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Tsuyoshi ANDO
Representative Director, President & CEO
TOKYO KEIKI INC.
1-1-4, Haneda Airport, Ohta-Ku, Tokyo,
Japan

NOTICE OF THE 95th GENERAL MEETING OF SHAREHOLDERS

Dear Our Shareholders:

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

We hereby inform you that the 95th General Meeting of Shareholders of TOKYO KEIKI INC. (the “Company”) will be held as described below.

We take Measures for Electronic Provision regarding information (Matters Provided Electronically) which is the Reference Documents for the General Meeting of Shareholders with regard to the Convocation of the General Meeting of Shareholders. This information is posted on the Company’s website as “Notice of the 95th General Meeting of Shareholders,” “Matters Provided Electronically for the 95th General Meeting of Shareholders (Document Delivered),” (in Japanese only) and “Other Matters Provided Electronically for the 95th General Meeting of Shareholders (Matters Omitted from Documents Delivered),” (in Japanese only) and visit our website below and confirm the information.

[The Company’s website (in English)]

<https://www.tokyokeiki.jp/e/ir/annual/meeting.html>

In addition, the Matters Provided Electronically are posted on the website of Tokyo Stock Exchange (TSE) as well other than the aforementioned Company’s website. Thus, please visit TSE’s website below, enter “TOKYO KEIKI” on “Issue name (company name)” or “7721” on “Code,” and click “Search.” Then, click “Basic Information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”

[TSE’s website (Search for a listed company)]

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

If you are unable to attend the General Meeting of Shareholders on June 26, 2026, you can exercise your voting rights either on the Internet or in writing. Therefore, please review the Reference Documents of the General Meeting of Shareholders, refer to “Notice regarding Executing Voting Rights,” and exercise the voting rights by Thursday, June 25, 2026, at 5:15 p.m. (JST).

We are also going to distribute a video of the General Meeting of Shareholders on the aforementioned Company’s website from the following day of the General Meeting of Shareholders.

Details of the Meeting

1. Date and Time: Friday, June 26, 2026 at 10:00 a.m., JST (The reception starts at 9:30 a.m.)

2. Place: Convention Hall, 4F, Ota City Industrial Plaza (PiO)
1-20-20, Minami-Kamata, Ohta-Ku, Tokyo

3. Meeting Agenda:

Matters to be reported:

1. The business report and consolidated financial statements for the Company's 95th 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 95th Fiscal Year (April 1, 2025 – March 31, 2026)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus for the 95th Fiscal Year

Proposal 2: Election of Three (3) Directors Who Are Not Audit and Supervisory Committee Members

Proposal 3: Election of Two (2) Directors Who Are Audit and Supervisory Committee Members

<Our Response Based on the Electronic Provisioning System of Materials for the General Meeting of Shareholders>

Based on the electronic provisioning system, shareholders who have requested delivery of paper-based documents will receive a "Matters Provided Electronically for the 95th General Meeting of Shareholders (Document Delivered)," (in Japanese only) together with this Notice. For details of the content of this document, please refer to the following website:

<https://www.tokyokeiki.jp/ir/annual/meeting.html> (in Japanese)

- In accordance with relevant laws and regulations, as well as the Company's Articles of Incorporation, the following matters in the Matters Provided Electronically are not described on the documents sent to our shareholders.
 1. The following matters in the business report
 - Status of the Accounting Auditor
 - Systems and policies of the Company
 2. The following matters in the consolidated financial statements
 - Consolidated statement of changes in equity
 - Significant basic matters for the preparation of consolidated financial statements and other notes (Notes to consolidated financial statements)
 3. The following matters in the non-consolidated financial statements
 - Non-consolidated statement of changes in equity
 - Significant accounting policies concerning non-consolidated financial statements and other notes (Notes to non-consolidated financial statements)
 4. The following matters in the audit report
 - Certified copy of audit report of Accounting Auditor concerning consolidated financial statements
 - Certified copy of audit report of Accounting Auditor
 - Certified copy of audit report of the Audit and Supervisory Committee

The list of documents that have been audited by the Audit and Supervisory Committee and the Accounting Auditor when preparing an audit report and an accounting audit report, respectively, include the aforementioned matters (1, 2, and 3 for the Audit and Supervisory Committee, and 2 and 3 for the Accounting Auditor), as well as matters referred to in this Notice and document delivered.

