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Securities Code: 6325

June 3, 2024

To our shareholders:

Tatsuya Fujisawa, Representative Director and President
Takakita Co., Ltd.
2828 Natsumi, Nabari City, Mie Prefecture, JAPAN

Notice of the 80th Annual General Meeting of Shareholders

We are pleased to announce the 80th Annual General Meeting of Shareholders of Takakita Co., Ltd. (the “Company”), which will be held as indicated below.

Additionally, instead of attending the meeting in person on the day, exercising of voting rights is possible through the internet or in writing (by post). Please read the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights no later than 5:10 p.m. on Tuesday, June 25, 2024 (JST).

- 1. Date and Time** Wednesday, June 26, 2024, at 10:00 a.m. (JST) (reception opens at 9:00 a.m.)
- 2. Venue** Convention hall, 1st floor of Nabari Industrial Promotion Center Aspia
822-2 Minamimachi, Nabari City, Mie Prefecture, JAPAN

3. Purpose of the Meeting

Matters to be reported:

The Business Report and the Non-consolidated Financial Statements for the 80th fiscal year (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Amendment to the Articles of Incorporation
- Proposal No. 3:** Election of Six Directors (Excluding Audit and Supervisory Committee Members)
- Proposal No. 4:** Election of One Director Who Is an Audit and Supervisory Committee Member

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

The Company’s website:

<https://www.takakita-net.co.jp/> (in Japanese)

(From the above website, select “For Investors,” and then “Shareholders Meeting.”)

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

<https://d.sokai.jp/6325/teiji/> (in Japanese)

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “Takakita” in “Issue name (company name)” or the Company’s securities code “6325” 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 /Informational Materials for a General Shareholders Meeting].”)

- When attending the meeting in person, please hand in the voting form at the reception desk at the meeting venue.

- Paper-based documents stating Electronic Provision Measures Matters are sent to shareholders who have requested the delivery of paper-based documents. However, those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 17 of the Company's Articles of Incorporation
 - (i) "Matters Related to Share Acquisition Rights, Etc. of the Company" of the Business Report
 - (ii) "System to Ensure the Properness of Operations and Operation Status of the System" of the Business Report
 - (iii) "Statement of Changes in Equity" of the Non-consolidated Financial Statements
 - (iv) "Notes to Non-consolidated Financial Statements"

Accordingly, the Business Report and the Non-consolidated Financial Statements described in the relevant documents are part of documents that have been subjected to audit by the Financial Auditor to prepare the Financial Audit Report and the Audit and Supervisory Committee to prepare the Audit Report.

- Persons attending the General Meeting of Shareholders will not be offered any gifts. We ask for your understanding in this matter.
- If revisions to the matters for which measures for providing information in electronic format are to be taken are required, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's website, website for posted informational materials for the general meeting of shareholders and TSE website.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company regards return of profit to shareholders as an important managerial issue, and its basic policy is to issue continual and stable dividends of an appropriate level for many years into the future through focusing its efforts on strengthening the management foundation and enhancing shareholders' equity.

Accordingly, in consideration of the operating results for the fiscal year, future business development and other factors, the Company proposes the payment of year-end dividends for the fiscal year and other appropriation of surplus as follows.

1. Year-end dividends

The Company proposes to pay a year-end dividend for the fiscal year of ¥10 per share.

Accordingly, including the interim dividend of ¥5, the annual dividend will total ¥15 per share.

(i) Type of dividend property

Cash

(ii) Allotment of dividend property and their aggregate amount

¥10 per common share of the Company

The total dividends will be ¥110,937,820

(iii) Effective date of dividends of surplus

June 27, 2024

2. Other appropriation of surplus

As for internal reserves, the Company proposes the following to strengthen the management foundation in preparation for the business development in the future.

