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Securities code: 6284

Date of sending by postal mail: December 1, 2023

Start date of measures for electronic provision: November 27, 2023

To Shareholders:

Makoto Fujiwara, Representative Director
and President
NISSEI ASB MACHINE CO., LTD.
4586-3 Koo, Komoro-shi, Nagano

NOTICE OF THE 45TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are hereby notified that the 45th Ordinary General Meeting of Shareholders of NISSEI ASB MACHINE CO., LTD. (the “Company”) will be held for the purposes described 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 following websites. Please access any of the websites by using the internet address shown below to review the information.

[The Company’s website]

<https://www.nisseiasb.co.jp/ja/>

(From the above website, select “IR,” and then “General Meeting of Shareholders.”)

[Websites for posting information materials for the General Meeting of Shareholders]

<https://d.sokai.jp/6284/teiji/>

[Tokyo Stock Exchange (TSE) website (Listed Company Search)]:

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

(Access the TSE website by using the internet address shown above, enter “NISSEI ASB MACHINE” in “Issue name (company name)” or the Company’s securities code “6284” 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].”)

If you are unable to attend the meeting, you can exercise your voting rights via either of the methods below. Please review the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights.

[Exercising Voting Rights in Writing (by Mail)]

Please indicate your vote for or against the proposals on the Voting Rights Exercise Form sent together with this Notice and return it such that it arrives by Monday, December 18, 2023, at 5:25 p.m. (JST).

[Exercising Voting Rights via the Internet, etc.]

Please enter your vote for or against the proposals on the website designated by the Company for exercising voting rights (<https://evote.tr.mufg.jp/>), and exercise your voting rights by Monday, December 18, 2023, at 5:25 p.m. (JST).

1. **Date and Time** Tuesday, December 19, 2023, at 10:00 a.m. (JST)

2. **Place** Head Office Conference Room of the Company
4586-3 Koo, Komoro-shi, Nagano

3. **Meeting Agenda**

Matters to be reported:

- (1) Report on the Business Report, Consolidated Financial Statements, and the results of audits of the Consolidated Financial Statements by the financial auditor and the Audit & Supervisory Board for the 45th Fiscal Year (October 1, 2022 to September 30, 2023)
- (2) Report on the Non-consolidated Financial Statements for the 45th Fiscal Year (October 1, 2022 to September 30, 2023)

Matters to be resolved:

- Proposal No. 1** Election of Ten Directors
Proposal No. 2 Election of Two Audit & Supervisory Board Members
Proposal No. 3 Payment of Retirement Benefits to a Retiring Director

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- If attending the meeting, please submit the enclosed Voting Rights Exercise Form sent together with this Notice at the meeting venue reception.
 - If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on each of the aforementioned websites.
 - Under the amendment to the Companies Act, in principle, only those shareholders who have made a written request by the record date upon visiting the aforementioned websites to verify the items subject to measures for electronic provision will receive a written notice of the items subject to measures for electronic provision. However, with regards to this General Meeting of Shareholders, regardless of whether or not a written request has been submitted, the Company will uniformly send a written notice containing the items subject to measures for electronic provision.

Please note that among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and Article 15 of the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents sent to shareholders.

1. Notes to Consolidated Financial Statements
2. Notes to Non-consolidated Financial Statements

Accordingly, these documents are a part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the financial auditor in preparing the Financial Auditor's Report and of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members in preparing their audit report.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Election of Ten Directors

The terms of office of all nine currently serving Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, in order to further promote our business strategy by further enhancing and strengthening our management structure, we propose to increase the number of Directors by one and to appoint ten Directors.

The candidates for Director are as follows:

Candidate no.	Name	Position in the Company	Rate of attendance at meetings of the Board of Directors	Candidate attributes
1	Daiichi Aoki	Representative Director and Chairman	100%	<u>Reelection</u>
2	Makoto Fujiwara	Representative Director and President	100%	<u>Reelection</u>
3	Kota Aoki	Director and Vice President	100%	<u>Reelection</u>
4	Karel Keersmaekers-Michiels	Executive Director	100%	<u>Reelection</u>
5	Kazuya Yoda	Director	100%	<u>Reelection</u>
6	Eva Alzas Guillen	Director	–	<u>New election</u>
7	Yuichi Yamamoto	Director	–	<u>New election</u>
8	Masayuki Sakai	Director	100%	<u>Reelection</u> <u>Outside</u> <u>Independent</u>
9	Keiji Himori	Director	100%	<u>Reelection</u> <u>Outside</u> <u>Independent</u>
10	Masahiro Midorikawa	Director	100%	<u>Reelection</u> <u>Outside</u> <u>Independent</u>

