

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 7, 2024

To our shareholders:

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

NOTICE OF THE 162ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are hereby notified of the 162nd Ordinary General Meeting of Shareholders of JAPAN PULP AND PAPER COMPANY LIMITED (the “Company”), which will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as “Notice of the 162nd Annual General Meeting of Shareholders” on the Company’s website. Please access the Company’s website by using the internet address shown below to review the information.

The Company’s website:

<https://www.kamipa.co.jp/ir/meeting/> (in Japanese)

In addition to the Company’s website, the items subject to measures for electronic provision are also posted on the website of the Tokyo Stock Exchange (TSE), which can be found on the following link.

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Please access the TSE website by using the internet address shown above, enter “Japan Pulp & Paper Co., Ltd.” in “Issue name (company name)” or the Company’s securities code “8032” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you do not 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 Tuesday, June 25, 2024 (Japan Standard Time).

- 1. Date and Time:** Wednesday, June 26, 2024 at 10:00 a.m. (Japan Standard Time)
(Reception opens at 9:00 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 162nd term (from April 1, 2023 to March 31, 2024), as well as the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 162nd term (from April 1, 2023 to March 31, 2024)

Items to be resolved:

- Proposal 1:** Election of Seven (7) Directors of the Board
Proposal 2: Election of Two (2) Audit & Supervisory Board Members

1. Among the items subject to measures for electronic provision, the following reports are posted on the Company's website and the TSE website in accordance with laws and regulations and the Company's Articles of Incorporation: "Matters related to Stock Acquisition Rights" and "System to Ensure the Appropriateness of Business Operations and its Status" of the Business Report; "Consolidated Financial Statements of Changes in Shareholder's Equity" and "Notes to the Consolidated Financial Statements"; and "Non-Consolidated Financial Statements of Changes in Shareholder's Equity" and "Notes to the Non-Consolidated Financial Statements." These reports are not included in the document to be delivered to shareholders who have requested the delivery of the paper-based document (The same documents have been sent to shareholders who did not request the delivery of the document for this meeting).
The Audit & Supervisory Board Members and the Accounting Auditor have audited the documents subject to audit, including the following matters.
2. In the event of any modification to the items subject to measures for electronic provision, the items before and after the modification will be posted on the Company's website and the TSE website as indicated on page 1 of this notice.

Exercising Your Voting Rights

To exercise your voting rights, three methods are available as follows:

Attending the meeting in person

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

Please also bring the NOTICE OF THE 162ND ORDINARY GENERAL MEETING OF SHAREHOLDERS (this notice) with you.

* 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.)

Date and time of the General Meeting of Shareholders: Wednesday, June 26, 2024 at 10:00 a.m. (Japan Standard Time) (Reception opens at 9:00 a.m.)

Via the Internet

[Recommended]

Please exercise your voting rights by the deadline using a personal computer, smartphone or the like.

Deadline: Must complete entry by Tuesday, June 25, 2024 at 5:15 p.m. (Japan Standard Time)

Sending the form by postal mail

Please indicate your approval or disapproval of each proposal on the enclosed voting form and return it by postal mail to reach us no later than the following deadline.

* **Postal mail may take no less than 5 days to arrive, so please send the form as early as possible.** We recommend exercising via the Internet, which takes less time and is easier.

Deadline: Must arrive by Tuesday, June 25, 2024 at 5:15 p.m. (Japan Standard Time)

Handling the Exercise of Voting Rights

1. When voting rights are exercised both by postal mail and the Internet, etc., the votes cast via the Internet, etc. will take precedence regardless of the date and time of arrival.
2. In case voting rights are exercised more than once via the Internet, etc., the last votes cast will be regarded as valid.
3. Where no indication is given either for approval or disapproval of a proposal on the submitted voting form, it will be treated as an expression of approval.

To our institutional investors:

The Electronic Voting Platform operated by ICJ Inc. is available for you to exercise your voting rights.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal 1: Election of Seven (7) Directors of the Board

The term of office of all seven (7) Directors of the Board will expire upon the conclusion of this meeting.

Therefore, the Company proposes to elect seven (7) Directors (including three (3) Outside Directors).

