

This document has been translated from the Japanese original for convenience purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from this translation.

(Ticker Code: 7912)

June 8, 2021

Yoshinari Kitajima
President
Dai Nippon Printing Co., Ltd.
1-1, Ichigaya-Kagacho 1-chome,
Shinjuku-ku, Tokyo

CONVOCAATION NOTICE OF THE 127th
ORDINARY GENERAL MEETING OF SHAREHOLDERS

- 1. Date and Time:** June 29, 2021 (Tuesday), at 10:00 a.m. (Japan time)
- 2. Venue** Multi-purpose Auditorium on the lobby floor
DNP Ichigaya-Sanaicho Building of Dai Nippon Printing Co., Ltd.
31-2, Ichigaya-Sanaicho, Shinjuku-ku, Tokyo
- From the viewpoint of preventing infection of the novel coronavirus (“COVID-19”), we ask you to refrain from attending the meeting. Please review the attached documents for the General Meeting of Shareholders set out below and exercise your voting rights by mail or via the Internet by 6:00 p.m. on June 28, 2021 (Monday).

3. Meeting Agenda

Matters to be Reported:

- (1) Report on the Business Report and the Consolidated Financial Statements for the 127th Fiscal Period (from April 1, 2020 to March 31, 2021) and the Results of the Audit of Consolidated Financial Statements for the 127th Fiscal Period (from April 1, 2020 to March 31, 2021) by the Accounting Auditors and the Board of Statutory Auditors
- (2) Report on the Non-Consolidated Financial Statements for the 127th Fiscal Period (from April 1, 2020 to March 31, 2021)

Matters to be Resolved:

- 1st Item:** Appropriation of Retained Earnings
- 2nd Item:** Election of Twelve (12) Directors
- 3rd Item:** Election of One (1) Statutory Auditor

[End]

[Guidance on Disclosure on the Internet]

Pursuant to laws and ordinances and the provisions of Article 15 of the Articles of Incorporation of the Company, out of the documents to be attached to this Convocation Notice, “the summary of resolutions related to the systems for ensuring the properness of business operations and the summary of the operating status of such systems”, “the basic policies related to the way a person is to control the decisions on the financial and business policies of the Company (basic policies related to control of the Company)”, “Consolidated Statements of Changes in Net Assets”, “Notes to the Consolidated Financial Statements”, “Statements of Changes in Net Assets” and “Notes to the Non-Consolidated Financial Statements” are posted on the Company’s website and are not included in the documents attached to this Convocation Notice.

Accordingly, the attached documents are portions of the documents audited by the Accounting Auditors in preparation of the Accounting Auditor’s Report and portions of the documents audited by the Statutory Auditors and the Board of Statutory Auditors in preparation of the Audit Report.

Please note that if any amendments are made to the Reference Materials for the General Meeting of Shareholders, the Business Report, the Non-Consolidated Financial Statements or the Consolidated Financial Statements, the amended information will be posted on the Company’s website.

An English translation of this Convocation Notice is also available on the Company’s website.

© The Company’s website: <https://www.dnp.co.jp/ir/library/soukai/index.html>

© English translation: <https://www.dnp.co.jp/eng/ir/library/soukai/index.html>

Points for the Exercise of Voting Rights

Point 1: (English translation abbreviated)

Point 2: Overview of DNP's Corporate Governance

The DNP Group's corporate philosophy is to "connect people and society, and provide new value". Based on this philosophy, we believe it is important to always be aware of our social responsibilities as a company in order to ensure stable business expansion over the medium to long term, and we endeavor to fulfill our three corporate responsibilities: "value creation", "integrity of conduct", and "transparency (accountability)".

We believe that being able to boldly take on various business opportunities based on a sound entrepreneurial spirit and gaining the trust of our various stakeholders is essential for improving business competitiveness going into the future, and that enhancement of corporate governance, including internal control systems, is an important management issue. We have established and are operating a system that enables accurate decision-making in management, appropriate and swift business execution based on that decision-making, and the supervision and auditing of such decision-making. Moreover, we provide thorough training and education to raise the compliance awareness of each individual.

Based on this basic concept, we ensure the Board of Directors' appropriateness, agility, flexibility and diversity, by adopting the organizational structure of a company with a Board of Statutory Auditors, by introducing outside directors and corporate officer system, and by establishing and operating discretionary committees. We believe this will allow the Company to sustain growth and increase enterprise value over the medium to long term.

Roles and Responsibilities of the Board of Directors

- The Company's Board of Directors is structured to enable Directors with specialized knowledge and experience in a wide range of business fields to participate in management decision-making aimed at realizing our corporate philosophy, to carry out their duties with responsibility and authority, and to supervise the execution of duties by other Directors.

In principle, the Board of Directors meets once a month, with Corporate Officers attending as rapporteurs when necessary, to deliberate and decide on important management issues. The criteria for agenda items to be submitted to the Board of Directors are clarified in the Board of Directors Regulations, which were established in compliance with laws and ordinances and the Articles of Incorporation. In terms of other decision-making and business execution, the Company strives to improve efficiency by delegating appropriate authority from the Executive Directors to the Corporate Officers in charge of each basic unit or the head of each unit, in accordance with the organizational rules, etc.

- The Company is a company with a Board of Statutory Auditors, which consists of five (5) members, including one (1) Statutory Auditor who has considerable knowledge of finance and accounting. Each Statutory Auditor conducts audits of the execution of duties by Directors in accordance with the auditing standards and assignments determined by the Board of Statutory Auditors, and requests reports on the execution of duties from Directors, Corporate Officers and others as necessary. Each Statutory Auditor attends all meetings of the Board of Directors and makes necessary comments on agenda items.
- The Company has four (4) Outside Directors and three (3) Outside Statutory Auditors, all of whom are Independent Directors or Statutory Auditors who meet the "independence standards" stipulated by the Tokyo Stock Exchange and the Company. We believe that Independent Directors and Statutory Auditors ensure transparency of management and protect the interests of general shareholders by speaking out on agenda items at meetings of the Board of Directors from a standpoint independent of management, based on their various specialized knowledge and experience.

Management Committee

In order to enhance the speed and efficiency of management activities, the Company has established a Management Committee consisting of Executive Directors to review and deliberate on matters such as management policies, management strategies and

important management matters.