- Should the Matters Provided Electronically require revisions, the revised versions will be posted on the Company's website and TSE's website, respectively.
- Out of consideration of the privacy of attending shareholders, parts of the on-demand video of this General Meeting of Shareholders, including Q&As with them, will be deleted or edited.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus for the 95th Fiscal Year

The Company's basic policy regarding appropriation of surpluses is to implement the most appropriate shareholder return measures with the optimal capital structure in mind. In doing so, we place top priority on growth investment designed to enhance our corporate value through the realization of TOKYO KEIKI Vision 2030 while maintaining an adequate balance with the financial position. In accordance with this stance, the Company plans to pay the year-end dividend for this fiscal year as follows.

Year-end dividend

(1) Type of dividend property

Cash

(2) Matters related to the allocation of the dividend property to shareholders and the total amount thereof

¥40 per common share of the Company

Total amount of dividends: ¥657,319,440

(3) Effective date of payment of dividend

June 29, 2026

Proposal 2: Election of Three (3) Directors Who Are Not Audit and Supervisory Committee Members

The term of office of all three (3) Directors who are not Audit and Supervisory Committee Members will expire at the close of this General Meeting of Shareholders. Accordingly, the Company proposes the election of three (3) Directors who are not Audit and Supervisory Committee Members.

The Audit and Supervisory Committee’s opinions regarding the election of Directors who are not Audit and Supervisory Committee Members are summarized below.

“As a result of examining the Company’s policy for appointment of Directors and the insight, the status of execution of duties, and other factors, as well as input offered by Outside Directors who are Audit and Supervisory Committee Members and who attended the Nomination and Remuneration Committee meeting, the Audit and Supervisory Committee has determined that each candidate is qualified to be a Director of the Company.”

