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Securities Code: 6926

June 6, 2025

To Our Shareholders

Akira Takayashiki
President & Representative Director
**OKAYA ELECTRIC
INDUSTRIES CO., LTD.**
6-16-9 Todoroki, Setagaya-ku, Tokyo,
Japan

Notice of the 102nd Annual General Meeting of Shareholders

The 102nd Annual General Meeting of Shareholders of OKAYA ELECTRIC INDUSTRIES CO., LTD. (the “Company”) will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing the information that constitutes the content of reference documents for the shareholders meeting, etc. (items of an electronic provision measures) in electronic format. This information is posted on each of the following websites, so please access either of those websites to confirm the information.

The Company’s website:

<https://www.okayaelec.co.jp/en.html>

(Access the Company’s website by using the Internet address shown above and view the “IR News” column displayed in “Investor Information.”)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/6926/teiiji/>

Note: The website is available only in Japanese.

TSE website (Listed Company Search):

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

(Access the TSE website by using the Internet address shown above, enter the “Issue name (company name)” or the Company “Code,” and click “Search.” Then, click “Basic information” on the Company as displayed under “Search results” 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 (regular mail). Please examine the reference documents for the general meeting of shareholders and then exercise your voting rights by 5:20 p.m. on Tuesday, June 24, 2025 (JST).

- 1. Date and Time** Wednesday, June 25, 2025, at 10:00 a.m. (JST)
(The reception desk is scheduled to open at 9:00 a.m. on the day of the meeting.)
- 2. Venue** Kirishima (6F), Arcadia Ichigaya (Shigaku Kaikan)
4-2-25 Kudankita, Chiyoda-ku, Tokyo

3. Purpose of the Meeting:

Matters to be Reported

1. Report on the Business Report, the Consolidated Financial Statements, and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 102nd Fiscal Year (from April 1, 2024 to March 31, 2025)
2. Report on Non-consolidated Financial Statements for the 102nd Fiscal Year (from April 1, 2024 to March 31, 2025)

Matters to be Resolved

- Proposal No. 1** Election of Five Directors
- Proposal No. 2** Election of One Audit & Supervisory Board Member
- Proposal No. 3** Election of One Substitute Audit & Supervisory Board Member

**4. Matters to Resolve upon Convocation of General Meeting of Shareholders
(Information on Exercise of Voting Rights)**

1. When voting rights are exercised in writing (regular mail), if no indication of approval or disapproval of proposals is made on the Voting Rights Exercise Form, it will be treated as an indication of approval having been made.
2. When voting rights are exercised more than once via the Internet, the last exercise of voting rights conducted will be treated as valid.
3. When voting rights are exercised in duplicate voting conducted both via the Internet and in writing (regular mail), the exercise of voting rights conducted via the Internet will be treated as valid regardless of the date and time on which the Voting Rights Exercise Form arrives.
4. When voting rights are to be exercised by a proxy, one other shareholder who has voting rights may attend the General Meeting of Shareholders as that proxy. Note that proof of the right of proxy must be submitted in writing.

* Those attending in person are kindly asked to submit the Voting Rights Exercise Form at the reception desk on arrival at the meeting.

* For those attending in a wheelchair, we have prepared a dedicated wheelchair area at the venue. If you require assistance, please inform the staff at the reception desk.

* If revisions to the items of an electronic provision measures are to be taken arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the above websites.

* Paper-based documents stating items of an electronic provision measures are to be taken are sent to shareholders who have requested the delivery of paper-based documents. However, those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 15 of the Company's Articles of Incorporation.

1. "Structure for Ensuring Appropriateness of Business and Status of Operation of That Structure" in the Business Report
2. "Basic Policy on Control of Company" in the Business Report
3. "Consolidated Statement of Changes in Equity" in the Consolidated Financial Statements
4. "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
5. "Non-consolidated Statement of Changes in Equity" in the Non-consolidated Financial Statements
6. "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements stated in those documents represent part of the documents subject to auditing upon the preparation of the Financial Audit Report by the Accounting Auditors and the Audit Report by the Audit & Supervisory Board Members.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Election of Five Directors

The terms of all five directors will end as of the closing of this general meeting of shareholders. Therefore, we request the election of five directors (two of whom are Outside Directors).

