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Securities code: 7525

June 11, 2024

(Date of commencement of electronic provision measures: June 5, 2024)

**To Shareholders with Voting Rights:**

Takashi Yasui  
Representative Director, President and  
Executive Officer  
RIX CORPORATION  
1-15-15 Sanno, Hakata-ku,  
Fukuoka City, Fukuoka, Japan

**NOTICE OF  
THE 78th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 78th Annual General Meeting of Shareholders of RIX CORPORATION (the “Company”) will be held as described below.

In convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures as “Notice of the 2024 Annual General Meeting of Shareholders and Meeting Materials” on the following website.

The Company’s website  
<https://www.rix.co.jp/ir/news/> (in Japanese)

In addition to the above, the information is also posted on the following website.

Tokyo Stock Exchange (TSE) website  
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do>

Please access the TSE website above, enter our company name or stock exchange code, and click “Search.” Then, select “Basic information” and “Documents for public inspection/PR information” in that order to find the information.

Online convocation service (Net de Shoshu)  
<https://s.srdb.jp/7525/>

If you are unable to attend the meeting, you may exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders provided in the matters subject to the electronic provision measures, and exercise your voting rights by no later than 5:30 p.m. on Wednesday, June 26, 2024, Japan time.

1. **Date and Time:** Thursday, June 27, 2024 at 10:00 a.m. Japan time
2. **Place:** Oriental Ballroom Yamakasa, Oriental Hotel Fukuoka Hakata Station 3rd floor  
4-23, Hakataeki-chuogai, Hakata-ku, Fukuoka City, Fukuoka
3. **Meeting Agenda:**  
**Matters to be reported:**
  1. Business Report and Consolidated Financial Statements for the Company's 78th Fiscal Year (April 1, 2023–March 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 78th Fiscal Year (April 1, 2023–March 31, 2024)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Partial Amendments to the Articles of Incorporation
- Proposal 3:** Election of Five (5) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)
- Proposal 4:** Revision of Remuneration for Directors Serving as Audit and Supervisory Committee Members

**4. Other Matters Decided for Convocation**

- (1) When you exercise your voting rights by a proxy, you must delegate your voting rights to another shareholder of the Company who has voting rights. Delegation of your voting rights is limited to one (1) proxy.
  - (2) If you do not indicate your vote for or against a proposal, your vote will be deemed as a vote in favor.
  - (3) If you exercise your voting rights both in written form and via the Internet, your vote via the Internet will be deemed effective. If you exercise your voting rights more than once via the Internet, only the last vote will be deemed effective.
1. For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival at the meeting.
  2. On the date of the meeting, the venue opens at 9:20 a.m. The meeting will be operated by staff dressed in business casual attire.
  3. Shareholders who have not requested delivery of documents have been sent the Reference Documents for the General Meeting of Shareholders, along with this convocation notice.
  4. Among the matters subject to electronic provision measures, the following matters are not provided in the paper copy sent to shareholders who requested delivery of documents, in accordance with the provisions of laws and regulations and Article 16 of the Articles of Incorporation of the Company. Accordingly, the paper copy sent to shareholders who requested the delivery constitutes only part of the documents audited by the Audit and Supervisory Committee and the accounting auditor in preparation of audit reports.
    - Notes to Consolidated Financial Statements
    - Notes to Non-consolidated Financial Statements
  5. Any revisions to the matters subject to electronic provision measures will be posted on the websites where such information is available.
  6. No souvenirs will be offered to the attending shareholders.
  7. We will hold the company information session following the General Meeting of Shareholders. Please stay on after the meeting and take part in the session if your schedule permits.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

#### Matters concerning year-end dividends

The Company will pay the year-end dividend in consideration of strengthening of the corporate disposition and future business development.

1. Type of the dividend property  
Cash
2. Matters related to the allotment of dividend property to shareholders and the total amount  
It is proposed that 71 yen per share of the Company's common share be distributed as the year-end dividend.  
If approved, the total dividend amount will be 575,113,987 yen.  
This makes the annual dividend, including the interim dividend, 141 yen per share.
3. Effective date of dividend of surplus  
June 28, 2024

**Proposal 2: Partial Amendments to the Articles of Incorporation**

1. Reason for the proposal

As a company with an audit and supervisory committee, the Company has adopted an executive officer system to facilitate prompt and decisive decision-making regarding business execution, as well as to promote efficient implementation of such decisions.