Advisory Committee

As part of our efforts to strengthen the supervisory function of the Board of Directors, the Company has established an Advisory Committee consisting of Independent Outside Directors and Outside Statutory Auditors to ensure the transparency and objectivity of procedures related to decisions such as on the nomination and remuneration of the Company's Directors and Corporate Officers. In the fiscal year under review, the Advisory Committee consisted of three (3) outside commissioners (Director Tsukada, Director Miyajima and Statutory Auditor Nomura) and deliberated on the policy and amount of remuneration for Directors and Corporate Officers as well as the skills of candidates for Directors to supervise the management of the Company.

Corporate Ethics Committee

This committee was established in 1992 to oversee the internal control system for the entire DNP Group and to ensure that all officers and employees are thoroughly aware of compliance. In principle, Corporate Ethics Committee at the head office, which meets once a month and consists of Headquarters Directors and Corporate Officers (*Honsha-Yakuin*), summarizes and shares information on the status of compliance activities in each business segment.

Sustainability Committee

The Company has established a Sustainability Committee comprising Headquarters Directors and Corporate Officers (*Honsha-Yakuin*) to oversee the Group's management of sustainability. During the fiscal year under review, the Committee promoted the Group's response to climate change and other environmental issues and developed a global management system for responsible procurement.

BCM Promotion Committee

The Company has established a BCM Promotion Committee comprising Headquarters Directors and Corporate Officers (*Honsha-Yakuin*) to implement the PDCA cycle for an appropriate business continuity plan (BCP), based on the assumption that natural disasters, infectious diseases and various other factors could make it difficult to continue business operations. During the fiscal year under review, activities were carried out on a daily basis focused on thorough risk management, including at overseas Group

companies, such as the promotion of measures to prevent the spread of, disseminate information about, and identify employees infected by COVID-19.

Name	Activities in the fiscal year under review	Members
Board of Directors	13 times	All Directors and Statutory Auditors
Board of Statutory Auditors	18 times	All Statutory Auditors
Management Committee	13 times	All Executive Directors
Advisory Committee	3 times	2 Outside Directors, 1 Outside Statutory Auditor
Corporate Ethics Committee	14 times	Headquarters Directors and Corporate Officers

Points for the Exercise of Voting Rights

Point 3: Ensure Further Diversity of the Board of Directors

In order to further promote the Company's Medium-term Management Plan announced in May last year, we are proposing to increase the number of Executive Directors by two (2) in the 2nd agenda item of this year's Ordinary General Meeting of Shareholders, the "Election of Twelve (12) Directors". In addition, one (1) candidate for an Inside Director and one (1) candidate for an Outside Statutory Auditor will be female candidates.

Candidate Nomination Process

Candidates for the Board of Directors are nominated based upon a comprehensive review, taking into account the number of persons that enable accurate and prompt decisions to be taken by the Board of Directors as well as the balance of knowledge, experience and ability of the Board of Directors as a whole, while respecting the report of the Advisory Committee. As a policy for nominating candidates, when selecting candidates for Directors and Statutory Auditors, the highest priority is placed on their ability to contribute to the realization of the Company's corporate philosophy. However, the Advisory Committee will be consulted on the Company's proposal, taking into account the diversity of the composition of the Board of Directors following a multifaceted review from the following perspectives:

- Possession of a high level of insight, acumen and the ability to make objective, fair and impartial judgments necessary to fulfill the responsibilities of a Director/Statutory Auditor in a company with a Board of Statutory Auditors
- High ethical and law-abiding standards
- Being in a fit state of health to fulfill the responsibilities of a Director/Statutory Auditor of a listed company
- Outside Directors/Statutory Auditors must meet the following standards for independence and be able to devote sufficient time to the performance of their duties

The Independence Standards for Independent Directors and/or Statutory Auditors

Independent Directors and/or Statutory Auditors must not fall under any of the following standards and must be independent from management executives in the Company.

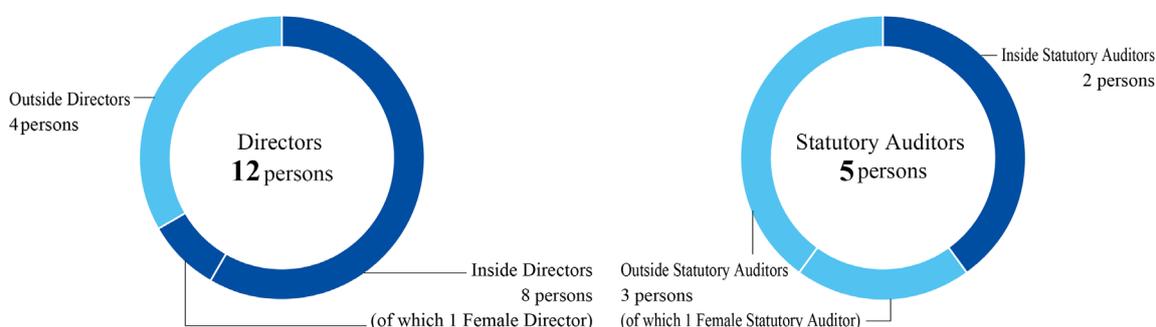
- (1) Person who is engaged (or has been engaged at any time in the past 10 years) in the business execution of the Company or the Company's affiliates (collectively, the "Group") (This includes a person who has, at any time in the past 10 years, served as a non-executive Director or Statutory Auditor of the Group, and engaged in the business execution of the Group at any time during the 10-year period before serving as a non-executive Director or Statutory Auditor of the Group);
- (2) Party for whom the Group is a major business partner [Note: a business partner group (a corporate group to which a direct business partner belongs) that provides the Group with products or services for which the transaction value in the most recent fiscal year exceeds 2% of such business partner group's annual consolidated sales or total income] or a person engaged in the business execution of such party;
- (3) Major business partner of the Group [Note: a business partner group to which the Group provides products or services for which the transaction value in the most recent fiscal year exceeds 2% of the Group's annual consolidated sales] or a person engaged in the business execution of such business partner;
- (4) Major lender of the Group [Note: a lender from which total borrowings in the most recent fiscal year exceeds 2% of the Group's annual consolidated assets] or a person engaged in the business execution of such lender;
- (5) Consultant, accounting professional or legal professional obtaining large amounts of money or other financial benefits, other than as remuneration as a Director or Statutory Auditor, from the Group [Note: a person obtaining from the Group, other than as remuneration as a Director or Statutory Auditor, financial benefits in excess of the higher of 10 million yen per year or 2% of his/her annual sales or total income for the most recent fiscal year] (if such financial benefits are obtained by an organization, this item refers to a person belonging to such organization);
- (6) Major shareholder of the Company (a shareholder, directly or indirectly, holding 10% or more of voting rights), or a person engaged in the business execution of

such shareholder;

