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Securities Code: 1871

June 2, 2026

(Start date of measures for electronic provision: May 28, 2026)

To Our Shareholders

Mitsuo Sakurabayashi
Representative Director, President and Chief
Executive Officer
PS Construction Co., Ltd.
9-1, Higashi-Shimbashi 1-chome, Minato-ku,
Tokyo

Notice of the 78th Annual General Meeting of Shareholders

We are pleased to announce the 78th Annual General Meeting of Shareholders of PS Construction Co., Ltd. (the “Company”), to be held for the purposes described below.

Instead of attending the meeting in person, you may exercise your voting rights online or in writing (by mail). Please review the Reference Materials for the General Meeting of Shareholders and exercise your voting rights no later than 5:30 p.m. on Friday, June 19, 2026.

1. **Date and Time:** Monday, June 22, 2026 at 10:00 a.m. (JST)
(Reception will begin at 9:00 a.m.)
2. **Venue:** Company Conference Room, Tokyo Shiodome Building 18F
9-1, Higashi-Shimbashi 1-chome, Minato-ku, Tokyo
3. **Purpose of the Meeting**
Matters to be reported
 1. Business Report, Consolidated Financial Statements for the 78th Term (from April 1, 2025 to March 31, 2026) and results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Board
 2. Non-Consolidated Financial Statements for the 78th Term (from April 1, 2025 to March 31, 2026)**Matters to be resolved**
 - Proposal No. 1** Appropriation of Surplus
 - Proposal No. 2** Election of 12 Directors
 - Proposal No. 3** Election of 1 Audit and Supervisory Board Member

4. Guide to Exercising Voting Rights

(1) Exercising voting rights online

If you exercise your voting rights online, please refer to the “Guide to Exercising Voting Rights Online” on page 4 (in Japanese) and exercise your rights by 5:30 p.m. on Friday, June 19, 2026.

(2) Exercising voting rights by mail

Please indicate your approval or disapproval for each of the proposals on the Voting Rights Exercise Form enclosed with this Notice of Convocation, and return it so that it arrives no later than 5:30 p.m. on Friday, June 19, 2026.

If you do not indicate your approval or disapproval for any proposal on the Voting Rights Exercise Form, the Company will treat it as an indication of approval.

(3) Handling of duplicate voting

If you exercise your voting rights both online and in writing, the vote exercised online will be treated as the valid exercise of your voting rights. Furthermore, if you exercise your voting rights online more than once, only the last vote will be considered valid.

5. Matters Subject to Measures for Electronic Provision

- (1) In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision of the information that constitutes the content of the Shareholders Meeting Reference Documents (the “electronic provision measures matters”) which have been posted on the Company’s website as “Notice of the 78th Annual General Meeting of Shareholders” and “Other Electronic Provision Measures Matters (Matters Omitted from Materials in Paper-based Format) (in Japanese).”

The Company’s website:

<https://www.psc.co.jp/about/ir/shareholder.html> (in Japanese)

In addition to the above, these documents are also posted on the website of the Tokyo Stock Exchange (TSE). If you are unable to access our website, please access the TSE website below, enter the Company name (PS Construction) or the securities code (1871) in the search field, and select “Basic information,” “Documents for public inspection/PR information,” and “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” to view the documents.

TSE website (Listed Company Search):

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

- (2) In accordance with the provisions of laws and regulations and Article 15 of the Company’s Articles of Incorporation, the following matters are omitted from the documents sent to shareholders who have requested the delivery of documents in paper-based format.
 - (i) “Systems to Ensure Proper Business Conduct” and “Overview of the Operation of the Systems to Ensure Proper Business Conduct” in the Business Report
 - (ii) “Consolidated Statement of Changes in Equity” and “Notes to Consolidated Financial Statements” included in the Consolidated Financial Statements
 - (iii) “Non-Consolidated Statement of Changes in Equity” and “Notes to Non-Consolidated Financial Statements” included in the Non-Consolidated Financial Statements

The Business Report audited by the Audit and Supervisory Board Members, and the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit and Supervisory Board Members and the Accounting Auditor include the matters omitted from the materials in paper-based format.

- If you attend the General Meeting in person, please submit the Voting Rights Exercise Form enclosed with this Notice of Convocation at the reception desk. In addition, we kindly ask that you bring this Notice of Convocation with you to the meeting as part of our efforts to conserve resources.
- Please note that individuals who are not shareholders with voting rights, including non-shareholder proxies and accompanying persons, are not permitted to attend the General Meeting of Shareholders.
- Please be advised that in the event of any correction to the electronic provision measures matters, a statement to that effect and the details of the matters before and after the correction will be posted on the Company’s website and the Tokyo Stock Exchange’s website.
- Please be advised that we will not be providing any gifts to shareholders attending the General Meeting of Shareholders. We kindly ask for your understanding in this matter.
- Shareholders who will be attending in a wheelchair or in need of similar mobility assistance are advised that designated seating is available within the venue. Please inform a staff member at the reception desk on the day of the meeting.