The Company proposes the following amendments to the Articles of Incorporation of the Company in order to clarify the position of Executive Officers in the Articles of Incorporation, and to further promote more flexible and efficient management of the business execution system.

Additionally, in order to make the Articles of Incorporation easier to understand, it is proposed that the date representation for establishment, implementation, and amendment be changed from based on the Japanese calendar to based on the Gregorian calendar.

2. Details of the amendments

The details of the amendments are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
Articles 1 through 17 (Omitted)	Articles 1 through 17 (Unchanged)
Chapter IV Directors <u>and</u> Board of Directors	Chapter IV Directors, Board of Directors <u>and</u> <u>Executive Officers</u>
Articles 18 through 29 (Omitted)	Articles 18 through 29 (Unchanged)
(Newly established)	<u>(Executive Officers and Executive Officers Regulations)</u>
	<u>Article 30 The Company may, by resolution of the Board of Directors, appoint Executive Officers to have them share the execution of business of the Company.</u>
	2. <u>The Board of Directors may, by its resolution, select President and Executive Officer, Vice President and Executive Officer, Senior Managing Executive Officer, Managing Executive Officer, and a few Senior Executive Officers from among Executive Officers.</u>
	3. <u>Matters concerning Executive Officers shall be in accordance with the Executive Officers Regulations established by the Board of Directors.</u>
Articles <u>30</u> through <u>41</u> (Omitted)	Articles <u>31</u> through <u>42</u> (Unchanged)
Supplementary provisions (Omitted)	Supplementary provisions (as present)
Establishment: <u>Date representation based on the Japanese calendar</u>	Establishment: <u>Date representation shall be based on the Gregorian calendar.</u>
Implementation: <u>Date representation based on the Japanese calendar</u>	Implementation: <u>Date representation shall be based on the Gregorian calendar.</u>
Amendment: <u>Date representation based on the Japanese calendar</u>	Amendment: <u>Date representation shall be based on the Gregorian calendar.</u>

**Proposal 3: Election of Five (5) Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)**

The terms of office of all five (5) Directors (excluding Directors serving as Audit and Supervisory Committee Members) will expire at the conclusion of this meeting. Accordingly, the Company proposes to elect five (5) Directors.

The candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

No.	Name	Gender	Current position at the Company	Attendance at the Board of Directors' meetings in FY2023	Term of office as Director
1	Takashi Yasui [Reappointment]	Male	Representative Director, President and Executive Officer	13/13 (100%)	10 years
2	Hideaki Kakimori [Reappointment]	Male	Representative Director, Vice President and Executive Officer	13/13 (100%)	16 years
3	Noboru Kawakubo [Reappointment]	Male	Director and Senior Managing Executive Officer	13/13 (100%)	12 years
4	Kosuke Serikawa [Reappointment]	Male	Director and Managing Executive Officer	13/13 (100%)	14 years
5	Kenji Oganna [Reappointment]	Male	Director and Senior Executive Officer	10/10 (100%)	1 year

