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Securities Code: 5911

June 3, 2026

To our shareholders:

Yuzuru Nakamura
President and Representative Director
Yokogawa Bridge Holdings Corp.
4-4-44, Shibaura, Minato-ku, Tokyo

Notice of the 162nd Annual General Meeting of Shareholders

Please be advised that the 162nd Annual General Meeting of Shareholders of Yokogawa Bridge Holdings Corp. (the “Company”) will be held as described below.

If you will not attend the meeting in person, you may exercise your voting rights in writing or via the Internet, etc. Please examine the Reference Documents for General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Wednesday, June 24, 2026 (JST).

When convening the General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company’s website. Please access the Company’s website by using the Internet address shown below to review the information.

The Company’s website: <https://www.ybhd.co.jp/ir/convocation-notice.html> (in Japanese)

In addition to posting matters subject to measures for electronic provision on the website above, the Company also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE). To access this information from the latter website, access the TSE website (Listed Company Search) by using the internet address shown below, enter the issue name (Yokogawa Bridge Holdings) or code (5911), and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

1. Date and Time: Thursday, June 25, 2026, at 10:00 a.m. (JST)

2. Venue: 7F Conference Room, Yokogawa Building
4-4-44, Shibaura, Minato-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 162nd fiscal year (from April 1, 2025 to March 31, 2026) and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee
2. The Non-consolidated Financial Statements for the 162nd fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

- | | |
|-----------------------|---|
| Proposal No. 1 | Dividends of Surplus |
| Proposal No. 2 | Partial Amendment to the Articles of Incorporation |
| Proposal No. 3 | Election of Seven Directors (Excluding Directors Who Are Audit and Supervisory Committee Members) |
| Proposal No. 4 | Election of Three Directors Who Are Audit and Supervisory Committee Members |

- Please hand in the voting form at the reception when you attend the meeting in person.
- For this General Meeting of Shareholders, paper-based documents stating matters for which measures for providing information in electronic format are to be taken will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents. Among the matters subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents delivered to shareholders. In addition, the Audit and Supervisory Committee and the Financial Auditor have audited the documents to be audited, including the following matters.
 - (1) Basic Approach and System of Corporate Governance in the Business Report
 - (2) Details of Resolutions and Overview of Operation of the System to Ensure the Appropriateness of Business Operations, etc. in the Business Report
 - (3) Consolidated Statement of Shareholders' Equity and Notes to the Consolidated Financial Statements, each of which is in the Consolidated Financial Statements
 - (4) Non-consolidated Statement of Shareholders' Equity and Notes to the Non-consolidated Financial Statements, each of which is in the Non-consolidated Financial Statements
- If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's aforementioned website and the TSE website.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Dividends of Surplus

The Company regards the distribution of profit to shareholders as one of top priorities, and it maintains a basic policy to pay progressive dividends on a continual basis while giving a comprehensive consideration to such factors as operating results and capital requirements for future business development. It also aims to maintain a trend of dividend increases, setting DOE (dividend on equity) of 3.5% or more as its basic dividend policy in order to mitigate the impact of fluctuations in business performance.

Based on these policies, the Company will pay a year-end dividend of ¥60 per share. Together with the interim dividend (¥60 per share), this will bring the total annual dividend to ¥120 per share, an increase of ¥10 over the previous fiscal year's dividend.

- (1) Type of dividend property
To be paid in cash.
- (2) Allotment of dividend property and their aggregate amount
The Company proposes to pay a dividend of ¥60 per common share of the Company.
In this event, the total dividends will be ¥2,385,491,520.
- (3) Effective date of dividends of surplus
June 26, 2026

Proposal No. 2 Partial Amendment to the Articles of Incorporation

The Company proposes that the current Articles of Incorporation be amended partially as follows. The amendments to the Articles of Incorporation in this proposal will become effective at the conclusion of this General Meeting of Shareholders.

1. Reasons for proposal

- (1) The Company proposes to amend Article 2 (Purpose) of the current Articles of Incorporation to align with the business activities conducted by the group of Br. Holdings Corporation, which became a consolidated subsidiary of the Company on March 30, 2026.
- (2) The Company proposes to amend the convener and the chairman of the General Meeting of Shareholders and the Board of Directors as stipulated in Articles 12 (Convocation), 14 (Chairman), 24 (Convocation), and 25 (Chairman) of the current Articles of Incorporation, in order to ensure flexible operation of the General Meeting of Shareholders and the Board of Directors in line with the Company’s management structure.
- (3) Other necessary amendments, including corrections, are made in accordance with each of the above changes.