Reference Materials for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

Matters related to year-end dividend

The Company regards its dividend policy for shareholders as one of its highest management priorities, and has adopted a basic policy of providing stable and continuous dividends while maintaining sufficient internal reserves to ensure a sound financial base. In addition, under its Mid-Term Management Plan 2025 (FY2025 to FY2027), the Company Group has established a dividend payout ratio of 60% or more as an annual target value during the plan period.

In line with the aforementioned policy, the Company proposes to pay year-end dividends for the fiscal year as follows:

(1) Type of dividend property

Cash

(2) Allotment of dividend property and aggregate amount to be distributed

¥80 per share of common stock

Total payment: ¥3,791,519,520

With regard to the year-end dividend, we propose to pay a dividend of ¥80 per share, having comprehensively considered the shareholder return policy set forth in the Mid-Term Management Plan 2025 (FY2025 to FY2027), as well as the increase in profits for the fiscal year under review and other factors. As the Company has already paid an interim dividend of ¥40 per share, the annual dividend for the fiscal year will total ¥120 per share.

(3) Effective date of dividend of surplus

June 23, 2026

[Reference: Trend in dividend per share]

	76th Term (FY2023)	77th Term (FY2024)	78th Term Fiscal year under review (FY2025)
Dividend (Ordinary dividend)	¥44 (¥44)	¥72 (¥72)	¥120 (¥120)
Dividend payout ratio	40.5%	40.9%	60.2%

Proposal No. 2 Election of 12 Directors

The terms of office of all 11 Directors will expire at the conclusion of this General Meeting.

Accordingly, based on the recommendation of the Nomination Advisory Committee, the Company proposes the election of 12 Directors, increasing the number of Directors by 1 to enhance the management structure.

The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibilities in the Company	Tenure	Attendance at Board of Directors meetings
1	Takuya Mori <Reelection>	Chairman (not serving as Chair of the Board)	16 years	13/13 (100%)
2	Mitsuo Sakurabayashi <Reelection>	Representative Director, President and Chief Executive Officer, Overall management and general supervision	1 year	11/11 (100%)
3	Nobuki Iwasaki <Reelection>	Director and Managing Executive Officer, General Manager of Administration Division and in charge of sustainability promotion	2 years	13/13 (100%)
4	Susumu Sasaki <Reelection>	Director and Managing Executive Officer, in charge of corporate planning and related businesses	4 years	13/13 (100%)
5	Katsuhiko Kangawa <Reelection>	Director and Managing Executive Officer, General Manager of Building Construction Division	1 year	11/11 (100%)
6	Hiroaki Oyama <Reelection>	Director and Managing Executive Officer, General Manager of Technology Division and General Manager of DX Promotion Office	1 year	11/11 (100%)
7	Michikazu Tahara <New candidate>	Managing Executive Officer, General Manager of Civil Engineering Division and in charge of safety, quality and environment	–	–
8	Yukio Haba <Reelection>	Director	2 years	13/13 (100%)
9	Hideki Kato <Reelection> <Outside> <Independent>	Outside Director	5 years	13/13 (100%)
10	Mieko Hosaka <Reelection> <Outside> <Independent>	Outside Director	5 years	13/13 (100%)
11	Naoyuki Kira <Reelection> <Outside> <Independent>	Outside Director	3 years	13/13 (100%)
12	Kazuhiko Saiga <Reelection> <Outside> <Independent>	Outside Director	3 years	13/13 (100%)

Note: Tenure represents the number of years that each candidate will have served as a Director of the Company from appointment to the close of this General Meeting.

