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(Stock Exchange Code 7607)

October 29, 2025

(Start date of electronic provision measures: October 28, 2025)

To Shareholders with Voting Rights:

Yoshiro Takitani
President
SHINWA Co., Ltd.
2-9-3, Naeshiro, Moriyama, Nagoya,
Aichi 463-0046 Japan

NOTICE OF
THE 75th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

We are pleased to inform you that the 75th Annual General Meeting of Shareholders of SHINWA Co., Ltd. (the "Company") will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision. Items for electronic provision are provided as the "Notice of the 75th Annual General Meeting of Shareholders" on the below website.

The Company's website: https://www.shinwa-jpn.co.jp/english/ir/stockholders_meeting.html

In addition to the above website, the Company has also disclosed items for electronic provision on the below website of the Tokyo Stock Exchange.

Tokyo Stock Exchange website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Please access the above website, enter and search for the Company's name or securities code, then select "Basic information," "Documents for public inspection/PR information."

"Net de Shosho (online convocation)" service website (Japanese only): <https://s.srdb.jp/7607/>

If not attending the Meeting in person, shareholders can exercise their voting rights in writing or by electromagnetic means (via the Internet, etc.). Please review the Reference Documents for the General Meeting of Shareholders provided in the items for electronic provision, and exercise your voting rights no later than the end of the business day (6:00 p.m.), Wednesday, November 19, 2025, Japan time.

1. Date and Time: Thursday, November 20, 2025 at 10:00 a.m. Japan time
2. Place: Conference room on the eighth floor of the Head Office, located at 2-9-3, Naeshiro, Moriyama, Nagoya, Aichi 463-0046 Japan
3. Meeting Agenda:
Matters to be reported:
(1) The Business Report, Consolidated Financial Statements for the Company's 75th Fiscal Year (September 1, 2024 - August 31, 2025) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
(2) Non-consolidated Financial Statements for the Company's 75th Fiscal Year (September 1, 2024 - August 31, 2025)
Proposals to be resolved:
Proposal 1: Appropriation of Surplus
Proposal 2: Election of Seven Directors (excluding Directors who are Audit and Supervisory Committee Members)
Proposal 3: Election of One Director who is an Audit and Supervisory Committee Member
Proposal 4: Payment of Bonuses to Officers
4. Other matters relating to the convocation of the General Meeting of Shareholders
Please note that any voting right exercised without an indication of for or against a proposal on the Voting Rights Exercise Form shall be treated as an intent of approval.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company considers the return of profits to shareholders as one of its most important management priorities and makes it a basic policy to strive for constant and stable return of profits while taking into account the progress of its business performance. The Company strives to increase profit distribution through sustained growth in business performance, with a minimum annual dividend of ¥100 per share and a target consolidated dividend payout ratio of 50% or more.

Based on this policy, and comprehensively taking into consideration our financial situation and capital efficiency, the Company proposes the following year-end dividend for the fiscal year under review, in order to further return profits to our shareholders. Together with the interim dividend of ¥56 per share, the annual dividend shall be ¥124 per share.

We intend to use internal reserves to bolster our corporate strength and develop business going forward, while making efforts to ensure shareholder returns into the future.

Matters concerning year-end dividend

1. Dividend

2. Matters concerning appropriation of other surplus

(1) Item and amount of surplus to be increased
General reserve: ￥500,000,000

(2) Item and amount of surplus to be decreased
Retained earnings brought forward: ￥500,000,000

Proposal 2: Election of Seven Directors (excluding Directors who are Audit and Supervisory Committee Members)

At the conclusion of this Annual General Meeting of Shareholders, the terms of office of all of the seven Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire. Accordingly, the Company proposes the election of seven Directors (excluding Directors who are Audit and Supervisory Committee Members), based on reports from the Nomination and Remuneration Advisory Committee.