2. Details of the amendments

The details of amendments are as follows:

(Amendments are underlined.)

| Current Articles of Incorporation | Proposed Amendments |
|--|---|
| Article 1. (Omitted) (Purpose) | Article 1. (As per current) (Purpose) |
| Article 2. (Omitted) (1) to (15) (Omitted) (16) Sale and import/export of earth and sand for civil engineering and construction, stone materials, horticultural soil, and garden stones, etc. (New) | Article 2. (As per current) (1) to (15) (As per current) (16) <u>Extraction, production</u> , sale, and import/export of earth and sand for civil engineering and construction, stone materials, horticultural soil, and garden stones, etc. (17) <u>Acquisition, purchase and sale of mining rights, and mining and sale of minerals</u> |
| (17) to (22) (Omitted) (23) Purchase, sale, leasing, <u>and</u> brokerage of real estate, <u>as well as</u> management and operation thereof (24) to (28) (Omitted) | (18) to (23) (As per current) (24) <u>Land development, and</u> purchase, sale, leasing, brokerage, management, and operation of real estate (25) to (29) (As per current) |
| Articles 3. to 11. (Omitted) (Convocation) | Articles 3. to 11. (As per current) (Convocation) |
| Article 12. 1. (Omitted) 2. The General Meeting of Shareholders shall, unless otherwise stipulated by law or regulations, be convened by the Representative Director and President in accordance with a resolution by the Board of Directors. However, should the Representative Director and President be incapacitated, another director, selected in accordance with the order previously set by the Board of Directors, shall convene the meeting. | Article 12. 1. (As per current) 2. The General Meeting of Shareholders shall, unless otherwise stipulated by law or regulations, be convened by <u>the Chairman and Director or</u> the Representative Director and President in accordance with a resolution by the Board of Directors. However, should <u>the Chairman and Director or</u> Representative Director and President be incapacitated, another director, selected in accordance with the order previously set by the Board of Directors, shall convene the meeting. |
| Article 13. (Omitted) (Chairman) | Article 13. (As per current) (Chairman) |
| Article 14. 1. The Chairman of the General Meeting of Shareholders shall be the Representative Director and President. 2. Should the Representative Director and President be incapacitated, it shall fall to another director, selected in accordance with the order previously set by the Board of Directors. | Article 14. 1. The Chairman of the General Meeting of Shareholders shall be <u>the Chairman and Director or</u> the Representative Director and President. 2. Should <u>the Chairman and Director or</u> the Representative Director and President be incapacitated, it shall fall to another director, selected in accordance with the order previously set by the Board of Directors. |

| Current Articles of Incorporation | Proposed Amendments |
|---|--|
| <p>Articles 15. to 23. (Omitted) (Convocation)</p> <p>Article 24.</p> <p>1. The Board of Directors Meeting shall, unless otherwise stipulated by law or regulations, be convened by the Representative Director and President. However, should the Representative Director and President be incapacitated, another director, selected in accordance with the order previously set by the Board of Directors, shall convene the meeting.</p> <p>2. (Omitted) (Chairman)</p> <p>Article 25.</p> <p>The Chairman of the Board of Directors Meeting shall be the Representative Director and President. However, should the Representative Director and President be incapacitated, it shall fall to another director, selected in accordance with the order previously set by the Board of Directors.</p> <p>Articles 26. to 44. (Omitted)</p> | <p>Articles 15. to 23. (As per current) (Convocation)</p> <p>Article 24.</p> <p>1. The Board of Directors Meeting shall, unless otherwise stipulated by law or regulations, be convened by <u>the Chairman and Director or</u> the Representative Director and President. However, should <u>the Chairman and Director or</u> Representative Director and President be incapacitated, another director, selected in accordance with the order previously set by the Board of Directors, shall convene the meeting.</p> <p>2. (As per current) (Chairman)</p> <p>Article 25.</p> <p>The Chairman of the Board of Directors shall be <u>the Chairman and Director or</u> the Representative Director and President. However, should <u>the Chairman and Director or</u> the Representative Director and President be incapacitated, it shall fall to another director, selected in accordance with the order previously set by the Board of Directors.</p> <p>Articles 26. to 44. (As per current)</p> |

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

The terms of office of all seven Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this proposal) will expire at the conclusion of this meeting. In that regard, the Company proposes the election of seven Directors.

The Audit and Supervisory Committee has reviewed this proposal and has no objections.