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Takuya Mori (January 27, 1956) <Reelection>	<p>April 1979 Joined the Company</p> <p>April 2007 Executive Officer, General Manager of Nagoya Branch</p> <p>June 2010 Director and Executive Officer, General Manager of Technology Division, Head of Construction Supervision Office, and in charge of safety, quality and environment</p> <p>April 2012 Director and Managing Executive Officer, General Manager of Technology Division and in charge of safety, quality and environment</p> <p>April 2016 Director and Executive Vice President, General Manager of Technology Division and in charge of safety, quality and environment and overseas business</p> <p>June 2016 Representative Director and Vice President, Executive Vice President, General Manager of Technology Division and in charge of safety, quality and environment and overseas business</p> <p>June 2018 Representative Director and Vice President, Executive Vice President, Assistant to the President, General Manager of Technology Division, and in charge of overseas business</p> <p>April 2019 Representative Director and Vice President, Executive Vice President, Assistant to the President and in charge of overseas business</p> <p>April 2020 Representative Director and President, President and Chief Executive Officer, Overall management and general supervision</p> <p>June 2022 Representative Director, President and Chief Executive Officer, Overall management and general supervision</p> <p>April 2026 Chairman (not serving as Chair of the Board) (to the present)</p> <p><Significant concurrent positions outside the Company> Vice Chairman, JAPAN PRESTRESSED CONCRETE CONTRACTORS ASSOCIATION</p>	19,127
<p>[Reasons for nomination as candidate for Director]</p> <p>Takuya Mori has successively held the positions of Representative Director and Vice President, and Representative Director and President. He possesses extensive experience, a proven track record, and a high level of insight regarding the management and business operations of the Company Group. Since assuming the position of Chairman (not serving as Chair of the Board), he has been providing appropriate advice and oversight on the Company's management, leveraging these experiences and insights. Based on the foregoing, we have determined that he can contribute to the Company's sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p>Mitsuo Sakurabayashi (July 15, 1959)</p> <p><Reelection></p>	<p>April 1982 Joined the Company</p> <p>April 2013 Deputy General Manager of Tokyo Civil Engineering Branch, General Manager of Civil Engineering Sales Department, and Manager of Ibaraki Sales Office</p> <p>April 2014 General Manager of Hiroshima Branch</p> <p>April 2017 General Manager of Kyushu Branch</p> <p>April 2019 Representative Director and President, RYOKEN KISO CO., LTD.</p> <p>April 2021 Executive Officer, Deputy General Manager of Civil Engineering Division of the Company</p> <p>April 2022 Executive Officer, Deputy General Manager of Civil Engineering Division, General Manager of Civil Engineering Sales Department, and General Manager of High-Speed Rail Promotion Office</p> <p>April 2023 Managing Executive Officer, General Manager of Civil Engineering Division</p> <p>June 2023 Director and Managing Executive Officer, General Manager of Civil Engineering Division</p> <p>June 2024 Managing Executive Officer, General Manager of Civil Engineering Division</p> <p>April 2025 Executive Vice President, Assistant to the President, General Manager of Civil Engineering Division, and in charge of safety, quality and environment</p> <p>June 2025 Representative Director and Executive Vice President, Assistant to the President, General Manager of Civil Engineering Division, and in charge of safety, quality and environment</p> <p>April 2026 Representative Director, President and Chief Executive Officer, Overall management and general supervision (to the present)</p>	1,484
<p>[Reasons for nomination as candidate for Director]</p> <p>Mitsuo Sakurabayashi has deep expertise in the civil engineering field, and possesses extensive experience, a proven track record, and a high level of insight regarding the Company's business operations. Since assuming the position of Representative Director, President and Chief Executive Officer, he has been leading the management of the Company Group as the Chief Executive Officer and has been instrumental in driving the Mid-Term Management Plan. Based on the foregoing, we have determined that he can drive the Company's business management and contribute to its sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	Nobuki Iwasaki (February 10, 1963) <Reelection>	<p>April 1985 Joined TAISEI CORPORATION</p> <p>April 2006 Head of Administration Office, Administration Department, Tohoku Branch, TAISEI CORPORATION</p> <p>June 2008 Head of Affiliated Business Office, Corporate Planning Department, Corporate Planning Office, TAISEI CORPORATION</p> <p>February 2010 Head of Treasury Office, Finance Department, Business Administration Division, TAISEI CORPORATION</p> <p>March 2012 General Manager of Accounting Department, Administration Division, Yuraku Real Estate Co., Ltd. (currently Taisei-Yuraku Real Estate Co., Ltd.)</p> <p>April 2013 General Manager of Administration Department, Shikoku Branch, TAISEI CORPORATION</p> <p>April 2016 General Manager of Finance Department, Business Administration Division, TAISEI CORPORATION</p> <p>June 2021 Director and Executive Officer, Deputy General Manager of President's Office, Taisei-Yuraku Real Estate Co., Ltd.</p> <p>April 2022 Director and Managing Executive Officer, General Manager of President's Office, Taisei-Yuraku Real Estate Co., Ltd.</p> <p>January 2024 Advisor of the Company</p> <p>April 2024 Executive Officer, Deputy General Manager of Administration Division</p> <p>June 2024 Director and Executive Officer, Deputy General Manager of Administration Division</p> <p>April 2025 Director and Managing Executive Officer, General Manager of Administration Division and in charge of sustainability promotion (to the present)</p>	797
<p>[Reasons for nomination as candidate for Director]</p> <p>Nobuki Iwasaki has extensive experience, a proven track record, and deep insights in accounting and finance and corporate planning at a listed company, as well as experience at a major construction company. Since assuming the position of a Company Director, he has been responsible for administrative functions and has fulfilled his duties as a Director, including by promoting the strengthening of the governance framework. Based on the foregoing, we have determined that he can drive the Company's business management and contribute to its sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p style="text-align: center;">Susumu Sasaki (February 25, 1962)</p> <p style="text-align: center;"><Reelection></p>	<p>April 1985 Joined Mitsubishi Metal Corporation (currently Mitsubishi Materials Corporation)</p> <p>June 2011 General Manager of Accounting Department, Accounting & Finance Division, Mitsubishi Materials Corporation</p> <p>June 2012 General Manager of Finance Department, Accounting & Finance Division, Mitsubishi Materials Corporation</p> <p>April 2013 General Manager of Corporate Strategy Department, Corporate Strategy Division, Mitsubishi Materials Corporation</p> <p>April 2016 Executive Officer, General Manager of Corporate Strategy Department, Corporate Strategy Division, Mitsubishi Materials Corporation</p> <p>June 2018 Managing Executive Officer, General Manager of Corporate Strategy Division, Mitsubishi Materials Corporation</p> <p>April 2019 Managing Executive Officer, General Manager of Governance Division, Mitsubishi Materials Corporation</p> <p>June 2019 Managing Executive Officer, General Manager of Governance Division, Mitsubishi Materials Corporation</p> <p>April 2020 Managing Executive Officer, General Manager of Governance Division, responsible for: Aluminum Business and Affiliated Corporations Business, Mitsubishi Materials Corporation</p> <p>April 2021 Director and CEO, Mitsubishi Cement Corporation (U.S.)</p> <p>April 2021 Director, President and CEO, MCC Development Corporation</p> <p>October 2021 President and CEO, Robertson's Ready Mix, Ltd.</p> <p>April 2022 Managing Executive Officer, General Manager of Administration Division of the Company</p> <p>June 2022 Director and Managing Executive Officer, General Manager of Administration Division</p> <p>April 2023 Director and Managing Executive Officer, General Manager of Administration Division and in charge of corporate planning and sustainability promotion</p> <p>April 2025 Director and Managing Executive Officer, in charge of corporate planning and related businesses (to the present)</p>	5,425
