Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(Securities Code 7888) August 13, 2024

To our shareholders:

Kenso Kuroda, Representative Director / President Sanko Gosei Ltd. 1200 Habushin, Nanto-shi, Toyama

# Notice of the 91st Annual General Meeting of Shareholders

We are pleased to announce the 91st Annual General Meeting of Shareholders of Sanko Gosei Ltd. (the "Company"), which will be held as indicated below.

If you will not attend the meeting in person, you may exercise your voting rights via the Internet or in writing. After reviewing the attached Reference Documents for the General Meeting of Shareholders, please exercise your voting rights no later than 5 p.m. on Wednesday, August 28, 2024 (JST) according to the instructions mentioned below.

- 1. Date and Time: Thursday, August 29, 2024, at 10 a.m. (JST)
- **2. Venue:** 3F Conference Room, Toyama Factory of the Company
- 1200 Habushin, Nanto-shi, Toyama

# **3.** Purpose of the Meeting:

#### Matters to be reported:

No. 1:	The 91st fiscal year (from June 1, 2023 to May 31, 2024)
	The Business Report, the Consolidated Financial Statements and the results of audits of
	the Consolidated Financial Statements by the Financial Auditor and the Board of
	Company Auditors
No. 2:	The 91st fiscal year (from June 1, 2023 to May 31, 2024)
	The Non-consolidated Financial Statements

### Matters to be resolved:

Proposal No. 1	Appropriation of Surplus
Proposal No. 2	Election of Two Directors
Proposal No. 3	Election of Two Company Auditors

#### 4. Pre-determined Matters for the Meeting

- (1) If you exercise your voting rights both by using the voting form and via the Internet, the vote cast via the Internet will be deemed valid. If you exercise your voting rights multiple times via the Internet, the last vote cast will be deemed valid.
- (2) If neither approval nor disapproval of each proposal is indicated on the voting form you have returned, the Company will interpret your vote as approval of the Company's proposals.

#### [Exercising voting rights in writing (by postal mail)]

Please indicate your approval or disapproval of each proposal on the enclosed voting form and return it so that it arrives by the above deadline.

#### [Exercising voting rights via the Internet]

Please be sure to read the attached "Guide to exercising voting rights via the Internet" (in Japanese only) and indicate your approval or disapproval of each proposal by the above deadline.

- Items concerning measures for electronic provision

When convening this general meeting of shareholders, the Company has taken measures for electronic provision of materials for the general meeting of shareholders. These measures cover certain information contained in the Reference Documents for the General Meeting of Shareholders and related documents (i.e., items subject to

measures for electronic provision). This information is posted on the Internet at the websites listed below. Please confirm this information by accessing one of the following websites.

The Company's website:

https://ir.sankogosei.co.jp/ja/stock/meeting.html (in Japanese)

Website where informational materials for the general meeting of shareholders are posted:

https://d.sokai.jp/7888/teiji/ (in Japanese)

TSE website (Listed Company Search):

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

(Access the Tokyo Stock Exchange (TSE) website by using the internet address shown above, enter "Sanko Gosei" in "Issue name (company name)" or the Company's securities code "7888" in "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].")

(i) Consolidated Statements of Changes in Net Assets and Notes to Consolidated Financial Statements

(ii) Non-consolidated Statements of Changes in Net Assets and Notes to Non-consolidated Financial Statements

(iii) System to ensure the properness of operations and overview of its operational status

Consequently, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements included in these documents consist of part of the relevant documents that were audited by the Financial Auditor in preparing the financial audit report and part of those that were audited by the Company Auditors in preparing the audit report.

- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.
- For this general meeting of shareholders, paper-based documents stating the items subject to measures for electronic provision have been delivered to all shareholders regardless of whether they have made a request for paper-based documents.
- For those attending the meeting in person, please submit your voting form at the reception desk.

<sup>-</sup> Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and Article 16 of the Articles of Incorporation of the Company, the following items are not provided in the paper-based documents delivered to shareholders.

# **Reference Documents for the General Meeting of Shareholders**

### Proposal No. 1 Appropriation of Surplus

The Company has given consideration to matters including business performance of the fiscal year and future business development, and it proposes to pay year-end dividends as follows:

Year-end dividends

- (i) Type of dividend property
- To be paid in cash.
  (ii) Allotment of dividend property and their aggregate amount ¥10 per common share of the Company Total dividends: ¥304,837,830 Accordingly, including the interim dividend of ¥10 per share, the annual dividend will be ¥20 per share.
- (iii) Effective date of dividends of surplus The effective date of dividends will be August 30, 2024.