The candidates for Directors of the Board are as follows:

No.	Name		Current position and responsibilities, etc. in the Company	Attribute
1	[Reelection]	Akihiko Watanabe	Representative Director President & CEO	
2	[Reelection]	Chihiro Katsuta	Representative Director Senior Executive Vice President CFO	
3	[Reelection]	Kazuhiko Sakurai	Director of the Board Senior Executive Vice President Paperboard & Household Paper	
4	[Reelection]	Tetsuo Izawa	Director of the Board Senior Executive Vice President Paper Sales & Marketing, Logistics	
5	[Reelection]	Sumiko Takeuchi	Director of the Board	[Outside Director of the Board] [Independent Officer]
6	[Reelection]	Yoko Suzuki	Director of the Board	[Outside Director of the Board] [Independent Officer]
7	[Reelection]	Hiroshi Takahashi	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 & Paper (U.S.A.) Corp.</p> <p>Apr. 2015 Executive Vice President of the Company President of Japan Pulp & 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</p> <p>Apr. 2023 Representative Director President & CEO of the Company (present position)</p>	4,800
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Akihiko Watanabe has held important posts in the global business division, etc. over many years. As Representative Director, and President of the Company since 2017, he has been demonstrating strong leadership in the management of the Group toward the achievement of OVOL Long-Term Vision 2030 by working to create new value, expanding business areas, and further stabilizing our revenue base. In addition to his abundant experience and achievements of global management, he possesses both outstanding character and insight. We expect him to contribute to sustainable improvement of the corporate value of the Group as a whole. Accordingly, we have determined that he will be re-nominated as 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 & 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</p> <p>Apr. 2021 Representative Director Senior Executive Vice President CFO Raw Materials & Environment of the Company</p> <p>Apr. 2023 Representative Director Senior Executive Vice President CFO of the Company (present position)</p>	3,700
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Chihiro Katsuta held important posts in the administration & planning division over many years and focused on the development of branch offices and strengthen and expand the Company's household paper operations and environmental-related business. He is currently supervising administration and planning overall as Representative Director of the Board, Senior Executive Vice President of the Company, while steadily working to achieve a stable financial base and enhance the governance of the Group, thereby contributing to the sustainable development of the Group toward the achievement of OVOL Long-Term Vision 2030. In addition to his abundant experience and achievements as above, he possesses both outstanding character and insight. We expect him to contribute to sustainable improvement of the corporate value of the Group as a whole. Accordingly, we have determined that he will be re-nominated as 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;">Kazuhiko Sakurai (January 10, 1959) [Reelection] Attendance at meetings of the Board of Directors 18/18</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 & Household Paper of the Company</p> <p>June 2015 Director of the Board Executive Vice President Paperboard & 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 & Household Paper of the Company</p> <p>June 2017 Senior Executive Vice President Paperboard & Household Paper of the Company</p> <p>June 2019 Director of the Board Senior Executive Vice President Paperboard & Household Paper of the Company (present position)</p>	2,800
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Kazuhiko Sakurai has held important posts in the paper division over many years, and focused on the development of branch offices as General Manager. As Director of the Board and Senior Executive Vice President, he is currently supervising Paperboard & Household Paper businesses, as well as working to develop downstream strategies, strengthen the supply chain in the areas of raw material procurement, manufacturing and sales, and further expand sales of recycled household paper, among others, thereby contributing to the sustainable development of the Group toward the achievement of the OVOL Long-Term Vision 2030. In addition to his abundant experience and achievements as above, he possesses both outstanding character and insight. We expect him to contribute to sustainable improvement of the corporate value of the Group as a whole. Accordingly, we have determined that he will be re-nominated as 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;">Tetsuo Izawa (October 15, 1957) [Reelection] Attendance at meetings of the Board of Directors 18/18</p>	<p>Apr. 1981 Joined the Company</p> <p>May 2002 General Manager, Secretarial Affairs Office of the Company</p> <p>Apr. 2008 General Manager, Paper Merchant Sales Department of the Company</p> <p>June 2009 Corporate Officer General Manager, Paper Merchant Sales Division of the Company</p> <p>June 2010 Executive Officer General Manager, Paper Merchant Sales Division of the Company</p> <p>Apr. 2012 Executive Officer General Manager, Purchasing Division General Manager, Paper Merchant Sales Division of the Company</p> <p>Apr. 2015 Executive Vice President General Manager, Kansai Branch of the Company</p> <p>Apr. 2018 Executive Vice President Paper Sales & Marketing General Manager, Paper Merchant Sales Division of the Company</p> <p>Apr. 2021 Senior Executive Vice President Paper Sales & Marketing, ICT & Logistics of the Company</p> <p>June 2021 Director of the Board Senior Executive Vice President Paper Sales & Marketing, ICT & Logistics of the Company</p> <p>Apr. 2023 Director of the Board Senior Executive Vice President Paper Sales & Marketing, Logistics of the Company (present position)</p>	3,000
