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(Securities Code 1833)
June 7, 2021

To Shareholders with Voting Rights:

Takanori Okumura
President and Representative Director
OKUMURA CORPORATION
2-2-2, Matsuzaki-cho, Abeno-ku,
Osaka-shi, Osaka

NOTICE OF THE 84TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

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

Notice is hereby given that the 84th Annual General Meeting of Shareholders of OKUMURA CORPORATION (the “Company”) will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights in accordance with the guide below.

1. Date and Time

Tuesday, June 29, 2021 at 10:00 a.m. (Japan time)

2. Place

Head Office of the Company, located at
2-2-2, Matsuzaki-cho, Abeno-ku, Osaka-shi, Osaka

3. Meeting Agenda

- Matters to be reported:**
1. The Business Report and the Consolidated Financial Statements for the 84th Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
 2. Non-consolidated Financial Statements for the 84th Fiscal Year (April 1, 2020 - March 31, 2021)

- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Seven (7) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Guide to Exercising Voting Rights

When Attending the General Meeting of Shareholders

Date and time of the General Meeting of Shareholders

Tuesday, June 29, 2021, at 10:00 a.m. (Japan time)

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- To save electricity, the venue will be moderately air conditioned and the Cool Biz (light clothing) dress code will be observed at the meeting. Shareholders who attend the meeting are encouraged to wear light clothing.

If You Are Unable to Attend the Meeting

◎ Exercising Voting Rights in Writing

Deadline for Exercise

To be received by no later than 5:15 p.m. Monday, June 28, 2021 (Japan time)

- Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form, and return it so that it is received by the deadline for exercise. Furthermore, if there is no indication of a vote for or against any proposal, it shall be treated as an indication of consent for the proposal.

◎ Exercising Voting Rights via the Internet, etc.

Deadline for Exercise

Monday, June 28, 2021 at 5:15 p.m. (Japan time)

- Please access the voting rights exercise website, and enter your vote for or against the proposals by following the guidance onscreen.

Voting rights exercise website: <https://www.web54.net>

- Shareholders may use the voting rights exercise website for smartphones (“smart voting”). Please refer to the next page for details.
- If voting rights are exercised both in writing and via the Internet, etc., the vote received via the Internet, etc. will be treated as the valid exercise of voting rights. In addition, if voting rights are exercised multiple times via the Internet, etc., the final vote exercised will be treated as the valid exercise of voting rights.

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- ◎ The following items are posted on the Company’s website in accordance with the provisions of laws and regulations as well as Article 30 of the Company’s Articles of Incorporation, and therefore are not provided in the attached documents to this Notice.

(1) Notes to Consolidated Financial Statements

(2) Notes to Non-consolidated Financial Statements

Furthermore, the above documents constitute part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor when preparing the accounting audit report, and also constitute part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit and Supervisory Committee when preparing the audit report.

- ◎ Should the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements or the Consolidated Financial Statements require revisions, the revised versions will be posted on the Company’s website.

The Company’s website: <http://www.okumuragumi.co.jp>

Guide to Exercising Voting Rights via the Internet, etc.

Exercise of voting rights via the Internet is only possible by accessing the voting rights exercise website designated by the Company.

Deadline for Exercise: Monday, June 28, 2021 at 5:15 p.m. (Japan time)

Voting rights exercise website: <https://www.web54.net>

How to exercise voting rights with “smart voting”

By scanning the “smartphone voting website login QR code” printed on the enclosed Voting Rights Exercise Form, you can access the voting rights exercise website without entering the “voting rights exercise code” and “password.”

You can exercise your voting rights ONLY ONCE with “smart voting.”

To change your vote after exercising your voting rights, it is required to enter the “voting rights exercise code” and “password.”

* Connection fees to providers and telecommunications fees (telephone fees, etc.) to telecommunication carriers arising from using the voting rights exercise website shall be borne by the shareholder.

How to enter the voting rights exercise code and password

Steps to follow when using the voting rights exercise website:

Please access the voting rights exercise website and enter the “voting rights exercise code” printed on the enclosed Voting Rights Exercise Form. After logging in to the website, please enter the “password” and register your vote for or against the proposals by following the guidance onscreen.