Reelection Candidate for reelection as a Director

New election Candidate for new election as a Director

Outside Candidate for outside Director

Independent Independent officer pursuant to the rules of securities exchanges

Candidate no.	Name (Date of birth)	Career summary and positions and responsibilities in the Company	Number of the Company's shares owned
1	Daiichi Aoki (September 27, 1943) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Nov. 1978 Established the Company, Representative Director and President	21,500 shares
		Dec. 1998 Representative Director and Chairman Dec. 2016 Representative Director, Chairman and President Oct. 2017 Representative Director and Chairman (current position)	
		Significant concurrent positions outside the Company Representative Director, ASB Incorporated Co., Ltd.	
Reasons for nomination as candidate for Director As founder, Daiichi Aoki has directed the management of the Group as a whole over many years, and has driven the Group's development. He possesses a high level of achievements and abundant experience and insight as a manager, and the Company has therefore judged that he is appropriate as a candidate for Director, and proposes his election.			
2	Makoto Fujiwara (February 22, 1966) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Jan. 1996 Joined F.C.C. Co, Ltd.	643 shares
		June 2013 General Manager, Corporate Planning Office, F.C.C. Co, Ltd. Dec. 2015 Joined the Company Aug. 2018 General Manager, Production Department Apr. 2021 Managing Director, ASB INTERNATIONAL PVT. LTD. Dec. 2021 Director, the Company Apr. 2022 Executive Director Oct. 2023 Chairperson and Director, ASB INTERNATIONAL PVT. LTD. (current position) Dec. 2023 Representative Director and President, the Company (current position)	
		Significant concurrent positions outside the Company Chairperson and Director, ASB INTERNATIONAL PVT. LTD.	
Reasons for nomination as candidate for Director Since joining the Company, Makoto Fujiwara has contributed to the establishment of a global production system while concurrently serving as the person responsible for overseeing production departments, and the Managing Director of a production subsidiary in India in April 2021, and the Chairperson of said subsidiary since October 2023. He has served as Representative Director and President of the Company since December 2023, and is leading the Group's business operations. Based on the above reasons, the Company has therefore judged that he is appropriate as a candidate for Director, and proposes his election.			

Candidate no.	Name (Date of birth)	Career summary and positions and responsibilities in the Company	Number of the Company's shares owned
3	Kota Aoki (November 15, 1972) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Apr. 1997 Joined the Company	153,400 shares
		Apr. 2003 Deputy General Manager, Sales and Marketing Department	
Dec. 2003 Director and General Manager, Sales and Marketing Department			
Dec. 2008 Representative Director and President			
Dec. 2016 Director			
Jan. 2019 Representative Director and President, NISSEI ASB COMPANY (current position)			
Dec. 2023 Director and Vice President, the Company (current position)			
		Significant concurrent positions outside the Company Representative Director and President, NISSEI ASB COMPANY	
Reasons for nomination as candidate for Director Kota Aoki has experience serving as Representative Director and President of the Company, and has contributed to the development of the Group. He possesses a high level of achievements and abundant experience to date, and the Company has therefore judged that he is appropriate as a candidate for Director, and proposes his election.			
4	Karel Keersmaekers-Michiels (January 24, 1968) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Apr. 1995 Joined the Company	—
		Apr. 1999 Joined NISSEI ASB GmbH	
Dec. 2007 Executive Officer, the Company			
Apr. 2009 Managing Director, NISSEI ASB GmbH (current position)			
Dec. 2017 Director, the Company			
May 2023 Head of Division, Global Sales Division (current position)			
Dec. 2023 Executive Director (current position)			
		Significant concurrent positions outside the Company Managing Director, NISSEI ASB GmbH	
Reasons for nomination as candidate for Director Karel Keersmaekers-Michiels has contributed to the expansion of our sales as Managing Director of our Group's main sales base, a German subsidiary, and has served as a member of our Board of Directors since December 2017, as well as coordinating our global sales activities as Head of Global Sales Division. Based on such experience, the Company has therefore judged that he is appropriate as a candidate for Director, and proposes his election.			

