

Note: Please note that the following is an unofficial English translation of Japanese original text of the Notice of Resolutions of the 101st Ordinary General Meeting of Shareholders of HIRANO TECSEED Co., Ltd. The Company provides this translation for reference and convenience purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities Code 6245  
(Mailing Date) June 5, 2025

Dear Shareholders

101-1 Kawai, Kawai-cho, Kitakatsuragi-gun, Nara



**HIRANO TECSEED**

President Kaoru Okada

#### Convocation Notice of the 101st Ordinary General Meeting of Shareholders

We would like to express our sincere thanks for your continued support.

I hereby deliver this Convocation Notice of the 101st Ordinary General Meeting of Shareholders.

In lieu of attending, shareholders can exercise their voting rights either via the internet or by returning the enclosed voting right execution form by postal mail.

For details on exercising voting rights, please refer to the attached “Reference Documents for the Ordinary General Meeting of Shareholders”. In accordance with page 4 of “Guide to Exercising Voting Rights”, please exercise your rights by 5 p.m. (JST) June 25 (Wednesday) 2025.

Electronic provision measures are taken for the convocation of this Ordinary General Meeting of Shareholders and the matters subject to electronic provision measures are posted as “Notice of Convocation of the 101st Ordinary General Meeting of Shareholders” on the Company website below.

<https://www.hirano-tec.co.jp/investors/meeting.html>

(Please confirm by accessing the website above)



In addition to the above, this information is also posted on the following website on the internet.

Tokyo Stock Exchange website (TSE listed companies information service)

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



(Please access the website then search either for the “Issue Name (Company Name)” and enter “Hirano Tecseed” or the “Securities Code” and enter “6245”, then select “Basic Information” and then select “Documents for public inspection/PR information” to review the “Convocation Notice of Ordinary General Meeting of Shareholders/Reference Documents for the Ordinary General Meeting of Shareholders Documents”).

#### Notes

1. Date and Time June 26 (Thursday) 2025 at 10 a.m. (JST)
2. Place Company Headquarters, 101-1 Kawai, Kawai-cho, Kitakatsuragi-gun 636-0051 Nara  
(Please refer to notes at the end)
3. Items
  - Items to be reported
    1. Business Report, Consolidated Financial Statements, and Report by the Independent Auditor and Audit & Supervisory Committee for the 101st term (from April 1, 2024 to March 31, 2025)
    2. Non-consolidated Financial Statements for the 101st term (from April 1, 2024 to March 31, 2025)
  - Items to be resolved  
<Company proposals (Proposals 1 and 2) >
    - Proposal 1 Appropriation of Surplus
    - Proposal 2 Election of Seven (7) Directors (excluding Directors who are Audit & Supervisory Committee Members)

- ◎For those attending on the day of the meeting, please submit the enclosed Voting Rights Execution Form at the reception desk of the venue.
- ◎If there are revisions to electronic provision measures, explanation of the revisions and the measures before and after revision will be posted on each of the aforementioned websites.
- ◎At the Ordinary General Meeting of Shareholders the documents prescribed by the electronic provision measures will be sent to all shareholders regardless of whether they have submitted a document request form or not.

As noted in the electronic provision measures, in accordance with relevant laws and regulations, as well as Article 15.2 of the Company's Articles of Incorporation, the following items are not included in these documents.

- ① "Company Systems and Policies," "Summary of Resolutions Regarding Creation of a System for Appropriate Operations" and "Summary of the Status of Implementation of a System for Appropriate Operations" in the Business Report
- ② "Statement of Changes in Consolidated Shareholders Equity" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
- ③ "Statement of Changes in Shareholders Equity" and "Notes to Financial Statements" in the Non-consolidated Financial Statements

As a consequence, the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements which are noted in these documents will include some items that have been audited by the Board of Corporate Auditors when the Report by the Independent Auditor and Audit & Supervisory Committee was compiled.

