

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 8032

June 11, 2020

Dear Shareholders:

Akihiko Watanabe  
Representative Director, President  
**Japan Pulp & Paper Co., Ltd.**  
Forefront Tower,  
3-12-1 Kachidoki, Chuo-Ku, Tokyo

## NOTICE OF THE 158TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are hereby notified of the 158th Ordinary General Meeting of Shareholders of JAPAN PULP AND PAPER COMPANY LIMITED (the “Company”), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights by postal mail or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights following the instructions provided no later than 5:15 p.m. on Friday, June 26, 2020 (Japan Standard Time).

- 1. Date and Time:** Monday, June 29, 2020 at 11:00 a.m. (Japan Standard Time)  
(Reception opens at 10:00 a.m.)
- 2. Venue:** TOKYO CONVENTION HALL  
5F TOKYO SQUARE GARDEN  
3-1-1 Kyobashi, Chuo-ku, Tokyo

### 3. Purposes:

#### Items to be reported:

1. Business Report and Consolidated Financial Statements for the 158th Term (from April 1, 2019 to March 31, 2020), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 158th Term (from April 1, 2019 to March 31, 2020)

#### Items to be resolved:

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Partial amendments to the Articles of Incorporation
- Proposal 3:** Election of six (6) Directors of the Board
- Proposal 4:** Election of two (2) Audit & Supervisory Board Members

## **Exercising Your Voting Rights**

### **Voting by attending the meeting in person**

Please bring the enclosed voting form to the meeting and submit it at the reception.

Date and time: Monday, June 29, 2020 at 11:00 a.m. (Japan Standard Time) (Reception opens at 10:00 a.m.)

Venue: TOKYO CONVENTION HALL

5F TOKYO SQUARE GARDEN

3-1-1 Kyobashi, Chuo-ku, Tokyo

In order to prevent the spread of the novel coronavirus disease (COVID-19), we ask you to refrain from attending the meeting in person, if at all possible, and exercise your voting rights in advance by postal mail or via the Internet, etc., as described below.

Please kindly note that souvenirs, which were previously distributed on the day of the General Meeting of Shareholders, will not be offered this time.

When nominating a proxy to attend the meeting on your behalf, a letter of attorney, your voting form, and the voting form of the person representing you must be submitted at the reception. (The Company's Articles of Incorporation specify that a proxy must be one (1) shareholder of the Company with voting rights.)

### **Voting by postal mail**

Please indicate your approval or disapproval of each proposal on the enclosed voting form and return it as soon as possible by postal mail.

Deadline: Must arrive by Friday, June 26, 2020 at 5:15 p.m. (Japan Standard Time)

Where no indication is given either for approval or disapproval of a proposal on the voting form, it will be treated as an expression of approval.

### **Voting via the Internet**

Please access the voting website specified by the Company (<https://www.web54.net>) and enter the voting rights exercise code and password provided on the enclosed voting form. Then follow the instructions on the screen and enter your approval or disapproval by the following deadline.

Deadline: Must complete entry by Friday, June 26, 2020 at 5:15 p.m. (Japan Standard Time)

When voting rights are exercised both by postal mail and the Internet, the votes cast via the Internet will take precedence regardless of the date and time of arrival.

In case voting rights are exercised more than once via the Internet, the last votes cast will be regarded as valid.

## Reference Documents for the General Meeting of Shareholders

### Proposals and Reference Information

**Proposal 1:** Appropriation of surplus

The Company proposes to appropriate surplus as follows:

Matters related to year-end dividends

The Company positions the return of profit to shareholders as an important measure in management, and will strive to establish a stable and robust management base in the long term with the aim of increasing corporate value. The basic policy on dividends is to continue stable dividends, with consideration also given to trends in consolidated performance.

Based on this basic policy, the Company proposes year-end dividends as follows at 55 yen per share.

Accordingly, since the Company paid an interim dividend of 55 yen per share, the annual dividend for the fiscal year under review is 110 yen per share.

1. Type of dividend property  
Cash
2. Allocation of dividend property to shareholders and total amount thereof  
55 yen per common share of the Company  
Total amount of dividends: 758,872,235 yen
3. Effective date of distribution of dividends of surplus  
June 30, 2020

**Proposal 2:** Partial amendments to the Articles of Incorporation

1. Reasons for amendments

In order to ensure implement of flexible dividend and capital policies, the Company proposes to newly establish Article 43 (Organizational Body to Determine Dividends of Surplus, Etc.) to the Articles of Incorporation to replace the current Article 44 (Dividends of Surplus) so as to enable the distribution of surplus of dividend, etc. by resolution of the Board of Directors in accordance with the provisions of Article 459, paragraph 1 of the Companies Act, as well as to amend Article 45 (Record Date for Dividends of Surplus), and to delete the current Article 7 (Acquisition of Own Shares) and Article 46 (Interim Dividends) as they shall become redundant.

