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Securities code: 7435
(Mailing date: July 10, 2025)
(Start date for electronic provision measures: July 3, 2025)

To Shareholders with Voting Rights:

Daisuke Shindo
President & Representative Director
NADEX CO., LTD.
9-27 Furuwatari-cho, Naka-ku, Nagoya
City, Aichi, 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 hereby inform you that the 75th Annual General Meeting of Shareholders of NADEX CO., LTD. (the “Company”) will be held as described below.

In the convocation of this General Meeting of Shareholders, the Company has taken electronic provision measures and posted the matters subject to electronic provision measures on the following websites.

(1) The Company’s website

<http://www.nadex.co.jp/e/>

(Please access the above-mentioned website and select “Information for Investors” from the menu and review the documents under the “Notice of the 75th Annual General Meeting of Shareholders.” The website will be renewed on Friday, July 11, 2025. After the renewal, please access <http://www.nadex.co.jp/>, select “IR Information” from the menu, then select “General Meeting of Shareholders (English)” and review the documents under the “Notice of the 75th Annual General Meeting of Shareholders.”)

(2) The Tokyo Stock Exchange website (Listed Company Search)

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

(Please access the above-mentioned website and enter the Company’s name in the “Issue name (company name)” field or the Company’s securities code in the “Code” field to search. Then, please select “Basic information” followed by “Documents for public inspection/PR information” and review the “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” under the “Filed information available for public inspection.”)

If you do not attend the Meeting in person, you can exercise your voting rights via the Internet or in writing (by mail). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights no later than 5:30 p.m. on Monday, July 28, 2025 Japan time.

- 1. Date and Time:** Tuesday, July 29, 2025 at 10:00 a.m. Japan time
(Reception opens at 9:15 a.m.)
- 2. Place:** Conference Room in the Company’s Head Office
9-27 Furuwatari-cho, Naka-ku, Nagoya City, Aichi, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company's 75th Fiscal Year (May 1, 2024 – April 30, 2025) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. The Non-consolidated Financial Statements for the Company's 75th Fiscal Year (May 1, 2024 – April 30, 2025)

Proposals to be resolved:

- | | |
|--------------------|--|
| Proposal 1: | Appropriation of Surplus |
| Proposal 2: | Election of Six (6) Directors |
| Proposal 3: | Election of One (1) Substitute Auditor |
| Proposal 4: | Payment of Bonuses to Directors and Auditors |

4. Matters Regarding Exercise of Voting Rights:

- (1) Should you indicate neither approval nor disapproval on each proposal in the Voting Rights Exercise Form when exercising voting rights in writing, it shall be treated as an approval vote.
- (2) When voting rights are exercised via the Internet more than once, the last vote shall be deemed effective.
- (3) When voting rights are exercised both in writing and via the Internet, the vote exercised via the Internet shall be deemed effective.

- When attending the meeting in person on the day, please submit the enclosed Voting Rights Exercise Form at the reception desk at the venue. Additionally, please bring this Notice with you in order to conserve resources.
- No souvenirs will be presented to shareholders.
- With or without the requests to deliver written documents, the Company will send all shareholders the documents that contain matters subject to electronic provision measures. Additionally, in accordance with the provisions of laws and regulations and Article 15 of the Company's Articles of Incorporation, the following matters are not included. Therefore, these documents are part of the documents audited by Auditors and the Accounting Auditor in preparing their respective audit reports.
 - (1) Systems for Ensuring the Appropriateness of Operations, and the Operational Status of Such Systems
 - (2) Consolidated Statement of Changes in Equity
 - (3) Notes to the Consolidated Financial Statements
 - (4) Non-consolidated Statement of Changes in Equity
 - (5) Notes to the Non-consolidated Financial Statements
- Should any revisions be made to the matters subject to electronic provision measures, the revised versions will be posted on each website that provides the information.
- Staff at the meeting will operate in "Cool Biz" style without neckties, so attendees are also asked to dress in light clothing.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

With regard to the appropriation of surplus for the fiscal year under review, based on the principle of continuous and stable payment of dividends to shareholders and taking into account the status of earnings, financial position, future business developments, and other considerations, the Company proposes to appropriate surplus as follows.

Matters regarding year-end dividends

(1) Type of dividend property

Cash

(2) Matters regarding allocation of dividend property and the total amount thereof

¥22 per common share of the Company

Total: ¥192,389,318

(3) Effective date of dividends of surplus

July 30, 2025

With this, the annual dividends for the fiscal year under review shall be ¥33 per share, including the interim dividends of ¥11 per share.

