(Securities code: 9880)

June 6, 2025

To our shareholders

Nobuyuki Otsuka, President and Representative Director
INNOTECH CORPORATION
3-17-6 Shin-yokohama, Kouhoku-ku, Yokohama-shi, Kanagawa, JAPAN

Notice of the 39th Annual General Meeting of Shareholders

We would like to inform our shareholders that the 39th Annual General Meeting of Shareholders of INNOTECH CORPORATION (hereinafter "the Company") will be held as described below.

As INNOTECH convokes this Annual General Meeting of Shareholders, we provide the information which is the content of Reference Documents for General Meeting of Shareholders by electronic means (the matters for which electronic provision measures should be taken). The documents are posted on the Company's website.

Also, the matters for which electronic provision measures should be taken are posted on both Website for Posting Materials for the General Meeting of Shareholders and the Tokyo Stock Exchange (TSE) website

INNOTECH website:
https://www.innotech.co.jp/english/
(Access to the website, and select "IR Information" "IR Calendar" "General Meeting of Shareholders" from the menu in order).

Website for Posting Materials for the General Meeting of Shareholders:
https://d.sokai.jp/9880/teiji/

Tokyo Stock Exchange website (information service for the TSE listed companies):
(Access to the TSE website and input "INNOTECH" in the "Issue name (company name)" box or the company's securities code "9880" in the "Code" box and search. Select the "Basic information" "Documents for public inspection/PR information" in order and refer to the "Information Materials for a General Shareholders Meeting").

If you intend not to attend the meeting in person, you may exercise your voting rights by either indicating your approval or disapproval on the printed voting form and sending it back to us by postal mail, or voting via the Internet by accessing the Company's voting website stated on the voting form. After reviewing the Reference Documents for General Meeting of Shareholders, please exercise your voting rights by no later than 5:30 p.m. on Tuesday, June 24, 2025 (JST).

1. Date and Time	Wednesday, June 25, at 10:00 a.m. (JST) 2025	
2. Venue	INNOTECH CORPORATION Seminar Room, 2nd Floor 3-17-6 Shin-yokohama, Kouhoku-ku, Yokohama-shi, Kanagawa, JAPAN (Refer to the map at the end of this document)	
3. Purpose of the Meeting	Matters to be Reported	1. Business Report and Consolidated Financial Statements for the 39th Term (from April 1, 2024 to March 31, 2025), as well as the results of audit of the Consolidated Financial Statements by Accounting Auditor and the Audit & Supervisory Committee 2. Non-consolidated Financial Statements for the 39th Term (from April 1, 2024 to March 31, 2025)
	Matters to be Resolved	Proposal No. 1 Dividends of Surplus Proposal No. 2 Election of Two (2) Directors (Excluding Those Serving as Audit & Supervisory Committee Members) Proposal No. 3 Election of Three (3) Directors Serving as Audit & Supervisory Committee Members Proposal No. 4 Election of One (1) Substitute Director Serving as Audit & Supervisory Committee Member
4. Matters to be Determined for Convocation (Information with respect to Exercising Your Voting Rights)	(1) In the event that there is no indication of approval or disapproval for each proposal on the printed voting form which was sent back to INNOTECH by postal mail, it will be dealt with as a vote of approval. (2) In the event that you exercised your voting right multiple times by the Internet, the last vote will be dealt with as the effective vote. (3) In the event that you exercised your vote both by the Internet and in writing (by the printed voting form which was sent back to INNOTECH by postal mail), regardless of their date and time of arrival, the vote exercised by the Internet will be dealt with as the effective vote. (4) In the event that you wish your representative to execute your voting right on your behalf, you may elect one shareholder who has a voting right as your representative; provided however a document evidencing such person's power of representation must be submitted.	

◎ If attending the meeting in person, please submit the printed voting form at the reception on the day.

◎ The reception on the day is scheduled to open at 9:00 a.m.