Candidate no.	Name (Date of birth)	Career summary and positions and responsibilities in the Company	Number of the Company's shares owned
5	Kazuya Yoda (January 14, 1971) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Apr. 1989 Joined the Company	4,892 shares
		Apr. 2000 Seconded to NISSEI ASB PTE. LTD.	
Apr. 2012 Seconded to ASB INTERNATIONAL PVT. LTD.			
Apr. 2018 General Manager, Molding Engineering Department, the Company			
Oct. 2018 General Manager, Molding Engineering Department and General Manager, Chikumagawa Factory (current position)			
Dec. 2022 Director (current position)			
		Dec. 2023 Head of Division, Global Technology Division (current position)	
		Significant concurrent positions outside the Company —	
Reasons for nomination as candidate for Director After joining the Company, Kazuya Yoda has contributed to upholding and improving the quality of the Company's products as the person responsible for overseeing molding engineering departments, and is currently the Head of Global Technology Division. He also has abundant global experience, having been seconded to overseas subsidiaries on multiple occasions. Accordingly, the Company has judged that he is appropriate as a candidate for Director, and proposes his election.			
6	Eva Alzas Guillen (March 15, 1972) New election Attendance at meetings of the Board of Directors —	Mar. 2006 Joined NISSEI ASB MEDITERRANEA, S.L.U.	—
		Apr. 2013 Representative Director and President, NISSEI ASB CENTRO AMERICA, S.A. DE C.V. (current position)	
May 2023 Deputy Head of Division, Global Sales Division, the Company (current position)			
Significant concurrent positions outside the Company Representative Director and President, NISSEI ASB CENTRO AMERICA, S.A. DE C.V.			
Reasons for nomination as candidate for Director Since joining our Spanish subsidiary, Eva Alzas Guillen has contributed to the expansion of our sales in Europe and Latin America. She currently serves as Representative Director and President of our Mexican subsidiary, and as Deputy Head of Global Sales Division of the Company, she is responsible for our group management by coordinating sales activities throughout the Americas. Based on such experience, the Company has therefore judged that she is appropriate as a candidate for Director, and proposes her election.			
7	Yuichi Yamamoto (November 2, 1970) New election Attendance at meetings of the Board of Directors —	Apr. 1994 Joined Nissei Sangyo Co.	—
		Apr. 2017 Director, Hitachi High-Tech Europe GmbH (Head of Administration)	
Aug. 2021 General Manager, Corporate Strategy Division, Hitachi High-Tech Corporation			
Nov. 2022 Joined the Company, General Manager, Accounting Department (current position)			
Dec. 2023 Head of Division, Global Administrative Division (current position)			
		Significant concurrent positions outside the Company —	
Reasons for nomination as candidate for Director Yuichi Yamamoto has abundant experience in global management, having worked in the accounting, finance, and corporate strategy departments of global companies for many years, including as a Director of a European subsidiary, and after joining the Company, he served as the Group's Accounting and Finance Director. Based on such experience, the Company has therefore judged that he is appropriate as a candidate for Director, and proposes his election.			

Candidate no.	Name (Date of birth)	Career summary and positions and responsibilities in the Company		Number of the Company's shares owned
8	Masayuki Sakai (May 18, 1946)	Apr. 1972	Registered as attorney	5,217 shares
	Reelection	Dec. 1986	Established Masayuki Sakai Law Office (current position)	
	Outside	Dec. 2009	Outside Director, the Company (current position)	
	Independent	Significant concurrent positions outside the Company Attorney, Masayuki Sakai Law Office		
	Attendance at meetings of the Board of Directors 14 / 14 (100%)			
Reasons for nomination as candidate for outside Director and summary of expected role Masayuki Sakai is an attorney with abundant experience and advanced insight in a wide range of areas, such as commercial law, intellectual property rights, and laws in the UK and US. The Company expects him to provide guidance and supervision for all aspects of management, including compliance with laws and regulations and the promotion of compliance, from his specialized viewpoint, and therefore proposes his continued election as outside Director. He has never been involved in the management of a company. However, the Company judges he will appropriately fulfill his duties as an outside Director based on the above reasons.				
9	Keiji Himori (June 28, 1953)	Apr. 1978	Joined Nissin Kogyo Co., Ltd.	875 shares
	Reelection	Mar. 2003	Director and President, NISSIN BRAKE DO BRASIL LTDA.	
	Outside	June 2008	Director and Executive Officer, Nissin Kogyo Co., Ltd.	
	Independent	Apr. 2009	Director; Executive Officer; General Manager, Production Division; and Overseeing Asia Region, Nissin Kogyo Co., Ltd.	
	Attendance at meetings of the Board of Directors 14 / 14 (100%)	June 2009	Managing Director, Nissin Kogyo Co., Ltd.	
		June 2011	Senior Managing Director, Nissin Kogyo Co., Ltd.	
		Dec. 2015	Outside Director, the Company (current position)	
		Significant concurrent positions outside the Company —		
Reasons for nomination as candidate for outside Director and summary of expected role Keiji Himori has abundant experience and wide-ranging insight as a corporate manager over many years in the manufacturing industry. The Company expects him to utilize his experience to provide guidance and supervision for all aspects of management, and therefore proposes his continued election as outside Director.				
10	Masahiro Midorikawa (July 18, 1953)	Mar. 1980	Registered as certified public accountant	64,148 shares
	Reelection	Dec. 1981	Established Midorikawa CPA Office (current position)	
	Outside	Dec. 1990	Audit & Supervisory Board Member, the Company	
	Independent	Dec. 1992	Director	
	Attendance at meetings of the Board of Directors 14 / 14 (100%)	Dec. 1993	Audit & Supervisory Board Member	
		Dec. 2016	Outside Director (current position)	
		Significant concurrent positions outside the Company Certified public accountant, Midorikawa CPA Office		
Reasons for nomination as candidate for outside Director and summary of expected role Masahiro Midorikawa has advanced knowledge and abundant experience as a certified public accountant. The Company expects him to provide guidance and supervision for all aspects of management, including finance, accounting, and taxation, from his specialized viewpoint, and therefore proposes his continued election as outside Director.				