- (7) Person engaged in the business execution of a company in which the Group is a major shareholder (a shareholder, directly or indirectly, holding 10% or more of voting rights);
- (8) Person belonging to an auditing firm performing statutory audits of the Company;
- (9) Person to whom any of Items (2) through (8) apply during the most recent year;
- (10) Relative (within the second degree of consanguinity) of a person to whom any of Items (1) through (5) apply (excluding a person who is not in an important position);
- (11) Person who is engaged (or has been engaged at any time in the past 10 years) in the business execution of a company at which the Company Outside Directors or Outside Statutory Auditors are or were mutually appointed; and
- (12) Party that receives (or received in the past 10 years) donations [Note: donations in excess of the higher of, on average for the three most recent fiscal years, 10 million yen per year or 2% of total annual income of such party] from the Company or a person engaged in the business execution of such party.

(Reference) If the 2nd and 3rd agenda items are approved as proposed, the composition of Directors and Statutory Auditors will be as follows:

Composition of the Company's Board of Directors



Skills and Experiences of the Company's Directors and Statutory Auditors

	Name	Corporate Management, Business Strategy	ESG, Diversity	Financial/ Management Accounting, Capital Policy Initiatives	HR/Labor, Human Resource Development	Legal Affairs, Compliance, Risk Management	Overseas Business	IT DX	R&D, New Business
Directors	Yoshitoshi Kitajima	•					•		
	Yoshinari Kitajima	•					•		
	Kenji Miya	•	•		•	•	•	•	
	Masato Yamaguchi	•					•	•	
	Satoru Inoue	•	•			•		•	
	Hirofumi Hashimoto	•		•		•	•	•	
	Masafumi Kuroyanagi	•		•					
	Minako Miyama		•		•			•	
	Tsukasa Miyajima					•			
	Ryuichi Tomizawa	•					•		
Statutory Auditors	Kazuyuki Sasajima							•	
	Ikuo Morita		•					•	
	Naoki Hoshino			•			•		
	Toshio Sano			•		•			
	Kazuhisa Morigayama	•		•	•				
	Makoto Matsuura					•			
	Taeko Ishii				•	•			
	Outside								

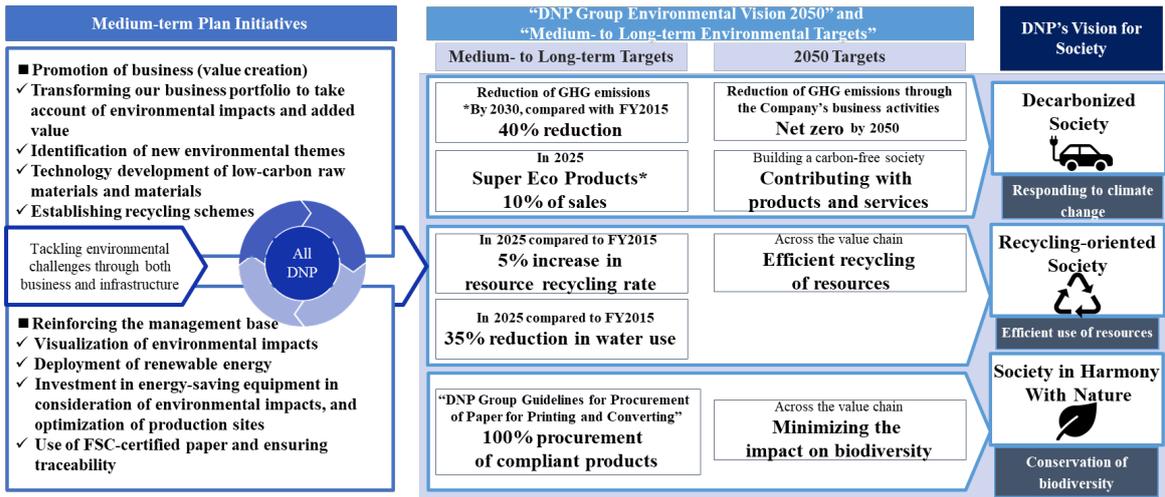
Points for the Exercise of Voting Rights

Point 4: Initiatives Regarding Climate Change

In March 2020, the DNP Group formulated the “DNP Group Environmental Vision 2050” and defined what we expect to accomplish toward the year 2050, with the aim of realizing a sustainable society, and we stepped up our efforts to create value with a view toward realizing a “decarbonized society”, a “recycling-oriented society” and a “society in harmony with nature”. In particular, climate change is a variable factor (risk) with a significant global impact, and by responding to these changes ahead of time, we will enhance the sustainability of our corporate activities. We are actively engaging in dialogue with stakeholders on these initiatives through information disclosure using the framework recommended by the “Task Force on Climate-related Financial Disclosures (TCFD)”.

The Corporate Ethics Committee and the Sustainability Committee are responsible for addressing climate change, and the Board of Directors deliberates and decides on matters of high importance, together with management policy, management strategy and other important matters. Climate change-related risks are identified by the Sustainability Committee in the context of business plans, based on stakeholder concerns, the magnitude of the impact of climate change on the business and the likelihood of that impact occurring. Risks are assessed and managed at least once a year, with activities prioritized and targets set.

In order to consider strategies for the long-term risks, we perform a scenario analysis to assess the financial impact and the duration during which we will be exposed to the impact. As a result of the scenario analysis, we recognize that the likely introduction of stricter regulations on greenhouse gas (GHG) emissions and a carbon tax in order to build a decarbonized society is expected to increase operating costs, and we are strengthening our management base by visualizing our environmental impact. At the same time, we believe that demand and markets for low-carbon products and services will grow further, requiring us to increasingly accelerate our technology development and M&A activities. In response to these changes, we will work to create business opportunities by synergizing our “P&I” strengths and deepening collaboration with external partners.



