To All Shareholders

(Stock code: 6289)
November 7, 2025

Nunoshida 3948-1, Kochi-shi,
Kochi Prefecture
GIKEN LTD.
President and CEO
Atsushi Ohira

Notice of Convocation of the 44th Ordinary General Meeting of Shareholders

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

You are cordially invited to attend the 44th Ordinary General Meeting of Shareholders of Giken Ltd. (the "Company"). The meeting will be held for the purposes as described below.

Information in the Reference Documents for the Ordinary General Meeting of Shareholders (items subject to electronic provision) is provided electronically and available on the websites below. Please access and check any of them.

Company website
https://www.giken.com/ja/ir/general-meeting-of-shareholders/
(Please access and check the above website.)

Tokyo Stock Exchange website (Listed Company Search)
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show = Show
(Access the above website and enter "Giken" in "Issue name (Company name)" or "6289" in "Code." Click "Basic information" > "Documents for public inspection/PR information" and check "Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting" under "Filed information for public information.")

Website for materials of the General Meeting of Shareholders
https://d.sokai.jp/6289/teiji/

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the internet. When exercising your voting rights in writing or via the internet, please review the attached Reference Documents for the General Meeting of Shareholders, refer to the Guide to Exercise of Voting Rights below, and exercise your voting rights no later than 5:00 p.m. on Wednesday, November 26, 2025, Japan time.

1 Date and Time	**10:00 a.m.**, Thursday, **November 27, 2025** (Reception opens at **9:00 a.m.**), Japan time
2 Place	155, Takasu-sunaji, Kochi-shi, Kochi Prefecture Rainbow Hall, third floor, Chres
3 Meeting Agenda	**Matters to be reported** 1. The Business Report and Consolidated Financial Statements for the Company's 44th Fiscal Year (September 1, 2024 – August 31, 2025) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors 2. Non-consolidated Financial Statements for the Company's 44th Fiscal Year (September 1, 2024 – August 31, 2025) **Proposals to be resolved** Proposal 1 Appropriation of Surplus Proposal 2 Election of 8 Directors
4 Handling of Exercise of Voting Rights	- If you exercise the voting rights multiple times on the internet, etc., the last exercise of the voting rights will be deemed valid. - If you exercise your voting rights both on the internet, etc. and in writing (by post), the exercise of the voting rights on the internet, etc. will be deemed valid regardless of the date and time of arrival. - If you exercise the voting rights in writing (by post) and do not indicate approval or disapproval of the proposals on the Voting Rights Exercise Form, it will be deemed as indication of approval. - Please also see the Information on the Guide to Exercise of Voting Rights on the next page.

End

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- If there are changes to the items subject to electronic provision, items before and after the changes will be made available on each of the websites on the previous page.
- For the Ordinary General Meeting of Shareholders, printed documents including the items subject to electronic provision will be provided regardless of request for provision of printed documents. However, the following items will be omitted in accordance with laws and regulations and the provisions of the Company's Articles of Incorporation.
  1) "System for Ensuring Appropriateness of Operations" and "Overview of Operation of System for Ensuring Appropriateness of Operations" in the business report
  2) "Consolidated Statements of Changes in Net Assets" and "Notes to Consolidated Financial Statements" in the consolidated financial statements
  3) "Non-consolidated Statements of Changes in Net Assets" and "Notes to Non-consolidated Financial Statements" in the non-consolidated financial statements

  The business report, consolidated financial statements, and non-consolidated financial statements are part of the documents audited by the Accounting Auditor when preparing the accounting audit report written in this notice and by the Corporate Auditors when preparing the audit report.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1 Appropriation of Surplus

The Company proposes to appropriate surplus as described below.

Matters regarding year-end dividend

Regarding the year-end dividend for the 44th term, the Company proposes to pay an ordinary dividend of 22.00 yen and a commemorative dividend of 10.00 yen per share for the 50th year anniversary of the SILENT PILER birth, taking into account the business results for the fiscal year and the future business development. This brings the annual dividend including the interim dividend to 54.00 yen per share.

