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Securities code: 9908
June 3, 2026

To Shareholders with Voting Rights:

Fuminori Wada
President and Representative Director
Nihon Denkei Co., Ltd.
5-14-12 Ueno, Taito-ku, Tokyo, Japan

NOTICE OF THE 81ST 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 81st Annual General Meeting of Shareholders of Nihon Denkei Co., Ltd. (the “Company”) will be held as described below.

For this General Meeting of Shareholders, the Company provides documents electronically. Documents subject to electronic provision are posted on the following website under the headline “Notice of the 81st Annual General Meeting of Shareholders.”

Company’s website

<https://www.n-denkei.co.jp/ir/> (in Japanese only)

The documents are also posted on the following websites.

Net de Shoshu (<https://s.srdb.jp/9908/>)



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Tokyo Stock Exchange website (Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

To browse the documents, please access the above website, enter the name or securities code of the Company, search, and click “Basic information” and then “Documents for public inspection/PR information.”

Shareholders who are not attending the meeting in person may exercise their voting rights in writing or via the internet. Please review the Reference Documents for the General Meeting of Shareholders included in the documents provided electronically and exercise your voting rights by 5:30 p.m. Japan time, Thursday, June 18, 2026.

- 1. Date and Time:** Friday, June 19, 2026 at 10:00 a.m. Japan time
- 2. Place:** La Salle Royale, 2nd Basement, AURUM
1-26-2 Higashiueno, Taito-ku, Tokyo, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report and Consolidated Financial Statements for the Company’s 81st Fiscal Year (April 1, 2025 - March 31, 2026) 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 81st Fiscal Year (April 1, 2025 - March 31, 2026)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Eight (8) Directors (Excluding Directors Concurrently Serving as Audit and Supervisory Committee Members)
Proposal 3: Election of One (1) Substitute Director Concurrently Serving as an Audit and Supervisory Committee Member
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- 1) If there is any revision to the documents provided electronically, the revised version will be posted on the websites where those documents were initially posted.
- 2) If you are attending the meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk on the day of the meeting.
- 3) Guide for exercising voting rights
 - (1) Exercising voting rights in writing
Please indicate your vote for or against each proposal on the enclosed Voting Rights Exercise Form and return the form so that it is received by 5:30 p.m. Japan time, Thursday, June 18, 2026. If you do not indicate whether you vote for or against a proposal, we will deem that you have voted for the proposal.
 - (2) Exercising voting rights via the internet
If you are exercising your voting rights via the internet, please refer to the “Guide for Exercising Voting Rights via the Internet” on page 3 of the Japanese version (available in Japanese only) and exercise your voting rights by 5:30 p.m. Japan time, Thursday, June 18, 2026.
 - (3) If you exercise your voting rights both via the internet and in writing, your vote via the internet will be valid.
 - (4) If you exercise your voting rights via the internet more than once, your last vote will be valid.

< Requests to shareholders attending the meeting in person >

We will neither distribute gifts at the General Meeting of Shareholders nor hold a social gathering after the meeting. Your understanding would be appreciated.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company's policy for appropriation of surplus is to return profits to shareholders proactively in accordance with its business performance, while securing necessary internal reserves for sound business operations and maintaining financial health.

Under this policy, the Company proposes to pay a year-end dividend of 54 yen per share.

Matters concerning year-end dividends

1. Matters concerning the allotment of dividend property to shareholders and the total amount 54 yen per share of the Company's common stock (including an ordinary dividend of 54 yen)

Total amount: 613,067,292 yen

2. Effective date of dividends of surplus

June 22, 2026

Combined with the interim dividend of 43 yen per share the Company paid in December 2025, the annual dividend will be 97 yen per share.

Proposal 2: Election of Eight (8) Directors (Excluding Directors Concurrently Serving as Audit and Supervisory Committee Members)

The terms of office of all eight (8) Directors (excluding Directors concurrently serving as Audit and Supervisory Committee Members) expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes to elect eight (8) Directors (excluding Directors concurrently serving as Audit and Supervisory Committee Members).

