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Securities code: 6331  
June 8, 2023

**To Shareholders with Voting Rights:**

Toshikazu Tanaka  
President  
Mitsubishi Kakoki Kaisha, Ltd.  
2-1 Ohkawa-cho, Kawasaki-ku,  
Kawasaki, Kanagawa, Japan  
Head Office:  
Solid Square East Tower  
580 Horikawa-cho, Saiwai-ku, Kawasaki,  
Kanagawa, Japan

**NOTICE OF  
THE 99th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 99th Annual General Meeting of Shareholders of Mitsubishi Kakoki Kaisha, Ltd. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision and posted matters subject to measures for electronic provision on the website indicated below.

The Company’s website <https://www.kakoki.co.jp/english/index.html>

The matters subject to measures for electronic provision are also posted on the Tokyo Stock Exchange (TSE) website in addition to the website indicated above. Please access the TSE website (Listed Company Search), enter the Company’s name “Mitsubishi Kakoki” or the securities code “6331” and click “Search,” select “Basic information,” then “Documents for public inspection/PR information,” and select the relevant document.

TSE website <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Instead of attending the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights by 5:30 p.m., Wednesday, June 28, 2023, either by indicating your vote of approval or disapproval on the enclosed Voting Rights Exercise Form and returning it or by entering your vote of approval or disapproval on the voting rights exercise website designated by the Company (<https://evote.tr.mufg.jp/>) (in Japanese only).

- 1. Date and Time:** Thursday, June 29, 2023 at 10:00 a.m. Japan standard time
- 2. Place:** STATION CONFERENCE KAWASAKI Room D  
KAWASAKI DELTA JR Kawasaki Tower Office Building 3F  
1-5 Ohmiya-cho, Saiwai-ku, Kawasaki, Kanagawa, Japan  
**\*Please note that the place of the General Meeting of Shareholders is different from that of last year.**
- 3. Meeting Agenda:**  
**Matters to be reported:** 1. The Business Report and Consolidated Financial Statements for the Company's 99th Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements  
2. Non-consolidated Financial Statements for the Company's 99th Fiscal Year (April 1, 2022 - March 31, 2023)
- Proposals to be resolved:**  
**Proposal 1:** Appropriation of Surplus  
**Proposal 2:** Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)  
**Proposal 3:** Election of Two (2) Directors Who Are Audit and Supervisory Committee Members
- 4. Exercise of Voting Rights:**  
(1) If neither approval nor disapproval of a proposal is indicated on the Voting Rights Exercise Form, it shall be deemed a vote of approval.  
(2) If a shareholder exercises the voting rights in duplicate by postal mail and via the Internet, the vote via the Internet shall be deemed to be the intention of the shareholder.  
(3) If a shareholder exercises the voting rights more than once, the last vote exercised shall be deemed effective.  
(4) Please refer to the "Procedures for Exercise of Voting Rights via the Internet" (available only in the Japanese original) when exercising voting rights via the Internet.

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When attending the General Meeting of Shareholders, please submit the enclosed Voting Rights Exercise Form at the reception desk.

Should the matters subject to measures for electronic provision require revisions, the revised versions will be posted on each website indicated above.

For this General Meeting of Shareholders, regardless of whether a shareholder requested a paper copy or not, the paper copy of the materials for the General Meeting of Shareholders has been sent to shareholders. However, pursuant to laws and regulations and provisions of Article 15 of the Articles of Incorporation of the Company, the Consolidated Statement of Changes in Net Assets and Notes to Consolidated Financial Statements, which are part of the Consolidated Financial Statements, and the Non-consolidated Statement of Changes in Net Assets and Notes to Non-consolidated Financial Statements, which are part of the Non-consolidated Financial Statements, are excluded.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The Company considers the return of profits to shareholders to be the most important policy, and therefore, its basic dividend policy is to distribute the results of its operations while maintaining a stable management base over the long term and sufficient internal reserve.

Taking into consideration the Company's business performance for the fiscal year under review, future business environment, financial position, and other factors, the Company proposes a year-end dividend of 80 yen per share for the fiscal year under review, an increase of 10 yen per share compared with the previous fiscal year.