(i) Item of surplus to be decreased and amount of decrease

Retained earnings brought forward: ¥500,000,000

(ii) Item of surplus to be increased and amount of increase

General reserve: ¥500,000,000

Proposal No. 2: Amendment to the Articles of Incorporation

1. Reasons for the proposal

The Company proposes making the necessary amendments to enable a Director who is not the Representative Director to serve as chairperson of the meetings of the Board of Directors in order to facilitate flexible operation of the Board and improve objectivity and transparency in decision making.

2. Details of the amendments

The details of the amendments are as follows.

(Underlined parts indicate the proposed amendments)

Current Articles of Incorporation	Proposed amendments
<p style="text-align: center;">Chapter 4 Directors, Board of Directors, and Audit and Supervisory Committee</p> <p>(Person Authorized to Convene Board Meetings and Chairperson of the Board Meetings)</p> <p>Article 25</p> <p>a. Unless otherwise provided for by laws or regulations, the <u>President</u> shall convene and chair a meeting of the Board of Directors.</p> <p>b. In the absence or disability of the <u>President</u>, another Director shall convene and chair a meeting of the Board of Directors in the order determined in advance by the Board of Directors.</p>	<p style="text-align: center;">Chapter 4 Directors, Board of Directors, and Audit and Supervisory Committee</p> <p>(Person Authorized to Convene Board Meetings and Chairperson of the Board Meetings)</p> <p>Article 25</p> <p>a. Unless otherwise provided for by laws or regulations, <u>a</u> <u>Director determined in advance by the Board of Directors</u> shall convene and chair meetings of the Board of Directors.</p> <p>b. In the absence or disability of the <u>Director in the preceding</u> <u>paragraph</u>, another Director shall convene and chair a meeting of the Board of Directors in the order determined in advance by the Board of Directors.</p>

Proposal No. 3: Election of Six Directors (Excluding Audit and Supervisory Committee Members)

At the conclusion of this meeting, the terms of office of all five Directors (excluding Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire.

On this occasion, the Company proposes the election of six Directors, an increase of one Director to strengthen the management structure.

As for this proposal, the Nomination and Remuneration Committee, an advisory body to the Board of Directors, has judged that all the candidates for Directors are eligible.

The candidates for Director are as follows:

Candidate No.	Name	Position in the Company	
1	Tatsuya Fujisawa	Representative Director and President	Reelection
2	Mitsuo Matsumoto	Director and Chairman	Reelection
3	Ryo Masumitsu	Director, Senior Managing Executive Officer General Manager, Corporate Administration Division	Reelection
4	Hirokatsu Nashihara	Director, Managing Executive Officer In charge of Bearing Department, and General Manager, Corporate Planning Office	Reelection
5	Yasuhiro Fujiwara	Director, Executive Officer General Manager, Engineering Division	Reelection
6	Daiji Ryushima	Executive Officer General Manager, Production Division and General Manager, Headquarters Plant	New

