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Securities code: 6376

Date issued: March 11, 2026

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To our shareholders:

Koichi Kato

Representative Director, President and Chief Executive Officer

NIKKISO CO., LTD.

4-20-3 Ebisu, Shibuya-ku, Tokyo

NOTICE OF THE 85TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 85th Ordinary General Meeting of Shareholders of NIKKISO CO., LTD. (the “Company”), which will be held as described below.

In convening the Ordinary General Meeting of Shareholders, we have taken measures to provide information included in Reference Documents for the Ordinary General Meeting of Shareholders electronically and posted the matters for which measures for providing information in electronic format are to be taken (the “Electronic Provision Measures Matters”) on the internet websites. Please access the following websites to review the information.

If you do not attend the meeting in person, you may exercise your voting rights in advance via the internet or in writing by postal mail. Please refer to “Instructions on How to Exercise Voting Rights” (on page 3) and exercise your voting rights by 5:30 p.m. on Thursday, March 26, 2026 (Japan Standard Time).

| | |
|--|--|
| The Company’s website | https://www.nikkiso.com/ir/stock/shareholders.html |
| Japan Exchange Group’s website (Listed Company Search) | https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show Please access the above, enter the issue name (“Nikkiso”) or the securities code (“6376”) (in a single byte), and click “Search.” Then, select “Basic information,” “Documents for public inspection/PR information,” and “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting.” |
| Ordinary General Meeting of Shareholders Website | https://d.sokai.jp/6376/teiji/ (Japanese version only) |

Meeting Details

1. **Date and time:** Friday, March 27, 2026, at 10:00 a.m. (Japan Standard Time)
(The reception desk will open from 9:00 a.m.)
 2. **Venue:** Nikkiso Higashimurayama Office, R&D Center
Multi-Purpose Bldg. 7F, Conference Room
2-16-2 Noguchi-cho, Higashimurayama-shi, Tokyo
 3. **Meeting Agenda:**
 - Matters to be Reported:**
 - (1) Business Report and Consolidated Financial Statements for the 85th Term (from January 1, 2025 to December 31, 2025), as well as the results of audits of the Consolidated Financial Statements by the Accounting Auditors and the Audit & Supervisory Board
 - (2) Non-Consolidated Financial Statements for the 85th Term (from January 1, 2025 to December 31, 2025)
 - Matters to be Resolved:**
 - Proposal 1:** Election of eight (8) Directors
 - Proposal 2:** Election of two (2) Audit & Supervisory Board Members
 - Proposal 3:** Election of one (1) Substitute Outside Audit & Supervisory Board Member
 - Proposal 4:** Revision of amount of remuneration, etc. for Directors
 4. **Other decisions concerning this Ordinary General Meeting of Shareholders**
 - (1) If no indication of approval or disapproval of a proposal is made on the voting form in your exercising the voting rights in writing by postal mail, it shall be deemed that the proposal was approved.
 - (2) Duplication of votes
 - (i) Voting by multiple methods such as the internet, etc. and postal mail.
If votes have been exercised multiple times both by postal mail and via the internet, etc., the vote reaches the Company later shall be taken as the validly exercised vote. However, if votes exercised via the internet, etc. and by postal mail reach at the Company on the same day, the vote exercised via the internet, etc. shall be taken as the validly exercised vote.
 - (ii) Voting multiple times via the internet, etc.
If votes have been exercised multiple times electronically via the internet, etc., the vote exercised later shall be taken as the validly exercised vote.
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- In the event of circumstances requiring amendments to the Electronic Provision Measures Matters, a notice of such amendments as well as the content of the Matters before and after the amendments will be posted on the aforementioned websites on the internet.

Instructions on How to Exercise Voting Rights

Voting rights can be exercised via the following three (3) methods.

When exercising your voting rights via the internet, etc.

Please follow the instructions given under “Instructions on How to Exercise Voting Rights via the Internet” (in Japanese only). If you have any questions about exercising your voting rights via the internet, etc., please contact Stock Transfer Agency Web Support, Sumitomo Mitsui Trust Bank, Limited (in Japanese only).

Deadline for exercising your voting rights: Must be exercised
by 5:30 p.m. on Thursday, March 26, 2026 (Japan Standard Time)

When exercising your voting rights in writing by postal mail

Please indicate your approval or disapproval regarding each of the proposals on the voting form, and then return the form to us by postal mail without affixing a stamp.

Deadline for exercising your voting rights: Must be received by the Company
by 5:30 p.m. on Thursday, March 26, 2026 (Japan Standard Time)

When attending the Ordinary General Meeting of Shareholders

Please submit the voting form at the reception desk of the Ordinary General Meeting of Shareholders. (You are not required to sign and affix a seal on this form.)

Date and time: Friday, March 27, 2026, at 10:00 a.m. (Japan Standard Time)
(The reception desk will open from 9:00 a.m.)
Venue: Nikkiso Higashimurayama Office, R&D Center
Multi-Purpose Bldg. 7F, Conference Room

[Requests to Shareholders]

- * A dedicated space is provided for shareholders using wheelchairs in the meeting venue.
If you require any assistance, please do not hesitate to speak to our operational staff.
- * A shareholder with disabilities who requires assistance may be accompanied by up to one person.

Reference Documents for the Ordinary General Meeting of Shareholders

Proposals and Reference Matters

Proposal 1: Election of eight (8) Directors

At the conclusion of this Ordinary General Meeting of Shareholders, the terms of office of all nine (9) Directors (three (3) of which being Outside Directors) will expire. Accordingly, the Company proposes the election of eight (8) Directors (including three (3) Outside Directors), which is one (1) Director fewer.