<p>[Reasons for nomination as candidate for Director]</p> <p>Susumu Sasaki has extensive experience, a proven track record, and deep insights in accounting and finance, corporate planning, and governance at a listed company. Since assuming the position of a Company Director, he has been responsible for both administrative functions and corporate planning, and has fulfilled his duties as a Director, including by promoting the strengthening of the governance framework and driving the Mid-Term Management Plan. Based on the foregoing, we have determined that he can drive the Company's business management and contribute to its sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	<p>Katsuhiko Kangawa (July 14, 1962)</p> <p><Reelection></p>	<p>April 1985 Joined the Company</p> <p>August 2008 General Manager of Building Construction Design Center, Building Construction Department, West Japan Regional Office</p> <p>April 2012 General Manager of Building Construction Sales Department, Osaka Branch</p> <p>April 2014 General Manager of PC Building Construction Department, Osaka Branch</p> <p>April 2016 General Manager of PC Building Construction Department, Building Construction Division</p> <p>October 2018 Deputy General Manager of Building Construction Division and General Manager of PC Building Construction Department</p> <p>April 2019 Executive Officer, Deputy General Manager of Building Construction Division</p> <p>April 2022 Executive Officer, General Manager of Tokyo Construction Branch</p> <p>April 2023 Managing Executive Officer, General Manager of Tokyo Construction Branch</p> <p>April 2024 Managing Executive Officer, General Manager of Building Construction Division</p> <p>June 2025 Director and Managing Executive Officer, General Manager of Building Construction Division (to the present)</p>	7,618
<p>[Reasons for nomination as candidate for Director]</p> <p>Katsuhiko Kangawa possesses advanced expertise in building construction and has extensive experience and a proven track record in the Company's business operations, including in branch management as a branch head and in overall business oversight as General Manager of Building Construction Division. He has also fulfilled his responsibilities as a Company Director, on which grounds we have determined that he can drive the Company's business management and contribute to its sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
6	Hiroaki Oyama (March 20, 1964) <Reelection>	<p>April 1986 Joined the Company</p> <p>April 2009 General Manager of Civil Engineering Department, Tokyo Branch</p> <p>April 2010 General Manager of Technology Department, Technology Division</p> <p>April 2015 General Manager of Technology Department, Technology Division</p> <p>April 2019 Deputy General Manager of Technology Division and General Manager of Technology Department, Technology Division</p> <p>January 2021 General Manager of Tohoku Branch</p> <p>April 2023 Executive Officer, General Manager of Technology Division and in charge of safety, quality and environment</p> <p>April 2025 Executive Officer, General Manager of Technology Division and General Manager of DX Promotion Office</p> <p>June 2025 Director and Executive Officer, General Manager of Technology Division and General Manager of DX Promotion Office</p> <p>April 2026 Director and Managing Executive Officer, General Manager of Technology Division and General Manager of DX Promotion Office (to the present)</p>	615
<p>[Reasons for nomination as candidate for Director]</p> <p>Hiroaki Oyama possesses advanced expertise in civil engineering and has extensive experience and a proven track record in the Company's business operations, including in branch management as a branch head and in overall business oversight as General Manager of Technology Division. He has also fulfilled his responsibilities as a Company Director, on which grounds we have determined that he can drive the Company's business management and contribute to its sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			
7	Michikazu Tahara (October 16, 1963) <New candidate>	<p>April 1988 Joined the Company</p> <p>October 2013 General Manager of Civil Engineering Construction Department, Osaka Branch (stationed in Kyushu Branch)</p> <p>April 2016 General Manager of Civil Engineering Construction Department and General Manager of Civil Engineering Inspection Office, Osaka Branch</p> <p>April 2018 Deputy General Manager of Osaka Branch, General Manager of Civil Engineering Construction Department and General Manager of Civil Engineering Inspection Office</p> <p>April 2019 General Manager of Kyushu Branch</p> <p>April 2020 Executive Officer, General Manager of Kyushu Branch</p> <p>April 2021 Executive Officer, General Manager of Nagoya Branch</p> <p>April 2026 Managing Executive Officer, General Manager of Civil Engineering Division and in charge of safety, quality and environment (to the present)</p>	5,818
<p>[Reasons for nomination as candidate for Director]</p> <p>Michikazu Tahara possesses a deep understanding of the field of civil engineering, and has extensive experience, a proven track record, and broad insight in the Company's business operations, including in branch management as a branch head and in overall business oversight as General Manager of Civil Engineering Division. Based on the foregoing, we have determined that he can drive the Company's business management and contribute to its sustainable growth, and have therefore newly nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
8	<p style="text-align: center;">Yukio Haba (August 7, 1963) <Reelection></p>	<p>April 1986 Joined TAISEI CORPORATION</p> <p>April 2010 Head of Accounting Office, Accounting Department, Business Administration Division, TAISEI CORPORATION</p> <p>April 2015 General Manager of Administration Department, Nagoya Branch, TAISEI CORPORATION</p> <p>April 2017 General Manager of Administration Department, Tokyo Branch, TAISEI CORPORATION</p> <p>April 2019 General Manager of Corporate Planning Department, Corporate Planning Office, TAISEI CORPORATION</p> <p>April 2021 Executive Officer, Deputy Chief of Corporate Planning Office, General Manager of Corporate Planning Department, and General Manager of New Business Planning Department, TAISEI CORPORATION</p> <p>April 2024 Managing Executive Officer, Deputy Chief of Corporate Planning Office, General Manager of Corporate Planning Department, and General Manager of New Business Planning Department, TAISEI CORPORATION</p> <p>June 2024 Director of the Company (to the present)</p> <p>January 2025 Managing Executive Officer, Deputy Chief of Corporate Planning Office, and General Manager of New Business Planning Department, TAISEI CORPORATION</p> <p>April 2025 Managing Executive Officer, Chief of Corporate Planning Office and General Manager of New Business Planning Department, TAISEI CORPORATION (to the present)</p> <p><Significant concurrent positions outside the Company> Managing Executive Officer, Chief of Corporate Planning Office, and General Manager of New Business Planning Department, TAISEI CORPORATION</p>	0
