This is an English translation of a document published in Japanese. Should there be any discrepancies between the Japanese and the English, the Japanese version shall be considered the final authority.

Sent: June 10, 2026
Commencement of measures for electronic provision: June 2, 2026

To Our Shareholders:

MATSUOKA Hiroaki
Representative Director and President
Nippon Coke & Engineering Co., Ltd.
Securities Code: 3315
Address: 3-3-3 Toyosu
Koto-ku, Tokyo, 135-6007
Japan

Notice of the 23rd Annual General Meeting of Shareholders

We hereby provide notification that the 23rd Annual General Meeting of Shareholders of Nippon Coke & Engineering Co., Ltd. ("the Company") will be held as described below.

If you are unable to attend the meeting in person, you can exercise your voting rights via the Internet or in writing (by mail). Please review the attached Reference Documents for the Annual General Meeting of Shareholders and exercise your voting rights by 5:45 p.m. on Thursday, June 25, 2026, Japan time.

1. Date and Time: Friday, June 26, 2026 at 10:00 a.m. (the reception desk will open at 9:30 a.m.)
2. Place: 31 Builedge Toyosu Bayside Cross Room A
   Toyosu Bayside Cross Tower 3F +C (plus cross)
   2-2-1 Toyosu, Koto-ku, Tokyo
3. Purposes of the Meeting

Matters to Be Reported
1. Business Report and Consolidated Financial Statements for the 23rd term (from April 1, 2025 to March 31, 2026) and results of audits of the Consolidated Financial Statements by the Accounting Auditors and the Board of Statutory Auditors
2. Non-consolidated Financial Statements for the 23rd term (from April 1, 2025 to March 31, 2026)

Matters to Be Decided
Proposal: Election of Six (6) Directors

Reference Documents for the Annual General Meeting of Shareholders

Proposal: Election of Six (6) Directors

At the conclusion of this Annual General Meeting of Shareholders, the terms of office of all six (6) of the currently-serving Directors will expire.

Therefore, the Company requests the election of six (6) Directors, including three (3) Outside Directors.

The candidates for Director are as follows.

Candidate No.	Name	Current Position and Responsibilities in the Company	Attribution
1	**MATSUOKA Hiroaki**	Representative Director and President	Reappointment
2	**ONO Yusuke**	Executive Officer (General Manager, Corporate Planning & Administration Department)	New
3	**SAKATA Ryuji**	Executive Officer (General Manager, Coke Division)	New
4	**TOKUNAGA Naoyuki**	Outside Director	Reappointment Outside
5	**MIYAUCHI Naotaka**	Outside Director	Reappointment Outside Independent
6	**MORIJIRI Yoshio**	Outside Director	Reappointment Outside Independent

Note:

Reappointment Candidate for reappointment as Director

New Candidate for new Director

Outside Candidate for Outside Director

Independent Candidate for independent officer pursuant to stock exchange stipulations

Candidate No. 1 MATSUOKA Hiroaki

Reappointment

Date of birth:	August 31, 1960 (65 years old)
Attendance at Board of Directors meetings	13/13 (100%)
No. of shares of the Company held:	172,975

Career history and position in the Company

April 1985	Joins Nippon Steel Corporation
April 2011	General Manager, General Administration Department, Muroran Works, Bar and Wire Rod Unit of Nippon Steel Corporation
April 2014	Head of Division, Bar and Wire Rod Sales Division, Bar and Wire Rod Unit of Nippon Steel & Sumitomo Metal Corporation (currently Nippon Steel Corporation)
April 2016	Executive Officer, Head of Unit, Bar and Wire Rod Unit of Nippon Steel & Sumitomo Metal Corporation
April 2019	Managing Executive Officer, Head of Office, Osaka Office of Nippon Steel Corporation
April 2021	Executive Officer assigned to President of Nippon Steel Corporation Advisor of the Company
June 2021	Director and Vice President of the Company
April 2022	Representative Director and President of the Company (current position)

Current responsibilities in the Company and significant concurrent positions

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Reasons for nomination as a candidate for Director

Since being appointed Director and Vice President in June 2021, MATSUOKA Hiroaki has been involved in the Nippon Coke & Engineering Group’s management based on his extensive knowledge from his business experience at a steel manufacturing company, and he has led the Group’s management as Representative Director since April 2022. As a result, the Company determined it is appropriate to re-elect him as a Director and proposed him as a candidate.

