

Securities Code: 4641

March 4, 2024

(Date of commencement of measures for electronic provision: March 1, 2024)

To Our Shareholders:

Atsushi Imamura, President

Altech Corporation

2-3-5 Minatomirai, Nishi-ku, Yokohama-shi, Kanagawa Prefecture

Notice of the 43rd Annual Meeting of Shareholders

Dear Sir/Madam:

As always, we would like to start by thanking you all for your continued support.

We cordially invite shareholders to attend the 43rd Annual Meeting of Shareholders as described below.

If you are not attending the Meeting, you may exercise your voting rights via the Internet or by post. Please refer to the Reference Document for the Annual Meeting of Shareholders below and exercise your voting rights by no later than 5:30 p.m., on Monday, March 25, 2024.

1. Date: 10:00 a.m., Tuesday, March 26, 2024

2. Venue: Conference Room, Altech Corporation Building No.1
5-4-12 Nishihashimoto, Midori-ku, Sagami-hara-shi, Kanagawa Prefecture

3. Purpose of the Meeting

Items to be reported:

- (1) The business report, the consolidated financial statements, and the results of consolidated financial statement audits by the Accounting Auditor and the Audit & Supervisory Board for the 43rd business period (January 1, 2023 to December 31, 2023)
- (2) The non-consolidated financial statements for the 43rd business period (January 1, 2023 to December 31, 2023)

Items to be resolved:

- Proposal 1: Appropriation of Retained Earnings
Proposal 2: Election of Seven (7) Directors
Proposal 3: Election of One (1) Audit & Supervisory Board Member

In convening this Annual Meeting of Shareholders, the Company has taken measures for electronic provision of the information contained in the “Notice of the 43rd Annual Meeting of Shareholders” and the “Other Matters Subject to Electronic Provision for the 43rd Annual Meeting of Shareholders (Matters Omitted from the Issued Document)” on the following websites.

[Company Website] <https://www.alpsgiken.co.jp/ir/library/convocation.html>



In addition to the above, the information is also available on the following website:

[Tokyo Stock Exchange Website]
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>



Please visit the website above, enter and search for either "Altech Corporation" or the Company's securities code, select "Basic information" and then "Documents for public inspection/PR information."

End of document

-
- In accordance with laws and regulations and Article 14 of the Articles of Incorporation of the Company, the following matters are posted on the above websites and thus are not included in this Notice.
 - 1) Consolidated Financial Statements (Notes to Consolidated Financial Statements)
 - 2) Non-consolidated Financial Statements (Notes to Non-consolidated Financial Statements)
 - Accordingly, the documents contained in this Notice of the Annual Meeting of Shareholders are part of the documents audited by the Audit & Supervisory Board Members or the Accounting Auditor in preparing the audit report.
 - When attending the meeting, please submit the enclosed voting form at the reception desk.
 - If you attend the Annual Meeting of Shareholders after it starts, we may take you to the second venue. We appreciate your understanding in advance.
 - If there are any amendments to the matters subject to electronic provision, the amendments will be posted on the respective websites.



Instructions on the exercise of voting rights

Voting rights at the Annual Meeting of Shareholders are an important right of shareholders.

Before exercising voting rights, please review the Reference Document for the Annual Meeting of Shareholders.

You can exercise your voting rights in the following three ways.



Exercising voting rights via the Internet

Please follow the instructions on the next page to enter your approval or disapproval of the respective proposals.

Submission deadline

**Those entered no later than
5:30 p.m., Monday, March
25, 2024**



Exercising voting rights in writing (by post)

Please indicate your vote of approval or disapproval for each agenda item on the enclosed voting form, and return it. If there is no indication of approval or disapproval for any agenda item on the voting form, it will be deemed an indication of approval.

Submission deadline

**Those received no later than
5:30 p.m., Monday, March
25, 2024**



Attending the Annual Meeting of Shareholders

Please submit the enclosed voting form at the reception desk.

Date

**10:00 a.m., Tuesday, March
26, 2024**

If you exercise your voting rights both in writing (by post) and via the Internet, your vote via the Internet will be deemed valid.

If you exercise your voting rights multiple times via the Internet, your final vote will be deemed valid.