<p>[Reasons for nomination as candidate for Director]</p> <p>Yukio Haba has extensive experience, a proven track record, and broad insight in accounting and finance, corporate planning, and governance at a listed company, as well as experience as an executive officer at a major construction company. Since assuming the position of a Company Director, he has fulfilled his duties as a Director, including by providing appropriate advice and oversight on the Company's management. Based on the foregoing, we have determined that he can contribute to the Company's sustainable growth, and have therefore again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
9	Hideki Kato (March 15, 1964) <Reelection> <Outside/Independent>	<p>April 1986 Joined Mitsubishi Mining & Cement Co., Ltd. (currently Mitsubishi Materials Corporation)</p> <p>June 2012 General Manager of Accounting Department, Accounting & Finance Division, Mitsubishi Materials Corporation</p> <p>April 2016 General Manager of Accounting & Finance Division, Mitsubishi Materials Corporation</p> <p>June 2016 General Manager of Accounting & Finance Division and General Manager of Finance Department, Mitsubishi Materials Corporation</p> <p>April 2017 Director, Mitsubishi Cement Corporation (U.S.) Director, MCC Development Corporation</p> <p>April 2018 Executive Officer, General Manager of Corporate Strategy Department, Corporate Strategy Division, Mitsubishi Materials Corporation</p> <p>April 2021 Executive Officer, Vice President of Cement Company, Mitsubishi Materials Corporation</p> <p>June 2021 Outside Director of the Company (to the present)</p> <p>April 2022 Managing Executive Officer, Mitsubishi UBE Cement Corporation (to the present)</p> <p><Significant concurrent positions outside the Company> Managing Executive Officer, Mitsubishi UBE Cement Corporation</p>	0
[Reasons for nomination as candidate for Outside Director and summary of expected roles]			
Hideki Kato possesses extensive experience and broad insight as an executive officer of listed companies and other organizations. Since assuming the office of Outside Director of the Company, he has provided appropriate advice and supervision from an independent and objective standpoint based on this experience and insight. We expect that he will continue to contribute to the sustainable growth of the Company, and have therefore again nominated him as a candidate for Outside Director.			
10	Mieko Hosaka (October 18, 1968) <Reelection> <Outside/Independent>	<p>April 1995 Registered as an attorney at law Joined Okinobu, Ishihara & Sei Law Office (currently Spring Partners)</p> <p>August 2002 Joined Freshfields Bruckhaus Deringer</p> <p>August 2006 Joined Gaikokuho Kyodo-Jigyō Horitsu Jimusho Linklaters</p> <p>February 2012 Managing Partner, Fiore International Law Office</p> <p>May 2017 Joined Studio Legale Pavia e Ansaldo</p> <p>May 2020 Managing Partner, PeA Law Office (to the present)</p> <p>December 2020 Outside Audit & Supervisory Board Member, Open House Co., Ltd. (currently Open House Group Co., Ltd.)</p> <p>June 2021 Outside Director of the Company (to the present)</p> <p>June 2025 Outside Director, JANOME Corporation (to the present)</p> <p><Significant concurrent positions outside the Company> Managing Partner, PeA Law Office Outside Director, JANOME Corporation</p>	0
[Reasons for nomination as candidate for Outside Director and summary of expected roles]			
Mieko Hosaka possesses extensive experience and broad insight as a lawyer. Since assuming the office of Outside Director of the Company, she has provided valuable advice and supervision to the Company's management from an independent and objective standpoint based on this experience and insight. We expect that she will continue to contribute to the sustainable growth of the Company, and have therefore again nominated her as a candidate for Outside Director. Mieko Hosaka has never in the past been involved in the management of a company except as an outside officer. However, the Company judges she will be able to appropriately fulfill her duties as an Outside Director for the above reasons.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
11	<p style="text-align: center;">Naoyuki Kira (December 24, 1961)</p> <p style="text-align: center;"><Reelection> <Outside/Independent></p>	<p>April 1984 Joined Nihon Cement Co., Ltd. (currently TAIHEIYO CEMENT CORPORATION)</p> <p>April 2012 General Manager of Cement Sales & Marketing Department, Chugoku Branch, TAIHEIYO CEMENT CORPORATION</p> <p>April 2017 General Manager of Kansai Shikoku Branch, TAIHEIYO CEMENT CORPORATION</p> <p>April 2019 Executive Officer, General Manager of Sales Department, Cement Business Division, TAIHEIYO CEMENT CORPORATION</p> <p>April 2023 Managing Executive Officer, Senior General Manager of Cement Business Division and General Manager of Sales Department, Cement Business Division, TAIHEIYO CEMENT CORPORATION</p> <p>June 2023 Outside Director of the Company (to the present)</p> <p>April 2024 Managing Executive Officer, Senior General Manager of Cement Business Division, TAIHEIYO CEMENT CORPORATION</p> <p>April 2025 Senior Executive Officer, Senior General Manager of Cement Business Division, TAIHEIYO CEMENT CORPORATION</p> <p>June 2025 Director and Senior Executive Officer, Senior General Manager of Cement Business Division, TAIHEIYO CEMENT CORPORATION (to the present)</p> <p><Significant concurrent positions outside the Company> Director and Senior Executive Officer, Senior General Manager of Cement Business Division, TAIHEIYO CEMENT CORPORATION</p>	0
<p>[Reasons for nomination as candidate for Outside Director and summary of expected roles]</p> <p>Naoyuki Kira possesses extensive experience and broad insight as a director and executive officer of a listed company. Since assuming the office of Outside Director of the Company, he has provided appropriate overall advice and supervision to the Company's business operations from an independent and objective standpoint based on this experience and insight. We expect that he will continue to contribute to the sustainable growth of the Company, and have therefore again nominated him as a candidate for Outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
12	Kazuhiko Saiga (September 1, 1966) <Reelection> <Outside/Independent>	<p>April 1989 Joined Sumitomo Electric Industries, Ltd.</p> <p>September 2009 Vice President and General Manager of Sales Department, Suzuki-Sumiden Wire Products Guangzhou Co., Ltd.</p> <p>June 2018 General Manager of Procurement Department, Special Steel Wire Division and Head of Procurement Collaboration Office, Sumitomo Electric Industries, Ltd.</p> <p> Director, General Manager of Precision Wire Sales Department, SUMITOMO (SEI) STEEL WIRE CORP.</p> <p>April 2019 General Manager of Headquarters Operations Department, Special Steel Wire Division and General Manager of Procurement Department, Special Steel Wire Division, Sumitomo Electric Industries, Ltd.</p> <p>July 2021 General Manager of Special Steel Wire Division, Sumitomo Electric Industries, Ltd.</p> <p>June 2023 Outside Director of the Company (to the present)</p> <p>June 2023 Executive Officer, General Manager of Special Steel Wire Division, Sumitomo Electric Industries, Ltd.</p> <p>June 2024 Managing Executive Officer, General Manager of Special Steel Wire Division, Sumitomo Electric Industries, Ltd. (to the present)</p> <p><Significant concurrent positions outside the Company> Managing Executive Officer, General Manager of Special Steel Wire Division, Sumitomo Electric Industries, Ltd.</p>	0
<p>[Reasons for nomination as candidate for Outside Director and summary of expected roles]</p> <p>Kazuhiko Saiga possesses extensive experience and broad insight as an executive officer of a listed company. Since assuming the office of Outside Director of the Company, he has provided appropriate overall advice and supervision to the Company's business operations from an independent and objective standpoint based on this experience and insight. We expect that he will continue to contribute to the sustainable growth of the Company, and have therefore again nominated him as a candidate for Outside Director.</p>			