2. Details of amendments

The details of the amendments are as follows:

(Amendments are underlined)

Current Articles of Incorporation	Proposed amendments
<p>(Acquisition of Own Shares)  <u>Article 7.</u>  <u>The Company may, by resolution of the Board of Directors, acquire its own shares pursuant to the provisions of Article 165, paragraph 2 of the Companies Act.</u>            Articles <u>8</u> to <u>43</u> (Omitted)            (Dividends of Surplus)  <u>Article 44.</u>  <u>The Company’s surplus shall be distributed by resolution of a General Meeting of Shareholders.</u>            (Newly established)</p> <p>(Record Date for Dividends of Surplus)  <u>Article 45.</u>            1 The record date for year-end dividends of the Company shall be March 31 of each year.            (Newly established)</p> <p>2 In addition to the provisions of <u>the preceding paragraph</u>, the Company may pay dividends of surplus by setting a record date.</p> <p>(Interim Dividend)  <u>Article 46.</u>  <u>Pursuant to the provisions of Article 454, paragraph 5 of the Companies Act, the Company may, by resolution of the Board of Directors, pay interim dividends with a record date of September 30 of each year.</u>            Article <u>47</u>. (Omitted)</p>	<p>(Deleted)</p> <p>Articles <u>7</u> to <u>42</u> (Unchanged)            (Deleted)</p> <p>(Organizational Body to Determine Dividends of Surplus, Etc.)  <u>Article 43.</u>  <u>Unless otherwise provided for by laws and regulations, the Company may, by resolution of the Board of Directors, determine dividends of surplus and other matters set forth in the items of Article 459, paragraph 1 of the Companies Act.</u>            (Record Date for Dividends of Surplus)  <u>Article 44.</u>            1 The record date for year-end dividends of the Company shall be March 31 of each year.            2 <u>The record date for interim dividends of the Company shall be September 30 of each year.</u>            3 In addition to the provisions of <u>the preceding two paragraphs</u>, the Company may pay dividends of surplus by setting a record date.            (Deleted)</p> <p>Article <u>45</u>. (Unchanged)</p>

**Proposal 3:** Election of six (6) Directors of the Board

The term of office of all six (6) Directors of the Board will expire upon the conclusion of this meeting.

Therefore, the Company proposes to elect six (6) Directors (including two (2) Outside Directors).

The candidates for Directors of the Board are as follows:

No.	Name		Current position and responsibilities, etc. in the Company	
1	Reelection	Akihiko Watanabe	Representative Director President	
2	Reelection	Chihiro Katsuta	Representative Director Senior Executive Vice President CFO	
3	Reelection	Tomoyuki Miyazaki	Director of the Board Senior Executive Vice President COO Raw Materials & Environment	
4	Reelection	Kazuhiko Sakurai	Director of the Board Senior Executive Vice President Paperboard & Household Paper	
5	Reelection	Itaru Masuda	Director of the Board	[Outside Director of the Board] [Independent Officer]
6	Reelection	Sumiko Takeuchi	Director of the Board	[Outside Director of the Board] [Independent Officer]