*Although we have acquired certification for Science Based Target (SBT) initiative in July 2018 with “25% reduction compared to FY2015 by 2030” regarding the medium- to long-term target for GHG emissions reduction, we have reviewed such target toward the goal of net zero by 2050 and once again acquired SBT certification.

* Super Eco Products: Outstanding environmentally friendly products and services designated based on the Company’s own evaluation.

Point 5: Others

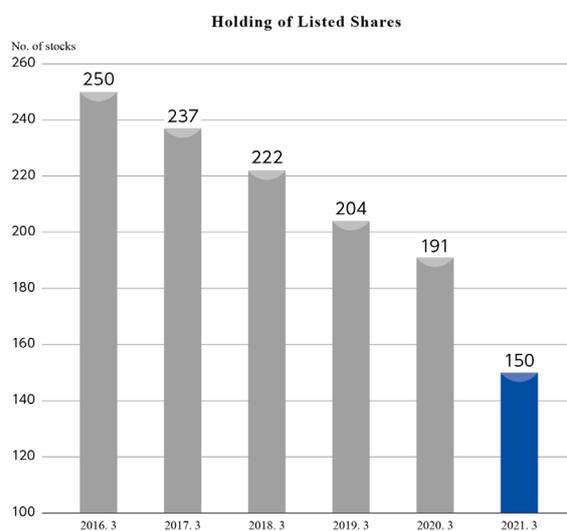
■ Reduction of Strategic Shareholdings

The Company believes that in order to increase its corporate value over the medium to long term and to contribute to the realization of a sustainable society, it is necessary to take advantage of the strength of cooperation with a number of partners. From this perspective, the Company holds shares in order to strengthen its relationships with its clients in terms of sales policy and to strengthen its links with partners with whom it jointly develops new technologies and products.

At the same time, we regularly review the significance and purpose of our holdings of individual shares by specifically scrutinizing them in light of changes in our business transactions with, and trends in the performance of, the companies in which we hold shares, the state of our business, and the economic rationale and future prospects over the medium to long term. As a result, it is the Company's policy to proceed with the sale of shares for which it has determined that the significance of the shareholding has diminished.

Therefore, there was a decrease of 41 stocks in our holding of listed shares in the fiscal year ended March 31, 2021, which promoted and enhanced asset efficiency.

With regard to the exercise of voting rights for our shareholdings, the Company makes a comprehensive judgment as to whether or not the subject proposal will contribute to the sustainable growth and medium-to long-term enhancement of our corporate value, and whether or not it will contribute to the common interests of the shareholders of the investee, and exercises the voting rights appropriately.



■ Diversity Initiatives

The DNP Group is committed to supporting the activities of its employees, who are an invaluable asset and have supported innovation since our founding, and on July 17, 2020 announced the “DNP Diversity Declaration”.

We aim to create an environment where each employee and the organization can maximize their potential by respecting and accepting each other’s “differences” and making the most of their diversity. Furthermore, we have formulated the following action plan based on the Women’s Participation Promotion Act.

1 Plan Period (2nd Phase): April 1, 2019 to March 31, 2022

2 Challenge for the Promotion of Women’s Participation:

Increase the number of female employees in leadership positions in organizational decision-making.

3 Targets

- (1) Achieve ratio of women managers (section manager or above) of 7% or more.
- (2) Double the number of women in managerial positions and leadership positions compared with the number at the end of February 2016.

➤ Click here for details

<https://www.dnp.co.jp/sustainability/management/human-rights/diversity-inclusion/>

■ Evaluation of the Effectiveness of the Board of Directors Overall

The Company has evaluated the overall effectiveness of the Board of Directors around April each year since Japan’s Corporate Governance Code became applicable in June 2015. The aim is to improve the functioning of the Board of Directors as a whole through an ongoing process of questionnaires to Directors and Statutory Auditors and by taking appropriate measures such as improving the issues identified and enhancing the strengths of the Board of Directors.

In the questionnaire conducted in March last year (2020), based on the advice of a third-party institution, and including efforts for themes considering social situations as a target for assessment, the Board of Directors was assessed as having no issues with its effectiveness. However, one of the issues to be addressed is the need to continue to improve and deepen internal discussions from the “perspective of the Group as a whole” in the preparation of Board of Directors’ proposals.

In response to the results of last year’s evaluation of the Board of Directors, in the fiscal year under review, we took steps to enhance the reporting of summaries of the

internal discussions from the “perspective of the Group as a whole” in the context of the Medium-term Management Plan and business investment proposals. A questionnaire survey focused on items to measure progress on last year’s improvement issues was then carried out, and the results of the analysis confirmed that improvements had been made overall.

At the same time, social changes, such as the new normal and growing environmental awareness at a global level, require the Board of Directors to further enhance discussions on business risks and other issues across all Group companies, and at the meeting of the Board of Directors in May 2021, all Directors and Statutory Auditors shared the view that the Board of Directors would focus on further addressing these issues.

Reference Materials for the General Meeting of Shareholders

Agenda and Reference Matters

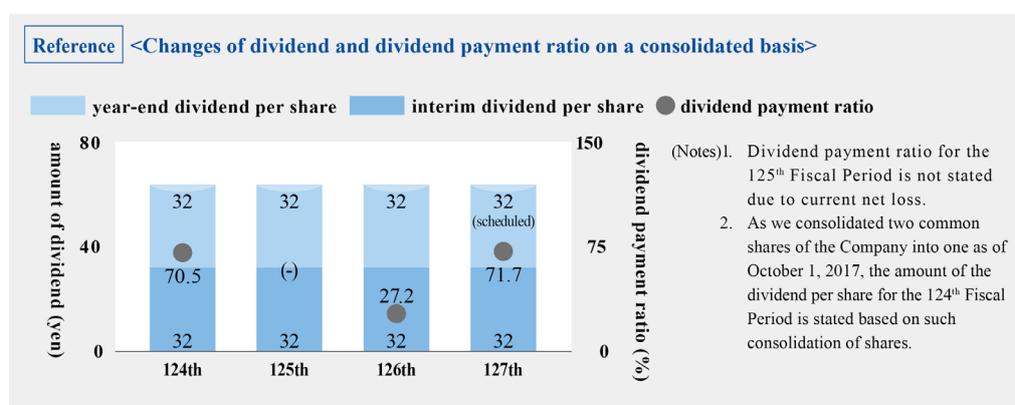
1st Item: Appropriation of Retained Earnings

The Company's basic policy on appropriation of profit is to pay out stable dividends to shareholders while giving consideration to the Company's performance and dividend payout ratio, etc. Further, for future business development, the Company will work to enhance its management base by improving its financial standing through internal reserves.