This proposal was deliberated by the Audit and Supervisory Committee and no particular objections were expressed. The candidates for Director (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

No.	Name	Gender	Current positions and responsibilities at the Company
1	Tetsuo Nemoto	Male	Chairman; Overall business management; In charge of Manufacturing [Reappointment]
2	Yoshiro Takitani	Male	President; President & CEO; All company integration; In charge of Overseas Business [Reappointment]
3	Shuji Ishikawa	Male	Director; Managing Executive Officer; General Manager, Marketing Division; General Manager, Central Region; General Manager, Nagoya Sales Department I [Reappointment]
4	Hiroki Hamada	Male	Director; Senior Executive Officer; Head, Strategic Business Development; Head, Strategies Sales Promotion Department; Supervisor, Nagoya Sales Department III [Reappointment]
5	Kiyoshi Kato	Male	Director; Senior Executive Officer; General Manager, Management Division; General Manager, Information System Department [Reappointment]
6	Junichi Kagawa	Male	Outside Director [Reappointment] [Outside] [Independent]
7	Noriko Asai	Female	Outside Director [Reappointment] [Outside] [Independent]

No.	Name (Date of birth)	Past experience, positions and responsibilities		Number of shares of the Company held
1	Tetsuo Nemoto (September 14, 1951) [Reappointment] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	November 1997 Director of the Company November 2001 Managing Director November 2003 Senior Managing Director November 2013 President November 2020 President President & CEO November 2023 Chairman Overall business management November 2024 Chairman Overall business management; In charge of Manufacturing (to present)		412,570
	[Reason for nomination as candidate for Director] Since being appointed as President of the Company in 2013, Mr. Tetsuo Nemoto has contributed to building the business foundation by taking charge of management strategy and management finance of the entire Group for many years in order to enhance corporate value. He has abundant experience cultivated to date as well as knowledge, which enables him to provide accurate and fair supervision. Therefore, the Company has once again nominated him as a candidate for Director.			
2	Yoshiro Takitani (December 2, 1963) [Reappointment] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	April 2000 Director of SHINWA INTEC Co., Ltd. (secondment) November 2011 Director of the Company November 2016 Managing Director November 2018 Senior Managing Director November 2020 Director, Senior Managing Executive Officer November 2023 President President & CEO All company integration; In charge of Overseas Business (to present)		36,233
	[Reason for nomination as candidate for Director] Mr. Yoshiro Takitani has been long involved in the Company's group business, including the strengthening of business infrastructure for overseas subsidiaries. He has demonstrated his leadership and led the Company. The Company has judged that he will leverage his experience and knowledge and is able to execute operations, make decisions, and provide supervision appropriately for the entire Group. Therefore, the Company has once again nominated him as a candidate for Director.			
3	Shuji Ishikawa (July 10, 1969) [Reappointment] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	April 2008 General Manager, Nagoya Sales Department III of the Company April 2012 General Manager, Nagoya Sales Department II November 2015 Executive Officer General Manager, Nagoya Sales Department II November 2016 Director November 2018 Managing Director November 2020 Director, Managing Executive Officer General Manager, Marketing Division, and General Manager, Central Region April 2025 Director, Managing Executive Officer General Manager, Marketing Division; General Manager, Central Region; and General Manager, Nagoya Sales Department I (to present)		27,031
	[Reason for nomination as candidate for Director] Mr. Shuji Ishikawa has successively served as a person responsible for sales to the Company's major clients with his abundant experience in sales. He currently promotes business expansion as a supervisor of the Marketing Division. He has a flexible and proactive attitude even in the time of change and has been contributing to the acceleration of business development and the improvement of profitability. Therefore, the Company has judged that he is qualified as Director of the Company and has once again nominated him as a candidate for Director.			

