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Securities Code: 7734

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To our shareholders:

Tetsuya Matsumoto, President
RIKEN KEIKI Co., Ltd.
2-7-6 Azusawa, Itabashi-Ku, Tokyo

Notice of the 117th Annual General Meeting of Shareholders

You are hereby notified of the 117th Annual General Meeting of Shareholders of RIKEN KEIKI Co., Ltd. (the “Company”), to be held as set forth below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company’s website.

The Company’s website:

<https://www.rikenkeiki.co.jp/ir/generalmeeting> (in Japanese)

Furthermore, in addition to the above website, information is also posted on the following websites.

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7734/teiji/> (in Japanese)

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the TSE website by using the internet address shown above, enter “RIKEN KEIKI” in “Issue name (company name)” or the Company’s securities code “7734” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

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 Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:10 p.m. on Tuesday, June 27, 2023 (JST).

- 1. Date and time:** Wednesday, June 28, 2023, 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 117th Fiscal Year (April 1, 2022 to March 31, 2023), 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 117th Fiscal Year (April 1, 2022 to March 31, 2023)

Items to be resolved:

- Proposal No. 1:** Amendment to the Articles of Incorporation
- Proposal No. 2:** Election of Four Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal No. 3:** Election of Four Directors Who Are Audit and Supervisory Committee Members

4. Decisions on Convocation (Information on Exercise of Voting Rights)

- (1) If you do not indicate approval or disapproval for a proposal on the voting form when exercising voting rights in writing (by post), this will be treated as indication of approval for the Company's proposals and disapproval for shareholder proposals.
 - (2) If you exercise your voting rights more than once via the internet, only the last vote shall be deemed effective.
 - (3) Please note that your online vote will prevail should you exercise your voting rights both via the internet and in writing (by post), regardless of the time of arrival.
- For those attending the meeting on the day, please submit the voting form at the reception desk at the meeting.
 - If revisions to the items subject to measures for providing information in electronic format arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the websites above.
 - Paper-based documents stating items subject to measures for providing information in electronic format are sent to shareholders regardless of whether they have requested the delivery of paper-based documents for this general meeting of shareholders, however those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 15 of the Company's Articles of Incorporation.
 - (1) "Systems for ensuring the propriety of Group operations" in the Business Report
 - (2) "Consolidated Statement of Changes in Equity" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements
 - (3) "Non-consolidated Statement of Changes in Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial StatementsAccordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements stated in such documents constitute part of the documents audited by the financial auditor when preparing the financial audit report and by Audit and Supervisory Committee when preparing the audit report.
 - Providing informational materials for the general meeting of shareholders in electronic format began pursuant to the revised Companies Act that came into effect on September 1, 2022. Consideration is being given to only sending paper-based documents to shareholders who requested the delivery of such documents, with the exception of certain information, for the informational materials for the general meeting of shareholders from the next general meeting of shareholders. Your understanding in this matter is greatly appreciated.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Amendment to the Articles of Incorporation

1. Reasons for the Amendment

The Company proposes to amend Article 2 of the Articles of Incorporation to make the necessary additions to the business objectives in preparation for future business operations.

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
(Objectives)	(Objectives)
Article 2	Article 2
The Company's objectives are to conduct the following businesses.	(Unchanged)
1. Manufacture, sale, export and import of pollution, medical, radiation, measurement instruments, etc. and accessories thereto, etc.	1-6. (Unchanged)
2. Manufacture, sale, export and import of disaster prevention and safety equipment and accessories thereto, etc.	
3. Manufacture, sale, export and import of electronic appliances	
4. Manufacture, sale, export and import of precision machinery and optical machinery	
5. Sale, export and import of poisonous substances and deleterious substances	
6. Leasing of products listed in the preceding items (Newly established)	<u>7.</u> <u>Purchase, sale and leasing of used items listed in the preceding items</u>
<u>7.</u> Design, implementation and contracting of construction work	<u>8.</u> (Unchanged)
<u>8.</u> Contracting of various analysis, measurement and testing, in addition to diagnosis and guidance on pollution, medicine, radiation, disaster prevention and safety, and photoelasticity	<u>9.</u> (Unchanged)
<u>9.</u> All operations incidental or related to the preceding items	<u>10.</u> (Unchanged)

Proposal No. 2: Election of Four 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 four Directors.