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
1	<p style="text-align: center;">Akihiko Watanabe (September 8, 1959) [Reelection] Attendance at meetings of the Board of Directors 18/18</p>	<p>Apr. 1982      Joined the Company</p> <p>June 2009      Corporate Officer Deputy General Manager, Global Business Division of the Company</p> <p>June 2010      Executive Officer General Manager, Sales Promotion Division of the Company</p> <p>Apr. 2012      Executive Officer General Manager, International Business Division of the Company</p> <p>Apr. 2013      Executive Officer of the Company President of Japan Pulp &amp; Paper (U.S.A.) Corp.</p> <p>Apr. 2015      Executive Vice President of the Company President of Japan Pulp &amp; Paper (U.S.A.) Corp.</p> <p>Apr. 2016      Executive Vice President Global Business General Manager, International Sales Division of the Company</p> <p>June 2016      Director of the Board Executive Vice President Global Business General Manager, International Sales Division of the Company</p> <p>Apr. 2017      Representative Director President of the Company (present position)</p>	2,500
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Akihiko Watanabe held important posts in the global business division over many years. As Representative Director, and President of the Company, he has been working to build a stable profit base for the Group since 2017 with the cores of enhancement of diversified individual businesses and manifestation of synergies. In addition to his abundant experience and knowledge on the global management, he possesses both outstanding character and insight. We expect him to contribute to improvement of the corporate value of the Group overall. Accordingly, we have determined that he will continue to be a candidate for Director of the Board.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Chihiro Katsuta (February 15, 1959) [Reelection] Attendance at meetings of the Board of Directors 18/18</p>	<p>Apr. 1982      Joined the Company</p> <p>June 2009      Corporate Officer Deputy General Manager, Finance &amp; Administration Division of the Company</p> <p>June 2010      Executive Officer General Manager, Management Planning Division of the Company</p> <p>Apr. 2014      Executive Vice President General Manager, Chubu Branch of the Company</p> <p>Apr. 2016      Executive Vice President Household Paper of the Company</p> <p>June 2016      Director of the Board Executive Vice President Household Paper of the Company</p> <p>Apr. 2017      Director of the Board Senior Executive Vice President CFO of the Company</p> <p>June 2019      Representative Director Senior Executive Vice President CFO of the Company (present position)</p>	2,500
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Chihiro Katsuta held important posts in the administration &amp; planning division over many years and worked to develop branch offices and strengthen and expand the Company's household paper operations. He is currently supervising administration overall as Representative Director of the Board, Senior Executive Vice President of the Company, while working to achieve more stable financial base and steadily promoting to enhance governance of the Group, thereby contributing to the development of the Group. In addition to his abundant experience and achievements as above, he possesses both outstanding character and insight. We expect him to contribute to improvement of the corporate value of the Group overall. Accordingly, we have determined that he will continue to be a candidate for Director of the Board.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	<p style="text-align: center;">Tomoyuki Miyazaki (June 2, 1954) [Reelection] Attendance at meetings of the Board of Directors 18/18</p>	<p>Apr. 1977      Joined the Company</p> <p>June 2010     Executive Officer General Manager, Kyushu Branch of the Company</p> <p>Apr. 2013     Executive Vice President General Manager, Kyushu Branch of the Company</p> <p>Apr. 2014     Executive Vice President General Manager, Newsprint &amp; Publication Paper Sales Division of the Company</p> <p>Apr. 2015     Executive Vice President Paper Sales &amp; Marketing of the Company</p> <p>June 2015     Director of the Board Executive Vice President Paper Sales &amp; Marketing of the Company</p> <p>Apr. 2016     Director of the Board Senior Executive Vice President Paper Sales &amp; Marketing of the Company</p> <p>Apr. 2017     Director of the Board Senior Executive Vice President COO Paper Sales &amp; Marketing of the Company</p> <p>Apr. 2018     Director of the Board Senior Executive Vice President COO of the Company</p> <p>Aug. 2018     Director of the Board Senior Executive Vice President COO Raw Materials &amp; Environment of the Company (present position)</p>	2,200
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Tomoyuki Miyazaki held important posts in the paper and industrial materials divisions and focused on the development of branch offices over many years. He is currently supervising sales overall as Director of the Board and Senior Executive Vice President of the Company, and is working to bolster profitability of each business through their self-sustaining growth and synergies between them, thereby contributing to the development of the Group. In addition to his abundant experience and achievements as above, he possesses both outstanding character and insight. We expect him to contribute to improvement of the corporate value of the Group overall. Accordingly, we have determined that he will continue to be a candidate for Director of the Board.</p>			



