

Securities Code: 7917

June 3, 2026

(Start date of providing information in electronic format: May 28, 2026)

To our shareholders:

Taku Shimoda
Representative Director, President:
ZACROS Corporation
1-1-1 Koishikawa, Bunkyo-ku,
Tokyo

Notice of the 96th Annual General Meeting of Shareholders

You are cordially informed of the 96th Annual General Meeting of Shareholders of ZACROS Corporation (the "Company"). The meeting 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 the Company's website as "Notice of the 96th Annual General Meeting of Shareholders." Please access one of the following websites to view the information.

Company's website <https://www.zacros.co.jp/gsm/2026-03/>

Website for posted informational materials for the general meeting of shareholders
<https://d.sokai.jp/7917/teiji/>

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet.

Please examine the attached "Reference Documents for the General Meeting of Shareholders" and exercise your voting rights by 5:15 p.m. on Thursday, June 18, 2026 (JST).

1. Date and Time: Friday, June 19, 2026, at 10:00 a.m. (JST)
(Reception will open at 9:20 a.m.)

2. Venue: B1F Aurora, Tokyo Dome Hotel
1-3-61 Koraku, Bunkyo-ku, Tokyo
**Note: Changed from the previous venue.*

3. Purpose of the Meeting:

Matters to be reported:

1. Business Report, Consolidated Financial Statements, and Audit Reports for Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee for the 96th fiscal year (from April 1, 2025 to March 31, 2026)
2. Non-consolidated Financial Statements for the 96th fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal No. 3:** Election of Three Directors Who Are Audit and Supervisory Committee Members

4. Handling of votes:

- (1) If shareholders duplicate the vote, such as by exercising the voting rights both via the Internet and in writing, we will consider only the Internet vote to be valid.
 - (2) If you exercise voting rights several times via the Internet, only your final vote shall be deemed effective.
 - (3) If you exercise your voting rights in writing (by mail) and do not indicate your approval or disapproval of the proposals on the voting form, we will treat it as if you indicated your approval.
- If you attend the meeting, we request that you submit the enclosed voting form to the reception at the meeting.
 - If any revisions are made to the matters for which measures for providing information in electronic format are to be taken, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's website and the website for posted informational materials for the general meeting of shareholders provided above (in Japanese only).

[Company's website] <https://www.zacros.co.jp>

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

The Company considers returning profits to shareholders and improving return on equity to be one of its most important priorities. In terms of profit distribution, we will pay stable and continuous dividends with a target dividend payout ratio of 40%.

In accordance with this policy, the Company proposes to pay year-end dividends for the 96th fiscal year as follows: As the Company has already paid an interim dividend of ¥18 per share (¥72 per share before the stock split), the annual dividend will be ¥36 per share.

Year-end dividends

(1) Type of dividend property

cash

(2) Allotment of dividend property and their aggregate amount

¥18 per common share of the Company

Total dividends: ¥1,289,317,860

(3) Effective date of dividends of surplus

June 22, 2026

Proposal No. 2: Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all six Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies hereinafter in this proposal) will expire upon the conclusion of this General Meeting of Shareholders.

Therefore, the Company proposes the election of five Directors.

As for this proposal, the Audit and Supervisory Committee of the Company has judged that all the candidates for Directors are eligible.

The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibility in the Company	Attendance at Board of Directors meetings
1	Akihiko Fujimori	Director, Chairman Reelection	100% (15/15)
2	Taku Shimoda	Representative Director, President Reelection	100% (15/15)
3	Michihiko Sato	Director and Senior Vice President, Head of Finance, HR, IT and Administration Reelection	100% (15/15)
4	Norihiro Kusaka	Director President and Representative Director of FUJIMORI SANGYO CO., LTD. Reelection	100% (15/15)
5	Satoko Takeuchi	Outside Director Audit and Supervisory Committee Member New election	100% (15/15)