The candidates for Director are as follows:

| Candidate No. | Name | Current position and responsibilities in the Company | Candidate attribute |
|---------------|-------------------|---|--|
| 1 | Kazuhiko Takata | Chairman and Director (Representative Director) | Reelection |
| 2 | Yuzuru Nakamura | President and Executive Officer, Director (Representative Director) In charge of overall safety and quality control, bridge business, and precision equipment business | Reelection |
| 3 | Masayuki Yukawa | Director and Managing Executive Officer In charge of Management Planning Office and civil engineering-related business | Reelection |
| 4 | Yasutsugu Nakaoka | Executive Officer Head of Finance and IR Office, and in charge of Accounting Division | New election |
| 5 | Kazunori Kuromoto | Outside Director | Reelection Outside Independent |
| 6 | Hidema Jinno | Outside Director | Reelection Outside Independent |
| 7 | Yuki Ishizuka | — | New election Outside Independent |

Reelection: Candidate for reelection as Director

New election: Candidate for new Director

Outside: Candidate for Outside Director

Independent: Independent Officer as provided for by the securities exchange

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 1 | <p data-bbox="357 689 520 748">Kazuhiko Takata (June 11, 1959)</p> <p data-bbox="384 786 493 808">Reelection</p> <p data-bbox="323 853 553 943">Attendance at Board of Directors meetings (15 out of 15 meetings)</p> | <p data-bbox="614 264 715 286">Apr. 1985</p> <p data-bbox="614 300 715 322">June 2011</p> <p data-bbox="614 495 715 517">Oct. 2015</p> <p data-bbox="614 651 715 674">June 2016</p> <p data-bbox="614 853 715 875">Oct. 2017</p> <p data-bbox="614 976 715 999">June 2018</p> <p data-bbox="614 1043 715 1066">June 2020</p> <p data-bbox="614 1167 715 1189">June 2022</p> <p data-bbox="614 1200 715 1223">Apr. 2026</p> <p data-bbox="614 1301 1150 1323">[Significant concurrent positions outside the Company]</p> <p data-bbox="614 1335 667 1357">None</p> <p data-bbox="774 264 1230 1290"> Joined the Company Director in charge of General Technology Research Laboratory of the Company Director, Head of Design Center, Senior General Manager of Technology Headquarters, and in charge of Safety and Quality Control Office of Yokogawa Bridge Corp. Director, Senior General Manager of Technology Headquarters, Head of Safety and Quality Control Office and Senior General Manager of Design Headquarters of Yokogawa Bridge Corp. Managing Director, Senior General Manager of Operations Headquarters, General Manager of General Affairs Division I, Senior General Manager of Technology Headquarters and Head of Safety and Quality Control Office of Yokogawa Bridge Corp. Managing Director, Senior General Manager of Operations Headquarters, and Senior General Manager of Technology Headquarters of Yokogawa Bridge Corp. President and Representative Director of Yokogawa Bridge Corp. President and Representative Director of the Company President and Representative Director, and Executive Officer of Yokogawa Bridge Corp. Director of Yokogawa Bridge Corp. Chairman and Representative Director of the Company (current position) (to the present) </p> | 30,211 shares |
| <p data-bbox="277 1368 772 1391">[Reasons for nomination as candidate for Director]</p> <p data-bbox="277 1402 1390 1518">Kazuhiko Takata has been involved in the management of the bridge business for many years as Representative Director of the Company, and has a wealth of experience and achievements in technology and broad knowledge of overall management. The Company, therefore, has appointed him as a candidate for reelection as Director of the Company in expectation of his continued contribution to further enhancement of the corporate value of the Group.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|--|---|--|--------------------------------------|
| 2 | <p data-bbox="347 882 528 943">Yuzuru Nakamura (May 14, 1961)</p> <p data-bbox="384 981 491 1003">Reelection</p> <p data-bbox="320 1041 555 1133">Attendance at Board of Directors meetings (15 out of 15 meetings)</p> | <p data-bbox="612 264 1166 324">Apr. 1984 Joined Yokogawa Construction Co., Ltd. (currently Yokogawa Bridge Corp.)</p> <p data-bbox="612 331 1214 423">Oct. 2007 General Manager of Sales Division II, Bridge Headquarters of Yokogawa Construction Co., Ltd.</p> <p data-bbox="612 430 1214 551">June 2012 Director, Deputy General Manager of Tokyo Construction Headquarters and General Manager of Civil Engineering Department of Yokogawa Construction Co., Ltd.</p> <p data-bbox="612 557 1193 678">Oct. 2012 Director, in charge of Design Department, Planning and Estimation Department, and Construction Department, Tokyo Branch of Yokogawa Construction Co., Ltd.</p> <p data-bbox="612 685 1203 777">June 2019 Managing Director and General Manager of Tokyo Construction Division of Yokogawa Bridge Corp.</p> <p data-bbox="612 784 1182 875">June 2020 Director and Managing Executive Officer, General Manager of Tokyo Construction Division of Yokogawa Bridge Corp.</p> <p data-bbox="612 882 1230 974">Apr. 2022 Executive Officer, in charge of Procurement Office, overall safety and quality control of the Company</p> <p data-bbox="612 981 1214 1102">Director, Executive Vice President, General Manager of Tokyo Construction Division and General Manager of Overseas Business Dept. of Yokogawa Bridge Corp.