The candidates for Director (excluding Director concurrently serving as an Audit and Supervisory Committee Member) are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Tanho Yanagi (February 28, 1962) [Reappointment]	August 1991 Joined the Company June 1997 Chairman, Shanghai Denkei Measurement Facility Co., Ltd. June 2005 Director, In charge of China and Taiwan April 2006 Director, In charge of Overseas Areas October 2006 Director, Managing Executive Officer, In charge of Overseas Areas April 2007 Director, Senior Managing Executive Officer, Deputy General Manager of Sales Division In charge of Overseas Areas April 2008 Senior Managing Director, General Manager of Overseas Sales Division April 2016 President and Representative Director April 2022 Representative Director and Chairman April 2025 Director and Chairman April 2026 Director (current position) [Significant concurrent positions] Chairman, DENKEI TRADING (SHANGHAI) CO., LTD. Chairman, DENKEI TECHNOLOGY R&D (SHANGHAI) CO., LTD. Chairman, DENKEI SCIENCE & TECHNOLOGY DEVELOPMENT (SHANGHAI) CO., LTD. Chairman, NIHON DENKEI (HONG KONG) LIMITED	55,636

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Yukiya Morita (September 11, 1963) [Reappointment]	<p>March 1987 Joined the Company</p> <p>March 2007 General Manager of Mie Sales Office</p> <p>April 2008 General Manager of Nagoya Sales Office</p> <p>April 2011 Executive Officer attached to Domestic Sales Division</p> <p>October 2012 Executive Officer, Deputy General Manager of Overseas Sales Division</p> <p>June 2013 Director, Deputy General Manager of Overseas Sales Division In charge of ASEAN and Other Areas</p> <p>April 2016 Managing Director, General Manager of Domestic Sales Division In charge of Koshinetsu Area</p> <p>March 2017 Managing Director, General Manager of Domestic Sales Division In charge of Koshinetsu Area, Business Promotion Department and Sales Support Unit</p> <p>April 2018 Senior Managing Director, General Manager of Domestic Sales Division In charge of Business Promotion Department and Sales Support Unit</p> <p>April 2020 Senior Managing Director, General Manager of Domestic Sales Division In charge of Sales Support Unit</p> <p>April 2021 Representative Director and Executive Vice President</p> <p>April 2022 President and Representative Director</p> <p>April 2026 Director and Chairman (current position)</p>	50,028

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Fuminori Wada (August 3, 1967) [Reappointment]	<p>July 1988 Joined the Company</p> <p>March 2007 General Manager of Ibaraki Sales Office</p> <p>March 2013 Head of International Center</p> <p>March 2014 Executive Officer, Head of International Center</p> <p>March 2015 Executive Officer, In charge of Overseas Sales Division</p> <p>April 2016 Executive Officer, General Manager of Overseas Sales Division</p> <p>June 2016 Director, General Manager of Overseas Sales Division</p> <p>March 2017 Director, General Manager of Overseas Sales Division</p> <p>April 2019 In charge of China, Taiwan, and Korea Areas Managing Director, General Manager of Overseas Sales Division</p> <p>April 2020 In charge of Overseas Business Promotion Department Managing Director, General Manager of Overseas Sales Division</p> <p>April 2021 In charge of Overseas Business Promotion Department and ASEAN and Other Areas Managing Director, General Manager of Overseas Sales Division</p> <p>January 2022 In charge of Overseas Business Promotion Department Managing Director, In charge of special missions assigned by President</p> <p>June 2022 Audit and Compliance Promotion Officer Director, Audit and Compliance Promotion Officer</p> <p>April 2024 Managing Director, General Manager of Sales Division</p> <p>April 2025 Senior Managing Director, General Manager of Sales Division</p> <p>April 2026 President and Representative Director (current position)</p>	32,450

