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Securities Code: 6564
June 10, 2025
Start date of measures for electronic provision: June 6, 2025

To Our Shareholders:

Keiko Kato, President and Representative Director
MIDAC HOLDINGS CO., LTD.
2163, Aritamaminami-machi, Chuo-ku, Hamamatsu-shi, Shizuoka

Notice of the 61st Annual General Meeting of Shareholders

We are pleased to announce the 61st Annual General Meeting of Shareholders of MIDAC HOLDINGS CO., LTD. (the "Company"), which will be held as described below.

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.midac.jp/ (in Japanese)
(From the above website, select "Investor Relations," "Shares," and then "General Meeting of Shareholders.")

Website for posted informational materials for the general meeting of shareholders:
https://d.sokai.jp/6564/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 "MIDAC HOLDINGS" in "Issue name (company name)" or the Company's securities code "6564" 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, you can exercise your voting rights in writing or via the Internet, etc. after reviewing the Reference Documents for the General Meeting of Shareholders below. Please either indicate your approval or disapproval of the proposals on the Voting Rights Exercise Form sent out with this notice and send it back or access the website designated by the Company for exercising voting rights indicated on the Voting Rights Exercise Form to exercise your voting rights by using the Internet, etc. by no later than 5:00 p.m. on Thursday, June 26, 2025 (JST).

1. **Date and Time:** Friday, June 27, 2025 at 10:00 a.m. (JST) (Reception will open at 9:30 a.m.)
2. **Venue:** Okura Act City Hotel Hamamatsu 4F Banquet room "Heian"
   111-2, Itaya-machi, Chuo-ku, Hamamatsu-shi, Shizuoka
3. **Meeting Agenda:**

Items to be reported:

1. The Business Report, the Consolidated Financial Statements and the Audit Results of Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee for the Company's 61st Fiscal Year (April 1, 2024 to March 31, 2025)
2. The Non-consolidated Financial Statements for the Company's 61st Fiscal Year (April 1, 2024 to March 31, 2025)

Items to be resolved:

Proposal No. 1 Election of Five Directors (Excluding Audit and Supervisory Committee Members)
Proposal No. 2 Election of Three Directors Who Are Audit and Supervisory Committee Members
Proposal No. 3 Election of One Director Who Is a Substitute Audit and Supervisory Committee Member

4. **Resolutions Concerning the Convocation**

(1) When exercising voting rights in writing (via postal mail), if neither approval nor disapproval of each proposal is indicated on the voting form, we will assume that you indicated your approval of the proposal.
(2) Please note that your online vote will prevail should you exercise your voting rights both in writing (via postal mail) and via the Internet, etc. If you exercise your voting rights more than once via the Internet, etc., only the last vote shall be deemed effective.
(3) If you exercise your voting rights by proxy, you may designate one other shareholder holding voting rights of the Company to attend the meeting. Please note, however, that it is necessary to submit a document proving the authority of proxy.

[Points to Note]

- When attending the meeting in person, please hand in the Voting Rights Exercise Form sent out with this notice to the reception desk at the meeting venue. Please note that admission to the venue is scheduled to begin at 9:30 a.m., and shareholders will not be allowed entry before that time.
- Please also bring with you the Notice of the Annual General Meeting of Shareholders to save resources.
- For this general meeting of shareholders, we have delivered paper-based documents stating matters subject to measures for electronic provision to all shareholders, regardless of whether or not they have requested them.
- In the event of any corrections to matters subject to measures for electronic provision, a notification to that effect, and the corrected and pre-corrected versions of these matters will be made available on the Company's aforementioned website, the website for posted informational materials for the general meeting of shareholders and the TSE website.
- Please be aware that there will be no gifts for shareholders who attend the meeting.
  We would appreciate your understanding and cooperation.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Election of Five Directors (Excluding Audit and Supervisory Committee Members)