Reelection: Candidates for reelection as Director

New: Candidates for new election as Director

Outside: Candidates for Outside Director

Independent: Independent officers based on the provisions of the stock exchange

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
1	Tatsuya Fujisawa (August 12, 1971) Reelection Years in office: 3 Attendance at Board of Directors meetings 16/16 meetings	<p>Apr. 1994 Joined the Company</p> <p>Apr. 2019 General Manager, Honshu Sales Department, Domestic Sales Division</p> <p>June 2019 Executive Officer, General Manager, Domestic Sales Division, and General Manager, Honshu Sales Department</p> <p>June 2021 Director, Executive Officer, in charge of Overseas Sales Division, General Manager, Domestic Sales Division, and General Manager, Honshu Sales Department</p> <p>Apr. 2023 Director, Executive Officer, in charge of Overseas Sales Division, General Manager, Domestic Sales Division</p> <p>June 2023 Director, Managing Executive Officer, in charge of Production and Engineering Division and Overseas Sales Division, General Manager, Domestic Sales Division</p> <p>Apr. 2024 Representative Director and President (current position)</p>	19,400 shares
<p>Reasons for nomination as candidate for Director</p> <p>Tatsuya Fujisawa has the charisma and energy to exercise leadership while maintaining harmony within the company, as well as a wealth of experience and broad knowledge in the Company's sales divisions over many years, thorough knowledge of the industry and the network he has built up. In addition, the Company nominated Tatsuya Fujisawa as a candidate for Director in light of his leadership in management as Representative Director and President and his performance in his role to facilitate the Company's continuous improvement of its corporate value through, for example, making important management decisions and overseeing business execution, with the expectation that he will make further contributions in the future.</p>			
2	Mitsuo Matsumoto (January 6, 1956) Reelection Years in office: 19 Attendance at Board of Directors meetings 15/16 meetings	<p>Apr. 1978 Joined the Company</p> <p>Oct. 2004 General Manager, Sales Department</p> <p>June 2005 Director in charge of Trade Department, and General Manager, Sales Department</p> <p>June 2007 Director in charge of Technical Department and Trade Department, and General Manager, Sales Department</p> <p>June 2008 Managing Director in charge of Agricultural Machinery Department, and General Manager, Sales Department</p> <p>Apr. 2010 Managing Director in charge of Agricultural Machinery Department</p> <p>Apr. 2011 Representative Director and President</p> <p>Apr. 2024 Director and Chairman (current position)</p>	68,000 shares
<p>Reasons for nomination as candidate for Director</p> <p>The Company nominated Mitsuo Matsumoto as a candidate for Director in light of the stabilization and sustainable development of the Company's management as Chairman of the Board, who has the role of ensuring the governance of the Board of Directors, with the expectation that he will make further contributions in the future.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
3	<p>Ryo Masumitsu (June 12, 1958)</p> <p>Reelection</p> <p>Years in office: 13</p> <p>Attendance at Board of Directors meetings 16/16 meetings</p>	<p>Apr. 1981 Joined the Company</p> <p>July 2009 General Manager, Production Department</p> <p>June 2011 Director, and General Manager, Production Department</p> <p>July 2013 Director, General Manager, Production Division, and General Manager, Production Department, Headquarters Plant</p> <p>June 2014 Director, Executive Officer, General Manager, Production Division, and General Manager, Headquarters Plant</p> <p>Oct. 2016 Director, Shandong Wuzheng Takakita Stockbreeding Machinery Co., Ltd.</p> <p>June 2017 Director, Managing Executive Officer, and General Manager, Production Division</p> <p>Apr. 2018 Director, Managing Executive Officer, and General Manager, Production and Engineering Division</p> <p>Jan. 2021 Vice Chairman, Shandong Wuzheng Takakita Stockbreeding Machinery Co., Ltd. (current position)</p> <p>June 2022 Director, Senior Managing Executive Officer, and General Manager, Production and Engineering Division</p> <p>June 2023 Director, Senior Managing Executive Officer, and General Manager, Corporate Administration Division (current position)</p> <p>Significant concurrent positions outside the Company Vice Chairman, Shandong Wuzheng Takakita Stockbreeding Machinery Co., Ltd.</p>	43,000 shares
<p>Reasons for nomination as candidate for Director</p> <p>Ryo Masumitsu has a wealth of experience and broad knowledge in the Company's production divisions. He also has experience and knowledge in administration divisions in the areas of accounting, finance, human resources, and general affairs, and the Company nominated him as a candidate for Director with the expectation that he will make further contributions in the future.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company		Number of the Company's shares owned
4	Hirokatsu Nashihara (June 22, 1963) Reelection Years in office: 4 Attendance at Board of Directors meetings 16/16 meetings	Apr. 1986	Joined The Nanto Bank, Ltd.	3,600 shares
		Mar. 2017	General Manager of Private Banking Department, the Nanto Bank, Ltd.	
		Apr. 2018	Director, Supervising General Manager of Nanto Lease Co., Ltd.	
		Oct. 2018	Seconded to the Company Assistant General Manager, Corporate Planning Office	
		June 2019	Executive Officer, General Manager, Internal Audit Office, General Manager, Quality Assurance Office, and Assistant General Manager, Corporate Planning Office	
		Oct. 2019	Executive Officer, General Manager, Quality Assurance Office, and Assistant General Manager, Corporate Planning Office	
		June 2020	Director, Executive Officer in charge of Bearing Department and Quality Assurance Office, and General Manager, Corporate Planning Office	
		June 2023	Director, Managing Executive Officer in charge of Bearing Department, and General Manager, Corporate Planning Office (current position)	
Reasons for nomination as candidate for Director				
The Company nominated Hirokatsu Nashihara as a candidate for Director in light of his insight in finance and accounting gained from many years of service at a financial institution, and broad experience in the Company's corporate planning division, etc., with the expectation that he will make further contributions in the future.				
5	Yasuhiro Fujiwara (September 12, 1970) Reelection Years in office: 1 Attendance at Board of Directors meetings 12/12 meetings	Apr. 1995	Joined the Company	5,100 shares
		Apr. 2021	General Manager, Engineering Department, Production and Engineering Division	
		June 2022	Executive Officer, and General Manager, Engineering Department, Production and Engineering Division	
		June 2023	Director, Executive Officer, and General Manager, Engineering Department, Production and Engineering Division	
		Apr. 2024	Director, Executive Officer, and General Manager, Engineering Division (current position)	
Reasons for nomination as candidate for Director				
The Company nominated Yasuhiro Fujiwara as a candidate for Director in light of his wealth of experience and broad insight in the Company's engineering division, with the expectation that he will make further contributions in the future.				
6	Daiji Ryushima (March 18, 1976) New	Apr. 2001	Joined the Company	4,800 shares
		Apr. 2022	General Manager, Headquarters Plant, Production Department, Production and Engineering Division	
		June 2023	Executive Officer, General Manager, Production Department, Production and Engineering Division, and General Manager, Headquarters Plant	
		Apr. 2024	Executive Officer, General Manager, Production Division, and General Manager, Headquarters Plant (current position)	
Reasons for nomination as candidate for Director				
The Company nominated Daiji Ryushima as a candidate for Director in light of his wealth of experience and broad insight in the Company's general affairs divisions and a joint venture company in China, as well as his utilization of his outstanding leadership skills, with the expectation that he will make further contributions in the future.				

