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(Stock code number: 6877)

December 1, 2023

(Date of commencement of electronic provision measures: November 27, 2023)

**To Shareholders with Voting Rights:**

Yasushi Obara  
President  
Obara Group Inc.  
3-2-10 Chuo-Rinkan, Yamato-shi,  
Kanagawa, Japan

**NOTICE OF  
THE 65TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

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

We are pleased to announce that the 65th Ordinary General Meeting of Shareholders of Obara Group Inc. (the “Company”) will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Company has taken measures to provide the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters subject to electronic provision measures) electronically and posted them on the Company’s website on the internet as the “Notice of the 65th Ordinary General Meeting of Shareholders.” Please access the website below to view the information.

The Company website: <http://www.obara-g.com/en/>

The matters subject to electronic provision measures are also posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (Listed Company Search) below, enter the issue name (Obara Group) or stock code (6877), and click “Search.” Then select “Basic information” and “Documents for public inspection/PR information” to view the information.

The Tokyo Stock Exchange website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

**If you are unable to attend the meeting, you may exercise your voting rights via the internet or in writing. We kindly ask that you review the Reference Documents for the General Meeting of Shareholders included in the matters subject to electronic provision measures, and exercise your voting rights no later than 5:00 p.m. on Monday, December 18, 2023, Japan time.**

- 1. Date and Time:** Tuesday, December 19, 2023 at 10:00 a.m. Japan time
- 2. Place:** Reception hall “La Rose” on the 3rd floor of Rembrandt Hotel Ebina at 2-9-50 Chuo, Ebina-shi, Kanagawa, Japan  
(Please refer to the map of the venue in Japanese attached at the end of the document.)

### **3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 65th Fiscal Year (October 1, 2022 – September 30, 2023) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
  2. Non-consolidated Financial Statements for the Company's 65th Fiscal Year (October 1, 2022 – September 30, 2023)

**Matters to be resolved:**

- Proposal 1:** Appropriation of Surplus  
**Proposal 2:** Election of Five (5) Directors  
**Proposal 3:** Election of Three (3) Auditors

### **4. Matters Decided upon Convocation:**

- (1) Among the matters subject to electronic provision measures, items to be presented as "Notes to Consolidated Financial Statements" and "Notes to Non-consolidated Financial Statements" are not included in the paper copies to be sent to shareholders who have requested them, in accordance with laws and regulations and Article 18, Paragraph 2 of the Articles of Incorporation of the Company. Accordingly, the paper copies to be sent to shareholders who have requested them are part of the documents audited by Auditors and the Accounting Auditor in preparing their respective audit reports.
- (2) If you exercise your voting rights both via the internet and in writing, the vote exercised via the internet will be deemed valid. If you exercise your voting rights multiple times via the internet, your last vote exercised will be deemed valid.
- (3) If no indication of approval or disapproval is made on the voting form, it will be treated as an indication of approval.

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When attending the meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk.

In the event of any modifications to the matters subject to electronic provision measures, the modified information will be posted on each of the websites listed.

Shareholders will have their temperature checked at the reception desk, and any person who is confirmed to have a fever or deemed to be unwell may be refused admission and asked to leave.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

It is proposed that the year-end dividend for the fiscal year under review be as follows taking into consideration factors such as the results of operation for the fiscal year under review and future business development.

- (1) Type of dividend property: Cash
- (2) Matter related to allotment of dividend property and its total amount:  
90 yen per share of common stock of the Company  
Total amount: 1,558,087,380 yen
- (3) Effective date for distribution of surplus:  
December 20, 2023

### Proposal 2: Election of Five (5) Directors

The terms of office of all five (5) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes to elect five (5) Directors.

The candidates for Director are as follows:

No.	Name (Date of birth)	Career summary, significant concurrent positions, and positions and assignment at the Company	Number of shares of the Company held (shares)
1	Yasushi Obara (May 1, 1968)	<p>January 1994    Joined the Company</p> <p>August 2000    Director, SPEEDFAM CO., LTD.</p> <p>August 2000    Director, SPEEDFAM INC. (to present)</p> <p>August 2001    Senior Managing Director, SPEEDFAM CO., LTD.</p> <p>August 2001    Director, SAKUSEIKI CO., LTD. (currently, SPEEDFAM NAGANO CO., LTD.) (to present)</p> <p>October 2004    Executive Vice President (Representative Director), SPEEDFAM CO., LTD.</p> <p>December 2004    Director, the Company</p> <p>July 2011       Representative Director, the Company</p> <p>October 2011    President (Representative Director), the Company (to present)</p> <p>October 2017    President (Representative Director), SPEEDFAM CO., LTD. (to present)</p> <p>October 2023    Executive Vice President (Representative Director), OBARA CORP. (to present)</p>	2,571,110 (3,492)
2	Norifumi Kobayashi (September 11, 1962)	<p>December 1984    Joined SPEEDFAM CO., LTD.</p> <p>May 1997        Manager, Administration Division, SPEEDFAM CO., LTD.</p> <p>June 2000        Director, SPEEDFAM CLEAN SYSTEM CO., LTD. (to present)</p> <p>June 2000        Director, SAKUSEIKI CO., LTD. (currently, SPEEDFAM NAGANO CO., LTD.)</p> <p>August 2000     Director, SPEEDFAM CO., LTD. (to present)</p> <p>August 2011     Director, the Company (to present)</p> <p>December 2011    Director, OBARA KOREA CORP. (to present)</p> <p>October 2012    President (Representative Director), SPEEDFAM NAGANO CO., LTD.</p>	3,187 (932)