(1)	Type of dividend property	Cash
(2)	Distribution of dividend property, and the total amount thereof	32.00 yen per share of the Company's common stock The total amount of dividend is 846,304,224 yen.
(3)	Effective date of distribution of surplus	Friday, November 28, 2025

Proposal 2

Election of 8 Directors

The terms of office of all the present 7 Directors will expire at the closing of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes to increase the number of Directors by 1 and elect 8 Directors, including 3 Independent Outside Directors, in order to further strengthen the management structure and enhance supervision over corporate management.

The candidates for Directors are as follows.

No.	Name	Current position and responsibilities at the Company		
1	Akio Kitamura	Honorary Chairman	-	New
2	Atsushi Ohira	President and CEO	-	Reappointment
3	Yusei Morino	Director and Executive Operating Officer	Development & Manufacturing Headquarters and Press-in Technologies Research & Development Center	Reappointment
4	Yoshihisa Fujisaki	Managing Operating Officer	Administration Headquarters	New
5	Shigeki Fukumaru	Managing Operating Officer	Press-in Method Promotion Business	New
6	Tomomi Hisamatsu	Independent Outside Director	-	Reappointment Outside Independent
7	Yoshimasa Sawa	Independent Outside Director	-	Reappointment Outside Independent
8	Kumiko Tanaka	-	-	New Outside Independent

No. 1 Akio Kitamura

New

Date of birth
November 12, 1940

Number of the Company's shares held
348,281

Attendance at the Board of Directors' meetings
–

Career summary, positions and areas of responsibility at the Company, and important concurrent positions

Jan. 1967	Founded Kochi Giken Consultant
Jan. 1978	Established GIKEN LTD. Representative Director and President, the Company
Nov. 2020	Executive Chairman, the Company
Nov. 2023	**Honorary Chairman, the Company (current position)**
Dec. 2023	**Director and Adviser, GIKEN SEKO, CO., LTD. (current position)**

Important concurrent position

Director and Adviser, GIKEN SEKO, CO., LTD.

<Reasons for nomination as a Director candidate>

Mr. Akio Kitamura has long served as a Representative Director of the Company and has an outstanding track record in making important management decisions and supervising business execution. The Company considers him as the best qualified person to exercise leadership to achieve sustainable corporate growth, and therefore nominates him as a Director candidate.

No. 2 Atsushi Ohira

Reappointment

Date of birth
February 3, 1959

Number of the Company's shares held
13,582

Attendance at the Board of Directors' meetings
11/12

Career summary, positions and areas of responsibility at the Company, and important concurrent positions

Apr. 1981	Joined GIKEN SEKO CO., LTD.
Mar. 1999	General Manager of West Japan Operations Department, GIKEN SEKO CO., LTD.
Sep. 2003	Temporary transfer to Giken America Corporation
Feb. 2009	Temporary transfer to Operating Officer and General Manager of Construction Solutions Department, the Company
Jun. 2011	Operating Officer, General Manager of Construction Solutions Department, and General manager of JPA Support Department, the Company
Oct. 2012	Managing Operating Officer, GIKEN SEKO, CO., LTD.
Nov. 2013	Executive Director, GIKEN SEKO, CO., LTD.
Nov. 2014	Director, the Company
Nov. 2015	President, GIKEN SEKO CO., LTD.
Sep. 2020	Managing Director, Giken Seisakusho Asia Pte., Ltd.
Mar. 2022	Executive Vice President, the Company Managing Director, Giken Europe B.V.
May 2022	**Executive Chairman, GIKEN SEKO CO., LTD. (current position)**
Apr. 2023	President, Giken America Corporation
Sep. 2025	**President and CEO, the Company (current position)**

Important concurrent position

Executive Chairman, GIKEN SEKO CO., LTD.