This proposal has been made after being scrutinized by the Nomination and Compensation Committee, the majority of whose members are Independent Officers (Outside Directors and Outside Audit & Supervisory Board Members), and all the candidates for Directors have been judged by the aforementioned Committee to be appropriate.

| No. | Name | Current position and responsibilities in the Company's Group (the "Group") | Significant concurrent positions outside the Company | Reelection/ New election | Attendance at Board of Directors |
|-----|---------------------|--|---|--|----------------------------------|
| 1 | Koichi Kato | Representative Director President and Chief Executive Officer | – | [Reelection] | 100% (17/17) |
| 2 | Masaru Yamamura | Director, Managing Executive Officer Head of Medical Unit and Head of Medical Division, and Head of Shizuoka office | – | [Reelection] | 100% (17/17) |
| 3 | Kenji Saito | Director, Managing Executive Officer Head of Industrial Unit and Head of Industrial Division | – | [Reelection] | 100% (17/17) |
| 4 | Yoshihiko Kinoshita | Director, Executive Officer Head of Nikkiso Institute of Research and Technology, and Responsible for Quality Assurance | – | [Reelection] | 100% (17/17) |
| 5 | Masaharu Murakami | Executive Officer Head of Corporate Unit and Head of Corporate Division | – | [New election] | – |
| 6 | Mitsuaki Nakakubo | Outside Director | Attorney (Partner, Asahi Law Offices) Outside Audit & Supervisory Board Member, Nippon Kodo Holdings Co., Ltd. | [Reelection] [Outside] [Independent] | 100% (17/17) |
| 7 | Atsuko Kikuchi | Outside Director | – | [Reelection] [Outside] [Independent] | 100% (12/12) |
| 8 | Junko Yamaguchi | Outside Director | Outside Director of DOWA HOLDINGS CO., LTD. | [Reelection] [Outside] [Independent] | 100% (12/12) |

Notes:

- The name of Junko Yamaguchi on the family register is Junko Kishimoto.
- Atsuko Kikuchi and Junko Yamaguchi's attendance at Board of Directors meetings reflects those held after their appointment on March 28, 2025.
- In addition to the above number of Board of Directors meetings, there were two written resolutions that were deemed to have been adopted by the Board of Directors pursuant to Article 370 of the Companies Act and Article 28 of the Company's Articles of Incorporation.