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Takashi Yasui (August 2, 1978)  [Reappointment]	April 2003      Joined Furukawa Electric Co., Ltd. April 2006      Joined the Company April 2013      Department Manager, Business Planning Department, Business Development Division, the Company June 2014      Director and Department Manager, Business Planning Department, Business Development Division, the Company October 2014    Director, Assistant Division Manager, Business Development Division, and Department Manager, Business Planning Department, the Company April 2015      Director and Division Manager, Planning Division, the Company October 2015    Director, Division Manager, Planning Division, and Department Manager, Overseas Subsidiary Management Department, the Company October 2016    Director and Assistant Division Manager, Sales Division, the Company April 2019      Representative Director, President, the Company June 2022      Representative Director, President and Executive Officer, the Company (to present)	39,250
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Takashi Yasui has served in important positions at various divisions of the Company and affiliates and possesses the knowledge and experience required to properly, fairly, and efficiently execute the Group's management. The Company has determined that he is qualified to continue serving as Director because, based on his aforementioned expertise and track record, he is competent for enhancing the corporate value of the entire Group by striving to achieve even more aggressive business development and the reinforcement of the Group's competitive edge and by leading the whole Company with his powerful driving force.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Hideaki Kakimori (July 22, 1957)  [Reappointment]	<p>April 1980      Joined the Company</p> <p>January 2006    Assistant Division Manager, Sales Division, Head of Management Department, Eastern Sales Department, and AM Project Leader, the Company</p> <p>June 2008      Director, Assistant Division Manager, Sales Division, Head of Management Department, Eastern Sales Department, and AM Project Leader, the Company</p> <p>April 2010      Director, Assistant Division Manager, Sales Division, Head of Management Department, Business Management Department, and Department Manager, Chubu Sales Department, the Company</p> <p>April 2012      Director, Assistant Division Manager, Sales Division, and Head of Management Department, Business Management Department, the Company</p> <p>June 2012      Director, Division Manager, Sales Division, and Head of Management Department, International Business Management Department, the Company</p> <p>July 2014       Managing Director, Division Manager, Sales Division, and Head of Management Department, International Business Management Department, the Company</p> <p>October 2014    Managing Director, Division Manager, Sales Division, and Business Division Manager, Automobile Department, and Head of Management Department, International Business Management Department, the Company</p> <p>April 2015      Managing Director, Division Manager, Sales Division, Business Division Manager, Automobile Department, and Division Manager, Overseas Business Division, the Company</p> <p>May 2015       Managing Director, Division Manager, Sales Division, and Business Division Manager, Automobile Department, the Company</p> <p>December 2015   Managing Director and Division Manager, Sales Division, the Company</p> <p>October 2016    Managing Director, Division Manager, Planning Division, Division Manager, Business Development Division, and Business Division Manager, Nanoparticle Device Department</p> <p>April 2017      In charge of Administration Division, the Company Managing Director, Division Manager, Planning Division, and Division Manager, Business Development Division</p> <p>June 2018      In charge of Administration Division, the Company Executive Managing Director and Division Manager, Planning Division, the Company</p> <p>June 2019      Director, Executive Vice President and Division Manager, Planning Division, the Company</p> <p>April 2020      Representative Director, Executive Vice President, Division Manager, Planning Division, and Department Manager, Construction Department, the Company</p> <p>April 2022      Representative Director, Executive Vice President and Division Manager, Planning Division, the Company</p> <p>June 2022      Representative Director, Vice President, Executive Officer, and Division Manager, Planning Division, the Company (to present)</p>	17,054

[Reasons for nomination as candidate for Director]

