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Securities Code: 1888

Date of sending by postal mail: June 5, 2024

Start date of measures for electronic provision: May 31, 2024

To our shareholders:

Katsuhiko Karasuda President & Representative Director **WAKACHIKU CONSTRUCTION CO., LTD.** 1-4-7, Hamamachi, Wakamatsu-ku, Kitakyushu-shi, Fukuoka

Notice of the 208th Annual General Meeting of Shareholders

Notice is hereby given that the 208th Annual General Meeting of Shareholders of WAKACHIKU CONSTRUCTION CO., LTD. (the "Company") will be held as described below.

When 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. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as "Notice of the 208th Annual General Meeting of Shareholders" on each of the following websites. Please access any of these websites by using the internet addresses shown below to review the information.

The Company's website:

https://www.wakachiku.co.jp/ir/shareholder_meeting.html (in Japanese)

Website for posted informational materials for the General Meeting of Shareholders: https://d.sokai.jp/1888/teiji/ (in Japanese)

In addition to posting items subject to measures for electronic provision on the website above, the Company also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE). To access this information from the latter website, access the TSE website (Listed Company Search) by using the internet address shown below, enter "WAKACHIKU CONSTRUCTION" or "1888" for the issue name (company name) or securities code, and click "Search," and then click "Basic information" and select "Documents for public inspection/PR information," and "Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting."

TSE website (Listed Company Search):

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

Furthermore, it is possible to exercise voting rights in advance via the Internet, or with the Voting Form delivered together with this notice, instead of attending on the day. If you will not be attending the General Meeting of Shareholders, please refer to the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 6:00 p.m. on Wednesday, June 26, 2024 (JST).

1. Date and Time: Thursday, June 27, 2024, at 10:00 a.m. (JST)

2. Venue: 2nd floor conference room, the Company's Hamamachi Head Office

1-4-7, Hamamachi, Wakamatsu-ku, Kitakyushu-shi, Fukuoka

3. Purpose of the Meeting

Matters to be reported:

1. Business Report and Non-consolidated Financial Statements for the 208th fiscal year (from April 1, 2023 to March 31, 2024)

2. Consolidated Financial Statements and Audit Results of Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board for the 208th fiscal year (from April 1, 2023 to March 31, 2024)

Matters to be resolved:

Proposal No. 1 Election of Nine Directors

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

4. Predetermined terms of the convening

- (1) Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the following items are not provided in the paper-based documents delivered to shareholders who have made a request for delivery of such documents. The Audit & Supervisory Board Members and the Financial Auditor have audited the documents subject to audit, including the following items.
 - (i) "Statement of Changes in Equity" in the Non-consolidated Financial Statements and "Notes to Non-consolidated Financial Statements"
 - (ii) "Consolidated Statement of Changes in Equity" in the Consolidated Financial Statements and "Notes to Consolidated Financial Statements"
- (2) If you exercise your voting rights both in writing (postal mail) and via the Internet, the voting rights as exercised via the Internet shall be deemed valid. Furthermore, if you exercise your voting rights via the Internet multiple times, the last exercise of voting rights shall be deemed valid.
- (3) If neither approval nor disapproval of a proposal is indicated on the Voting Form, it shall be deemed a vote of approval for the proposal.

- If you are attending the meeting, please submit the Voting Form delivered together with this notice to the reception desk at the venue.
- Regardless of whether shareholders have made a request for delivery of documents in paper-based format, we have also sent the Reference Documents for the General Meeting.
- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Election of Nine Directors

The terms of office of all nine Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of nine Directors.

The candidates for Director are as follows:

| Candidate No. | Name | Current position and responsibility | Attributes |
|------------------|--------------------|--|--|
| 1 | Katsuhiko Karasuda | President & Representative Director, Executive President, and General Manager of Safety and Environment Division | Reelection Male |
| 2 | Kazumi Ishii | Representative Director, Senior Managing Executive Officer, General Manager of Construction Business Division, and Deputy General Manager of Safety and Environment Division | Reelection Male |
| 3 | Hiroyuki Eshita | Director, Senior Managing Executive Officer, Officer in charge of Construction Business Division, and in charge of New Energy Department | Reelection Male |
| 4 | Hisatoshi Makihara | Director, Senior Managing Executive Officer, Officer in charge of Construction Business Division, and General Manager of Civil Engineering Department | Reelection Male |
| 5 | Makoto Nakamura | Director, Managing Executive Officer, and General Manager of Business Management Division | Reelection Male |
| 6 | Yasusuke Hirata | Director, Managing Executive Officer, in charge of Finance Department, Business Management Division, and General Manager of Finance Department | Reelection Male |
| 7 | Yasuo Asakura | Director | Reelection Outside Independent Male |
| 8 | Miho Harada | Director | Reelection Outside Independent Female |
| 9 | Hayato Morita | Director | Reelection Outside Independent Male |