Furthermore, the Audit and Supervisory Committee has judged that all four 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 Reelection	Hisayoshi Kobayashi	Chairman	100% (8 out of 8)
2 Reelection	Tetsuya Matsumoto	President	100% (8 out of 8)
3 Reelection	Shinya Kobu	Executive Managing Director Executive General Manager of Sales Division	100% (8 out of 8)
4 Reelection	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: 20 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</p> <p>June 2022 Chairman (current position)</p>	109,309
<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 (Chairman from June 2022). 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	Tetsuya Matsumoto (October 13, 1964) Reelection Tenure as Director: 14 years Attendance at Board of Directors meetings 100% (8 out of 8)	<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.</p> <p>Apr. 2021 Executive Managing Director, Executive General Manager of Production Division, and General Manager of Production Management Department of the Company</p> <p>Apr. 2022 Executive Managing Director and Executive General Manager of Production Division</p> <p>Apr. 2023 President (current position)</p>	65,071
<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, corporate strategy departments and production departments, and he currently serves as President of subsidiary RIKEN KEIKI NARA MFG. Co., Ltd., and was appointed as President of the Company in April 2023. 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	Shinya Kobu (September 29, 1960) Reelection Tenure as Director: 6 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)	12,064
		<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.	
4	Shoji Kizaki (October 23, 1962) Reelection Tenure as Director: 4 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)	17,703
		<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 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.

Proposal No. 3: Election of Four Directors Who Are Audit and Supervisory Committee Members

The terms of office of all four Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this meeting. Therefore, the Company proposes the election of four Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

This proposal has been considered by each Director who is an Audit and Supervisory Committee Member, but there were no objections.

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

Candidate no.	Name	Positions and responsibilities at the Company (Significant concurrent positions outside the Company)	Attendance at Board of Directors meetings	Attendance at Audit and Supervisory Committee meetings
1 Reelection	Nobuo Nakano	Director [Full-time Audit and Supervisory Committee Member]	100% (8 out of 8)	100% (10 out of 10)
2 Reelection Outside Independent	Michimasa Taga	Director [Audit and Supervisory Committee Member]	100% (8 out of 8)	100% (10 out of 10)
3 Reelection Outside Independent	Takehito Miyaguchi	Director [Audit and Supervisory Committee Member]	100% (8 out of 8)	100% (10 out of 10)
4 Reelection Outside Independent	Yasuko Uematsu	Director [Audit and Supervisory Committee Member]	100% (8 out of 8)	100% (10 out of 10)