No.	Name (Date of birth)	Career summary, significant concurrent positions, and positions and assignment at the Company	Number of shares of the Company held (shares)
3	Mitsuhisa Yamashita (June 7, 1953)	September 1985 Joined the Company October 1999 General Manager, Second Sales Department, the Company October 2005 Officer / Yamanashi Plant Manager, the Company October 2008 General Manager, Administration Division, the Company November 2012 Executive Vice President (Representative Director), OBARA CORP. October 2013 President (Representative Director), OBARA CORP. December 2013 Director, the Company (to present)	8,000 (319)
4	Tomoo Onishi (January 25, 1972)	April 1999 Registered as a certified public accountant February 2004 Registered as a certified public tax accountant September 2006 Representative, MIKASA TAX CORPORATION (to present) December 2006 Auditor, the Company December 2015 Director, the Company (to present)	1,900 (326)
5	Koji Makino (October 7, 1966)	August 1992 Registered as a certified public accountant October 2001 Registered as a certified public tax accountant July 2003 Director, DAN CONSULTING CO., LTD. January 2006 Established MAKINO KOJI CERTIFIED PUBLIC ACCOUNTANT OFFICE February 2009 Representative Director, BE1 & CO. (to present) September 2012 Outside Corporate Auditor, DIGITAL GARAGE, INC. June 2013 Outside Audit and Supervisory Board Member, INAGEYA CO., LTD. (to present) December 2015 Auditor, the Company September 2016 Outside Director, Audit and Supervisory Committee Member, DIGITAL GARAGE, INC. (to present) December 2017 Director, the Company (to present)	100 (-)

1. There is no special interest between each candidate and the Company.
2. Messrs. Tomoo Onishi and Koji Makino are candidates for Outside Director.  
The Company has submitted a notification designating Messrs. Tomoo Onishi and Koji Makino as independent officers to the Tokyo Stock Exchange in accordance with the regulations of the Tokyo Stock Exchange. If the election of both candidates is approved, the Company will continue to designate them as independent officers of the Company.
3. As Mr. Tomoo Onishi has extensive experience and knowledge as a certified public accountant, the Company believes that he will actively provide recommendations on the Company's management from an independent standpoint as Outside Director and that he will contribute to the improvement of transparency of the Company's management and the reinforcement of the Company's supervisory function. Therefore, the Company proposes to elect him as Outside Director.
4. The Company expects that Mr. Tomoo Onishi provide valuable recommendations from an independent standpoint as Outside Director by drawing on his extensive experience and knowledge as a certified public accountant to contribute to the improvement of effectiveness of the Company's Board of Directors.
5. As Mr. Koji Makino has extensive experience and knowledge as a certified public accountant, the Company believes that he will actively provide recommendations on the Company's management from an independent standpoint as Outside Director and that he will contribute to the improvement of transparency of the Company's management and the reinforcement of the Company's supervisory function. Therefore, the Company proposes to elect him as Outside Director.
6. The Company expects that Mr. Koji Makino provide valuable recommendations from an independent standpoint as Outside Director by drawing on his extensive experience and knowledge as a certified public accountant to contribute to the improvement of effectiveness of the Company's Board of Directors.
7. The Company has entered into agreements to limit liability for damages as prescribed in Article 423, Paragraph 1 of the Companies Act with Messrs. Tomoo Onishi and Koji Makino in accordance with the provisions of Article 427, Paragraph 1 of the same Act. If both candidates are elected as originally proposed, such liability limitation agreements will continue to be effective. The maximum amount of liability under such agreements will be the higher of 10 million yen or the minimum amount of liability prescribed in Article 425, Paragraph 1 of the Companies Act.
8. Mr. Tomoo Onishi currently serves as Outside Director of the Company. He will have served as Outside Director for eight (8) years at the conclusion of this General Meeting of Shareholders.
9. Mr. Koji Makino currently serves as Outside Director of the Company. He will have served as Outside Director for

six (6) years at the conclusion of this General Meeting of Shareholders.