</p> <p data-bbox="612 1108 1222 1200">June 2023 Director, Executive Officer, and in charge of Procurement Office, overall safety and quality control of the Company</p> <p data-bbox="612 1207 1203 1267">Apr. 2024 Director and President, Executive Officer of Yokogawa Bridge Corp.</p> <p data-bbox="612 1274 1214 1364">June 2024 President and Representative Director, and Executive Officer of Yokogawa Bridge Corp. (current position)</p> <p data-bbox="612 1370 1187 1462">June 2025 Representative Director, Senior Managing Executive Officer, and in charge of overall safety and quality control of the Company</p> <p data-bbox="612 1469 1238 1653">Apr. 2026 President and Executive Officer, Representative Director, in charge of overall safety and quality control, bridge business, and precision equipment business of the Company (current position) (to the present)</p> <p data-bbox="612 1659 1235 1751">[Significant concurrent positions outside the Company] President and Representative Director, and Executive Officer of Yokogawa Bridge Corp.</p> | 10,500 shares |
| <p data-bbox="276 1756 772 1785">[Reasons for nomination as candidate for Director]</p> <p data-bbox="276 1787 1445 1942">Yuzuru Nakamura has been involved in the management of the bridge business as Representative Director of the Company and President and Representative Director, and Executive Officer of a Group company, and has a wealth of experience and achievements and broad knowledge of overall management. The Company, therefore, has appointed him as a candidate for reelection as Director of the Company in expectation of his continued contribution to further enhancement of the corporate value of the Group.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|---|--|--|--------------------------------------|
| 3 | <p>Masayuki Yukawa (April 25, 1964)</p> <p>Reelection</p> <p>Attendance at Board of Directors meetings (12 out of 12 meetings)</p> | <p>Apr. 1989 Joined Sumitomo Metal Industries, Ltd. (currently Nippon Steel Corporation)</p> <p>July 2009 General Manager of Technology Division of Sumikin Bridge Corp. (currently Yokogawa NS Engineering Corp.)</p> <p>June 2018 Director, in charge of Tokyo Sales Division, Osaka Sales Division, Steel Structure Engineering Technology Division and Segment Technology Division of Sumikin Bridge Corp.</p> <p>June 2020 Executive Officer, Head of Audit Office, and in charge of General Affairs Division, Design Division, Steel Structure Engineering Technology Division and Segment Technology Division of Yokogawa NS Engineering Corp.</p> <p>June 2022 Director, Managing Executive Officer, and in charge of Audit Office, General Affairs Division, Planning Administration Division and Underground Space Technology Division of Yokogawa NS Engineering Corp.</p> <p>Apr. 2023 Executive Officer, Head of Planning Office of the Company</p> <p>Oct. 2024 Executive Officer, in charge of Planning Office of the Company</p> <p>Director, Managing Executive Officer, and in charge of Audit Office of Yokogawa NS Engineering Corp.</p> <p>Apr. 2025 President and Representative Director, and Executive Officer of Yokogawa NS Engineering Corp.(current position)</p> <p>June 2025 Director, Executive Officer, in charge of Planning Office of the Company</p> <p>Apr. 2026 Director, Managing Executive Officer, in charge of Management Planning Office and civil engineering-related business of the Company (current position) (to the present)</p> <p>[Significant concurrent positions outside the Company] President and Representative Director, and Executive Officer of Yokogawa NS Engineering Corp.</p> | 3,785 shares |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Masayuki Yukawa has been involved in the management of the bridge business and engineering business as President and Representative Director, and Executive Officer of a Group company, and has a wealth of experience and achievements and broad knowledge of overall management. The Company, therefore, has appointed him as a candidate for reelection as Director of the Company in expectation of his continued contribution to further enhancement of the corporate value of the Group.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|--|---|--|--------------------------------------|
| 4 | <p data-bbox="336 510 539 573">Yasutsugu Nakaoka (September 2, 1965)</p> <p data-bbox="368 607 507 633">New election</p> <p data-bbox="323 667 552 763">Attendance at Board of Directors meetings n/a</p> | <p data-bbox="612 264 1230 327">Apr. 1989 Joined The Long-Term Credit Bank of Japan, Limited (currently SBI Shinsei Bank, Limited)</p> <p data-bbox="612 331 1214 394">Sep. 2000 Joined The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)</p> <p data-bbox="612 398 1209 461">Oct. 2009 Deputy General Manager of Accounting Department of Mizuho Financial Group, Inc.</p> <p data-bbox="612 465 1209 555">July 2012 Deputy General Manager of Administration Department of Mizuho Corporate Bank, Ltd. (currently Mizuho Bank, Ltd.)</p> <p data-bbox="612 560 1209 622">Oct. 2013 Deputy General Manager of Administration Department of Mizuho Financial Group, Inc.</p> <p data-bbox="612 627 1225 716">Apr. 2017 Deputy General Manager of Facility Management Department of Mizuho Financial Group, Inc.</p> <p data-bbox="612 721 1235 748">Apr. 2020 Head of Finance and IR Office of the Company</p> <p data-bbox="612 752 1190 815">Apr. 2025 Executive Officer, Head of Finance and IR Office of the Company</p> <p data-bbox="612 819 1241 949">Apr. 2026 Executive Officer, Head of Finance and IR Office, and in charge of Accounting Division of the Company (current position) (to the present)</p> <p data-bbox="612 954 1150 1016">[Significant concurrent positions outside the Company] None</p> | 811 shares |
