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Securities Code 5391
June 5, 2026

To Those Stockholders with Voting Rights

Tohru Makino
President and Representative Director
A&A Material Corporation
2-70 Konan 1-chome, Minato-ku,
Tokyo

NOTICE OF THE 26th ORDINARY GENERAL MEETING OF STOCKHOLDERS

You are hereby notified of the 26th Ordinary General Meeting of Stockholders of A&A Material Corporation (the "Company"). The meeting will be held as stated below.

In convening this General Meeting of Stockholders, the Company has taken measures for providing information that constitutes the content of Reference Documents for the General Meeting of Stockholders, 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. Please access the website to view the information.

The Company's website
https://www.aa-material.co.jp (in Japanese)

In addition to the Company's website mentioned above, the matters for which measures for providing information in electronic format are to be taken are also posted on the Tokyo Stock Exchange (TSE) website.

TSE website (Listed Company Search):
https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)

Please access the aforementioned TSE website and enter then search either "A&A Material" under [Issue name (company name)] or "5391" under [Code]. Select [Basic information], then [Documents for public inspection/PR information] and check [Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting] under [Filed information available for public inspection].

If you are unable to attend the Meeting, it is possible to exercise your voting rights by paper ballot (postal mail) or via the Internet. Please review the Reference Documents for the General Meeting of Stockholders and exercise your voting rights by no later than 5:50 p.m. on Thursday, June 25, 2026.

If you are exercising your voting rights by paper ballot (postal mail)
Please indicate your vote for or against the Proposals on the Voting Rights Exercise Form and send it back by the abovementioned deadline for exercising your voting rights.

[Exercise of voting rights via the Internet, etc.]
Please access the Voting Rights Exercise Site specified by the Company (https://soukai.mizuho-tb.co.jp/) to exercise voting rights and use either the voting code or password printed on the Voting Rights Exercise Form sent together with this notice and follow the instructions on the screen to indicate your vote for or against the Proposals.
If you are exercising your voting rights via the Internet, please refer to the following, "Exercise of Voting Rights via the Internet, etc."

1. **Date and Time:** Friday, June 26, 2026 at 10:00 a.m. (Reception begins at 9:00 a.m.)
2. **Place:** Tokyo Conference Center Shinagawa 4F, A,RE,A Shinagawa
   9-36 Konan 1-chome, Minato-ku, Tokyo
3. **Agenda of the Meeting:**

   Matters to be reported:
   1. Business Report, Consolidated Financial Statements for the 26th Fiscal Term (from April 1, 2025 to March 31, 2026) 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 26th Fiscal Term (from April 1, 2025 to March 31, 2026)

   Proposals to be resolved:

   Proposal No. 1: Appropriation of Surplus
   Proposal No. 2: Election of Five Directors
   Proposal No. 3: Election of One Substitute Corporate Auditor
4. **Matters to be decided at the time of convocation:**
   (1) If you exercise your voting rights by paper ballot (postal mail) and do not indicate your vote for or against the Proposals on the Voting Rights Exercise Form, a vote for the proposal shall prevail.
   (2) If you vote via the Internet several times, the last vote shall prevail.
   (3) If you vote both by paper ballot (postal mail) and via the Internet, the vote via the Internet shall prevail.

- If you are attending the Meeting, please hand in the Voting Rights Exercise Form that will be sent with this Notice at the front desk when you arrive at the venue.
- Of the matters for which measures for providing information in electronic format are to be taken, pursuant to the provisions of laws and regulations and Article 15, paragraph 2 of the Articles of Incorporation of the Company, the following are not contained in the documents delivered to stockholders who have requested the delivery of paper documents. The Corporate Auditors and the Accounting Auditor have audited the documents that are subject to audit, including the following.
  (i) Notes to the Consolidated Financial Statements
  (ii) Notes to the Non-consolidated Financial Statements
- For matters for which measures for providing information in electronic format are to be taken, in the event of any revision up until the day before the General Meeting of Stockholders, a notice of such revisions and the matters before and after the revisions shall be posted on each of the websites listed on page 1.

Reference Documents for the General Meeting of Stockholders

Proposals and references

Proposal No. 1: Appropriation of Surplus

With respect to the appropriation of surplus, the Company would like to pay out as follows.