1. Matters concerning year-end dividends
  - (1) Type of dividend property  
Cash
  - (2) Matters concerning the allotment of dividend property to shareholders and the total amount  
80 yen per share of common stock of the Company      Total amount: 614,804,480 yen
  - (3) Effective date of dividends of surplus  
June 30, 2023

**Proposal 2:** Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes the election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members).

The Company has received an opinion from the Audit and Supervisory Committee to the effect that there were no matters to be pointed out regarding this proposal.

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Toshikazu Tanaka (April 15, 1959)	<p>April 1985      Joined the Company</p> <p>April 2010      General Manager, Administration Department of the Company</p> <p>April 2012      General Manager, General Affairs Department of the Company</p> <p>April 2015      Executive Officer, Division Director, Administrative Division and General Manager, General Affairs and Personnel Department of the Company</p> <p>April 2016      Executive Officer and Division Director, Administrative Division of the Company</p> <p>June 2016      Director and Division Director, Administrative Division of the Company</p> <p>April 2019      Director, Division Director, Administrative Division, in charge of Planning Division, and General Manager, Sales Strategy Management Center of the Company</p> <p>June 2019      Director in charge of Administrative Division and Planning Division and General Manager, Sales Strategy Management Center of the Company</p> <p>April 2020      Director in charge of Administrative Division and Planning Division of the Company</p> <p>June 2021      President of the Company (to present)</p>	3,000 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Toshikazu Tanaka has mainly been involved in the general affairs divisions for many years, successively held the positions of Executive Officer from April 2015 and Director from June 2016, and has served as the President since June 2021, accumulating extensive experience in the Group's businesses. Accordingly, the Company has determined that, by leveraging the experience described above, he is capable of continuing to carry out the management and supervision functions of the Group's overall management and appropriately performing his duties as Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Masahiko Saito (January 20, 1959)	<p>April 1982      Joined the Company</p> <p>April 2012      General Manager, Planning and Financial Department of the Company</p> <p>April 2013      General Manager, Financial Department of the Company</p> <p>October 2015    General Manager, Planning Department of the Company</p> <p>April 2017      Executive Officer, Deputy Division Director, Planning Division and General Manager, Planning Department of the Company</p> <p>April 2019      Executive Officer, Division Director, Planning Division, General Manager, Planning Department, and Deputy General Manager, Sales Strategy Management Center of the Company</p> <p>April 2020      Executive Officer, Division Director, Planning Division and General Manager, Planning Department of the Company</p> <p>April 2021      Assistant to the President of the Company</p> <p>June 2021      Director in charge of Administrative Division and Planning Division of the Company</p> <p>April 2022      Director in charge of Planning &amp; Administrative Division of the Company (to present)</p>	3,200 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Masahiko Saito has mainly been involved in the accounting and planning divisions for many years, held the position of Executive Officer from April 2017 and has served as a Director since June 2021, accumulating extensive experience in the Group's businesses. Accordingly, the Company has determined that, by leveraging the experience described above, he is capable of continuing to carry out the management and supervision functions of the Group's overall management and appropriately performing his duties as Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Koichi Hayashi (October 3, 1961)	<p>April 1982      Joined the Company</p> <p>April 2011      General Manager, Plant Engineering Department of the Company</p> <p>October 2011    General Manager, Safety, Quality &amp; Environmental Management Department of the Company</p> <p>June 2017        General Manager, Kashima Factory of the Company</p> <p>April 2019        General Manager, Plant Sales Department and General Manager, Plant Maintenance Business Office of the Company</p> <p>April 2020        General Manager, Hydrogen &amp; Energy Project Center and General Manager, Plant Maintenance Business Office of the Company</p> <p>April 2021        Executive Officer and Division Director, Plant Project Business Division, General Manager, Hydrogen &amp; Energy Project Center, and General Manager, Plant Maintenance Business Office of the