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Dear Shareholders:

(Securities Code 4956)

May 27, 2024

1-6-10 Doshomachi, Chuo-ku, Osaka

(Head Office
1-7-1, Doshomachi, Chuo-ku, Osaka)

Konishi Co., Ltd.

President and

Representative Director **Hirofumi Matsubata**

Notice of the 99th Ordinary General Meeting of Shareholders

We would like to express our gratitude for your continued support.

You are cordially invited to attend the 99th Ordinary General Meeting of Shareholders of Konishi Co., Ltd. (the “Company”) as described below.

In 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. (matters subject to measures for electronic provision) in electronic format. Please access either of the websites by using the Internet address shown below to review the information.

[The Company’s website]

https://www.bond.co.jp/ir/stock/meeting_notice/index.html



[Tokyo Stock Exchange website (TSE 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 “Konishi” in “Issue name (company name)” or the Company’s securities code “4956” 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 in person, you may exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders attached later, and follow “Guidance on exercising your voting rights” mentioned below to exercise your voting rights by 5:30 p.m. (JST) on Monday, June 17, 2024.

- Date and time 10 a.m., Tuesday, June 18, 2024
- Place 1-7-1 Doshomachi, Chuo-ku, Osaka (Kitahama Konishi Building, 4th Floor)
Company's Conference Hall
(Please see the guide map at the end of this document.)
- Purposes
 - Matters to be reported:
 1. Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements for the 99th Fiscal Year (April 1, 2023, to March 31, 2024)
 2. Independent Auditor's and Audit and Supervisory Committee's Reports on the Results of Audit of the Consolidated Financial Statements for the 99th Fiscal Year
 - Matters to be resolved:
 - Proposal No. 1: Appropriation of Surplus
 - Proposal No. 2: Election of Eight (8) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

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- When you attend the meeting, please present the Voting Rights Exercise Form at the reception desk.
 - Due to the revision of the Companies Act, the shareholders are requested to access the websites mentioned above and review matters subject to measures for electronic provision as a rule, and paper-based documents stating matters subject to measures for electronic provision shall be delivered only to shareholders who have made a request for delivery of such documents by the record date. However, for this General Meeting of Shareholders, the Company shall deliver paper-based documents stating such matters to all shareholders regardless of whether they have made such a request.
In accordance with the provisions of laws and regulations, and Article 16, paragraph 2 of the Articles of Incorporation of the Company, of matters subject to measures for electronic provision, the following matters are excluded from the paper-based documents delivered to shareholders.
(i) System to Ensure Appropriate Business Reporting Operations, (ii) Notes to Consolidated Financial Statements, and (iii) Notes to Non-Consolidated Financial Statements
Accordingly, the Business Report, the Consolidated Financial Statements and Non-Consolidated Financial Statements that are included in the paper-based documents are part of the documents included in the scope of audits by the Financial Auditor and the Audit & Supervisory Committee Members when they create their respective audit reports.
 - Should there be any revisions to matters subject to measures for electronic provision, such notification, along with a comparison between old information and revised information will be posted on the websites mentioned above.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company considers returning profits to shareholders as an important management imperative. It follows a basic policy to pay continuous and stable dividends, while improving financial strength and enhancing management foundation through profit-oriented corporate activities.

Based on this policy, the Company proposes to pay a year-end dividend of 19.5 yen per share for the fiscal year under review, which is unchanged from the most recent dividend forecast. Since each share of the Company's common stock was split into 2 shares as of January 1, 2024, the year-end dividend based on the number of shares before the stock split is 39 yen per share. With a regular dividend of 27 yen per share already paid as an interim dividend in December 2023, the annual dividend will be 66 yen per share, an increase of 17 yen from the previous fiscal year.

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| ■ Type of dividend property | Cash |
| ■ Allotment of dividend property and its total amount | 19.5 yen per common share of the Company
Total amount: 1,270,967,139 yen |
| ■ Effective date of dividends of surplus | June 19, 2024 |

Proposal No. 2: **Election of Eight (8) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)**

The term of office of all eight (8) Directors (excluding directors who are Audit and Supervisory Committee members; the same applies hereinafter in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of eight (8) Directors including two (2) Outside Directors.