The terms of office of all the Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies to the rest of this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of five Directors. With regard to this proposal, the Audit and Supervisory Committee of the Company has judged that all of the Director candidates are well qualified for the position.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Keiko Kato (June 1, 1970)	Jan. 2001 Registered as a certified public tax accountant Aug. 2006 Director of MIDAC HOLDINGS CO., LTD. Apr. 2010 Director of the Company June 2016 Director of MIDAC HAMANA CO., LTD. (currently, MIDAC CO., LTD.) Apr. 2019 President and Representative Director of the Company (current position) Sept. 2021 President and Representative Director of MIDAC CO., LTD. (current position)	685,691
	(Reasons for nomination as candidate for Director) Ms. Kato is currently President and Representative Director of the Company in charge of the Safety Management Office and Internal Audit Office, and is responsible for the overall management of the MIDAC Group. With years of experience as General Manager of the Administration Department and excellent knowledge to appropriately and fairly carry out the Company's accounting, financial, and general affairs operations, she is adequately exercising her role in making decisions on important matters and supervising the execution of duties by each Director. The Company has therefore judged that she is qualified for the position of Director of the Company and proposes her re-election as a Director.		
2	Hiroyuki Kumagai (January 16, 1960)	Mar. 1980 Joined Kojima Cleaning Co., Ltd. (currently, the Company) Sept. 1984 Director July 2004 Senior Managing Director of MIDAC HOLDINGS CO., LTD. Apr. 2010 Senior Managing Director of the Company (current position) Dec. 2015 President and Representative Director of MIDAC HAMANA CO., LTD. (currently, MIDAC CO., LTD.) Sept. 2021 Senior Managing Director of MIDAC CO., LTD. (current position)	1,161,731
	(Reasons for nomination as candidate for Director) Mr. Kumagai has many years of experience in overall waste disposal operation (final treatment, intermediate treatment, and collection and transportation) and is currently a Director in charge of the Sales Management Department and the Collection and Transportation Management Department. He has significantly contributed to the enhanced performance of the Company. The Company has therefore judged that he is qualified for the position of Director of the Company and proposes his re-election as a Director.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	Yasuho Takeda (July 29, 1967)	May 2004 Joined the Company Apr. 2006 Director of MIDAC HOLDINGS CO., LTD. Apr. 2010 Director of the Company (current position) Apr. 2022 Director of MIDAC CO., LTD. Apr. 2023 General Manager of Shinagawa Office of the Company (current position)	373,738
	(Reasons for nomination as candidate for Director) Mr. Takeda was in charge of the sales sector for many years and also has experience in the management sector. Currently, he serves as a Director in charge of the Business Development Department and is committed to winning and developing new contracts. The Company believes that his broad knowledge and negotiating skills are necessary for the Company's significant growth, and has therefore judged that he is qualified for the position of Director of the Company and proposes his re-election as a Director.		
4	Hiroaki Takada (April 9, 1968)	Dec. 2006 Joined MIDAC HOLDINGS CO., LTD. June 2007 Director Apr. 2010 Director of the Company (current position) Apr. 2022 Director of MIDAC CO., LTD.	381,314
	(Reasons for nomination as candidate for Director) Mr. Takada has many years of experience in corporate planning and currently serves as a Director and the General Manager of the Planning Department. He has a track record of taking the initiative in formulation and management of the medium-term management plan, along with M&A and other matters, and has a good grasp of the Company's overall organization. The Company has therefore judged that he is qualified for the position of Director of the Company and proposes his re-election as a Director.		
5	Kiyohiko Suzuki (September 7, 1973)	Feb. 2000 Joined the Company Oct. 2006 Director of the Company General Manager of Sales Department Apr. 2008 Director and Plant Manager of MIDAC FUJINOMIYA CO., LTD. June 2019 Director of the Company (current position) Apr. 2022 Director of MIDAC CO., LTD. (current position)	155,272
	(Reasons for nomination as candidate for Director) Mr. Suzuki has many years of experience in overall waste disposal operation (final treatment and intermediate treatment) and currently serves as a Director and the General Manager of the Operations Management Department. Given his extensive track record in waste treatment, the Company believes that he is the right person to promote the Company's sustained growth, and has therefore judged that he is qualified for the position of Director of the Company and proposes his re-election as a Director.		