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	Akihiko Fujimori (January 2, 1944) Reelection Number of years in office as a Director 40 years Attendance at Board of Directors meetings 15/15 (100%)	Aug. 1969	Joined the Company	1,808,000 shares
		Jan. 1977	Representative Senior Managing Director of FUJIMORI SANGYO CO., LTD.	
		June 1983	Representative Director, President of KYOWA KOGYO CO., LTD.	
		June 1986	Managing Director and General Manager of Planning Head Office of the Company	
		June 1988	Senior Managing Director and General Manager of Sales Head Office	
		June 1990	Representative Senior Managing Director	
		June 1991	Representative Director, President	
		Jan. 1999	General Manager of Functional Materials Division	
		Apr. 2002	General Manager of Business Planning Department	
		Oct. 2013	Representative Director, Chairman	
		June 2024	Director, Chairman (current position)	
[Reasons for nomination as candidate for Director] Akihiko Fujimori has served as Representative Director, President of the Company and has extensive experience and achievements as a corporate manager. Furthermore, since assuming office as Representative Director, Chairman, he has led the management of the Group and made every effort to enhance corporate value of the Company. Therefore, the Company believes that he will continue contributing to the management of the Company and has nominated him as a candidate for Director. If the candidate is elected, he will be in charge of management oversight and execution as Chairman of the Board.				
2	Taku Shimoda (August 12, 1972) Reelection Number of years in office as a Director 3 years Attendance at Board of Directors meetings 15/15 (100%)	Aug. 2010	Joined the Company	83,328 shares
		Aug. 2018	General Manager of Business Planning Department, Advanced Medical Business Promotion Department	
		June 2019	Executive Officer and General Manager of Advanced Medical Business Promotion Department	
		June 2021	Director and Senior Executive Officer	
		Oct. 2021	Head of Wellness Business Unit	
		June 2022	Senior Vice President	
		Apr. 2023	Head of Corporate Strategy & Planning	
		June 2023	Director and Senior Vice President, Head of Corporate Strategy & Planning	
		Apr. 2024	Representative Director, President (current position)	
[Reasons for nomination as candidate for Director] Taku Shimoda has extensive experience in new business planning, overseas business, and the advanced medical business on a global basis in the Wellness Business Division, not to mention management planning. Furthermore, since assuming office as Representative Director, President, he has led the management of the Group with the purpose of enhancing corporate value through the execution of the medium-term management plan. Therefore, the Company believes that he will continue contributing to the management of the Company and has nominated him as a candidate for Director.				

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
3	Michihiko Sato (December 10, 1964) Reelection Number of years in office as a Director 4 years Attendance at Board of Directors meetings 15/15 (100%)	June 2015	Seconded from Mizuho Bank, Ltd.	35,464 shares
		Jan. 2016	Acting General Manager of Adhesive Materials Solution Division	
		June 2016	Joined the Company, Executive Officer	
		Aug. 2016	General Manager of Adhesive Materials Solution Division	
		Oct. 2020	General Manager of Display Components Division	
		May 2021	General Manager of General Affairs Dept.	
		June 2021	Senior Executive Officer, in charge of Administration Division	
		June 2022	Director and Senior Executive Officer, in charge of Administration Division	
		Apr. 2024	Director and Senior Executive Officer, Head of Finance, HR, IT & Administration	
		June 2024	Director and Senior Vice President, Head of Finance, HR, IT & Administration (current position)	
[Reasons for nomination as candidate for Director] Michihiko Sato has extensive experience in financial, human resources and general affairs business. He has played an appropriate role in contributing to the enhancement of the Company's corporate value by making decisions on important management matters and supervising the execution of operations, etc. and made every effort to enhance corporate value of the Company. Therefore, the Company believes that he will continue contributing to the management of the Company and has nominated him as a candidate for Director. If the candidate is elected, he will supervise the Administration Division as Director and Senior Vice President.				
4	Norihiro Kusaka (June 2, 1982) Reelection Number of years in office as a Director 3 years Attendance at Board of Directors meetings 15/15 (100%)	Oct. 2016	Joined FUJIMORI SANGYO CO., LTD.	5,779 shares
		Apr. 2019	Deputy General Manager of Chemical Products Division/, FUJIMORI SANGYO CO., LTD.	
		June 2019	Director, FUJIMORI SANGYO CO., LTD.	
		June 2021	Senior Managing Director, FUJIMORI SANGYO CO., LTD.	
		June 2023	President and Representative Director, FUJIMORI SANGYO CO., LTD. (current position)	
		June 2023	Director of the Company (current position)	
		[Reasons for nomination as candidate for Director] Norihiro Kusaka has extensive experience in the construction industry. Furthermore, he has led the management of a Group company FUJIMORI SANGYO CO., LTD. as President and Representative Director and contributed to the Company's consolidated business performance. Therefore, the Company believes that he will continue contributing to the management of the Group and has nominated him as a candidate for Director.		