(Notes)

1. There are no special interests between any of the candidates and the Company.
2. Masayuki Sakai, Keiji Himori, and Masahiro Midorikawa are three candidates for outside Director.
3. At the conclusion of this meeting, it will have been 14 years since Masayuki Sakai's appointment as outside Director of the Company.
4. At the conclusion of this meeting, it will have been eight years since Keiji Himori's appointment as outside Director of the Company.
5. At the conclusion of this meeting, it will have been seven years since Masahiro Midorikawa's appointment as outside Director of the Company.
6. The Company has entered into an agreement with Masayuki Sakai, Keiji Himori, and Masahiro Midorikawa 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 is the amount provided for under laws and regulations. If the reelections of these three candidates are approved, the Company plans to renew the liability limitation agreements with them.
7. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insured under this insurance policy shall be the Directors and Audit & Supervisory Board Members of the Company and the Company's subsidiaries. This insurance policy covers any damages that may occur as a result of claims pertaining to the insured being liable or being pursued for liability in relation to the execution of their duties. If any candidate is appointed Director, they will be included in the insured under this insurance policy. In addition, when the policy is next renewed, the Company intends to renew it with the same terms.
8. The Company has submitted notification to the Tokyo Stock Exchange that Masayuki Sakai, Keiji Himori, and Masahiro Midorikawa have been designated as independent officers as provided for by the aforementioned exchange. If the reelections of these three candidates are approved, the Company plans for their designation as independent officers to continue.
9. The number of the Company's shares owned includes the portion attributable to the candidate in the NISSEI ASB MACHINE Officer Shareholding Association.

Proposal No. 2 Election of Two Audit & Supervisory Board Members

Of the three current Audit & Supervisory Board Members, the terms of office of Shigeru Nakajima and Hiroshi Nakamura will expire at the conclusion of this Ordinary General Meeting of Shareholders. In this regard, the Company proposes the election of two Audit & Supervisory Board Members.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidates for Audit & Supervisory Board Member are as follows:

Candidate no.	Name (Date of birth)	Career summary and positions in the Company		Number of the Company's shares owned
1	Shigeru Nakajima (December 27, 1949) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Apr. 1979	Registered as attorney	10,522 shares
		Apr. 1983	Established Nakajima Transactional Law Office (current position)	
		Oct. 1984	Registered as patent attorney	
		Dec. 2000	Audit & Supervisory Board Member, the Company (current position)	
		Significant concurrent positions outside the Company		
		Attorney at Law, Nakajima Transactional Law Office		
Reasons for nomination as candidate for outside Audit & Supervisory Board Member Shigeru Nakajima is an attorney and possesses expertise in corporate risk management, internal control, governance, and other corporate legal matters. The Company expects him to provide supervision mainly with respect to compliance with laws and regulations, articles of incorporation, internal rules, etc., including corporate legal affairs, labor, and patents, from his specialized viewpoint as an attorney specializing in corporate risk management. He has never been involved in the management of a company. However, the Company judges he will appropriately fulfill his duties as an outside Audit & Supervisory Board Member based on the above reasons.				
2	Hiroshi Nakamura (March 11, 1951) Reelection Attendance at meetings of the Board of Directors 14 / 14 (100%)	Apr. 1973	Joined The Hachijuni Bank, Ltd.	1,217 shares
		Jun. 2002	General Manager, Administrative Department, Hachijuni Bank, Ltd.	
		Jun. 2004	Executive Officer and General Manager, Suwa Branch, Hachijuni Bank, Ltd.	
		June 2008	Managing Director, Hachijuni Bank, Ltd.	
		June 2009	Deputy President, Hachijuni Bank, Ltd.	
		June 2013	President, Nagano Economic Research Institute	
		Dec. 2019	Audit & Supervisory Board Member, the Company (current position)	
		Significant concurrent positions outside the Company		
		—		
Reasons for nomination as candidate for outside Audit & Supervisory Board Member Hiroshi Nakamura has abundant experience and wide-ranging insight as a corporate manager over many years in financial institutions. The Company expects him to utilize his experience to provide guidance and supervision for all aspects of management.				