Reelection Candidate for Director to be reelected
New election Candidate for Director to be newly elected

Outside Candidate for outside Director

Independent Independent officer as defined by the securities exchange

Male Male candidate
Female Female candidate

| Candidate No. | Name (Date of birth) | | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | | | |
|-------------------------|--|---|---|-------------|--|--|
| 1 Reelection Male | Katsuhiko Karasuda (August 25, 1958) | Apr. 1983 Mar. 2009 Apr. 2013 June 2013 June 2015 June 2016 Apr. 2017 June 2019 Apr. 2020 June 2020 | Joined the Company General Manager of Fukuoka Branch General Manager of Kyushu Branch Executive Officer and General Manager of Kyushu Branch Managing Executive Officer, General Manager of Hamamachi Head Office, and General Manager of Kyushu Branch Director, Managing Executive Officer, General Manager of Hamamachi Head Office, and General Manager of Kyushu Branch Director, Managing Executive Officer, and Officer in charge of Construction Business Division Director, Senior Managing Executive Officer, and Officer in charge of Construction Business Division Director, Senior Managing Executive Officer, General Manager of Construction Business Division Director, Senior Managing Executive Officer, General Manager of Construction Business Division, and Deputy General Manager of Safety and Environment Division Representative Director, Senior Managing Executive Officer, General Manager of Construction Business Division, and Deputy General Manager of Safety and Environment Division President & Representative Director, Executive President, and General Manager of Safety and Environment Division (current position) | owned 9,500 | | |
| | [Reasons for nomination as candidate for Director] Mr. Karasuda has been engaged with the Company's civil engineering and construction department and sales department for many years in the Kyushu area and has extensive experience and achievements. He has been involved in management as Director of the Company since 2016, and was appointed as President & Representative Director in April 2021. Since he has a high level of discernment and ability to appropriately supervise and make decisions regarding the overall management of the Company group (the "Group"), he is renominated as a candidate for Director. | | | | | |

| Candidate No. | Name (Date of birth) | Career sum and signif | Number of the Company's shares owned | | |
|-------------------------|---|---|---|-------|--|
| 2 Reelection Male | Kazumi Ishii (November 8, 1959) | Apr. 1982 Apr. 2013 June 2013 Apr. 2016 June 2016 June 2019 Apr. 2021 | Joined the Company General Manager of Nagoya Branch Executive Officer and General Manager of Nagoya Branch Executive Officer and General Manager of Tokyo Branch Director, Managing Executive Officer, and General Manager of Tokyo Branch Director, Senior Managing Executive Officer, and General Manager of Tokyo Branch Representative Director, Senior Managing Executive Officer, General Manager of Construction Business Division, and Deputy General Manager of Safety and Environment Division (current position) | 8,400 | |
| | [Reasons for nomination as candidate for Director] Mr. Ishii has extensive experience and achievements in the Company's civil engineering and construction department and sales department. In addition, he has served as General Manager of the Company's Nagoya Branch from 2013 and General Manager of the Company's Tokyo Branch from 2016, and has been involved in management as Director of the Company since June 2016. Since he has a high level of discernment and ability, he is renominated as a candidate for Director. | | | | |

| Candidate No. | Name (Date of birth) | | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | | |
|------------------|---|-----------|---|--------------------------------------|--|
| | Name (Date of birth) Hiroyuki Eshita (April 5, 1958) | | | Number of the Company's shares owned | |
| | | Apr. 2024 | Director, Senior Managing Executive Officer, Officer in charge of Construction Business Division, and in charge of New Energy Department (current position) | | |

Mr. Eshita has been engaged with the Company's sales department for many years in the Kyushu area and has extensive experience and achievements. He was appointed Executive Officer and officer in charge of the Construction Business Division in 2016, and has been involved in management as Director of the Company since 2018. Since he has a high level of discernment and ability, he is renominated as a candidate for Director.