Company</p> <p>September 2021   Executive Officer, Division Director, Plant Project Business Division, and General Manager, Plant Maintenance Business Office of the Company</p> <p>April 2022        Executive Officer and Division Director, Plant Project Business Division of the Company</p> <p>June 2022        Director in charge of Plant Project Business Division and Environmental Engineering Business Division, and Hydrogen &amp; Energy Project Center of the Company</p> <p>April 2023        Director in charge of Plant Project Business Division and Environmental &amp; Hydrogen &amp; Energy Business Division of the Company (to present)</p>	1,000 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Koichi Hayashi has mainly been involved in the plant project business for many years, held the position of Executive Officer from April 2021, and has served as a Director since June 2022, accumulating extensive experience in the Group's businesses. Accordingly, the Company has determined that, by leveraging the experience described above, he is capable of continuing to carry out the management and supervision functions of the Group's overall management and appropriately performing his duties as Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Shiro Yajima (September 3, 1962)	April 1986      Joined the Company April 2011      General Manager, Yokkaichi Factory of the Company October 2011    General Manager, Kashima Factory of the Company April 2013      General Manager, Manufacturing Department of the Company April 2014      General Manager, Machinery Design Department of the Company April 2016      Deputy Division Director, Machinery Business Division and General Manager, Manufacturing Department of the Company April 2019      Executive Officer and Division Director, Machinery Business Division of the Company April 2022      Executive Officer, Division Director, Machinery Business Division, and Deputy Division Director, Technology Development & Production Division of the Company June 2022      Director in charge of Technology Development & Production Division and Machinery Business Division of the Company (to present) (Significant concurrent position) Chairman, RYOKA MECHANICAL TECHNOLOGY (SHANGHAI) CO., LTD.	500 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Shiro Yajima has mainly been involved in the manufacturing divisions of the Company's machinery business for many years, held the position of Executive Officer from April 2019 and has served as a Director since June 2022, accumulating extensive experience in the Group's businesses. Accordingly, the Company has determined that, by leveraging the experience described above, he is capable of continuing to carry out the management and supervision functions of the Group's overall management and appropriately performing his duties as Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Masaaki Kusunoki (January 15, 1961)	<p>April 1985      Joined Mitsubishi Heavy Industries, Ltd.</p> <p>April 2013      General Manager, Large Machinery &amp; Steel Infrastructure Systems Project Office, Environmental &amp; Chemical Plant Project Management Division, Engineering Headquarters of Mitsubishi Heavy Industries, Ltd.</p> <p>October 2013    General Manager, Infrastructure Project Office, Chemical Plant &amp; Infrastructure Division, Energy &amp; Environment Domain of Mitsubishi Heavy Industries, Ltd.</p> <p>April 2014      General Manager, Transportation System Division, Commercial Aviation &amp; Transportation Systems of Mitsubishi Heavy Industries, Ltd.</p> <p>April 2016      General Manager, Project Management Division, Engineering Headquarters of Mitsubishi Heavy Industries, Ltd.</p> <p>January 2018    Senior Vice President of MITSUBISHI HEAVY INDUSTRIES ENGINEERING, LTD.</p> <p>April 2019      Senior Vice President and Vice President, Industry &amp; Infrastructure of Mitsubishi Heavy Industries, Ltd. and Executive Vice President of MITSUBISHI HEAVY INDUSTRIES ENGINEERING, LTD.</p> <p>January 2020    Senior Vice President and Vice President, Industry &amp; Infrastructure of Mitsubishi Heavy Industries, Ltd.</p> <p>April 2020      Senior Vice President and Vice President, Plants &amp; Infrastructure Systems of Mitsubishi Heavy Industries, Ltd. (to present)</p> <p>June 2020      Director of the Company (to present)</p>	0 shares
<p>[Reasons for nomination as a candidate for External Director and expected role]</p> <p>Mr. Masaaki Kusunoki is the Senior Vice President and Vice President of Plants &amp; Infrastructure Systems of Mitsubishi Heavy Industries, Ltd. The Company has renominated him as a candidate for External Director, as he provides appropriate advice on and supervision of the Company's management based on his extensive knowledge and experience.</p> <p>Going forward, the Company expects him to continue to provide useful opinions and suggestions on the Group's overall management based on his knowledge and experience described above.</p>			