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. To enable candidates for Director to sufficiently fulfill the role expected of them when executing their duties and to attract competent human resources, the Company has entered into a directors and officers liability insurance (“D&O insurance”) policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, with all Directors as the insureds. Providing this proposal is approved in its original form, if each candidate is elected and assumes the office as Director, the Company plans to include every such Director as an insured in this insurance policy. The outline of the contents of this policy is as per that shown in Business Report “3. Matters Related to Company Officers (3) Outline of Content of Directors and Officers Liability Insurance Policy”. Note that the Company intends to renew this insurance policy in July 2024.

Proposal No. 4: Election of One Director Who Is an Audit and Supervisory Committee Member

At the conclusion of this meeting, the term of office of Director who is an Audit and Supervisory Committee Member Eiji Hattori will expire.

Therefore, the Company proposes the election of one Director who is an Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

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

Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
<p>Eiji Hattori (October 17, 1943)</p> <p>Reelection Outside Independent</p> <p>Years in office: 4</p> <p>Attendance at Board of Directors meetings 16/16 meetings</p>	<p>Apr. 1966 Joined The Nanto Bank, Ltd.</p> <p>June 1998 Director, The Nanto Bank</p> <p>June 2002 President and Director, Nanto Staff Services Co., Ltd.</p> <p>June 2005 Chairman and Director, Nanto Staff Services Co., Ltd.</p> <p>Dec. 2005 Hattori Labor and Social Security Attorneys Office (current position)</p> <p>June 2009 Chairman, Labor and Security Attorneys Association of Nara (current position)</p> <p>June 2015 Permanent Director, Japan Federation of Labor and Social Security Attorney's Associations</p> <p>June 2020 Outside Director (Audit and Supervisory Committee Member), the Company (current position)</p> <p>June 2023 Vice Chair, Japan Federation of Labor and Social Security Attorney's Associations (current position)</p>	<p>– shares</p>