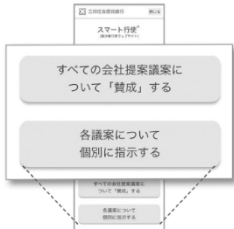
By QR Code Scan: "Smart Exercise"

You can log in to the website for exercising voting rights without entering your voting code and password.

1. Scan the QR code at the bottom right of the voting form.



2. Follow the instructions on the screen to enter your approval or disapproval.



You can exercise your voting rights only once through "Smart Exercise."

If you wish to change your vote after voting, you will be asked to access the PC website, login by entering the voting code and password included on the voting form, and exercise your voting rights again.

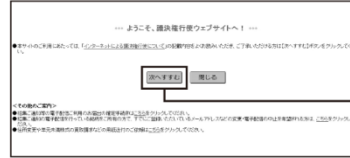
* If you scan the QR code again, you will be transferred to the PC website.

By entering the voting code and password

Designated website for exercising voting rights

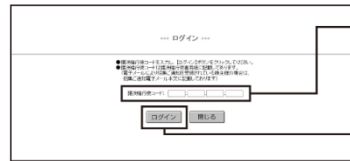
<https://www.web54.net>

1. Access the website for exercising voting rights.



Click "Next"

2. Enter the voting code indicated on the voting form.



Enter the voting code

Click "Login"

3. Enter the password indicated on the voting form.



Enter the password

Click "Next"

4. Follow the instructions on the screen to enter your approval or disapproval.

Any inquiries regarding the exercise of voting rights via the Internet shall be directed to the web support mentioned at the right.

Sumitomo Mitsui Trust Bank, Limited Web Support, Stock Transfer Agency Business Planning Dept.
Phone Toll Free: 0120 (652) 031
(Available from 9:00 to 21:00)

To institutional investors: You can use the "Electronic Voting Platform" operated by ICI, Inc.

Reference Document for the Annual Meeting of Shareholders

Proposal 1: Appropriation of Retained Earnings

The Company positions the return of profits to shareholders as one of the important management issues.

The Company proposes to dispose of retained earnings as follows, taking into consideration the business results of the fiscal year under review and the continuation of stable dividends.

Matters concerning year-end dividends

(1) Type of dividend property

Money

(2) Matters concerning allotment of dividend property and the total amount thereof

51 yen per share of common stock of the Company, Total dividends of 1,013,366,736 yen

As the Company has paid interim dividends of 52 yen, the annual dividends for the fiscal year under review shall amount to 103 yen per share.

(3) Date on which the dividend of surplus becomes effective

March 27, 2024

Proposal 2: Election of Seven (7) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this Annual Meeting of Shareholders. Accordingly, in order to improve the efficiency of the management system, the Company proposes to reduce the number of Directors by one and elect seven (7) Directors.

The candidates for Director are as follows:

Candidate Number	Name (Date of Birth)	Career summary, position, responsible area of business, and status of important concurrent positions	Number of shares of the Company owned
1	Atsushi Imamura (January 10, 1969) <u>Reappointment</u>	<p>April 1990 Joined Altech Corporation</p> <p>October 2006 General Manager, Engineering Department, Altech Corporation</p> <p>March 2009 General Manager, Tokai Division, Altech Corporation</p> <p>March 2012 General Manager, Business Promotion Department, Altech Corporation</p> <p>March 2013 Corporate Officer and General Manager, Business Promotion Department, Altech Corporation</p> <p>March 2014 Director and General Manager, Business Promotion Department, Altech Corporation</p> <p>March 2015 President and Representative Director, Altech Corporation (to present)</p>	133,985 shares
<p>< Reasons for nomination as a candidate for Director ></p> <p>Mr. Atsushi Imamura currently serves as the President and Representative Director of the Company. Since joining the Company as a new recruit, he has accumulated experience as an engineer, and a manager of the Education and Training Department and the Sales Department. The Company expects that he will continue to utilize his know-how for decision-making and execution of duties of the Board of Directors. Therefore, the Company has nominated him as a candidate for Director.</p>			