Inquiries concerning the exercise of voting rights via the Internet

For inquiries concerning the exercise of voting rights via the Internet,
please contact:

Sumitomo Mitsui Trust Bank
Stock Transfer Agency Website, Dedicated Hotline
0120-652-031 [Business hours: 9:00 a.m. – 9:00 p.m. (Japan time)]

For Institutional Investors

Institutional investors may exercise voting rights via electromagnetic means from the “Electronic Voting System Platform” operated by ICJ, Inc.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company recognizes the distribution of profits as one of the most important managerial issues. For the fiscal year under review, the Company proposes the year-end dividend and the appropriation of surplus as shown below based on its basic policy to return profits to shareholders in line with a total return ratio (consolidated) of 50% or more and a payout ratio (consolidated) of 30% or more (regardless of the Company's business performance, set a minimum stable dividend of ¥45 per share) in comprehensive consideration of the Company's financial situation and other factors.

1. Year-end dividend

(1) Type of property for dividend

Cash

(2) Allotment of property for dividends to shareholders and total amount thereof

¥103 per share of the Company's common stock

Total amount: ¥3,896,129,809

The total annual dividend for the term will be ¥140 per share combined with the interim dividend of ¥37.

(3) Effective date of distribution of surplus

June 30, 2021

2. Appropriation of surplus

(1) Item and amount of surplus that will increase

Retained earnings brought forward

¥9,700,000,000

(2) Item and amount of surplus that will decrease

General reserve

¥9,700,000,000

Proposal 2: Election of Seven (7) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office of all of the seven (7) current Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies hereinafter for Proposal 2) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of seven (7) Directors is proposed.

As regards this proposal, the Audit and Supervisory Committee has expressed the opinion that the candidates are appropriate as Directors of the Company.

The candidates are as follows:

No.	Name	Positions and responsibilities	Attendance at meetings of the Board of Directors (number of times attended / number of meetings)
1	<input type="checkbox"/> Reelection Takanori Okumura	President and Representative Director	100% (13 times / 13 times)
2	<input type="checkbox"/> Reelection Yuichi Mizuno	Director and Executive Vice President General Manager of Marketing & Sales Headquarters	100% (13 times / 13 times)
3	<input type="checkbox"/> Reelection Kenji Kotera	Director and Managing Executive Officer General Manager of Civil Engineering Headquarters	100% (13 times / 13 times)
4	<input type="checkbox"/> Reelection Atsushi Tanaka	Representative Director and Managing Executive Officer General Manager of Administration Headquarters	100% (13 times / 13 times)
5	<input type="checkbox"/> Reelection Toru Osumi	Director and Managing Executive Officer General Manager of West Japan Branch Office	100% (10 times / 10 times)
6	<input type="checkbox"/> Reelection Masahiro Kaneshige	Director and Managing Executive Officer General Manager of East Japan Branch Office	100% (10 times / 10 times)
7	<input type="checkbox"/> New election Tamotsu Tsuchiya	Managing Executive Officer General Manager of Building Headquarters	—



No.

1 Takanori Okumura

(March 15, 1962)

Reelection

● Career summary, positions, responsibilities and significant concurrent positions

April 1986	Joined the Company	April 2001	In charge of Marketing & Sales
May 1994	Deputy General Manager of Kansai Branch Office	December 2001	President and Representative Director (current position)
June 1994	Director		
December 1995	General Manager of Marketing & Sales Department, Tokyo Branch Office		
April 2001	Managing Director		

< Significant concurrent positions >
Chairman of National General Contractors Association of Japan

● Number of shares of the Company held

467,825 shares

● Attendance at meetings of the Board of Directors

100% (13/13)

Reason for Nomination as a Candidate for Director

Takanori Okumura has demonstrated strong leadership at the forefront of management as President and Representative Director, and has a deep knowledge of general management in the construction industry, and therefore he is nominated as a candidate.



No.