Reasons for nomination as candidate for Outside Director and outline of the role expected to be filled

Eiji Hattori possesses knowledge related to finance and accounting built up over many years serving in a financial institute, and expert knowledge and a wealth of experience as a labor and social security attorney, and he uses this insight and many years of experience to provide the Company's management with various advice and opinions. The Company therefore requests his reelection as an Outside Director.

If he is elected as an Outside Director, the Company expects him to leverage his insight and many years of experience as a labor and social security attorney to provide auditing and supervision of the execution of duties and governance system from an objective standpoint independent from Company management and from the perspective of an expert, particularly in labor management, and to contribute to securing soundness and appropriateness and improving transparency in the Company's management decision making.

- Notes:
1. There is no special interest between the candidate for Director who is an Audit and Supervisory Committee Member and the Company.
 2. Eiji Hattori is a candidate for Outside Director.
 3. The Company has submitted notifications to both Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc. that Eiji Hattori has been designated as an independent officer as provided for by those exchanges, and if his reelection is approved, the Company plans for his designation as an independent officer to continue.
 4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Eiji Hattori to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations, and if he is reelected, the Company plans to renew the agreement with him.
 5. To enable the candidate for Director who is an Audit and Supervisory Committee Member to sufficiently fulfill the role expected of him when executing his duties and to attract competent human resources, the Company has entered into a directors and officers liability insurance ("D&O insurance") policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, with all Directors who are Audit and Supervisory Committee Members as the insureds. Providing this proposal is approved in its original form, if the candidate is elected and assumes the office as Director who is an Audit and Supervisory Committee Member, the Company plans to include such Director who is an Audit and Supervisory Committee Member as an insured in this insurance policy. The outline of the contents of this policy is as per that shown in Business Report "3. Matters Related to Company Officers (3) Outline of Content of Directors and Officers Liability Insurance Policy". Note that the Company intends to renew this insurance policy in July 2024.

Reference: Skill matrix of the Board of Directors following the General Meeting of Shareholders

If Proposals No. 3 and No. 4 are approved as drafted, the skill matrix of the Board of Directors will be as follows.

Name	Position	Knowledge, experience, and abilities possessed by Directors						
		Overall business management	Development/ Production	Marketing /Sales	Finance/ Accounting	Human Resources /Labor	Risk Management/ Internal Control	Legal/ Governance
Tatsuya Fujisawa	Representative Director and President Nomination and Remuneration Committee Member	○	○	○				
Mitsuo Matsumoto	Director and Chairman Nomination and Remuneration Committee Member	○	○	○				○
Ryo Masumitsu	Director Senior Managing Executive Officer	○	○		○	○		
Hirokatsu Nashihara	Director Managing Executive Officer	○					○	○
Yasuhiro Fujiwara	Director Executive Officer	○	○					
Daiji Ryushima	Director Executive Officer		○					
Atsuyoshi Oki	Director (Full-time Audit and Supervisory Committee Member)	○			○	○	○	○
Tsunehiro Oki	Outside Director (Audit and Supervisory Committee Member) Independent Officer Nomination and Remuneration Committee Member				○		○	
Eiji Hattori	Outside Director (Audit and Supervisory Committee Member) Independent Officer Nomination and Remuneration Committee Member	○				○		○
Taishi Mukai	Outside Director (Audit and Supervisory Committee Member) Independent Officer Nomination and Remuneration Committee Member						○	○