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Securities code: 3946

Date of sending by postal mail: June 5, 2026 (Friday)

Start date of measures for electronic provision: June 2, 2026 (Tuesday)

To our shareholders:

Mitsuo Nakahashi
President & Chief Executive Officer
Tomoku Co., Ltd.
2-2-2 Marunouchi, Chiyoda-ku, Tokyo

NOTICE OF THE 87TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Tomoku Co., Ltd. (the “Company”) hereby announces that the 87th Annual General Meeting of Shareholders will be held as described below.

When convening this Annual General Meeting of Shareholders, the Company takes measures for providing reference documents for the General Meeting of Shareholders, etc. (items for which measures for providing information in electronic format are taken) in electronic format, and posts the items on the following websites. Please access any of the websites.

The Company’s website

<https://www.tomoku.co.jp/> (in Japanese)

(Access the above website and select the following documents under “TOPICS”: “Notice of the 87th Annual General Meeting of Shareholders,” “Report for the 87th Fiscal Year (paper-based documents delivered to shareholders)” and “Items for which measures for providing information in electronic format are to be taken for the Notice of the 87th Annual General Meeting of Shareholders (items excluded from paper-based documents delivered to shareholders).”)

Website for Materials for the General Meeting of Shareholders

<https://d.sokai.jp/3946/teiji/> (in Japanese)

If you plan to attend the meeting, please submit the Voting Rights Exercise Form sent out with this notice to the receptionist at the meeting.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the internet, etc. Please exercise your voting rights no later than 6:00 p.m., Tuesday, June 23, 2026 (Japan Standard Time).

1 Date and Time: Wednesday, June 24, 2026, at 10:00 a.m. (Japan Standard Time)

2 Venue: **Marunouchi Mitsui Building 4F, Company’s Conference Room**
2-2-2 Marunouchi, Chiyoda-ku, Tokyo

3 Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 87th fiscal year (from April 1, 2025 to March 31, 2026), as well as the results of audit of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 87th fiscal year (from April 1, 2025 to March 31, 2026)

Items to be resolved:

Proposal: Election of Nine Directors

4 Information on Exercise of Voting Rights, Etc.

Please refer to “Information on the Exercise of Voting Rights, Etc.” on pages 11 to 14 (available in Japanese only).

As a general rule, under the electronic provision measures, shareholders access the respective websites to view the information, and only shareholders who have requested delivery of written documents by the record date will receive the materials in writing. The following information is omitted out of items for which measures for providing information in electronic format according to the laws and regulations and Article 12 of the Company's Articles of Incorporation.

(1) Notes to the Consolidated Financial Statements (2) Notes to the Non-Consolidated Financial Statements
These items are included in the Consolidated Financial Statements and Non-Consolidated Financial Statements audited by the Financial Auditor or the Audit & Supervisory Board Members in preparing their Audit Reports.

If revisions to the items for which measures for providing information in electronic format are taken arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's aforementioned website.

Reference Documents for the General Meeting of Shareholders

Proposal: Election of Nine Directors

At the conclusion of this meeting, the terms of office of the nine Directors, Mitsuo Nakahashi, Shoji Hirose, Takeshi Ariga, Terutaka Fukazawa, Yoshito Yamaguchi, Kazuho Fujiyama, Mito Shimonaka, Tetsuya Kobayashi, and Koji Koyanagi will expire. Therefore, the Company proposes the election of nine Directors.

The candidates for Director are as follows:

| Candidate No. | Name | Current position | Responsibility in the Company and significant concurrent positions | Attributes |
|---------------|--------------------|---|--|---|
| 1 | Mitsuo Nakahashi | President & Chief Executive Officer | | Reelection |
| 2 | Terutaka Fukazawa | Director Senior Managing Executive Officer | General Manager of Sales Div. / Manager of Tokyo Sales Dept. / Manager of Sales Development Dept. | Reelection |
| 3 | Yoshito Yamaguchi | Director Senior Managing Executive Officer | General Manager of Administration Div. | Reelection |
| 4 | Tatsunori Uejima | Managing Executive Officer | General Manager of Tatebayashi Works | New election |
| 5 | Kazuho Fujiyama | Director Managing Executive Officer | Deputy General Manager of Administration Div. / General Manager of President's Office | Reelection |
| 6 | Takayuki Takanashi | Managing Executive Officer | General Manager of Production Div. | New election |
| 7 | Mito Shimonaka | External Director | Representative Director and Chairman of Heibonsha Ltd. Outside Director of DYNIC CORPORATION | Reelection External Independent |
| 8 | Koji Koyanagi | External Director | Standing Audit & Supervisory Board Member of Sumitomo Mitsui Trust Real Estate Investment Management Co., Ltd. | Reelection External Independent |
| 9 | Mizuho Noguchi | | | New election External Independent |