The Company has nominated persons who are capable of making contributions to the sustainable growth as well as long-term maximization of corporate value of the Company and its group and resolved matters at the Board of Directors meeting after a deliberation at the voluntary Nomination and Remuneration Committee (the majority of whose members are Outside Directors).

Listed below are the candidates for Directors:

Candidate No.	Name (Date of Birth)	Career summary, positions, and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares held
1 Reappointment	Takashi Yokota (July 12, 1953)	<p>Apr. 1979 Joined the Company Apr. 2004 Head of Business Department I, Sales Division, Bond Division Apr. 2006 Head of Tochigi Factory, Production Division, Bond Division Apr. 2008 Executive Officer, Head of Production Division, Business Promotion Division June 2009 Director, Head of Production Division, Bond Division Apr. 2011 Managing Director, Head of Bond Division Apr. 2013 President and Representative Director Apr. 2017 Joint Representative, Konishi Group and CEO, Bond Group Apr. 2018 CEO, Bond Group Apr. 2021 Chairman and Representative Director (to the present) Group CEO (to the present)</p> <p>(Significant concurrent positions outside the Company) Chairman and Representative Director, Wall Bond Industry Co., Ltd. Chairman and Representative Director, Sunrise Corporation Chairman and Representative Director, Maruyasu & Co., Ltd.</p>	154,500 shares
<p>Reasons for election of the candidate Mr. Takashi Yokota has served as Head of the Production Division, Bond Division, Head of Bond Division and President and Representative Director. He has considerable experience as a corporate manager. The Company nominates him as a candidate for Director in the expectation that he will continue to serve for the enhancement of the Group's corporate value and play his full part in supervising management execution for the entire Group by leveraging such experience.</p>			

Candidate No.	Name (Date of Birth)	Career summary, positions, and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares held
2 Reappointment	Hirofumi Matsubata (April 9, 1961)	<p>Apr. 1985 Joined the Company</p> <p>Apr. 2010 Head of Industrial Business Department, Sales Division, Bond Division</p> <p>Apr. 2012 Head of Industrial Business Department I, Bond Sales Division, Bond Division</p> <p>Apr. 2014 Executive Officer, Deputy Head of Bond Sales Division</p> <p>Apr. 2017 Senior Executive Officer Head of Bond Sales Division, Bond Group</p> <p>June 2018 Director</p> <p>Apr. 2019 Managing Executive Officer CEO of R&D/Production Group and Head of R&D/Production Division</p> <p>Apr. 2021 Head of Chemical Products Division and Head of Kanto Branch Office</p> <p>Apr. 2024 President and Representative Director (to the present)</p> <p>(Significant concurrent positions outside the Company) Chairman and Representative Director, Bond Chemical Co., Ltd.</p>	35,900 shares
<p>Reasons for election of the candidate</p> <p>Mr. Hirofumi Matsubata has engaged in the sales department for many years and served as Head of the Bond Sales Division (under the Bond Group), R&D and Production Division, and Chemical Products Division. He has considerable experience as a corporate manager. The Company nominates him as a candidate for Director in the expectation that he will continue to serve for the enhancement of the Group's corporate value and play his full part in supervising management execution for the entire Group by leveraging such experience.</p>			