The candidates for Director are as follows:

Candidate number	Name (Date of birth)	Career summary, positions, responsibilities, and material concurrent positions	Number of the Company's shares owned
1	Reelection Akira Takayashiki (July 6, 1961)	<div>Apr. 1985 Joined the Company</div> <div>Apr. 2007 President of OKAYA ELECTRIC (SINGAPORE) PTE LTD.</div> <div>Apr. 2011 Business Sales General Manager, Sales Headquarters and Noise Business Sales Department Manager of the Company</div> <div>Apr. 2012 Executive Officer, Deputy General Manager of Sales Headquarters and Business Sales General Manager</div> <div>Apr. 2013 Executive Officer, Senior General Manager of Sales Division, International Business Company</div> <div>Apr. 2016 Senior Executive Officer, General Manager of Sales Headquarters</div> <div>June 2017 Director, Senior Executive Officer, General Manager of Sales Headquarters</div> <div>Apr. 2020 Director, Managing Executive Officer, and General Manager of Sales Headquarters</div> <div>Apr. 2022 President & Representative Director, and General Manager of Sales Headquarters</div> <div>Apr. 2024 President & Representative Director (current position)</div>	46,400 shares
Reason for nomination as a candidate for Director Akira Takayashiki has been leading sales activities in Japan and overseas for many years and has a track record and experience in this field. In April 2022, he took up the position of President & Representative Director. He has directed management and made important decisions regarding the conduct of business. It is our judgment that he will continue to contribute to the improvement of business performance as chairperson and member of the Board of Directors.			

Candidate number	Name (Date of birth)	Career summary, positions, responsibilities, and material concurrent positions		Number of the Company's shares owned
2	Reelection Naoto Yamada (April 26, 1957)	Apr. 1980	Joined the Company	74,600 shares
		May 2004	President of OKAYA ELECTRIC (SINGAPORE) PTE LTD.	
		Apr. 2007	Domestic Sales General Manager, Sales Headquarters of the Company	
		Apr. 2008	Executive Officer, Domestic Sales General Manager	
		Apr. 2010	Executive Officer, General Manager of Sales Headquarters and Business Sales General Manager	
		Apr. 2011	Executive Officer, General Manager of Sales Headquarters	
		June 2012	Director, Executive Officer, General Manager of Sales Headquarters	
		Apr. 2013	Director, Executive Officer, Domestic Business Company Manager, and in charge of overall sales of Management Headquarters	
		June 2014	Director, Managing Executive Officer, Domestic Business Company Manager, and in charge of overall sales	
		Apr. 2016	President & Representative Director	
		Apr. 2022	Chairperson & Representative Director	
		Apr. 2025	Chairperson & Director (current position)	
	Reason for nomination as a candidate for Director Naoto Yamada has been leading management and making important decisions on business execution since April 2016 as President & Representative Director. He was appointed Chairperson & Director in April 2025 and it is our judgment that he will continue to appropriately supervise executive directors and officers.			