<p>Reasons for selection as a candidate for Director of the Board</p> <p>Tetsuo Izawa has held important posts in the paper division over many years and focused on the development of branch offices as General Manager. As Director of the Company and Senior Executive Vice President, he is currently supervising Paper Sales & Marketing and Logistics business, and has been working to strengthen the revenue base of the core domestic wholesale business, and promote organizational restructuring and logistics optimization, thereby contributing to the sustainable development of the Group toward the achievement of the OVOL Long-Term Vision 2030. In addition to his abundant experience and achievements as above, he possesses both outstanding character and insight. We expect him to contribute to sustainable improvement of the corporate value of the Group as a whole. Accordingly, we have determined that he will be re-nominated as 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;">Sumiko Takeuchi (June 21, 1971) [Outside Director of the Board] [Independent Officer] [Reelection] Attendance at meetings of the Board of Directors 17/18</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</p> <p>Apr. 2016 Visiting Professor of University of Tsukuba</p> <p>Oct. 2016 External Advisor of Accenture Japan Ltd.</p> <p>Nov. 2016 Joint Representative of Matrix Associates LLP</p> <p>Apr. 2018 Visiting Professor of Kansai University</p> <p>Apr. 2018 External Advisor of McKinsey & Company, Inc.</p> <p>Oct. 2018 Co-representative 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>Apr. 2021 Senior Advisor of Deloitte Tohmatsu Financial Advisory LLC (present position)</p> <p>July 2022 Outside Director of GRID INC. (present position)</p> <p>[Significant concurrent positions outside the Company] Director and Senior Fellow of International Environment and Economy Institute Co-representative of U3Innovations LLC Specially Appointed Professor of Tohoku University Outside Director of GRID INC.</p>	0
<p>Reasons for selection as a candidate for Outside Director of the Board and overview of expected roles 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 expect that her advanced professional knowledge and broad experience will enable her to contribute to supervision and offer advice on the overall management of the Group and the strengthening of corporate governance from an objective and professional standpoint. Accordingly, we have determined that she will be re-nominated as a candidate for Outside Director of the Board. If she is reelected, she will continue to be a member of the Nomination and Compensation Advisory Committee. She will have served as an Outside Director of the Board for five (5) years at the conclusion of this meeting.</p> <p>Other notes Sumiko Takeuchi is scheduled to continue to be an independent officer as stipulated by Tokyo Stock Exchange if she is reelected. 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. Sumiko Takeuchi's name is recorded as Sumiko Kobayashi in the Family Register.</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;">Yoko Suzuki (September 21, 1970) [Outside Director of the Board] [Independent Officer] [Reelection] Attendance at meetings of the Board of Directors 18/18</p>	<p>Apr. 1998 Registered as an attorney (Tokyo Bar Association)</p> <p>Apr. 1998 Joined Takagi Godo Law Office</p> <p>Nov. 2002 Partner of Suzuki Sogo Law Office (present position)</p> <p>May 2003 Outside Audit & Supervisory Board Member of Ito-Yokado Co., Ltd.</p> <p>Sep. 2005 Outside Audit & Supervisory Board Member of Seven & i Holdings Co., Ltd.</p> <p>Jan. 2008 Director of International IC Association of Japan</p> <p>Apr. 2015 Auditor of The Research Institute of Economy, Trade and Industry (RIETI) (present position)</p> <p>Mar. 2018 Outside Director and Member of the Audit Committee of Bridgestone Corporation (present position)</p> <p>June 2018 Outside Director and Audit and Supervisory Committee Member of Nippon Pigment Company Limited (present position)</p> <p>June 2018 Auditor of Hitotsubashi University Collaboration Center (present position)</p> <p>June 2020 External Audit & Supervisory Board Member of MARUI GROUP CO., LTD. (present position)</p> <p>Sep. 2021 Auditor of NATIONAL ARCHIVES OF JAPAN (present position)</p> <p>June 2022 Outside Director of the Board of the Company (present position)</p> <p>[Significant concurrent positions outside the Company] Partner of Suzuki Sogo Law Office Outside Director and Member of the Audit Committee of Bridgestone Corporation Outside Director and Audit and Supervisory Committee Member of Nippon Pigment Company Limited External Audit & Supervisory Board Member of MARUI GROUP CO., LTD.</p>	700
<p>Reasons for selection as a candidate for Outside Director of the Board and overview of expected roles</p> <p>Yoko Suzuki has not been involved in the management of a company other than as an outside director and audit & supervisory board member, but possesses abundant knowledge and experience in corporate legal affairs, having served as an outside director and audit & supervisory board member at several companies, and a director and auditor at several corporations, in addition to her advanced professional knowledge as a lawyer.</p> <p>We expect that her advanced professional knowledge and broad experience will enable her to contribute to supervision and offer advice on the overall management of the Group and the strengthening of corporate governance from an objective and professional standpoint. Accordingly, we have determined that she will be re-nominated as a candidate for Outside Director of the Board. If she is reelected, she will continue to be a member of the Nomination and Compensation Advisory Committee.</p> <p>She will have served as an Outside Director of the Board for two (2) years at the conclusion of this meeting.</p> <p>Other notes</p> <p>Yoko Suzuki 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 Yoko Suzuki 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>			