No.	Name (Date of birth)	Past experience, positions and responsibilities		Number of shares of the Company held
4	Hiroki Hamada (June 1, 1968) [Reappointment] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	April 2007 April 2010 December 2012 November 2015 November 2017 November 2019 November 2020 April 2022 September 2025	General Manager, Nagoya Sales Department I of the Company Executive Vice President and COO of SHINWA U.S.A. CORPORATION (secondment) General Manager, Nagoya Sales Department III of the Company Executive Officer General Manager, Nagoya Sales Department III Managing Executive Officer General Manager, Nagoya Sales Department III Director General Manager, Nagoya Sales Department III Director, Senior Executive Officer General Manager, Nagoya Sales Department III, and Supervisor, Strategies Sales Promotion Department Director, Senior Executive Officer Supervisor, Nagoya Sales Department III, and Supervisor, Strategies Sales Promotion Department Director, Senior Executive Officer Head, Strategic Business Development; Head, Strategies Sales Promotion Department; and Supervisor, Nagoya Sales Department III (to present)	29,507
[Reason for nomination as candidate for Director] Mr. Hiroki Hamada has served as a person responsible for sales for many years and currently oversees the Nagoya Sales Department III as Director. In addition, he contributes to business expansion as Head of Strategic Business Development. He also has worked to formulate and promote growth strategies based on his knowledge and experience gained over the years. He has been contributing to the improvement of the Company's business performance by strategically and flexibly responding to various obstacles and variation factors in our business activities. Therefore, the Company has once again nominated him as a candidate for Director.				
5	Kiyoshi Kato (September 26, 1964) [Reappointment] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	April 2007 December 2008 April 2010 November 2015 November 2016 November 2019 November 2020 November 2023 [Significant concurrent positions] President of AISIN CORPORATION	Assistant Manager, Nagoya Sales Department III of the Company Assistant Manager, Accounting Department, and Manager, Purchasing Section General Manager, Purchasing Department Executive Officer Executive Officer General Manager, General Affairs Department Director Director, Senior Executive Officer General Manager, Management Division, and General Manager, General Affairs Department Director, Senior Executive Officer General Manager, Management Division, and General Manager, Information System Department (to present)	14,339
[Reason for nomination as candidate for Director] Mr. Kiyoshi Kato has been responsible for the Management Division since 2020, and currently oversees the Management Division as Director. He has been contributing to strengthening the risk and compliance system as he concurrently serves as a person responsible for the Information Systems Department. In addition, he actively promotes social contribution activities in Japan and overseas, and contributes to the sustainable enhancement of our corporate value. The Company has once again nominated him as a candidate for Director because of the necessity of leveraging his skills in management.				

No.	Name (Date of birth)	Past experience, positions and responsibilities		Number of shares of the Company held
6	Junichi Kagawa (September 19, 1950) [Reappointment] [Outside] [Independent] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	April 1977 June 2003 June 2007 June 2009 June 2011 June 2012 November 2021	Joined NGK SPARK PLUG CO., LTD. Member of the Board Member of the Board (Managing Director) Member of the Board (Senior Managing Director) Advisor and Executive Technical Officer Outside Director of CKD Corporation Director (Outside Director) of the Company (to present)	—
[Reason for nomination as candidate for Outside Director and expected role] Mr. Junichi Kagawa has been involved in the management of leading manufacturers and has broad insight into the field of manufacturing in general. Therefore, the Company has judged that he is able to provide supervision over, and appropriate advice on, the management of the Company as a whole based on his extensive experience and high level of knowledge, and has once again nominated him as a candidate for Outside Director.				
7	Noriko Asai (July 25, 1964) [Reappointment] [Outside] [Independent] [Attendance at the Board of Directors meetings] 15 out of 15 meetings	April 1997 March 1999 April 2007 June 2015 June 2020 June 2021 October 2021 November 2023 September 2024	Research Assistant, School of Economics, Nagoya University Ph.D. (Economics), Nagoya University Professor, School of Management, Chukyo University Outside Director of CKD Corporation Outside Director of IBIDEN CO., LTD. (to present) Outside Director of Okuma Corporation Guest Faculty Member of Graduate School/School of Economics of Nagoya University Director (Outside Director) of the Company (to present) Full-time Auditor of Toyohashi University of Technology (to present)	—
[Reason for nomination as candidate for Outside Director and expected role] Although Ms. Noriko Asai has had no experience involving corporate management directly in the past, she has served as an Outside Director at several listed companies and participated in deliberations on important management matters. Moreover, as a Ph.D. in Economics, she has long been involved in research on the manufacturing industry, and possesses advanced academic knowledge and abundant experience specializing in production management and human capital management. Therefore, the Company expects that she is able to provide appropriate advice and supervision from an independent standpoint based on her specialized insight, and has once again nominated her as a candidate for Outside Director.				