2 Yuichi Mizuno

(July 22, 1953)

Reelection

● Career summary, positions, responsibilities and significant concurrent positions

April 1979	Joined the Company	June 2010	Director and Executive Officer
March 2004	General Manager of Civil Engineering Works Department, Nagoya Branch	April 2014	Director and Managing Executive Officer
April 2006	General Manager of Civil Engineering Works Department I, Tokyo Branch Office	April 2014	General Manager of East Japan Branch Office
April 2007	General Manager of Civil Engineering Management Department, Tokyo Branch Office	April 2015	Director and Senior Managing Executive Officer
October 2008	Deputy General Manager of East Japan Branch Office (in charge of Civil Engineering Business)	April 2020	Director and Executive Vice President (current position)
		April 2020	General Manager of Marketing & Sales Headquarters (current position)

● Number of shares of the Company held

19,601 shares

● Attendance at meetings of the Board of Directors

100% (13/13)

Reason for Nomination as a Candidate for Director

Yuichi Mizuno has served in positions including Deputy General Manager of East Japan Branch Office; General Manager of East Japan Branch Office; and General Manager of Marketing & Sales Headquarters, and possesses abundant specialist knowledge through his experience over many years in civil engineering-related, and marketing- and sales-related departments, in addition to a deep knowledge of the Company's operations, and therefore he is nominated as a candidate.



No.

3 Kenji Kotera

(March 18, 1956)

Reelection

● Career summary, positions, responsibilities and significant concurrent positions

April 1980	Joined the Company	June 2016	Executive Officer
April 2009	Deputy General Manager of West Japan Branch Office (in charge of Civil Engineering Business)	April 2017	Managing Executive Officer
June 2013	Executive Officer	April 2017	General Manager of Civil Engineering Headquarters (current position)
June 2014	Director and Executive Officer	June 2017	Director and Managing Executive Officer (current position)

● Number of shares of the Company held

12,978 shares

● Attendance at meetings of the Board of Directors

100% (13/13)

Reason for Nomination as a Candidate for Director

Kenji Kotera has served in positions including Deputy General Manager of West Japan Branch Office and General Manager of Civil Engineering Headquarters, and possesses abundant specialist knowledge through his experience over many years in civil engineering-related departments, in addition to a deep knowledge of the Company's operations, and therefore he is nominated as a candidate.



No.

4 Atsushi Tanaka

(June 5, 1959)

Reelection

● Career summary, positions, responsibilities and significant concurrent positions

April 1982	Joined the Company	April 2017	Director and Managing Executive Officer
April 2004	General Manager of Finance & Accounting Department, Administration Headquarters	April 2017	General Manager of Administration Headquarters (current position)
June 2014	Director and Executive Officer	June 2017	Representative Director and Managing Executive Officer (current position)
June 2014	Deputy General Manager of Administration Headquarters and General Manager of Finance & Accounting Department		

● Number of shares of the Company held

13,351 shares

● Attendance at meetings of the Board of Directors

100% (13/13)

Reason for Nomination as a Candidate for Director

Atsushi Tanaka has served in positions including General Manager of Finance & Accounting Department, Administration Headquarters; Deputy General Manager of Administration Headquarters; and General Manager of Administration Headquarters, and possesses abundant specialist knowledge through his experience over many years in administrative departments, in addition to a deep knowledge of the Company's operations, and therefore he is nominated as a candidate.



No.

5 Toru Osumi

(February 3, 1958)

Reelection

● Career summary, positions, responsibilities and significant concurrent positions

April 1981	Joined the Company	April 2020	Managing Executive Officer
March 2013	General Manager of Civil Engineering Marketing & Sales Management Department, Kansai Branch, West Japan Branch Office	April 2020	General Manager of West Japan Branch Office (current position)
April 2017	General Manager of Kyushu Branch, West Japan Branch Office	June 2020	Director and Managing Executive Officer (current position)
January 2018	Executive Officer		

● Number of shares of the Company held

7,271 shares

● Attendance at meetings of the Board of Directors

100% (10/10)

Reason for Nomination as a Candidate for Director

Toru Osumi has served in positions including General Manager of Civil Engineering Marketing & Sales Management Department, Kansai Branch, West Japan Branch Office; General Manager of Kyushu Branch, West Japan Branch Office; and General Manager of West Japan Branch Office, and possesses abundant specialist knowledge through his experience over many years in civil engineering-related, and marketing- and sales-related departments, in addition to a deep knowledge of the Company's operations, and therefore he is nominated as a candidate.



No.