No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
4	<p style="text-align: center;">Kazuhiko Sakurai (January 10, 1959) [Reelection] Attendance at meetings of the Board of Directors 14/14</p>	<p>Apr. 1982      Joined the Company</p> <p>Apr. 2011      Executive Officer General Manager, Hokkaido Branch of the Company</p> <p>Apr. 2013      Executive Officer General Manager, Kitanihon Branch of the Company</p> <p>Apr. 2015      Executive Vice President Paperboard &amp; Household Paper of the Company</p> <p>June 2015      Director of the Board Executive Vice President Paperboard &amp; Household Paper of the Company</p> <p>Apr. 2016      Director of the Board Executive Vice President Paperboard of the Company</p> <p>Apr. 2017      Director of the Board Executive Vice President Paperboard &amp; Household Paper of the Company</p> <p>June 2017      Senior Executive Vice President Paperboard &amp; Household Paper of the Company</p> <p>June 2019      Director of the Board Senior Executive Vice President Paperboard &amp; Household Paper of the Company (present position)</p>	2,100
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Kazuhiko Sakurai held important posts in the paper division and focused on the development of branch offices as General Manager over many years. As Director of the Board and Senior Executive Vice President, he is currently supervising Paperboard &amp; Household Paper businesses of the Company, as well as working to develop downstream strategies and strengthen the supply chain in the areas of raw material procurement, manufacturing and sales, among others, thereby contributing to the development of the Group. In addition to his abundant experience and achievements as above, he possesses both outstanding character and insight. We expect him to contribute to improvement of the corporate value of the Group overall. Accordingly, we have determined that he will continue to be a candidate for Director of the Board.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
5	<p style="text-align: center;">Itaru Masuda (February 9, 1952) [Outside Director of the Board] [Independent Officer] [Reelection] Attendance at meetings of the Board of Directors 18/18</p>	<p>Apr. 1974      Joined Mitsui Trust and Banking Company, Limited</p> <p>June 1999      Director of Mitsui Trust and Banking Company, Limited</p> <p>Apr. 2000      Executive Officer of the Chuo Mitsui Trust and Banking Company, Limited</p> <p>Feb. 2002      Senior Executive Officer of the Chuo Mitsui Trust and Banking Company, Limited</p> <p>June 2004      Managing Director of Sumitomo Mitsui Trust Holdings, Inc.</p> <p>May 2006      First Senior Executive Officer of the Chuo Mitsui Trust and Banking Company, Limited</p> <p>June 2006      Director, First Senior Executive Officer of the Chuo Mitsui Trust and Banking Company, Limited</p> <p>June 2010      Director, Deputy President of the Chuo Mitsui Trust and Banking Company, Limited</p> <p>Apr. 2012      Corporate Advisor of Sumitomo Mitsui Trust Bank, Limited</p> <p>May 2012      Outside Director of Three F Co., Ltd. (present position)</p> <p>June 2012      Outside Audit &amp; Supervisory Board Member of Keisei Electric Railway Co., Ltd.</p> <p>June 2016      Outside Corporate Auditor of Japan Steel Works, Ltd. (scheduled to retire in June 2020)</p> <p>May 2017      Outside Director of Fujicitio Co., Ltd. (present position)</p> <p>June 2017      Outside Director of the Board of the Company (present position)</p> <p>[Significant concurrent positions outside the Company] Outside Director of Three F Co., Ltd. Outside Director of Fujicitio Co., Ltd.</p>	800
<p><b>Reasons for selection as a candidate for Outside Director of the Board</b> Itaru Masuda has been engaged in corporate management at financial institutions over many years, and also has abundant experience as an outside director and outside audit &amp; supervisory board member in multiple listed companies. We have determined that his experience as above and deep insight will enable him, as an independent Outside Director, to continue to offer advice and appropriate oversight with regard to the Company's management, and that he will be a candidate again for Outside Director of the Board. He will have served as an Outside Director of the Board for three (3) years at the conclusion of this meeting.</p> <p><b>Other notes</b> Itaru Masuda is from Sumitomo Mitsui Trust Bank, Limited, which has a transactional relationship with the Company and also is the shareholder of the Company. Loans borrowed from the bank, as of the end of March 2020, is 8.0% of the total borrowing of the Company, and the ratio of the voting rights of the Company held by the bank is 0.5%. However, the Company deals with multiple financial institutions, and the influence on its business is therefore negligible. Therefore, there is no risk of a conflict of interests arising with the Company's general shareholders, and he is scheduled to continue to be an independent officer as stipulated by Tokyo Stock Exchange if reelected. The Company has concluded a limited liability agreement with Itaru Masuda pursuant to the provision of Article 427, paragraph 1 of the Companies Act to limit liability for damages under Article 423, paragraph 1 of the Companies Act, and the agreement will continue if he is reelected. The amount of limit of liability for damages based on the agreement shall be the amount stipulated by laws and regulations.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
6	<p style="text-align: center;">Sumiko Takeuchi (June 21, 1971) [Outside Director of the Board] [Independent Officer] [Reelection] Attendance at meetings of the Board of Directors 13/14</p>	<p>Apr. 1994      Joined Tokyo Electric Power Company, Incorporated</p> <p>Jan. 2012      Director and Senior Fellow of International Environment and Economy Institute (present position)</p> <p>Feb. 2012      Director of Forestock Association</p> <p>Apr. 2014      Assistant Project Leader of The 21st Century Public Policy Institute (present position)</p> <p>Apr. 2016      Visiting Professor of University of Tsukuba (present position)</p> <p>Oct. 2016      External Advisor of Accenture Japan Ltd.</p> <p>Nov. 2016      Joint Representative of Matrix Associates LLP (present position)</p> <p>Apr. 2018      Visiting Professor of Kansai University</p> <p>Apr. 2018      External Advisor of McKinsey &amp; Company, Inc. (present position)</p> <p>Oct. 2018      Joint Founder and Representative Director of U3Innovations LLC (present position)</p> <p>June 2019      Outside Director of the Board of the Company (present position)</p> <p>Apr. 2020      Specially Appointed Professor of Tohoku University (present position)</p> <p>[Significant concurrent positions outside the Company] Director and Senior Fellow of International Environment and Economy Institute Visiting Professor of Tsukuba University Joint Founder and Representative Director of U3Innovations LLC Specially Appointed Professor of Tohoku University</p>	0
<p>Reasons for selection as a candidate for Outside Director of the Board</p> <p>Sumiko Takeuchi was involved for many years in nature and environmental conservation at her previous company, and since resigning from that post, she has been engaged in research in the fields of the environment and energy at an NPO corporation and universities, etc. In addition, she has served in a large number of public roles, such as government delegates, and has conducted wide-ranging research and advocacy activities in the fields of the environment and energy. We have determined that her extensive experience and deep insight based on this experience, will enable her, as an independent Outside Director, to continue to offer advice on the Company's management and provide oversight over the execution of operations from objective and professional standpoints, and that she will be a candidate for Outside Director of the Board. She will have served as an Outside Director of the Board for one (1) year at the conclusion of this meeting.</p> <p>Other notes</p> <p>Sumiko Takeuchi is scheduled to continue to be an independent officer as stipulated by Tokyo Stock Exchange if she is reelected.</p> <p>The Company has concluded a limited liability agreement with Sumiko Takeuchi pursuant to the provision of Article 427, paragraph 1 of the Companies Act to limit liability for damages under Article 423, paragraph 1 of the Companies Act, and the agreement will continue if she is reelected. The amount of limit of liability for damages based on the agreement shall be the amount stipulated by laws and regulations.</p> <p>Sumiko Takeuchi's name is recorded as Sumiko Kobayashi in the Family Register.</p>			