(Notes)

1. There are no special interests between each candidate and the Company.
2. The number of shares of the Company held by each candidate is as of August 31, 2025. It includes the respective candidate's holdings in the officer's shareholding association of the Company.
3. The current responsibilities of each candidate at the Company are as stated on page 4.
4. Mr. Junichi Kagawa and Ms. Noriko Asai are candidates for reappointment as Outside Director.
5. Mr. Junichi Kagawa and Ms. Noriko Asai, candidates for Outside Director, fulfill the requirements for independent directors as defined by Tokyo Stock Exchange and Nagoya Stock Exchange, and the standards for independence of the Company. Therefore, the Company has filed them as independent directors. For the standards for independence of Outside Directors of the Company, please refer to page 12.
6. Mr. Junichi Kagawa is currently an Outside Director of the Company, and his term of office as an Outside Director will be four years as of the end of this General Meeting of Shareholders.
7. Ms. Noriko Asai is currently an Outside Director of the Company, and her term of office as an Outside Director will be two years as of the end of this General Meeting of Shareholders.
8. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Directors (excluding those who are executive directors, etc.) to limit the liability under Article 423, Paragraph 1, of the said Act. The maximum amount of liability under the agreements shall be the amount specified by laws and regulations. If Mr. Junichi Kagawa and Ms. Noriko Asai are reelected, the Company will continue such agreements with them to limit their liability.
9. The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance policy covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. If the candidates assume the office of Director, they will be insured under the insurance contract. The insured does not bear the premiums. The Company plans to renew the insurance policy with the same details in January 2026.

Proposal 3: Election of One Director who is an Audit and Supervisory Committee Member

As Mr. Tsuneari Moteki, a Director who is an Audit and Supervisory Committee Member, will resign at the conclusion of this Annual General Meeting of Shareholders, the Company proposes the election of one Director who is an Audit and Supervisory Committee Member to replace Mr. Moteki.

In accordance with the provisions of the Company's Articles of Incorporation, the term of office of the replacing Director who is an Audit and Supervisory Committee Member will be until the expiration of the term of office of the retiring Director who is an Audit and Supervisory Committee Member. Regarding this proposal, prior consent was obtained from the Audit and Supervisory Committee.

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

Name (Date of birth)	Past experience, positions and responsibilities		Number of shares of the Company held
Morio Matsuura (December 10, 1959)	April 1983 Joined Nippon Shinyaku Co., Ltd. April 2013 Department Manager, Keiji Hokuriku Branch Office, Kinki and Tokai Regional Administration Division, Sales and Marketing		
[New appointment] [Outside] [Independent]	April 2015 Department Manager, Osaka Business Office, Western Japan Division, Sales and Marketing April 2017 Department Manager, Kitakanto Koshinetsu Business Office, Sales and Marketing		—
[Attendance at the Board of Directors meetings]	April 2019 Associate Division Manager, Sales and Marketing Planning Division, Sales and Marketing June 2019 Standing Audit & Supervisory Board Member		
[Reason for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and expected role]		Mr. Morio Matsuura has held key positions at sales and marketing departments of a major pharmaceutical company and is well versed in the practical aspects of business operations. He served as Standing Audit & Supervisory Board Member of said pharmaceutical company for four years from 2019, and possesses sufficient knowledge and experience required of an Audit and Supervisory Committee Member. The Company expects him to utilize the practical perspective he has cultivated through his experience in the sales and marketing departments to provide advice and suggestions that reflect the actual business situation. The Company has judged that he is able to audit and supervise business execution from an independent and objective perspective, and has nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.	

(Notes)

1. There are no special interests between Mr. Morio Matsuura and the Company.
2. The number of shares of the Company held by Mr. Morio Matsuura is as of August 31, 2025.
3. Mr. Morio Matsuura is a new candidate for full-time Outside Director who is an Audit and Supervisory Committee Member.
4. Mr. Morio Matsuura fulfills the requirements for independent directors as defined by Tokyo Stock Exchange and Nagoya Stock Exchange, and the standards for independence of the Company. If he is elected as originally proposed, the Company will file him as an independent director. For the standards for independence of Outside Directors of the Company, please refer to page 12.
5. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Directors who are Audit and Supervisory Committee Members to limit their liability under Article 423, Paragraph 1, of the said Act. The maximum amount of liability under the agreements shall be the amount specified by laws and regulations. If the election of Mr. Morio Matsuura is approved, the Company will enter into an agreement with him to limit his liability.
6. The Company has entered into a directors and officers liability insurance contract with an insurance company. The insurance policy covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. If Mr. Morio Matsuura assumes the office of Director, he will be insured under the insurance contract. The insured does not bear the premiums. The Company plans to renew the insurance policy with the same details in January 2026.

