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(Securities Code 8078)
June 26, 2025

To Our Shareholders:

Yoichi Nakagawa
Representative Director and President
Hanwa Co., Ltd.
4-3-9 Fushimi-machi,
Chuo-ku, Osaka, Japan

NOTICE OF RESOLUTIONS OF THE 78TH ORDINARY GENERAL SHAREHOLDERS MEETING

We are pleased to announce that the matters outlined below were reported and resolved at the 78th Ordinary General Shareholders Meeting of Hanwa Co., Ltd. (the “Company”) held on June 26, 2025.

Matters reported:

1. The Business Report, Consolidated Financial Statements for the Company’s 78th Fiscal Year (April 1, 2024 - March 31, 2025) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. Non-Consolidated Financial Statements for the Company’s 78th Fiscal Year (April 1, 2024 - March 31, 2025)
- The particulars of the above 1 and 2 were reported.

Proposals resolved:

Proposal No. 1: Appropriation of Surplus

The proposal was approved and adopted as proposed.
The year-end dividend was decided to be ¥120 per share. The annual dividend for the current fiscal year is ¥225 per share, together with an interim dividend of ¥105 per share.

Proposal No. 2: Partial Amendments to the Articles of Incorporation

The proposal was approved and adopted as proposed.
The details of the amendments are as follows.

- (1) In accordance with transition to a company with an Audit and Supervisory Committee, changes such as the establishment of new provisions regarding Directors who are Audit and Supervisory Committee Members and the Audit and Supervisory Committee, as well as the deletion of provisions regarding Corporate Auditors and the Board of Corporate Auditors, were made.
- (2) Necessary changes were made in accordance with the above changes, such as amendments to article numbers and wording.

Proposal No. 3: Election of Ten (10) Directors (Excluding Directors who are Audit and Supervisory Committee Members)

The proposal was approved and adopted as proposed.

Yoichi Nakagawa, Hiromasa Yamamoto, Yasushi Hatanaka, Yoichi Sasayama, Keiji Matsubara, Hisashi Honda, Ryuji Hori, Kamezo Nakai, Reiko Furukawa and Chika Sato were elected as Directors and assumed their respective offices.
Ryuji Hori, Kamezo Nakai, Reiko Furukawa and Chika Sato are Outside Directors.

- Proposal No. 4:** Election of Four (4) Directors who are Audit and Supervisory Committee Members
The proposal was approved and adopted as proposed.
Hideo Kawanishi, Hideyuki Takahashi, Naoya Sakurai and Hisanori Kokuga were elected as Directors who are Audit and Supervisory Committee Members and assumed their respective offices.
Hideyuki Takahashi, Naoya Sakurai and Hisanori Kokuga are Outside Directors who are Audit and Supervisory Committee Members.
- Proposal No. 5:** Setting of Remuneration for Directors (Excluding Directors who are Audit and Supervisory Committee Members)
The proposal was approved and adopted as proposed.
The amount of monetary remuneration for Directors (Excluding Directors who are Audit and Supervisory Committee Members) was set at no more than 860 million yen per year(of which, no more than 100 million yen per year will be paid to Outside Directors).
- Proposal No. 6:** Setting of Remuneration for Directors who are Audit and Supervisory Committee Members
The proposal was approved and adopted as proposed.
The amount of monetary remuneration for Directors who are Audit and Supervisory Committee Members was set at no more than 120 million yen per year.
- Proposal No. 7:** Setting of Remuneration for Granting Restricted Stock to Executive Directors
The proposal was approved and adopted as proposed.
The total amount of monetary remuneration to be provided for granting restricted stock to Executive Directors was decided to be within 150 million yen per year, and the total number of shares of common stock of the Company to be issued or disposed pursuant to this proposal was decided not to exceed 50,000 shares per year.

Notice

The new Directors after the conclusion of the Ordinary General Shareholders Meeting are as follows:

Representative Director and President		Yoichi Nakagawa
Representative Director and Executive Vice President		Hiromasa Yamamoto
Director and Executive Vice President		Yasushi Hatanaka
Director and Senior Managing Executive Officer		Yoichi Sasayama
Director and Senior Managing Executive Officer		Keiji Matsubara
Director and Managing Executive Officer		Hisashi Honda
Director	(*)	Ryuji Hori
Director	(*)	Kamezo Nakai
Director	(*)	Reiko Furukawa
Director	(*)	Chika Sato
Director, Audit and Supervisory Committee Member (Full-time)		Hideo Kawanishi
Director, Audit and Supervisory Committee Member	(*)	Hideyuki Takahashi
Director, Audit and Supervisory Committee Member	(*)	Naoya Sakurai
Director, Audit and Supervisory Committee Member	(*)	Hisanori Kokuga

(*) Outside Director

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Payment of Year-end Dividend

The year-end dividend for the Company's 78th Fiscal Year will be paid out during the payment period, at your nearby branch and local office of Japan Post Bank Co., Ltd. located throughout Japan and post office (bank agent), in accordance with the "Dividend Payment Certificate." If you have already designated a specific account to which we should transfer the dividend, please refer to the "Dividend Statement" and "Information concerning Accounts Used for the Direct Deposit of Dividends," which were sent to you. With regard to the account to receive dividends, if you have selected the method of allocation in proportion to the number of shares held, please contact your account management institution (such as a securities company).