Notes:
1. Position and responsibility in the Company, and significant concurrent positions outside the Company held by the five candidates who are currently Directors of the Company are as described in the Business Report (page 16) (available in Japanese only) included in the Notice of the 61st Annual General Meeting of Shareholders.
2. There is no special interest between any of the candidates and the Company.
3. The number of the Company's shares owned by each candidate includes their shares in the MIDAC Group Directors' Shareholding Association and indicates the number of shares as of the end of the fiscal year under review (March 31, 2025).
4. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers legal compensation for damages and litigation costs to be borne by the insured persons. If the election of each candidate is approved, they will be included as an insured person under the insurance agreement. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.
5. In the past, the Company established MIDAC HOLDINGS CO., LTD. having the same name as the Company on July 28, 2004, which was merged with the then MIDAC CO., LTD. (currently MIDAC HOLDINGS CO., LTD.) on April 1, 2010, and dissolved.
6. The Company changed its trade name from MIDAC CO., LTD. to MIDAC HOLDINGS CO., LTD. on September 1, 2021. In addition, effective April 1, 2022, the Company conducted a company split and reorganized the Group to have the newly established MIDAC LINER CO., LTD. take over the Company's collection and transportation business (collection and transport of general waste), while having the wholly consolidated subsidiaries MIDAC CO., LTD. and SANKO CO., LTD. take over the Company's waste treatment operations (collection and transport of industrial waste).

Proposal No. 2 Election of Three Directors Who Are Audit and Supervisory Committee Members

The terms of office of three Directors, Yoshitake Kawakami, Shinji Ishikawa and Tetsuya Okugawa, who are Audit and Supervisory Committee Members, will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of three Directors who are Audit and Supervisory Committee Members. The Company has obtained approval for this proposal from the Audit and Supervisory Committee.
The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

<table>
<tr><th>Candidate No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="2">1</td><td>Yoshitake Kawakami
(June 10, 1958)</td><td>Apr. 1981
Mar. 1983
May 2019

Aug. 2022
June 2023</td><td>Joined Saiden Chemical Industry Co., Ltd.
Joined Miyama, Inc.
Joined MIDAC CO., LTD. (currently, the Company)
Acting Director of Internal Audit Office
Director who is a standing Audit and Supervisory Committee Member of the Company (current position)</td><td>218</td></tr>
<tr><td colspan="4">(Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member)
Mr. Kawakami has a track record as a standing Audit and Supervisory Committee Member of the Company, and worked at Miyama, Inc. which is engaged in comprehensive environmental business, serving as General Manager of Sales Division among other positions. Afterward, he joined the Company to work for the Business Development Department, Marketing Department, and Internal Audit Office. He also has a wealth of experience and knowledge of other companies and the Company as well as knowledge in the chemicals field. The Company has therefore judged that he is capable of appropriately fulfilling duties as an Audit and Supervisory Committee Member of the Company, and proposes his election as a Director who is an Audit and Supervisory Committee Member.</td></tr>
<tr><td rowspan="2">2</td><td>Shinji Ishikawa
(September 18, 1966)</td><td>Apr. 1997
Oct. 2001