| <p data-bbox="276 1014 772 1041">[Reasons for nomination as candidate for Director]</p> <p data-bbox="276 1046 1445 1167">Yasutsugu Nakaoka has been engaged in the execution of duties in finance and accounting departments for many years at financial institutions and the Company, and has a wealth of experience, achievements, and broad knowledge. The Company, therefore, has appointed him as a candidate for new election as Director of the Company in expectation of his contribution to further enhancement of the corporate value of the Group.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|---|--|--|--------------------------------------|
| 5 | <p>Kazunori Kuromoto (May 23, 1955)</p> <p>Reelection Outside Independent</p> <p>Attendance at Board of Directors meetings (15 out of 15 meetings)</p> | <p>Apr. 1980 Joined Komatsu Ltd.</p> <p>Apr. 2008 Executive Officer, and President of Construction Equipment Marketing Division, AHS Business Unit of Komatsu Ltd.</p> <p>Apr. 2009 Executive Officer, and President of Construction Equipment Marketing Division, Construction Business Unit of Komatsu Ltd.</p> <p>Apr. 2012 Senior Executive Officer (Jomu) and President of ICT Business Unit of Komatsu Ltd.</p> <p>Apr. 2013 Senior Executive Officer (Jomu), and President of Mining Business Unit and ICT Business Unit of Komatsu Ltd.</p> <p>June 2013 Director, Senior Executive Officer (Jomu), and President of Mining Business Unit and ICT Business Unit of Komatsu Ltd.</p> <p>Apr. 2016 Director and Senior Executive Officer (Senmu) of Komatsu Ltd.</p> <p>June 2018 Advisor of Komatsu Ltd. (current position)</p> <p>Apr. 2020 Trustee, Kanazawa University, a national university corporation (part-time)</p> <p>June 2020 Outside Director of the Company (current position) (to the present)</p> <p>[Significant concurrent positions outside the Company] Advisor of Komatsu Ltd. Advisor of STANLEY ELECTRIC CO., LTD.</p> | 2,900 shares |
| <p>[Reasons for nomination as candidate for Outside Director and overview of expected roles] Kazunori Kuromoto has served in a number of positions, including Executive Officer of Komatsu Ltd., during his career. The Company, therefore, has appointed him as a candidate for reelection as Outside Director in expectation for his provision of supervision, advice, etc. on decision making by the Company's Board of Directors and the execution of Directors' duties by utilizing his considerable business experiences and extensive insight about technology.</p> | | | |
| 6 | <p>Hidema Jinno (August 1, 1960)</p> <p>Reelection Outside Independent</p> <p>Attendance at Board of Directors meetings (15 out of 15 meetings)</p> | <p>Apr. 1985 Joined Sumitomo Marine & Fire Insurance Co., Ltd. (currently Mitsui Sumitomo Insurance Company, Limited)</p> <p>Apr. 2015 Executive Officer, General Manager of Risk Management Dept. of MS&AD Insurance Group Holdings, Inc.</p> <p>Apr. 2019 Executive Officer of MS&AD Insurance Group Holdings, Inc.</p> <p>June 2019 Full-time Audit & Supervisory Board Member of MS&AD Insurance Group Holdings, Inc.</p> <p>June 2023 Outside Director of the Company (current position) (to the present)</p> <p>[Significant concurrent positions outside the Company] None</p> | 1,700 shares |
| <p>[Reasons for nomination as candidate for Outside Director and overview of expected roles] Hidema Jinno has served in a number of positions, including Executive Officer of MS&AD Insurance Group Holdings, Inc., during his career. The Company, therefore, has appointed him as a candidate for reelection as Outside Director in expectation for his provision of supervision, advice, etc. on decision making by the Company's Board of Directors and the execution of Directors' duties by utilizing his considerable business experience and extensive insight.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 7 | Yuki Ishizuka (June 11, 1962) New election Outside Independent Attendance at Board of Directors meetings n/a | Apr. 1985 Joined Isetan Co., Ltd. Apr. 2015 Executive Officer of Isetan Mitsukoshi Ltd. Apr. 2017 Executive Officer of Isetan Mitsukoshi Holdings Ltd. President and Representative Director of Isetan Mitsukoshi Human Solutions Apr. 2021 President and Representative Director of Sendai Mitsukoshi Ltd. June 2022 Director of Isetan Mitsukoshi Holdings Ltd. (current position) (scheduled to retire in June 2026) (to the present) [Significant concurrent positions outside the Company] None | 0 shares |
| [Reasons for nomination as candidate for Outside Director and overview of expected roles] Yuki Ishizuka has served in a number of positions, including Executive Officer of Isetan Mitsukoshi Holdings Ltd., during her career. The Company, therefore, has appointed her as a candidate for new election as Outside Director in expectation for her provision of supervision, advice, etc. on decision making by the Company's Board of Directors and the execution of Directors' duties by utilizing her considerable business experience and extensive insight. | | | |