The candidates for Directors who are not Audit and Supervisory Committee Members are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
1	Tsuyoshi ANDO (June 2, 1956) [Reappointment] [Male]	May 1981	Joined the Company
		June 2002	President, TOKIMEC CONSTRUCTION SYSTEMS INC.
		July 2006	Senior Staff Manager, Corporate Planning & Administration Office, the Company
		April 2008	Chief Information Officer, the Company Chief of CSR Officer, the Company Corporate Planning & Administration Office Manager, the Company
		June 2008	Director and Executive Officer, the Company
		June 2014	Chief of In-House Company System Promotion, the Company
		June 2016	Chief Sales and Service Officer, the Company
		June 2017	Managing Director, the Company
		June 2018	Representative Director (current position), Director and President, the Company
		June 2021	President & CEO, the Company (current position)
Number of shares of the Company held		54,018	
Term of office as Director		18 years	
Attendance at the Board of Directors meeting in Fiscal Year 2025		100% 17/17	
[Reason for nomination as a candidate for Director] Mr. Tsuyoshi ANDO has served in key positions as a Director since 2008, including Chief of In-House Company System Promotion, Chief Sales and Service Officer, Chief of CSR Promotion, and Corporate Planning & Administration Office Manager, and has extensive experience and broad insight accumulated through his career. Since June 2018, as Director and President; since June 2021, as Representative Director, President & CEO, he has been working to enhance corporate governance, further improve operational efficiency, and monetize growth drivers toward realizing “TOKYO KEIKI Vision 2030.” The Company has determined that Mr. Tsuyoshi ANDO is a person qualified to execute and supervise management in order to improve the corporate value of the Company through sustainable growth, and therefore proposes to re-elect him as a Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
2	Yasushi YOSHIMURA (May 20, 1969) [New appointment] [Male]	April 1992	Joined The Sakura Bank, Limited (currently Sumitomo Mitsui Banking Corporation)
		April 2018	General Manager, Ikebukuro Corporate Business Office-1, Sumitomo Mitsui Banking Corporation
		April 2020	General Manager, Hamamatsu Corporate Business Office, Sumitomo Mitsui Banking Corporation
		April 2023	General Manager, Human Resources Development Dept., Sumitomo Mitsui Banking Corporation
		May 2025	Executive Officer, Financial Planning Department Manager, the Company (current position)
	Number of shares of the Company held	-	
	Term of office as Director	-	
	Attendance at the Board of Directors meeting in Fiscal Year 2025	-	
<p>[Reason for nomination as a candidate for Director]</p> <p>Mr. Yasushi YOSHIMURA has long been engaged in lending, corporate finance, strategic planning, etc. at financial institutions, having extensive knowledge and experience regarding finance and capital strategies. Since his appointment as Executive Officer of the Company in 2025, he has worked on financing, improvement in capital efficiency, enhancement of the financial foundation, etc. as Financial Planning Department Manager, contributing to the Group's sustainable growth and the enhancement of its corporate value. Based on his achievements and insights, the Company has determined that he is a qualified person to play an appropriate role in making decisions on important management matters and supervising business execution. Therefore, the Company proposes to elect him as a Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
3	Sayoko IZUMOTO (July 8, 1953) [Reappointment] [Female] [Outside] [Independent]	March 1976	Joined Tohmatsu Awoki & Co. (currently Deloitte Touche Tohmatsu LLC)
		March 1979	Registered as Certified Public Accountant
		July 1995	Partner at Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)
		January 2007	Member of Business Accounting Council at Financial Services Agency
		January 2015	Member of Information and Communications Council, Ministry of Internal Affairs and Communications
		August 2016	Representative, Izumoto Certified Public Accountant Office (current position)
		April 2017	Member of Information Disclosure and Personal Information Protection Review Board, Ministry of Internal Affairs and Communications
		May 2017	External Audit and Supervisory Board Member, Freund Corporation
		June 2017	Outside Director, Hitachi Transport System, Ltd. (currently LOGISTEED, Ltd.) Outside Audit and Supervisory Board Member, DAIICHI SANKYO COMPANY, LIMITED
		June 2022	Outside Director, NSK Ltd. (current position)
		April 2023	Audit and Supervisory Board Member, LOGISTEED, Ltd.
June 2023	Outside Director, the Company (current position)		
Number of shares of the Company held		–	
Term of office as Outside Director		3 years	
Attendance at the Board of Directors meeting in Fiscal Year 2025		100% 17/17	
<p>[Reason for nomination as a candidate for Outside Director, and overview of expected roles]</p> <p>Ms. Sayoko IZUMOTO has a long career in corporate accounting as Certified Public Accountant, having sophisticated expertise and experience regarding finance, accounting, and compliance, and serving as Audit and Supervisory Board Member and Director at multiple companies, proactively making statements at the Company’s Board of Directors meetings and helping invigorate the Board of Directors. Although she does not have direct experience in corporate management beyond her role as an outside officer, the Company anticipates her advice on managerial supervision and general management as its Outside Director with her knowledge and experience, and therefore proposes to re-elect her as a Director.</p>			

- Notes: 1. The number of shares of the Company held by each candidate is the number as of the end of this fiscal year (March 31, 2026). Additionally, the figures herein include personal equity in the TOKYO KEIKI OFFICER SHAREHOLDING ASSOCIATION.
2. There is no special interest between any of the candidates and the Company.
3. Ms. Sayoko IZUMOTO is a candidate for Outside Director and a candidate for Independent Director, which Tokyo Stock Exchange, Inc. requires listed companies to appoint for the purpose of protecting general shareholders.
4. The Company has entered into a liability limitation agreement with Ms. Sayoko IZUMOTO. If her reelection is approved, the Company plans to renew the aforementioned agreement with her.