Apr. 2015
Apr. 2017

June 2019</td><td>Registered as an attorney
Partner (Representative Partner) at Chukyo Law Office (current position)
Vice Chairperson of Aichi Bar Association
Vice President-Aichi of Houterasu (Japan Legal Support Center) (current position)
Outside Director who is an Audit and Supervisory Committee Member of the Company (current position)</td><td>2,191</td></tr>
<tr><td colspan="4">(Reasons for nomination as candidate for outside Director who is an Audit and Supervisory Committee Member and outline of expected roles)
Mr. Ishikawa has expertise and a wide range of experience as an attorney. The Company has therefore judged that he is capable of fulfilling duties as an Audit and Supervisory Committee Member of the Company, such as providing objective opinions from a neutral standpoint and giving specific suggestions for important contracts, and proposes his election as an outside Director who is an Audit and Supervisory Committee Member.</td></tr>
</table>

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Tetsuya Okugawa (July 21, 1962)	Apr. 1985	Appointment at Nagoya Regional Taxation Bureau	1,604
		Sept. 1993	Joined SATO Sumio Certified Public Tax Accountant Office (currently Meinan Consulting Network)	
		Oct. 1993	Registered as a certified public tax accountant	
		Oct. 1994	Joined NODA C.P.A. Accounting/Certified Public Tax Accountant Firm (currently Deloitte Tohmatsu Tax Co.)	
		Jan. 2001	Joined SOBUE Yoshio Certified Public Accountant/Certified Public Tax Accountant Firm	
		June 2007	Partner of Deloitte Tohmatsu Tax Co.	
		Apr. 2013	Visiting Professor at Graduate School of Law of Nagoya University of Economics (current position)	
		Apr. 2018	Established Okugawa Certified Public Tax Accountant Firm, President of the Firm (current position)	
		June 2021	Outside Director who is an Audit and Supervisory Committee Member of the Company (current position)	
		June 2024	Outside Director of CANOX CORP. (current position)	
	(Reasons for nomination as candidate for outside Director who is an Audit and Supervisory Committee Member and outline of expected roles) As a certified public tax accountant, Mr. Tetsuya Okugawa has considerable knowledge and a wealth of practical experience concerning finance and accounting. The Company has therefore judged that he is capable of providing objective opinions from a neutral standpoint and fulfilling duties as an Audit and Supervisory Committee Member of the Company, and proposes his election as an outside Director who is an Audit and Supervisory Committee Member.			

Notes:
1. Position and responsibility in the Company, and significant concurrent positions outside the Company held by the three candidates who are currently Directors who are Audit and Supervisory Committee Members of the Company are as described in the Business Report (page 16) (available in Japanese only) included in the Notice of the 61st Annual General Meeting of Shareholders.
2. There is no special interest between any of the candidates and the Company.
3. Shinji Ishikawa and Tetsuya Okugawa are candidates for outside Director.
   The term of office for Shinji Ishikawa as an outside Director who is an Audit and Supervisory Committee Member is six years, and that for Tetsuya Okugawa is four years.
4. The Company has entered into an agreement with Shinji Ishikawa and Tetsuya Okugawa, outside Directors who are Audit and Supervisory Committee Members, to limit their liability for damages under Article 423, paragraph 1 of the Companies Act, pursuant to the provisions of Article 427, paragraph 1 of the said Act.
   The maximum amount of liability for damages defined in the agreement is the minimum liability amount provided for under Article 425, paragraph 1 of the said Act. If the re-election of Shinji Ishikawa and Tetsuya Okugawa is approved, the Company plans to continue the said agreement with them.
5. The Company has designated Shinji Ishikawa and Tetsuya Okugawa as independent officers as defined by the Tokyo Stock Exchange and the Nagoya Stock Exchange, and notified these exchanges to that effect. If the re-election of Shinji Ishikawa and Tetsuya Okugawa is approved, the Company plans to continue to designate them as independent officers.
6. The number of the Company's shares owned by each candidate includes their shares in the MIDAC Group Directors' Shareholding Association and indicates the number of shares as of the end of the fiscal year under review (March 31, 2025).
7. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers legal compensation for damages and litigation costs to be borne by the insured persons. If the election of each candidate is approved, they will be included as an insured person under the insurance agreement. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.