Candidate number	Name (Date of birth)	Career summary, positions, responsibilities, and material concurrent positions		Number of the Company's shares owned
3	Reelection Tsutomu Homma (November 23, 1960)	Apr. 1983	Joined The Fuji Bank, Limited (currently Mizuho Bank, Ltd.)	29,400 shares
		Nov. 1999	Vice Branch Manager, London Branch of The Fuji Bank, Limited	
		Apr. 2002	Deputy General Manager, Europe Planning Department, Mizuho Corporate Bank, Ltd.	
		Apr. 2008	General Manager of Europe Administration Department of Mizuho Corporate Bank, Ltd.	
		May 2010	General Manager of Corporate Planning Department, Mizuho Financial Group, Inc.	
		Apr. 2013	Associate Director of the Company	
		Apr. 2014	Executive Officer and Deputy General Manager of Management Headquarters	
		Apr. 2016	Senior Executive Officer and Senior General Manager of Corporate Planning Office	
		Apr. 2020	Senior Executive Officer, General Manager of Manufacturing Headquarters, and General Manager of Manufacturing Department	
		July 2020	Director, Senior Executive Officer, General Manager of Manufacturing Headquarters, and General Manager of Manufacturing Department	
		Apr. 2022	Director, Senior Executive Officer, General Manager of Manufacturing Headquarters (current position)	
		Reason for nomination as a candidate for Director Tsutomu Homma has a track record and knowledge of various fields both in Japan and overseas because of his experience at his previous job and the Company. In addition to his performance as the Senior General Manager of Corporate Planning Office, he has driven the organization as General Manager of Manufacturing Headquarters since July 2020, and it is our judgment that he will continue to make further contributions to the Company's business as a member of the Board of Directors.		
4	Reelection Yoshikazu Fusasaki (August 17, 1952)	Apr. 1977	Joined NIKKISO CO., LTD.	0 shares
		Apr. 2001	Factory Manager of Fluid Technology Factory of NIKKISO CO., LTD.	
		Apr. 2006	Executive Officer and Factory Manager of Fluid Technology Factory of NIKKISO CO., LTD.	
		Apr. 2008	President of Nikkiso-KSB GmbH	
		Apr. 2009	President of Nikkiso Technology Research Institute Co., Ltd. (currently Nikkiso Giken Co., Ltd.)	
		Dec. 2011	Executive Officer and Deputy General Manager of Headquarter of Industrial Division, NIKKISO CO., LTD.	
		Apr. 2014	Business Promotion Manager of NIKKISO CO., LTD.	
		June 2018	Outside Director of the Company (current position)	
		[Reason for nomination as a candidate for Outside Director and overview of his expected roles] Yoshikazu Fusasaki possesses a wide range of experience and knowledge having served as a factory manager and president of an overseas affiliate in his previous job. At the Company, he has made various proposals and decisions regarding business activities and management from a neutral perspective, and it is our judgment that he can continue to execute his duties as an Outside Director. He took up the position of Outside Director of the Company in June 2018 and will have served seven years as of the close of the general meeting of shareholders.		

Candidate number	Name (Date of birth)	Career summary, positions, responsibilities, and material concurrent positions	Number of the Company's shares owned
5	Reelection Susumu Teramoto (September 12, 1958)	<p>Apr. 1982 Joined Origin Electric Co., Ltd. (currently Origin Co., Ltd.)</p> <p>June 2016 Executive Officer, General Manager of the Electronics Division, Production Management Department of Origin Electric Co., Ltd. (currently Origin Co., Ltd.)</p> <p>Dec. 2016 Executive Officer, Head of Technology Development and Technology Management, Electronics Division of Origin Electric Co., Ltd. (currently Origin Co., Ltd.)</p> <p>Apr. 2018 Executive Officer, Deputy General Manager of Electronics Division and General Manager of Yoshimi Plant of Origin Electric Co., Ltd. (currently Origin Co., Ltd.)</p> <p>May 2019 Executive Officer, Deputy General Manager and Quality Supervisor of the Electronics Division of Origin Co., Ltd.</p> <p>Apr. 2020 Quality Supervisor of the Electronics Division of Origin Co., Ltd.</p> <p>Dec. 2020 Quality Supervisor of the Electronics Division of Origin Co., Ltd., and Professor, Graduate School of Science and Engineering, Saitama University</p> <p>Apr. 2022 General Manager of the Management Planning Division of Origin Co., Ltd., and Professor, Graduate School of Science and Engineering, Saitama University</p> <p>June 2024 Outside Director of the Company (current position)</p>	0 shares
<p>[Reason for nomination as a candidate for Outside Director and overview of his expected roles]</p> <p>Susumu Teramoto has a wide range of experience and insight from his previous positions, including technical development and quality control, and has also engaged in research and education as a graduate school professor. We believe that he will be able to appropriately perform his duties as an Outside Director of the Company. He took up the position of Outside Director of the Company in June 2024 and will have served one year as of the close of the general meeting of shareholders.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Yoshikazu Fusasaki and Susumu Teramoto are candidates for Outside Director. In addition, both meet the requirements for independent officers stipulated by the Tokyo Stock Exchange and the Independence Standards for Outside Directors of the Company. If this proposal is approved and they are reelected as Outside Directors, the Company intends to once again designate them as independent officers.
 3. The Company has concluded an agreement with Yoshikazu Fusasaki and Susumu Teramoto to limit their liability for damages stipulated in Article 423, Paragraph (1) of the Companies Act in line with the provisions of Article 427, Paragraph (1) of the same act. As stipulated by the Company's Articles of Incorporation, the maximum liability for damages based on this agreement is the minimum amount specified in Article 425, Paragraph (1) of the Companies Act, and if Yoshikazu Fusasaki and Susumu Teramoto are reelected, the Company intends to maintain the agreement with them.
 4. Director candidates Akira Takayashiki, Naoto Yamada, Tsutomu Homma, and Yoshikazu Fusasaki attended all 25 of the Board of Director meetings held during the fiscal year ended March 31, 2025. Susumu Teramoto attended 17 of the 17 Board of Director meetings held since assuming his position on June 25, 2024.
 5. The Company has entered into an indemnification agreement with its current Directors as stipulated in Article 430-2, Paragraph (1) of the Companies Act. An overview of the details of the indemnification agreement is provided in "(iii) Overview of the Details of the Indemnification Agreement" in the Business Report. If the reelection of the five candidates who are currently directors is approved at this General Meeting, the Company intends to continue the said agreement.
 6. The Company has entered into a directors' and officers' liability insurance (the "D&O Insurance") contract with an insurance company as provided for in Article 430-3, Paragraph (1) of the Companies Act. This policy covers damages incurred by the Company's Directors and Audit & Supervisory Board Members based on claims for compensation arising from their performance of duties (provided that those that fall under the category of an exemption under the terms and conditions of the policy will be excluded). The Company shall pay the total amount