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|--|---|--|--------------------------------------|
| 1 | Koichi Kato (August 6, 1971) [Reelection] Male | <p>April 1995 Joined the Company</p> <p>October 2007 Corporate Planning Office of the Company</p> <p>February 2010 Seconded to LEWA GmbH (stationed in Germany)</p> <p>July 2013 General Manager of Business Transformation Promotion Office, Industrial Division of the Company</p> <p>April 2014 Deputy Head of Industrial Division of the Company</p> <p>July 2022 Executive Officer of the Company Head of Industrial Division of the Company</p> <p>March 2023 Director of the Company (present position)</p> <p>February 2024 Managing Executive Officer of the Company</p> <p>April 2025 Representative Director, President and Chief Executive Officer of the Company (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p style="text-align: center;">—</p> | 39,444 |
| <p>[Reasons for selection as a candidate for Director]</p> <p>Koichi Kato has experience in corporate planning and overseas business, and has demonstrated leadership in promoting business strategy and transformation in the Industrial business, including building a business portfolio aimed at contributing to a low-carbon/decarbonized society and promoting the development of hydrogen and ammonia pumps and solutions.</p> <p>Since his appointment as Representative Director, President and Chief Executive Officer of the Company in April 2025, he has been working to promote business growth and strengthen the Group's management base under his strong leadership to transform management and enhance corporate value.</p> <p>Based on his experiences and achievements, he is deemed to contribute to the medium- to long-term growth of the Group and the enhancement of our corporate value. He has been thus nominated as a candidate for Director.</p> | | | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 2 | Masaru Yamamura (May 27, 1965) [Reelection] Male | November 1990 Joined the Company April 2017 Head of Industrial Division of the Company January 2018 Executive Officer of the Company March 2019 Director of the Company (present position) October 2021 CEO, Managing Director, LEWA GmbH (Germany) July 2022 Head of Medical Division of the Company (present position) February 2024 Managing Executive Officer of the Company (present position) January 2025 Head of Medical Unit of the Company (present position) Head of Shizuoka office (present position) [Significant concurrent positions outside the Company] - | 36,926 |
| <p>[Reasons for selection as a candidate for Director] Masaru Yamamura has been in charge of business and sales strategies in the Industrial and Medical business fields, and has extensive experience and achievements in both fields. Furthermore, he has been responsible for the management of the Company and the Group since assuming the position of Director of the Company in March 2019. Currently, he is promoting overseas expansion of the hemodialysis business to the U.S. and other markets, re-development of our business portfolio including withdrawal from unprofitable businesses, and improvement of revenue structure. Based on his experience and achievements, he is deemed capable of further strengthening the management and supervisory functions of the Company's Board of Directors. He has been thus nominated as a candidate for Director.</p> | | | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|---|--|---|--------------------------------------|
| 3 | Kenji Saito (August 24, 1964) [Reelection] Male | <p>April 2013 General Manager, Paris Branch, Mizuho Bank, Ltd.</p> <p>July 2016 Chief Executive Officer, Mizuho Bank Europe N.V.</p> <p>November 2020 Joined the Company</p> <p>January 2022 Executive Officer of the Company Head of Aerospace Division of the Company</p> <p>March 2022 Director of the Company (present position) Chairman, Nikkiso Vietnam, Inc. (the Company's consolidated subsidiary in Vietnam)</p> <p>January 2025 Managing Executive Officer of the Company (present position) Head of Industrial Unit of the Company (present position) Head of Industrial Division of the Company (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p style="text-align: center;">-</p> | 23,273 |
| <p>[Reasons for selection as a candidate for Director]</p> <p>Kenji Saito has many years of international business experience and has long been in charge of business and sales strategies in the Industrial and Aerospace business fields, and he has extensive experience and achievements in both fields through these responsibilities.</p> <p>He has been responsible for the management of the Company and the Group since assuming the position of Director of the Company in March 2022. Currently, he is driving efforts in building our business portfolio through focused allocation of management resources to growth areas, establishing a global business structure, and strengthening our quality assurance system.</p> <p>Based on his experience and achievements, he is deemed capable of further strengthening the management and supervisory functions of the Company's Board of Directors. He has been thus nominated as a candidate for Director.</p> | | | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 4 | Yoshihiko Kinoshita (September 13, 1966) [Reelection] Male | <p>April 1989 Joined the Company</p> <p>January 2016 Head of Medical Division of the Company</p> <p>January 2017 Executive Officer of the Company (present position)</p> <p>March 2017 Director of the Company (present position)</p> <p>October 2017 CEO, Managing Director, Nikkiso Europe GmbH (the Company's consolidated subsidiary in Germany)</p> <p>July 2022 Responsible for Quality Assurance of the Company (present position)</p> <p>January 2023 Head of Nikkiso Institute of Research and Technology of the Company (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p style="text-align: center;">-</p> | 41,444 |
| <p>[Reasons for selection as a candidate for Director]</p> <p>Yoshihiko Kinoshita has long been in charge of business strategy, sales strategy, and technology and R&D in the Medical business field, and has extensive experience and achievements in the business field. He has been responsible for the management of the Company and the Group since assuming the position of Director of the Company in March 2017. Currently, with the aim of enhancing corporate value through new value creation, he is promoting the company-wide cross-functional structural reform of R&D department, and strengthening the quality assurance system.</p> <p>Based on his experience and achievements, he is deemed capable of further strengthening the management and supervisory functions of the Company's Board of Directors. He has been thus nominated as a candidate for Director.</p> | | | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|---|---|---|--------------------------------------|
| 5 | Masaharu Murakami (July 4, 1969) [New election] Male | <p>April 1993 Joined The Bank of Tokyo, Ltd. (currently MUFG Bank, Ltd.)</p> <p>June 2022 Joined the Company Deputy Head of Corporate Planning Division of the Company</p> <p>January 2023 Executive Officer of the Company (present position) Head of Corporate Planning Division of the Company</p> <p>January 2025 Head of Corporate Unit of the Company (present position) Head of Corporate Division of the Company (present position)</p> <p>[Significant concurrent positions outside the Company] —</p> | 1,128 |
| <p>[Reasons for selection as a candidate for Director] Masaharu Murakami has extensive experience and achievements in overall corporate management, including his years in the U.S., as well as in a wide range of financial operations, such as risk management and compliance, in addition to experience in corporate finance and structured finance at MUFG Bank, Ltd. Since joining the Company, he has gained extensive management experience in back-office areas such as corporate planning, IT, sustainability, accounting and finance, human resources, general affairs, legal affairs, and internal controls, contributing to the enhancement of management and business support and oversight functions. Based on his experience and achievements, he is deemed capable of further strengthening the management and supervisory functions of the Company's Board of Directors. He has been thus newly nominated as a candidate for Director.</p> | | | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|-----|--|---|--------------------------------------|
| 6 | Mitsuaki Nakakubo (November 24, 1966) [Reelection] [Outside Officer] [Independent Officer] Male | April 1995 Registered as an attorney of Japan (affiliated with the Daini Tokyo Bar Association) (to present) | 12,382 |
| | | January 2001 Partner, Asahi Law Offices (present position) | |
| | | June 2015 Outside Audit & Supervisory Board Member of the Company | |
| | | June 2017 Outside Audit & Supervisory Board Member, Nippon Kodo Holdings Co., Ltd. (present position) | |
| | | June 2019 Outside Director, FANCL CORPORATION | |
| | | March 2021 Outside Director of the Company (present position) | |
| | | [Term of office] 5 years | |
| | | [Significant concurrent positions outside the Company] Attorney (Partner, Asahi Law Offices) Outside Audit & Supervisory Board Member, Nippon Kodo Holdings Co., Ltd. | |
| | | [Reasons for selection as a candidate for Outside Director and summary of expected role] As an attorney, Mitsuaki Nakakubo has a high level of expertise and knowledge. He has extensive experience in the field of corporate legal affairs, including handling disputes related to officers' liability. He has made valuable suggestions from the perspective of the Group's corporate governance, risk management, and compliance at meetings of the Board of Directors. He has been nominated as a candidate for Outside Director because he is expected to supervise management in an objective, independent and fair manner utilizing such experiences and insight. Although he has not been involved in corporate management in the past except as an Outside Officer, it has been determined that he will appropriately fulfill his duties as an Outside Director for the reasons outlined above. | |
| | | [Supplementary information on independence] Mitsuaki Nakakubo meets the criteria for the Company's "Independence Standards for Outside Officers," and the Company submitted him as an Independent Officer to Tokyo Stock Exchange, Inc. If his election is approved, the Company plans to continue registering him as an Independent Officer. | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|--|--|---|--------------------------------------|
| 7 | <p>Atsuko Kikuchi (October 14, 1951) [Reelection] [Outside Officer] [Independent Officer] Female</p> | <p>April 1975 Appointed to the National Personnel Authority of Japan (NPA)</p> <p>April 1996 Director, Training Management Department, National Institute of Public Administration, NPA</p> <p>January 2007 Director General, National Institute of Public Administration, NPA</p> <p>April 2008 Director General for Secretariat's Policy Matters, Secretariat of National Personnel Authority, NPA</p> <p>January 2010 Director General, Human Resources Bureau, NPA</p> <p>June 2012 Auditor, Vehicle Information and Communication System Center</p> <p>April 2013 Representative Director, Japan Association for Public Human Resources Development</p> <p>April 2018 Executive Director, Saitama Prefectural University</p> <p>March 2025 Outside Director of the Company (present position)</p> <p>[Term of office] 1 year</p> <p>[Significant concurrent positions outside the Company] -</p> | 605 |
| <p>[Reasons for selection as a candidate for Outside Director and summary of expected role] Having served in key posts at the National Personnel Authority of Japan for many years, Atsuko Kikuchi served as Representative Director of Japan Association for Public Human Resources Development and in other positions. She has extensive experience and deep insight in human resources development/nurturing and diversity. At meetings of the Board of Directors and other meetings, she provides advice on the Group's personnel system and makes useful suggestions from the perspective of strengthening human resource development and training and promoting diversity. She has been nominated as a candidate for Outside Director because she is expected to supervise management in an objective, independent and fair manner utilizing such experiences and insight. Although she has not been involved in corporate management in the past except as an Outside Officer, it has been determined that she will appropriately fulfill her duties as an Outside Director for the reasons outlined above.</p> | | | |
| <p>[Supplementary information on independence] Atsuko Kikuchi meets the criteria for the Company's "Independence Standards for Outside Officers," and the Company submitted her as an Independent Officer to Tokyo Stock Exchange, Inc. If her election is approved, the Company plans to continue registering her as an Independent Officer.</p> | | | |