Candidate No.	Name (Date of Birth)	Career summary, positions, and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares held
3 Reappointment	Keiichi Oyama (August 14, 1960)	<p>Apr. 1984 Joined the Company</p> <p>Apr. 2012 Head of Construction Business Department, Bond Sales Division, Bond Division</p> <p>Apr. 2014 General Manager of Corporate Planning Department, President's Office</p> <p>June 2014 Executive Officer, Head of President's Office and General Manager of Personnel Department</p> <p>Apr. 2015 General Manager of Konishi Group General Administration Department</p> <p>June 2016 Director</p> <p>Apr. 2017 CEO, Overseas Business Group</p> <p>Oct. 2017 CEO of R&D/Production/Logistics Group and Head of R&D/Production Division</p> <p>Apr. 2018 Managing Executive Officer</p> <p>Apr. 2019 Head of Bond Sales Division, Bond Group</p> <p>Sep. 2019 Head of Kanto Branch Office</p> <p>Apr. 2021 President and Representative Director</p> <p>Apr. 2024 Director and Deputy Chairman (to the present)</p> <p>(Significant concurrent positions outside the Company) Chairman of Konishi Co., Ltd. Shanghai Director and Chairman, Kony Sunrise Trading Co., Ltd. Director and Chairman, Konishi Lemindo Vietnam Co.,Ltd. Komisaris, PT.KONISHI INDONESIA</p>	221,200 shares
		<p>Reasons for election of the candidate</p> <p>Mr. Keiichi Oyama has engaged in the sales and administration departments for many years and served as Head of the Construction Business Department (under the Bond Sales Division, Bond Division), President's Office, and R&D and Production Division, and President and Representative Director. He has considerable experience as a corporate manager. The Company nominates him as a candidate for Director in the expectation that he will continue to serve for the enhancement of the Group's corporate value and play his full part in supervising management execution for the entire Group by leveraging such experience.</p>	

Candidate No.	Name (Date of Birth)	Career summary, positions, and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares held
4 Reappointment	Satoru Kusakabe (May 31, 1957)	<p>Apr. 1980 Joined the Company</p> <p>Apr. 2007 Head of Construction Business Department, Bond Sales Division, Business Promotion Division</p> <p>Apr. 2011 Executive Officer, Head of Civil Engineering & Construction Division, Bond Division</p> <p>Apr. 2012 Head of Bond Sales Division, Bond Division</p> <p>June 2012 Director (to the present)</p> <p>Apr. 2013 Head of Bond Sales Division</p> <p>Apr. 2015 Managing Executive Officer</p> <p>Apr. 2017 Senior Managing Executive Officer (to the present) CEO, Civil Engineering & Construction Group</p> <p>Apr. 2021 In charge of Construction Business Group (to the present)</p> <p>(Significant concurrent positions outside the Company) President and Representative Director, Bond Engineering Co., Ltd. Chairman and Representative Director, Konishi Kouei Co., Ltd. Chairman and Representative Director, KAKUMARU KENSETSU Co., Ltd.</p>	106,500 shares
<p>Reasons for election of the candidate</p> <p>Mr. Satoru Kusakabe has engaged in the sales department for many years and served as Head of the Civil Engineering & Construction Division (under Bond Division) and Bond Sales Division and CEO of the Civil Engineering & Construction Group. He has considerable experience as a corporate manager. The Company nominates him as a candidate for Director in the expectation that he will continue to serve for the enhancement of the Group's corporate value and play his full part in supervising management execution for the division he is in charge of by leveraging such experience.</p>			
5 Reappointment	Toshihiko Iwao (June 4, 1960)	<p>Apr. 1984 Joined the Company</p> <p>Apr. 2009 Head of General-Use Products Business Department II, Sales Division, Bond Division</p> <p>Apr. 2012 Head of General-Use Business Department I, Bond Sales Division, Bond Division</p> <p>Apr. 2015 Executive Officer, Head of Business Department I, Bond Sales Division</p> <p>Jan. 2016 Head of Business Department III, Bond Sales Division</p> <p>Apr. 2017 Senior Executive Officer Head of Civil Engineering & Construction Sales Division, Civil Engineering & Construction Group</p> <p>June 2018 Director (to the present)</p> <p>Apr. 2020 Managing Executive Officer</p> <p>Apr. 2021 Head of Bond Division (to the present) and Civil Engineering & Construction Sales Division</p> <p>Apr. 2022 Head of Production Division</p> <p>Apr. 2023 Head of R&D/Production Division</p> <p>Oct. 2023 Head of Production Division</p> <p>Apr. 2024 Senior Managing Executive Officer (to the present)</p>	45,600 shares
<p>Reasons for election of the candidate</p> <p>Mr. Toshihiko Iwao has engaged in the sales department for many years and served as Head of the Civil Engineering & Construction Sales Division. He has considerable experience as a corporate manager. The Company nominates him as a candidate for Director in the expectation that he will continue to serve for the enhancement of the Group's corporate value and play his full part in supervising management execution for the division he is in charge of by leveraging such experience.</p>			