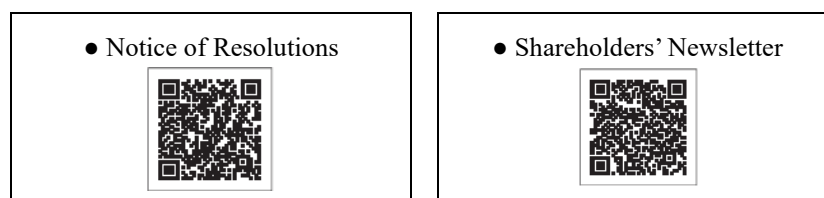
Any material changes to the hosting or schedule of the Ordinary General Meeting of Shareholders will be posted on the Company's website (<https://www.hirano-tec.co.jp/>).

#### < Posting of Notice of Resolutions and Shareholders' Newsletter >

In view of the recent spread of the Internet and smartphones and in consideration of the global environment, the "Notice of Resolutions of the Ordinary General Meeting of Shareholders" will only be posted on the Company's website and will no longer be published in paper form.

Accordingly, the "Shareholders' Newsletter" is also disclosed on the Company's website.

We appreciate the understanding of our shareholders and ask for your continued support.



They can be accessed by scanning the QC codes above.



## Guide to Exercising Voting Rights

The exercising of voting rights at a General Meeting of Shareholders is an important shareholder right. Please review the accompanying reference documents for the General Meeting of Shareholders and exercise your voting rights.

Voting rights can be exercised through one of the following three methods.



### Exercise voting rights online, and others

Please vote for or against each proposal according to the instructions on page 6.

#### Voting deadline

Voting must be completed by  
5:00 p.m. (JST) on Wednesday,  
June 25, 2025



### Exercise voting rights in writing (by postal mail)

Please vote for or against each proposal on the enclosed Voting Rights Exercise Form and return it without a stamp on the envelope.

※It may take a few days to arrive due to postal conditions, so please post it as soon as possible.

#### Voting deadline

Voting must be completed by  
5:00 p.m. (JST) on Wednesday,  
June 25, 2025



### Attend the General Meeting of Shareholders in person

Please submit the enclosed Voting Rights Exercise Form at the reception desk.

#### Date and time

10:00 a.m. (JST) on Thursday,  
June 26, 2025

One hundred (100) shareholders will be selected by lottery from among the shareholders who have exercised their voting rights via the Internet in advance to receive an electronic gift (worth ¥500), regardless of whether they approve or disapprove of the proposals on the agenda. Once you agree to the instructions on the screen displayed after exercising your voting rights, you will be redirected to the application form. Please answer the questionnaire and fill in the necessary information to apply for the prize. Winners will receive an e-mail containing a URL to receive the gift approximately two weeks after the meeting.

1. For those voting in writing (by postal mail), in the event that neither a For or Against vote is indicated for a proposal, it will be considered as a For vote.
2. For those who vote both by postal mail and online, only the vote placed online will be deemed valid. In the event of multiple online votes, only the last vote will be deemed valid.

For institutional investors

Institutional investors can exercise their voting rights by applying in advance using the electronic voting rights platform operated by ICJ, Inc.

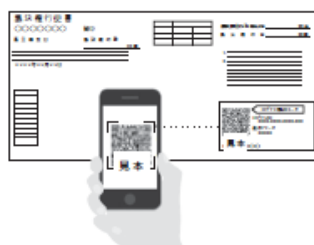
## How to vote online

### How to scan the QR code\*

You can log in to the voting rights exercise site without entering the login ID or temporary password on the Voting Rights Exercise Form.

\* “QR code” is a registered trademark of DENSO WAVE INCORPORATED.

- 1 議決権行使書に記載のQRコードを読み取ってください。



※「QRコード」は株式会社デンソーウェーブの登録商標です。

- 2 以降は画面の案内に従って賛否をご入力ください。



If you are unsure how to use your computer or smartphone to exercise your voting rights online, please contact the help desk on the right (Japanese language only).

### How to enter the login ID and temporary password

Voting rights exercise site <http://evote.tr.mufg.jp>  
(in Japanese only)

- 1 議決権行使ウェブサイトアクセスしてください。

- 2 議決権行使書に記載された「ログインID・仮パスワード」を入力してください。



「ログインID・仮パスワード」を入力

「ログイン」をクリック

- 3 以降は画面の案内に従って賛否をご入力ください。

※操作画面はイメージです。

Help Desk, Stock Transfer Agency Department  
Mitsubishi UFJ Trust and Banking  
0120-173-027  
(Toll free in Japan 9:00 a.m. - 9:00 p.m. (JST))

## Reference Documents for the Ordinary General Meeting of Shareholders

### Proposals and References

#### **Proposal No. 1** Appropriation of Surplus

The Company intends to allocate the surplus as follows, taking into account business results and the business environment in the fiscal year under review, while ensuring sufficient internal reserves.