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Kazunori Kuromoto, Hidema Jinno, and Yuki Ishizuka are the candidates for Outside Directors.
 3. Kazunori Kuromoto and Hidema Jinno are currently Outside Directors of the Company. Kazunori Kuromoto will have been in office for six years and Hidema Jinno for three years as of the conclusion of this Annual General Meeting of Shareholders.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Kazunori Kuromoto and Hidema Jinno to limit their liability as provided for in Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the amount stipulated by laws and regulations. If their elections are approved, the Company plans to continue the agreements with them. If the election of Yuki Ishizuka is approved, the Company will enter into a similar agreement to limit her liability.
 5. The Company has concluded a directors and officers liability insurance agreement provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. If a claim for damages was submitted against the insured during the policy period because of an action conducted by the insured, including the Company's directors, as duties of the Company's officer, including the portions under special clauses, the said insurance agreement shall compensate for legal compensation for damages, dispute expenses and other related costs to be borne by the insured. If the candidates are elected and assume office, they will be included as insureds in the said insurance agreement. In addition, the Company plans to renew the agreement with details of the same degree at the time of next renewal.
 6. The Company has submitted notification to the Tokyo Stock Exchange that Kazunori Kuromoto and Hidema Jinno have been designated as Independent Officers as provided for by the aforementioned exchange. If their elections are approved, the Company plans to submit notification concerning the continuation of their appointment as Independent Officers. Further, Yuki Ishizuka satisfies the requirements of an Independent Officer as provided for by the aforementioned exchange. If her election is approved, she will be appointed as an Independent Officer.
 7. The attendance of Masayuki Yukawa at the Board of Directors meetings includes only the meetings held after his appointment on June 26, 2025.