- Notes:
- There are no special interests between each candidate and the Company.
 - The number of shares of the Company held by each candidate includes their respective interests in the Officer Stock Ownership Association.
 - Nobuki Iwasaki has served as an executive of our parent company TAISEI CORPORATION and its subsidiary Taisei-Yuraku Real Estate Co., Ltd., within the last ten years. The position and responsibilities he held there are as described in the "Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company" column.
 - Yukio Haba currently serves as an executive of our parent company TAISEI CORPORATION, and has served as its executive in the past ten years. The position and responsibilities he held there are as described in the "Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company" column. If elected as a Director, he is expected to serve as a non-executive Director.
 - Hideki Kato, Mieko Hosaka, Naoyuki Kira, and Kazuhiko Saiga are candidates for Outside Director. The Company has registered Hideki Kato, Mieko Hosaka, Naoyuki Kira, and Kazuhiko Saiga as independent officers with the Tokyo Stock Exchange, in accordance with the regulations of the Exchange. If this proposal is approved as proposed, and Hideki Kato, Mieko Hosaka, Naoyuki Kira, and Kazuhiko Saiga assume the position of Outside Directors, the Company intends to designate each of them as an independent officer.
 - Hideki Kato, Mieko Hosaka, Naoyuki Kira, and Kazuhiko Saiga are currently Outside Directors of the Company. At the conclusion of this General Meeting, Hideki Kato and Mieko Hosaka will have been in office as Outside Directors for five years, and Naoyuki Kira and Kazuhiko Saiga for three years.
 - The Company has business relationships, including the receipt of construction orders and the purchase of construction materials, with Mitsubishi UBE Cement Corporation, where Hideki Kato serves as Managing Executive Officer. However, as the transaction volume between the Company and Mitsubishi UBE Cement Corporation accounts for less than 1% of each company's net sales, his independence as an Outside Director is ensured.
 - As the Company has no transactions with PeA Law Office, of which Mieko Hosaka is the Managing Partner, or with JANOME Corporation, where she serves as Outside Director, her independence as an Outside Director is ensured.