| No. | Name (Date of birth) | [Career Summary, Position and Responsibility in the Company] | Number of the Company's shares owned |
|---|--|--|--------------------------------------|
| 8 | Junko Yamaguchi (June 19, 1956) [Reelection] [Outside Officer] [Independent Officer] Female | <p>April 1979 Joined Nippon Telegraph and Telephone Public Corporation (currently NTT, Inc.)</p> <p>March 1993 Director, Corporate Business Division, Omiya Branch of Nippon Telegraph and Telephone Corporation</p> <p>July 1999 Executive Manager, Consumer & Office Business Department of NTT Communications Corporation</p> <p>April 2004 Vice President, Incubation Development Department of NTT Resonant Incorporated</p> <p>April 2007 Director, Info-Communications Research Department, Foundation for MultiMedia Communications</p> <p>June 2014 Audit & Supervisory Board Member, NTT EASTMINAMIKANTO CORPORATION</p> <p>June 2019 Outside Director, Nippon Soda Co., Ltd.</p> <p>June 2024 Outside Director, DOWA HOLDINGS CO., LTD. (present position)</p> <p>March 2025 Outside Director of the Company (present position)</p> <p>[Term of office] 1 year</p> <p>[Significant concurrent positions outside the Company] Outside Director of DOWA HOLDINGS CO., LTD.</p> | 605 |
| <p>[Reasons for selection as a candidate for Outside Director and summary of expected role] After serving in various jobs including sales, business development and business management at NTT, Inc. and its group companies, Junko Yamaguchi served/serves as Audit & Supervisory Board Member of NTT EASTMINAMIKANTO CORPORATION and outside directors of other companies, she has extensive experience and deep insight in corporate management and corporate governance. At meetings of the Board of Directors and other meetings, she makes useful suggestions regarding the Group's management strategies and business management from a broad range of perspectives, taking into account the viewpoints of investors, shareholders, and others. She has been nominated as a candidate for Outside Director because she is expected to supervise management in an objective, independent and fair manner utilizing such experiences and insight.</p> <p>[Supplementary information on independence] Junko Yamaguchi meets the criteria for the Company's "Independence Standards for Outside Officers," and the Company submitted her as an Independent Officer to Tokyo Stock Exchange, Inc. If her election is approved, the Company plans to continue registering her as an Independent Officer.</p> | | | |

Notes:

1. There is no particular conflict of interest between any of the candidates and the Company.
2. Mitsuaki Nakakubo, Atsuko Kikuchi and Junko Yamaguchi are candidates for the position of Outside Director.
3. The Company has executed with each of Mitsuaki Nakakubo, Atsuko Kikuchi, and Junko Yamaguchi pursuant to the provisions of its Articles of Incorporation, a liability limitation agreement that provides that the higher amount of either five (5) million yen or the minimum total liability amount specified by laws and regulations in Japan shall be the maximum amount of liability for damages. If they are re-elected, the Company plans to extend the term of each of the liability limitation agreements with them.
4. The Company has entered into a D&O insurance agreement with an insurance company, which designates the Company's Directors as the insured. This insurance agreement covers the liability incurred by the insured Directors (compensation for damages and litigation costs, etc.) which may arise in the course of performance of

their duties (including omission). A summary of the coverage of this insurance agreement is included in 3. (3) of the Business Report.

Each candidate shall become insured under this insurance if each candidate is elected and appointed.

The Company plans to renew the insurance agreement with the similar conditions during the term of office.

Proposal 2: Election of two (2) Audit & Supervisory Board Members

Of the current four (4) Audit & Supervisory Board Members, the terms of office of Motohiro Takeuchi, who is an Audit & Supervisory Board Member, and Naoshi Ogasawara, who is an Outside Audit & Supervisory Board Member, will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of two (2) Audit & Supervisory Board Members.

This proposal has been made after being scrutinized by the Nomination and Compensation Committee, the majority of whose members are Independent Officers (Outside Directors and Outside Audit & Supervisory Board Members), and all the candidates for Audit & Supervisory Board Members have been judged by the aforementioned Committee to be appropriate.

