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Securities Code: 8037

June 6, 2024

To our shareholders:

Akio Kamei
President
KAMEI CORPORATION
3-1-18 Kokubuncho, Aoba-ku, Sendai, Miyagi, Japan

Notice of the 111th Annual General Meeting of Shareholders

We are pleased to announce the 111th Annual General Meeting of Shareholders of KAMEI CORPORATION (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 General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format will be taken) in electronic format, and posts this information in following individual websites. Please access any of the websites shown below to review the information.

The Company’s website:

<https://www.kamei.co.jp/ir/> (in Japanese)

(From the above website, select “General Meeting of Shareholders.”)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/8037/teiji/> (in Japanese)

Tokyo Stock Exchange (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 “KAMEI” in “Issue name (company name)” or the Company’s securities code “8037” 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 on the day of the meeting, you can exercise your voting rights via the Internet or in writing (by postal mail) in advance, so please exercise voting rights by 5:30 p.m. on Wednesday, June 26, 2024 (JST) in accordance with the following guidance.

[Voting via the Internet]

Kindly access the website for exercising your voting rights (<https://evote.tr.mufg.jp/>) (in Japanese) designated by the Company, use the “login ID” and “temporary password” displayed on the voting form sent with this notice of convocation, and enter whether you approve of the proposals by the exercise deadline above, following the on-screen instructions.

[Voting in writing (by postal mail)]

Please indicate whether you approve of the proposals on the voting rights exercise form and return so that it will arrive by the exercise deadline above.

1. Date and Time: Thursday, June 27, 2024, at 10:00 a.m. (JST)

2. Venue: 9F, Kamei Building
3-1-18 Kokubuncho, Aoba-ku, Sendai, Miyagi, Japan

No gifts will be available for shareholders attending the general meeting of shareholders. Thank you for your understanding.

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 111th fiscal year (from April 1, 2023 to March 31, 2024) and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 111th fiscal year (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

Proposal No. 1 Appropriation of Surplus

Proposal No. 2 Election of Two Audit & Supervisory Board Members

4. Matters Determined upon Convocation (Guidance on Exercise of Voting Rights)

- (1) If there is no indication of approval or disapproval for each proposal when you exercise voting rights in writing (by postal mail), it will be treated as an indication of approval.
- (2) In addition, if you exercise your voting rights multiple times via the Internet, we will treat the last exercise as the valid exercise of your voting rights.
- (3) If you exercise your voting rights both via the Internet and in writing (by postal mail), we will treat the exercise of your voting rights via the Internet as valid, irrespective of the arrival date or time.

- ◎ When attending the meeting on the day, kindly submit the voting rights exercise form to reception at the venue.
- ◎ 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 Company's website, the website for posted informational materials for the general meeting of shareholders, and the TSE website as mentioned above.
- ◎ Note that, for this general meeting of shareholders, paper-based documents stating items subject to measures for electronic provision, excluding the following items, will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.
 - (i) "System to ensure appropriate business conduct and operational status of the system" in Business Report
 - (ii) Consolidated Statements of Changes in Equity and Consolidated Notes to Consolidated Financial Statements
 - (iii) Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements that are included in the documents are part of what was audited by the Financial Auditor and the Audit & Supervisory Board Members in preparing the accounting audit reports and audit reports.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company regards the return of profit to its shareholders as one of its key management issues. The Company's fundamental policy is to make consistent and stable dividend payments to its shareholders, while strengthening its financial structure and securing appropriate internal reserves to prepare for future development based on sound management.

With comprehensive consideration to the business performance of this fiscal year and the future business environment, the Company proposes to pay a year-end dividend for this fiscal year of ¥26 per common share, which is ¥4 higher than for the previous fiscal year.

Accordingly, including the interim dividend of ¥22 per share, the annual dividend will be ¥48 per share.

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property and their aggregate amount
¥26 per common share of the Company
Total payment: ¥873,603,068
- (3) Effective date of dividends of surplus
June 28, 2024

Proposal No. 2 Election of Two Audit & Supervisory Board Members

At the conclusion of the Annual General Meeting of Shareholders, the terms of office of Audit & Supervisory Board Members Masayuki Sasaki and Hiroyasu Sayama will expire.

Therefore, the Company proposes the election of two Audit & Supervisory Board Members.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidates for Audit & Supervisory Board Member are as follows:

Candidate No.	Name (Date of birth)	Career summary, position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	*Minoru Sato (November 4, 1963)	Apr. 1986 Joined the Company Apr. 2023 General Administration Division Assistant Manager (current position)	1,000 shares
	Reasons for nomination as candidate for Audit & Supervisory Board Member Minoru Sato has been engaged in the general administrative section of the Company for a long time and has a wealth of work experience and considerable knowledge of finance and accounting. Accordingly, the Company decided to nominate him as a candidate for Audit & Supervisory Board Member as it believes that, he will be able to perform audits from an objective standpoint by using his experience and ability for management.		
2	Hiroyasu Sayama (January 24, 1956)	Apr. 1974 Joined Sendai Regional Taxation Bureau July 2011 District Director of Miyako Tax Office July 2012 District Director of Ishinomaki Tax Office July 2015 District Director of Morioka Tax Office July 2016 Retired from Morioka Tax Office July 2016 Representative of Hiroyasu Sayama Tax Accountant Office (current position) June 2020 Outside Audit & Supervisory Board Member of the Company (current position) (Significant concurrent positions outside the Company) Representative of Hiroyasu Sayama Tax Accountant Office	—
	Reasons for nomination as candidate for outside Audit & Supervisory Board Member Hiroyasu Sayama has no experience of being involved in the management of a company except as an outside Audit & Supervisory Board Member. However, he has a wealth of practical experience as a tax accountant and expertise in finance and accounting. Since his appointment as an outside Audit & Supervisory Board Member in June 2020, he has been conducting audits from an independent and objective standpoint. Accordingly, the Company decided to nominate him as a candidate for outside Audit & Supervisory Board Member as it believes that he will be able to continue to perform his duties appropriately.		

- Notes:
1. A new candidate is indicated by an asterisk (*).
 2. There is no special interest between any of the candidates and the Company.
 3. Hiroyasu Sayama is a candidate for outside Audit & Supervisory Board Member.
 4. At the conclusion of the Annual General Meeting of Shareholders, Hiroyasu Sayama's tenure as outside Audit & Supervisory Board Member of the Company will have been four years.
 5. The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance covers losses that may arise from the insured's being liable for the performance of duties as an officer or being subject to a claim for the pursuit of such liability. If each candidate assumes office of Audit & Supervisory Board Member, the Company plans to include each of them as an insured in the insurance policy and renew the said policy during their terms of office.
 6. Hiroyasu Sayama satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, and the Company plans to submit notification to the aforementioned exchange concerning his appointment as independent officer.