Mr. Hideaki Kakimori has played a major role in the management of the Company as the Representative Director, Vice President, and Executive Officer and has appropriately provided supervision through proactive comments on management strategies at the Board of Directors' meetings. He has also been a major force behind corporate planning, by, among others, implementing company-wide strategies as Division Manager of the Planning Division, based on his long years of experience as Division Manager of the Sales Division. For the above reasons, the Company has determined that he is qualified to continue serving as Director.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Noboru Kawakubo (February 15, 1960)  [Reappointment]	<p>April 1982      Joined the Company</p> <p>April 2002      Manufacturing Group Leader, Fukuoka Business Office, Manufacturing Division, the Company</p> <p>April 2006      Manager, Manufacturing Department, Product Business Division, the Company</p> <p>April 2007      Leader, Manufacturing Department, Product Business Division, the Company</p> <p>October 2009    Assistant Division Manager, Product Business Division, the Company</p> <p>April 2011      Assistant Division Manager, Production Division, the Company</p> <p>June 2012      Director, Division Manager, Production Division, and Business Division Manager, Product Business Department, the Company</p> <p>July 2014      Managing Director, Division Manager, Production Division, and Business Division Manager, Product Business Department, the Company</p> <p>April 2015      Managing Director and Division Manager, Production Division, the Company</p> <p>May 2015      Managing Director and Division Manager, Production Division In charge of Overseas Subsidiary Department, the Company</p> <p>October 2016    Managing Director and Division Manager, Sales Division, the Company In charge of Overseas Business Division and Production Division, the Company</p> <p>June 2018      Executive Managing Director and Division Manager, Sales Division In charge of Overseas Business Division and Production Division, the Company</p> <p>April 2021      Executive Managing Director and Division Manager, Global Sales Division, the Company</p> <p>June 2021      Executive Managing Director, Division Manager, Global Sales Division, and Head of Management Department, Industry Strategy Management Department, the Company</p> <p>June 2022      Director and Senior Managing Executive Officer, Division Manager, Global Sales Division, and Head of Management Department, Industry Strategy Management Department, the Company</p> <p>April 2024      Director and Senior Managing Executive Officer and Division Manager, Global Sales Division, the Company (to present)</p>	7,236
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Noboru Kawakubo has played a major role in the management of the Company as Director and Senior Managing Executive Officer, and has contributed to business expansion by proactively driving various measures such as sales process reforms as Division Manager of the Global Sales Division. For the above reasons, the Company has determined that he is qualified to continue serving as Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Kosuke Serikawa (October 1, 1959)  [Reappointment]	<p>April 1980      Joined the Company</p> <p>April 2004      Head of Management Department, Kansai Sales Department, Sales Division, the Company</p> <p>April 2005      Head of Management Department, Western Sales Department, Sales Division, the Company</p> <p>April 2010      Assistant Division Manager, Sales Division, Head of Management Department, Business Promotion Department, Department Manager, Industry Project Promotion Department, and Department Manager, Market Promotion Department, the Company</p> <p>June 2010      Director, Assistant Division Manager, Sales Division, Head of Management Department, Business Promotion Department, Department Manager, Industry Project Promotion Department, and Department Manager, Market Promotion Department, the Company</p> <p>April 2013      Director and Division Manager, Business Development Division, the Company</p> <p>April 2015      Director, Division Manager, Business Development Division, and Business Division Manager, Nanoparticle Device Department, the Company</p> <p>May 2015      Director, Division Manager, Business Development Division, Business Division Manager, Nanoparticle Device Department, and Department Manager, Engineering Development Department, the Company</p> <p>April 2016      Director, Division Manager, Business Development Division, and Business Division Manager, Nanoparticle Device Department, the Company</p> <p>October 2016    Director, the Company President, KOUKEN CO., LTD.</p> <p>June 2018      Managing Director, Division Manager, Business Development Division, the Company President, KOUKEN CO., LTD.</p> <p>April 2020      Managing Director and Division Manager, Production Division, the Company</p> <p>June 2022      Director and Managing Executive Officer, and Division Manager, Production Division, the Company (to present)</p> <p>[Significant concurrent position] President, RIX DALIAN MANUFACTURING CO., LTD.</p>	12,402
<p>[Reasons for nomination as candidate for Director] Mr. Kosuke Serikawa has, as Director and Managing Executive Officer, Division Manager of the Business Development Division, and representative of a subsidiary KOUKEN CO., LTD., contributed significantly to the development of new businesses, building business models for the M&amp;A business and the expansion and promotion of the performance of subsidiaries. He is also leveraging his experience at KOUKEN CO., LTD. to proactively promote production strategies and measures such as QCD (Quality, Cost and Delivery) activities, as Division Manager of the Production Division. For the above reasons, the Company has determined that he is qualified to continue serving as Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Kenji Oganna (June 8, 1968) [Reappointment]	<p>April 1991      Joined OBIC Co., Ltd.</p> <p>October 1997    Joined Nishitetsu-unyu Co., Ltd.</p> <p>November 2001    Joined the Company</p> <p>October 2005    Accounting Group Leader, Finance Department, Finance Division, the Company</p> <p>April 2007      Accounting Group Manager, Finance Department, Finance Division, the Company</p> <p>April 2010      Accounting Group Manager, Finance Department, Administration Division, the Company</p> <p>April 2013      Accounting Group Manager and Finance Group Manager, Finance Department, Administration Division, the Company</p> <p>December 2014    Accounting Group Manager, Finance Department, Administration Division, the Company</p> <p>April 2022      Department Manager and Accounting Group Manager, Finance Department, Administration Division, the Company</p> <p>April 2023      Department Manager, Finance Department, Administration Division, the Company</p> <p>June 2023      Director, Senior Executive Officer, Division Manager, Administration Division, and Department Manager, Finance Department, the Company (to present)</p>	1,748
<p>[Reasons for nomination as candidate for Director] Mr. Kenji Oganna has worked in the finance divisions for many years and has played a key role in the Company's IPO work and consolidated performance management. Given his wealth of experience and achievements, the Company has determined that he is qualified to continue serving as Director.</p>			