No.	Name Date of birth	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
	<p style="text-align: center;">Hiroshi Takahashi (January 16, 1961) [Outside Director of the Board] [Independent Officer] [Reelection] Attendance at meetings of the Board of Directors 14/14</p>	<p>Apr. 1985 Joined Mitsui Trust and Banking Company, Limited</p> <p>Apr. 2012 Executive Officer, General Manager of Sales Department 13 of Head Office of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2015 Executive Officer, General Manager of Sales Department 1 of Head Office of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2017 Managing Executive Officer of Sumitomo Mitsui Trust Bank, Limited</p> <p>Apr. 2018 Representative Director & Vice President of Japan Trustee Services Bank, Ltd.</p> <p>Oct. 2018 Director of JTC Holdings, Ltd.</p> <p>July 2020 Director & Senior Managing Executive Officer of Custody Bank of Japan, Ltd. (present position)</p> <p>June 2023 Outside Director of the Board of the Company (present position)</p> <p>[Significant concurrent positions outside the Company] Director & Senior Managing Executive Officer of Custody Bank of Japan, Ltd.</p>	0
7	<p>Reasons for selection as a candidate for Outside Director of the Board and overview of expected roles</p> <p>Mr. Hiroshi Takahashi has a wealth of knowledge and experience in corporate management, having worked in a variety of operations at financial institutions for many years and served as an executive officer and director. We expect that his experience and broad insight will enable him to contribute to supervision and offer advice on the overall management of the Group and the strengthening of corporate governance from objective and professional standpoints. Accordingly, we have determined that he will be re-nominated as a candidate for Outside Director of the Board. If he is reelected, he will continue to be a member of the Nomination and Compensation Advisory Committee.</p> <p>He 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>Hiroshi Takahashi is from Sumitomo Mitsui Trust Bank, Limited, which has a transactional relationship with the Company, and also is a shareholder of the Company. Loans borrowed from the bank, as of the end of March 2024, amounted to 3.5% of the total borrowing of the Company, and the ratio of the voting rights of the Company held by the bank is 0.6%. However, the Company deals with multiple financial institutions, and the influence on its business is therefore negligible. He is also a director of Custody Bank of Japan, Ltd., a shareholder of the Company, but the bank is specializing in asset management, and the beneficial shareholders have the right to instruct the Bank to exercise voting rights. There are no direct transactions between the bank and the Company. Therefore, there is no risk of a conflict of interest 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 he is reelected as Director of the Board.</p> <p>The Company has concluded a limited liability agreement with Hiroshi Takahashi 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. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company. This policy covers losses such as litigation expenses and compensation incurred by the insured persons from claims for damages filed by shareholders (derivative lawsuit), business partners, or other third parties (with a provision for deductible). If the candidates assume office, they will be included in this policy as insured persons. In addition, the Company plans to continue the policy with the same terms on July 1, 2024.
 3. Candidates for Director of the Board are nominated by the Nomination and Compensation Advisory Committee, of which Outside Directors of the Board are the main constituents. 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.
 4. 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.