Candidate No.	Name (Date of Birth)	Career summary, positions, and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares held
6 Reappointment	Shinichi Okamoto (January 17, 1965)	Apr. 1990 Joined the Company Apr. 2013 General Manager of Corporate Planning Department, President's Office Apr. 2014 General Manager of Accounting Administration Department, Administrative Headquarters Apr. 2018 Executive Officer, Deputy Head of Administrative Headquarters Apr. 2021 Head of Administrative Headquarters Apr. 2022 Seconded to Sunrise Corporation May 2022 Managing Director, Sunrise Corporation (to the present) Apr. 2023 Managing Executive Officer (to the present) Head of Administrative Headquarters in charge of Personnel Department and Corporate Planning Department (to the present) June 2023 Director and CFO (to the present)	44,138 shares
		(Significant concurrent positions outside the Company) Chairman and Komisaris, PT.KONISHI LEMINDO INDONESIA	
Reasons for election of the candidate Mr. Shinichi Okamoto has engaged in the research & development department and administration department for many years, and served as Head of the Administrative Headquarters and Director of an affiliate company. He has considerable experience as a corporate manager. The Company nominates him as a candidate for Director in the expectation that he will continue to serve for the enhancement of the Group's corporate value and play his full part in supervising management execution for the division he is in charge of by leveraging such experience.			
7 Reappointment	Keiko Takase (June 27, 1952)	Apr. 1984 Admitted to Osaka Bar Association (to the present) Apr. 1984 Joined Kishida General Law Office Apr. 1989 Joined Takase Law Office (to the present) Dec. 2013 Member of Osaka Prefectural Public Safety Commission June 2015 Outside Director of the Company (to the present) Oct. 2021 Chairperson, Osaka Prefectural Public Safety Commission	-
Reasons for election of the candidate and outline of expected roles Ms. Keiko Takase has considerable experience and expertise as a lawyer, as well as deep insight, serving as Chairperson of the Osaka Prefectural Public Safety Commission. The Company nominates her as a candidate for Outside Director in the expectation that she will continue to strengthen corporate governance of the Group by leveraging such experience. She does not have any previous experience of engaging in corporate management other than as an outside director; however, the Company believes that she should be able to perform her duties appropriately based on the above reasons.			

Candidate No.	Name (Date of Birth)	Career summary, positions, and responsibilities in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares held
8 Reappointment	Yosuke Higo (January 26, 1976)	<p>Apr. 2004 Researcher, Geo-Analysis Group, Geo-Research Institute</p> <p>Aug. 2006 Research Associate, Department of Civil and Earth Resources Engineering, Graduate School of Engineering, Kyoto University</p> <p>Apr. 2007 Assistant Professor, Department of Civil and Earth Resources Engineering, Graduate School of Engineering, Kyoto University</p> <p>Apr. 2013 Associate Professor, Department of Urban Management, Graduate School of Engineering, Kyoto University</p> <p>Mar. 2021 Professor, Department of Urban Management, Graduate School of Engineering, Kyoto University</p> <p>Apr. 2021 Professor, Graduate School of Management, Kyoto University (to the present)</p> <p>June 2023 Outside Director of the Company (to the present)</p> <p>Mar. 2024 Professor, Department of Civil and Earth Resources Engineering, Graduate School of Engineering, Kyoto University (to the present)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Professor, Department of Civil and Earth Resources Engineering, Graduate School of Engineering, Kyoto University</p> <p>Professor, Graduate School of Management, Kyoto University</p> <p>Road Disaster Prevention Doctor, the Ministry of Land, Infrastructure, Transport and Tourism</p> <p>Member, River Levee Research Committee, Japan Institute of Country-ology and Engineering</p> <p>Technical Advisor, Kansai Branch, West Nippon Expressway Co., Ltd.</p> <p>Member, Structural Technology Committee, Hanshin Expressway Co., Ltd.</p> <p>Member, Naniwasuji Line Technological Review Committee, Kansai Rapid Railway Co., Ltd.</p>	-
<p>Reasons for election of the candidate and outline of expected roles</p> <p>Mr. Yosuke Higo has deep insight and experience as a professor of the Graduate School of Engineering and a professor of the Graduate School of Management. The Company nominates him as a candidate for Outside Director in the expectation that he will continue to contribute to strengthening the Company's management by leveraging such insight and experience. He does not have any previous experience of directly engaging in corporate management; however, the Company believes that he should be able to perform his duties appropriately based on the above reasons.</p>			