Matters regarding the year-end dividend

The Company implements continuous and stable dividend payouts according to our performance on the basis of the basic policy of aiming to secure and expand profits through sound corporate activities, and returning part of the stable revenues to its stockholders in the form of dividends.

Under this basic policy, the Company would like to pay out the year-end dividend for the term under review as follows, in consideration of our performance for the term under review and the future business development.

Type of dividend property

Cash

Matters concerning the distribution of dividends to stockholders and its total amount

30 yen per share of common stock of the Company, for a total amount of 168,237,060 yen.

Note: Since an interim dividend of 30 yen was paid, the annual dividend for the term under review amounts to 60 yen per share.

Effective date of dividends from surplus

Monday, June 29, 2026

Proposal No. 2: Election of Five Directors

The term of office of all six Directors will expire at the close of this General Meeting of Stockholders. In that regard, the Company proposes the election of five Directors, reducing the number of Directors by one to enable strategic and agile decision-making at the Board of Directors.

The selection of candidates for the Board of Directors is made through deliberations by the Nomination and Remuneration Advisory Committee, which is composed of a majority of outside Directors and chaired by an outside Director, and reports to the Board of Directors.

The candidates for Director are as follows.

No.	Name	Current position and responsibilities	Attribute
1	Tohru Makino	President & Representative Director General Management Nomination and Remuneration Advisory Committee Member	Reappointment
2	Takehito Oshima	Director and Senior Executive Officer Senior General Manager, Production & Logistics Headquarters	Reappointment
3	Kazuto Takahara	Director and Senior Executive Officer Senior General Manager, Administrative Headquarters	Reappointment
4	Shigemi Takura	Director Chairperson of the Nomination and Remuneration Advisory Committee Lawyer, Takura Law Office	Reappointment Outside Independent
5	Tomoko Sugaya	Director Nomination and Remuneration Advisory Committee Member Lawyer, Hijiribashi Architecture & Law Special Committee Member, Central Committee for Adjustment of Construction Work Disputes, Ministry of Land, Infrastructure, Transport and Tourism Committee Member, Central Examination Committee for Architects, Ministry of Land, Infrastructure, Transport and Tourism Commission Member, Consumer Safety Investigation Commission, Consumer Affairs Agency Provisional Council Member, Council for Social Infrastructure Development, Ministry of Land, Infrastructure, Transportation and Tourism Council Member, Adachi-ku Building Review Council Council Member, Shinagawa-ku Building Review Council Council Member, Tokyo Metropolitan Building Examination Committee	Reappointment Outside Independent

Attributes of candidates:

Reappointment: Director to be reappointed

Outside: Outside Director

Independent: Independent Director as stipulated by stock exchanges, etc.

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent positions		Number of shares of the Company held
1	Tohru Makino Reappointment (January 14, 1956) Attended 16 out of 16 meetings of the Board of Directors	April 1979	Joined Chichibu Cement Co., Ltd.	31,000
		October 1998	Affiliates Department of Taiheiyo Cement Corporation	
		November 2001	General Manager, Corporate Planning Department of A&A Material Corporation	
		April 2008	Executive Officer and General Manager, Sales Department, Cement Business Division of DC Co., Ltd.	
		April 2011	General Manager, Affiliate Businesses Department of Taiheiyo Cement Corporation	
		April 2012	Adviser of A&A Material Corporation	
		June 2012	Director and Senior Executive Officer of A&A Material Corporation	
		June 2015	**President & Representative Director of A&A Material Corporation (to present)**	
		Reason for nominating Tohru Makino as Director Since assuming the position of Representative Director in 2015, Mr. Tohru Makino has steered the Group's management with outstanding leadership, contributing to greater corporate value by driving growth in existing businesses and expanding the Group's scale through M&A and other means. He remains a candidate for Director because he possesses a deep understanding of our Group's overall businesses, has abundant experience and knowledge in relation to business management, and is judged to be capable of making appropriate important management decisions and exercising supervision appropriately.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, responsibilities and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td>2</td><td>Takehito Oshima
Reappointment
(March 22, 1963)