No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	Hiroshi Kanki (February 5, 1946)	April 1970	Joined Mitsubishi Heavy Industries, Ltd.
		February 1977	Doctor of Philosophy in Engineering, Osaka University
		June 1995	Retired from Mitsubishi Heavy Industries, Ltd.
		July 1995	Professor, Department of Mechanical Engineering, Faculty of Engineering, Kobe University
		April 2007	Professor, Graduate School of Engineering, Kobe University
		March 2009	Retired from Kobe University on reaching the age of mandatory retirement
		March 2009	Professor Emeritus, Kobe University (to present)
		April 2009	Executive Vice President and Director of Jairo Dynamics Co., Ltd. (until December 2013)
		April 2014	Representative of Kanki Rotor Dynamics Labo. (to present)
		June 2019	Director of the Company (to present)
<p>[Reasons for nomination as a candidate for External Director and expected role]</p> <p>Mr. Hiroshi Kanki was involved in research and development at Mitsubishi Heavy Industries, Ltd. for many years. Subsequently, he was engaged in research and instruction as a professor at Kobe University. He has highly specialized knowledge in the field of vibration of rotating machinery and was also involved in the management of venture business. The Company has renominated him as a candidate for External Director, as he provides appropriate advice on and supervision of the Company's management based on his extensive knowledge and experience.</p> <p>Going forward, the Company expects him to continue to provide useful opinions and suggestions on the Group's overall management based on his knowledge and experience described above.</p>			

- Notes:
1. There are no special interests between each candidate and the Company.
  2. Messrs. Masaaki Kusunoki and Hiroshi Kanki are candidates for External Director.
  3. Mr. Masaaki Kusunoki will have served as External Director for three (3) years at the conclusion of this General Meeting of Shareholders.
  4. Mr. Hiroshi Kanki will have served as External Director for four (4) years at the conclusion of this General Meeting of Shareholders.
  5. The Company has registered Messrs. Masaaki Kusunoki and Hiroshi Kanki as Independent Officers, as set forth by the Tokyo Stock Exchange. If this proposal is approved as originally proposed, the Company intends to continue with such designation.
  6. The Company has entered into agreements with Messrs. Masaaki Kusunoki and Hiroshi Kanki, respectively, to limit their liability, as stipulated in Article 423, Paragraph 1 of the Companies Act, to the amount stipulated by laws and regulations. If this proposal is approved as originally proposed, the Company intends to continue the said agreement with each of them.
  7. The Company has entered into a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company for the Directors (including External Directors and Directors who are Audit and Supervisory Committee Members) and Executive Officers of the Company as the insured. The said insurance contract covers damage that may arise due to the insured assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidates are elected as Directors and assume office, each of the Directors will be included in the said insurance contract as the insured. The Company intends to renew the said insurance contract under the same terms and conditions at the next time of renewal.

**Proposal 3:** Election of Two (2) Directors Who Are Audit and Supervisory Committee Members

The terms of office of Messrs. Satoru Yamanouchi and Kazuya Yamaguchi, both Directors who are Audit and Supervisory Committee Members, will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes the election of two (2) Directors who are Audit and Supervisory Committee Members.

The Audit & Supervisory Committee has given its approval to this proposal.