◎ For any correction to the matters for which electronic provision measures should be taken, content of such correction, together with the matters both before and after the correction, will be

posted on the Company's website and the Tokyo Stock Exchange website which are indicated on page 1 of this document.

◎ To shareholders who requested for delivery of documents, INNOTECH will provide such documents including the matters for which electronic provision measures should be taken; provided however, among such documents, "Matters related to Share Acquisition Rights of the Business Report", "System to Ensure Appropriateness of Operations", "Performance Overview of the System to Ensure Appropriateness of Operations", "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements, and "Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements, are excluded based on the provisions of laws and regulations and Article 15 of the Company's Articles of Incorporation. Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements which are stated in these documents are included in the scope of documents audited by the Accounting Auditor in creating an accounting audit report and by the Audit & Supervisory Committee in creating a corporate audit report.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Dividends of Surplus

The Company proposes to pay dividends of surplus as follows:

Year-end dividends

In view of business performance of the current term, future business environment and so on, the Company proposes to pay year-end dividends for the current term as follows:

1. Type of dividend property
   Cash
2. Allotment of dividend property and their aggregate amount
   ¥35 per common share of the Company
   Total dividends: ¥462,318,010
3. Effective date of dividends of surplus
   June 26, 2025

Proposal No. 2 Election of Two (2) Directors (Excluding Those Serving as Audit & Supervisory Committee Members)

The term of office of current two (2) Directors (excluding those serving as Audit & Supervisory Committee Members; hereinafter the same in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders.

Thus, INNOTECH proposes to elect two (2) Directors.

As for this proposal, the Audit & Supervisory Committee has determined that both candidates are qualified for the proposed positions.

The candidates for Directors are as listed below;

Candidate No.	Name	Current position and responsibility in the Company	Attributes
1	Nobuyuki Otsuka	President and Representative Director	[Reelection]
2	Yoshinori Tanahashi	Senior Managing Executive Officer and Representative Director	[Reelection]

Candidate No. 1	Nobuyuki Otsuka Date of Birth: December 22, 1962 Number of the Company's shares owned: 62,700 shares	[Reelection]

Career summary and position, responsibility in the Company

(Significant concurrent positions outside the Company)

Apr. 1982	Joined Humo Laboratory, Ltd.
Feb. 1987	Joined Marubeni Hytech Corp. (currently MARUBENI INFORMATION SYSTEMS Co., Ltd.)
Apr. 1991	Joined the Company
Oct. 2006	General Manager of Test Technology Engineering Department of Solution Business Division
Apr. 2009	General Manager of Test Solution Division
Jun. 2012	Director, General Manager of Test Solution Division
Apr. 2016	Director in charge of Test Solution Division
Nov. 2018	Senior Managing Director in charge of Test Solution Division
Apr. 2019	Representative Senior Managing Director
Apr. 2021	President and Representative Director (in Japanese, "代表取締役社長")
Jun. 2023	President and Representative Director (in Japanese, "代表取締役社長執行役員") (current position)

[Significant concurrent positions outside the Company]

Director of STAr Technologies, Inc.

Director of INNOTECH FRONTIER, Inc.

Reasons for nomination as a candidate for Director

In addition to experience and achievement of launching and developing the semiconductor testing business of the Company, Nobuyuki Otsuka has participated in the management of domestic and overseas subsidiaries, and has a wealth of experience in management. He has been involved in the management of the Company as Representative Senior Managing Director since 2019, as President and Representative Director since April 2021. The Company nominates him as a candidate for Director with the expectation that such experience will be continuously utilized in the management of the Company.