| | |
|--------------|---|
| New election | Director candidate up for new election |
| Reelection | Director candidate up for reelection |
| External | External Director candidate |
| Independent | Independent Officer as provided for by the Tokyo Stock Exchange's regulations |

| Candidate No. | Name (Date of birth) | Tenure as Director 16 years | Attendance at Board of Directors meetings 13/13 | Number of the Company's shares owned 42,600 shares |
|--|---|---|---|--|
| 1 | <p style="text-align: center;">Reelection Mitsuo Nakahashi (May 25, 1952)</p> | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Apr. 1975 Joined the Company</p> <p>Apr. 2000 General Manager of Sendai Works of the Company</p> <p>Jun. 2008 Executive Officer and General Manager of Minami-Kanto Sales Dept. of the Company</p> <p>Jun. 2010 Director and Manager of Tokyo Sales Dept. / General Manager of Sales Development Dept. of the Company</p> <p>Jun. 2012 Managing Director and General Manager of Sales Div. of the Company</p> <p>Jun. 2018 President & Chief Operating Officer of the Company</p> <p>Jun. 2022 President & Chief Executive Officer of the Company (current position)</p> | | |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Since joining the Company, Mitsuo Nakahashi has served in the corrugated packaging sales department, and after beginning to participate in the Company's management as a Director in 2010, from 2018 as Representative Director, he has exercised strong leadership and contributed to the Group's business expansion. Based on his expert abilities and insight, as well as abundant experience, we expect he will contribute to ensuring the Group's sustainable growth and increasing corporate value over the mid to long term and have renominated him as a candidate for Director.</p> | | | | |
| Candidate No. | Name (Date of birth) | Tenure as Director 6 years | Attendance at Board of Directors meetings 13/13 | Number of the Company's shares owned 17,000 shares |
| 2 | <p style="text-align: center;">Reelection Terutaka Fukazawa (February 7, 1964)</p> | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Apr. 1987 Joined the Company</p> <p>Feb. 2006 General Manager of Sales Dept. II of the Company</p> <p>Jun. 2012 Executive Officer and General Manager of Sales Dept. II of the Company</p> <p>Jun. 2017 Executive Officer and Deputy General Manager of Sales Div. of the Company</p> <p>Jun. 2020 Director and Deputy General Manager of Sales Div. of the Company Manager of Tokyo Sales Dept. / General Manager of Sales Development Dept. of the Company</p> <p>Jun. 2022 Director, Managing Executive Officer and Deputy General Manager of Sales Div. of the Company Manager of Tokyo Sales Dept. / General Manager of Sales Development Dept. of the Company</p> <p>Sep. 2022 Director, Managing Executive Officer and Deputy General Manager of Sales Div. / Manager of Tokyo Sales Dept. / Manager of Sales Development Dept. of the Company</p> <p>Jun. 2023 Director, Managing Executive Officer and General Manager of Sales Div. / Manager of Tokyo Sales Dept. / Manager of Sales Development Dept. of the Company</p> <p>Jun. 2024 Director, Senior Managing Executive Officer and General Manager of Sales Div. / Manager of Tokyo Sales Dept. / Manager of Sales Development Dept. of the Company (current position)</p> | | |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Terutaka Fukazawa has abundant experience and knowledge in the corrugated packaging sales department. After being appointed Executive Officer in 2012, he has been in charge of the product development department and currently supervises the sales department as General Manager of the Sales Div. Through his numerous achievements and experience of accurately understanding the needs of customers and turning these into commercial products, we expect that he will contribute to the development of new business opportunities, and we deem that he will be essential to increasing the Group's sustainable corporate value and have renominated him as a candidate for Director.</p> | | | | |