<Reasons for nomination as a Director candidate>

Mr. Atsushi Ohira has abundant experience and a proven track record in the construction and sales departments as President of GIKEN SEKO CO., LTD. as well as President of overseas subsidiaries. Since 2014, he has been involved in corporate management as a Director of the Company. Since 2023, he has demonstrated his excellent management skills as President and CEO, and has been fulfilling his role in corporate management with high levels of insight and skills. The Company therefore renominates him as a Director candidate.

No. 3

Yusei Morino

Reappointment

Date of birth
June 1, 1977

Number of the Company's shares held
6,699

Attendance at the Board of Directors' meetings
12/12

Career summary, positions and areas of responsibility at the Company, and important concurrent positions	
Apr. 1996	Joined the Company
Sep. 2016	Department Leader, Production Management Department, the Company
Nov. 2017	Operating Officer in charge of the Press-in Products Business, the Company
Nov. 2021	Director, the Company
Nov. 2023	Director and Executive Operating Officer, Construction Solutions Development Business and Press-in Method Promotion Business
Nov. 2024	Director and Executive Operating Officer, Construction Solutions Development Business, Press-in Method Promotion Business, and Press-in Technologies Research & Development Center
Sep. 2025	**Director and Executive Operating Officer, Development & Manufacturing Headquarters and Press-in Technologies Research & Development Center (current position)**

<Reasons for nomination as a Director candidate>

Mr. Yusei Morino has abundant experience in the Company's main businesses. Since 2021, he has been involved in corporate management as a Director of the Company. He is currently in charge of Development & Manufacturing Headquarters and Press-in Technologies Research & Development Center, and has been fulfilling his roles with high levels of insight and skills related to the Company's businesses. The Company therefore renominates him as a Director candidate.

No. 4

Yoshihisa Fujisaki

New

Date of birth
February 19, 1970

Number of the Company's shares held
3,216

Attendance at the Board of Directors' meetings
–

Career summary, positions and areas of responsibility at the Company, and important concurrent positions	
Apr. 1993	Joined the Company
Feb. 1996	Temporary transfer to Giken Seisakusho Asia Pte., Ltd.
Sep. 2015	Department Leader, Accounting Department, the Company
Dec. 2016	Operating Officer, General Manager of Administration Headquarters, and General Manager of Accounting Department, the Company
May 2018	Operating Officer and Operating officer of Finance and Accounting, the Company
Nov. 2019	Director, the Company
Mar. 2022	Managing Director, Giken Seisakusho Asia Pte., Ltd.
Nov. 2023	Managing Operating Officer, the Company
Sep. 2025	**Managing Operating Officer, Administration Headquarters (current position)**
Sep. 2025	**Director, Giken Seisakusho Asia Pte., Ltd. (current position)**

Important concurrent position

Director, Giken Seisakusho Asia Pte., Ltd.

<Reasons for nomination as a Director candidate>

Mr. Yoshihisa Fujisaki has abundant experience in the Company's overseas and administration departments. Since 2019, he has been involved in corporate management as a Director or Managing Operating Officer of the Company. He is currently in charge of Administration Headquarters and has been fulfilling his role with high levels of insight and skills related to the Company's businesses. The Company therefore nominates him as a Director candidate.

No. 5 Shigeki Fukumaru

New

Date of birth
February 8, 1970

Number of the Company's shares held
10,716

Attendance at the Board of Directors' meetings
–

Career summary, positions and areas of responsibility at the Company, and important concurrent positions

Apr. 1993	Joined the Company
Nov. 2017	Department Leader, Construction Solutions Department, the Company
Aug. 2019	Temporary transfer to Giken Europe B.V.
Nov. 2019	Director, Giken Europe B.V.
Dec. 2020	Operating Officer in charge of the International Business, the Company
Nov. 2021	Director, the Company
Mar. 2022	President, Giken America Corporation
Apr. 2023	Managing Director, Giken Europe B.V.
Nov. 2023	Managing Operating Officer, the Company
Sep. 2025	**Managing Operating Officer, Press-in Method Promotion Business (current position)**
Sep. 2025	**Director, Giken Europe B.V. (current position)**

Important concurrent position

Director, Giken Europe B.V.