of the D&O Insurance premiums. If each candidate is elected to the position of director and takes office, the candidates will be insured by this insurance policy. The contract term of the D&O Insurance is one year. Prior to the expiration of the term, the Board of Directors, by its resolution, will renew the policy.

Proposal No. 2 Election of One Audit & Supervisory Board Member

The term of service of Audit & Supervisory Board Member Taichi Yoshimura will expire at the conclusion of this general meeting of shareholders. Accordingly, the Company proposes the election of one Audit & Supervisory Board Member.

The consent of the Audit & Supervisory Board has been received for this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary, positions, and material concurrent positions	Number of the Company's shares owned
New election Tomoyuki Ishido (March 17, 1960)	<p>Apr. 1982 Joined The Yasuda Mutual Life Insurance Company (currently Meiji Yasuda Life Insurance Company)</p> <p>Apr. 2008 General Manager of General Affairs Department of Meiji Yasuda Life Insurance Company</p> <p>Apr. 2011 General Manager of Contract Department of Meiji Yasuda Life Insurance Company</p> <p>Apr. 2014 General Manager of Risk Management and Compliance Department of Meiji Yasuda Life Planning Center Co., Ltd.</p> <p>Apr. 2015 Director and General Manager of Planning and General Affairs Department of Meiji Yasuda Life Planning Center Co., Ltd.</p> <p>June 2017 Full-time Audit & Supervisory Board Member of Yasuda Real Estate Co., Ltd.</p> <p>June 2024 Administrative Officer of Yasuda Real Estate Co., Ltd. (current position)</p>	0 shares
<p>Reason for nomination as a candidate for Outside Audit & Supervisory Board Member</p> <p>Tomoyuki Ishido has adequate insight regarding auditing work from his previous positions, and considering his wide range of experience, we believe that he will be able to appropriately perform his duties as an Outside Audit & Supervisory Board Member of the Company.</p>		

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Tomoyuki Ishido is a candidate for Outside Audit & Supervisory Board Member. He meets the requirements for an independent officer as provided for by the Tokyo Stock Exchange. If his election is approved at this General Meeting, the Company plans to report him as an independent officer as stipulated by the Tokyo Stock Exchange.
 3. Based on the provisions of Article 427, Paragraph (1) of the Companies Act, the Company's Articles of Incorporation stipulate that the Company can conclude an agreement with Audit & Supervisory Board Members to limit their liability for damages as specified in Article 423, Paragraph (1) of the same act. If Tomoyuki Ishido is elected, the Company intends to conclude a limited liability agreement with the minimum liability amount specified in Article 425, Paragraph (1) of the Companies Act as the maximum liability as stipulated by the Company's Articles of Incorporation.
 4. The Company has entered into an indemnification agreement with its Audit & Supervisory Board Members as stipulated in Article 430-2, Paragraph (1) of the Companies Act. An overview of the details of the indemnification agreement is provided in "(iii) Overview of the Details of the Indemnification Agreement" in the Business Report. If Tomoyuki Ishido is elected at this general meeting of shareholders, the Company intends to conclude the said agreement by resolution of the Board of Directors.
 5. The Company has entered into a directors' and officers' liability insurance (the "D&O Insurance") contract with an insurance company as provided for in Article 430-3, Paragraph (1) of the Companies Act. This policy covers damages incurred by the Company's Directors and Audit & Supervisory Board Members based on claims for compensation arising from their performance of duties (provided that those that fall under the category of an exemption under the terms and conditions of the policy will be excluded). The Company shall pay the total amount of the D&O Insurance premiums. If Tomoyuki Ishido is elected to the position of Audit & Supervisory Board Member and takes office, he will be insured by this insurance policy. The contract term of the D&O Insurance is one year. Prior to the expiration of the term, the Board of Directors, by its resolution, will renew the policy.