| Candidate No. | Name (Date of birth) | Tenure as Director 6 years | Attendance at Board of Directors meetings 13/13 | Number of the Company's shares owned 19,700 shares |
|--|---|---|---|--|
| 3 | <u>Reelection</u> Yoshito Yamaguchi (November 27, 1964) | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Mar. 1985 Joined Toyo Unyu Sohko Co., LTD. (currently Tohun Co., Ltd.)</p> <p>Jul. 2001 General Manager of Accounting Dept. of Tohun Service Co., Ltd. (currently Tohun Co., Ltd.)</p> <p>Jun. 2005 Executive Officer and General Manager of Accounting Dept. of Tohun Service Co., Ltd. (currently Tohun Co., Ltd.)</p> <p>Aug. 2008 Seconded to the Company as General Manager of Accounting Dept.</p> <p>Jun. 2012 Executive Officer and General Manager of Accounting Dept. of the Company</p> <p>Jun. 2020 Director and General Manager of Accounting Dept. of the Company</p> <p>Jun. 2022 Director, Managing Executive Officer and Deputy General Manager of Administration Div. and General Manager of Accounting Dept. of the Company</p> <p>Sep. 2022 Director, Managing Executive Officer and Deputy General Manager of Administration Div. of the Company</p> <p>Jun. 2023 Director, Managing Executive Officer and Deputy General Manager of Administration Div. / General Manager of Housing Material Dept. of the Company</p> <p>Jun. 2024 Director, Senior Managing Executive Officer and General Manager of Administration Div. of the Company (current position)</p> | | |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Yoshito Yamaguchi has been General Manager of the accounting department of the Company since 2008, and he has abundant business experience and a wide range of knowledge related to accounting and finance. After being appointed Executive Officer in 2012, he has been working to improve the Company's IR system as the General Manager of Administration Division. He is well versed in the business of the group, and we deem that his swift and agile business execution that utilizes his experience will be essential for further enhancement of the management system of the Company and the group and have renominated him as a candidate for Director.</p> | | | | |
| Candidate No. | Name (Date of birth) | Tenure as Director – years | Attendance at Board of Directors meetings –/– | Number of the Company's shares owned 15,800 shares |
| 4 | <u>New election</u> Tatsunori Uejima (September 18, 1964) | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Apr. 1987 Joined the Company</p> <p>Apr. 2012 General Manager of Komaki Works of the Company</p> <p>Jun. 2016 Executive Officer and General Manager of Komaki Works of the Company</p> <p>Jun. 2023 Executive Officer and General Manager of Tatebayashi Works of the Company</p> <p>Sep. 2024 Senior Executive Officer and General Manager of Tatebayashi Works of the Company</p> <p>Jun. 2025 Managing Executive Officer and General Manager of Tatebayashi Works of the Company (current position)</p> | | |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Since joining the Company, Tatsunori Uejima has served in the sales sector in the Chubu region. He has worked to strengthen works management and improve profitability as the General Manager of Komaki Works since 2012, and as the Executive Officer and General Manager of Komaki Works since 2016. He was appointed the Executive Officer and General Manager of our largest facility, Tatebayashi Works, in 2023, the Senior Executive Officer in 2024, and Managing Executive Officer in 2025, and has contributed to the Company's performance growth through these roles. We deem that his extensive experience and achievements will be essential to the Company's future management and have nominated him as a candidate for Director.</p> | | | | |

| Candidate No. | Name (Date of birth) | Tenure as Director 2 years | Attendance at Board of Directors meetings 13/13 | Number of the Company's shares owned 5,800 shares |
|---|--|--|---|---|
| 5 | Reelection Kazuho Fujiyama (September 13, 1965) | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Apr. 1989 Joined The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)</p> <p>Jul. 2011 General Manager of Tsuruse Branch of Mizuho Bank, Ltd.</p> <p>Jul. 2014 General Manager of Hakodate Branch of Mizuho Bank, Ltd.</p> <p>Apr. 2017 Councilor of Global Human Resources Department of Mizuho Bank, Ltd.</p> <p>Nov. 2019 Seconded to Senior Managing Director of the Company</p> <p>May 2020 Joined the Company as Assistant to the President</p> <p>Jun. 2020 General Manager of President's Office of the Company</p> <p>Jun. 2022 Executive Officer and General Manager of President's Office of the Company</p> <p>Jun. 2024 Director, Managing Executive Officer and Deputy General Manager of Administration Div. / General Manager of President's Office of the Company (current position)</p> | | |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Kazuho Fujiyama has a wide range of insights due to his extensive experience and expert knowledge in sales, credit assessment, and personnel affairs at the bank, as well as in branch operations. Since joining the Company, he has served as General Manager of President's Office, where he has promoted key projects of the Company under the direct control of management and has investigated and advised on decisions. Since being appointed Director, he has maintained focus on promoting ESG initiatives and health and productivity management, delivering results. We expect that he will further contribute to strengthening the Company's management and have renominated him as a candidate for Director.</p> | | | | |
| Candidate No. | Name (Date of birth) | Tenure as Director – years | Attendance at Board of Directors meetings –/– | Number of the Company's shares owned 5,300 shares |
| 6 | New election Takayuki Takanashi (February 13, 1973) | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Mar. 1991 Joined the Company</p> <p>Apr. 2016 General Manager of Engineering Development Dept. of the Company</p> <p>Jun. 2020 Executive Officer of the Company</p> <p>Jun. 2024 Senior Executive Officer, Deputy General Manager of Production Div. / General Manager of Engineering Development Dept. / General Manager of Production Management Div. of the Company</p> <p>Nov. 2024 Senior Executive Officer and General Manager of Production Div. of the Company</p> <p>Jun. 2025 Managing Executive Officer and General Manager of Production Div. of the Company (current position)</p> | | |
| <p>[Reasons for nomination as candidate for Director]</p> <p>Since joining the Company, Takayuki Takanashi has been involved in manufacturing operations. He has then gone on to work on the improvement and operation of manufacturing machinery, striving to enhance productivity across the entire Company. Since 2016, he has been involved in the improvement and development of production facilities, the planning and construction of new works, and the refurbishment and renovation of existing works in his capacity as the General Manager of the Engineering Development Department, actively driving these initiatives forward. From 2024, as Senior Executive Officer and General Manager of the Production Division, and from 2025 as Managing Executive Officer, he has made a significant contribution to enhancing the Company's productivity, the skills of its employees, and its profitability. We deem that his experience and knowledge, as well as leadership ability, will continue to be essential to the Company's management and have nominated him as a candidate for Director.</p> | | | | |