Note 1: There are no special conflicts of interest between each of the candidates and the Company.

Note 2: Ms. Keiko Takase and Mr. Yosuke Higo are candidates for Outside Director.

Note 3: Ms. Keiko Takase is an incumbent Outside Director of the Company and will have been in office as Outside Director for nine years at the conclusion of this meeting.

Note 4: Mr. Yosuke Higo is an incumbent Outside Director of the Company and will have been in office as Outside Director for one year at the conclusion of this meeting.

Note 5: The Company has entered into agreements with Ms. Keiko Takase and Mr. Yosuke Higo to limit their liabilities for damages caused by negligence of their duties, in accordance with the provision of Article 427, Paragraph 1 of the Companies Act. The amount of the limitation on their liabilities under these agreements shall be the amount as stipulated in laws and regulations, and the Company intends to extend the agreements upon the approval of the reappointment of Ms. Keiko Takase and Mr. Yosuke Higo.

Note 6: The Company has entered into a directors' and officers' liability insurance policy with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with directors, etc. as the insured; any loss incurred by the insured in the event that a claim is made against damages arising from an act by the insured including Directors of the Company in performing his/her duties as a Director (except for the case of violation of laws and regulations) shall be covered by the policy. The Company will renew the insurance policy to the same effect at the next expiry, with the candidates as the insured upon the approval of their appointment.

Note 7: Ms. Keiko Takase and Mr. Yosuke Higo meet the independence criteria of the Company and the requirements for an independent officer as stipulated by Tokyo Stock Exchange, Inc., and the Company has registered Keiko Takase and Yosuke Higo as Independent Directors as required by Tokyo Stock Exchange, Inc.

Note 8: The "number of the Company's shares held" indicates the number as of March 31, 2024.

*Directors' Skill Matrix

Name	Position	Management	R&D	Production	Marketing/ Sales	Finance/ Accounting	Legal/Risk management	Personnel/ Labor
Takashi Yokota	Chairman and Representative Director	○	○	○	○	○		○
Hirofumi Matsubata	President and Representative Director	○	○	○	○			
Keiichi Oyama	Director and Deputy Chairman	○			○	○		○
Satoru Kusakabe	Director and Senior Managing Executive Officer	○			○			
Toshihiko Iwao	Director and Senior Managing Executive Officer		○	○	○			
Shinichi Okamoto	Director and Managing Executive Officer	○				○	○	○
Keiko Takase	Outside Director						○	
Yosuke Higo	Outside Director	○	○					
Shinya Enomoto	Director (Full-time Audit and Supervisory Committee Member)		○	○			○	
Kenji Kawada	Outside Director (Audit and Supervisory Committee Member)	○				○		
Motoyuki Nakata	Outside Director (Audit and Supervisory Committee Member)	○						
Yoshiki Yamada	Outside Director (Audit and Supervisory Committee Member)					○		