manufacturing Development	Sales Marketing	Financing Accounting Judicial Affairs	Environment ESG	Internationa- lization Diversity
Akihiko Fujimori	0	0	0		0	
Taku Shimoda	0	0	0			0
Eishi Fuyama	0	0			0	0
Michihiko Sato			0	0	0	0
Norihiro Kusaka	0	0	0		0	
Kumi Izawa		0	0	0	0	
Nobuhiko Fujimori	0		0	0		0
Manabu Sakai	0	0		0	0	
Satoko Takeuchi			0	0	0	0

[Skill Matrix]

*The above list shows four areas of expertise and experience of each Director and candidate for Director that the Company considers to be particularly important.