Candidate No.	Yoshinori Tanahashi	[Reelection]
2	Date of Birth: December 5, 1967 Number of the Company's shares owned: 45,400 shares	

Career summary and position, responsibility in the Company

(Significant concurrent positions outside the Company)

Apr. 1990	Joined Nomura Research Institute, Ltd.
Jun. 1997	Transferred to Nomura Securities Co., Ltd.
May 1999	Joined Merrill Lynch Japan Incorporated (currently BofA Securities Japan Co., Ltd.)
Jan. 2001	Vice President of Investment Banking Division
Aug. 2003	Joined SKY Perfect Communications Inc. (currently SKY Perfect JSAT Corporation)
Nov. 2004	General Manager of Corporate Planning Department
Apr. 2009	General Manager of Administration Division
Aug. 2010	Joined the Company
	General Manager of Financial and Accounting Department of Administration Division
Apr. 2011	General Manager of Administration Division
Jun. 2013	Director, General Manager of Administration Division
Apr. 2021	Representative Senior Managing Director
Jun. 2023	Senior Managing Executive Officer and Representative Director (current position)

[Significant concurrent positions outside the Company]

Director of GAIO TECHNOLOGY CO., LTD.

Director of STAr Technologies, Inc.

Director of INNOTECH FRONTIER, Inc.

Reasons for nomination as a candidate for Director

Yoshinori Tanahashi has a wide experience of involving the management fields such as finance and planning through his extensive experience in the financial industry and the corporate planning division of the operational company. Since April 2021, he has been involved in management of the Company as Representative Senior Managing Director, and since June 2023, as Senior Managing Executive Officer and Representative Director. The Company nominates him again as a candidate for Director with the expectation that such experience will be continuously utilized in the management of the Company.

Notes: 1. There is no relationship exists between each candidate for Director and the Company wherein either is a specially interested party.

2. The Company executes the directors' and officers' liability insurance agreement with an insurance company pursuant to Article 430-3 paragraph 1 of the Companies Act of Japan and by such insurance, any damage and legal fees which may be claimed to any insured person will be covered; provided, however, in order to ensure appropriateness of execution of duties by the insured persons, any damage and so on incurred due to criminal act or willful illegal act by any insured person will not be covered. In the event that reelection of each candidate is approved, he will become the insured person based on such insurance agreement. The Company plans to renew the aforementioned insurance agreement with the same terms and conditions as the current ones for the next term.

Proposal No. 3 Election of Three (3) Directors Serving as Audit & Supervisory Committee Members

The term of office of current three (3) Directors serving as Audit & Supervisory Committee Members will expire at the conclusion of this Annual General Meeting of Shareholders.

Thus, INNOTECH proposes to elect three (3) Directors.

As for this proposal, the Audit & Supervisory Committee has determined that all the candidates are qualified for the proposed positions.

The candidates for Directors serving as Audit & Supervisory Committee Members are as listed below;

Candidate No.	Name	Current position and responsibility in the Company	Attributes
1	Kimito Nakae	Director	[Reelection] [Outside] [Independent]
2	Shino Hirose	Director	[Reelection] [Female] [Outside] [Independent]
3	Hitoshi Kuriyama	-	[New] [Outside] [Independent]

Candidate No.	Kimito Nakae	[Reelection]
1	Date of Birth: June 30, 1953	[Outside]
	Number of the Company's shares owned: -	[Independent]

Career summary and position, responsibility in the Company

(Significant concurrent positions outside the Company)

