This document has been translated from 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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

Securities code: 1780
June 11, 2024
(Commencement date of measures for electronic provision: June 5, 2024)

To Shareholders with Voting Rights:

Masaki Yamaura
Representative Director and
President
YAMAURA CORPORATION
22-1 Kitamachi, Komagane-shi,
Nagano, Japan

NOTICE OF
THE 65th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 65th Annual General Meeting of Shareholders of YAMAURA CORPORATION (the "Company") will be held as described below. In the convocation of this General Meeting of Shareholders, the Company takes measures for providing information in an electronic format and has posted this information as the "NOTICE OF THE 65th ANNUAL GENERAL MEETING OF SHAREHOLDERS" on the following website on the Internet.

With this notice of convocation, in accordance with the provisions of laws and regulations and the Articles of Incorporation, we have delivered to all shareholders the same documents as those delivered to shareholders who have made a request for the delivery of documents in a paper-based format.

[Company's website]
https://yamaura.co.jp/ir/material/

In addition to the above, this information has also been posted on the following website on the Internet:
[Tokyo Stock Exchange's website (Listed Company Search)]
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

Please enter the Company's issue name (company name) or securities code and click "Search," then select "Basic information" and "Documents for public inspection/PR information" to access the available information.

In lieu of attending the meeting in person, you may exercise your voting rights in writing (by post) or via the Internet, etc. Please review the "Guide to the Exercise of Voting Rights" on pages 3 and 4 (Japanese version only) and exercise your voting rights by 5:00 p.m. on Wednesday, June 26, 2024.

1. **Date and Time:** Thursday, June 27, 2024 at 10:00 a.m. Japan time

2. **Place:** 6F Conference Room, YAMAURA CORPORATION Head Office
22-1 Kitamachi, Komagane-shi, Nagano, Japan

3. Meeting Agenda:

Matters to be reported:

1. The Business Report and Consolidated Financial Statements for the Company's 65th Fiscal Year (April 1, 2023 - March 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company's 65th Fiscal Year (April 1, 2023 - March 31, 2024)

Proposals to be resolved:

Proposal 1:	Appropriation of Surplus
Proposal 2:	Election of Six (6) Directors (Excluding Directors who are Audit and Supervisory Committee Members)
Proposal 3:	Election of Four (4) Directors who are Audit and Supervisory Committee Members
Proposal 4:	Election of Accounting Auditor

4. Other Matters Determined for Convocation

Exercise of voting rights by proxy

If you are unable to attend the General Meeting of Shareholders, one other shareholder with voting rights may attend the meeting as your proxy. However, please note that this will require the submission of a document certifying the right of proxy.

If no indication of approval or disapproval is provided for each proposal on the Voting Rights Exercise Form, it will be treated as an indication of approval for the proposal.

……

1. If attending the meeting in person, we ask that you submit the enclosed Voting Rights Exercise Form at the reception desk.
2. In the event of any revisions being made to matters subject to the measures for electronic provision, the revised contents will be posted on the websites where the original contents are available.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

With regard to the year-end dividend for the fiscal year under review, the Company has taken its business performance into consideration and paid due attention to internal reserves, and proposes the appropriation of surplus as follows:

(1) Type of dividend property

Cash

(2) Matters concerning the allotment of dividend property to shareholders and the total amount

¥7.50 per share of common stock of the Company

Total amount: ¥141,954,210

(3) Effective date of distribution of surplus

June 28, 2024

Proposal 2: Election of Six (6) Directors (Excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all eight (8) current Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members). The selection of candidates for Directors is determined by the Board of Directors after consultation with the Nomination and Compensation Committee, a voluntary committee chaired by an Outside Director who is an independent Director and an Audit and Supervisory Committee Member, and of which the majority of members are independent Directors. The Audit and Supervisory Committee also deliberated on this proposal and concluded that there were no special matters to note.

The candidates for Directors, excluding Directors who are Audit and Supervisory Committee Members, are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	Masaki Yamaura (May 28, 1971)	November 2000 May 2005 July 2011 December 2011 December 2013 December 2014 April 2016 June 2019 June 2022	Joined the Company Manager, Saku Branch Manager, Komagane Branch Director and Manager, Komagane Branch Managing Director and Deputy General Manager, Management Division Director and Vice President Representative Director and Vice President Representative Director and President (to present) Representative Director and President of Yamaura Planning & Development Corp. (to present)	100,600
2	Shigeo Hoshina (September 9, 1956)	March 1982 April 1989 February 1998 December 1998 December 2002 December 2004 October 2006 December 2006 December 2007 December 2011 April 2021	Joined the Company Manager, Ina Branch General Manager, Construction Sales Department Director and General Manager, Construction Sales Department Managing Director and General Manager, Sales Division Senior Managing Director and General Manager, Sales Division Director and General Manager, Construction Business Division; General Manager, Sales Division Senior Managing Executive Officer and General Manager, Construction Business Division Senior Managing Director and General Manager, Construction Business Division; General Manager, Sales Division Director and Vice President; General Manager, Construction Business Department; Manager, Komagane Branch Director and Vice President; General Manager, Construction Business Department (to present)	15,000