Candidate No. 2 ONO Yusuke

New

Date of birth:	January 29, 1966 (60 years old)
No. of shares of the Company held:	10,000

Career history and position in the Company

April 1988	Joins Mitsui Bank (currently Sumitomo Mitsui Banking Corporation)
May 2006	Deputy President, Sumitomo Mitsui Banking Corporation of Canada
April 2012	President & C.E.O., Sumitomo Mitsui Banking Corporation of Canada
April 2014	General Manager, Hong Kong Branch of Sumitomo Mitsui Banking Corporation
April 2018	Chief Executive, and Senior General Manager, Tokyo Corporate Banking Division 3 of Sumitomo Mitsui Banking Corporation
April 2020	Chief Executive, and Deputy Head, Asia Pacific Division of Sumitomo Mitsui Banking Corporation
April 2022	Chief Executive, and Senior General Manager, Global Advisory Department of Sumitomo Mitsui Banking Corporation
May 2023	Administration Officer, and Assistant General Manager, Corporate Planning & Administration Department of the Company
June 2024	Executive Officer, and General Manager, Corporate Planning & Administration Department of the Company (current position)

Current responsibilities in the Company and significant concurrent positions

Executive Officer (General Manager, Corporate Planning & Administration Department)

Reasons for nomination as a candidate for Director

Since joining the Company in May 2023, ONO Yusuke has been involved in the Group’s management with responsibilities for corporate planning and administration, drawing on his many years of business experience in banking and extensive leadership experience both in Japan and overseas. As a result, the Company determined it is appropriate to elect him as a Director responsible for business management and proposed him as a candidate.

Candidate No. 3 SAKATA Ryuji

New

Date of birth:	December 21, 1964 (61 years old)
No. of shares of the Company held:	11,371

Career history and position in the Company

April 1992	Joins Mitsui Mining Co., Ltd. (currently Nippon Coke & Engineering Co., Ltd.)
November 2008	Deputy Manager, Kitakyushu Coking Works of the Company
July 2013	Manager, Tochigi Engineering Factory, Chemical Machinery Division of the Company
December 2015	General Manager, Engineering & Maintenance Department, Kitakyushu Coking Works of the Company
April 2019	Deputy Manager, Kitakyushu Coking Works, and General Manager, Engineering & Maintenance Department of the Company
July 2020	Administration Officer; Deputy Manager, Kitakyushu Coking Works; and General Manager, Engineering & Maintenance Department of the Company
June 2021	Executive Officer, and General Manager, Kitakyushu Coking Works, Coke Division of the Company
June 2025	Executive Officer, and General Manager, Coke Division of the Company (current position)

Current responsibilities in the Company and significant concurrent positions

Executive Officer (General Manager, Coke Division)

Reasons for nomination as a candidate for Director

SAKATA Ryuji has many years of experience in equipment and design at Kitakyushu Coking Works and Tochigi Engineering Factory of the Company, and has led the Company’s core coke business as Executive Officer and General Manager of Coke Division. As a result, the Company determined it is appropriate to elect him as a Director responsible for business management and proposed him as a candidate.