Attended 16 out of 16 meetings of the Board of Directors</td><td>April 1987 Joined Asano Slate Co., Ltd.
June 2016 President & Representative Director of Kanto Asano Pipe Co., Ltd.
April 2017 President & Representative Director of A&A Osaka Corporation
April 2019 Executive Officer of A&A Material Corporation
President & Representative Director of A&A Ibaraki Corporation
July 2021 Executive Officer, Senior General Manager, Internal Control & Risk Management Headquarters of A&A Material Corporation
June 2023 Director and Managing Executive Officer, Senior General Manager, Building Materials Division of A&A Material Corporation
April 2025 Director and Senior Executive Officer, Senior General Manager, Production and Logistics Headquarters of A&A Material Corporation (to present)

Reason for nominating Takehito Oshima as Director
Mr. Takehito Oshima has been engaged with production divisions for many years, serving as President & Representative Director of a production subsidiary and demonstrating leadership with respect to various duties. Moreover, he has a broad range of professional experience, including overseeing internal control, risk management, and sales divisions. Given his aforementioned achievements, the Company believes he is a person capable of making appropriate judgements and providing effective supervision in the Group’s management, and the Company proposes he continue as a candidate for Director.</td><td>7,200</td></tr>
</table>

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Kazuto Takahara Reappointment (March 12, 1965) Attended 16 out of 16 meetings of the Board of Directors	April 1988 Joined ASK Corp. April 2009 President & Representative Director of A&A Ibaraki Corporation April 2013 President & Representative Director of A&A Osaka Corporation October 2015 General Manager, Corporate Planning Department of A&A Material Corporation April 2018 General Manager, General Affairs Department, General Manager, IoT Promotion Department, Business Promotion Department of A&A Material Corporation April 2019 Executive Officer of A&A Material Corporation April 2021 Executive Officer, General Manager, General Affairs Department, General Manager, Legal Department of A&A Material Corporation July 2021 Executive Officer, General Manager, Hokkaido Branch of A&A Material Corporation June 2023 Director and Managing Executive Officer of A&A Material Corporation July 2023 Director and Managing Executive Officer, Senior General Manager, Administrative Headquarters of A&A Material Corporation April 2025 **Director and Senior Executive Officer, Senior General Manager, Administrative Headquarters of A&A Material Corporation (to present)** **Reason for nominating Kazuto Takahara as Director** Mr. Kazuto Takahara has been involved in production management and quality improvement for many years, and has contributed to improving business performance in construction materials divisions. In addition, he has engaged in administrative divisions such as corporate planning, general affairs, and legal affairs, and possesses practical experience and insights that are valuable for managing and administrating the Group’s operations. Given this experience, the Company has judged that he is qualified for the aim of achieving the Group’s sustainable growth and increasing corporate value, and therefore proposes he continue as a candidate for Director.	8,800

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Shigemi Takura Reappointment Outside Independent (February 15, 1954) Attended 16 out of 16 meetings of the Board of Directors	April 1981 **Registered as a lawyer** April 1984 **Established Takura Law Office (to present)** June 1997 Outside Corporate Auditor of ASK Corp. April 2013 Specially Appointed Professor, Graduate School of Law of Aoyama Gakuin University June 2015 **Outside Director of A&A Material Corporation (to present)** **Reason for nominating Shigemi Takura as Outside Director and outline of expected roles** Although Mr. Shigemi Takura has not been directly involved in corporate management in the past except as an outside officer, he has high-level expertise in corporate legal affairs as a lawyer. In addition to actively expressing his opinions at meetings of the Board of Directors, he has served as Chairperson of the Nomination and Remuneration Advisory Committee, contributing to the enhancement of the Company's corporate governance structure and supervisory function. He is expected to continue providing effective advice from an independent standpoint, and therefore, he continues to be a candidate for Outside Director.	4,600