9. The Company has business relationships, including the purchase of construction materials, with a group company of TAIHEIYO CEMENT CORPORATION, where Naoyuki Kira serves as Director and Senior Executive Officer. However, as the transaction volume between the Company and the TAIHEIYO CEMENT CORPORATION group company accounts for less than 1% of the consolidated net sales of TAIHEIYO CEMENT CORPORATION, his independence as an Outside Director is ensured.
10. The Company has business relationships, including the purchase of construction materials, with Sumitomo Electric Industries, Ltd., where Kazuhiko Saiga serves as Managing Executive Officer. However, as the transaction volume between the Company and Sumitomo Electric Industries, Ltd. accounts for less than 1% of the net sales of Sumitomo Electric Industries, Ltd., his independence as an Outside Director is ensured.
11. In accordance with the provisions provided for in Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Hideki Kato, Mieko Hosaka, Naoyuki Kira, and Kazuhiko Saiga to limit their liability under Article 423, Paragraph 1 of the Act. The maximum liability under the agreements is the minimum amount allowed under Article 425, Paragraph 1 of the Act. The Company intends to continue the agreements upon their reelection and assumption of office. In addition, the Company has entered into similar agreements with non-executive Directors Takuya Mori and Yukio Haba to limit their liability. The Company intends to continue the agreements upon their reelection and assumption of office.
12. The Company has entered into a directors and officers liability insurance agreement, pursuant to Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, naming the Company's Directors, Audit and Supervisory Board Members, and Executive Officers, among others, as the insured. The insurance agreement covers damages and litigation expenses to be borne by the insured in the event that they are held liable for damages arising from the execution of their duties. However, there are certain exemptions, such as that damages caused by acts committed with the knowledge that they are in violation of laws and regulations are not covered. The full amount of the insurance premiums is borne by the Company. Upon their election and assumption of office as Directors, they will be included as an insured under the said insurance agreement, in which case the Company intends to renew the insurance agreement during their term of office.