Candidate No. 4 TOKUNAGA Naoyuki

Reappointment | Outside

Date of birth:	December 11, 1972 (53 years old)
Attendance at Board of Directors meetings	13/13 (100%)
No. of shares of the Company held:	0

Career history and position in the Company

April 1995	Joins Sumitomo Corporation
September 2008	Advisor, Carbon Department of Sumitomo Corporation Group Leader, Coke Sales, Coke Department of the Company
June 2010	Unit Manager, Carbon and Steel Raw Materials of Sumitomo Corporation of Americas
April 2015	Assistant Team Leader, Carbon Products, Carbon Department of Sumitomo Corporation
April 2016	Advisor, Carbon Department of Sumitomo Corporation Director, Summit CRM, Ltd.
October 2018	Team Leader, Business Development, Carbon Department of Sumitomo Corporation
June 2020	Outside Director of the Company (current position)
April 2022	General Manager, Carbon Department of Sumitomo Corporation
April 2024	General Manager, Carbon Unit of Sumitomo Corporation (current position)

Current responsibilities in the Company and significant concurrent positions

General Manager, Carbon Unit of Sumitomo Corporation

Reasons for nomination as a candidate for Outside Director and overview of expected roles

TOKUNAGA Naoyuki serves as General Manager, Carbon Unit of Sumitomo Corporation and has extensive knowledge of resources and energy. In particular, it is expected that he will continue to provide supervision and advice on the Company’s management strategy from an expert standpoint, taking into account the market and industrial structure as he has done in the past. As a result, the Company determined it is appropriate to re-elect him as an Outside Director and proposed him as a candidate.

Candidate No. 5 MIYAUCHI Naotaka

Reappointment Outside Independent

Date of birth:	January 30, 1958 (68 years old)
Attendance at Board of Directors meetings	13/13 (100%)
No. of shares of the Company held:	0

Career history and position in the Company

April 1981	Joins The Japan Steel Works, Ltd.
April 2006	General Manager, Plastic Processing Machinery Department, Hiroshima Plant of The Japan Steel Works, Ltd.
April 2011	Deputy Manager (in charge of production and technology), Hiroshima Plant of The Japan Steel Works, Ltd.
April 2013	Executive Officer, and General Manager, Hiroshima Plant of The Japan Steel Works, Ltd.
April 2015	Managing Executive Officer, and Deputy Manager, Industrial Machinery Business Division of The Japan Steel Works, Ltd. (Machinery Business Unit Manager)
April 2016	Managing Executive Officer in charge of Ordnance Business Headquarters, and General Manager, Machinery Business Division of The Japan Steel Works, Ltd.
June 2016	Director and Managing Executive Officer of The Japan Steel Works, Ltd.
April 2017	Representative Director and President of The Japan Steel Works, Ltd.
April 2022	Director of The Japan Steel Works, Ltd.
June 2022	Adviser of The Japan Steel Works, Ltd.
June 2024	Outside Director of the Company (current position)

Current responsibilities in the Company and significant concurrent positions

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Reasons for nomination as a candidate for Outside Director and overview of expected roles

Based on his involvement in the industrial machinery business field for many years, MIYAUCHI Naotaka has extensive experience in manufacturing, development, and manufacturing site management and operations in addition to a high level of insight as a corporate manager. It is expected that he will continue to provide supervision and advice on the Company’s overall management from the viewpoint of his technical knowledge and a perspective that is independent from the Company. As a result, the Company determined it is appropriate to re-elect him as an Outside Director and proposed him as a candidate.

Candidate No. 6 MORIJIRI Yoshio

Reappointment | Outside | Independent

Date of birth:	November 6, 1960 (65 years old)
Attendance at Board of Directors meetings	13/13 (100%)
No. of shares of the Company held:	0

Career history and position in the Company

April 1983	Joins Mitsui Bank (currently Sumitomo Mitsui Banking Corporation)
April 2013	Executive Officer, and General Manager, Tokyo East Corporate Banking Department of Sumitomo Mitsui Banking Corporation
April 2014	Executive Officer, and General Manager, East Japan Corporate Banking Department #1 of Sumitomo Mitsui Banking Corporation
May 2015	Advisor of Human Inventory, K.K.
May 2015	Advisor of Financial Career K.K.
June 2015	Representative Director and President of Human Inventory, K.K.
June 2015	Representative Director and President of Financial Career K.K.
May 2019	Advisor of Muromachi Building Service Co., Ltd.
June 2019	Representative Director and President of Muromachi Building Service Co., Ltd.
June 2023	Representative Director and Chairman of the Steel
June 2023	Representative Director and President of Humac K.K.
June 2024	Outside Director of the Company (current position)
December 2024	Full-time Corporate Auditor of HORAI Co.,Ltd. (current position)

Current responsibilities in the Company and significant concurrent positions

Full-time Corporate Auditor of HORAI Co.,Ltd.