| Candidate No. | Name (Date of birth) | Tenure as external Director 6 years | Attendance at Board of Directors meetings 13/13 | Number of the Company's shares owned 900 shares |
|---------------|---|---|--|--|
| 7 | <div style="text-align: center;"> Reelection External Independent Mito Shimonaka (February 4, 1956) </div> | Career summary and position and responsibility in the Company (significant concurrent positions) Apr. 1978 Joined Bunka Gakuen Bunka Publishing Bureau Oct. 1995 Joined Heibonsha Ltd. Jun. 2003 Chief Editor of Heibonsha Ltd. Jun. 2014 Representative Director and President of Heibonsha Ltd. Jun. 2020 External Director of the Company (current position) Jun. 2021 External Director of AGS Corporation Jun. 2023 Representative Director and Chairman of Heibonsha Ltd. (current position) Jun. 2024 Outside Director of DYNIC CORPORATION (current position) | | |
| | [Reasons for proposing as candidate for external Director and expected roles] Mito Shimonaka has abundant experience and broad insight as a business owner in the publishing industry. Through her useful remarks with multifaceted insights in meetings of the Board of Directors on the Company's overall management from an objective and neutral standpoint, we expect that she will contribute to increasing the Group's sustainable corporate value and to further enhancing the management system of the Company and have renominated her as a candidate for external Director. | | | |

| Candidate No. | Name (Date of birth) | Tenure as external Director 1 year | Attendance at Board of Directors meetings 9/9 | Number of the Company's shares owned 200 shares |
|---|--|--|--|--|
| 8 | <div style="text-align: center;"> Reelection External Independent Koji Koyanagi (February 27, 1963) </div> | <p>Career summary and position and responsibility in the Company (significant concurrent positions)</p> <p>Apr. 1986 Joined The Hokkaido Takushoku Bank, Ltd.</p> <p>Nov. 1998 Joined The Chuo Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)</p> <p>May 2006 General Manager of Ogikubo Branch of The Chuo Mitsui Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)</p> <p>Feb. 2008 General Manager of Funabashi Branch / Chief Representative of Tsudanuma Sub-Branch of The Chuo Mitsui Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)</p> <p>Jul. 2009 General Manager of Customer Service Dept. of The Chuo Mitsui Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)</p> <p>Apr. 2012 General Manager of Customer Satisfaction Promotion Dept. of Sumitomo Mitsui Trust Bank, Limited</p> <p>Oct. 2012 General Manager of Personal Loan Business Promotion Dept. of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2013 Executive Officer and General Manager of Personal Loan Business Promotion Dept. of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2014 Executive Officer and General Manager of Retail Business Promotion Dept. of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2017 Managing Executive Officer and Deputy Officer in charge of Retail Total Solution Services Business of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2022 Representative Director and President of Sumitomo Mitsui Trust General Service Co., Ltd.</p> <p>Apr. 2025 Standing Audit & Supervisory Board Member of Sumitomo Mitsui Trust Real Estate Investment Management Co., Ltd. (current position)</p> <p>Jun. 2025 External Director of the Company (current position)</p> | | |
| <p>[Reasons for proposing as candidate for external Director and expected roles]</p> <p>Koji Koyanagi has a wealth of practical and managerial experience, as well as broad insights and deep knowledge gained through his career in financial institutions. We deem that his active input and appropriate opinions on the formulation and promotion of management strategies will contribute to enhancing our corporate value and have renominated him as a candidate for external Director.</p> | | | | |