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

The terms of office of Directors who are Audit and Supervisory Committee Members, Ryogo Hirokawa, Shoji Osaki, and Haruko Shibumura, will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Directors who are Audit and Supervisory Committee Members.

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

The candidates for Director who is an Audit and Supervisory Committee Member are as follows:

| Candidate No. | Name | Current position in the Company | Candidate attribute |
|---------------|------------------|---|--------------------------------------|
| 1 | Takashi Arai | Head of Audit Office | New election |
| 2 | Shoji Osaki | Outside Director (Audit and Supervisory Committee Member) | Reelection Outside Independent |
| 3 | Haruko Shibumura | Outside Director (Audit and Supervisory Committee Member) | Reelection Outside Independent |

Reelection: Candidate for reelection as Director

New election: Candidate for new Director

Outside: Candidate for Outside Director

Independent: Independent officer as provided for by the securities exchange

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|---|---|--|--------------------------------------|
| 1 | <p>Takashi Arai (September 29, 1961)</p> <p>New election</p> <p>Attendance at Board of Directors meetings n/a</p> <p>Attendance at Audit and Supervisory Committee meetings n/a</p> | <p>Apr. 1984 Joined the Company</p> <p>Apr. 2008 General Manager of General Affairs Division of Yokogawa Techno-Information Service Inc. (currently Yokogawa Bridge Techno-Information Service Inc.)</p> <p>June 2017 Audit & Supervisory Board Member of Yokogawa Techno-Information Service Inc.</p> <p>July 2020 Head of Information Planning Office of the Company</p> <p>Executive Officer, General Manager of Information System Division of Yokogawa Techno-Information Service Inc.</p> <p>Oct. 2022 Head of Audit Office of the Company (current position) (scheduled to retire in June 2026)</p> <p>Executive Officer in charge of overall information security of Yokogawa Techno-Information Service Inc. (to the present)</p> <p>[Significant concurrent positions outside the Company] None</p> | 5,836 shares |
| <p>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member</p> <p>Takashi Arai has served in important positions in the systems and audit divisions of the Group and has broad knowledge of the overall business operations of the Group. The Company, therefore, has appointed him as a candidate for new election as Director who is an Audit and Supervisory Committee Member in expectation that he will utilize his knowledge and experience in strengthening the Company's auditing system.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|--|---|---|--------------------------------------|
| 2 | <p style="text-align: center;">Shoji Osaki (August 17, 1955)</p> <p style="text-align: center;">Reelection Outside Independent</p> <p>Attendance at Board of Directors meetings (15 out of 15 meetings)</p> <p>Attendance at Audit and Supervisory Committee meetings (14 out of 14 meetings)</p> | <p>Apr. 1979 Joined Sapporo Breweries Ltd.</p> <p>Mar. 2005 General Manager of Wine & Liquor Division of Sapporo Breweries Ltd. and Director of Sapporo Wine Co., Ltd.</p> <p>Mar. 2006 General Manager of Wine & Liquor Division of Sapporo Breweries Ltd., Director of Sapporo Wine Co., Ltd., and President and Representative Director of YEBISU WINEMART CO., LTD.</p> <p>Mar. 2010 Executive Officer and General Manager of Tokai Hokuriku Division of Sapporo Breweries Ltd.</p> <p>Mar. 2012 Full-time Audit & Supervisory Board Member of Sapporo Beverage Co., Ltd. and Audit & Supervisory Board Member of Sapporo Breweries Ltd., Sapporo Group Management Ltd., and Sapporo International Inc.</p> <p>Mar. 2013 Full-time Audit & Supervisory Board Member of Pokka Sapporo Food & Beverage Ltd.</p> <p>Mar. 2015 Full-time Audit & Supervisory Board Member of Sapporo Holdings Ltd.</p> <p>Mar. 2019 Outside Director of OYO Corporation (current position)</p> <p>June 2020 Outside Audit & Supervisory Board Member of Haruna Beverage Inc. (currently Haruna Group Holdings Co., Ltd.) (current position)</p> <p>June 2023 Outside Audit & Supervisory Board Member of the Company</p> <p>June 2024 Outside Director of the Company (Audit and Supervisory Committee Member) (current position) (to the present)</p> <p>[Significant concurrent positions outside the Company] Outside Director of OYO Corporation Outside Audit & Supervisory Board Member of Haruna Group Holdings Co., Ltd.</p> | 1,800 shares |
| <p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of expected roles]</p> <p>Shoji Osaki has served as an Officer of Sapporo Breweries, Ltd. and as an outside Officer of other companies, and has extensive knowledge of management in general, which can be utilized in strengthening the Company's auditing systems. Therefore, the Company has reappointed him as a candidate for election as Outside Director who is an Audit and Supervisory Committee Member.</p> | | | |