10. The Company has entered into a directors and officers liability insurance contract with an insurance company. The contract covers damages to be borne by the insured that may arise from assuming liability for their execution of duties or receiving a claim for the pursuit of such liability. Each candidate will be insured under the insurance contract. The Company plans to renew the insurance contract upon expiration of the contract period.
11. The numbers in the parenthesis in the column “Number of shares of the Company held” above represent the number of shares held through the directors’ shareholding association as of October 5, 2023, which are not included in the number of shares specified before the parentheses.
12. The “Number of shares of the Company held” of Mr. Yasushi Obara includes 1,084,500 shares which are managed by himself.

**Proposal 3: Election of Three (3) Auditors**

The terms of office of all three (3) Auditors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes to elect three (3) Auditors.

The Audit & Supervisory Board has given its prior consent to this proposal.

The candidates for Auditor are as follows:

No.	Name (Date of birth)	Career summary, significant concurrent positions, and positions at the Company	Number of shares of the Company held (shares)
1	Kiyoshi Takai (April 19, 1960)	March 1992    Joined the Company October 2004    General Manager, Accounting Division, the Company October 2013    General Manager, Administration Division, the Company December 2019    Auditor, SPEEDFAM CO., LTD. (to present) December 2019    Auditor, the Company (to present)	700 (113)
2	Masashi Suyama (January 17, 1952)	April 1975    Joined KAO SOAP CO., LTD. (currently, KAO CORP.) May 2008    Audit & Supervisory Board Member, KAO CUSTOMER MARKETING CO., LTD. December 2014    Auditor, the Company (to present)	100 (818)
3	Masako Takahashi (January 13, 1969)	April 1999    Registered as a certified public accountant February 2002    Established MASAKO TAKAHASHI CERTIFIED PUBLIC ACCOUNTANT OFFICE (to present) November 2011    Registered as a certified public tax accountant December 2017    Auditor, the Company (to present) June 2023    Outside Director (Audit and Supervisory Committee Member), GSI CREOS CORP. (to present) September 2023    Auditor, ENECHAIN CORP. (to present)	- (-)

- There is no special interest between each candidate and the Company.
- Mr. Masashi Suyama and Ms. Masako Takahashi are candidates for Outside Auditor.  
The Company has submitted a notification designating Mr. Masashi Suyama and Ms. Masako Takahashi as independent officers to the Tokyo Stock Exchange in accordance with the regulations of the Tokyo Stock Exchange. If the election of both candidates is approved, the Company will continue to designate them as independent officers of the Company.
- As Mr. Masashi Suyama has an extensive experience and knowledge of manufacturing industry, the Company believes that he will perform a fair audit as Outside Auditor. Therefore, the Company proposes to elect him as Outside Auditor. Mr. Masashi Suyama will have served as Outside Auditor for nine (9) years at the conclusion of this General Meeting of Shareholders.
- As Ms. Masako Takahashi has an extensive experience and knowledge as a certified public accountant, the Company believes that she will perform a fair audit as Outside Auditor. Therefore, the Company proposes to elect her as Outside Auditor. Ms. Masako Takahashi will have served as Outside Auditor for six (6) years at the conclusion of this General Meeting of Shareholders.
- The Company has entered into agreements to limit liability for damages as prescribed in Article 423, Paragraph 1 of the Companies Act with Messrs. Kiyoshi Takai and Masashi Suyama and Ms. Masako Takahashi in accordance with the provisions of Article 427, Paragraph 1 of the same Act. If the three (3) candidates are elected as originally proposed, such liability limitation agreements will continue to be effective. The maximum amount of liability under such agreements will be the higher of 10 million yen or the minimum amount of liability prescribed in Article 425, Paragraph 1 of the Companies Act.
- The Company has entered into a directors and officers liability insurance contract with an insurance company. The contract covers damages to be borne by the insured that may arise from assuming liability for their execution of duties or receiving a claim for the pursuit of such liability. Each candidate will be insured under the insurance contract. The Company plans to renew the insurance contract upon expiration of the contract period.
- The numbers in the parenthesis in the column "Number of shares of the Company held" above represent the number of shares held through the directors' shareholding association as of October 5, 2023, which are not included in the number of shares specified before the parentheses.

(Reference) Expertise and experience (skills matrix) of director and auditor candidates

	Name	Corporate management	Finance/ Accounting/ Compliance	Engineering/ Manufacturing	Sales/ Marketing	International/ Domestic business
Director candidate	Yasushi Obara	x	x	x	x	x
	Norifumi Kobayashi	x	x	x		x
	Mitsuhisa Yamashita	x	x	x	x	x
	Tomoo Onishi	x	x			
	Koji Makino	x	x		x	x
Auditor candidate	Kiyoshi Takai		x	x		x
	Masashi Suyama			x	x	x
	Masako Takahashi	x	x			x