Reasons for nomination as a candidate for Outside Director and overview of expected roles

Based on his many years of experience in the banking business and his experience and achievements in corporate management at a number of other companies, MORIJIRI Yoshio has extensive knowledge of management. It is expected that he will continue to provide expert supervision and advice on the Company’s management strategy, particularly from the viewpoint of finance and with a long-term perspective. As a result, the Company determined it is appropriate to re-elect him as an Outside Director and proposed him as a candidate.

Notes:

1. There are no special interests between any of the candidates and the Company.
2. TOKUNAGA Naoyuki, MIYAUCHI Naotaka, and MORIJIRI Yoshio are candidates for Outside Director.
3. The terms of office of TOKUNAGA Naoyuki, MIYAUCHI Naotaka, and MORIJIRI Yoshio as Outside Directors of the Company will be six years for TOKUNAGA Naoyuki and two years for MIYAUCHI Naotaka and MORIJIRI Yoshio at the conclusion of this Annual General Meeting of Shareholders.
4. Sumitomo Corporation is a leading business partner (a specified associated company) of the Company, and TOKUNAGA Naoyuki has received a salary, etc. as an employee from Sumitomo Corporation for the past two years and intends to receive such a salary, etc. in the future. His position and responsibilities at Sumitomo Corporation are as described in his career history.
5. The Company, pursuant to Article 427, Paragraph 1 of the Companies Act, has entered into an agreement with each of TOKUNAGA Naoyuki, MIYAUCHI Naotaka, and MORIJIRI Yoshio to limit their liability, as provided for in Article 423, Paragraph 1 of the Companies Act, to the amount prescribed by laws and regulations in so far as such persons perform their duties in good faith and without gross negligence. In the event that the re-election of each of them is approved, the Company plans to continue these agreements.
6. The Company has entered into an indemnity agreement as provided for in Article 430-2, Paragraph 1 of the Companies Act with the Directors and Corporate Auditors currently in office, under which the Company will indemnify the Directors and Corporate Auditors for the costs in item 1 of the said paragraph and the losses in item 2 of the said paragraph to the extent provided for by laws and regulations. In the event that the re-election of each of MATSUOKA Hiroaki, TOKUNAGA Naoyuki, MIYAUCHI Naotaka and MORIJIRI Yoshio is approved, the Company plans to continue the agreement.

   In the event that the election of ONO Yusuke and SAKATA Ryuji is approved, the Company plans to enter into the agreement with each of them.
7. The Company has entered into a directors' and officers' liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The insurance policy covers the liability of the insured for damages and legal costs incurred by Directors, Corporate Auditors and Executive Officers in connection with shareholder derivative actions, third-party actions and corporate actions (however, liability arising from intent or gross negligence is excluded). In the event that the election or re-election of each candidate is approved, the Company plans to include each of them among the insured persons under the insurance policy. In addition, the insurance policy is scheduled to be renewed with the same contents at the next renewal.
8. MIYAUCHI Naotaka and MORIJIRI Yoshio meet the criteria for determining the independence of outside officers stipulated by the Company. Therefore, the Company, pursuant to Rule 436-2 of the Securities Listing Regulations, Japan Exchange Group, Inc., has notified the Exchange that MIYAUCHI Naotaka and MORIJIRI Yoshio are each independent officers. In the event that the re-election of each of them is approved, the Company plans to notify the Exchange that they are again independent officers.

9. In February 2022 while MIYAUCHI Naotaka was serving as Representative Director and President of The Japan Steel Works, Ltd., inappropriate conduct in product quality inspections was discovered at a subsidiary of The Japan Steel Works. Although this conduct did not violate laws, regulations, or the Articles of Incorporation, the company asked an independent special investigative committee to conduct an investigation and report the results.