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	Satoko Takeuchi (March 17, 1975) New election Number of years in office as an outside Director who is an Audit and Supervisory Committee Member 3 years Attendance at Board of Directors meetings 15/15 (100%)	Apr. 1997 Joined ForeSight & Company May 2006 Joined DeNA Co., Ltd. Dec. 2007 Joined ForeSight & Company Apr. 2016 Junior Associate Professor of Business Breakthrough University Apr. 2017 Director of ForeSight & Company (current position) Oct. 2017 Director of Association for Testing Problem Solving Capabilities (current position) Oct. 2022 Associate Professor of Business Breakthrough University (current position) June 2023 Outside Director who is an Audit and Supervisory Committee Member of the Company (current position)	3,220 shares
[Reasons for nomination as candidate for outside Director and outline of expected role] Satoko Takeuchi has many years of experience and a high level of expertise in business strategy and human resource development as a management consultant. The Company has nominated her as a candidate for outside Director because it expects that she will utilize her extensive knowledge and experience in the management, audits, etc. of the Company. The Company judges she will appropriately fulfill her duties as an Outside Director based on the above reasons.			

- (Notes) 1. Norihiro Kusaka serves concurrently as President and Representative Director of FUJIMORI SANGYO CO., LTD., which is a subsidiary company of the Company and has a business relationship with the Company that includes the sale of products. There is no special interest between any of the other candidates and the Company.
2. Satoko Takeuchi is a candidate for outside Director. She satisfies the requirements for an independent officer as prescribed by the Tokyo Stock Exchange. The Company has submitted notification to Tokyo Stock Exchange, Inc. that she is an independent officer. If her reelection is approved, the Company plans for her designation as an independent officer to continue.
3. Regarding Satoko Takeuchi, her period of office as an Outside Director will be three years upon the conclusion of this General Meeting of Shareholders.
4. Pursuant to Article 427, paragraph (1) of the Companies Act and Article 31 of the Company's Articles of Incorporation, the Company has entered into an agreement with Satoko Takeuchi to limit her liability for damages under 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 election is approved, the Company plans to continue the aforementioned agreement with her.
5. In accordance with Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy whose content is summarized below. Each of the candidates for Director is already an insured under the policy. If each candidate is elected and assumes the office as Director, they will continue to be the insureds of the policy. The policy is scheduled to be renewed in October 2026.
- [Summary of the Policy]
- (i) Scope of insureds
Officers of the Company and affiliated companies in which the Company holds more than 50% of their shares (including Directors, Directors who are Audit and Supervisory Committee Members, Auditors, etc. and those appointed after the policy was issued)
 - (ii) Actual portion of insurance premiums borne by the insureds
Insurance premiums are borne in full by the Company, and the insureds do not bear any of the premiums.
 - (iii) Summary of insurance incidents covered
The policy covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability.
 - (iv) Measures to ensure that the proper performance of duties of officers, etc., is not impaired
However, there are certain reasons for coverage exclusion, such as performance of an illegal act with full knowledge of its illegality of the insureds.
6. The number of ZACROS shares held by the candidates is as of March 31, 2026, and includes shares held by the candidates in the ZACROS Executive Stock Ownership Plan.