6 Masahiro Kaneshige

(March 8, 1966)

Reelection

● Career summary, positions, responsibilities and significant concurrent positions

April 1988	Joined the Company	April 2020	Managing Executive Officer
April 2015	General Manager of Building Marketing & Sales Management Department, Tokyo Branch, East Japan Branch Office	April 2020	General Manager of East Japan Branch Office (current position)
April 2019	Executive Officer	June 2020	Director and Managing Executive Officer (current position)
April 2019	General Manager of Tokyo Branch, East Japan Branch Office		

● Number of shares of the Company held

6,168 shares

● Attendance at meetings of the Board of Directors

100% (10/10)

Reason for Nomination as a Candidate for Director

Masahiro Kaneshige has served in positions including General Manager of Building Marketing & Sales Management Department, Tokyo Branch, East Japan Branch Office; General Manager of Tokyo Branch, East Japan Branch Office; and General Manager of East Japan Branch Office, and possesses abundant specialist knowledge through his experience over many years in civil engineering-related, and marketing- and sales-related departments, in addition to a deep knowledge of the Company's operations, and therefore he is nominated as a candidate.



No.

7 Tamotsu Tsuchiya

(February 8, 1959)

New election

● Career summary, positions, responsibilities and significant concurrent positions

April 1981	Joined the Company	April 2020	Executive Officer
April 2012	General Manager of Building Cost Control Department, East Japan Branch Office	April 2020	General Manager of Safety, Quality & Environment Headquarters
April 2018	General Manager in charge of Cost Control, Building Cost Control Department, East Japan Branch Office	April 2021	Managing Executive Officer (current position)
		April 2021	General Manager of Building Headquarters (current position)
April 2019	Deputy General Manager of Safety, Quality & Environment Headquarters		

● Number of shares of the Company held

5,055 shares

Reason for Nomination as a Candidate for Director

Tamotsu Tsuchiya has served in positions including Deputy General Manager of Safety, Quality & Environment Headquarters; General Manager of Safety, Quality & Environment Headquarters; and General Manager of Building Headquarters, and possesses abundant specialist knowledge through his experience over many years in building-related departments, in addition to a deep knowledge of the Company's operations, and therefore he is nominated as a candidate.

- Notes: 1. There are no special interests between each of the candidates and the Company.
2. The attendance at meetings of the Board of Directors of Toru Osumi and Masahiro Kaneshige is shown only at meetings of the Board of Directors held after their election as Directors at the 83rd Annual General Meeting of Shareholders held on June 26, 2020.
3. In order to ensure that directors can fully perform their expected roles, the Company has concluded with an insurance company a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The contract designates all Directors as the insured and covers damages and litigation expenses incurred by the insured if the insured is subject to a claim for damages during the insurance period due to an act committed by them. However, the insurance contract includes a clause concerning a deductible and does not cover any damages up to the deductible amount. The Company bears the entire premium, including special clauses, and the insured is not responsible for paying any substantial premium. If Proposal 2 is approved as originally proposed, the said insurance contract will insure each of the candidates, and the Company will renew the contract continuously.

Reference: Composition of the Board of Directors

If Proposal 2 is approved as originally proposed, the composition of the Company's Board of Directors will be as follows:

Position	Name	Responsibilities	Significant concurrent positions
President and Representative Director	Takanori Okumura		Chairman of National General Contractors Association of Japan
Director	Yuichi Mizuno	Executive Vice President General Manager of Marketing & Sales Headquarters	
Director	Kenji Kotera	Managing Executive Officer General Manager of Civil Engineering Headquarters	
Representative Director	Atsushi Tanaka	Managing Executive Officer General Manager of Administration Headquarters	
Director	Toru Osumi	Managing Executive Officer General Manager of West Japan Branch Office	
Director	Masahiro Kaneshige	Managing Executive Officer General Manager of East Japan Branch Office	
Director	Tamotsu Tsuchiya	Managing Executive Officer General Manager of Building Headquarters	
Outside Director (Audit and Supervisory Committee Member)	Tetsuo Kodera		Attorney-at-law (Representative of Kodera Law Office) Outside Director of Samty Co., Ltd.
Director (Full-time Audit and Supervisory Committee Member)	Harumitsu Yoshimura		
Outside Director (Audit and Supervisory Committee Member)	Hiroyo Yashiro		Attorney-at-law (Iino Yashiro Law Office)
Outside Director (Audit and Supervisory Committee Member)	Hideshi Nio		Certified public tax accountant (Representative of Nio Tax Accountant Office)
Outside Director (Audit and Supervisory Committee Member)	Kenji Nishihara		Certified public accountant (Representative of Nishihara CPA Office)