The candidates for Directors who are Audit & Supervisory Committee Members are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Kazuya Yamaguchi (April 25, 1956)	April 1980      Joined the Company April 2012      General Manager, Internal Audit Office of the Company October 2015    General Manager, Financial Department of the Company June 2019      Director and Audit and Supervisory Committee Member of the Company (Full-time) (to present)	4,600 shares
	[Reasons for nomination as a candidate for Director who is an Audit and Supervisory Committee Member] Mr. Kazuya Yamaguchi was involved in general affairs, accounting, and internal audit divisions for many years and has extensive experience in the Group's business. Since June 2019, he has served as Director who is an Audit and Supervisory Committee Member. In light of his experience described above, the Company has determined that he is capable of continuing to appropriately perform his duties as Director who is an Audit and Supervisory Committee Member.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Yasuhide Hayashi (April 2, 1969)  [New appointment]	<p>April 1992      Joined The Mitsubishi Bank, Ltd. (currently, MUFG Bank, Ltd.)</p> <p>May 2018      Deputy General Manager, Strategic Research Division of MUFG Bank, Ltd.</p> <p>May 2019      General Manager, Osaka Corporate Banking Division No. 3, Osaka Corporate Banking Group of MUFG Bank, Ltd.</p> <p>June 2019      Executive Officer, General Manager, Osaka Corporate Banking Division No. 3, Osaka Corporate Banking Group of MUFG Bank, Ltd.</p> <p>April 2021      Executive Officer, General Manager, Strategic Research Division, General Manager, Global Commercial Banking Planning Division (in charge of Special Mission) of MUFG Bank, Ltd., and Executive Officer, General Manager, Research and Advisory Planning Division of Mitsubishi UFJ Financial Group, Inc.</p> <p>April 2022      Executive Officer, General Manager, Business Co-creation Division and General Manager, Industry Research and Creation Division (in charge of Special Mission) of MUFG Bank, Ltd.</p> <p>April 2023      Executive Officer, Senior Superintendent of MUFG Bank, Ltd. (to present)</p>	0 shares
<p>[Reasons for nomination as a candidate for External Director who is an Audit and Supervisory Committee Member and expected role]</p> <p>Mr. Yasuhide Hayashi has been working at financial institutions for many years. The Company has nominated him as a candidate for External Director who is an Audit and Supervisory Committee Member, in the expectation that he will reflect the extensive knowledge and experience that he has gained in his career in the Company's auditing. In light of his experience described above, the Company has determined that he is capable of appropriately carrying out his duties as External Director who is an Audit and Supervisory Committee Member. Moreover, the Company expects him to provide useful opinions and suggestions on the Group's overall management based on his extensive knowledge and insight in line with his experience described above.</p>			

- Notes:
1. There are no special interests between each candidate and the Company.
  2. Mr. Yasuhide Hayashi is a candidate for External Director who is an Audit and Supervisory Committee Member.
  3. Mr. Yasuhide Hayashi is an Executive Officer of MUFG Bank, Ltd. with which the Company has a relationship of transactions, such as borrowing of funds.
  4. Mr. Yasuhide Hayashi is an executive of MUFG Bank, Ltd., which is a specified associated service provider (major lender) of the Company and receives compensation from the said bank as an Executive Officer.
  5. Mr. Yasuhide Hayashi is scheduled to retire from the office of Executive Officer of MUFG Bank, Ltd. on June 28, 2023.
  6. The Company has entered into agreements with each of the Directors who are Audit and Supervisory Committee Members to limit their liability, as stipulated in Article 423, Paragraph 1 of the Companies Act, to the amount stipulated by laws and regulations. If this proposal is approved as originally proposed, the Company intends to continue the said agreement with Mr. Kazuya Yamaguchi and enter into a similar agreement with Mr. Yasuhide Hayashi.
  7. The Company has entered into a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company for the

Directors (including External Directors and Directors who are Audit and Supervisory Committee Members) and Executive Officers of the Company as the insured. The said insurance contract covers damage that may arise due to the insured assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidates are elected as Directors who are Audit and Supervisory Committee Members and assume office, each of the Directors who are Audit and Supervisory Committee Members will be included in the said insurance contract as the insured. The Company intends to renew the said insurance contract under the same terms and conditions at the next time of renewal.

[Reference] Skills Matrix

Name		Corporate Management	Finance and Accounting	Legal and Risk Management	Personnel, Labor, and Human Resources Development	Environment, Safety and Quality	Technology, Development and Information	Business Experience Related to the Company
President	Toshikazu Tanaka	○	○	○	○			
Directors	Masahiko Saito	○	○	○	○			
	Koichi Hayashi					○	○	○
	Shiro Yajima					○	○	○
External Directors	Masaaki Kusunoki	○					○	○
	Hiroshi Kanki					○	○	○
Audit and Supervisory Committee Members (Full-time)	Kazuya Yamaguchi		○	○				
	Yasuhide Hayashi	○	○					
Audit and Supervisory Committee Members (Part-time)	Tomohiro Kikkawa			○				
	Junko Kamei		○					

\*The above table indicates up to four areas in which the individual can demonstrate his or her expertise and is not intended as an exhaustive list of the individual's knowledge.