##### Year-end dividend

- (1) Type of assets distributed as dividends  
Cash
- (2) Allocation of dividend assets to shareholders and total amount  
Per share of common stock      ¥45    Total amount      ¥680,588,820
- (3) Effective date for dividend  
June 27, 2025

#### **Proposal No. 2** Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee members)

The terms of office of all seven (7) Directors (excluding Directors who are Audit and Supervisory Committee members) will expire at the conclusion of the Ordinary General Meeting of Shareholders. In that regard, the Company proposes the election of seven (7) Directors (excluding Directors who are Audit and Supervisory Committee members).

The Audit and Supervisory Committee has expressed the opinion that there are no matters which require particular mention regarding this proposal.

The candidates for Director (excluding Directors who are Audit and Supervisory Committee members) are as follows.

Candidate No.	Name ( Age )	Career summary, positions, responsibilities, and significant concurrent positions
1	<div>Reappointment</div> <p>Kaoru Okada (66)</p> <p>【Number of Company shares held】 43,914</p> <p>【Attendance at Board of Directors Meetings】 17 of 17 (100%)</p>	<p>March 1981 Joined the Company</p> <p>July 2013 Deputy Manager, Design Department</p> <p>June 2014 Director</p> <p>June 2015 President and Representative Director (current position)</p> <hr/> <p>【Reasons for nomination as a candidate for Director】</p> <p>Kaoru Okada has been primarily involved in Design and Production technology since he joined the Company, and has a wealth of experience and knowledge in the Manufacturing Department. The Company has determined that as a director, he is an appropriate person to supervise overall management, make sound decisions on important matters, and achieve the sustainable enhancement of corporate value. The Company therefore requests the reappointment of Mr. Okada as Director.</p>
2	<div>Reappointment</div> <p>Munenori Yasui (65)</p> <p>【Number of Company shares held】 17,823</p> <p>【Attendance at Board of Directors Meetings】 17 of 17 (100%)</p>	<p>March 1982 Joined the Company</p> <p>April 2007 Deputy Manager, General Affairs Department</p> <p>June 2012 Director</p> <p>June 2018 Managing Director</p> <p>April 2024 Managing Director, Supervising the Production Support Departments (current position)</p> <hr/> <p>【Reasons for nomination as a candidate for Director】</p> <p>Munenori Yasui has been primarily involved in the Production and General Affairs Departments since he joined the Company, and has experience in production and administrative operations. As the officer in charge of R&amp;D, he has led new technology development. Mr. Yasui has management skills as the person in charge of a wide range of fields, and the Company has determined that he is an appropriate person to achieve the sustainable enhancement of corporate value. The Company therefore requests the reappointment of Mr. Yasui as Director.</p>