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
3	Kimiaki Fujiki (August 22, 1958)	March 1977 April 1995 December 2002 December 2009 December 2011 June 2019	Joined the Company Manager, Matsumoto Branch Managing Executive Officer and Manager, Nagano Branch Director and Deputy General Manager, Sales Division; Manager, Nagano Branch Managing Director and General Manager, Sales Division Senior Managing Director and General Manager, Sales Division (to present)	8,500
4	Hirokatsu Kobayashi (February 8, 1957)	April 1975 October 2003 December 2009 June 2019	Joined the Company Executive Officer and General Manager, Technology Division Director and General Manager, Technology Division Managing Director and General Manager, Technology Division (to present)	22,500
5	Ryoichi Yamashita (May 10, 1956)	March 1979 October 2001 December 2002 December 2007	Joined the Company General Manager, Engineering Business Department Executive Officer and General Manager, Engineering Business Department Director and General Manager, Engineering Business Department (to present)	13,800
6	Kazunari Akahane (January 17, 1957)	August 2003 December 2011 December 2014 April 2020	Joined the Company Executive Officer and Deputy General Manager, Sales Division; Manager, Saku Branch Director and Deputy General Manager, Sales Division; Manager, Saku Branch Director and Deputy General Manager, Sales Division (to present)	17,435

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 contract to insure all Directors. The contract will cover damages that may arise due to insured Directors assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidates are appointed as Director, each of them will be insured under the insurance contract, which is to be renewed during their terms of office.

Proposal 3: Election of Four (4) Directors who are Audit and Supervisory Committee Members

The terms of office of three (3) current Directors who are Audit and Supervisory Committee Members, Sukemasa Murakami, Isamu Koike, Keiji Nakatsubo will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of four (4) Directors who are Audit and Supervisory Committee Members.

The Audit and Supervisory Committee has given its consent to this proposal.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	Hirokazu Hagihara (January 23, 1958)	April 1981 April 2013 April 2016 April 2018	Joined Komagane City Office General Manager, Industry Department General Manager, General Affairs Department Joined the Company Head of Internal Audit Department	—
2	Keiji Nakatsubo (December 8, 1955)	April 1974 July 2011 July 2012 July 2014 July 2015 August 2016 December 2016 June 2019	Management and Co-ordination Department, Co-ordination Division, Kanto-Shinetsu Regional Taxation Bureau District Director, Chichibu Tax Office Chief Examiner, First Large Enterprise Examination Group, Large Enterprise Examination and Criminal Investigation Department Director, Office of Litigation, First Taxation Department District Director, Kasukabe Tax Office Nakatsubo Keiji Tax Accountant Office Audit and Supervisory Committee Member and Outside Director of the Company (to present) Partner, Licensed Tax Accountant of Aobakaikei Tax Accountant Company (to present)	—
3	Masaaki Abe (October 31, 1960)	October 1986 April 1992 November 1992 December 2011	Nagoya Office, Shinko Audit Corporation Representative of Abe Masaaki Certified Public Accountant Office (to present) Representative of Abe Masaaki Tax Accountant Office Representative of Abe Masaaki Tax Accountant Corporation (to present) Substitute Outside Auditor of Fuji Co., Ltd.	—
4	Fumio Nakamura (November 28, 1957)	April 1976 July 2008 July 2012 July 2015 July 2017 September 2018	Management and Co-ordination Department, Co-ordination Division, Kanto-Shinetsu Regional Taxation Bureau Chief Examiner, Third Large Enterprise Examination Group, Large Enterprise Examination and Criminal Investigation Department , District Director, Numata Tax Office Deputy Assistant Regional Commissioner, Large Enterprise Examination and Criminal Investigation Department District Director, Mito Tax Office Nakamura Fumio Tax Accountant Office (to present)	—

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

2. Mr. Keiji Nakatsubo, Mr. Masaaki Abe, and Mr. Fumio Nakamura are candidates for Outside Directors who are Audit and Supervisory Committee Members.