Proposal 2: Election of Six (6) Directors

The term of office of all five (5) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, in order to strengthen and improve the management system further, the Company proposes to increase the number of Directors by one (1) and elect six (6) Directors.

The candidates for Directors are as follows:

No.	Name	Remarks
1	Masataka Furukawa	Reappointment
2	Daisuke Shindo	Reappointment
3	Katsunori Yokochi	Reappointment
4	Nobuyuki Honda	Reappointment
5	Yoko Noguchi	Reappointment External Director Independent Officer
6	Koji Kato	New appointment External Director Independent Officer

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Masataka Furukawa (January 9, 1968) <div>Reappointment</div>	<p>April 1996 Joined Daishin Co., LTD.</p> <p>September 2003 Joined Meiden Sangyo Co., Ltd. (currently Nadex Products Co., Ltd.)</p> <p>April 2005 Joined the Company</p> <p>May 2011 General Manager of General Affairs Department, the Company</p> <p>April 2012 General Manager of Executive Office, the Company</p> <p>July 2013 Director, the Company</p> <p>July 2019 Managing Director, the Company</p> <p>July 2021 Executive Chairman, the Company (current position)</p>	231,019
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Masataka Furukawa served in positions including General Manager of General Affairs Department, General Manager of Executive Office, and General Manager of Public Relations & IR Office of the Company, playing a leading role in enhancing relationships with stakeholders. Therefore, the Company renominated him as a candidate for Director based on its judgment that he possesses experience and skills befitting a Director of the Company.</p>			
2	Daisuke Shindo (March 17, 1972) <div>Reappointment</div>	<p>November 2008 Joined the Company</p> <p>October 2009 General Manager of Corporate Planning Office, the Company</p> <p>April 2012 General Manager of Business Management and Legal Department, the Company</p> <p>July 2013 Executive Officer, and General Manager of Business Management and Legal Department, the Company</p> <p>April 2014 Executive Officer, Deputy General Manager of Corporate Administration, and General Manager of Business Management and Legal Department, the Company</p> <p>July 2015 Director, the Company</p> <p>July 2021 Senior Managing Director, the Company</p> <p>July 2023 President & Representative Director, the Company (current position)</p>	33,944
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Daisuke Shindo has appropriately made decisions on important management matters and supervised business execution as the President & Representative Director. Therefore, the Company renominated him as a candidate for Director based on its judgment that he possesses experience and skills befitting a Representative Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
3	Katsunori Yokochi (March 30, 1970) <div>Reappointment</div>	March 1993	Joined the Company	35,848
		February 2011	General Manager of Machinery Department, the Company	
		April 2011	General Manager of Sales Department 1, the Company	
		April 2012	General Manager of FA Systems Department, the Company	
		July 2013	Executive Officer, Deputy General Manager of Corporate Operation, and General Manager of FA Systems Department, the Company	
		July 2015	Director, the Company	
		July 2021	Managing Director, the Company (current position)	
		[Responsibilities at the Company] General Manager of Corporate Planning Office		
[Reason for nomination as candidate for Director] Mr. Katsunori Yokochi served in positions including General Manager of FA Systems Department and General Manager of Corporate Operation of the Company, playing a leading role in developing, promoting and supervising the Group’s corporate management strategy. Therefore, the Company renominated him as a candidate for Director based on its judgment that he possesses experience and skills befitting a Director of the Company.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Nobuyuki Honda (April 2, 1957) <u>Reappointment</u>	<p>April 1981 Joined Kawasaki Steel Corporation (currently JFE Steel Corporation)</p> <p>September 1987 Joined Kyushu Matsushita Electric Co., Ltd. (currently Panasonic Connect Co., Ltd.)</p> <p>January 2013 Joined the Company Deputy General Manager of Corporate Operation and General Manager of Overseas Business Department, the Company</p> <p>April 2014 Executive Officer, Deputy General Manager of Corporate Operation, and General Manager of Global Business Department, the Company</p> <p>April 2015 Executive Officer, Deputy General Manager of Corporate Operation, General Manager of Global Business Department, and General Manager of Welding Solution Business Department, the Company</p> <p>July 2015 Director, the Company (current position)</p> <p>[Responsibilities at the Company] Division Manager of Solution Center</p>	16,188
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Nobuyuki Honda served in positions including General Manager of Global Business Department and General Manager of Welding Solution Business Department of the Company, playing a leading role in global business expansion and product development. Therefore, the Company renominated him as a candidate for Director based on its judgment that he possesses experience and skills befitting a Director of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	<p>Yoko Noguchi (Current name: Haruma) (November 19, 1974)</p> <p><u>Reappointment</u> <u>External Director</u> <u>Independent Officer</u></p>	<p>October 2001 Registered as an attorney-at-law Joined Daini Tokyo Bar Association Joined Torikai Law Office</p> <p>November 2003 Joined Nagoya Bar Association (currently Aichi Bar Association) Joined Ishihara Law Office</p> <p>October 2006 Founding Partner, Haruma & Noguchi Law Office (currently attorney-at-law, and LEGAL LPC) (current position)</p> <p>July 2015 Director, the Company (current position)</p> <p>[Significant concurrent positions] Attorney-at-law, and LEGAL LPC Outside Director (Audit and Supervisory Committee Member), ICHIBANYA CO., LTD. Outside Director (Audit and Supervisory Committee Member), HAMAYUU CO., LTD. Director, Ichimura Gakuen Auditor, Aichi Guarantee Association</p>	—
<p>[Reason for nomination as candidate for External Director and outline of expected roles] Ms. Yoko Noguchi has not been involved in corporate management in a capacity other than as an external officer in the past. However, the Company renominated her as a candidate for External Director with the expectation that she may leverage her expert knowledge and experience, etc. cultivated as an attorney-at-law to supervise business execution of the Company. She will have served as External Director of the Company for ten years at the conclusion of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
6	Koji Kato (March 1, 1962) New appointment External Director Independent Officer	April 1986	Joined AIPHONE CO., LTD.	—
		April 2015	President, AIPHONE COMMUNICATIONS (THAILAND) CO., LTD.	
		April 2016	General Manager, Engineering Division, AIPHONE CO., LTD.	
		June 2016	Director, General Manager of Engineering Division, AIPHONE CO., LTD.	
		April 2019	President & CEO, Representative Director, AIPHONE CO., LTD.	
		April 2023	Advisor, AIPHONE CO., LTD.	
[Reason for nomination as candidate for External Director and outline of expected roles] The Company nominated Mr. Koji Kato as a candidate for External Director with the expectation that he may leverage his expert knowledge and experience, etc. cultivated as the President & CEO, Representative Director of AIPHONE CO., LTD. to supervise business execution of the Company.				