- Notes:
1. There are no special interests between each of the candidates for Director and the Company.
  2. The number of shares of the Company held by the candidates for Director shown is that as of March 31, 2024.
  3. The Company has entered into a directors and officers liability insurance (D&O insurance) contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with all Directors as the insured. If this proposal is approved as originally proposed and each candidate is appointed as Director, each candidate shall become the insured person of this contract. The insurance contract covers damage that may arise due to insured directors assuming liability for the execution of their duties or receiving a claim for the pursuit of such liability. However, there are some exemption clauses, such as no compensation being given for damage attributable to acts of the insured in violation of laws or regulations that were carried out with knowledge of their illegality. The insurance premiums, including those of riders, are fully borne by the Company and the insured essentially bears no premiums. The Company plans to renew this contract on July 30, 2024, which is during the term of office of each candidate.

<Reference>

Skill Matrix of Directors and Audit and Supervisory Committee Members under Management Structure

The Board of Directors of the Company has identified the skills important in corporate management as follows, and expects Directors and Audit and Supervisory Committee Members to fully demonstrate their capabilities.

First, skills of “corporate management and management strategy,” “technology, manufacture, and R&D,” “sales and marketing,” and “global management and internationality” serve as the basis for all sorts of decisions which are made to lead management and businesses appropriately.

Next, skills of “finance and accounting,” “legal affairs, risk management, and compliance,” and “personnel and labor affairs” are also required to establish and maintain the proper management base.

Finally, skills of “sustainability and ESG” are also required to ensure the sustainability of corporate management. For your information, the specific grounds for choosing each skill item are “operational experience in practice,” “specialization,” and “expertise for achieving the soundness, transparency, and sustainable growth.” The skill matrix of Directors and Audit and Supervisory Committee Members under the management structure in the event that Proposal 3 is approved at the meeting is as follows.

Name	Gender	Expertise and experience to lead management and businesses appropriately				Expertise and experience to establish and maintain the proper management base			Panoramic viewpoint to ensure the sustainability
		Corporate management and management strategy	Technology, manufacture, and R&D	Sales and marketing	Global management and internationality	Finance and accounting	Legal affairs, risk management, and compliance	Personnel and labor affairs	Sustainability and ESG
Takashi Yasui	Male	○	○		○		○		○
Hideaki Kakimori	Male	○		○			○	○	○
Noboru Kawakubo	Male	○	○	○	○				
Kosuke Serikawa	Male	○	○	○	○				
Kenji Oganna	Male					○			
Shunji Tawara	Male			○	○		○		○
Isao Uematsu	Male						○	○	
Kazuhiro Ohyama	Male	○	○		○				○
Sadahito Baba	Male	○		○			○	○	○

- Notes:
1. The table shows knowledge, experience and capabilities especially expected of each candidate, and is not an exhaustive list of their fields of expertise.
  2. Mr. Shunji Tawara, Mr. Isao Uematsu, Mr. Kazuhiro Ohyama and Mr. Sadahito Baba are Audit and Supervisory Committee Members of the Company.

**Proposal 4: Revision of Remuneration for Directors Serving as Audit and Supervisory Committee Members**

The amount of remuneration of the Company's Directors serving as Audit and Supervisory Committee Members was approved at the 69th Annual General Meeting of Shareholders held on June 26, 2015 to not exceed 30 million yen per annum, and has since remained unchanged. However, in light of various circumstances, including subsequent changes in the economic situation, the Company proposes to revise the amount of remuneration of Directors serving as Audit and Supervisory Committee Members to not exceed 50 million yen per annum.

This proposal was determined by taking comprehensive account of various matters such as the Company's business scale, officers' compensation structure and its payment criteria, current number of officers, and future trends. The Company has therefore judged that it is appropriate.

The number of Directors serving as Audit and Supervisory Committee Members is currently four (4).

End