[Reference] Composition of the Board of Directors

The Company elects Director candidates based on judging elements, such as industrial experience, expertise, personal traits and diversity, in accordance with the procedure set out in the officers' regulations. The Company elects outside Directors who are Audit and Supervisory Committee Members in consideration of knowledge on judicial matters, accounting, tax, etc. The Skills Matrix of Directors is as follows.

Position	Name	◇ Female □ Male	Management	Finance/ Accounting/ Taxation	Legal affairs	Sales & marketing	Technology development	IR	Risk
Representative Director	Keiko Kato	◇	●	●	●			●	●
Senior Managing Director	Hiroyuki Kumagai	□	●			●	●		●
Director	Yasuho Takeda	□	●			●	●		●
Director	Hiroaki Takada	□	●	●				●	●
Director	Kiyohiko Suzuki	□	●			●	●		●
Director Audit and Supervisory Committee Member	Yoshitake Kawakami	□				●	●		●
Director Audit and Supervisory Committee Member	Shinji Ishikawa	□	●		●				
Director Audit and Supervisory Committee Member	Tetsuya Okugawa	□	●	●	●				
Director Audit and Supervisory Committee Member	Hatsuo Hyoyama	□	●	●					

Proposal No. 3 Election of One Director Who Is a Substitute Audit and Supervisory Committee Member

In order to prepare for cases where the number of Directors who are Audit and Supervisory Committee Members is less than that stipulated by laws and regulations, the Company proposes to elect one Director who is a substitute Audit and Supervisory Committee Member. The election under this proposal shall be effective until the commencement of the Annual General Meeting of Shareholders for the last fiscal year to end within two years of this resolution in accordance with the provisions of the Articles of Incorporation. The Company has obtained approval for this proposal from the Audit and Supervisory Committee.

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

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
Atsuo Inukai (April 30, 1975)	Oct. 2004	Registered as an attorney Joined Hosoi Law Office (currently Taiju Law Office)	-
	Nov. 2011	Established Inukai Law Office President of the Office (current position)	
	Jan. 2012	Part-time lecturer at School of Law Nagoya University (current position)	
	Apr. 2016	Member of the Komaki City Administrative Complaint Review Board (current position)	
	Apr. 2023	Chairperson of the Children's Rights Committee, Aichi Bar Association (current position)	
(Reasons for nomination as candidate for outside Director who is a substitute Audit and Supervisory Committee Member and outline of expected roles) While having never directly engaged in management, Mr. Atsuo Inukai has expertise and a wide range of experience as an attorney. The Company has therefore judged that he is capable of providing objective opinions from a neutral standpoint and fulfilling duties as an Audit and Supervisory Committee Member of the Company, and proposes his election as a Director who is a substitute outside Audit and Supervisory Committee Member.			

Notes:
1. There is no special interest between Atsuo Inukai and the Company.
2. Atsuo Inukai is a candidate for a substitute outside Director.
3. If Atsuo Inukai assumes the position of a Director who is an Audit and Supervisory Committee Member, the Company plans to enter into an agreement with him to limit his liability for damages under Article 423, paragraph 1 of the Companies Act, pursuant to the provisions of Article 427, paragraph 1 of the said Act. The maximum amount of liability for damages defined in the agreement is the amount provided for under Article 425, paragraph 1 of the Companies Act.
4. If Atsuo Inukai assumes the position of an outside Director who is an Audit and Supervisory Committee Member, he satisfies the requirements for an independent officer as defined by the Tokyo Stock Exchange and the Nagoya Stock Exchange, and the Company plans to designate him as an independent officer.
5. The number of the Company's shares owned by Atsuo Inukai indicates the number of shares as of the end of the fiscal year under review (March 31, 2025).
6. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers legal compensation for damages and litigation costs to be borne by the insured persons. If Atsuo Inukai is elected as outside Director who is an Audit and Supervisory Committee Member, he will be included as an insured person under the insurance agreement. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.