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December 4, 2024
Securities Code: 9699

To our shareholders:

Masashi Nishio
President
NISHIO HOLDINGS CO., LTD.
1-11-17 Higashi-Shinsaibashi, Chuo-ku,
Osaka-shi

Notice of the 66th Annual General Meeting of Shareholders

We are pleased to announce the 66th Annual General Meeting of Shareholders of NISHIO HOLDINGS CO., LTD. (the "Company"), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on each of the following websites. Please access either of those websites to review the information.

The Company's website:

https://nishio-grp.co.jp/ir/irlibrary/business/ (in Japanese)

Website for informational materials for the general meeting of shareholders:

https://d.sokai.jp/9699/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 "NISHIO HOLDINGS" in "Issue name (company name)" or the Company's securities code "9699" 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].")

If you are unable to attend the meeting in person, you can exercise your voting rights via the Internet, etc. or in writing (by postal mail). We kindly ask you to review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Wednesday, December 18, 2024 (JST).

1.	**Date and Time:**	Thursday, December 19, 2024 at 10:00 a.m. (JST) (Reception opens at 9:00 a.m.)
2.	**Venue:**	Sakishima Morena, NISHIO RENT ALL CO., LTD. 1-12-10 Nankokita, Suminoe-ku, Osaka-shi
3.	**Purpose of the Meeting:**	**Matters to be reported:** 1. The Business Report, Consolidated Financial Statements for the 66th fiscal year (from October 1, 2023 to September 30, 2024) and results of audits of the Consolidated Financial Statements by the Account Auditor and the Audit and Supervisory Board 2. Non-consolidated Financial Statements for the 66th fiscal year (from October 1, 2023 to September 30, 2024)
		Matters to be resolved: **Proposal No. 1:** Appropriation of Surplus **Proposal No. 2:** Election of Six Directors

- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the aforementioned websites containing the items subject to measures for electronic provision.
- For this general meeting of shareholders, we have delivered paper-based documents stating the items subject to measures for electronic provision to all shareholders, regardless of whether or not they have requested them. Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the Notes to the Consolidated Financial Statements and the Notes to the Non-consolidated Financial Statements are not provided in the paper-based documents delivered to shareholders. The Audit and Supervisory Board Members and the Account Auditor have audited the documents subject to audit, including these items.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1: Appropriation of Surplus

The Company has given consideration to matters including the business performance of the fiscal year under review and future business development, and it proposes the appropriation of surplus as follows:

1. Year-end dividends

1.	Type of dividend property	To be paid in cash.
2.	Allotment of dividend property and their aggregate amount	The Company proposes to pay a dividend of ¥126 per common share of the Company. In this event, the total dividends will be ¥3,498,005,196.
3.	Effective date of dividends of surplus	The effective date of dividends will be Friday, December 20, 2024.

Proposal No. 2: Election of Six Directors

At the conclusion of this meeting, the terms of office of the six Directors, Masashi Nishio, Yoshihiro Tonomura, Kazuo Yotsumoto, Shinichi Seo, Tetsumi Shimanaka, and Kumiyo Nakakoji will expire. Therefore, the Company proposes the election of six Directors. The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibility in the Company	Attendance at the Board of Directors meetings
1	Masashi Nishio Reelection	President	12/12 (100%)
2	Yoshihiro Tonomura Reelection	Director In charge of special assignments	12/12 (100%)
3	Kazuo Yotsumoto Reelection	Director In charge of administrative departments	12/12 (100%)
4	Shinichi Seo Reelection	Director In charge of safety and quality department	11/12 (92%)
5	Kumiyo Nakakoji Reelection Outside Independent	Director	12/12 (100%)
6	Sayuri Mitsuhashi New election Outside Independent	–	–