- Notes:
1. There are no special interests between the candidates and the Company.
  2. Candidates for Director of the Board are nominated in a meeting, at which Outside Directors of the Board are the main participants, to formulate a personnel proposal for Director of the Board and Audit & Supervisory Board Members. Candidates are chosen from persons who make outstanding contribution to the Company and who are regarded as indispensable to the Company's advancement, and on the strength of their character and insight. Nominations are approved by resolution of the Board of Directors.
  3. Candidates for independent Outside Directors of the Board are chosen for their ability to offer advice on the Company's businesses from objective and professional standpoints, in accordance with the independence criteria established by Tokyo Stock Exchange.

**Proposal 4:** Election of two (2) Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Satoshi Sakai and Naofumi Higuchi will expire upon the conclusion of this meeting.

Therefore, the Company proposes to elect two (2) Audit & Supervisory Board Members (including one (1) Outside Audit & Supervisory Board Member).

Note that the approval of the Audit & Supervisory Board has been obtained beforehand in relation to this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

No.	Name		Current position and responsibilities, etc. in the Company	
1	New election	Rie Uesaka	Director Deputy General Manager Japan Pulp & Paper (Shanghai) Co., Ltd. Director JPTS Electronics Materials (Shanghai) Co., Ltd.	
2	Reelection	Naofumi Higuchi	Audit & Supervisory Board Member	[Outside Audit & Supervisory Board Member] [Independent Officer]