The outline of the agreement is as follows:

- If a Director is liable for damages to the Company due to neglect of his/her duties as a Director, its liability shall be limited to five (5) million yen or the minimum liability amount set forth in relevant laws and regulations, whichever is higher.
 - The aforementioned liability limitation shall be applied only in cases where the Director has acted in good faith and without gross negligence in performing the duties giving rise to the liability.
5. The Company has concluded a directors and officers liability insurance contract that covers all officers of the Group, and the contract is to be renewed in July 2026.

The outline of the contract is as follows. If each candidate is appointed as a Director, each of them will become an insured under the contract.

- The Company has concluded a directors and officers liability insurance contract that covers damages to be borne by the insured persons in the event of claims made against them for the execution of their duties during the coverage period.
- The above contract insures the Directors, Auditors, and Executive Officers of the Company and its subsidiaries, and its premiums are all borne by the TOKYO KEIKI Group.

Proposal 3: Election of Two (2) Directors Who Are Audit and Supervisory Committee Members

Of the Company's Directors who are Audit and Supervisory Committee Members, Mr. Takashi NAKAMURA and Mr. Akihiko HASHIMOTO will complete their terms of office at the close of this General Meeting of Shareholders. Accordingly, the Company proposes the election of two (2) Directors who are Audit and Supervisory Committee Members.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows.

The consent of the Audit and Supervisory Committee has been obtained for the submission of this proposal.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
1	Akihiko HASHIMOTO (August 11, 1959) [Reappointment] [Male] [Outside] [Independent]	April 1983	Joined Dowa Fire & Marine Insurance Co., Ltd. (currently Aioi Nissay Dowa Insurance Co., Ltd.)
		July 2005	Manager, TS Sales Promotion Group, TS Sales Promotion Department, Nissay Dowa General Insurance Co., Ltd. (currently Aioi Nissay Dowa Insurance Co., Ltd.)
		October 2010	Specially Appointed Manager, Automotive Insurance Department, Aioi Nissay Dowa Insurance Co., Ltd.
		April 2014	Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd.
		April 2017	Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd.
		April 2019	Senior Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd.
		April 2021	Representative Director, Executive Vice President, au Insurance Company, Limited
		June 2024	Outside Director [Audit and Supervisory Committee Member], the Company (current position)
	Number of shares of the Company held	-	
	Term of office as Outside Director	2 years	
	Attendance at the Board of Directors meeting in Fiscal Year 2025	100% 17/17	
	Attendance at the Audit and Supervisory Committee in Fiscal Year 2025	100% 22/22	
	[Reason for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member, and overview of expected roles] Mr. Akihiko HASHIMOTO is involved in management, having served many years as an executive officer at a financial institution and working as a representative director, executive vice president at au Insurance Company, Limited. The Company expects him to use the wealth of practical experience and broad insight and knowledge he has cultivated not only to provide proper guidance for the Company's internal control system, but also to audit and supervise the Company's management from an independent, objective perspective as an Audit and Supervisory Committee Member to ensure the soundness of the Company, and therefore proposes to re-elect him as a Director who is an Audit and Supervisory Committee Member.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
2	Masaru KURODA (September 2, 1963) [New appointment] [Male] [Outside] [Independent]	April 1986	Joined The Mitsubishi Bank, Limited (currently MUFG Bank, Ltd.)
		April 2011	Regional Head for the Middle East, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)
		March 2015	Secretarial Office Manager, Nippon Densan Corporation (currently Nidec Corporation)
		May 2017	Chief General Manager of Overseas Business Department, Acom Co., Ltd.
		June 2018	Executive Managing Officer, Acom Co., Ltd. (Scheduled to resign in June 2026)
	Number of shares of the Company held	-	
	Term of office as Outside Director	-	
	Attendance at the Board of Directors meeting in Fiscal Year 2025	-	
	Attendance at the Audit and Supervisory Committee in Fiscal Year 2025	-	
	[Reason for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member, and overview of expected roles] Mr. Masaru KURODA has consistently been engaged in overseas business operations at financial institutions, where he has gained extensive knowledge and experience in international business management, including strategic planning, business promotion for Japanese and non-Japanese clients, and the management of overseas offices. Through these roles, he has developed deep expertise in the establishment and operation of risk management, internal control, and compliance systems within a global business environment. Furthermore, he possesses insightful perspectives that contribute to strengthening the management foundation for sustainable growth. Although he does not have direct experience in corporate management beyond his role as an outside officer, the Company anticipates that he will contribute to supervising the overall business management of the Company and strengthening its audit function, and therefore proposes to elect him as an Outside Director who is an Audit and Supervisory Committee Member.		

