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Securities Code: 7734
June 7, 2022

To our shareholders:

Junichi Koyano, President
RIKEN KEIKI Co., Ltd.
2-7-6 Azusawa, Itabashi-Ku, Tokyo

Notice of the 116th Annual General Meeting of Shareholders

You are hereby notified of the 116th Annual General Meeting of Shareholders of RIKEN KEIKI Co., Ltd. (the “Company”), to be held as set forth below.

Furthermore, instead of attending on the day of the meeting, you can exercise your voting rights in writing or via the internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:10 p.m. on Monday, June 27, 2022 (JST).

- 1. Date and time:** Tuesday, June 28, 2022, at 10:00 a.m. (JST)
- 2. Venue:** Large Conference Room in Head Office, RIKEN KEIKI Co., Ltd.
2-7-6 Azusawa, Itabashi-Ku, Tokyo
- 3. Meeting Agenda**
- Items to be reported:**
1. Reports on the Business Report and Consolidated Financial Statements for the 116th Fiscal Year (April 1, 2021 to March 31, 2022), and results of audits by the Financial Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Reports on the Non-consolidated Financial Statements for the 116th Fiscal Year (April 1, 2021 to March 31, 2022)
- Items to be resolved:**
- Proposal No. 1:** Amendment to the Articles of Incorporation
- Proposal No. 2:** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

- For those attending the meeting on the day, please submit the enclosed voting form at the reception desk at the meeting.
- Of the documents to be provided with this Notice, “Notes to the Consolidated Financial Statements” of the Consolidated Financial Statements and “Notes to the Non-consolidated Financial Statements” of the Non-consolidated Financial Statements are provided on the Company’s website in accordance with the provisions of laws and regulations and Article 15 of the Articles of Incorporation, and therefore are not provided with this Notice.

Accordingly, the Consolidated Financial Statements and Non-consolidated Financial Statements provided in the documents submitted with this Notice (in Japanese only) constitute part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the financial auditor and Audit and Supervisory Committee when preparing the financial audit report and audit report.

- Should revisions arise to the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements, they will be posted on the Company’s website.

The Company’s website: <https://www.rikenkeiki.co.jp/>

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Amendment to the Articles of Incorporation

1. Reasons for the Amendment

Since the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation because the system for providing informational materials for the general meeting of shareholders in electronic format will be introduced.

- (1) As the Company is obliged to stipulate in its Articles of Incorporation that it will take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format, Article 15 (Measures, Etc. for Providing Information in Electronic Format) paragraph 1 of the proposed amendments shall be newly established.
- (2) Among items for which measures are taken for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format, to limit the scope of the items to be stated in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents to the scope specified by the Ministry of Justice Order, Article 15 (Measures, Etc. for Providing Information in Electronic Format) paragraph 2 of the proposed amendments shall be newly established.
- (3) Since the provisions in Article 15 of the current Articles of Incorporation (Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) will no longer be required when the system for providing informational materials for the general meeting of shareholders in electronic format is introduced, they will be deleted.
- (4) Supplementary provisions regarding the effect of the aforementioned newly established and deleted provisions will be established. The supplementary provisions shall be deleted after a specified date has passed.

2. Contents of the Amendments

Contents of the amendments are as shown below.

(Underlining indicates matters which are amended.)

Current Articles of Incorporation	Proposed Amendments
<p>Articles 1 to 14 (Omitted) <u>(Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</u> <u>Article 15</u> <u>When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, financial statements and consolidated financial statements through the internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</u> (Newly established)</p>	<p>Articles 1 to 14 (Unchanged)</p> <p style="text-align: center;">(Deleted)</p> <p><u>(Measures, Etc. for Providing Information in Electronic Format)</u> <u>Article 15</u> 1. <u>When the Company convenes a general meeting of shareholders, it shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.</u> 2. <u>Among items for which the measures for providing information in electronic format will be taken, the Company is not required to state all or some of those items designated by the Ministry of Justice Order in statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.</u></p>
<p>Articles 16 to 36 (Omitted)</p>	<p>Articles 16 to 36 (Unchanged)</p>