The year-end dividend for the current term will be ¥32 per common share of the Company. The dividend for the current fiscal year will be ¥64 per share, the same amount as the preceding fiscal year, including the interim dividend of ¥32 per share.

Matters related to the year-end dividend

- (1) Type of the dividend property
Cash
- (2) Matters regarding the assignment of the dividend property to shareholders and the total amount thereof
¥32 per common share in the Company
Total amount: ¥8,988,409,216
- (3) Effective date of dividend of retained earnings
June 30, 2021



2nd Item: Election of Twelve (12) Directors

The terms of office of all ten (10) Directors will expire as of the conclusion of this General Meeting of Shareholders. The Company therefore requests the shareholders to elect twelve (12) Directors (including four (4) Outside Directors). (Please refer to page 8 for the candidate nomination process, etc.)

If this agenda item is approved as proposed, the Board of Directors of the Company will consist of eight (8) Inside Directors (including one (1) female Director) and four (4) Outside Directors. With this structure, we aim to further strengthen the management oversight function and promote diversity, and to enhance corporate and shareholder value through prompt decision-making on management strategies with an emphasis on capital efficiency.

The candidates for Director are as follows:

Candidate No.	Name		Title and Responsibilities in the Company	Attendance of Meetings of the Board of Directors
1	Yoshitoshi Kitajima	Male Reappointment	Chairman	13/13 (100%)
2	Yoshinari Kitajima	Male Reappointment	President	13/13 (100%)
3	Kenji Miya	Male Reappointment	Senior Managing Director in charge of Personnel & Employee Relations Div., IR and Public Relations Div., Recruiting and Training Dept., Diversity Promotion Dept. and Corporate Administration Dept. Chairman of BCM Promotion Committee	13/13 (100%)

4	Masato Yamaguchi	Male New Appointment	Senior Executive Corporate Officer managing R&D and Engineering Management segment, Lifestyle and Industrial Supplies segment and Electronics segment	-
5	Satoru Inoue	Male Reappointment	Managing Director in charge of R&D and Engineering Management Div. and Technology Development Center Chairman of Sustainability Committee	13/13 (100%)
6	Hirofumi Hashimoto	Male Reappointment	Managing Director in charge of Strategic Business Planning & Development Div. and Value Creation & Promotion Div.	10/10 (100%)
7	Masafumi Kuroyanagi	Male New Appointment	Senior Corporate Officer in charge of Finance & Accounting Division	-
8	Minako Miyama	Female New Appointment	Corporate Officer in charge of Recruiting and Training Dept. and Diversity Promotion Dept.	-
9	Tsukasa Miyajima	Male Reappointment Outside Independent	Director	13/13 (100%)

10	Ryuichi Tomizawa	Male Reappointment Outside Independent	Director	13/13 (100%)
11	Kazuyuki Sasajima	Male Reappointment Outside Independent	Director	10/10 (100%)
12	Ikuo Morita	Male New Appointment Outside Independent	-	-