(Notes)

1. There are no special interests between the two candidates and the Company.
2. Shigeru Nakajima and Hiroshi Nakamura are candidates for outside Audit & Supervisory Board Members.
3. At the conclusion of this meeting, it will have been 23 years since Shigeru Nakajima's appointment as Audit & Supervisory Board Member.

4. At the conclusion of this meeting, it will have been four years since Hiroshi Nakamura's appointment as Audit & Supervisory Board Member.
5. The Company has entered into an agreement with Shigeru Nakajima and Hiroshi Nakamura 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 is the amount provided for under laws and regulations. If the reelections of these two candidates are approved, the Company plans to renew the liability limitation agreements with them.
6. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insured under this insurance policy shall be the Directors and Audit & Supervisory Board Members of the Company and the Company's subsidiaries. This insurance policy covers any damages that may occur as a result of claims pertaining to the insured being liable or being pursued for liability in relation to the execution of their duties. If any candidate is appointed Audit & Supervisory Board Member, they will be included in the insured under this insurance policy. In addition, when the policy is next renewed, the Company intends to renew it with the same terms.
7. The Company has submitted notification to the Tokyo Stock Exchange that Shigeru Nakajima and Hiroshi Nakamura have been designated as independent officers as provided for by the aforementioned exchange. If the reelections of these two candidates are approved, the Company plans for their designation as independent officers to continue.
8. The number of the Company's shares owned includes the portion attributable to the candidate in the NISSEI ASB MACHINE Officer Shareholding Association.

Reference: Skill Matrix for the Board of Directors (if Proposals No. 1 and 2 are approved)

Name Position	Diversity		Particular area of expertise						
	Gender	Nationality	Corporate management	Global experience	Manufacturing, engineering, R&D	Sales	Finance, taxation, accounting	Personnel, labor, human resource development	Legal affairs, risk management
Daiichi Aoki Representative Director and Chairman	Male	Japan	○	○	○	○		○	
Makoto Fujiwara Representative Director and President	Male	Japan	○	○	○				
Kota Aoki Director and Vice President	Male	Japan	○	○	○	○		○	○
Karel Keersmaekers-Michiels Executive Director	Male	Belgium		○		○			
Kazuya Yoda Director	Male	Japan		○	○				
Eva Alzas Guillen Director	Female	Spain		○		○			
Yuichi Yamamoto Director	Male	Japan		○			○	○	○
Masayuki Sakai Outside Director	Male	Japan							○
Keiji Himori Outside Director	Male	Japan	○	○	○				
Masahiro Midorikawa Outside Director	Male	Japan	○				○		
Masatoshi Odera Full-time Audit & Supervisory Board Member	Male	Japan		○			○		○
Shigeru Nakajima Outside Audit & Supervisory Board Member	Male	Japan							○
Hiroshi Nakamura Outside Audit & Supervisory Board Member	Male	Japan	○				○		

Proposal No. 3 Payment of Retirement Benefits to a Retiring Director

The Company proposes the payment of retirement benefits, within a reasonable amount, to Junichi Miyasaka, who will retire as a Director owing to the expiration of his term of office at the conclusion of this Ordinary General Meeting of Shareholders, to reward him for his efforts during his time in office, in accordance with the rules prescribed by the Company.

Furthermore, the Company proposes that the specific amount, timing of payment, method of payment, and other details be delegated to discussion within the Board of Directors.

The career summary of the retiring Director is as follows:

Name	Career summary
Junichi Miyasaka	Dec. 2012 Director
	Oct. 2017 Representative Director and President
	Dec. 2023 Director (current position)