Proposal No. 3 Election of 1 Audit and Supervisory Board Member

At the conclusion of this meeting, the term of office of Audit and Supervisory Board Member Yasushi Koyama will expire. Therefore, the Company proposes the election of 1 Audit and Supervisory Board Member.

Prior consent of the Audit and Supervisory Board has been obtained for the submission of this proposal.

The candidate for Audit and Supervisory Board Member is as follows:

Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
<p>Toshiro Kawahara (December 9, 1957)</p> <p><New candidate></p>	April 1981 Joined the Company	69,939
	April 2008 General Manager of Hiroshima Branch	
	April 2010 General Manager of Civil Engineering Sales Department, Civil Engineering Division	
	July 2010 Deputy General Manager of Civil Engineering Division and General Manager of Civil Engineering Sales Department	
	April 2014 General Manager of Osaka Branch	
	April 2015 Executive Officer, General Manager of Osaka Branch	
	April 2018 Managing Executive Officer, General Manager of Tokyo Construction Branch	
	April 2020 Managing Executive Officer, in charge of corporate planning, Deputy General Manager of Building Construction Division	
	April 2022 Managing Executive Officer, in charge of corporate planning and sustainability promotion	
	April 2023 Executive Vice President, Assistant to the President and in charge of domestic affiliates and overseas business	
	June 2023 Representative Director and Executive Vice President, Assistant to the President and in charge of domestic affiliates and overseas business	
	April 2025 Director	
June 2025 Special Advisor (to the present)		
<p>[Reasons for nomination as candidate for Audit and Supervisory Board Member]</p> <p>Toshiro Kawahara has extensive experience, a proven track record, and broad insight in management strategy and branch operations, and possesses a deep understanding of the Company's business operations, including his experience in promoting the Mid-Term Management Plan and supervising affiliated companies as a Director and Executive Officer of the Company. Based on the foregoing, we have determined that he will be able to audit the execution of duties of the Directors from a broad perspective, and have therefore nominated him as a candidate for Audit and Supervisory Board Member.</p>		

- Notes:
1. There are no special interests between Toshiro Kawahara and the Company.
 2. If Toshiro Kawahara is elected, the Company intends to enter into an agreement with him to limit his liability under Article 423, Paragraph 1 of the Companies Act in accordance with the provisions provided for in Article 427, Paragraph 1 of the Act. His maximum liability under the agreement will be set at the minimum amount allowed under Article 425, Paragraph 1 of the Act.
 3. The Company has entered into a directors and officers liability insurance agreement, pursuant to Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, naming the Company's Directors, Audit and Supervisory Board Members, and Executive Officers, among others, as the insured. The insurance agreement covers damages and litigation expenses to be borne by the insured in the event that they are held liable for damages arising from the execution of their duties. However, there are certain exemptions, such as that damages caused by acts committed with the knowledge that they are in violation of laws and regulations are not covered. The full amount of the insurance premiums is borne by the Company. If Toshiro Kawahara is elected and assumes the office of an Audit and Supervisory Board Member, he will be included as an insured under the said insurance agreement, in which case the Company intends to renew the insurance agreement during his term of office.
 4. If Toshiro Kawahara is elected as an Audit and Supervisory Board Member, he is expected to be designated as an Audit and Supervisory Board Member at the Audit and Supervisory Board meeting to be held after the conclusion of this Annual General Meeting of Shareholders.

[Reference: Skills Matrix]

The Company aims to have a Board of Directors composed of individuals with extensive experience and outstanding expertise in such areas as corporate management; legal affairs and internal control, finance and accounting; global business; industry knowledge; technology development and digital transformation (DX); and environment, safety and quality. Due consideration is given to ensuring diversity, as well as an appropriate balance of talent and an appropriate Board size. Based on this approach, in light of the skills matrix that sets out the skills expected of Directors and Audit and Supervisory Board Members, the Company ensures diversity by maintaining a well-balanced composition of Directors and Audit and Supervisory Board Members with extensive experience and outstanding expertise.

If Proposals 2 and 3 are approved as proposed, the skills of each Director and Audit and Supervisory Board Member will be as follows.

Name	Position	Corporate management	Legal affairs and internal control, finance and accounting	Global business	Industry knowledge	Technology development and DX	Environment, safety and quality
Takuya Mori	Chairman (not serving as Chair of the Board)	○		○	○	○	○
Mitsuo Sakurabayashi	Representative Director	○		○	○		
Nobuki Iwasaki	Director	○	○		○		○
Susumu Sasaki	Director	○	○	○	○		○
Katsuhiko Kangawa	Director	○			○		
Hiroaki Oyama	Director	○			○	○	○
Michikazu Tahara	Director				○		
Yukio Haba	Director	○	○		○		
Hideki Kato	Outside Director	○	○		○		
Mieko Hosaka	Outside Director		○	○			
Naoyuki Kira	Outside Director	○			○		
Kazuhiko Saiga	Outside Director	○		○	○		
Kazushige Nabuchi	Audit and Supervisory Board Member	○	○		○		
Yoshihide Horiguchi	Audit and Supervisory Board Member		○	○	○		
Toshiro Kawahara	Audit and Supervisory Board Member	○			○		

Note: "Industry knowledge" refers to the knowledge required to promote business in the fields of civil engineering, building construction, real estate, and their respective related areas.