Reasons for nomination as a Director candidate and the role expected of the candidate

Mr. Shigeki Fukumaru has abundant experience overseas and in the Company's Press-in Method Promotion Business. Since 2021, he has been involved in corporate management as a Director or Managing Operating Officer of the Company. He is currently in charge of Press-in Method Promotion Business and has been fulfilling his role with high levels of insight and skills related to the Company's businesses. The Company therefore nominates him as a Director candidate.

No. 6 Tomomi Hisamatsu

Reappointment

Outside

Independent

Date of birth
July 7, 1953

Number of the Company's shares held
3,400

Attendance at the Board of Directors' meetings
12/12

Career summary, positions and areas of responsibility at the Company, and important concurrent positions

Apr. 1978	Joined Taiyo Tanko Co., Ltd. (currently Taiyo Co., Ltd.)
Aug. 1984	Director, Taiyo Tanko Co., Ltd.
Jul. 1986	Executive Vice President, Taiyo Tanko Co., Ltd.
Aug. 1986	**Director, Tosa Soko Co., Ltd. (current position)**
Aug. 1992	President, Taiyo Tanko Co., Ltd.
Jul. 1997	**President, Taiyo Co., Ltd. (current position)**
Aug. 2001	Representative Director and President, NIHON BLADE co., ltd.
Nov. 2020	**Outside Director, the Company (current position)**

Important concurrent position

President, Taiyo Co., Ltd.
Director, Tosa Soko Co., Ltd.

Reasons for nomination as an Outside Director candidate and the role expected of the candidate

Mr. Tomomi Hisamatsu has abundant experience and track record as a corporate manager in Japan and overseas. The Company renominates him as an Outside Director candidate on expectations that he would, from a global and objective standpoint, appropriately fulfill his duties as the Company's Outside Director, which include contributing to the Company's growth and improvement in its corporate values and supervising business execution.

No. 7 Yoshimasa Sawa

Reappointment

Outside

Independent

Date of birth
January 21, 1987

Number of the Company's shares held
200

Attendance at the Board of Directors' meetings
10/10

Career summary, positions and areas of responsibility at the Company, and important concurrent positions

Dec. 2012	Registered as an attorney
Dec. 2012	Joined Oh-Ebashi LPC & Partners
Sep. 2019	Joined Ashurst (Australia)
Apr. 2021	Registered as an attorney in the State of New York
Jan. 2022	**Partner, Oh-Ebashi LPC & Partners (current position)**
Nov. 2024	**Outside Director, the Company (current position)**

Important concurrent position

Partner, Oh-Ebashi LPC & Partners

Reasons for nomination as an Outside Director candidate and the role expected of the candidate

Mr. Yoshimasa Sawa is an attorney with extensive knowledge and experience in the corporate legal field, specializing in corporate law, corporate governance, M&A, international legal affairs mainly in the United States and Australia, and renewable energy. Accordingly, the Company renominates him as an Outside Director candidate on expectations that he will appropriately fulfill his duties as an Outside Director of the Company, which include contributing to the Company's growth and improvement in its corporate values and supervising business execution. Mr. Sawa has never been directly involved in corporate management, but the Company judges that he can appropriately fulfill his duties as Director of the Company for the above reasons.