Reference

Expertise and Experience of Directors and Corporate Auditors (Skill Matrix)

In the event that this proposal is approved, the expertise and experience of the Directors and Corporate Auditors will be as follows.

Position (planned) and name		Skill: Gender	Management experience	Global business	Finance and accounting	Law and compliance	Sales and marketing	Technical knowledge
Directors								
Representative Director and President	MATSUOKA Hiroaki	Male	✓			✓	✓	✓
Director Executive Officer	ONO Yusuke	Male	✓	✓	✓			
Director Executive Officer	SAKATA Ryuji	Male		✓			✓	✓
Outside Director	TOKUNAGA Naoyuki	Male		✓			✓	✓
Outside Director	MIYAUCHI Naotaka	Male	✓	✓				✓
Outside Director	MORIJIRI Yoshio	Male	✓		✓		✓	
Corporate Auditors								
Standing Corporate Auditor	MASUDA Akira	Male			✓	✓		
Outside Corporate Auditor	WATANABE Takashi	Male		✓	✓	✓		
Outside Corporate Auditor	SAKURADA Shuichi	Male	✓		✓	✓		

Criteria for Determining Independence of Outside Officers

In order for the Company's Board of Directors to determine that the Outside Directors and Outside Corporate Auditors ("Outside Officers") are independent, any of the following criteria must not apply to Outside Officers.

1. An entity which has been a major supplier[*1] of the Company or the Company's consolidated subsidiaries ("the Nippon Coke & Engineering Group") or a person who has been an executive officer[*2] of such a supplier during the past three fiscal years
2. An entity which has been a major client of the Nippon Coke & Engineering Group or a person who has been an executive officer of such a client during the past three fiscal years[*3]
3. An entity which is currently or has been during the past three fiscal years a major shareholder[*4] of the Company, or a person who is or has been an executive officer of such a major shareholder, or an executive officer of a company in which the Company is a major shareholder
4. A consultant, accounting professional, or legal professional who is currently or has been in the past three fiscal years receiving a large amount of money or other assets[*5] from the Nippon Coke & Engineering Group, in addition to remuneration as a director or corporate auditor (if the organization receiving said assets is a corporation, partnership, or other organization, a person who belongs to said organization).
5. An entity which is currently or has been in the past three fiscal years a major lender[*6] to the Nippon Coke & Engineering Group, or a person who is an executive officer of such a major lender
6. An entity to which the Nippon Coke & Engineering Group has made substantial donations,[*7] or its current/former executive
7. The spouse or other relation within the second degree of kinship to any of the persons listed below (excluding a person who does not serve in an important role)
   (1) A person who falls under any of the categories from 1 to 6
   (2) An executive officer of the Nippon Coke & Engineering Group

*1 "An entity which has been a major supplier of the Nippon Coke & Engineering Group" refers to an entity which receives payments from the Group that are 2% or more of the entity's annual consolidated net sales.

*2 "Executive officer" refers to an executive director, executive officer, corporate officer, or manager or other employee (the same applies hereinafter).

*3 "An entity which has been a major client of the Nippon Coke & Engineering Group" refers to an entity which makes payments to the Group that are 2% or more of the Company's annual consolidated net sales.

*4 "Major shareholder" refers to an entity which directly or indirectly owns 10% or more of the total voting rights.

*5 "Receiving a large amount of money or other assets from the Nippon Coke & Engineering Group, in addition to remuneration as a director or corporate auditors" refers to receiving from the Nippon Coke & Engineering Group on average over the past three fiscal years, more than ¥10 million per year, other than compensation for officers, in the case of an individual, and more than 2% of the net sales or gross income of the entity or ¥10 million, whichever is higher, in cash or other assets in the case of a corporation or organization to which the individual belongs.

*6 "A major lender to the Nippon Coke & Engineering Group" refers to a lender from which the amount of the Nippon Coke & Engineering Group’s consolidated borrowings amount to more than 2% of the Company’s consolidated total assets.

*7 “Large donations” refers to donations that exceed 10 million yen per year on average for the past three fiscal years.

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