Proposal No. 3: Election of Three Directors Who Are Audit and Supervisory Committee Members

The terms of office of all three Directors who are Audit and Supervisory Committee Members will expire upon the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of three Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

Candidates for the role of Director who is an Audit and Supervisory Committee Member are as follows:

Candidate No.	Name	Current position and responsibility in the Company	Attendance at Board of Directors meetings	Attendance at Audit and Supervisory Committee meetings
1	Nobuhiko Fujimori	Full-time Audit and Supervisory Committee Member Reelection	100% (15/15)	100% (15/15)
2	Kumi Izawa	Outside Director New election	100% (15/15)	—
3	Shoji Hatano	— New election	—	—

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	Nobuhiko Fujimori (July 31, 1959) Reelection Number of years in office as a Director who is an Audit and Supervisory Committee Member 2 years Attendance at Board of Directors meetings 15/15 (100%) Attendance at Audit and Supervisory Committee meetings 15/15 (100%)	Jan. 1987 Joined Nikka Ltd. Director and General Manager of Management Planning Office June 1988 Director of the Company Apr. 1989 Managing Director of Nikka Ltd. Mar. 1991 Representative Director, President of KYOWA KOGYO CO., LTD. Apr. 1992 Representative Director, President of Nikka Ltd. Apr. 1994 Representative Director, President of Fujimori PlaChemical Co., Ltd. June 2002 Director and Chairman June 2002 Representative Director, Vice President in charge of Overseas Business of the Company Apr. 2003 General Manager of International Department Oct. 2013 Representative Director in charge of Overseas Department June 2014 Representative Director, Vice Chairman June 2024 Full-time Audit and Supervisory Committee Member, Director (current position)	2,144,000 shares
[Reasons for nomination as candidate for Director] Nobuhiko Fujimori has served as Representative Director, Vice Chairman of the Company and has experience and achievements as a corporate manager. Furthermore, he has extensive knowledge about finance and overseas business. Therefore, the Company believes that he will contribute to the management and audit of the Company and has nominated him as a candidate for Director who is an Audit and Supervisory Committee Member.			

2	Kumi Izawa Current surname: Sugimoto (October 1, 1973)	Apr. 1997	Joined UCHIDA YOKO CO., LTD.	586 shares
		July 2000	Research fellow of the Waseda University Media Network Center	
	New election	Jan. 2005	Industry-academia researcher of the Research Center for Advanced Science and Technology, the University of Tokyo	
	Number of years in office as an outside Director who is an Audit and Supervisory Committee Member	Apr. 2007	Senior researcher of the Industry-Academia Collaboration Initiative Nonprofit Organization	
	—	Apr. 2015	Adjunct researcher of the Institute for Digital Enhancement of Cognitive Development, Waseda University	
	Attendance at Board of Directors meetings	July 2017	Chief research officer of the Industry-Academia Collaboration Initiative Nonprofit Organization	
	15/15 (100%)	July 2023	Representative of ScholeDesign LLC (current position)	
	Attendance at Audit and Supervisory Committee meetings	Oct. 2023	Fellow of Uchidayoko Institute for Education Research	
	—	June 2024	Outside Director (current position)	
	[Reasons for nomination as candidate for outside Director and outline of expected role] Kumi Izawa has a high level of expertise in the fields of innovation and business models as well as intellectual property management, service management, and circular economy that support the above, accumulated through her experience as a university/non-profit organization researcher. Furthermore, she has abundant research records including company analysis. The Company has nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member because it expects that she will provide appropriate advice and supervision concerning the management of the Company. The Company judges she will appropriately fulfill her duties as an Outside Director based on the above reasons.			
3	Shoji Hatano (July 27, 1959)	Apr. 1983	Joined Terumo Corporation	2,000 shares
		June 2009	Executive Officer and General Manager of Secretarial Office of Terumo Corporation	
	New election	June 2012	Senior Executive Officer and General Manager of Corporate Planning Office of Terumo Corporation	
	Number of years in office as an outside Director who is an Audit and Supervisory Committee Member	Apr. 2015	Managing Executive Officer of Terumo Corporation	
	—	Apr. 2016	Director and Managing Executive Officer, President of Medical Care Solutions of Terumo Corporation	
	Attendance at Board of Directors meetings	Apr. 2022	Director and Senior Managing Executive Officer of Terumo Corporation	
	—	June 2025	Outside Director of Stanley Electric Co., Ltd. (current position)	
	Attendance at Audit and Supervisory Committee meetings			
	—			
	[Reasons for nomination as candidate for outside Director and outline of expected role] He has been involved in the formulation and promotion of corporate management policies and strategies, and possesses extensive experience and knowledge regarding corporate management. The Company expects that his abundant experience and knowledge will be utilized in the management and auditing, etc. of the Company. Based on the reasons stated above, the Company has judged that he will be able to appropriately fulfill his duties as an Outside Director who is an Audit and Supervisory Committee Member.			