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent positions	Number of shares of the Company held
5	Tomoko Sugaya Reappointment Outside Independent (March 29, 1968) Attended 16 out of 16 meetings of the Board of Directors	April 1990 Joined Hazama Corporation December 2011 Registered as a lawyer January 2017 **Established Hijiribashi Architecture & Law (to present)** November 2020 **Special Committee Member, Central Committee for Adjustment of Construction Work Disputes, Ministry of Land, Infrastructure, Transport and Tourism (to present)** December 2023 **Committee Member, Central Examination Committee for Architects, Ministry of Land, Infrastructure, Transport and Tourism (to present)** June 2024 **Outside Director of A&A Material Corporation (to present)** October 2024 **Commission Member, Consumer Safety Investigation Commission of Consumer Affairs Agency (to present)** April 2025 **Provisional Council Member, Council for Social Infrastructure Development of Ministry of Land, Infrastructure, Transportation and Tourism (to present)** April 2025 **Council Member of Adachi-ku Building Review Council (to present)** April 2025 **Council Member of Shinagawa-ku Building Review Council (to present)** January 2026 **Council Member of Tokyo Metropolitan Building Examination Committee (to present)** **Reason for nominating Tomoko Sugaya as Outside Director and outline of expected roles** Although Ms. Tomoko Sugaya has not been directly involved in corporate management in the past except as an outside officer, she possesses expertise in corporate legal affairs as a lawyer, and she has also served as a member of various administrative councils and committees, including those of the Ministry of Land, Infrastructure, Transport and Tourism and has a high level of insights in the architecture and construction field. In addition, as a Nomination and Remuneration Advisory Committee Member, she has played an independent role in executive appointments and remuneration decisions. Based on these experiences, we expect her to continue contributing to the Board of Directors through her supervision and advice, and therefore remains as a candidate for Outside Director.	800

Notes: 1. No special relationship exists between the Company and any of the candidates.
2. Please refer to "Company Officers" of the Business Report for the current responsibilities at the Company of each of the candidates to be re-elected.
3. Mr. Shigemi Takura is a candidate for Outside Director.
Mr. Shigemi Takura served as Outside Corporate Auditor of ASK Corp. (currently A&A Material Corporation) from June 1997 to June 2000. Since his retirement, more than ten years have passed, and he has not held a position as an executive or officer of any entity that has a special relationship with the Company. Mr. Shigemi Takura will have served as Outside Director for 11 years at the close of this

Ordinary General Meeting of Stockholders. The Company has registered him at Tokyo Stock Exchange as an independent director as stipulated by Tokyo Stock Exchange.

4. Ms. Tomoko Sugaya is a candidate for Outside Director.
   Ms. Tomoko Sugaya and the Company had concluded a service contract under which Ms. Tomoko Sugaya served as a legal consultant of the Company from January 2021 to March 2024. She has not held a position as an executive or officer of any entity that has a special relationship with the Company since then. Ms. Tomoko Sugaya will have served as Outside Director for two years at the close of this Ordinary General Meeting of Stockholders. The Company has registered her at Tokyo Stock Exchange as an independent director as stipulated by Tokyo Stock Exchange.
5. Independence of the candidates for Outside Director as Outside Director
   (1) Neither Mr. Shigemi Takura nor Ms. Tomoko Sugaya is scheduled to receive or has in the past two years received a significant amount of money or other property from the Company or any entity that has a special relationship with the Company.
   (2) Neither Mr. Shigemi Takura nor Ms. Tomoko Sugaya is a spouse or relative within the third degree of kinship or any other person equivalent thereto of an executive or officer of the Company or any entity that has a special relationship with the Company.
   (3) Neither Mr. Shigemi Takura nor Ms. Tomoko Sugaya has in the past ten years served as an executive or officer of any entity that has a special relationship with the Company.
6. Limited liability agreement with Outside Directors
   The Company has concluded a limited liability agreement with Mr. Shigemi Takura and Ms. Tomoko Sugaya, and plans to continue the said agreement with them if their re-election is approved.
   Overview of the agreement is as follows:
   (1) In the event that an Outside Director is deemed to be liable for damages to the Company due to the negligence of his/her duties, the maximum liability for damages of the Outside Director is set at the minimum limit of liability specified in Article 425, Paragraph 1 of the Companies Act.
   (2) The aforementioned limited liability is only applied in cases where the Outside Director performed his/her duties that caused his/her liabilities in good faith and without gross negligence.
7. Directors and officers liability insurance policy
   The Company has entered into a directors and officers liability insurance policy which includes all of Directors, Corporate Auditors and Executive Officers of the Company and its subsidiaries under the Companies Act as insureds with an insurance company, thereby covering losses incurred by the insureds in cases where they are liable for damages arising from their performance of duties. If the election of each candidate is approved at the meeting, the Company plans to include each of them as an insured in the insurance policy. The term of the insurance policy is one year, and the Company plans to renew the policy before the expiration of that term by resolution of the Board of Directors.

(Reference) Skill matrix of candidates for Director

If Proposal No. 2 is approved as proposed at this Ordinary General Meeting of Stockholders, the skills possessed by each of the Directors will be as shown below.

