

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 7820

June 2, 2023

To our shareholders:

Eiji Takahashi, Director and President
NIHON FLUSH CO., LTD.
5-26, Yokosu-cho, Komatsushima City, Tokushima
Prefecture

Notice of the 59th Ordinary General Meeting of Shareholders

We hereby give notice that the 59th Annual General Meeting of Shareholders of the Company will be held as follows:

When convening this General Meeting of Shareholders, the Company takes measures to provide information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (matters for which measures to provide information in electronic format are to be taken) in electronic format, and posts this information on the Company's website. Please access the website by using the internet address shown below to review the information.

The Company's website: <https://www.nfnf.co.jp/> (in Japanese)
(From the above website, select "Investor Relations," "Shares," and then "General Meeting of Shareholders" from the menu.)

In addition to posting matters subject to measures for electronic provision on the Company's website, the Company also posts this information on the following website of Tokyo Stock Exchange, Inc. (TSE).

TSE website (Listed Company Search):

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

(Access the website by using the internet address shown above, enter "Nihon Flush" in "Issue name (company name)" or the Company's securities code "7820" 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 (postal mail). Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Thursday, June 22, 2023 (JST).

(Exercise of voting rights via the Internet)

Please access the website for exercising voting rights (<https://evote.tr.mufg.jp/>) (in Japanese) designated by the Company, and log in using the "Voting Rights Exercise Code" and "Password" indicated on the voting form included with this Notice. Please follow the instructions on the screen to enter your approval or disapproval of the proposals by the above deadline for exercising voting rights.

Furthermore, when exercising voting rights via the Internet, please review "Exercise of Voting Rights via the Internet, etc." on page 4 (in Japanese only).

(Exercise of voting rights in writing (postal mail))

Please indicate your approval or disapproval of each proposal on the enclosed voting form and send it by postal mail to arrive at the Company no later than the deadline indicated above.

- 1. Date and Time:** Friday, June 23, 2023 10:00 a.m. (JST)
2. Venue: Clement Hall 4F, JR Hotel Clement Tokushima
1 Chome-61 Terashimahonchonishi, Tokushima

3. Purpose of the Meeting

Matters to be reported:

1. Business Report and Consolidated Financial Statements, as well as the report on the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee for the 59th Term (from April 1, 2022 to March 31, 2023)
2. Non-consolidated Financial Statements for the 59th Term (from April 1, 2022 to March 31, 2023)

Matters to be resolved:

- Proposal** Election of Four Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

For those attending the meeting on the day, please submit the enclosed voting form at the reception desk.

For this general meeting of shareholders, we have delivered paper-based documents stating the items subject to measures for electronic provision to all shareholders, regardless of whether or not they have requested them. In accordance with the provisions of laws and regulations and Article 15 of the Company's Articles of Incorporation, the following items are excluded from the paper-based documents delivered to shareholders.

- (i) "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in Consolidated Financial Statements
 - (ii) "Statement of Changes in Equity" and "Notes to Non-Consolidated Financial Statements" in Non-consolidated Financial Statements
- Consequently, Consolidated Financial Statements and Non-consolidated Financial Statements stated in the paper-based documents consist of part of the documents that were audited by the Accounting Auditor in preparing the Accounting Auditor's Report, and by the Audit and Supervisory Committee Members in preparing the Audit Report.

If there are any amendments to Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and/or Non-consolidated Financial Statements, such amendments will be announced on the Company's website (address: <https://www.nfnf.co.jp/>) (in Japanese).

We do not prepare souvenirs for shareholders attending the General Meeting of Shareholders. We ask for your understanding.
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Reference Documents for the General Meeting of Shareholders

Proposal and Reference Information

Proposal Election of Four Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all four Directors (excluding Directors who are Audit and Supervisory Committee Members. Hereinafter, the same shall apply in this proposal.) will expire at the conclusion of this meeting.

Therefore, the Company proposes the election of four Directors.

Moreover, regarding this proposal, as a result of the review by the Audit and Supervisory Committee, there were no particular points raised by the Audit and Supervisory Committee.

The candidates for Directors are as follows:

Candidate no.	Name (Date of birth)	Career summary and position/responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Eiji Takahashi (May 1, 1936) <u>Reelection</u>	Apr. 1965 Joined the Company May 1965 Director of the Company May 1970 Managing Director of the Company May 1975 Senior Managing Director of the Company May 1985 Director and President of the Company (current position) Aug. 2002 Chairman of Kunshan Nihon Flush Co., Ltd. General Manager of Kunshan Nihon Flush Co., Ltd. Dec. 2006 Chairman of Nihon Flush (Qingdao) Co., Ltd. (current position) Oct. 2008 Chairman of Nihon Flush (Shanghai) Trade Co., Ltd. (current position) Nov. 2011 Chairman of Nihon Flush (Jiangxi) Co., Ltd. (current position) Oct. 2012 Director of Kunshan Nihon Flush Co., Ltd. (current position) June 2016 Director of Lucky House (Yan Tai) Integration Building Technology Co., Ltd. (current position) July 2016 Director of Lucky House (Qing Dao) Home Furnishing Co., Ltd. (current position)	2,068,886 shares
(Reason for appointment) As Director and President of the Company, he has been in charge of the management of the Group for many years. He has demonstrated strong leadership record in leading the entire Group, as well as abundant insight and experience in overall management. Due to these qualities, he has been nominated as a candidate for Director because he will contribute to further strengthening the functions of the Board of Directors.			