Candidate No.	Name ( Age )	Career summary, positions, responsibilities, and significant concurrent positions
3	<p><b>Reappointment</b></p> <p>Masashi Hara (60)</p> <p>【Number of Company shares held】 8,809</p> <p>【Attendance at Board of Directors Meetings】 17 of 17 (100%)</p>	<p>April 1989 Joined The Sanwa Bank, Ltd. (now MUFG Bank Ltd.)</p> <p>April 2014 Branch Manager, The Sanwa Bank Namba</p> <p>June 2017 Seconded to Hirano Tecseed Co., Ltd. as Deputy Manager, General Affairs Department</p> <p>April 2018 Joined the Company as Deputy Manager, General Affairs Department</p> <p>June 2018 Director</p> <p>April 2024 Director, Manager of Corporate Department (current position)</p> <hr/> <p>【Reasons for nomination as a candidate for Director】</p> <p>Masashi Hara has in-depth knowledge of finance and accounting from his extensive financial institution experience. In June 2018 he was appointed as a director, and fulfills his responsibilities appropriately in that capacity with his involvement in general administrative operations. The Company has determined that Mr. Hara is an appropriate person to achieve the sustainable enhancement of corporate value, and requests his reappointment as Director.</p>
4	<p><b>Reappointment</b></p> <p>Katsuhiro Omori (59)</p> <p>【Number of Company shares held】 14,309</p> <p>【Attendance at Board of Directors Meetings】 17 of 17 (100%)</p>	<p>March 1988 Joined the Company</p> <p>April 2016 Design Department Manager</p> <p>June 2018 Director</p> <p>May 2023 Director, Manager of the Design and Development Department (current position)</p> <hr/> <p>【Reasons for nomination as a candidate for Director】</p> <p>Katsuhiro Omori has been primarily involved in the Design Department since he joined the Company, and has contributed to improvements in the Company's coating technologies through the development of various equipment. In June 2018 he was appointed as a director, and fulfills his responsibilities appropriately in that capacity as the Design Department Manager. The Company has determined that Mr. Omori is an appropriate person to achieve the sustainable enhancement of corporate value, and requests his reappointment as Director.</p>

Candidate No.	Name ( Age )	Career summary, positions, responsibilities, and significant concurrent positions
5	<div>Reappointment</div> <p>Nobuyoshi Tsurutani (63)</p> <p>【Number of Company shares held】 1,440 【Attendance at Board of Directors Meetings】 13 of 13 (100%)</p>	<p>March 1991 Joined Itochu Corporation</p> <p>April 2020 Seconded to Hirano Tensed Co. Ltd. (July 2020) Executive Officer</p> <p>April 2024 Executive Officer, General Manager of Sales Division</p> <p>June 2024 Director and Executive Officer (In charge of Sales Division) (current position)</p> <hr/> <p>【Reasons for nomination as a candidate for Director】</p> <p>Nobuyoshi Tsurutani has extensive experience and achievements in the field of industrial machinery sales at Itochu Corporation. He has knowledge of global business management based on his experience cultivated over many years in Japan and overseas. Based on such experience and insight, the Company has determined that Mr. Tsurutani is an appropriate person to achieve the sustainable enhancement of corporate value, and requests his reappointment as Director.</p>
6	<div>Reappointment</div> <div> <div>Candidate for Outside Director</div> <div>Independent Director</div> </div> <p>Mantaro Fujimoto (72)</p> <p>【Number of Company shares held】 3,200</p> <p>【Attendance at Board of Directors Meetings】 15 of 17 (88%)</p>	<p>April 1975 Joined New Japan Chemical Co., Ltd</p> <p>June 2004 President and Representative Director of New Japan Chemical Co., Ltd.</p> <p>June 2020 Chairman, New Japan Chemical Co., Ltd.</p> <p>June 2021 Outside Director, Hirano Tecseed Co., Ltd.</p> <p>April 2025 Director, New Japan Chemical Co., Ltd. (current position)</p> <hr/> <p>&lt; Significant concurrent positions &gt;</p> <p>New Japan Chemical Co., Ltd. Director</p> <hr/> <p>【Reasons for nomination as a candidate for Outside Director and expected roles】</p> <p>Mataró Fujimoto has served as President &amp; Representative Director and as Chairman of New Japan Chemical Co., Ltd. and has extensive knowledge and experience in corporate management. He has a deep knowledge of the chemical industry and has been involved in sales and corporate planning &amp; administration for many years. From this experience, he is able to oversee management, strengthen the Company's internal controls and provide objective advice and recommendations in order to achieve the sustainable enhancement of corporate value. The Company has determined that Mr. Fujimoto is able to perform his duties appropriately as an outside director and therefore requests his reappointment as Outside Director. He will have served as an Outside Director for four years at the conclusion of the Ordinary General Meeting of Shareholders.</p>

