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(Stock Exchange Code 8841)
June 6, 2025

To Shareholders with Voting Rights:

Takuo Otani
Representative Director
& President
TOC Co., Ltd.
7-22-17 Nishi-Gotanda,
Shinagawa-ku, Tokyo

NOTICE OF
THE 59TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

The 59th Annual General Meeting of Shareholders (the "Meeting") of TOC Co., Ltd. (the "Company") will be held as follows. The Company has adopted electronic provisioning measures for the convocation of this general meeting of shareholders, and has posted the matters for electronic provision on the following website.

Our website:
https://www.toc.co.jp/toc/ir-new/ir/shareholders/

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

Tokyo Stock Exchange Website:
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show
Please access the above website, enter or search for our company name or stock exchange code, and select "Basic information" and "Documents for public inspection/PR information" in that order.

Other website:
https://d.sokai.jp/8841/teiji/

If you are not attending the Meeting, the Company recommends that you exercise your voting rights in writing or via electromagnetic devices (the Internet, etc.). Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights either by indicating your approval or disapproval on the enclosed Voting Rights Exercise Form and returning it by post, or on the Electronic Voting Platform (https://evote.tr.mufg.jp) designated by the Company, by 5:00 p.m. Japan time on Thursday, June 26, 2025.

1. **Date and Time:** Friday, June 27, 2025 at 10:00 a.m. Japan time

2. **Place:** Special Hall on the 13th floor of TOC Building
7-22-17 Nishi-Gotanda, Shinagawa-ku, Tokyo, Japan
(The location for this year's Annual General Meeting of Shareholders has changed from last year. Please refer to the map provided on the final page for directions to the new venue.)

3. **Meeting Agenda:**

Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company's 59th Fiscal Year (April 1, 2024 - March 31, 2025) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company's 59th Fiscal Year (April 1, 2024 - March 31, 2025)

Proposals to be resolved:

Proposal Appropriation of Surplus

When attending the Meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. If attending the meeting by proxy, the proxy must present to the receptionist at the meeting an item showing authority to act as proxy together with the Voting Rights Exercise Form.

If no indication of approval or disapproval is made on the Voting Rights Exercise Form, it will be treated as an indication of approval of the agenda.

Reference Documents for the General Meeting of Shareholders are also sent to shareholders who have not requested the delivery of the documents.

In accordance with laws and regulations and the Articles of Incorporation of the Company, the following matters are excluded from the document we are sending to the shareholders who have requested the delivery thereof. Therefore, this document is a part of the documents audited by the Corporate Auditors and the Accounting Auditor in preparing the audit report.

・Notes to Consolidated Financial Statements

・Notes to Non-consolidated Financial Statements

In the event of any modifications to the matters for electronic provision, the modifications will be posted on the respective websites where they are posted.

Please note that no gifts will be distributed to shareholders attending the Meeting. No drinks will be offered, either. We appreciate your understanding in this matter.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal: Appropriation of Surplus

The Company's basic policy with regard to the distribution of profits is to maintain stable and continuous dividends comprehensively taking into account business results and payout ratio, etc. while considering trends in business performance and keeping in mind internal reserves for future business development and the strengthening of our management foundation.

Based on the policy above, it is proposed that year-end dividends for the 59th fiscal year be distributed as follows taking into consideration the earnings situation and future business development.

(1) Type of dividend assets
Cash

(2) Allocation of dividend assets to the shareholders and total amount of dividends
Amount per share of common stock: ¥5
Total dividends: ¥440,995,615
Note: The annual dividend for the 59th fiscal year, including the interim dividend, is ¥10 per share.

(3) Date on which the dividend of surplus becomes effective
June 30, 2025