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>Nobuo Nakano (June 15, 1953)</p> <p>Reelection</p> <p>Tenure as Director: 12 years (Tenure as Audit and Supervisory Committee Member: 8 years)</p> <p>Attendance at Board of Directors meetings 100% (8 out of 8)</p> <p>Attendance at Audit and Supervisory Committee meetings 100% (10 out of 10)</p>	<p>Apr. 1977 Joined the Company</p> <p>Mar. 2006 General Manager of Research and Development Department, Development Division</p> <p>June 2007 Executive Officer and General Manager of Research and Development Department, Development Division</p> <p>June 2011 Director and General Manager of Research and Development Department, Development Division</p> <p>Jan. 2012 Director and Manager of MRD Office, Sales Division</p> <p>Apr. 2014 Director and General Manager of Quality Control Center</p> <p>June 2015 Director [Full-time Audit and Supervisory Committee Member] (current position)</p>	37,800
<p><u>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member</u> Nobuo Nakano was appointed Director of the Company in 2011, and since 2015, when the Company transitioned to a company with audit and supervisory committee, he has appropriately executed the duties of an Audit and Supervisory Committee Member. He can thus be expected to appropriately supervise management and conduct audits, and therefore the Company proposes his continued election as Director (Audit and Supervisory Committee Member).</p>			
2	<p>Michimasa Taga (March 28, 1953)</p> <p>Reelection Independent Outside</p> <p>Tenure as Director: 4 years (Tenure as Audit and Supervisory Committee Member: 4 years)</p> <p>Attendance at Board of Directors meetings 100% (8 out of 8)</p> <p>Attendance at Audit and Supervisory Committee meetings 100% (10 out of 10)</p>	<p>Apr. 1978 Joined Misawa Homes Co., Ltd.</p> <p>June 1993 Director of Misawa Resorts Co., Ltd.</p> <p>June 2003 Director and Executive Officer of Misawa Homes Co., Ltd.</p> <p>Aug. 2003 Executive Officer and General Manager of Residential Business Strategy Department of Misawa Homes Holdings Co., Ltd.</p> <p>June 2005 Director, General Manager of Central Block Management Department, and General Manager of Sales Promotion Department</p> <p>June 2009 Director and Executive Officer of Resort Solution Co., Ltd. (currently RESOL HOLDINGS Co., Ltd.)</p> <p>June 2012 Representative Director, President and Executive Officer</p> <p>June 2019 Director [Audit and Supervisory Committee Member] of the Company (current position)</p>	1,400
<p><u>Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and expected role</u> Michimasa Taga possesses abundant experience and wide-ranging knowledge related to corporate management. He was appointed Director (Audit and Supervisory Committee Member) of the Company in 2019 and has subsequently asked questions and provided his views as appropriate at meetings of the Board of Directors. The Company has judged that he will supervise the execution of business operations by Directors of the Company from an objective standpoint and will also be able to provide advice on all aspects of management, and therefore proposes his continued election as Outside Director (Audit and Supervisory Committee Member).</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>Takehito Miyaguchi (April 9, 1956)</p> <p>Reelection Outside Independent</p> <p>Tenure as Director: 2 years (Tenure as Audit and Supervisory Committee Member: 2 years)</p> <p>Attendance at Board of Directors meetings 100% (8 out of 8)</p> <p>Attendance at Audit and Supervisory Committee meetings 100% (10 out of 10)</p>	<p>Apr. 1980 Joined The Industrial Bank of Japan, Limited</p> <p>Apr. 2005 General Manager of Beijing Branch, Mizuho Corporate Bank, Ltd.</p> <p>June 2007 Executive Officer of Mizuho Corporate Bank, Ltd. Vice Chairman and President of Mizuho Corporate Bank (China), Ltd.</p> <p>June 2012 Senior General Manager, Mizuho Corporate Bank, Ltd. Chairman of Mizuho Corporate Bank (China), Ltd.</p> <p>Oct. 2015 Advisor of Mizuho Research Institute Ltd. Advisor of Mizuho Bank (China), Ltd.</p> <p>Oct. 2017 Outside Standing Auditor of Mizuho Leasing Company, Limited</p> <p>June 2020 Outside Director</p> <p>June 2021 Director [Audit and Supervisory Committee Member] of the Company (current position)</p>	200
<p><u>Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and expected role</u></p> <p>Takehito Miyaguchi possesses abundant experience at a financial institution and wide-ranging knowledge related to finance and accounting, as well as experience of diversity-based management, as the person responsible for overseas business sites. He was appointed Director (Audit and Supervisory Committee Member) of the Company in 2021 and has subsequently asked questions and provided his views as appropriate at meetings of the Board of Directors. The Company has judged that he will supervise the execution of business operations by Directors of the Company from an objective standpoint and will also be able to provide advice on all aspects of management, and therefore proposes his continued election as Outside Director (Audit and Supervisory Committee Member).</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	<p>Yasuko Uematsu (May 7, 1977)</p> <p>Reelection Outside Independent</p> <p>Tenure as Director: 2 years (Tenure as Audit and Supervisory Committee Member: 2 years)</p> <p>Attendance at Board of Directors meetings 100% (8 out of 8)</p> <p>Attendance at Audit and Supervisory Committee meetings 100% (10 out of 10)</p>	<p>Oct. 2004 Registered with Dai-Ichi Tokyo Bar Association</p> <p>Nov. 2004 Joined City Law Offices</p> <p>Aug. 2014 Partner of City Law Offices (current position)</p> <p>June 2021 Director [Audit and Supervisory Committee Member] of the Company (current position)</p>	100
<p><u>Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and expected role</u></p> <p>Yasuko Uematsu possesses experience and expert knowledge in corporate legal affairs as an attorney at law. She was appointed Director (Audit and Supervisory Committee Member) of the Company in 2021 and has subsequently asked questions and provided her views as appropriate at meetings of the Board of Directors. The Company has judged that she will supervise the execution of business operations by Directors of the Company from an objective standpoint and will also be able to provide advice on all aspects of management, and therefore proposes her continued election as Outside Director (Audit and Supervisory Committee Member). She has never in the past been involved in the management of a company. However, the Company judges she will appropriately fulfill her duties as an Outside Director (Audit and Supervisory Committee Member) of the Company based on the above reasons.</p>			

- Notes: 1. There is no special interest between any of the candidates and the Company.
2. Michimasa Taga, Takehito Miyaguchi, and Yasuko Uematsu are candidates for Outside Directors.
3. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Outside Directors Michimasa Taga, Takehito Miyaguchi and Yasuko Uematsu to limit their liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement will be the minimum liability amount provided for by Article 425, paragraph (1) of the same Act. Furthermore, if their reelection is approved, the Company plans to renew the aforementioned agreement with them.
4. The Company has submitted notification to the Tokyo Stock Exchange that Michimasa Taga, Takehito Miyaguchi and Yasuko Uematsu have been designated as independent officers as provided for by the aforementioned exchange. Furthermore, if their reelection is approved, the Company plans for their designation as an independent officers to continue.
5. The Company has entered into a directors and officers liability insurance (D&O insurance) policy with an insurance company, with the Directors who are Audit and Supervisory Committee Members 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 who is an Audit and Supervisory Committee Member is approved, they will 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	●	●	●			●				●
Tetsuya Matsumoto	●	●				●	●	●		●
Shinya Kobu		●	●	●						
Shoji Kizaki		●			●				●	
Nobuo Nakano		●		●	●					
Michimasa Taga	●			●		●				●
Takehito Miyaguchi	●		●					●		
Yasuko Uematsu							●			