Candidate No.	Name ( Age )	Career summary, positions, responsibilities, and significant concurrent positions
7		<p>February 1985 Joined Toyo Tano Co., Ltd.</p> <p>March 2016 President and Representative Director of Toyo Tans Co., Ltd.</p> <p>May 2018 Resigned as President and Representative Director of Toyo Tanco Co., Ltd.</p> <p>May 2018 President and Representative Director of Ohwada Carbon Industry Co., Ltd.</p> <p>January 2019 Advisor to Ohwada Carbon Industry Co., Ltd.</p> <p>March 2020 Resigned from Ohwada Carbon Industry Co., Ltd.</p> <p>June 2021 Outside Director, Hirano Tecseed Co. Ltd. (current position)</p>
	Reappointment	
	Candidate for Outside Director	Independent Director
	<p>Takashi Konishi (65)</p> <p>【Number of Company shares held】 1,000</p> <p>【Attendance at Board of Directors Meetings】 16 of 17 (94%)</p>	<p>【Reasons for nomination as a candidate for Outside Director and expected roles】</p> <p>Takashi Konishi served as President &amp; Representative Director of Toyo Tans Co., Ltd. and of Ohwada Carbon Industry Co., Ltd. and has extensive knowledge and experience in corporate management. For many years he has been involved in technology, quality assurance, and production departments, contributing to the enhancement of corporate value. From this experience, he is able to oversee management, strengthen the Company's internal controls and provide objective advice and recommendations in order to achieve the sustainable enhancement of corporate value. The Company has determined that Mr. Konishi is able to perform his duties appropriately as an outside director and therefore requests his reappointment as Outside Director. He will have served as an Outside Director for four years at the conclusion of the Ordinary General Meeting of Shareholders.</p>

(Note)

1. None of the candidates has any special interest relationship with the Company.
2. Mantaro Fujimoto and Takashi Konishi are candidates for Outside Director as stipulated in Article 2 Paragraph 3, Item 7 of the Regulations for Enforcement of the Companies Act.
3. Mantaro Fujimoto and Takashi Konishi satisfy the Criteria for Independence of Outside Directors as stipulated by the Tokyo Stock Exchange. If the reappointment of the two candidates is approved at the Ordinary General Meeting of Shareholders, the Company will notify the Tokyo Stock Exchange that they are Independent Directors.
4. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has concluded an agreement with Mantaro Fujimoto and Takashi Konishi that limits their liability for damages due to neglect of duties. If their reappointment is approved at the Ordinary General Meeting of Shareholders, the company plans to continue this agreement with them. The limit of liability based on the contract is the amount prescribed in the relevant laws and regulations.
5. Pursuant to the provisions of Article 430, Paragraph 3, Item 1 of the Companies Act, the Company has concluded a D&O liability insurance agreement with an insurance company. Under the agreement, if there is a claim against an insured party by a shareholder or a third party during the insurance period for damages incurred by individuals as a result of an act or omission in performing their duties as directors and officers of the Company, damages are covered by the insurance agreement.

The individuals covered by this insurance agreement are Directors and Corporate Auditors under the Companies Act. The Company bears the full insurance premium for all the insured persons.

There are reasons for exemption of coverage, such as damages caused by insured individuals' intentional violation of laws or criminal acts.

Each candidate who is elected and assumes office as Director will be included as insured persons covered in the agreement. When the D&O liability insurance agreement is due for renewal in October 2025, it is expected to be renewed with the same content.
6. Mr. Tsurutani's record of attendance at Board of Director's Meetings is based on the number of meetings following his appointment on June 26, 2024.

< Reference >

If Proposal No. 2 is approved at the Ordinary General Meeting of Shareholders, the skills matrix in the Company's management structure will be as follows.

Name	Position	Independent	Expertise and Experience					
			Corporate Management	Sales	Finance & Accounting	Development & Production	Legal	International Experience
Kaoru Okada	President & Representative Director		○	○		○		
Munenori Yasui	Managing Director		○			○	○	
Masashi Hara	Director				○		○	
Katsuhiro Omori	Director					○		○
Nobuyoshi Tsurutani	Director			○				○
Mantaro Fujimoto	Outside Director	●	○	○				
Takashi Konishi	Outside Director	●	○			○		
Toshiya Okubo	Outside Director (Full-time Audit & Supervisory Committee Member)	●	○		○			
Ikuko Yoshida	Outside Director (Audit & Supervisory Committee Member)	●					○	
Makiko Nishida	Outside Director (Audit & Supervisory Committee Member)	●			○			

(Note) The above does not indicate all areas of expertise and knowledge of each candidate.