In addition, the Audit & Supervisory Board has given its consent to this proposal.

| No. | Name (Date of birth) | [Career Summary and Position in the Company] | Number of the Company's shares owned |
|--|--|---|--------------------------------------|
| 1 | Hiroaki Asakura (July 29, 1962) [New election] Male | <p>April 1985 Joined the Company</p> <p>July 2013 General Manager of Human Resources Department, Administration Division of the Company</p> <p>January 2016 Head of Industrial Division of the Company</p> <p>July 2017 Head of Higashimurayama Plant of the Company</p> <p>March 2021 Audit & Supervisory Board Member of the Company</p> <p>March 2022 General Manager, Shanghai Nikkiso Non-Seal Pump Co., Ltd. (seconded to the Company's consolidated subsidiary, stationed in China)</p> <p>July 2022 Director and General Manager, Shanghai Nikkiso Non-Seal Pump Co., Ltd. (seconded to the Company's consolidated subsidiary, stationed in China)</p> <p>January 2024 Director and General Manager, Weigao Nikkiso (Weihai) Dialysis Equipment Co., Ltd. (seconded to the Company's equity-method affiliate, stationed in China) (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p style="text-align: center;">-</p> | 12,344 |
| <p>[Reasons for selection as a candidate for Audit & Supervisory Board Member]</p> <p>Hiroaki Asakura has a wealth of experience and a proven track record in business management, having served as General Manager of the Human Resources Department, Head of Industrial Division, and Head of Higashimurayama Plant, as well as being involved in the management of Group companies, overseeing overall business operations including product technology, research and development, and quality control. He also served as the Company's full-time Audit & Supervisory Board Member from March 2021 to March 2022 and is familiar with the Company's auditing practices.</p> <p>Based on his experience and achievements, he has been nominated as a new candidate for Audit & Supervisory Board Member because he is deemed capable of appropriately performing his duties as an Audit & Supervisory Board Member informed by an accurate understanding of the Company's business and operational status.</p> | | | |

| No. | Name (Date of birth) | [Career Summary and Position in the Company] | Number of the Company's shares owned |
|--|---|--|--------------------------------------|
| 2 | Naoshi Ogasawara (August 19, 1965) [Reelection] [Outside Officer] [Independent Officer] Male | <p>December 1991 Joined Taiyo Audit Corporation (currently Grant Thornton Taiyo LLC)</p> <p>August 1992 Registered as certified public accountant (to present)</p> <p>April 2007 Senior Partner, Grant Thornton Taiyo ASG (currently Grant Thornton Taiyo LLC)</p> <p>October 2008 President, Avantia GP (General Partnership) (present position)</p> <p>April 2010 Auditor, Center for National University Finance and Management (currently National Institution for Academic Degrees and Quality Enhancement of Higher Education) (present position)</p> <p>June 2016 External Auditor, TSUZUKI DENKI CO., LTD. Outside Director, Topre Corporation (present position)</p> <p>March 2022 Outside Audit & Supervisory Board Member of the Company (present position)</p> <p>June 2022 External Director, TSUZUKI DENKI CO., LTD. (present position)</p> <p>[Term of office] 4 years</p> <p>[Significant concurrent positions outside the Company] President, Avantia GP (General Partnership) Auditor, National Institution for Academic Degrees and Quality Enhancement of Higher Education Outside Director, Topre Corporation External Director, TSUZUKI DENKI CO., LTD.</p> | 4,773 |
| <p>[Reasons for selection as a candidate for Outside Audit & Supervisory Board Member] Naoshi Ogasawara has obtained advanced and specialized knowledge relating to financial affairs and accounting as a certified public accountant and has obtained extensive experience in roles such as auditor and M&A assistant in companies listed on stock exchanges. Since his appointment as the Company's Outside Audit & Supervisory Board Member in March 2022, he has played an important role in ensuring the appropriateness of the Company's financial reporting and in auditing the development and operation of internal controls. Based on his experience and insight, he has been nominated as a candidate for Outside Audit & Supervisory Board Member because he is deemed capable of appropriately auditing the execution of duties by Directors from an objective, independent, and fair standpoint. Although he has not been involved in corporate management in the past except as an Outside Officer, it has been determined that he will appropriately fulfill his duties as an Outside Audit & Supervisory Board Member for the reasons outlined above.</p> <p>[Supplementary information on independence] Naoshi Ogasawara meets the criteria for the Company's "Independence Standards for Outside Officers," and the Company submitted him as an Independent Officer to Tokyo Stock Exchange, Inc. If his election is approved, the Company plans to continue registering him as an Independent Officer.</p> | | | |

Notes:

1. There is no particular conflict of interest between any of the candidates and the Company.
2. Naoshi Ogasawara is a candidate for the position of Outside Audit & Supervisory Board Member.
3. The Company has executed with Naoshi Ogasawara, pursuant to the provisions of its Articles of Incorporation, a liability limitation agreement that provides that the higher amount of either three (3) million yen or the minimum

total liability amount specified by laws and regulations in Japan shall be the maximum amount of liability for damages. If he is re-elected, the Company plans to extend the term of the liability limitation agreement with him. If Hiroaki Asakura is elected, the Company plans to enter into a similar liability limitation agreement with him.

4. The Company has entered into a D&O insurance agreement with an insurance company, which designates the Company's Audit & Supervisory Board Members as the insured. This insurance agreement covers the liability incurred by the insured Audit & Supervisory Board Members (compensation for damages and litigation costs, etc.) which may arise in the course of performance of their duties (including omission). A summary of the coverage of this insurance agreement is included in 3. (3) of the Business Report. Of the candidates, Naoshi Ogasawara has been already insured under this insurance agreement and shall continue to be insured if he is elected and appointed. In addition, Hiroaki Asakura is currently insured under such insurance agreement as an officer of a Group company and will become insured as an Audit & Supervisory Board Member if his appointment is approved. The Company plans to renew the insurance agreement with the similar conditions during the term of office.

Proposal 3: Election of one (1) Substitute Outside Audit & Supervisory Board Member

At the start of this Ordinary General Meeting of Shareholders, the validity of the election of Makoto Suzuki—elected as a Substitute Audit & Supervisory Board Member at the 81st Ordinary General Meeting of Shareholders held on March 30, 2022—will expire.