3. Mr. Keiji Nakatsubo is currently an Outside Director who is an Audit and Supervisory Committee Member of the Company, and his term of office as an Outside Director who is an

Audit and Supervisory Committee Member will be seven years and six months at the conclusion of this General Meeting.
Mr. Keiji Nakatsubo possesses qualifications as a tax accountant and has a wealth of practical experience and extensive knowledge as a tax and accounting specialist. The Company nominates him as an Outside Director who is an Audit and Supervisory Committee Member as it expects that he will be able to utilize his experience in management guidance at an accounting firm in the Company's audits and supervision.

4. Mr. Masaaki Abe possesses qualifications as a tax accountant and certified public accountant and has a wealth of practical experience and extensive knowledge as a tax and accounting specialist. The Company nominates him as an Outside Director who is an Audit and Supervisory Committee Member as it expect that he will be able to utilize his experience in the Company's audits and supervision.
5. Mr. Fumio Nakamura possesses qualifications as a tax accountant. The Company nominates him as an Outside Director who is an Audit and Supervisory Committee Member as it expects that he will be able to utilize his practical experience and extensive knowledge as a tax and accounting specialist in the Company's audits and supervision.
6. Mr. Hirokazu Hagihara has worked with the Audit and Supervisory Committee to establish the governance of the Company as Head of Internal Audit Department. The Company nominates him as a Director who is an Audit and Supervisory Committee Member as it expects that he will be able to utilize his experience to strengthen the functions of the Audit and Supervisory Committee.
7. Mr. Keiji Nakatsubo, Mr. Masaaki Abe, and Mr. Fumio Nakamura are candidates for independent Directors based on the regulations of the Tokyo Stock Exchange, Inc.
8. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Keiji Nakatsubo to limit his liability for damages under Article 423, Paragraph 1 of the same Act. The liability shall not exceed the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. If Mr. Keiji Nakatsubo is reappointed, the Company plans to continue the aforementioned agreement with him, and if Mr. Masaaki Abe, Mr. Fumio Nakamura, and Mr. Hirokazu Hagihara are elected, the Company plans to enter into the aforementioned agreement with them.
9. The Company has entered into a directors and officers liability insurance contract to insure all Directors who are Audit and Supervisory Committee Members. The contract will cover damages that may arise due to insured Directors who are Audit and Supervisory Committee Members assuming liability for their execution of duties , or receiving a claim for the pursuit of such liability. If the candidates are appointed as Directors who are Audit and Supervisory Committee Members, each of them will be insured under the insurance contract, which is to be renewed during their terms of office.

Proposal 4: Election of Accounting Auditor

The term of office of Seiei Limited Liability Audit Corporation, the Accounting Auditor of the Company, will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of a new Accounting Auditor.

This proposal is based on the decision of the Audit and Supervisory Committee. The Audit and Supervisory Committee selected Kagayaki Audit Corporation as the candidate for Accounting Auditor because, considering the number of years of continuous auditing by the current Accounting Auditor, it can expect audits from a new perspective by appointing Kagayaki Audit Corporation. Furthermore, the Audit and Supervisory Committee has judged the audit firm to be suitable for the position as a result of its examination into the expertise, independence, quality control system, and audit system of the audit firm that are suitable for the scale of the Company's business.

The name of the candidate for Accounting Auditor, the location of its principal office, and its history are as follows:

As of May 1, 2024

Name	Kagayaki Audit Corporation	
Principal office	JP Tower Nagoya, 1-1-1 Meieki, Nakamura-ku, Nagoya-shi, Aichi	
History	April 2003 Established	
Paid-in capital	¥9 million	
Personnel composition	Partner (Japan Certified Public Accountant)	13
	Staff (Japan Certified Public Accountant)	62
	Others	7
	Total	82
Involved companies	84	

(Reference) Expertise and experience possessed by each candidate in Proposal 2 and Proposal 3 (Skills Matrix)

Name			Corporate management	Technology production/ quality management	Sales/ marketing	ESG	Finance/ accounting	Legal affairs/ risk management	Personnel affairs/ human resource development
Masaki Yamaura			○	○	○			○	○
Shigeo Hoshina			○		○	○		○	○
Kimiaki Fujiki			○	○	○				○
Hirokatsu Kobayashi				○		○		○	○
Ryoichi Yamashita				○	○				○
Kazunari Akahane					○		○	○	○
Hirokazu Hagihara	Audit and Supervisory Committee Member					○		○	○
Keiji Nakatsubo	Audit and Supervisory Committee Member	Outside	○				○	○	○
Masaaki Abe	Audit and Supervisory Committee Member	Outside	○			○	○		
Fumio Nakamura	Audit and Supervisory Committee Member	Outside					○	○	○

(Note) The above table does not indicate all of the expertise and experience possessed by each candidate.