Candidate Number	Name (Date of Birth)	Career summary, position, responsible area of business, and status of important concurrent positions	Number of shares of the Company owned
2	Nobuyuki Watanabe (May 17, 1963) <u>Reappointment</u>	<p>May 2015 Joined Altech Corporation Deputy General Manager Corporate Planning Department, Altech Corporation</p> <p>October 2015 Deputy General Manager, Kita-Nippon Division, Altech Corporation</p> <p>May 2016 Deputy General Manager, Nishi-Nippon Division, Altech Corporation</p> <p>September 2016 Corporate Officer and General Manager, Corporate Planning Department, Altech Corporation</p> <p>March 2017 Director and General Manager, Corporate Planning Department, Altech Corporation</p> <p>March 2018 Managing Director and General Manager, Personnel Department, Altech Corporation</p> <p>September 2019 Managing Director, Altech Corporation</p> <p>September 2020 Managing Director and General Manager, Corporate Planning Department, Altech Corporation</p> <p>March 2021 Senior Managing Director and General Manager, Corporate Planning Department, Altech Corporation</p> <p>July 2022 Director and Vice President, General Manager, Corporate Planning Department, Altech Corporation (to present)</p>	63,760 shares
<p>< Reasons for nomination as a candidate for Director ></p> <p>Mr. Nobuyuki Watanabe has business experience in the Business Department, Corporate Planning Department, and Personnel Department, and has excellent business management and executive abilities. He also actively contributes to discussions and deliberations at the Board of Directors. Based on past achievements, the Company expects that he will continue to appropriately fulfill the responsibilities of Directors. Therefore, the Company has nominated him as a candidate for Director.</p>			

Candidate Number	Name (Date of Birth)	Career summary, position, responsible area of business, and status of important concurrent positions	Number of shares of the Company owned
3	Yasushi Sudo (December 11, 1962) <u>Reappointment</u>	<p>February 1988 Joined Altech Corporation</p> <p>January 1997 Acting General Manager, Cyber Business Department, Zygo Corporation</p> <p>July 1998 Acting General Manager, Tateshina Techno-Park, Altech Corporation</p> <p>July 2001 President, Digital Spice Corporation</p> <p>July 2020 Joined Altech Corporation Corporate Officer, Altech Corporation</p> <p>March 2021 Director, Altech Corporation (to present)</p> <p>March 2023 President, DONKEY Corporation (to present)</p>	29,750 shares
<p>< Reasons for nomination as a candidate for Director ></p> <p>Since joining the Company, Mr. Yasushi Sudo has worked as an engineer and in the Sales and Manufacturing Departments. He also started a manufacturing company himself and has many years of experience and deep insight as a corporate manager. Based on past achievements, the Company expects that he will continue to appropriately fulfill the responsibilities of Directors. Therefore, the Company has nominated him as a candidate for Director.</p>			
4	Takeshi Sugimoto (May 2, 1965) <u>Reappointment</u>	<p>August 2018 Joined Altech Corporation Deputy General Manager, General Affairs Department, Altech Corporation</p> <p>March 2019 Deputy General Manager, Naka-Nippon Division, Altech Corporation</p> <p>September 2019 Corporate Officer and General Manager, Naka-Nippon Division, Altech Corporation</p> <p>September 2020 Corporate Officer and General Manager, Global Business Department, Altech Corporation</p> <p>March 2021 Director and General Manager, Global Business Department, Altech Corporation (to present)</p>	13,500 shares
<p>< Reasons for nomination as a candidate for Director ></p> <p>Mr. Takeshi Sugimoto has business experience in the General Affairs Department, Business Department, and Global Business Department, and has excellent business management and executive abilities. Based on past achievements, the Company expects that he will continue to appropriately fulfill the responsibilities of Directors. Therefore, the Company has nominated him as a candidate for Director.</p>			