| Candidate No. | Name (Date of birth) | | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | | | |
|-------------------------|--|---|---|-------|--|--|
| 4 Reelection Male | Hisatoshi Makihara (March 20, 1962) | Apr. 1986 Apr. 2014 Apr. 2016 Apr. 2017 June 2018 Apr. 2020 Apr. 2020 | Joined the Company Assistant General Manager of Nagoya Branch and Supervising General Manager of Nagoya Sales Office Deputy General Manager of Nagoya Branch General Manager of Civil Engineering Department, Construction Business Division Executive Officer, Officer in charge of Construction Business Division, and General Manager of Civil Engineering Department Managing Executive Officer, Officer in charge of Construction Business Division, and General Manager of Civil Engineering Department Director, Managing Executive Officer, Officer in charge of Construction Business Division, and General Manager of Civil Engineering Department Director, Senior Managing Executive Officer, Officer in charge of Construction Business Division, and General Manager of Civil Engineering Department (current position) | 6,200 | | |
| | [Reasons for nomination as candidate for Director] Mr. Makihara has been engaged with the Company's civil engineering department for many years in the Chubu area. He has extensive experience and achievements, coupled with close familiarity with on-site work, as well as a high level of expertise. He was appointed Executive Officer and officer in charge of the Construction Business Division in 2018, and has been involved in management as Director of the Company since 2020. Since he has a high level of discernment | | | | | |

and ability, he is renominated as a candidate for Director.

| Candidate No. | Name (Date of birth) | | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | | |
|-------------------------|--------------------------------|------------------------|---|-------|--|
| | | Apr. 1983 Apr. 2012 | Joined the Company General Manager of General Affairs and Human Resources Department, Management Division | owned | |
| | | July 2012 | General Manager of General Affairs and Human Resources Department and General Manager of Corporate Planning Department, Management Division | | |
| | | Apr. 2014 | General Manager of Corporate Planning Department | | |
| | | June 2015 | Director, Executive Officer, in charge of Corporate Planning Department, and General Manager of Corporate Planning Department | | |
| | | June 2016 | Director, Executive Officer, General Manager of Management Division, in charge of Corporate Planning Department, and General Manager of Corporate Planning Department | | |
| | Makoto Nakamura | June 2017 | Director of AuBEX CORPORATION (current position) | | |
| 5 Reelection Male | (November 10, 1960) | June 2018 | Director, Managing Executive Officer, General Manager of Management Division, in charge of Corporate Planning Department, and General Manager of Corporate Planning Department of the Company | 7,200 | |
| | | Apr. 2020 | Director, Managing Executive Officer, General Manager of Business Management Division, and in charge of Corporate Planning Department | | |
| | | Apr. 2021 | Director, Managing Executive Officer, General Manager of Business Management Division, in charge of General Affairs Department, in charge of Human Resources Department, and in charge of Corporate Planning Department | | |
| | | Apr. 2022 | Director, Managing Executive Officer, and General Manager of Business Management Division (current position) | | |
| | | (Significant o | concurrent positions outside the Company) | | |
| | | | uBEX CORPORATION | | |
| | [Reasons for nomination as can | didate for Direct | or] | | |
| | | | neral affairs department and corporate planning depa | | |
| | | | ements in management decisions and business strates e. In addition, he has been involved in management | | |

Company and the Group's businesses as a whole. In addition, he has been involved in management as Director of the Company since 2015. Since he has a high level of discernment and ability, he is renominated as a candidate for Director.

| Candidate No. | Name (Date of birth) | | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | | | |
|-------------------------|---|---|---|-------|--|--|
| 6 Reelection Male | Yasusuke Hirata (September 21, 1959) | Apr. 1983 Apr. 2007 Oct. 2009 Apr. 2013 Apr. 2014 June 2016 Apr. 2021 | Joined the Company Assistant General Manager of Accounting Department and Manager of Finance Section Assistant General Manager of Kyushu Branch and General Manager of Management Department General Manager of Finance Department, Management Division General Manager of Finance Department, Management Division Executive Officer, in charge of Finance Department, Management Division, and General Manager of Finance Department Managing Executive Officer, in charge of Finance Department, Business Management Division, and General Manager of Finance Department Director, Managing Executive Officer, in charge of Finance Department, Business Management Division, and General Manager of Finance Department, Business | 4,600 | | |
| | [Reasons for nomination as candidate for Director] Mr. Hirata has been engaged with the Company's finance department and management department for many years. He has extensive experience and achievements in those fields as well as a high level of expertise in finance and accounting. He was appointed Executive Officer and officer in charge of the Finance Department, Management Division in 2016, and has been involved in management as Director of the Company since 2021. Since he has a high level of discernment and ability, he is renominated as a candidate for Director. | | | | | |