Therefore, the Company proposes that one (1) Substitute Outside Audit & Supervisory Board Member be elected to prepare for the situation in which the number of Audit & Supervisory Board Members does not meet the number prescribed by laws and regulations and by the Articles of Incorporation.

This proposal has been made after being scrutinized by the Nomination and Compensation Committee, the majority of whose members are Independent Officers (Outside Directors and Outside Audit & Supervisory Board Members), and this candidate has been judged by the aforementioned Committee to be appropriate.

In addition, the Audit & Supervisory Board has given its consent to this proposal.

| Name (Date of birth) | [Career Summary and Position in the Company] | Number of the Company's shares owned |
|---|--|--------------------------------------|
| <p>Makoto Suzuki (January 18, 1962) [Outside Officer] [Independent Officer] Male</p> | <p>April 1984 Joined Tohmatsu Awoki & Co. (currently Deloitte Touche Tohmatsu LLC)</p> <p>April 1993 Registered as an attorney of Japan (Dai-ichi Tokyo Bar Association) (to present) Joined Asanuma Law Offices</p> <p>December 1995 Founder and Representative, Makoto Law & Accounting Firm (present position)</p> <p>December 2006 Registered as certified public accountant (to present)</p> <p>October 2007 Registered as licensed tax accountant (to present)</p> <p>April 2014 Outside Director, KOHSAI CO., LTD.</p> <p>April 2016 Outside Director (Audit and Supervisory Committee Member), KOHSAI CO., LTD. (present position)</p> <p>June 2025 Admitted to the State Bar of California, U.S.A. (to present)</p> <p>[Term of office] —</p> <p>[Significant concurrent positions outside the Company] Attorney, certified public accountant, and licensed tax accountant (Makoto Law & Accounting Firm) Outside Director (Audit and Supervisory Committee Member), KOHSAI CO., LTD.</p> | 0 |
| <p>[Reasons for selection as a candidate for Substitute Outside Audit & Supervisory Board Member] Makoto Suzuki has many years of experience and a high level of expertise as a lawyer, certified public accountant, and certified tax accountant, and if appointed as an Outside Audit & Supervisory Board Member, he is deemed capable of utilizing this knowledge and experience in our auditing system and appropriately performing his duties as an Outside Audit & Supervisory Board Member from an independent, objective, and professional standpoint. He has been thus nominated as a candidate for Substitute Outside Audit & Supervisory Board Member. Although he has not been involved in corporate management in the past except as an Outside Officer, it has been determined that he will appropriately fulfill his duties as an Outside Audit & Supervisory Board Member for the reasons outlined above.</p> | | |

Notes:

1. There is no particular conflict of interest between Makoto Suzuki and the Company.
2. Makoto Suzuki is a candidate for the position of Substitute Outside Audit & Supervisory Board Member.
3. If Makoto Suzuki assumes the position of Outside Audit & Supervisory Board Member, the Company plans to execute with him, pursuant to the provisions of its Articles of Incorporation, a liability limitation agreement that provides that the higher amount of either three (3) million yen or the minimum total liability amount specified by laws and regulations in Japan shall be the maximum amount of liability for damages.
4. Makoto Suzuki meets the criteria of independence for the Company's "Independence Standards for Outside Officers."
5. The Company has entered into a D&O insurance agreement with an insurance company, which designates the Company's Audit & Supervisory Board Members as the insured. This insurance agreement covers the liability incurred by the insured Audit & Supervisory Board Members (compensation for damages and litigation costs, etc.) which may arise in the course of performance of their duties (including omission). A summary of the coverage of this insurance agreement is included in 3. (3) of the Business Report.
If Makoto Suzuki assumes the position of Outside Audit & Supervisory Board Member, he shall become insured under this insurance agreement.

Nomination Policy and Procedures for Candidates for Directors and Audit & Supervisory Board Members, and Independence Standards for Independent Outside Officers

■ Nomination Policy of the Candidates for the Position of Directors

The Company's Board of Directors shall be composed of persons who share the basic values related to the execution of the Group's business and who can empathize with the Group's management philosophy, based on the premise that they have excellent character, insight, ability, and a wealth of experience. Further, from the viewpoint of ensuring the effectiveness of the Board's functions, the composition of the Board of Directors shall take diversity into consideration, regardless of gender, nationality, age, professional experience, etc.

➤ Criteria for Nominating the Candidates for the Position of Directors (Excluding Outside Directors)

The candidates for the position of Directors (excluding Outside Directors) shall have a bird's eye view of the management environment surrounding the Group, be able to quickly and decisively address important management issues, and be capable of achieving results. In addition, Inside Directors will be appointed who are capable of making efforts to build a corporate governance system that supports the realization of management philosophy through transparent, fair, prompt, and decisive decision-making.

➤ Criteria for Nominating the Candidates for the Position of Outside Directors

The candidates for the position of Outside Directors have no personal, capital, business, or other interests in the Company other than those as Outside Directors, and there is no risk of a conflict of interest between them and the Company's shareholders. The Company will nominate persons who fulfill the role of supervising Directors' performance of duties and decision-makings from an objective and professional perspective through the independent position from the Company's business execution. In addition, they are expected to provide accurate advice from the perspective of promoting the Company's sustainable growth and enhancing its corporate value over the medium to long term.

■ Nomination Policy of the Candidates for the Position of Audit & Supervisory Board Members

The Audit & Supervisory Board Members and the Audit & Supervisory Board of the Company have a fiduciary duty to the shareholders and have the main duty of, from a position independent of the Directors and the Board of Directors, effectively auditing the Directors and the Board of Directors to ensure that they fulfill their duties lawfully and appropriately. In nominating candidates for Audit & Supervisory Board Members, the composition of the Audit & Supervisory Board shall be designed to ensure diversity, with the aim of ensuring effective auditing of management.