Candidate Number	Name (Date of Birth)	Career summary, position, responsible area of business, and status of important concurrent positions	Number of shares of the Company owned
5	Eigo Nosaka (May 6, 1972) <u>Reappointment</u>	December 1999 President, Treasure Factory Co.,Ltd. (to present)	0 shares
		March 2016 Outside Director, Altech Corporation (to present)	
<p>< Reasons for nomination as a candidate for Outside Director and expected roles > Mr. Eigo Nosaka is actively pursuing business development in Japan and overseas as a corporate manager. The Company expects that he will be able to provide appropriate advice and recommendations to ensure adequacy and appropriateness from an independent perspective from the management in decision-making of the Board of Directors, based on his abundant experience and deep insight. Therefore, the Company has nominated him as a candidate for Outside Director. At the conclusion of this Annual Meeting of Shareholders, the term of office as Outside Director of the Company is eight years.</p>			
6	Masatoshi Go (July 28, 1959) <u>Reappointment</u>	October 2000 President, Tsunami Network Partners Corporation (currently TNP Partners Corporation) (to present)	0 shares
		November 2013 Chairperson, TNP On the Road Corporation	
		July 2016 President, TNP Threads of Light Corporation (to present)	
		May 2017 Audit & Supervisory Board Member, MM Souken Co., Ltd. (to present)	
		March 2018 Outside Director, Altech Corporation (to present)	
		November 2023 President, TNP On the Road Corporation (to present)	
<p>< Reasons for nomination as a candidate for Outside Director and expected roles > Mr. Masatoshi Go has many years of abundant experience and deep insight as a corporate manager. The Company expects that he will be able to provide appropriate advice and recommendations to ensure adequacy and appropriateness from an independent perspective from the management in decision-making of the Board of Directors. Therefore, the Company has nominated him as a candidate for Outside Director. At the conclusion of this Annual Meeting of Shareholders, the term of office as Outside Director of the Company is six years.</p>			

Candidate Number	Name (Date of Birth)	Career summary, position, responsible area of business, and status of important concurrent positions	Number of shares of the Company owned
	Takako Shijo (October 30, 1959) <u>New appointment</u>	September 1986 Began writing December 1992 Writer, Gyosei Corporation (to present) March 2006 Writer, Kanagawa Shimbun (to present)	0 shares
7	< Reasons for nomination as a candidate for Outside Director and expected roles > Ms. Takako Shijo has a historical and managerial perspective through her many years of reporting and writing. The Company expects that she will be able to provide appropriate advice and recommendations to ensure adequacy and appropriateness from an independent perspective from the management in decision-making of the Board of Directors. Therefore, the Company has newly nominated her as a candidate for Outside Director.		

- (Note)
1. There is no special interest between each candidate for Director and the Company.
 2. Mr. Eigo Nosaka, Mr. Masatoshi Go and Ms. Takako Shijo are candidates for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act, and meet the criteria for independence of Outside Directors stipulated by the Company.
 3. Mr. Eigo Nosaka and Mr. Masatoshi Go meet the requirements for the criteria for independence based on the provisions of the Tokyo Stock Exchange, and the Company has designated them as independent officers and reported them to the Exchange. If their reappointment is approved, the Company will continue to appoint them as independent officers.
 4. Ms. Takako Shijo meets the requirements for the criteria for independence based on the provisions of the Tokyo Stock Exchange, and if she is newly appointed, the Company will report her as an independent officer specified by the Tokyo Stock Exchange.
 5. Limitation of Liability Agreements with Candidates for Outside Directors
The Company has entered into a liability limitation agreement with Mr. Eigo Nosaka and Mr. Masatoshi Go under Article 427, Paragraph 1 of the Companies Act in accordance with Article 31 of the Articles of Incorporation, and will continue the liability limitation agreement if their reappointment is approved. In addition, if Ms. Takako Shijo is elected, the Company plans to conclude the liability limitation agreement with her. The maximum amount of damages under the agreement is limited to the amount stipulated by laws and regulations.
 6. The Company has concluded a liability insurance contract for officers and directors with an insurance company as prescribed in Article 430-3, Paragraph 1 of the Companies Act. The details of the contract are outlined on Page 20 of the Business Report. If the election of each candidate is approved, they will be the insured of this policy. The Company plans to renew the contract with the same terms at the next renewal.

(Reference) If this proposal is approved, the skill matrix for Directors will be as follows.

[List of Directors' Skill Matrix] *"o" refers to the field of knowledge and experience each Director possesses.