Proposal No. 3 Election of One Substitute Audit & Supervisory Board Member

In the case of an insufficient number of Audit & Supervisory Board Members as stipulated by laws and regulations, we request the election of one substitute Audit & Supervisory Board Member.

The consent of the Audit & Supervisory Board has been received for this proposal.

The candidate for substitute Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary, positions, and material concurrent positions		Number of the Company’s shares held
Kazuhiro Haneishi (February 1, 1966)	Jan. 1991	Joined Teikoku Piston Ring Co., Ltd. (currently TPR Co., Ltd.)	0 shares
	Mar. 2012	Senior Manager of Corporate Planning Department of TPR Co., Ltd.	
	June 2015	Senior Manager of Overseas Operations Department No. 2 of TPR Co., Ltd.; Seconded to TPR America, Inc. (President)	
	June 2017	General Manager of Nagoya Sales Office of TPR Co., Ltd.	
	Feb. 2020	Senior Manager of Corporate Planning Department of TPR Co., Ltd.	
	Apr. 2020	Executive Officer, General Manager of Corporate Planning Department of TPR Co., Ltd.	
	Apr. 2022	Executive Officer (in charge of Management Planning, Systems), General Manager of Corporate Planning Department of TPR Co., Ltd.	
	Apr. 2023	Executive Officer (in charge of Management Planning, Human Resources, General Affairs, Secretarial Affairs, Systems) of TPR Co., Ltd.	
	Apr. 2025	Executive Officer (in charge of Human Resources, General Affairs, IT, and Digital Transformation) of TPR Co., Ltd. (current position)	
Reason for nomination as a candidate for substitute Outside Audit & Supervisory Board Member			
We highly value Kazuhiro Haneishi’s performance as Executive Officer in charge of IT, digital transformation, and management departments at TPR Co., Ltd., and it is our judgment that he can provide appropriate guidance and appropriately execute the duties of an Outside Audit & Supervisory Board Member from a perspective independent of the Company. Therefore, we request that he be elected substitute Outside Audit & Supervisory Board Member.			

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Kazuhiro Haneishi is a candidate for substitute Outside Audit & Supervisory Board Member.
 3. Based on the provisions of Article 427, Paragraph (1) of the Companies Act, the Company's Articles of Incorporation stipulate that the Company can conclude an agreement with Audit & Supervisory Board Members to limit their liability for damages as specified in Article 423, Paragraph (1) of the same act. If the substitute Audit & Supervisory Board Member candidate takes up the position of Audit & Supervisory Board Member, the Company intends to conclude a limited liability agreement with the minimum liability amount specified in Article 425, Paragraph (1) of the Companies Act as the maximum liability as stipulated by the Company's Articles of Incorporation.
 4. The Company has entered into an indemnification agreement with its Audit & Supervisory Board Members as stipulated in Article 430-2, Paragraph (1) of the Companies Act. If the candidate for substitute Audit & Supervisory Board Member is appointed, the Company intends to enter into such an agreement.
 5. The Company has taken out a directors' and officers' liability insurance policy with an insurance company as provided for in Article 430-3, Paragraph (1) of the Companies Act. This policy covers damages incurred by the Company's Directors and Audit & Supervisory Board Members based on claims for compensation arising from their performance of duties. If the substitute Audit & Supervisory Board Member candidate takes up the position of Audit & Supervisory Board Member, the candidate will be included in the officers covered by this insurance policy.