➤ Criteria for Nominating the Candidates for the Position of Audit & Supervisory Board Members (Excluding Outside Audit & Supervisory Board Members)

For an Audit & Supervisory Board Member, the Company designates a person who can perform business audits and accounting audits as well as actively exercise his or her authority and appropriately express opinions at the Board of Directors meetings. Furthermore, at least one (1) Audit & Supervisory Board Member shall possess appropriate expertise related to financial affairs and accounting.

➤ Criteria for Nominating the Candidates for the Position of Outside Audit & Supervisory Board Members

Outside Audit & Supervisory Board Members have no personal, capital, business, or other interests in the Company other than those as Outside Officers, and there is no risk of a conflict of interest between them and the Company's shareholders. The Company will nominate persons who fulfill the role of auditing Directors' performance of duties and decision-makings from an objective

and professional perspective through the independent position from the Company's business execution. In addition, they are expected to provide advice and identify risks associated with the management strategies based on their extensive knowledge.

■ **Procedure for Nominating Candidates for Directors and Audit & Supervisory Board Members**

The Company shall nominate candidates for Directors and Audit & Supervisory Board Members in accordance with the nomination criteria stated above and strive to ensure their diversity and independence.

In nominating candidates for Directors and Audit & Supervisory Board Members, the Company consults the Nomination and Compensation Committee, the majority of which is composed of Independent Outside Directors and Outside Audit & Supervisory Board Members, and receives reports on the appropriateness of the nominees before submitting as the agenda to the Board of Directors thereby ensuring transparency and objectivity.

In addition to such report, candidates for Audit & Supervisory Board Members shall be submitted to the Board of Directors with the consent of the Audit & Supervisory Board.

■ **Independence Standards for Independent Outside Officers**

The Company uses the independence criteria set forth by Tokyo Stock Exchange, Inc. to assess the independence of Outside Directors and Outside Audit & Supervisory Board Members.

Regarding interpreting and adopting this criteria, the Company substantively judges whether or not an Outside Officer has any personal, capital, business, or other interests in the Company other than those as an Outside Officer or has any risk of conflict of interest between them and the Company's shareholders, in order to make it possible for the Outside Officers to fulfill the role of management oversight, supervising Directors' performance of duties and decision-makings from an objective and fair perspective through the independent position from the Company's business execution.

Please refer to the link below for details on the Group's corporate governance system.
<https://www.nikkiso.co.jp/sustainability/esg/governance/system/> (Japanese version only)

Reference: Skills Matrix of the Board of Directors and Audit & Supervisory Board Members after the 85th Ordinary General Meeting of Shareholders (Planned)

If the Proposal is approved as proposed, the skills matrix of the Board of Directors and Audit & Supervisory Board of the Company will be as follows.

Toward the successful achievement of the Medium-term Business Plan, “NIKKISO 2028,” the following composition is determined in light of knowledge, experience and capabilities of Directors and Audit & Supervisory Board Members, taking into consideration of diversity.

| Name | Position and responsibilities in the Company | |
|--------------------------------------|---|---------------------|
| Board of Directors | | |
| Koichi Kato | Representative Director President and Chief Executive Officer | |
| Masaru Yamamura | Director, Managing Executive Officer Head of Medical Unit and Head of Medical Division, and Head of Shizuoka office | |
| Kenji Saito | Director, Managing Executive Officer Head of Industrial Unit and Head of Industrial Division | |
| Yoshihiko Kinoshita | Director, Executive Officer Head of Nikkiso Institute of Research and Technology and Responsible for Quality Assurance | |
| Masaharu Murakami | Director, Executive Officer Head of Corporate Unit and Head of Corporate Division | |
| Mitsuaki Nakakubo | Outside Director | Independent Officer |
| Atsuko Kikuchi | Outside Director | Independent Officer |
| Junko Yamaguchi | Outside Director | Independent Officer |
| Audit & Supervisory Board | | |
| Hisanao Amino | Audit & Supervisory Board Member | |
| Hiroaki Asakura | Audit & Supervisory Board Member | |
| Naoshi Ogasawara | Outside Audit & Supervisory Board Member | Independent Officer |
| Eiichiro Nakatani | Outside Audit & Supervisory Board Member | Independent Officer |

■ **Areas that are highly expected for Directors and Audit & Supervisory Board Members**

The following matrix shows the areas that are defined as highly expected for Directors and Audit & Supervisory Board Members to contribute to the Group’s sustainable growth and enhancement of medium- and long-term corporate value.

(i) Corporate Management / Business Strategy; (ii) Global Business / Diversity; (iii) Product Technology / R&D / Quality / Innovation; (iv) Sales / Marketing; (v) Finance / Accounting; (vi) Risk Management / Legal Affairs / Compliance; (vii) Human Resources / HR Development; (viii) ESG / Sustainability.

*The following table does not represent all skills of each Director and Audit & Supervisory Board Member. Main skills of each Director and Audit & Supervisory Board Member are marked with “●” for up to four skills.

| Name | (i) | (ii) | (iii) | (iv) | (v) | (vi) | (vii) | (viii) |
|--------------------------------------|-----|------|-------|------|-----|------|-------|--------|
| Board of Directors | | | | | | | | |
| Koichi Kato | ● | ● | ● | | | | | ● |
| Masaru Yamamura | ● | | | ● | | | ● | |
| Kenji Saito | ● | ● | | ● | | ● | | |
| Yoshihiko Kinoshita | ● | | ● | | | | | ● |
| Masaharu Murakami | | | | | ● | ● | ● | ● |
| Mitsuaki Nakakubo* ¹ | | ● | | | | ● | | ● |
| Atsuko Kikuchi* ¹ | | ● | | | | | ● | ● |
| Junko Yamaguchi* ¹ | ● | ● | | ● | | | | |
| Audit & Supervisory Board | | | | | | | | |
| Hisanao Amino | | ● | | | ● | ● | | |
| Hiroaki Asakura | ● | | ● | | | | ● | |
| Naoshi Ogasawara* ² | | | | | ● | ● | | ● |
| Eiichiro Nakatani* ² | | ● | | | ● | ● | | |

*1 Outside Director (Independent Officer)

*2 Outside Audit & Supervisory Board Member (Independent Officer)

Proposal 4: Revision of amount of remuneration, etc. for Directors

At the 66th Ordinary General Meeting of Shareholders held on June 26, 2007, it was resolved that the amount of remuneration, etc., including base remuneration and year-end bonus, for Directors of the Company shall not exceed 280 million yen per year (excluding the portion of employee salaries of Directors who concurrently serve as employees). The number of Directors as of the close of the said General Meeting of Shareholders was six (6).