| Candidate No. | Name (Date of birth) | Tenure as external Director – years | Attendance at Board of Directors meetings –/– | Number of the Company's shares owned – shares |
|---------------|--|--|--|--|
| 9 | <div style="text-align: center;"> <div style="border: 1px solid black; padding: 2px; display: inline-block;">New election</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">External</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div> Mizuho Noguchi (September 16, 1963) </div> | Career summary and position and responsibility in the Company (significant concurrent positions) | | |
| | | Mar. 1986 Joined NIPPON SHUPPAN HANBAI INC. Apr. 2010 General Manager of Business Strategy Dept. of NIPPON SHUPPAN HANBAI INC. Apr. 2016 General Manager of Library Operations Dept. of NIPPON SHUPPAN HANBAI INC. Apr. 2022 Director and General Manager of Stationery and General Merchandise Dept. of NIPPON SHUPPAN HANBAI INC. Jul. 2023 President & CEO of Gakken Sta:Ful Co., Ltd. | | |
| | [Reasons for proposing as candidate for external Director and expected roles] After serving as the General Manager of Business Strategy, Library Operations and Product Development at a publishing and distribution company, Mizuho Noguchi went on to work in corporate management as the Director and General Manager of the Stationery and General Merchandise Dept., then as the President & CEO of Gakken Sta:Ful Co., Ltd. We deem that she will provide valuable opinions and insights for strengthening our corporate governance structure, drawing on her extensive knowledge and experience in the overall management of the distribution of books and stationery, as well as her perspectives on market information and the environment. As a result, we have nominated her as a candidate for external Director. | | | |

- Notes:
1. There is no special interest between the candidates and the Company.
 2. The tenure of each candidate refers to the number of years served as of the date of the conclusion of this Annual General Meeting of Shareholders.
 3. The number listed for Attendance at Board of Directors meetings for each candidate refers to the result during the period of fiscal 2025 for which that Director's tenure was current.
 4. Mito Shimonaka, Koji Koyanagi and Mizuho Noguchi are candidates for external Director.
 5. The Company has submitted notification to the Tokyo Stock Exchange that Mito Shimonaka and Koji Koyanagi have been appointed as independent officers as provided for by the aforementioned exchange. If their reelection and the election of Mizuho Noguchi are approved, the Company plans to submit a notification to the exchange concerning their appointment as independent officers.
 6. Based on the Company's Articles of Incorporation, the Company has entered into agreements with Mito Shimonaka and Koji Koyanagi limiting their liability for damages under Article 427, Paragraph 1 of the Companies Act to the extent allowed by laws and regulations. If their reelection and the election of Mizuho Noguchi are approved, the Company plans to renew and enter into this agreement with them.
 7. The Company has entered into a directors and officers liability insurance policy based on Article 430-3, Paragraph 1 of the Companies Act with an insurance company. This policy will compensate for damages arising due to the Directors of the Company and other insured persons bearing responsibility in relation to the performance of their duties or receiving a claim relating to the pursuit of such responsibility. However, there are certain exemption clauses, such as when an insured person commits an act while recognizing it is an act in violation of laws and ordinances. If the candidates are elected and assume office as Directors, they will become insured persons under that insurance policy. In addition, the Company plans to renew this insurance policy under the same conditions at the next renewal.

(Reference) Composition of the Board of Directors

The following are the fields in which each candidate for Director is expected to contribute.

The main fields among the fields of expertise expected to be contributed by each Director are marked with a ●.

| Candidate for Director | Fields in Which Each Candidate for Director Is Especially Expected to Contribute to the Company | | | | | | |
|---|---|-------------------------|----------------------|-------------------|--|-----|---------------------------|
| | Corporate Management | Legal / Risk Management | Finance / Accounting | Sales / Marketing | Manufacturing Technology and Quality Control | ESG | Personnel / Labor Affairs |
| Mitsuo Nakahashi Reelection | ● | ● | | ● | | ● | |
| Terutaka Fukazawa Reelection | ● | | | ● | ● | ● | |
| Yoshito Yamaguchi Reelection | | ● | ● | | | ● | ● |
| Tatsunori Uejima New election | | | | ● | | | |
| Kazuho Fujiyama Reelection | | ● | | | | ● | ● |
| Takayuki Takanashi New election | | | | | ● | ● | |
| Mito Shimonaka Reelection External Independent | ● | ● | | ● | | | |
| Koji Koyanagi Reelection External Independent | ● | | ● | ● | | | |
| Mizuho Noguchi New election External Independent | ● | ● | | ● | | | |

*The above skills matrix does not represent all the knowledge possessed by each candidate.