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Takuya Kajiwara (May 11, 1968) [Reappointment]	<p>March 1989 Joined the Company</p> <p>April 2008 General Manager of Chiba Sales Office</p> <p>March 2012 Executive Officer, General Manager of New Business Promotion Section and EMC Business Promotion Section</p> <p>October 2014 Executive Officer, In charge of Domestic Sales Division</p> <p>March 2016 Executive Officer, General Manager of Tokyo Sales Office</p> <p>March 2017 Executive Officer, Domestic Sales Division In charge of Tohoku and Northern Kanto Areas</p> <p>June 2017 Director, Domestic Sales Division In charge of Kyushu Area</p> <p>April 2018 Director, Deputy General Manager of Domestic Sales Division In charge of Kyushu Area</p> <p>April 2019 Director, Deputy General Manager of Domestic Sales Division In charge of Chushikoku and Kyushu Areas</p> <p>April 2020 Director, Deputy General Manager of Domestic Sales Division In charge of Kansai Keiji Area and Business Promotion Department</p> <p>April 2021 Managing Director, General Manager of Domestic Sales Division In charge of Business Promotion Department and Sales Support Unit</p> <p>April 2022 Managing Director, General Manager of Sales Division</p> <p>April 2024 Senior Managing Director, General Manager of Business Division (current position)</p> <p>[Significant concurrent positions] Director, Aikoh Engineering Co., Ltd. Director, Yuai Electronics Co., Ltd. Director, Shin-ei Electronic Measuring Co., Ltd. Director, HOKUEN Co., Ltd.</p>	39,090

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Masahiko Akiyama (May 13, 1967) [Reappointment]	<p>April 1990 Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)</p> <p>October 2010 General Manager of Akita Branch Office</p> <p>April 2013 General Manager of Koshigaya Branch Office</p> <p>May 2017 Omori Branch Manager and General Manager of Omori Branch Office</p> <p>November 2020 Joined the Company Executive Officer attached to General Manager of Administration Division</p> <p>June 2021 Director, General Manager of Administration Division</p> <p>April 2024 Managing Director, General Manager of Administration Division</p> <p>April 2026 Senior Managing Director, General Manager of Administration Division (current position)</p> <p>[Significant concurrent positions] Auditor, DENKEI TECHNOLOGY R&D (SHANGHAI) CO., LTD. Auditor, DENKEI TRADING (SHANGHAI) CO., LTD. Auditor, DENKEI SCIENCE & TECHNOLOGY DEVELOPMENT (SHANGHAI) CO., LTD. Director, Aikoh Engineering Co., Ltd. Director, Shin-ei Electronic Measuring Co., Ltd. Director, HOKUEN Co., Ltd.</p>	20,400
6	Katsuhiko Suda (January 28, 1974) [Reappointment]	<p>July 1996 Joined the Company</p> <p>December 2016 General Manager of Automotive Market Promotion Department</p> <p>March 2020 Executive Officer, General Manager of Automotive Market Promotion Department</p> <p>March 2021 Executive Officer, General Manager of Automotive Market Promotion Department and General Manager of Solution Business Promotion Department</p> <p>March 2022 Executive Officer, General Manager of Business Promotion Management Department and General Manager of Construction Management Department</p> <p>March 2024 Senior Executive Officer, General Manager of Business Promotion Management Department</p> <p>March 2025 Senior Executive Officer, Deputy General Manager of Sales Division</p> <p>June 2025 Director, Deputy General Manager of Sales Division General Manager of Domestic Sales Management Department (current position)</p>	4,600

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	Ryo Sakuma (April 23, 1967) [Reappointment]	<p>April 1990 Joined Yamaichi Securities Co. Ltd. January 1993 Joined Nihon Jyoho System Co., LTD. October 2003 Director, Tokyo Branch Manager, SFCG CO., LTD. October 2007 Director, General Manager of Real Estate Department April 2009 Joined DODWELL B・M・S LTD. November 2013 Deputy General Manager, Security System Business Division April 2016 Director, Purus Inc. (current position) June 2019 Director of the Company (current position) April 2023 Representative Director, Ai-Glies Inc. (current position) April 2024 Representative Director, Ai-Glies (Thailand) Co., Ltd. (current position)</p> <p>[Significant concurrent positions] Director, Purus Inc. Representative Director, Ai-Glies Inc. Representative Director, Ai-Glies (Thailand) Co., Ltd.</p>	—
8	Eiji Sato (August 1, 1975) [New appointment]	<p>April 1998 Joined Kanagawa Ricoh Co., Ltd. January 2001 Joined Sorimachi Co., Ltd. January 2002 Joined Graphtec Corporation July 2018 Head of Thailand Representative Office, International Sales Division May 2020 Managing Director, Graphtec Asia Pacific Co., Ltd. April 2024 Head of International Sales Division, Graphtec Corporation February 2025 Head of International Sales Division and Head of Domestic Sales Division (current position) December 2025 Director, GRAPHTEC IWATSU Test Instruments Co., Ltd. (current position)</p> <p>[Significant concurrent position] Director, GRAPHTEC IWATSU Test Instruments Co., Ltd.</p>	—