In addition, at the 81st Ordinary General Meeting of Shareholders held on March 30, 2022, a resolution was passed to introduce a system to grant up to 150,000 shares of shares with transfer restrictions (“restricted shares”) per year within the amount of the above compensation, etc., which has been in effect to date.

Based on comprehensive consideration of the expansion of business scale under the Medium-term Business Plan, the increase in the number of Directors (compared to the initial resolution point), and the level of remuneration, the Company has decided to review the remuneration system for Directors in order to further promote efforts to advance growth of the Group and the sustainable enhancement of corporate value. In light of the above, we request your approval to revise the amount of remuneration, etc. for Directors, including base remuneration, performance-linked monetary remuneration (year-end bonus) and restricted share remuneration, to an annual amount not exceeding 400 million yen (excluding the portion of employee salaries of Directors who concurrently serve as employees).

The maximum number of restricted shares to be granted (up to 150,000 shares per year) remains unchanged as per the resolution of the 81st Ordinary General Meeting of Shareholders held on March 30, 2022.

The Company regards the remuneration system for Directors as one of the key management tools to provide strong motivation for the execution of our corporate philosophy and business strategy, and to contribute to the sustainable enhancement of corporate value.

The revision of this remuneration system is intended to function as an incentive to encourage Directors to execute business that contributes to the realization of the Group’s Long-term Vision and its Medium-term Business Plan, and to provide them with strong motivation to achieve challenging management goals that involve appropriate risk-taking.

The Company will conduct the operation and governance of this system in a way that gains the trust of stakeholders, including shareholders, by holding thorough deliberations in the Nomination and Compensation Committee to ensure transparency and objectivity, thereby safeguarding the fairness of the decision-making process.

Furthermore, we will ensure the remuneration appropriately reflects evaluation of not only short-term achievements but also medium- to long-term contributions that support future sustainable growth, such as those that serve to strengthen the organization and business foundation, human resource development, and fostering of corporate culture.

Specifically, the remuneration for Directors consists of three components: base remuneration (fixed remuneration), performance-linked monetary remuneration (year-end bonus), and restricted share remuneration.

Remuneration for Outside Directors will consist solely of base remuneration (fixed remuneration), as they are responsible for overseeing management from an independent position, separate from business execution.

Base remuneration is planned to be set as monetary remuneration commensurate to the responsibilities of the Directors.

Performance-linked monetary remuneration (year-end bonus) aims to enhance incentives for Directors to improve their business performance and contribute to the sustainable improvement of the Company’s business performance. The current year-end bonus is planned to be revised to a method calculated based on the degree of performance achievement.

The restricted share remuneration is positioned as an incentive to enhance corporate value over the medium- to long-term, and the Company plans to revise the criteria for its payment to strengthen its incentive function and increase its effectiveness.

Summary of Calculation Method for Performance-linked Monetary Remuneration (Year-end Bonus)

1. Representative Director
Calculated by multiplying the monthly remuneration by the base number of months (12 months) and a payment coefficient based on the degree of achievements in performance.
The payment coefficient is determined by evaluating the degree of achievement in consolidated financial indicators specifically operating profit, profit for the period, and revenue, using ratios of 40%, 30%, and 30%, respectively, and combining them to determine the payment coefficient, ranging from 0% to 150%.
2. Directors (excluding Outside Directors)
Calculated by multiplying the monthly remuneration by the base number of months (6 months) and the payment coefficient.
The payment coefficient is determined by reflecting the degree of achievement in consolidated financial indicators in the ratio of 70% and the results of the Director's individual evaluation in the ratio of 30%. For the consolidated financial indicators, operating profit, profit for the period, and revenue are evaluated as ratios of 40%, 30%, and 30%, respectively, and are combined to determine the payment coefficient, ranging from 0% to 150%.
Individual evaluations are based on a comprehensive assessment of the performance of the duties in charge, the performance of the unit in charge, the status of efforts to address management issues, leadership, and other factors, and are determined within a range of 0% to 120%.
3. Method of determining target values and composition of evaluation indicators (common items)
Based on the business plan for each fiscal year, and the report from and the deliberation by the Nomination and Compensation Committee, the majority of whose members are Independent Outside Officers (Outside Directors and Outside Audit & Supervisory Board Members), the Board of Directors shall determine the target values of evaluation indicators for performance-linked monetary remuneration (year-end bonus) of Representative Director and Directors and the detailed composition of indicators to be used in calculating the degree of achievement.

This proposal requests a resolution to set the amount of remuneration, etc. for Directors not exceeding 400 million yen per year, after deliberation by the Nomination and Compensation Committee and the Board of Directors, based on comprehensive consideration of the Company's business scale, the concept of the remuneration system for Directors, the current number of Directors, future developments, etc. This revision of the maximum remuneration amount is not intended to uniformly increase the remuneration level of individual Directors, but is premised on a framework under which remuneration levels vary based on the degree of achievements in performance. Thus, the Board of Directors assesses the level of remuneration to be appropriate. Currently, the number of Directors is nine (9) (including three (3) Outside Directors). If Proposal 1 is approved as originally proposed, the number of Directors will be eight (8) (including three (3) Outside Directors).