5. In April 2023, the Company was subjected to an on-site inspection by the Japan Fair Trade Commission on suspicion of violating the Antimonopoly Act in connection with a bid for recycled rewindable paper placed by the National Printing Bureau, an independent administrative agency, and in March 2024, the Company was found to have committed acts in violation of Article 3 (prohibition of unreasonable restraint of trade) of the Antimonopoly Act. Outside Directors Sumiko Takeuchi and Yoko Suzuki have actively provided recommendations at the Board of Directors about the importance of compliance and risk management on a daily basis, and since the on-site inspection they have continued to express their opinions on the prevention of a recurrence and have fulfilled their responsibilities by monitoring the overall compliance activities of the Company on a regular basis. Hiroshi Takahashi assumed the position of Outside Director after the on-site inspection, and he has continuously expressed his opinions to prevent recurrence and regularly monitors the Company's overall compliance activities to fulfill his responsibilities.
6. Custody Bank of Japan, Ltd., where Hiroshi Takahashi has served as a director since July 2020, announced on June 9, 2023 that there had been misconduct, including conflicts of interest and breaches of duty, by a former director in connection with the company's outsourced operations. In addition, on April 19, 2024, the Company released the report of the investigation and verification by the third-party committee for governance verification regarding this matter.

Proposal 2: Election of Two (2) Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Rie Uesaka 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 candidates for Audit & Supervisory Board Member are as follows:

No.	Name	Current position in the Company	Attribute
1	[Reelection] Rie Uesaka	Full-time Audit & Supervisory Board Member	
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	<p>Rie Uesaka (March 4, 1964) [Reelection] Attendance at meetings of the Board of Directors 18/18 Attendance at meetings of the Audit & Supervisory Board 13/13</p>	<p>Apr. 1986 Joined the Company June 2005 Director Financial Controller Japan Pulp & Paper GmbH Apr. 2010 General Manager Overseas Administration Department of the Company Apr. 2017 Director Deputy General Manager Japan Pulp & Paper (Shanghai) Co., Ltd. Apr. 2018 Director JPTS Electronics Materials (Shanghai) Co., Ltd. June 2020 Audit & Supervisory Board Member of the Company (Full-time) (present position) Nov. 2023 Registered as a Certified Fraud Examiner (CFE)</p>	1,300
<p>Reasons for selection as a candidate for Audit & Supervisory Board Member Rie Uesaka has held important posts in the global administration division over many years and possesses extensive business management experience and considerable knowledge of finance and accounting, such as being in charge of management as Director and Deputy General Manager of a Chinese subsidiary. As a Full-time Audit & Supervisory Board Member of the Company, she currently fulfills her responsibilities by providing recommendations and advice to the Board of Directors and business execution divisions, utilizing her abundant experience and broad insight. We have nominated her as a candidate for Audit & Supervisory Board Member because of her experience, knowledge, and achievements, and we believe that she will continue to perform audit duties appropriately.</p> <p>Other notes The Company has concluded a limited liability agreement with Rie Uesaka 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>			