Apr. 1976	Joined Ministry of Finance
Jul. 1981	Chief of Hitachi Tax Office, National Tax Agency
May 1990	Consul General of Japan in New York
Jul. 1993	General Manager, Public Relations Office, Documents Division, Minister's Secretariat, Ministry of Finance
Jul. 1994	Ministry of Finance Accounting Bureau Accounting Planning Officer (in charge of coordination)
May 1995	Chief Cabinet Secretary of Japan Secretary
Jul. 1997	Chief Accountant, Accounting Bureau, Ministry of Finance (in charge of Foreign Affairs, Trade and Economic Cooperation)
Jul. 1998	Chief of Accounting Division, Accounting Bureau, Defense Agency
Jul. 2000	General Affairs Division Manager, Inspection Bureau, Financial Services Agency
Jul. 2001	General Affairs Inspection Section, Secretariat, Securities and Exchange Surveillance Commission, Financial Services Agency
Jul. 2002	General Affairs Division Manager, General Affairs Planning Bureau, Financial Services Agency
Jul. 2003	Deputy Director-General, General Affairs Planning Bureau, Financial Services Agency (in charge of Inspection Bureau)
Jul. 2004	Deputy Director, General Affairs Planning Bureau, Financial Services Agency (in charge of planning)
Aug. 2005	General Deputy Director, General Affairs Planning Bureau, Financial Services Agency
Jul. 2007	Director, Accounting Equipment Bureau, Ministry of Defense
Aug. 2009	Vice-Minister of Defense
Feb. 2012	Ministry of Defense Adviser
Jun. 2012	Special Advisor of Rokinren Bank
Feb. 2013	Auditor of The Tokyo Foundation for Policy Research
Jun. 2014	Chairman of the Rokinren Bank
Jun. 2014	Chairman of the National Labor Bank Association
Jun. 2021	Outside Director of the Company
Jul. 2022	Outside Auditor of Daiwa Securities Co. Ltd. (current position)
Jun. 2023	Outside Director (Audit & Supervisory Committee Member), INNOTECH Corporation

	(current position)
Jul. 2024	Representative Director and President of Japan Aircraft Industrial Enhancement Co. Ltd. (JAIEC) (current position)

[Significant concurrent positions outside the Company]

Outside Auditor of Daiwa Securities Co. Ltd.,

Representative Director and President of JAIEC

Reasons for nomination as a candidate for outside Director serving as Audit & Supervisory Committee Member and Expected Role

Kimito Nakae has many years of experience and specialist expertise in the administrative organizations and the financial industry, and therefore the Company expects that he will be able to supervise and provide advice from a broad range of view to improve management and administration of the Company. In the event of election, the Company intends to have him involved in selecting the candidate officers and determining compensation for officers of the Company as a member of voluntary Advisory Committee from his objective and neutral standpoint.

Tenure as Outside Director

Four (4) years at the conclusion of this Annual General Meeting of Shareholders

Candidate No.	Shino Hirose	[Reelection]
2	Date of Birth: March 8, 1967	[Female]
	Number of the Company's shares owned: -	[Outside]
		[Independent]

Career summary and position, responsibility in the Company

(Significant concurrent positions outside the Company)

Apr. 1989	Joined Nikkan Sports Newspaper
Apr. 2000	Registered as a lawyer
Apr. 2000	Joined Abe / Ikubo / Katayama Law Office
Apr. 2004	Abe / Ikubo / Katayama Law Office Partner (current position)
Oct. 2006	Study abroad at the University of International Business and Economics, Beijing, China
Apr. 2008	Appointed to the Embassy of Japan in China (First Secretary)
Sep. 2014	Outside Audit & Supervisory Board Member of Joyful Honda Co., Ltd. (current position)
Jun. 2016	Outside Audit & Supervisory Board Member of Nippon Suisan Kaisha, Ltd. (currently Nissui Corporation)
May 2018	Standing director of the Baseball Federation of Japan (current position)
Sep. 2019	Auditor of the Japan-Asia Community Cultural Cooperation Organization (current position)
Jun. 2020	Auditor of the Japan Basketball Association (current position)
Jun. 2021	Outside Director of the Company
Jun. 2023	Outside Director (Audit & Supervisory Committee Member) of the Company (current position)
Jun. 2024	Outside Director of NIPPON CONCRETE INDUSTRIES CO., LTD. (current position).

[Significant concurrent positions outside the Company]

Abe / Ikubo / Katayama Law Office Partner

Outside Audit & Supervisory Board Member of Joyful Honda Co., Ltd.

Outside Director of NIPPON CONCRETE INDUSTRIES CO., LTD.

