

Note: Please note that the following is an English translation of the original Japanese version, prepared only for the convenience of non-Japanese speaking shareholders. In the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.

To all Shareholders

Securities Code: 1964

May 28, 2024

Commencement date of electronic provision measures: May 21, 2024

3-6-1 Hiranomachi, Chuo-ku, Osaka

**Chugai Ro Co., Ltd.**

Akira Ozaki, President

## Notice of the 82nd Annual Meeting of Shareholders

Dear Shareholders,

The Company would hereby like to request shareholders to attend the Company's 82nd Annual Meeting of Shareholders as described below.

In convening this Annual Meeting of Shareholders, electronic provision measures have been taken, and the information contained in the Reference Document for the Annual Meeting of Shareholders, etc. (electronic provision matters) can be found online on the Company's website.

<Our Website>

[https://chugai.co.jp/ir\\_soukai/](https://chugai.co.jp/ir_soukai/)



In addition to the above, the information is also available on the following website.

<Tokyo Stock Exchange Website (TSE-listed company information service)>

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



Access the above website, enter and search for either our Company name (Chugai Ro Co., Ltd.) or securities code (1964), and then select "Basic information" followed by "Public documents/PR information."

If you do not attend, you may exercise your voting rights in writing or via the internet, etc. We kindly request you to read the Reference Document for the Annual Meeting of Shareholders described below, and after referring to the "Guidance Notes on the Exercise of Voting Rights" on page 4 onward, complete exercising your voting rights by no later than 5:00 p.m., Tuesday, June 18, 2024.

Sincerely yours,

1. **Date:** 10:00 a.m., Wednesday, June 19, 2024
2. **Venue:** 2-4 Chikko-Shinmachi, Nishi-ku, Sakai, Osaka, Japan  
Chugai Ro Sakai Works “Thermal Technology Creative Center  
Co-creation Space”
- \*Please note that the location of the event is different from last year, so please make sure that you do not accidentally go to the incorrect location.  
\*Please refrain from coming by car, as a free shuttle bus will be provided to the venue. (Please refer to the “Map of the Venue for the Annual Meeting of Shareholders” on the reverse side of the Notice of Convocation booklet.)  
\*Please note that if the venue reaches capacity, we will guide attendants to a second venue, etc.

3. **Purposes:**

- Items to be reported:**
- (1) 82nd business period (April 1, 2023 to March 31, 2024)  
The business report, the consolidated financial statements and the results of consolidated financial statement audits by the Accounting Auditor and the Board of Corporate Auditors
  - (2) 82nd business period (April 1, 2023 to March 31, 2024)  
The non-consolidated financial statements

**Items to be resolved:**

**Item :** Appropriation of Retained Earnings

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1. If any amendments are made to the electronic provision measures, said amendments will be posted on each website.
  2. For this Annual Meeting of Shareholders, regardless of whether or not a written request has been made, a document describing the electronic provision measures has been uniformly sent out to all shareholders. However, of the electronic provision measures, the following matters are not described in this document in accordance with laws and regulations and Article 17 of the Company’s Articles of Incorporation. This document will become part of the documents audited by the Corporate Auditors and Accounting Auditors when preparing the Audit Report.
    - (1) “5. Summary of the Contents of the Resolution Regarding the Development of Systems, etc., to Ensure the Appropriateness of Business Operations” and “6. Overview of the Operating Status of the System for Ensuring Appropriate Business Operations” of the Business Report
    - (2) “Consolidated Statements of Changes in Equity” and “Notes to the Consolidated Financial Statements” of the Consolidated Financial Statements
    - (3) “Non-consolidated Statements of Changes in Equity” and “Notes to the Non-consolidated Financial Statements” of the Non-consolidated Financial Statements
  3. In case any significant changes occur with regard to the date, time, administration of venue, etc. of this Annual Meeting of Shareholders up to the day of the Annual Meeting of Shareholders, a notice will be posted on the Company’s website (<https://chugai.co.jp/en/>). Please check the information there.
  4. If you are attending the Annual Meeting of Shareholders, we kindly ask you to submit the enclosed voting rights exercise form to the receptionist at the venue.
  5. Shareholders who will be coming to the venue and need to make arrangements to get to the venue are requested to contact the telephone number for “Inquiries Regarding the Annual Meeting of Shareholders” indicated on the “Map of the Venue for the Annual Meeting of Shareholders” on the reverse side of the Notice of Convocation booklet by Friday, June 7, 2024, to allow for preparations.
  6. For this Annual Meeting of Shareholders, administration staff will be dressed in a Cool Biz style without ties.

# Reference Document for the Annual Meeting of Shareholders

## Meeting Agenda and Referential Matters

### Item: Appropriation of Retained Earnings

With regard to the appropriation of retained earnings, the Company sets the continuation of a stable dividend as its basic policy while taking business performance into account. By comprehensively considering the earnings status and business environment, etc. of the current fiscal year, the Company proposes to set the year-end dividend for the 82nd business period at 80 yen per share as follows:

- (1) Type in which dividends are paid

Cash payment

- (2) Allocation of dividends and total amount of dividends

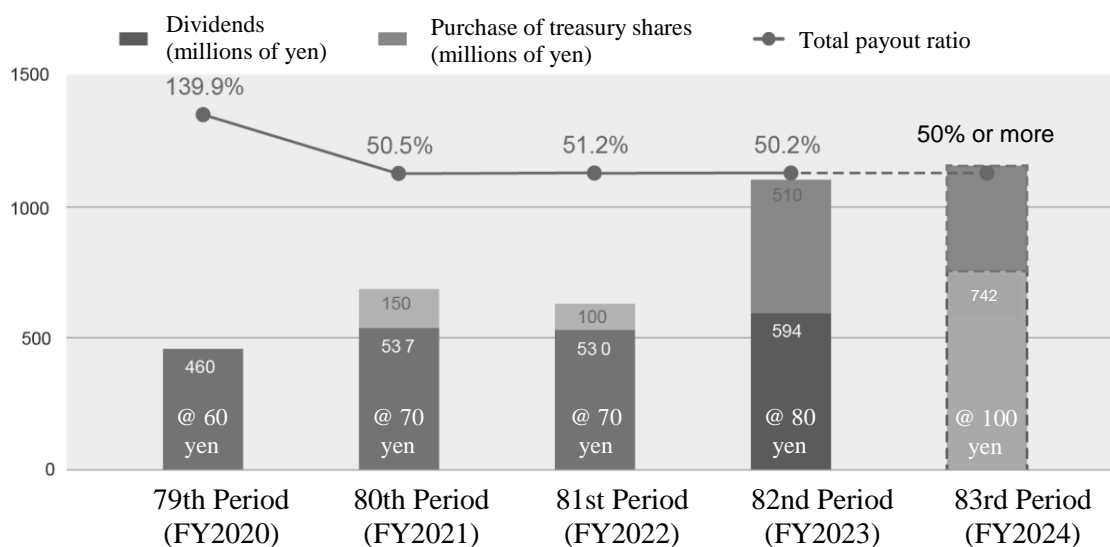
80 yen per common share of the Company

Total amount                      594,655,760 yen

- (3) Effective date on which dividends are disbursed from retained earnings

June 20, 2024

(Reference) Dividends, purchase of treasury shares, and total payout ratio



In the Chugai Ro Group Medium-Term Management Plan (FY2022–FY2026), the Company has set a basic policy of stable dividends, aiming for a total return ratio of 50% or more, including share buybacks.