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
2 <u>Reappointment</u> Attendance of Meetings of the Board of Directors 13/13	Yoshinari Kitajima (Sep. 18, 1964)	Apr. 1987 Joined The Fuji Bank Ltd. Mar. 1995 Joined the Company Jun. 2001 Director of the Company Jun. 2003 Managing Director of the Company Jun. 2005 Senior Managing Director of the Company Jun. 2009 Executive Vice President of the Company Jun. 2018 President of the Company (currently serving)	165,800
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Yoshinari Kitajima is nominated as a candidate for Director as it is expected that he will work to realize the Company's group strategy towards business growth and improvement of business performance, and also appropriately oversee the entire Group, based on his considerable experience as a management executive in the DNP Group.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Yoshinari Kitajima, and the Company.</p> <p>2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Yoshinari Kitajima, assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
3 <u>Reappointment</u> Attendance of Meetings of the Board of Directors 13/13	Kenji Miya (Jun. 11, 1954)	Apr. 1978 Joined the Company Jul. 2003 General Manager of Personnel Dept. of the Company Jun. 2010 Corporate Officer (<i>Yakuin</i>), General Manager of Personnel Dept. of the Company Jun. 2018 Managing Director of the Company Jun. 2020 Senior Managing Director, in charge of Personnel & Employee Relations Div., IR and Public Relations Div., Recruiting and Training Dept., Diversity Promotion Dept. and Corporate Administration Dept., Chairman of BCM Promotion Committee of the Company (currently serving)	5,600
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Kenji Miya is nominated as a candidate for Director as it is expected that he will work to realize the human resources and labor strategy, etc. for business growth and improvement of business performance, and also appropriately oversee the entire Group, based on his considerable experience as a management executive in the DNP Group.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Kenji Miya, and the Company. 2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Kenji Miya, assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
4 <div style="border: 1px solid black; padding: 2px; display: inline-block;">New Appointment</div>	Masato Yamaguchi (Sep. 10, 1952)	Apr. 1975 Joined the Company Dec. 1994 General Manager of R&D 1st Dept., General Production Research Center of the Company Jun. 2008 Corporate Officer (<i>Yakuin</i>), Deputy General Manager of Display Components Operations of the Company Jun. 2012 Senior Corporate Officer, General Manager of Fine Electronics Operations of the Company Jun. 2017 Senior Executive Corporate Officer, in charge of Living Spaces Operations, Mobility Operations and High-Performance Materials Operations of the Company Apr. 2021 Senior Executive Corporate Officer, in charge of R&D and Engineering Management segment, Lifestyle and Industrial Supplies segment and Electronics segment (General) of the Company (currently serving)	6,400
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Masato Yamaguchi is nominated as a candidate for Director as it is expected that he will work to realize business development, etc. for business growth and improvement of business performance, and also appropriately oversee the entire Group, having considerable management experience in the DNP Group based on his experience as a person responsible for technology, research and development, and manufacturing of display products, etc., as well as new business development using ICT.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Masato Yamaguchi, and the Company.</p> <p>2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Masato Yamaguchi, assumes office as Director, plans to enter into such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
5 <u>Reappointment</u> Attendance of Meetings of the Board of Directors 13/13	Satoru Inoue (Jan. 14, 1955)	Apr. 1978 Joined the Company Oct. 2008 General Manager of Technology Development Center of the Company Jun. 2013 Director, in charge of Technical & Engineering Div., Technology Development Center, Environment & Product Liability Dept. of the Company Jun. 2015 Managing Director of the Company Apr. 2021 Managing Director, in charge of R&D and Engineering Management Div. and Technology Development Center, Chairman of Sustainability Committee of the Company (currently serving)	13,300
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Satoru Inoue is nominated as a candidate for Director as it is expected that he will work to realize the technical development strategy, etc. and proactively use digital transformation (DX) technologies for business growth and improvement of business performance, and also appropriately oversee the entire Group, based on his considerable experience as a management executive in the DNP Group.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Satoru Inoue, and the Company. 2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Satoru Inoue, assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
<p>6</p> <p>Reappointment</p> <p>Attendance of Meetings of the Board of Directors</p> <hr/> <p>10/10</p>	<p>Hirofumi Hashimoto (Jul. 8, 1957)</p>	<p>Apr. 1981 Jun. 2015</p> <p>Joined the Company Corporate Officer (<i>Yakuin</i>), General Manager of Strategic Business Planning Dept. of the Company</p> <p>Apr. 2016 Jun. 2018</p> <p>Director of Maruzen CHI Holdings Co., Ltd. Senior Corporate Officer, in charge of Strategic Business Planning & Development Div. of the Company</p> <p>Statutory Auditor of Nihon Unisys, Ltd. (current)</p> <p>Jun. 2020</p> <p>Managing Director, in charge of Strategic Business Planning & Development Div. and Value Creation & Promotion Div. of the Company (currently serving)</p>	<p>3,982</p>
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Hirofumi Hashimoto is nominated as a candidate for Director as it is expected that he will work to realize the management strategy and capital policy, etc. for business growth and improvement of business performance, and also appropriately oversee the entire Group, based on his considerable management experience in the DNP Group and his achievements in the business planning department of the Company.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Hirofumi Hashimoto, and the Company.</p> <p>2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Hirofumi Hashimoto, assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
7 New Appointment	Masafumi Kuroyanagi (May 4, 1960)	Apr. 1983 Joined the Company Apr. 2004 General Manager of Finance & Accounting 1st Dept., Finance & Accounting Division of the Company Jun. 2010 President and Representative Director of DNP Total Process Warabi Co., Ltd. Jun. 2015 Corporate Officer (<i>Yakuin</i>), in charge of Finance & Accounting Division of the Company Apr. 2019 Senior Corporate Officer, in charge of Finance & Accounting Division of the Company (currently serving)	3,200
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Masafumi Kuroyanagi is nominated as a candidate for Director as it is expected that he will work to realize financial strategies and capital policy, etc. for business growth and improvement of business performance, and also appropriately oversee the entire Group, based on his considerable management experience in the DNP Group and knowledge of all aspects of financial accounting, including account settlement and taxation.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Masafumi Kuroyanagi, and the Company.</p> <p>2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Masafumi Kuroyanagi, assumes office as Director, plans to enter into such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
8 New Appointment	Minako Miyama (Jan. 15, 1962)	Apr. 1986 Joined the Company Apr. 2005 General Manager of VR Planning and Development Office, DB Division, C&I Operations of the Company Jul. 2014 General Manager of Recruiting and Training Dept. of the Company Jun. 2018 Corporate Officer, General Manager of Recruiting and Training Dept., and Diversity Promotion Dept. of the Company Oct. 2019 Corporate Officer, in charge of Recruiting and Training Dept., and Diversity Promotion Dept. of the Company (currently serving)	2,700
<p>[Reasons for nomination as a candidate for Director]</p> <p>Ms. Minako Miyama is nominated as a candidate for Director as it is expected that she will work to realize human resources development strategies, etc. for business growth and improvement of business performance, and also appropriately oversee the entire Group, since she has a proven track record as the Company's first female Corporate Officer, leading the way in developing human resources and ensuring diversity, in addition to experience in the research, planning and development segments.</p> <p>(Notes) 1. There is no special interest between the candidate, Ms. Minako Miyama, and the Company.</p> <p>2. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Ms. Minako Miyama, assumes office as Director, plans to enter into such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of her duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p>			

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
<p>9</p> <p><input type="checkbox"/> Reappointment</p> <p><input type="checkbox"/> Outside</p> <p><input type="checkbox"/> Independent</p> <p>Attendance of Meetings of the Board of Directors</p> <p>13/13</p> <p>Term of Office as Outside Director</p> <p>7 years (at the conclusion of this Meeting)</p>	<p>Tsukasa Miyajima (Aug. 23, 1950)</p>	<p>Apr. 1990 Professor of Keio University, Faculty of Law</p> <p>Apr. 2003 Registered as an attorney at law at the Daini Tokyo Bar Association (current)</p> <p>Jun. 2014 Director of the Company</p> <p>Apr. 2016 Emeritus Professor of Keio University Professor of Asahi University, Faculty of Law and Graduate School of Law (currently serving)</p> <p>Status of important concurrent offices: Outside Director of Hulic Co., Ltd. Outside Director of Mitsui Sumitomo Insurance Company, Limited Outside Statutory Auditor of Mikuni Corporation Outside Statutory Auditor of Daifuku Co., Ltd.</p>	<p>3,200</p>
<p>[Reasons for nomination as a candidate for Outside Director and expected role]</p> <p>Mr. Tsukasa Miyajima is nominated as a candidate for Outside Director as it is expected that he will provide advice and supervision over the Company's management from an objective perspective independent from the management executing the business, based on, among other things, his high level insight and extensive experiences as a legal expert.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Tsukasa Miyajima, and the Company.</p> <p>2. Mr. Tsukasa Miyajima is a candidate for Outside Director as provided in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. As the Company judged that he satisfies the independence criteria stipulated by the Tokyo Stock Exchange, Inc. and the Independence Standards for Independent Directors and/or Statutory Auditors stipulated by the Company (stated on pages 9 and 10), the Company submitted a filing with the Tokyo Stock Exchange designating him as an Independent Director. When his reappointment is approved, it is planned that he will remain in office as Independent Director.</p> <p>3. Although the candidate, Mr. Tsukasa Miyajima, does not have experience of involvement in corporate management other than by way of being an Outside Director or an Outside Statutory Auditor, the Company determined that he is capable of carrying out his duties adequately as an Outside Director for the reason stated in "[Reasons for nomination as a candidate for Outside Director and expected role]" above.</p> <p>4. The Company has entered into a Contract for Limitation of Liability with the candidate, Mr. Tsukasa Miyajima, with regard to his liability for damages to the Company provided in Article 423, Paragraph 1 of the Companies Act, to the effect that the liability for damages attributable to his performance of duties as an Outside Director of the Company</p>			