| Candidate No. | Name (Date of birth) | Career summary, position, and responsibilities in the Company | Number of the Company's shares owned |
|--|--|--|--------------------------------------|
| 3 | Haruko Shibumura (December 6, 1964) Reelection Outside Independent Attendance at Board of Directors meetings (14 out of 15 meetings) Attendance at Audit and Supervisory Committee meetings (13 out of 14 meetings) | Apr. 1994 Registered as an attorney at law (belonging to Daini Tokyo Bar Association) Joined Law Offices of Homma & Komatsu (currently Homma & Partners) Apr. 1999 Partner, Attorney at law of Law Offices of Homma & Komatsu (current position) June 2015 Outside Auditor of NICHIREKI CO., LTD. (currently NICHIREKI GROUP CO., LTD.) June 2018 Outside Director of TAMURA CORPORATION June 2019 Outside Director of NICHIREKI CO., LTD. (current position) Outside Director (Audit & Supervisory Committee Member) of Astellas Pharma Inc. June 2023 Outside Director (Audit & Supervisory Committee Member) of TAMURA CORPORATION (current position) June 2024 Outside Director of the Company (Audit and Supervisory Committee Member) (current position) Mar. 2026 Outside Director of BroadBand Tower, Inc. (current position) (to the present) [Significant concurrent positions outside the Company] Partner, Attorney at law of Homma & Partners Outside Director of NICHIREKI GROUP CO., LTD. Outside Director (Audit & Supervisory Committee Member) of TAMURA CORPORATION Outside Director of BroadBand Tower, Inc. | 300 shares |
| <p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of expected roles]</p> <p>Haruko Shibumura, although not having directly engaged in the management of companies other than serving as an outside officer, has profound knowledge about corporate legal matters as an attorney at law. She has also served as an outside Officer of other companies, and has extensive knowledge of management in general, which can be utilized in strengthening the Company's auditing systems. Therefore, the Company has reappointed her as a candidate for election as Outside Director who is an Audit and Supervisory Committee Member.</p> | | | |

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Shoji Osaki and Haruko Shibumura are the candidates for Outside Director.
 3. Shoji Osaki and Haruko Shibumura are currently Outside Directors who are Audit and Supervisory Committee Members of the Company. Both Shoji Osaki and Haruko Shibumura will have been in office for two years as of the conclusion of this Annual General Meeting of Shareholders.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Shoji Osaki and Haruko Shibumura to limit their liability as provided for in Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the amount stipulated by laws and regulations. If their elections are approved, the Company plans to continue the agreements with them. If the election of Takashi Arai is approved, the Company will enter into a similar agreement to limit his liability.
 5. The Company has concluded a directors and officers liability insurance agreement provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. If a claim for damages was submitted against the insured during the policy period because of an action conducted by the insured, including the Company's directors, as duties of the Company's officer, including the portions under special clauses, the said insurance agreement shall compensate for legal compensation for damages, dispute expenses and other related costs to be borne by the insured. If the candidates are elected and assume office, they will be included as insureds in the said insurance agreement. In addition, the Company plans to renew the agreement with details of the same degree at the time of next renewal.
 6. The Company has submitted notification to the Tokyo Stock Exchange that Shoji Osaki and Haruko Shibumura have been designated as Independent Officers as provided for by the aforementioned exchange. If their elections are approved, the Company plans to submit notification concerning the continuation of their appointment as Independent Officers.

Reference: Skill Matrix of Directors after the Conclusion of This General Meeting of Shareholders

| Name | Gender | Post | Skills/Experience/Specialization | | | | | | |
|-------------------|--------|--|----------------------------------|--------------------|-------------------------------|---|-----------------|-------------|---------------------------|
| | | | Corporate Management | Finance/Accounting | Legal Affairs/Risk Management | Human Resources Strategy/Sustainability | Sales/Marketing | Digital/R&D | Safety/Quality/Production |
| Kazuhiko Takata | Male | Chairman and Representative Director | ○ | | | ○ | ○ | ○ | ○ |
| Yuzuru Nakamura | Male | Representative Director President and Executive Officer | ○ | | | | ○ | ○ | ○ |
| Masayuki Yukawa | Male | Director Managing Executive Officer | ○ | | ○ | ○ | ○ | ○ | |
| Yasutsugu Nakaoka | Male | Director Executive Officer | | ○ | ○ | ○ | | | |
| Kazunori Kuromoto | Male | Outside Director | ○ | | | | ○ | ○ | ○ |
| Hidema Jinno | Male | Outside Director | ○ | ○ | ○ | | ○ | | |
| Yuki Ishizuka | Female | Outside Director | ○ | | ○ | ○ | ○ | | |
| Takashi Arai | Male | Director Audit and Supervisory Committee Member | | | ○ | ○ | | ○ | |
| Shoji Osaki | Male | Outside Director Audit and Supervisory Committee Member | ○ | | ○ | | ○ | | |
| Haruko Shibumura | Female | Outside Director Audit and Supervisory Committee Member | | | ○ | ○ | | | |
| Sonoko Kajiyama | Female | Outside Director Audit and Supervisory Committee Member | ○ | ○ | ○ | | | | ○ |