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【COVER】

【Document Submitted】	Extraordinary Report (“Rinji-Houkokusho”)
【Filed to】	Director, Kanto Local Finance Bureau
【Date of Submission】	March 27, 2024
【Company Name】	Nabtesco Kabushiki-Kaisha
【Company Name (in English)】	Nabtesco Corporation
【Position and Name of Representative】	Kazumasa Kimura, Representative Director
【Location of Head Office】	7-9, Hirakawacho 2-chome, Chiyoda-ku, Tokyo
【Phone No.】	+81-3-5213-1134
【Contact for Communications】	Yasushi Minegishi, General Manager, Corporate Communication Div.
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【Contact for Communications】	Yasushi Minegishi, General Manager, Corporate Communication Div.
【Place Where Available for Public Inspection】	Tokyo Stock Exchange, Inc. 2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo

1 【Reason for Submitting】

At the 21st Ordinary General Meeting of Shareholders of the Company (the “Meeting”) held on March 26, 2024, items for resolution were made, therefore, this document is submitted pursuant to the provisions of Article 24-5, paragraph 4 of the Financial Instruments and Exchange Act and Article 19, paragraph 2, item ix-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc.

2 【Content of Report】

(1) Date of the Meeting

March 26, 2024

(2) Details of the proposals to be resolved

Proposal No. 1: Distribution of Surplus

1) Matters concerning allotment of property dividends to shareholders and the total amount

Divided per share of common stock: 40 yen

Total amount of dividends: 4,825,137,160 yen

2) Effective date for distribution of surplus

March 27, 2024

Proposal No. 2: Election of Ten Directors

Election of Mr. Kazumasa Kimura, Mr. Atsushi Habe, Mr. Toshiya Fujiwara, Mr. Seiji Takahashi, Mr. Kiyoshi Ando, Ms. Mari Iizuka, Ms. Naoko Mizukoshi, Mr. Naoki Hidaka, Mr. Toshiya Takahata and Mr. Seiichiro Shirahata as Directors.

Proposal No. 3: Election of Three Audit & Supervisory Board Members

Election of Mr. Yasuhito Nakagawa, Mr. Masatoshi Hitomi and Mr. Yasuhiro Tanabe as Audit & Supervisory Board Members.

Proposal No. 4: Revision of Remuneration for Directors

The remuneration for Directors will be revised from “400 million yen or less per annum (including 50 million yen or less per annum for Outside Directors)” to “400 million yen or less per annum (including 70 million yen or less per annum for Outside Directors).”

- (3) Number of voting rights that were exercised as the manifestation of the intention of approval, disapproval or abstain for the items for resolution; requirements for approval thereof; and resolution results thereof

Proposal to be resolved	Approval (units)	Disapproval (units)	Abstain (units)	Requirement for approval	Resolution result and approval rate (%)
Proposal No. 1 Distribution of Surplus	968,450	1,394	0	(note 1)	Approved 99.50
Proposal No. 2 Election of Ten Directors					
Kazumasa Kimura	890,698	79,124	15	(note 2)	Approved 91.51
Atsushi Habe	927,288	42,539	15		Approved 95.27
Toshiya Fujiwara	926,969	42,858	15		Approved 95.24
Seiji Takahashi	927,219	42,608	15		Approved 95.26
Kiyoshi Ando	909,144	60,683	15		Approved 93.41
Mari Iizuka	961,769	8,059	15		Approved 98.81
Naoko Mizukoshi	961,904	7,924	15		Approved 98.83
Naoki Hidaka	961,641	8,187	15		Approved 98.80
Toshiya Takahata	961,969	7,859	15		Approved 98.83
Seiichiro Shirahata	961,844	7,984	15		Approved 98.82
Proposal No. 3 Election of Three Audit & Supervisory Board Members					
Yasuhito Nakagawa	942,321	27,527	0	(note 2)	Approved 96.81
Masatoshi Hitomi	967,888	1,961	0		Approved 99.44
Yasuhiro Tanabe	967,704	2,145	0		Approved 99.42
Proposal No. 4 Revision of Remuneration for Directors	965,508	3,531	810	(note 1)	Approved 99.20

Notes:

- 1) A majority of the approval votes of the shareholders who are entitled to exercise their voting rights and present at the meeting.
- 2) A majority of the approval votes of the shareholders who are entitled to exercise their voting rights and present at the meeting where the shareholders holding one third or more of the total voting rights of the shareholders who are entitled to exercise their voting rights are present.

- (4) Reason for not including certain voting rights held by shareholders attending the Meeting in the number of voting rights exercised for approval or disapproval of or abstain from each matter resolved

The sum of the number of voting rights exercised up to and including the day before the meeting and the number of voting rights held by principal shareholders whose votes had been confirmed on the day of the meeting met the approval or denial requirements for each matter to be resolved. Accordingly, the number of voting rights held by shareholders (other than principal shareholders) attending the Meeting and exercised for approval, disapproval or abstention have not been included.

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