in good faith and without gross negligence is limited to the amount of minimum liability stipulated in Article 425, Paragraph 1 of the same Act. If his reappointment is approved, the Company plans to extend the above-mentioned Contract for Limitation of Liability with him.

5. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Tsukasa Miyajima assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
10 <input type="checkbox"/> Reappointment <input type="checkbox"/> Outside <input type="checkbox"/> Independent Attendance of Meetings of the Board of Directors 13/13 Term of Office as Outside Director 2 years (at the conclusion of this Meeting)	Ryuichi Tomizawa (Aug. 21, 1941)	Apr. 1965 Joined Mitsubishi Kasei Kogyo Corporation Jun. 2002 President of Mitsubishi Chemical Corporation Jun. 2004 Chairman of Mitsubishi Pharma Corporation Oct. 2005 President of Mitsubishi Chemical Holdings Corporation Apr. 2007 Chairman of Mitsubishi Chemical Holdings Corporation Jun. 2011 Outside Director of Tokyo Gas Co., Ltd. Jun. 2012 Senior Corporate Advisor of Mitsubishi Chemical Holdings Corporation (current) Jun. 2019 Director of the Company (currently serving)	2,000
<p>[Reasons for nomination as a candidate for Outside Director and expected role]</p> <p>Mr. Ryuichi Tomizawa is nominated as a candidate for Outside Director as it is expected that he will provide advice and supervision over the Company's management from an objective perspective independent from the management executing the business, since he has many years' experience and extensive knowledge as a management executive.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Ryuichi Tomizawa, and the Company.</p> <p>2. Mr. Ryuichi Tomizawa is a candidate for Outside Director as provided in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. As the Company judged that he satisfies the independence criteria stipulated by the Tokyo Stock Exchange, Inc. and the Independence Standards for Independent Directors and/or Statutory Auditors stipulated by the Company (stated on pages 9 and 10), the Company submitted a filing with the Tokyo Stock Exchange designating him as an Independent Director. When his reappointment is approved, it is planned that he will remain in office as Independent Director.</p> <p>3. The Company has entered into a Contract for Limitation of Liability with the candidate, Mr. Ryuichi Tomizawa, with regard to his liability for damages to the Company provided in Article 423, Paragraph 1 of the Companies Act, to the effect that the liability for damages attributable to his performance of duties as an Outside Director of the Company in good faith and without gross negligence is limited to the amount of minimum liability stipulated in Article 425, Paragraph 1 of the same Act. If his reappointment is approved, the Company plans to extend the above-mentioned Contract for Limitation of Liability with him.</p>			

	<p>4. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Ryuichi Tomizawa, assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.</p> <p>5. The candidate, Mr. Ryuichi Tomizawa, is a Senior Corporate Advisor of Mitsubishi Chemical Holdings Corporation. The Company previously held shares in Mitsubishi Chemical Holdings Corporation but sold all of those shares by the end of March 2021.</p>
--	---

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
11 <input type="checkbox"/> Reappointment <input type="checkbox"/> Outside <input type="checkbox"/> Independent Attendance of Meetings of the Board of Directors <hr/> 10/10	Kazuyuki Sasajima (Aug. 8, 1953)	Apr. 1982 Joined Tokyo Shibaura Electric Co., Ltd. (Manufacturing Engineering Research Center) Apr. 1989 Associate Professor of Saitama University, Faculty of Engineering Dec. 1999 Professor of Tokyo Institute of Technology, Graduate School of Information Science and Engineering Apr. 2016 Professor of Tokyo Institute of Technology, School of Engineering, Department of Systems and Control Engineering Mar. 2019 Emeritus Professor of Tokyo Institute of Technology Jun. 2020 Director of the Company (currently serving)	0
Term of Office as Outside Director <hr/> 1 year (at the conclusion of this Meeting)	<p>[Reasons for nomination as a candidate for Outside Director and expected role]</p> <p>Mr. Kazuyuki Sasajima is nominated as a candidate for Outside Director as it is expected that he will provide advice and supervision over the Company's management from an objective perspective independent from the management executing the business, based on, among other things, his high level insight and extensive experience as an academic expert in information science and engineering and systems and control engineering in addition to his experience as a researcher in a company.</p> <p>(Notes)</p> <ol style="list-style-type: none"> 1. There is no special interest between the candidate, Mr. Kazuyuki Sasajima, and the Company. 2. Mr. Kazuyuki Sasajima is a candidate for Outside Director as provided in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. As the Company judged that he satisfies the independence criteria stipulated by the Tokyo Stock Exchange, Inc. and the Independence Standards for Independent Directors and/or Statutory Auditors stipulated by the Company (stated on pages 9 and 10), the Company submitted a filing with the Tokyo Stock Exchange designating him as an Independent Director. When his reappointment is approved, it is planned that he will remain in office as Independent Director. 3. Although the candidate, Mr. Kazuyuki Sasajima, does not have experience of involvement in corporate management, the Company determined that he is capable of carrying out his duties adequately as an Outside Director for the reason stated in "[Reasons for nomination as a candidate for Outside Director and expected role]" above. 4. The Company has entered into a Contract for Limitation of Liability with the candidate, Mr. Kazuyuki Sasajima, with regard to his liability for damages to the Company provided in Article 423, Paragraph 1 of the Companies Act, to the effect that the liability for damages attributable to his performance of duties as an Outside Director of the Company 		

in good faith and without gross negligence is limited to the amount of minimum liability stipulated in Article 425, Paragraph 1 of the same Act. If his reappointment is approved, the Company plans to extend the above-mentioned Contract for Limitation of Liability with him.

5. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Kazuyuki Sasajima, assumes office as Director, plans to renew such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.

Candidate No.	Name (Date of Birth)	Brief personal history, title, responsibilities and status of important concurrent offices	No. of shares in the Company held
12 <input type="checkbox"/> New Appointment <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Ikuo Morita (Mar. 18, 1950)	Apr. 1975 Joined the Department of Pharmacology, The Tokyo Metropolitan Institute of Gerontology (TMIG) (current Tokyo Metropolitan Geriatric Hospital and Institute of Gerontology (TMGHIG)) Apr. 2009 Trustee and vice-president at Tokyo Medical and Dental University Apr. 2015 Emeritus Professor of Tokyo Medical and Dental University Apr. 2017 Trustee and vice-president at Ochanomizu University (currently serving)	0
<p>[Reasons for nomination as a candidate for Outside Director and expected role]</p> <p>Mr. Ikuo Morita is nominated as a candidate for Outside Director as it is expected that he will provide advice and supervision over the Company's management from an objective perspective independent from the management executing the business, based on his achievements from many years of research in the field of pharmacology and high level insight from his experience as a trustee of an administrative university of the Tokyo Block of the All Nippon Diversity Network Organization.</p> <p>(Notes) 1. There is no special interest between the candidate, Mr. Ikuo Morita, and the Company. 2. Mr. Ikuo Morita is a candidate for Outside Director as provided in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. As the Company judges that he satisfies the independence criteria stipulated by the Tokyo Stock Exchange, Inc. and the Independence Standards for Independent Director and/or Statutory Auditor stipulated by the Company (stated on pages 9 and 10), when his appointment is approved, the Company plans to submit a filing with the Tokyo Stock Exchange designating him as an Independent Director 3. Although the candidate, Mr. Ikuo Morita, does not have experience of involvement in corporate management, the Company determined that he is capable of carrying out his duties adequately as an Outside Director for the reason stated in "[Reasons for nomination as a candidate for Outside Director and expected role]" above. 4. The Company plans to enter into a Contract for Limitation of Liability with the candidate, Mr. Ikuo Morita, with regard to his liability for damages to the Company provided in Article 423, Paragraph 1 of the Companies Act, to the effect that the liability for damages attributable to his performance of duties as an Outside Director of the Company in good faith and without gross negligence will be limited to the amount of</p>			

minimum liability stipulated in Article 425, Paragraph 1 of the same Act.

5. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Director as the insured, and, in the event that the candidate, Mr. Ikuo Morita, assumes office as Director, plans to enter into such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of his duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company's business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.

3rd Item: Election of One (1) Statutory Auditor

The term of office of one (1) of the five (5) Statutory Auditors will expire as of the conclusion of this General Meeting of Shareholders. The Company therefore requests the shareholders to elect one (1) Statutory Auditor. The Company has obtained the consent of the Board of Statutory Auditors concerning this agenda item.

The candidate for Statutory Auditor is as follows:

	Name (Date of Birth)	Brief personal history, title and status of important concurrent offices	No. of shares in the Company held
<input type="checkbox"/> New Appointment <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Taeko Ishii (May 7, 1956)	Apr. 1986 Registered as an attorney at law at the Daiichi Tokyo Bar Association (current) Joined Ryoichi Wada Law Firm Mar. 1992 Established Ohta & Ishii Law Firm (currently serving) Status of important concurrent offices: Outside Director of Sumitomo Metal Mining Co., Ltd. Outside Statutory Auditor of NEC Corporation Outside Statutory Auditor of DTS CORPORATION	0
<p>[Reasons for nomination as a candidate for Outside Statutory Auditor]</p> <p>Ms. Taeko Ishii is nominated as a candidate for Outside Statutory Auditor as it is expected that she will appropriately perform her role as an Outside Statutory Auditor who audits the execution of duties by Directors from an objective standpoint, since she has a high level of insight as an attorney at law in the field of human resources and labor, etc. and broad experience, having served as an outside statutory auditor of various listed companies.</p> <p>(Notes) 1. There is no special interest between the candidate, Ms. Taeko Ishii, and the Company. 2. Ms. Taeko Ishii is a candidate for Outside Statutory Auditor as provided in Article 2, Paragraph 3, Item 8 of the Ordinance for Enforcement of the Companies Act. As the Company judges that she satisfies the independence criteria stipulated by the Tokyo Stock Exchange, Inc. and the Independence Standards for Independent Director and/or Statutory Auditor stipulated by the Company (stated on pages 9 and 10), when her appointment is approved, the Company plans to submit a filing with the Tokyo Stock Exchange designating her as an Independent Statutory Auditor. 3. Although the candidate, Ms. Taeko Ishii, does not have experience of involvement in corporate management other than by way of being an Outside Director or an Outside Statutory Auditor, the Company determined that she is capable of carrying out her duties</p>			

adequately as an Outside Statutory Auditor for the reason stated in “[Reasons for nomination as a candidate for Outside Statutory Auditor]” above.

4. The Company plans to enter into a Contract for Limitation of Liability with the candidate, Ms. Taeko Ishii, with regard to her liability for damages to the Company provided in Article 423, Paragraph 1 of the Companies Act, to the effect that the liability for damages attributable to her performance of duties as an Outside Statutory Auditor of the Company in good faith and without gross negligence will be limited to the amount of minimum liability stipulated in Article 425, Paragraph 1 of the same Act.

5. The Company has entered into a Contract for Directors and Officers Liability Insurance covering the candidate for Statutory Auditor as the insured, and, in the event that the candidate, Ms. Taeko Ishii, assumes office as Statutory Auditor, plans to enter into such policy covering the candidate as the insured, with the Company paying the full premium. The insurance policy will cover damages, legal costs and other expenses that may arise as a result of the insured being held liable for the performance of her duties (including omissions) or being subject to a claim for the pursuit of such liability. However, there are some exemptions, such as damage caused by unlawful private profit-making or criminal acts, which are not covered under this contract. The details of the insurance coverage are determined primarily in consideration of the size of the Company’s business, the degree of incentive given to the insured, and the impact on the appropriateness of the execution of duties.

[End]