- (Notes) 1. There is no special interest between any of the candidates and the Company.
2. Regarding Kumi Izawa, her maiden name and professional name is indicated.
3. Kumi Izawa is a candidate for Outside Director who is an Audit and Supervisory Committee Member and satisfies the requirements for an independent officer as prescribed by the Tokyo Stock Exchange. The Company has submitted notification to Tokyo Stock Exchange, Inc. that she is an independent officer. If her election is approved, the Company plans for her designation as an independent officer to continue.
4. Shoji Hatano is a candidate for Outside Director who is an Audit and Supervisory Committee Member and satisfies the requirements for an independent officer as prescribed by the Tokyo Stock Exchange. On the assumption that his election is approved and he assumes office as an Outside Director who is an Audit and Supervisory Committee Member, the Company has submitted notification to the Tokyo Stock Exchange designating him as an independent

officer.

5. Kumi Izawa is currently an Outside Director of the Company, and her period of office as an Outside Director will be two years upon the conclusion of this General Meeting of Shareholders.
6. Pursuant to Article 427, paragraph (1) of the Companies Act and Article 31 of the Company's Articles of Incorporation, the Company has entered into an agreement with Kumi Izawa to limit her liability for damages under 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 election is approved, the Company plans to continue the aforementioned agreement with her.
7. The Company plans to enter into an agreement with Shoji Hatano to limit his liability for damages under Article 423, paragraph (1) of the Companies Act, pursuant to Article 427, paragraph (1) of the Companies Act and Article 31 of the Company's Articles of Incorporation. The maximum amount of liability for damages under this agreement shall be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
8. In accordance with Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy whose content is summarized below. Except for Shoji Hatano, each of the candidates for Director is already an insured under the policy. If each candidate is elected and assumes office as Director, the candidates except for Shoji Hatano will continue to be insured under the policy, and Shoji Hatano will be newly included as an insured. The policy is scheduled to be renewed in October 2026.

[Summary of the Policy]

(i) Scope of insureds

Officers of the Company and affiliated companies in which the Company holds more than 50% of their shares (including Directors, Directors who are Audit and Supervisory Committee Members, Auditors, etc. and those appointed after the policy was issued).

(ii) Actual portion of insurance premiums borne by the insureds

Insurance premiums are borne in full by the Company, and the insureds do not bear any of the premiums.

(iii) Summary of insurance incidents covered

The policy covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties, or receipt of claims pertaining to the pursuit of such liability.

(iv) Measures to ensure that the proper performance of duties of officers, etc., is not impaired

However, there are certain reasons for coverage exclusion, such as the performance of an illegal act with full knowledge of its illegality by the insureds.

[Skill Matrix]

1. The Company has defined eight skills as areas of expertise and experience considered important for its Directors.
2. Regarding "Skills required for Directors as a listed company regardless of the business environment" (five skills), the Company has selected skills universally required to fulfill the role of a Director at a listed company.
3. Regarding "Skills required based on the Company's business characteristics and management policies" (three skills), the Company has selected skills necessary to promote global expansion, business portfolio transformation, and the enhancement of safety and quality, which are the management challenges based on the medium-to-long-term management policy currently pursued by the Company.
4. This Skill Matrix indicates the fields where Directors are expected to notably demonstrate their roles, as well as the underlying knowledge, experience, and perspective, and it does not represent all of the skills, experience, knowledge, etc. possessed by the Directors.

	Skills required for Directors as a listed company regardless of the business environment					Skills required based on the Company's business characteristics and management policies		
Name	Corporate Management	Financing / Accounting	Organization / HR	Governance Risk / Compliance	Environment / Society	Global Business	Business Transformation	Manufacturing / Technology / Development
Akihiko Fujimori	○		○					○
Taku Shimoda	○					○	○	○
Michihiko Sato		○	○	○				
Norihiro Kusaka	○				○		○	○
Satoko Takeuchi		○	○	○	○			
Nobuhiko Fujimori	○	○		○		○		
Kumi Izawa	○	○	○	○	○		○	○
Shoji Hatano	○	○		○		○	○	○