	Expertise and experience especially possessed by the candidates for Director						Nomination and Remuneration Advisory Committee
	Management strategies	Production/ technology/ research	Sales/ marketing	Finance/ accounting	Legal/ risk management	Human resources development	
Tohru Makino	○		○	○		○	○
Takehito Oshima	○	○	○		○		
Kazuto Takahara	○	○	○	○	○	○	
Shigemi Takura (Outside)	○				○		◎
Tomoko Sugaya (Outside)	○	○			○		○

* Not a comprehensive representation of the individual's knowledge and experience

* ◎ (chairperson) ○ (member) of the Nomination and Remuneration Advisory Committee

Proposal No. 3: Election of One Substitute Corporate Auditor

In order to prepare for cases where a vacancy results in a shortfall in the number of Corporate Auditors prescribed by laws, we propose the election of one Substitute Corporate Auditor.

In addition, the consent of the Board of Corporate Auditors has been obtained for this proposal.

The candidate for Substitute Corporate Auditor is as follows.

Name (Date of birth)	Career summary, position and significant concurrent positions		Number of shares of the Company held
Osamu Okeshi Outside (October 3, 1971)	April 1995	Joined Chichibu Onoda Cement Corporation	–
	April 2022	Leader, Investor Relations and Communication Group, General Affairs Department of Taiheiyo Cement Corporation	
	April 2024	Leader, Business Administration Group, Business Planning and Administration Department of Taiheiyo Cement Corporation	
	April 2025	**Leader, Business Administration Group, Group Strategy Promotion Department of Taiheiyo Cement Corporation (to present)**	
	Reason for nominating Osamu Okeshi as Substitute Outside Corporate Auditor Although Mr. Osamu Okeshi has not been directly involved in corporate management in the past, the Company proposes he continue as a candidate for substitute Outside Corporate Auditor, based on his extensive experience and knowledge in the management division of Taiheiyo Cement Corporation and his ability to appropriately carry out his supervisory duties as a Corporate Auditor from an independent standpoint.		

Notes: 1. No special relationship exists between the Company and the candidate.

2. Mr. Osamu Okeshi is a candidate for Substitute Outside Corporate Auditor.
3. Independence of the candidate for Substitute Corporate Auditor as Outside Corporate Auditor
   (1) Mr. Osamu Okeshi is not scheduled to receive or has not in the past two years received a significant amount of money or other property from the Company or any entity that has a special relationship with the Company.
   (2) Mr. Osamu Okeshi is not a spouse or relative within the third degree of kinship or any other person equivalent thereto of an executive or officer of the Company or any entity that has a special relationship with the Company.
   (3) Mr. Osamu Okeshi has not in the past ten years served as an executive or officer of the Company or any entity that has a special relationship with the Company.
4. Limited liability agreement with Corporate Auditors
   The Company plans to conclude a limited liability agreement with Mr. Osamu Okeshi, if his election as Substitute Corporate Auditor is approved, and if he takes office as Corporate Auditor during his term of office due to a shortfall in the number of Corporate Auditors prescribed by laws.
   Overview of the agreement is as follows:
   (1) In the event that a Corporate Auditor is deemed to be liable for damages to the Company due to the negligence of his/her duties, the maximum liability for damages of the Corporate Auditor is set at the minimum limit of liability specified in Article 425, Paragraph 1 of the Companies Act.
   (2) The aforementioned limited liability is only applied in cases where the Corporate Auditor performed his/her duties that caused his/her liabilities in good faith and without gross negligence.
5. Directors and officers liability insurance policy
   The Company has entered into a directors and officers liability insurance policy which includes all of Directors, Corporate Auditors and Executive Officers of the Company and its subsidiaries under the Companies Act as insureds with an insurance company, thereby covering losses incurred by the insureds in cases where they are liable for damages arising from their performance of duties. If the election of the candidate for Substitute Corporate Auditor Mr. Osamu Okeshi is approved at the meeting, and if he takes office as Corporate Auditor during his term of office due to a shortfall in the number of Corporate Auditors

prescribed by laws, the Company plans to include him as an insured in the insurance policy. The term of the insurance policy is one year, and the Company plans to renew the policy before the expiration of that term by resolution of the Board of Directors.

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