Current Articles of Incorporation	Proposed Amendments
<p>Article 1</p> <p>Supplementary Provisions (Omitted)</p> <p>(Newly established)</p>	<p>Article 1</p> <p>Supplementary Provisions (Unchanged)</p> <p><u>(Transitional Measures for Providing Informational Materials for the General Meeting of Shareholders in Electronic Format)</u></p> <p><u>Article 2</u></p> <ol style="list-style-type: none"> <li data-bbox="826 389 1449 607">1. <u>The deletion of Article 15 of the Articles of Incorporation (Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) and the establishment of the Article 15 of the Articles of Incorporation (Measures, Etc. for Providing Information in Electronic Format) shall become effective on September 1, 2022.</u> <li data-bbox="826 613 1449 801">2. <u>Notwithstanding the provision of the preceding paragraph, Article 15 of the Articles of Incorporation (Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) shall remain effective regarding any general meeting of shareholders held on a date within six months of September 1, 2022.</u> <li data-bbox="826 808 1449 956">3. <u>These provisions shall be deleted on the date when six months have elapsed from September 1, 2022, or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.</u>

Proposal No. 2: Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all five Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter, the same applies in this proposal) will expire at the conclusion of this meeting. Therefore, the Company proposes the election of five Directors.

Furthermore, the Audit and Supervisory Committee has judged that all five candidates for Director in this proposal are suitably qualified.

The candidates for Director are as follows:

Candidate no.	Name	Positions and responsibilities at the Company (Significant concurrent positions outside the Company)	Attendance at Board of Directors meetings
1 <u>Reelection</u>	Hisayoshi Kobayashi	Chairman	100% (8 out of 8)
2 <u>Reelection</u>	Junichi Koyano	President	100% (8 out of 8)
3 <u>Reelection</u>	Tetsuya Matsumoto	Executive Managing Director Executive General Manager of Production Division President of RIKEN KEIKI NARA MFG. Co., Ltd.	100% (8 out of 8)
4 <u>Reelection</u>	Shinya Kobu	Executive Managing Director Executive General Manager of Sales Division	100% (8 out of 8)
5 <u>Reelection</u>	Shoji Kizaki	Director Executive General Manager of Development Division	100% (8 out of 8)

Candidate no.	Name (date of birth)	Career summary and positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	<p>Hisayoshi Kobayashi (August 7, 1947)</p> <p>Reelection</p> <p>Tenure as Director: 19 years</p> <p>Attendance at Board of Directors meetings 100% (8 out of 8)</p>	<p>Jan. 1974 Joined the Company</p> <p>Mar. 1996 General Manager of Manufacturing Department, Production Division</p> <p>June 2003 Director, General Manager of Manufacturing Department, Production Division, and Factory Manager of Okegawa Factory</p> <p>Oct. 2004 Director, Senior General Manager of Production Division, and General Manager of Quality Control Center</p> <p>Mar. 2007 Director and Executive General Manager of Production Division</p> <p>June 2009 Executive Managing Director , Senior Executive Officer, Executive General Manager of Corporate Administration Division, and General Manager of Accounting Department</p> <p>June 2011 Executive Director , Executive General Manager of Corporate Administration Division, and General Manager of Accounting Department</p> <p>Jan. 2012 Executive Director and Executive General Manager of Corporate Administration Division</p> <p>Aug. 2013 President Director</p> <p>Dec. 2013 President</p> <p>Apr. 2021 Chairman (current position)</p>	108,329
<p><u>Reasons for nomination as candidate for Director</u></p> <p>Hisayoshi Kobayashi possesses abundant experience and achievements as the person responsible for production departments, and he was appointed Director of the Company in 2003. Subsequently, he has directed and led the production departments and corporate administration departments, and served as President from 2013, before being appointed Chairman in April 2021. He possesses wide-ranging knowledge and insight related to all aspects of management at the Company, and therefore the Company proposes his continued election as Director.</p>			