Candidate no.	Name (Date of birth)	Career summary and position/responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Kazunori Iida (February 1, 1968) <u>Reelection</u>	<p>Apr. 1990 Joined The Dai-Ichi Kangyo Bank, Limited (currently Mizuho Bank, Ltd.)</p> <p>July 2009 TAKE AND GIVE. NEEDS Co., Ltd. (Secondment)</p> <p>Jan. 2012 Branch Manager of Tokushima Branch of Mizuho Bank, Ltd.</p> <p>Oct. 2013 Counselor of Human Resources Department of Mizuho Financial Group, Inc.</p> <p>Apr. 2016 Branch Manager of Tanashi Branch of Mizuho Bank, Ltd.</p> <p>Apr. 2018 Branch Manager of Ogikubo Branch of Mizuho Bank, Ltd.</p> <p>June 2021 Director of the Company</p> <p>Feb. 2022 Manager of Tokyo Office of the Company (current position)</p> <p>June 2023 Managing Director of the Company (current position)</p>	18,079 shares
<p>(Reason for appointment)</p> <p>He has extensive experience and high level of insight gained through many years of service at financial institutions and business companies. Since he is expected to ensure the effectiveness and improve the functioning of the Board of Directors by applying his experience and knowledge to the Board of Directors, he has been nominated as a candidate for Director.</p>			
3	Songbiao, Yang (August 7, 1963) <u>Reelection</u>	<p>Sept. 2002 Joined Kunshan Nihon Flush Co., Ltd.</p> <p>June 2006 Director of the Company (current position)</p> <p>Dec. 2006 General Manager of Nihon Flush (Qingdao) Co., Ltd. (current position)</p> <p>Oct. 2008 General Manager of Nihon Flush (Shanghai) Trade Co., Ltd.</p> <p>May 2010 Director and General Manager of Kunshan Nihon Flush Co., Ltd.</p> <p>Sept. 2011 Director and General Manager of Nihon Flush (Shanghai) Trade Co., Ltd. (current position)</p> <p>Nov. 2011 Director and General Manager of Nihon Flush (Jiangxi) Co., Ltd. (current position)</p> <p>Oct. 2012 Chairman and General Manager of Kunshan Nihon Flush Co., Ltd. (current position)</p> <p>June 2016 Director of Lucky House (Yan Tai) Integration Building Technology Co., Ltd. (current position)</p> <p>July 2016 Chairman of Lucky House (Qing Dao) Home Furnishing Co., Ltd. (current position)</p>	46,540 shares
<p>(Reason for appointment)</p> <p>As the person in charge of the Company's overseas business and having a track record of overseeing business in China and a wealth of experience through working for Japanese companies (financial institutions, etc.), he has been nominated as a candidate for Director. He is expected to ensure the effectiveness of the Board of Directors and improve its functions by utilizing his experience and global knowledge in the Board of Directors.</p>			

Candidate no.	Name (Date of birth)	Career summary and position/responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Katsuhiko Okada (March 18, 1970) Reelection	<p>Oct. 1994 Joined the Company</p> <p>July 2007 General Manager of Hokkaido Business Department of the Company</p> <p>Apr. 2012 Group Leader of Production Purchasing Department of the Company</p> <p>Nov. 2018 Meister in charge of special directives of the Company</p> <p>Apr. 2019 General Manager of Production Department of the Company</p> <p>June 2020 Director and General Manager of Manufacturing Department of the Company (current position)</p>	13,427 shares
<p>(Reason for appointment)</p> <p>As the person in charge of the Company's manufacturing and having track record overseeing the Hokkaido Business Division and the Manufacturing Department, he has been nominated as a candidate for Director, based on his track record and extensive work experience, and because he is expected to ensure the effectiveness of the Board of Directors and improve its functions by utilizing his experience and knowledge in the Board of Directors.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. The number of shares of the Company held by each candidate includes his or her equity interest in the Nihon Flush Directors' Shareholding Association.
 3. The Company has entered into a directors and officers liability insurance policy with an insurance company for directors as provided for in Article 430-3, paragraph (1) of the Companies Act. The policy will cover losses incurred in cases where an insured receives a claim for damages arising from the performance of duties as an officer or from the receipt of claims related to the pursuit of such liabilities. If each candidate is elected and assumes office as a director, he or she will be the insured under the relevant insurance policy. In addition, at the next renewal, the Company plans to renew this insurance policy under the same conditions.