[Reference]

Composition of the Board of Directors (To Be Adopted after the Conclusion of this Annual General Meeting of Shareholders)

Directors	Key competency areas expected of each Director							
	Planning and management/ Management strategy	Sales/ Marketing	Manufacturing/ Technology	Global business	Legal affairs/ Risk management	Finance/ Accounting	Environment/ Social issues	Internal control/ Governance
Tetsuo Nemoto	•	•	•				•	•
Yoshiro Takitani	•	•		•			•	•
Shuji Ishikawa	•	•	•	•				
Hiroki Hamada	•	•	•	•				
Kiyoshi Kato	•				•	•	•	•
Junichi Kagawa [Outside] [Independent]	•		•		•			•
Noriko Asai [Outside] [Independent]	•		•				•	•
Morio Matsuura, Audit and Supervisory Committee Member [Outside] [Independent]	•	•			•			•
Masaaki Naito, Audit and Supervisory Committee Member [Outside] [Independent]	•				•		•	•
Kazuhito Akiba, Audit and Supervisory Committee Member [Outside] [Independent]	•				•	•		•
Mika Kimata, Audit and Supervisory Committee Member [Outside] [Independent]	•					•	•	•

[Reference]

Standards for Independence of Outside Directors

The Company has established the independence standards of Outside Directors as follows. In the event that any of the following items are applicable, they shall be deemed not to have sufficient independence to the Company:

1. Executors of operations of the Company and its subsidiaries, or those who were executors of operations even once in the past (Note 1)
2. Major shareholders who own 5% or more of the Company's voting rights or their executors of operations
3. Executor of operations of companies which fall under any of the following:
 - (1) Major suppliers of the Group (Note 2)
 - (2) Major customers of the Group (Note 3)
 - (3) Companies that the Company owns 5% or more of their voting rights
4. Professionals who belong to organizations that fall under any of the following:
 - (1) Professionals who belong to the audit corporation that is the accounting auditor of the Company, or professionals who belong to the consulting tax accountant office of the Company
 - (2) Other professionals such as consultants, accountants, attorneys and the like whom the Company paid ¥10,000,000 or more per year other than remuneration of directors
5. Those who receive donations of ¥10,000,000 or more per year from the Company, or executors of operations of entities
6. Those who are from companies where Directors of the Company took office as outside officers
7. Spouses or relatives within the second degree of kinship of the above 1. to 6.
8. Those who had fallen under the above 2. to 7. in the last five years

(Notes)

1. Executors of operations refer to executors of operations stipulated in Article 2, Paragraph 3, Item 6 of the Regulation for Enforcement of the Companies Act and include not only executive directors but also executive officers and employees. Audit & Supervisory Board Members are not included.
2. Major suppliers refer to a company and its group companies that have 2% or more of the Group's consolidated purchase price.
3. Major customers refer to a company and its group companies that have 2% or more of the Group's consolidated sales.

End

Proposal 4: Payment of Bonuses to Officers

The Company proposes to pay a total of ¥35,000 thousand as bonuses to the five Directors (excluding Outside Directors and Directors who are Audit and Supervisory Committee Members) in office as of the end of the fiscal year under review, in consideration of the Company's business performance and other factors during the fiscal year under review.

The Company has set a policy on determining the content of remuneration for individual Directors, etc. at the Board of Directors meeting held on February 22, 2021. The Company believes that this proposal is consistent with the policy and is therefore appropriate.

The Company requests that the amounts to be paid to the individual Directors (excluding Outside Directors and Directors who are Audit and Supervisory Committee Members) be left to the discretion of the Board of Directors.