Candidate no.	Name (date of birth)	Career summary and positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	<p style="text-align: center;">Junichi Koyano (April 5, 1958)</p> <p style="text-align: center;">Reelection</p> <p style="text-align: center;">Tenure as Director: 13 years</p> <p style="text-align: center;">Attendance at Board of Directors meetings 100% (8 out of 8)</p>	<p>Apr. 1981 Joined the Company</p> <p>Mar. 2007 General Manager of Product Engineering Department, Development Division</p> <p>June 2007 Executive Officer, General Manager of Product Engineering Department, Development Division</p> <p>June 2009 Director and General Manager of Product Engineering Department, Development Division</p> <p>July 2009 Director and Senior General Manager of Development Division</p> <p>Jan. 2012 Director and Senior General Manager of Production Division</p> <p>Apr. 2014 Director and Executive General Manager of Development/Production Division</p> <p>June 2014 Executive Managing Director and Executive General Manager of Development/Production Division</p> <p>Jan. 2017 Executive Managing Director, Executive General Manager of Development Division, and in charge of Production Division</p> <p>June 2017 Executive Director and Executive General Manager of Development Division</p> <p>Oct. 2018 Executive Director, Executive General Manager of Corporate Administration Division, General Manager of Administration Department, and General Manager of Corporate Strategy Office</p> <p>Apr. 2020 Executive Director, Executive General Manager of Corporate Administration Division; and General Manager of Corporate Strategy Office</p> <p>Apr. 2021 President (current position)</p>	58,706
<p><u>Reasons for nomination as candidate for Director</u></p> <p>Junichi Koyano possesses abundant experience and achievements as the person responsible for development departments, and he was appointed Director of the Company in 2009. Subsequently, he has directed and led the development departments, production departments, and corporate administration departments, and has served as President since April 2021. He possesses wide-ranging knowledge and insight related to all aspects of management at the Company, and therefore the Company proposes his continued election as Director.</p>			

Candidate no.	Name (date of birth)	Career summary and positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	<p>Tetsuya Matsumoto (October 13, 1964)</p> <p>Reelection</p> <p>Tenure as Director: 13 years</p> <p>Attendance at Board of Directors meetings 100% (8 out of 8)</p>	<p>Apr. 1987 Joined the Company</p> <p>July 2006 Executive Officer, General Manager of Accounting Department, and General Manager of Management Audit Office</p> <p>Mar. 2007 Executive Officer, General Manager of Accounting Department, Corporate Administration Division, and General Manager of President's Office</p> <p>June 2009 Director, General Manager of Administration Department, Corporate Administration Division, and General Manager of Corporate Strategy Office</p> <p>July 2009 Director, Senior General Manager of Corporate Administration Division, General Manager of Administration Department, and General Manager of Corporate Strategy Office</p> <p>Apr. 2014 Director, Executive General Manager of Corporate Administration Division, General Manager of Administration Department, and General Manager of Corporate Strategy Office</p> <p>June 2017 Executive Managing Director, Executive General Manager of Corporate Administration Division, General Manager of Administration Department, and General Manager of Corporate Strategy Office</p> <p>Oct. 2018 Executive Managing Director President of RIKEN KEIKI NARA MFG. Co., Ltd. (current position)</p> <p>Apr. 2021 Executive Managing Director, Executive General Manager of Production Division, and General Manager of Production Management Department</p> <p>Apr. 2022 Executive Managing Director and Executive General Manager of Production Division (current position)</p> <p><u>Significant concurrent positions outside the Company</u> President of RIKEN KEIKI NARA MFG. Co., Ltd.</p>	63,764
<p><u>Reasons for nomination as candidate for Director</u></p> <p>Tetsuya Matsumoto possesses abundant experience and achievements as the person responsible for corporate administration departments and corporate strategy departments, and he was appointed Director of the Company in 2009. Subsequently, he has directed and led the corporate administration departments and corporate strategy departments, and he currently serves as the person responsible for production departments and President of subsidiary RIKEN KEIKI NARA MFG. Co., Ltd. The Company believes that he is a person who can be expected to appropriately execute duties such as decisions on important management matters and the supervision of the execution of business operations, and therefore proposes his continued election as Director.</p>			