| Candidate No. | Name (Date of birth) | | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | | | |
|--|--------------------------------------|---|---|-------------|--|--|
| 7 Reelection Outside Independe nt Male | Yasuo Asakura (November 18, 1956) | Apr. 1981 Apr. 1988 Mar. 1991 Apr. 1991 Apr. 1998 Apr. 2002 Jan. 2011 Apr. 2016 June 2016 Apr. 2022 June 2022 June 2022 (Significant of | Teaching Associate of Faculty of Engineering, Kyoto University Lecturer of Faculty of Engineering, Ehime University Visiting Scholar of University of London, the UK Assistant Professor of Faculty of Engineering, Ehime University Professor Professor of Kobe University Graduate School Professor of Tokyo Institute of Technology Graduate School Professor of Tokyo Institute of Technology Outside Director of the Company (current position) Professor Emeritus of Tokyo Institute of Technology (current position) President of Japan Research Institute for Road and Street (current position) Chairman of Institute of Systems Science Research (current position) | owned 1,600 | | |
| | | | Chairman of Institute of Systems Science Research idate for outside Director and summary of expected role | | | |

Mr. Asakura has deep academic knowledge and broad discernment in the fields of traffic engineering and national land planning, which are relevant to the management of the Company. He is renominated as a candidate for outside Director with the expectation that he will provide advice and recommendations on the Company's overall management from an objective standpoint in order to improve the supervisory function and transparency of management. If he is elected, he will be involved from an objective and neutral position in the appointment of candidates for Company officers and decisions on officer remuneration and other matters as a member of the Nomination and Remuneration Advisory Committee.

| Candidate No. | Name (Date of birth) | | mary, position and responsibility in the Company, ficant concurrent positions outside the Company | Number of the Company's shares owned | | | |
|---|--|---|--|--|--|--|--|
| 8 Reelection Outside Independe nt Female | | Harada Shiho Civil concilia Domestic rela Fukuoka Fan | Apr. 1988 Joined Harada Shiho-shoshi Joint Office (current position) Apr. 2003 Civil conciliation commissioner, Kokura Summary Court (current position) Oct. 2014 Domestic relations conciliation commissioner, Kokura Branch, Fukuoka Family Court (current position) Apr. 2017 Wakamatsu Police Station Council Member June 2020 Outside Director of the Company (current position) | | | | |
| | Ms. Harada has broad knowled She is renominated as a candid recommendations from the per- transparency of management. I | adidate for outsid ge and sufficient ate for outside Di spective of legal f she is elected, s Company officers | e Director and summary of expected role] discernment in all aspects of legal affairs as a shiho- irector with the expectation that she will provide app compliance in order to improve the supervisory func he will be involved from an objective and neutral po s and decisions on officer remuneration and other ma | ropriate advice and tion and sition in the | | | |
| 9 Reelection Outside Independe nt Male | Hayato Morita (August 13, 1976) | Apr. 2000 Apr. 2001 Jan. 2002 Mar. 2007 June 2021 June 2022 (Significant of President and Co., Ltd. Outside Direct | Joined Shabondama Soap Co., Ltd. Director Director and Vice President President and Representative Director (current position) Outside Director of The Kitakyushu Bank, Ltd. (Audit & Supervisory Committee Member) (current position) Outside Director of the Company (current position) concurrent positions outside the Company) I Representative Director of Shabondama Soap etter of The Kitakyushu Bank, Ltd. (Audit & Committee Member) | 1,300 | | | |

Notes:

- 1. There is no special interest between any of the candidates and the Company.
- 2. Yasuo Asakura, Miho Harada and Hayato Morita are candidates for outside Director.
- 3. The Company has entered into limited liability agreements with Mr. Asakura, Ms. Harada, and Mr. Morita that limit their liability for damages under Article 423, paragraph (1) of the Companies Act to the amount provided for in laws and regulations, pursuant to the provisions of the Articles of Incorporation of the Company and Article 427, paragraph (1) of the same Act. If the election of each candidate is approved, the Company plans to renew the same limited liability agreements with them.