No.	Name (Date of birth)	Career summary and position in the Company	Number of the Company's shares owned
1	Rie Uesaka (March 4, 1964) [New election]	<p>Apr. 1986      Joined the Company</p> <p>June 2005      Director Financial Controller Japan Pulp &amp; Paper GmbH</p> <p>Apr. 2010      General Manager Overseas Administration Department of the Company</p> <p>Apr. 2017      Director Deputy General Manager Japan Pulp &amp; Paper (Shanghai) Co., Ltd. (present position)</p> <p>Apr. 2018      Director JPTS Electronics Materials (Shanghai) Co., Ltd. (present position)</p>	300
<p>Reasons for selection as a candidate for Audit &amp; Supervisory Board Member</p> <p>Rie Uesaka has held important posts in the global administration division over many years. She is currently in charge of management as Director and Deputy General Manager of a Chinese subsidiary. We have determined that her extensive business management experience and considerable knowledge of finance and accounting help her execute her duties appropriately. Accordingly, we have determined that she will be a candidate for Audit &amp; Supervisory Board Member.</p> <p>Other notes</p> <p>If Rie Uesaka is elected as Audit &amp; Supervisory Board Member, the Company will conclude a limited liability agreement with her pursuant to the provisions of Article 427, paragraph 1 of the Companies Act to limit liability for damages under Article 423, paragraph 1 of the Companies Act. The amount of limit of liability for damages based on the agreement shall be the amount stipulated by laws and regulations.</p>			

No.	Name (Date of birth)	Career summary and position in the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Naofumi Higuchi (March 19, 1973)</p> <p style="text-align: center;">[Outside Audit &amp; Supervisory Board Member] [Independent Officer] [Reelection]</p> <p style="text-align: center;">Attendance at meetings of the Board of Directors 18/18</p> <p style="text-align: center;">Attendance at meetings of the Audit &amp; Supervisory Board 12/12</p>	<p>Oct. 1997      Joined Chuo Audit Corporation</p> <p>Apr. 2001      Registered as a certified public accountant</p> <p>Aug. 2007      Joined Mizuho Securities Co., Ltd.</p> <p>Aug. 2009      Joined the Japanese Institute of Certified Public Accountants</p> <p>Apr. 2012      Associate Professor of Tohoku University Accounting School</p> <p>Jan. 2013      Joined Grant Thornton Taiyo ASG LLC</p> <p>June 2016      Established Higuchi Certified Public Accountant Office, Appointed as Representative (present position)</p> <p>June 2016      Outside Audit &amp; Supervisory Board Member of the Company (present position)</p> <p>Apr. 2018      Professor of Tohoku University Accounting School (present position)</p> <p>Mar. 2020      Outside Director of Nippon Aqua Co., Ltd. (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Professor of Tohoku University Accounting School</p> <p>Representative of Higuchi Certified Public Accountant Office</p> <p>Outside Director of Nippon Aqua Co., Ltd.</p>	200
<p>Reasons for selection as a candidate for Outside Audit &amp; Supervisory Board Member</p> <p>Naofumi Higuchi has undertaken audits at many companies as a certified public accountant, has established his own certified public accountant office and is currently serving as a professor of Tohoku University Accounting School. He has a wealth of knowledge on finance and accounting and is intimately familiar with corporate accounting. He has been serving as an Outside Audit &amp; Supervisory Board Member of the Company since 2016, and has adequate knowledge of the details of the Group's business.</p> <p>For the reasons mentioned above, we have judged that he will continue to execute his duties appropriately. Accordingly, we have determined that he will be a candidate for Outside Audit &amp; Supervisory Board Member. He will have served as an Outside Audit &amp; Supervisory Board Member for four (4) years at the conclusion of this meeting.</p> <p>Other notes</p> <p>Naofumi Higuchi is scheduled to continue to be an independent officer as stipulated by Tokyo Stock Exchange if he is reelected.</p> <p>The Company has concluded a limited liability agreement with Naofumi Higuchi pursuant to the provision of Article 427, paragraph 1 of the Companies Act to limit liability for damages under Article 423, paragraph 1 of the Companies Act, and the agreement will continue if he is reelected. The amount of limit of liability for damages based on the agreement shall be the amount stipulated by laws and regulations.</p>			

- Notes:
1. There are no special interests between the candidates and the Company.
  2. Candidates for Audit & Supervisory Board are nominated in a meeting, at which Outside Directors of the Board are the main participants, to formulate a personnel proposal for Director of the Board and Audit & Supervisory Board Members. Candidates are chosen from persons who make outstanding contribution to the Company and who are regarded as indispensable to the Company's advancement, and on the strength of their character and insight. Nominations are approved by resolution of the Board of Directors after the approval of the Audit & Supervisory Board has been obtained.
  3. Candidates for independent Outside Audit & Supervisory Board Member are chosen for their ability to offer advice on the Company's businesses from objective and professional standpoints, in accordance with the independence criteria established by Tokyo Stock Exchange.