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Reelection Masashi Nishio (August 4, 1960)	Jan. 1987 Joined the Company Dec. 1988 Director Dec. 1992 Managing Director June 1994 President (current position) June 1999 Director of Sacos Corporation June 2003 Director and Chairman (current position) Oct. 2022 President of NISHIO RENT ALL SPLIT PREPARATION CO., LTD. (currently NISHIO RENT ALL CO., LTD.) (current position) (Significant concurrent positions outside the Company) President of NISHIO RENT ALL CO., LTD. Director and Chairman of Sacos Corporation	1,311,178
2	Reelection Yoshihiro Tonomura (July 12, 1955)	Mar. 1978 Joined the Company Dec. 1997 Director (current position) Oct. 1998 Branch Manager of Tokyo branch office June 2000 Director of Sacos Corporation (current position) Dec. 2008 Managing Director of the Company Dec. 2011 Executive Managing Director Apr. 2023 In charge of special assignments (current position) (Significant concurrent positions outside the Company) Director of Sacos Corporation	26,780
3	Reelection Kazuo Yotsumoto (June 8, 1959)	Apr. 1980 Joined the Company Oct. 2004 General Manager of Accounting Dept. Oct. 2016 General Manager of President's Office Dec. 2016 Executive Officer Dec. 2018 Director (current position) Head of Administrative Divisions in Head Quarters Oct. 2022 Director of NISHIO RENT ALL SPLIT PREPARATION CO., LTD. (currently NISHIO RENT ALL CO., LTD.) (current position) Apr. 2023 In charge of administrative departments of the Company (current position) (Significant concurrent positions outside the Company) Director of NISHIO RENT ALL CO., LTD.	9,960
4	Reelection Shinichi Seo (March 8, 1959)	Apr. 1982 Joined Sacos Corporation June 2002 Director, General Manager of Tokyo Sales Department Dec. 2005 Managing Director Dec. 2009 President (current position) Apr. 2023 Director of the Company (current position) In charge of safety and quality department (current position) (Significant concurrent positions outside the Company) President of Sacos Corporation	300

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Reelection Outside Independent Kumiyo Nakakoji (June 15, 1963)	Apr. 1994 Adjunct Associate Professor of Nara Institute of Science and Technology July 1995 Adjunct Associate Professor of Faculty of Computer Science, University of Colorado, U.S.A. Apr. 2002 Project Professor of Research Center for Advanced Science and Technology, The University of Tokyo June 2011 Director of Key Technology Laboratory, Software Research Associates, Inc. July 2013 Program-Specific Professor of Center for the Promotion of Interdisciplinary Education and Research, Kyoto University Apr. 2019 Professor of School of Systems Information Science, Future University Hakodate (current position) Apr. 2023 Director of the Company (current position) (Significant concurrent positions outside the Company) Professor of School of Systems Information Science, Future University Hakodate	–
6	New election Outside Independent Sayuri Mitsuhashi (May 14, 1965)	Apr. 1991 Joined Ministry of Construction (currently the Ministry of Land, Infrastructure, Transport and Tourism) June 2011 Deputy Mayor of Ichihara City July 2021 Director-General of Water Resources Department, Water and Disaster Management Bureau, Ministry of Land, Infrastructure, Transport and Tourism Secretary-General of the Cabinet Secretariat, Headquarters for Water Cycle Policy Oct. 2022 Councilor of Japan Construction Information Center (current position) (Significant concurrent positions outside the Company) Councilor of Japan Construction Information Center	–

(Notes) 1. There is no special interest between any of the candidates and the Company.

2. Kumiyo Nakakoji and Sayuri Mitsuhashi are candidates for outside Directors.

3. The Company has nominated Kumiyo Nakakoji as a candidate for outside Director because it expects that her specialist expertise and abundant experience centered on the field of information and communications as an experienced academic can be reflected in the management of the Company. She has never been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an outside Director based on the above reasons.

4. The Company has nominated Sayuri Mitsuhashi as a candidate for outside Director because it expects that her abundant experience and broad insight acquired from many years of service with the Ministry of Land, Infrastructure, Transport and Tourism can be reflected in the management of the Company. She has never been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an outside Director based on the above reasons.

5. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act and the Articles of Incorporation, the Company has entered into an agreement with Kumiyo Nakakoji to limit her liability for damages as stipulated by 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 Article 425, paragraph (1) of the Companies Act. If her reelection is approved, the Company plans to renew this agreement with her. If the election of Sayuri Mitsuhashi is approved, the Company also plans to enter into a limited liability agreement of the same content with her.

6. The Company has entered into a directors and officers liability insurance policy with an insurance company in accordance with Article 430-3, paragraph (1) of the Companies Act. If the election of each candidate is approved, the candidate will be included as an insured in the policy.

   In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.

7. Kumiyo Nakakoji is currently an outside Director of the Company. At the conclusion of this meeting, her tenure as outside Director will be one year and eight months.
8. The Company has submitted notification to the Tokyo Stock Exchange that Kumiyo Nakakoji has been designated as an independent officer as provided for by the aforementioned exchange. If her reelection as candidate is approved, the Company plans for her designation as independent officer to continue. If the election of Sayuri Mitsuhashi is approved, the Company also plans to designate her as an independent officer.