### Proposal No. 2 Election of Two Directors

The Company will increase the number of Directors by two to enhance the management system, and it proposes the election of two Directors.

The candidates for Director are as follows:

Candi-	Name	Career s	Career summary and position and responsibilities in the Company (Significant concurrent positions outside the Company)	
date	(Date of birth)			
number	(Date of blitti)	(Signifi		
1	Yoshiaki Shibata (July 16, 1961)	Apr. 1984 Aug. 2005 Jun. 2014 Aug. 2020 Aug. 2021 Aug. 2023	Joined the Company Company Executive of the Company President of SANKO GOSEI TECHNOLOGY (THAILAND) LTD. President of SANKO GOSEI UK LTD. and President of SET EUROPE LTD. Senior Company Executive of the Company (current position) Appointed as Director of the Company Resigned as Director of the Company Chairman of SANKO GOSEI TECHNOLOGIES USA, INC. (current position)	12,600 shares
2	Tsutomu Nagashima (February 21, 1961)	Apr. 1983 Mar. 2009 Aug. 2015 Jul. 2016 Apr. 2021 Aug. 2021	Joined the Company General Manager, Kumagaya Factory (current position) Company Executive of the Company General Manager, Production Department (current position) General Manager, Isesaki Factory (current position) Senior Company Executive of the Company (current position) General Manager, Production Control Department (current position)	0 shares

(Notes) 1. There are no special interests between each candidate and the Company.

2. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act and plans to maintain and renew this policy. The scope of the insureds of the policy covers the Company's Officers and Executive Officers, and the insureds do not bear the premiums. This policy covers damages due to civil suits, such as shareholder representative lawsuits, and criminal procedures and administrative procedures, brought against the insureds.

If each candidate for Director is elected, each individual will be included as an insured under this insurance policy.

# Proposal No. 3 Election of Two Company Auditors

The terms of office of the current Company Auditors Motonobu Nishimura and Osamu Imamura will expire at the conclusion of this annual general meeting of shareholders. Therefore, the Company proposes the election of two Company Auditors.

In addition, the consent of the Board of Company Auditors has been obtained for this proposal.	
The candidates for Company Auditor are as follows:	

Candi- date number	Name (Date of birth)		Career summary and position in the Company (Significant concurrent positions outside the Company)	
1	Motonobu Nishimura (April 15, 1955)	Feb. 1981 Dec. 2001 Jan. 2004 Aug. 2010 Aug. 2011 Aug. 2021	Joined the Company General Manager, Seiki Factory of the Company General Manager, Shiga Factory of the Company General Manager, General Affairs Department of the Company Company Executive of the Company Standing Company Auditor of the Company	14,500 shares
2	Osamu Imamura (January 22, 1947)	Apr. 1969 Jul. 1997 Apr. 2022 Aug. 2008 Jun. 2016	(current position)Joined National Tax AgencyRegional Commissioner of Kanazawa RegionalTaxation BureauProfessor, Faculty of Commerce and Economics/ Economics Course, Graduate School ofCommerce of Chiba University of CommerceOutside Company Auditor of the Company(current position)Audit & Supervisory Board Member of LotteHoldings Co.,Ltd.	0 shares

(Notes) 1. There are no special interests between each candidate and the Company.

2. Osamu Imamura is a candidate for outside Company Auditor.

- 3. The term of office of Osamu Imamura as a Company Auditor of the Company will be 16 years at the conclusion of this annual general meeting of shareholders.
- 4. The Company has submitted notification to the effect that Osamu Imamura is an independent auditor based on the provisions of the Tokyo Stock Exchange. If the reappointment of Mr. Imamura is approved, the Company plans to continue to designate him as an independent auditor.
- 5. Although Osamu Imamura has no direct experience of being involved in corporate management, he possesses general knowledge of tax and accounting developed during working at the National Tax Agency, etc. over many years and will be able to apply this knowledge to the Company's audit system. In addition, Mr. Imamura is requested to monitor overall management. Accordingly, the Company proposes his election as an outside Company Auditor.
- 6. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Osamu Imamura to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. Under the agreement, the maximum liability for damages shall be the minimum liability amount provided for by Article 425, paragraph (1) of the same Act. Moreover, if the reappointment of the candidate is approved, the Company plans to maintain such agreement with the candidate.
- 7. The Company has entered into a directors and officers liability insurance policy with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act and plans to maintain and renew this policy. The scope of the insureds of the policy covers the Company's Officers and Executive Officers, and the insureds do not bear the premiums. This policy covers damages due to civil suits, such as shareholder representative lawsuits, and criminal procedures and administrative procedures, brought against the insureds.

If each candidate for Company Auditor is elected, each individual will be included as an insured under this insurance policy.