No. 8 Kumiko Tanaka

New

Outside

Independent

Date of birth
July 23, 1968

Number of the Company's shares held
–

Attendance at the Board of Directors' meetings
–

Career summary, positions and areas of responsibility at the Company, and important concurrent positions

Jan. 1994	Joined KPMG Century Audit Corporation (currently KPMG AZSA LLC)
Apr. 1997	Registered as a certified public accountant
May 2008	Partner, KPMG AZSA LLC
Sep. 2017	Joined Midosuji Audit Corporation
Feb. 2018	Partner, Midosuji Audit Corporation
Jul. 2019	**Managing Partner, Midosuji Audit Corporation (current position)**

Important concurrent position

Managing Partner, Midosuji Audit Corporation

Reasons for nomination as an Outside Director candidate and the role expected of the candidate

Ms. Kumiko Tanaka has extensive knowledge and experience as a certified public accountant, experience as the managing partner of an audit corporation, and a broader global perspective cultivated through overseas assignments. The Company nominates her as an Outside Director candidate on expectations that she will appropriately fulfill her duties as an Outside Director of the Company, which include contributing to the Company's growth and improvement in its corporate values and supervising business execution.

(Notes) 1. There are no special interests between the candidates and the Company.

2. Ms. Kumiko Tanaka’s registered name under the family registration system of Japan is Kumiko Miyabayashi.
3. Mr. Tomomi Hisamatsu, Mr. Yoshimasa Sawa, and Ms. Kumiko Tanaka are candidates for Outside Directors.
4. Mr. Tomomi Hisamatsu and Mr. Yoshimasa Sawa currently serve as Outside Directors of the Company. They will have been in office for five years and one year, respectively, at the closing of this Ordinary General Meeting of Shareholders.
5. The Company has entered into an agreement with Mr. Tomomi Hisamatsu and Mr. Yoshimasa Sawa to limit their liability under Article 423, Paragraph 1 of the Companies Act of Japan. Based on the agreement, their liability is limited to the minimum liability amount stipulated by laws and regulations. If their reappointment is approved, the Company plans to renew the agreement with them. If the election of Ms. Kumiko Tanaka is approved, the Company plans to enter into the same agreement with her to limit her liability.
6. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act of Japan to cover legal damages and litigation expenses to be borne by the insured including its Directors. The candidates will be included in the insured persons of the said insurance contract if they are elected and appointed as a Director. The Company plans to renew the said insurance contract at the next renewal with the same contents.
7. The Company has submitted an Independent Director/Auditor Notification to the Tokyo Stock Exchange to register Mr. Tomomi Hisamatsu and Mr. Yoshimasa Sawa as Independent Directors. If their reappointment is approved, the Company plans to register them again as Independent Directors. Ms. Kumiko Tanaka meets the Tokyo Stock Exchange’s requirements for Independent Directors/Auditors. If her election is approved, the Company plans to register her as an Independent Director.

Reference

Expertise and experience of candidates for Directors and current Corporate Auditors are as follows:

Name	Position	Corporate management	Technology and R&D	Sales /marketing	Global affairs	Finances /accounting	General affairs/HR	Legal affairs /compliance
Akio Kitamura	Executive Chairman	●	●					
Atsushi Ohira	President and CEO	●		●	●			
Yusei Morino	Director and Executive Operating Officer	●	●	●			●	●
Yoshihisa Fujisaki	Director and Executive Operating Officer	●			●	●	●	●
Shigeki Fukumaru	Director and Executive Operating Officer	●		●	●			
Tomomi Hisamatsu	Independent Outside Director	●		●	●			●
Yoshimasa Sawa	Independent Outside Director				●			●
Kumiko Tanaka	Independent Outside Director				●	●		●
Akihiko Yuno	Standing Outside Corporate Auditor					●	●	
Sayuri Matsuoka	Corporate Auditor						●	●
Ichiro Nao	Outside Corporate Auditor						●	●

(Notes) 1. The above matrix shows areas of particular expertise based on each candidate's experience and background. It does not represent all of their knowledge or skills.
2. The positions will be officially determined by a resolution of the Board of Directors if Proposal 2 is approved as originally proposed.

End