- 4. The Company has submitted notification to the Tokyo Stock Exchange that Mr. Asakura, Ms. Harada, and Mr. Morita have been designated as independent officers as provided for by the aforementioned exchange. If the election of each candidate is approved, the Company plans for their designation as independent officers to continue.
- 5. Mr. Asakura, Ms. Harada, and Mr. Morita are currently outside Directors of the Company. At the conclusion of this meeting, their tenures as outside Directors will have been eight years for Mr. Asakura, four years for Ms. Harada, and two years for Mr. Morita.
- 6. The Company has entered into a directors and officers liability insurance agreement stipulated in Article 430-3, paragraph (1) of the Companies Act with an insurance company. For an outline of the aforementioned insurance agreement, please see the Business Report (in Japanese only). Refer to "3. Outline of the contents of the directors and officers liability insurance agreement" provided in the section on matters concerning officers of the Company. If the election of the candidates for Director is approved, they will be insured under the insurance agreement. The Company plans to renew the insurance agreement in July 2024.

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

The term of office of Audit & Supervisory Board Member Toshiro Tsukuda will expire at the conclusion of this meeting. Therefore, the Company proposes the election of one Audit & Supervisory Board Member.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

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

| Name (Date of birth) | Career su | Number of the Company's shares owned | |
|---|--|--|-----|
| New election Male Nobuaki Tanaka (April 9, 1963) | Nov. 1987 Apr. 2003 May 2011 Apr. 2014 Apr. 2018 Apr. 2021 Apr. 2024 | Joined the Company Manager of Corporate Planning Section, Corporate Planning Department Manager of Internal Control Section, Integrated System Department Assistant General Manager of Integrated System Department and Manager of Internal Control Section General Manager of Integrated System Department and Manager of Integrated System Department and Manager of Integrated System Department General Manager of Integrated System Department General Manager of Risk Management Department, Manager of Internal Control Section and Manager of Management System Section (current position) | 100 |

[Reasons for nomination as candidate for Audit & Supervisory Board Member]

Mr. Tanaka has many years of experience of internal auditing at the Company, extensive experience relating to internal auditing and extensive knowledge of the Company's business. He is nominated as a candidate for newly-elected Audit & Supervisory Board Member based on our judgement that he will provide appropriate auditing.

Notes: 1. There is no special interest between the candidate and the Company.

2. The Company has entered into a directors and officers liability insurance agreement stipulated in Article 430-3, paragraph (1) of the Companies Act with an insurance company. For an outline of the aforementioned insurance agreement, please see the Business Report (in Japanese only). Refer to "3. Outline of the contents of the directors and officers liability insurance agreement" provided in the section on matters concerning officers of the Company. If the election of the candidate for Audit & Supervisory Board Member is approved, he will be insured under the insurance agreement. The Company plans to renew the insurance agreement in July 2024.

Reference: If the proposal is approved and adopted, the skills held by the Directors and Audit & Supervisory Board Members will be as follows.

| Name | Gender | Corporate strategy / Management strategy | Construction technology | Real estate development | Sales strategy (Marketing) | Financial accounting / Legal affairs | Global diversity |
|-----------------------|--------|---|-------------------------|-------------------------|-------------------------------|--------------------------------------|---------------------|
| Katsuhiko Karasuda | Male | 0 | 0 | | 0 | | 0 |
| Kazumi Ishii | Male | 0 | 0 | | 0 | | 0 |
| Hiroyuki Eshita | Male | 0 | | 0 | 0 | | 0 |
| Hisatoshi Makihara | Male | 0 | 0 | | 0 | | |
| Makoto Nakamura | Male | 0 | | 0 | | 0 | 0 |
| Yasusuke Hirata | Male | 0 | | | | 0 | |
| Yasuo Asakura | Male | | 0 | | | | 0 |
| Miho Harada | Female | | | | | 0 | 0 |
| Hayato Morita | Male | 0 | | | 0 | | 0 |
| Nobuaki Tanaka | Male | 0 | | | | 0 | |
| Katsunori Maeda | Male | 0 | | 0 | 0 | 0 | 0 |
| Kenichi Sawai | Male | 0 | | 0 | 0 | 0 | 0 |

^{*} The above table is not a comprehensive list of the knowledge, experience and abilities of the Directors and Audit & Supervisory Board Members.