Standing director of the Baseball Federation of Japan

Auditor of the Japan-Asia Community Cultural Cooperation Organization

Auditor of the Japan Basketball Association

Reasons for nomination as a candidate for outside Director serving as Audit & Supervisory Committee Member and Expected Role

In addition to a wealth of experience in the areas of corporate law and compliance as an attorney, Shino Hirose has a broad range of expertise in international businesses and corporate activities. Therefore, the Company nominates her as a candidate for outside Director with the expectation that such highly-specialized experience and

perspectives will be utilized in the overall management of the Company. In the event of election, the Company intends to have her involved in selecting the candidate officers and determining compensation for officers of the Company as a member of voluntary Advisory Committee from her objective and neutral standpoint. Shino Hirose has not been involved with the management of a company other than as an outside officer but with her extensive knowledge in corporate law as an attorney, the Company believes that she is fully qualified to be an outside Director and execute her duties.
Tenure as Outside Director Four (4) years at the conclusion of this Annual General Meeting of Shareholders

Candidate No.	Hitoshi Kuriyama	[New]
3	Date of Birth: August 9, 1961	[Outside]
	Number of the Company's shares owned: -	[Independent]

Career summary and position, responsibility in the Company

(Significant concurrent positions outside the Company)

Apr. 1984	Joined Daiwa Securities Co., Ltd.
Sept. 1990	Joined CS First Boston (current **UBS Securities** Japan Co., Ltd)
Mar. 1995	Joined BZW Securities (current Barclays Securities Japan Limited)
Mar. 1996	Joined Goldman Sacs
Apr. 1998	Joined Merrill Lynch Japan Incorporated (currently BofA Securities Japan Co., Ltd.)
Aug 2010	Joined Alliance Bernstein Japan Ltd.
Aug. 2012	Joined Frontier Management Inc.
Oct. 2023	Joined KPMG FAS Co., Ltd. (current position)

[Significant concurrent positions outside the Company]

N/A

Reasons for nomination as a candidate for outside Director serving as Audit & Supervisory Committee Member and Expected Role

While Hitoshi Kuriyama has not been directly involved with the management of a company, it is expected that his extensive knowledge of researching electronics industry and capital market perspective, gained through his many years of experience and expertise in the financial institutions and the consulting companies, will be highly beneficial to the overall management of the Company. In the event of election, the Company intends to have him involved in selecting the candidate officers and determining compensation for officers of the Company as a member of voluntary Advisory Committee from his objective and neutral standpoint.

Notes: 1. There is no relationship exists between each candidate for Director serving as Audit & Supervisory Committee Members and the Company wherein either is a specially interested party.

2. Kimito Nakae, Shino Hirose, and Hitoshi Kuriyama are candidates for outside Directors serving as Audit & Supervisory Committee Members.

3. The Company has executed an agreement with Kimito Nakae and Shino Hirose pursuant to the provisions of Article 427 paragraph 1 of the Companies Act which limits the liability to compensate for damages under Article 423 paragraph 1 of said Act to the minimum liability limit prescribed in Article 425 paragraph 1 of said Act. If the elections of Kimito Nakae and Shino Hirose are approved, the Company plans to renew the aforementioned agreements with them as Directors who are Audit & Supervisory Committee Members. Also, if the election of Hitoshi Kuriyama is approved, the Company plans to execute the same agreement with Hitoshi Kuriyama pursuant to the provisions of Article 427 paragraph 1 of the Companies Act which limits the liability to compensate for damages under Article 423 paragraph 1 of said Act to the minimum liability limit prescribed in Article 425 paragraph 1 of said Act.

4. The Company, based on the provisions of the Tokyo Stock Exchange, has notified Tokyo Stock Exchange about Kimito Nakae and Shino Hirose as independent officers. If they are reelected, the Company plans to notify Tokyo Stock Exchange about Kimito Nakae and Shino Hirose as independent officers. In addition, Hitoshi Kuriyama satisfies the requirements of independent officers based on the provisions of the Tokyo Stock Exchange. If the election of Hitoshi Kuriyama is approved, the Company plans to notify Tokyo Stock Exchange about Hitoshi Kuriyama as an independent officer based on the provisions of the Tokyo Stock Exchange.