- Notes:
- There are no special interests between each candidate and the Company.
 - Ms. Yoko Noguchi's surname changed to "Haruma" due to marriage. However, she has been in practice as an attorney-at-law under her birth name, "Noguchi."
 - Ms. Yoko Noguchi and Mr. Koji Kato are candidates for External Director. If the candidates' election is approved, the Company plans to designate them as independent officers based on the provisions set forth by the Tokyo Stock Exchange.
 - Independence as External Director and liability limiting contract with the External Director
 - Ms. Yoko Noguchi and Mr. Koji Kato have no plans to receive, and have not received in the past two years, a large sum of money or other property (excluding remuneration, etc. received as a Director) from the Company or a specified associated service provider of the Company.
 - Neither Ms. Yoko Noguchi nor Mr. Koji Kato is a spouse or a close relative within three degrees of kinship of an executive or officer of the Company or a specified associated service provider of the Company.
 - The Company has entered into a contract with Ms. Yoko Noguchi limiting her liability pursuant to the provisions of Article 28 of the Articles of Incorporation. If she is reelected as a Director under this Proposal, the Company plans to continue the said contract with her. In addition, if the election of Mr. Koji Kato is approved, the Company plans to enter into a liability limitation contract with him in accordance with the said provisions. In summary, such liability limitation contract shall limit the candidates' liability under Article 423, Paragraph 1 of the Companies Act to the amount set forth in laws and regulations if the candidates have acted in good faith and without gross negligence.
 - The Company has entered into a directors and officers liability insurance contract with an insurance company as provided for in Article 430-3, Paragraph 1 of the Companies Act. If the candidates are reelected or elected as Directors under this Proposal, they will become insured persons under the said insurance contract. 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. The Company plans to renew the insurance policy in July 2025.