- Notes: 1. There is no special interest between any of the candidates and the Company.
2. Mr. Akihiko HASHIMOTO and Mr. Masaru KURODA are candidates for Outside Director and candidates for Independent Director, which Tokyo Stock Exchange, Inc. requires listed companies to appoint for the purpose of protecting general shareholders.
3. The Company has entered into a liability limitation agreement with Mr. Akihiko HASHIMOTO. If his reelection is approved, the Company plans to renew the aforementioned agreement with him. If Mr. Masaru KURODA is approved to assume office, the Company plans to enter into a similar liability limitation agreement with him.
The outline of the agreement is as follows:
- If a Director is liable for damages to the Company due to neglect of his/her duties as a Director, its liability shall be limited to five (5) million yen or the minimum liability amount set forth in relevant laws and regulations, whichever is higher.
 - The aforementioned liability limitation shall be applied only in cases where the Director has acted in good faith and without gross negligence in performing the duties giving rise to the liability.
4. The Company has concluded a directors and officers liability insurance contract that covers all officers of the Group, and the contract is to be renewed in July 2026.
The outline of the contract is as follows. If each candidate is appointed as a Director, each of them will become an insured under the contract.

- The Company has concluded a directors and officers liability insurance contract that covers damages to be borne by the insured persons in the event of claims made against them for the execution of their duties during the coverage period.
- The above contract insures the Directors, Auditors, and Executive Officers of the Company and its subsidiaries, and its premiums are all borne by the TOKYO KEIKI Group.

[Reference] The list of the management structure that the Company will have after the General Meeting of Shareholders (planned)

If Proposals No. 2 and No. 3 are approved as originally proposed, the composition of the Board of Directors and the skill matrix, which lists the areas of particular expectation based on each Director's expertise and experience, will be as follows.

Name	Tsuyoshi ANDO	Yasushi YOSHIMURA	Sayoko IZUMOTO	Takahiro KASHIMA	Akihiko HASHIMOTO	Masaru KURODA
Position at the Company	Representative Director, President & CEO	Director and Executive Officer	Director	Director and Audit and Supervisory Committee Member	Director and Audit and Supervisory Committee Member	Director and Audit and Supervisory Committee Member
			Independent Outside		Independent Outside	Independent Outside
Sex	Male	Male	Female	Male	Male	Male
Nomination and Compensation Committee	●		●		●	●
1 Corporate management	●	●		●	●	
2 Marketing / sales	●	●			●	●
3 Finance		●	●	●	●	●
4 IT / digital technology	●			●		
5 HR / labor / HR development		●				
6 Legal affairs / risk management	●	●			●	
7 Global experience	●				●	●
8 R&D / technology development	●					
9 ESG / sustainability		●				
10 Compliance / governance	●	●	●	●	●	●
11 M&As	●	●				●

* Directors who possess relevant national qualifications: Ms. Sayoko IZUMOTO (Certified Public Accountant)

* Independent: Independent Director as defined in the Securities Listing Regulations of Tokyo Stock Exchange, Inc.

* Outside: Outside Director

* The above list does not represent all the expertise and experience of each candidate.