5. The Company executes the directors' and officers' liability insurance agreement with an insurance company pursuant to Article 430-3 paragraph 1 of the Companies Act of Japan and by such insurance, any damage and legal fees which may be claimed to any insured person will be covered; provided, however, in order to ensure appropriateness of execution of duties by the insured persons, any damage and so on incurred due to criminal act or willful illegal act by any insured person will not be covered. In the event that reelection/election of each candidate is approved, he or she will become the insured person based on such insurance agreement. The Company plans to renew the aforementioned insurance agreement with the same terms and conditions as the current ones for the next term.

6. Ichiro Anjo will complete his service terms and will retire at the conclusion of this Annual General Meeting of Shareholders.

スキルマトリックス（別途エクセルファイルにてご提供）

Proposal No. 4 Election of One (1) Substitute Director Serving as Audit & Supervisory Committee Member

In order to ensure the number of Directors serving as Audit & Supervisory Committee Members stipulated by laws and regulations, INNOTECH requests that one (1) substitute Director serving as Audit & Supervisory Committee Member is elected.

As for this proposal, the Audit & Supervisory Committee has determined that the candidate is qualified for the proposed position.

The candidate for alternate Director serving as Audit & Supervisory Committee Member is listed below;

Candidate No.	Isao Kato
1	Date of Birth: December 30, 1949 Number of the Company's shares owned: -

Career summary and position, responsibility in the Company

(Significant concurrent positions outside the Company)

Apr. 1972	Joined Fujitsu Limited
Dec. 1992	Head of Planning Department, Sales Planning Promotion Division, Sales Promotion Unit
Dec. 1996	Deputy Head of System Sales Promotion Supervisory Department, Marketing Unit
Apr. 2000	Head of Operation Supervisory Department, Marketing Unit
Nov. 2001	Deputy Head of Marketing Division (responsible for planning)
Jun. 2004	Senior Managing Director of FUJITSU CoWorCo LIMITED
Jun. 2006	Representative Director and President of FUJITSU LEASING Co., Ltd
Jun. 2018	Audit & Supervisory Board Member (full-time) of the Company

[Significant concurrent positions outside the Company]

N/A

Reasons for nomination as a candidate for Substitute Outside Director serving as Audit & Supervisory Committee Member and Expected Role

In addition to Isao Kato's wealth of experience in corporate management through his many years of extensive involvement in IT-related business, his management experience in the lease business has furnished him with sufficient knowledge in finance and accounting, and therefore the Company expects that he will monitor management in general and provide effective advice.

Notes:
1. There is no relationship exists between the candidate and the Company wherein either is a specially interested party.
2. Isao Kato is a candidate for Substitute outside Director serving as an Audit & Supervisory Committee Member.
3. The Company plans to executed an agreement with Isao Kato which, based on the provisions of Article 427 paragraph 1 of the Companies Act, limits the liability to compensate for damages under Article 423 paragraph 1 of said Act to the minimum liability limit prescribed in Article 425 paragraph 1 of said Act..
4. If the election of Isao Kato is approved and become Director serving as an Audit & Supervisory Committee Member, the Company plans to report him as an independent officer based on the provisions of the Tokyo Stock Exchange.
5. The Company executes the directors' and officers' liability insurance agreement with an insurance company pursuant to Article 430-3 paragraph 1 of the Companies Act of Japan and by such insurance, any damage and legal fees which may be claimed to any insured person will be covered; provided, however, in order to ensure appropriateness of execution of duties by the insured persons, any damage and so on incurred due to criminal act or willful illegal act by any insured person will not be covered. In the event that election of Isao Kato is approved, he will become the insured person based on such insurance agreement. The Company plans to renew the aforementioned insurance agreement with the same terms and conditions as the current ones for the next term.