(Reference for Proposal 2)

Areas that Directors and Auditors are expected to contribute to (Skill Matrix)

Position/Name		Independence	Expertise and experience						
			Management experience	Business Strategy	Technology/ Production	Finance/ Accounting	Legal Affairs/ Laws & Regulations	Risk Management	Diversity
Director	Masataka Furukawa		●					●	
Director	Daisuke Shindo		●	●		●	●	●	
Director	Katsunori Yokochi		●	●				●	
Director	Nobuyuki Honda		●	●	●				
Director	Yoko Noguchi	●					●	●	●
Director	Koji Kato	●	●	●	●			●	
Auditor	Osamu Watanabe		●			●		●	
Auditor	Masanori Senda	●	●		●			●	
Auditor	Yoko Yokoi	●				●	●	●	●

Proposal 3: Election of One (1) Substitute Auditor

The Company requests the election of one (1) Substitute Auditor in readiness for the event that the number of Auditors falls below the required number stipulated by laws and regulations.

The prior consent of the Board of Corporate Auditors has been obtained for this proposal.

The candidate for Substitute Auditor is as follows:

Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
Hiroya Ichihara (July 2, 1960)	<p>October 1985 Joined Marunouchi Audit Corporation (currently Deloitte Touche Tohmatsu LLC)</p> <p>April 1989 Registered as a certified public accountant</p> <p>August 1997 Partner, Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)</p> <p>October 2000 Representative Director and CEO, Tohmatsu Consulting Co., Ltd. (currently Deloitte Tohmatsu Consulting LLC)</p> <p>October 2010 Director, Deloitte Tohmatsu Consulting Co., Ltd. due to the merger (currently Deloitte Tohmatsu Consulting LLC)</p> <p>January 2012 Representative, Hiroya Ichihara CPA Office (current position)</p> <p>February 2012 Director, DAITEC Holding Co., Ltd.</p> <p>July 2015 Auditor, the Company</p> <p>July 2023 Resigned as Auditor, the Company</p> <p>[Significant concurrent positions]</p> <p>Outside Auditor, MUT Business Outsourcing Co., Ltd.</p>	—
<p>[Reason for nomination as candidate for Substitute Outside Auditor]</p> <p>The Company nominated Mr. Hiroya Ichihara as a candidate for Substitute Outside Auditor so that he may leverage his expert knowledge and experience, etc. cultivated as a partner of Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC) in the Company's audit structure.</p>		

- Notes:
1. There are no special interests between the candidate and the Company.
 2. The candidate is a candidate for Substitute Outside Auditor. If the candidate's election is approved and he assumes the office as an Auditor, the Company plans to designate him as an independent officer based on the provisions set forth by the Tokyo Stock Exchange.
 3. Independence as Outside Auditor and liability limiting contract with the Outside Auditor
 - 1) The candidate has no plans to receive, and has not received in the past two years, a large sum of money or other property (excluding remuneration, etc. received as an Auditor) from the Company or a specified associated service provider of the Company.
 - 2) The candidate is not a spouse or a close relative within three degrees of kinship of an executive or officer of the Company or a specified associated service provider of the Company.
 - 3) If the candidate's election is approved and he assumes the office as an Auditor, the Company plans to enter into a contract with the candidate limiting his liability pursuant to the provisions of Article 36 of the Articles of Incorporation. In summary, such liability limitation contract shall limit the candidate's liability under Article 423, Paragraph 1 of the

Companies Act to the amount set forth in laws and regulations if the candidate has acted in good faith and without gross negligence.

4. The Company has entered into a directors and officers liability insurance contract with an insurance company as provided for in Article 430-3, Paragraph 1 of the Companies Act. If the candidate's election under this Proposal is approved and he assumes the office as an Auditor, he will become an insured person under the said insurance contract. 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. The Company plans to renew the insurance policy in July 2025.

Proposal 4: Payment of Bonuses to Directors and Auditors

In consideration of business performance for the fiscal year under review and other factors, the Company proposes to pay to the five (5) Directors (including one (1) Outside Director) and three (3) Auditors in office as of the end of the fiscal year under review bonuses totaling ¥12,500,000 (¥11,670,000 for the Directors (including ¥170,000 for the Outside Director); ¥830,000 for the Auditors).

The payment of bonuses to Directors has been determined based on the basic policy described in “(4) Directors’ Remuneration, etc.” under “3. Matters Concerning Company Officers” of the Business Report (in Japanese only), and the Company has judged it to be appropriate.