- Notes: 1. There are no special interests between each of the candidates and the Company.
2. Mr. Ryo Sakuma and Mr. Eiji Sato are candidates for Outside Director.
3. Reasons for nomination as candidates for Outside Director and overview of expected roles
- (1) Mr. Ryo Sakuma serves as Representative Director of Ai-Glies Inc. and Ai-Glies (Thailand) Co., Ltd., as well as Director of Purus Inc., and has a high level of insight into corporate management. Considering that he can contribute to strengthening the business management structure and maximizing corporate value, the Company nominated him as a candidate for Outside Director. Ai-Glies Inc. and Purus Inc. are subsidiaries of Ai Holdings Corporation, the largest shareholder of the Company. He will have served as Outside Director of the Company for seven (7) years at the conclusion of this General Meeting of Shareholders.
- (2) Mr. Eiji Sato serves as Director of GRAPHTEC IWATSU Test Instruments Co., Ltd., and has a high level of insight into corporate management. Considering that he can contribute to

strengthening the business management structure and maximizing corporate value, the Company nominated him as a candidate for Outside Director. Graphtec Corporation and GRAPHTEC IWATSU Test Instruments Co., Ltd. are subsidiaries of Ai Holdings Corporation, the largest shareholder of the Company.

4. The Company has entered into a directors and officers insurance contract with an insurance company to insure all Directors. The insurance covers any damages that may result from the insured Directors being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. If the candidates become Directors, they will be insured under the said insurance contract, and the Company will renew the said insurance contract with the same contents during their terms of office.

Proposal 3: Election of One (1) Substitute Director Concurrently Serving as an Audit and Supervisory Committee Member

To prepare for the case where the number of Directors concurrently serving as Audit and Supervisory Committee Members falls short of the number required by laws and regulations, the Company proposes to elect one (1) substitute Director concurrently serving as an Audit and Supervisory Committee Member.

The Audit and Supervisory Committee has given its consent to this proposal.

The candidate for substitute Director concurrently serving as an Audit and Supervisory Committee Member is as follows.

Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
Masayuki Takaki (March 20, 1958)	November 1981 Joined HIOKI E.E. CORPORATION April 1995 General Director of Tokyo Sales Office January 2008 General Manager of West Japan Sales Department and General Director of Osaka Sales Office October 2008 Executive Officer and General Manager of West Japan Sales Department October 2010 Executive Officer and Director of Sales Department January 2014 Executive Officer and Director of Quality Assurance February 2018 Corporate Auditor February 2022 Advisor February 2024 Retired from HIOKI E.E. CORPORATION April 2024 Advisor, Nishizawa Electric Meters Manufacturing Co., Ltd. (current position)	—

- Notes:
1. There are no special interests between the candidate and the Company.
 2. Mr. Masayuki Takaki is a candidate for substitute Outside Director concurrently serving as an Audit and Supervisory Committee Member.
 3. Reason for nominating Mr. Masayuki Takaki as a candidate for substitute Outside Director concurrently serving as an Audit and Supervisory Committee Member and overview of role expected of him
 Having served as head of sales and quality assurance divisions and as a standing Corporate Auditor at HIOKI E.E. CORPORATION, Mr. Masayuki Takaki has strong knowledge of the measuring instrument industry. Expecting him to take advantage of his wealth of experience in the industry and deep knowledge and insights for its audits, the Company nominated him as a candidate for substitute Outside Director concurrently serving as an Audit and Supervisory Committee Member.
 4. Mr. Masayuki Takaki meets the criteria for an independent director/auditor stipulated in the Tokyo Stock Exchange's regulations. If he becomes Outside Director concurrently serving as an Audit and Supervisory Committee Member, the Company will register him as an independent director/auditor with the Tokyo Stock Exchange.
 5. The Company has entered into a directors and officers insurance contract with an insurance company to insure all Directors. The insurance covers any damages that may result from the insured Directors being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. If Mr. Masayuki Takaki becomes Director concurrently serving as an Audit and Supervisory Committee Member, he will be insured under the said insurance contract.