No.	Name (Date of birth)	Career summary and position in the Company	Number of the Company's shares owned
2	<p>Naofumi Higuchi (March 19, 1973) [Outside Audit & Supervisory Board Member] [Independent Officer] [Reelection] Attendance at meetings of the Board of Directors 18/18 Attendance at meetings of the Audit & Supervisory Board 13/13</p>	<p>Oct. 1997 Joined Chuo Audit Corporation Apr. 2001 Registered as a certified public accountant Aug. 2007 Joined Mizuho Securities Co., Ltd. Aug. 2009 Joined the Japanese Institute of Certified Public Accountants Apr. 2012 Associate Professor of Tohoku University Accounting School Jan. 2013 Joined Grant Thornton Taiyo ASG LLC June 2016 Established Higuchi Certified Public Accountant Office, Appointed as Representative (present position) June 2016 Outside Audit & Supervisory Board Member of the Company (present position) Apr. 2018 Professor of Tohoku University Accounting School (present position) Mar. 2020 Outside Director of Nippon Aqua Co., Ltd. July 2022 Council Member of the Japanese Institute of Certified Public Accountants (present position) Mar. 2023 Outside Director and Audit and Supervisory Committee Member of Nippon Aqua Co., Ltd. (present position) June 2023 Audit & Supervisory Board Member of JMA Consultants Inc. (present position) [Significant concurrent positions outside the Company] Professor of Tohoku University Accounting School Representative of Higuchi Certified Public Accountant Office Outside Director and Audit and Supervisory Committee Member of Nippon Aqua Co., Ltd. Council Member of the Japanese Institute of Certified Public Accountants Audit & Supervisory Board Member of JMA Consultants Inc.</p>	600
<p>Reasons for selection as a candidate for Outside Audit & Supervisory Board Member 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 also served as the Outside Audit & Supervisory Board Member of the Company since 2016 and has sufficient knowledge of the Group's business operations to fulfill his responsibilities, including providing recommendations and advice to the Board of Directors and business execution divisions based on his extensive experience, broad insight, and professional perspective. We have nominated him as a candidate for Outside Audit & Supervisory Board Member because of his experience, knowledge, and achievements, and we believe that he will continue to perform audit duties appropriately. He will have served as an Outside Audit & Supervisory Board Member for eight (8) years at the conclusion of this meeting.</p> <p>Other notes Naofumi Higuchi is scheduled to continue to be an independent officer as stipulated by Tokyo Stock Exchange if he is reelected. 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. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company. This policy covers losses such as litigation expenses and compensation incurred by the insured persons from claims for damages filed by shareholders (derivative lawsuit), business partners, or other third parties (with a provision for deductible). If the candidates assume office, they will be included in this policy as insured persons. In addition, the Company plans to continue the policy with the same terms on July 1, 2024.

3. Candidates for Audit & Supervisory Board Member are nominated by the Nomination and Compensation Advisory Committee, of which Outside Directors of the Board are the main constituents. Candidates are chosen from persons 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 with the approval of the Audit & Supervisory Board.
4. 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.
5. In April 2023, the Company was subjected to an on-site inspection by the Japan Fair Trade Commission on suspicion of violating the Antimonopoly Act in connection with a bid for recycled rewindable paper placed by the National Printing Bureau, an independent administrative agency, and in March 2024, the Company was found to have committed acts in violation of Article 3 (prohibition of unreasonable restraint of trade) of the Antimonopoly Act. Outside Audit & Supervisory Board Member, Naofumi Higuchi has actively provided recommendations at the Board of Directors about the importance of compliance and risk management on a daily basis, and since the on-site inspection, he has continued to express their opinions to prevent recurrence and has fulfilled his responsibilities by monitoring the overall compliance activities of the Company on a regular basis.

[Reference] Skill Matrix of Directors and Audit & Supervisory Board Members after the General Meeting of Shareholders

If Proposal 1 and Proposal 2 are approved and adopted as proposed at the General Meeting of Shareholders, the major areas of expertise and experience expected to be possessed by Directors and Audit & Supervisory Board Members are as listed below:

Name	Position in the Company	Independent Officer	Nomination and Compensation Advisory Committee	Major areas of expertise and experience							
				Industrial insight	Corporate management	Sales	Global	Finance and accounting	Legal affairs and compliance	Personnel management and labor	Sustainability
Akihiko Watanabe	Representative Director President & CEO		○ (Chairperson)	●	●	●	●		●	●	
Chihiro Katsuta	Representative Director Senior Executive Vice President			●	●	●		●	●	●	
Kazuhiko Sakurai	Director of the Board Senior Executive Vice President			●	●	●				●	
Tetsuo Izawa	Director of the Board Senior Executive Vice President			●	●	●				●	
Sumiko Takeuchi	Outside Director of the Board	○	○		●		●				●
Yoko Suzuki	Outside Director of the Board	○	○						●	●	●
Hiroshi Takahashi	Outside Director of the Board	○	○		●	●		●		●	●
Rie Uesaka	Full-time Audit & Supervisory Board Member			●	●		●	●			
Naofumi Higuchi	Outside Audit & Supervisory Board Member	○					●	●	●		
Mitsutaka Hondo	Outside Audit & Supervisory Board Member								●	●	
Miyuki Fukushima	Outside Audit & Supervisory Board Member	○			●			●			

The table above does not indicate all of the skills and experience possessed by individual Directors and Audit & Supervisory Board Members.