Name	Corporate management	Technology	Sales	Human resources development	Recruiting	Manufacturing	Global	Entrepreneurship	ESG	Financial accounting	Legal affairs
Atsushi Imamura	o	o	o	o	o	o	o	o	o		
Nobuyuki Watanabe	o		o	o	o		o	o	o	o	o
Yasushi Sudo	o	o	o		o	o		o			
Takeshi Sugimoto	o		o	o	o		o			o	
Eigo Nosaka	o		o	o	o		o	o	o		
Masatoshi Go	o		o	o		o		o	o	o	o
Takako Shijo				o		o		o	o		

[Definition of Skills]

Skill	Definition
Corporate management	Possess abundant experience and expertise in corporate management as a corporate manager, and be able to use this knowledge in the duties of Directors
Technology	Possess extensive practical experience and high level of competence in any of the technologies of the Company's business areas, and be able to use this knowledge in the duties of Directors
Sales	Possess extensive practical experience and high level of competence in sales, and be able to use this knowledge in the duties of Directors
Human resources development	Possess extensive practical experience and high level of competence in human resources development, and be able to use this knowledge in the duties of Directors
Recruiting	Possess extensive practical experience and high level of competence in recruiting, and be able to use this knowledge in the duties of Directors
Manufacturing	Possess extensive practical experience and high level of competence in manufacturing, and be able to use this knowledge in the duties of Directors
Global	Possess extensive practical experience and high level of competence in global business, and be able to use this knowledge in the duties of Directors
Entrepreneurship	Possess extensive practical experience of either developing ventures or new businesses or acting as an entrepreneur, and be able to use this knowledge in the duties of Directors
ESG	Be able to use broad knowledge of ESG in the duties of Directors
Financial accounting	Possess extensive practical experience and high level of competence in finance and accounting, and be able to use this knowledge in the duties of Directors
Legal affairs	Possess extensive practical experience and high level of competence in legal affairs, and be able to use this knowledge in the duties of Directors

Proposal 3: Election of One (1) Audit & Supervisory Board Member

As Mr. Masashi Niiya, Audit & Supervisory Board Member, will resign at the conclusion of this Annual Meeting of Shareholders, the Company proposes the election of one Audit & Supervisory Board Member. Pursuant to the provisions of the Articles of Incorporation of the Company, the term of office of the Audit & Supervisory Board Member to be elected will be until the expiration of the term of office of the predecessor.

This proposal has been approved by the Audit & Supervisory Board.

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

Name (Date of Birth)	Career summary, position, and status of important concurrent positions	Number of shares of the Company owned
Makoto Makino (April 20, 1956) <u>New appointment</u>	January 2010 Joined Altech Corporation Acting General Manager, General Sales Department, Altech Corporation March 2010 General Manager, Kita-Nippon Division, Altech Corporation March 2011 Corporate Officer and General Manager, Kita- Nippon-Division, Altech Corporation August 2012 Corporate Officer and General Manager, Personnel Department, Altech Corporation March 2014 Corporate Officer and General Manager, Minami-Kanto Division, Altech Corporation January 2015 Corporate Officer and General Manager, Nishi-Nippon Division, Altech Corporation October 2015 Corporate Officer and General Manager, Accounting Department, Altech Corporation March 2020 General Manager, Accounting Department, Altech Corporation March 2023 Accounting Department, Altech Corporation (to present)	9,020 shares
< Reasons for nomination as a candidate for Audit & Supervisory Board Member > Mr. Makoto Makino has business experience in the Sales Department, Business Department, Personnel Department, and Accounting Department, and has excellent business management and executive abilities. The Company expects that he will enhance the effectiveness of audit based on his past experience. Therefore, the Company has newly nominated him as a candidate for Audit & Supervisory Board Member.		

(Note) 1. There is no special interest between Mr. Makoto Makino and the Company.

2. **Limitation of Liability Agreements with Candidates for Audit & Supervisory Board Members**

Pursuant to the provisions of Article 42 of the Articles of Incorporation, the Company may enter into a liability limitation agreement under Article 427, Paragraph 1 of the Companies Act with Audit & Supervisory Board Members. Accordingly, if Mr. Makoto Makino is elected, the Company plans to

enter into the liability limitation agreement with him. The maximum amount of damages under the agreement is limited to the amount stipulated by laws and regulations.

3. The Company has concluded a liability insurance contract for officers and directors with an insurance company as prescribed in Article 430-3, Paragraph 1 of the Companies Act. The details of the contract are outlined on Page 20 of the Business Report. If the election of Mr. Makoto Makino is approved, he will be one of the insured of this policy. The Company plans to renew the contract with the same terms at the next renewal.