Candidate no.	Name (date of birth)	Career summary and positions and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Shinya Kobu (September 29, 1960) Reelection Tenure as Director: 5 years Attendance at Board of Directors meetings 100% (8 out of 8)	Apr. 1984 Joined the Company Mar. 2010 General Manager of Sales Department I, Sales Division Apr. 2011 General Manager of East Japan Sales Department, Sales Division Apr. 2014 Executive Officer and Senior General Manager of Sales Division Jan. 2017 Executive Officer and Executive General Manager of Sales Division June 2017 Director and Executive General Manager of Sales Division June 2018 Director, Executive General Manager of Sales Division, and General Manager of Global Sales Department Apr. 2020 Director and Executive General Manager of Sales Division June 2021 Executive Managing Director and Executive General Manager of Sales Division (current position)	10,757
		<u>Reasons for nomination as candidate for Director</u> Shinya Kobu possesses abundant experience and achievements as the person responsible for sales departments, and he was appointed Director of the Company in 2017. Subsequently, he has directed and led the sales departments, and the Company believes that he is a person who can be expected to appropriately execute duties such as decisions on important management matters and the supervision of the execution of business operations, and therefore proposes his continued election as Director.	
5	Shoji Kizaki (October 23, 1962) Reelection Tenure as Director: 3 years Attendance at Board of Directors meetings 100% (8 out of 8)	Apr. 1986 Joined the Company Apr. 2014 General Manager of Custom Engineering Department, Development Division June 2016 Executive Officer and General Manager of Custom Engineering Department, Development Division Apr. 2018 Executive Officer, Senior General Manager of Development Division, and General Manager of Custom Engineering Department Apr. 2019 Executive Officer and Executive General Manager of Development Division June 2019 Director and Executive General Manager of Development Division (current position)	16,723
		<u>Reasons for nomination as candidate for Director</u> Shoji Kizaki possesses abundant experience and achievements as the person responsible for development departments, and he was appointed Director of the Company in 2019. Subsequently, he has directed and led the development departments, and the Company believes that he is a person who can be expected to appropriately execute duties such as decisions on important management matters and the supervision of the execution of business operations, and therefore proposes his continued election as Director.	

- Notes: 1. There is no special interest between any of the candidates and the Company.
2. The Company has entered into a directors and officers liability insurance (D&O insurance) policy with an insurance company, with the Directors as the insured parties, as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance covers any statutory damages, legal expenses, etc., occurring in the event that the insured parties are subject to a lawsuit by a representative of shareholders, etc., and damages are claimed against them, and in the event that damages are claimed against the insured parties, resulting in the insured parties paying damages to a third party for reasons associated with the execution of their duties. The full amount of all insurance premiums is paid by the Company. If the election of the candidates for Director is approved, they will continue to be included in the insured parties under this insurance policy. In addition, the Company plans to renew the insurance policy with the same content at the time of the next renewal of the policy.

(Reference) Main expertise and fields of experience of directors following the Annual General Meeting of Shareholders

Name	Expertise and Fields of Experience									
	General Management	Industry Knowledge	International Business Knowledge	Sales/ Marketing	Technology/ R&D	Production	Legal/ Compliance	Finance/ Accounting	IT/ Digital	ESG
Hisayoshi Kobayashi	•	•	•			•				•
Junichi Koyano	•	•	•		•	•			•	•
Tetsuya Matsumoto	•	•				•	•	•		•
Shinya Kobu		•	•	•						
Shoji Kizaki		•			•				•	
Nobuo Nakano		•		•	•					
Michimasa Taga	•			•		•				•
Takehito Miyaguchi	•		•					•		
Yasuko Uematsu							•			