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(Securities code: 3708)

June 5, 2024

To Our Shareholders

Yuji Matsuda, President and Chief Executive Officer
Tokushu Tokai Paper Co., Ltd.
4379 Mukaijima-cho, Shimada-shi, Shizuoka, JAPAN

Notice of the 17th Annual General Meeting of Shareholders

It is a pleasure to inform you that the 17th Annual General Meeting of Shareholders of Tokushu Tokai Paper Co., Ltd. (the “Company”) will be held as indicated below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of “Reference Documents for the General Meeting of Shareholders,” etc. (items subject to measures for electronic provision) in electronic format, and has posted the information on the Company’s website. Please access the following website to view the information.

The Company’s website:

<https://www.tt-paper.co.jp/ir/meeting/> (in Japanese)

In addition to the Company’s website, items subject to measures for electronic provision are also posted on the website of the Tokyo Stock Exchange (TSE). Please access the following website to view the information.

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “Tokushu Tokai Paper” in “Issue name (company name)” or the Company’s securities code “3708” 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].”)

You may exercise your voting rights via the internet or in writing (postal mail) in lieu of attending the meeting in person. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:40 p.m. on Tuesday, June 25, 2024 (JST).

- 1. Date and Time:** Wednesday, June 26, 2024, at 10:00 a.m. (JST) (Reception will open at 9:15 a.m.)
- 2. Venue:** Concert Hall Shizuoka AOI, 7th Floor Auditorium
1-9, Kurogane-cho, Aoi-ku, Shizuoka-shi, Shizuoka Prefecture
Please be aware that there will be no gifts for shareholders who attend the General Meeting of Shareholders in person.
Thank you for your understanding.
- 3. Meeting Agenda:**
Matters to be reported:
 1. Business Report and Consolidated Financial Statements for the 17th fiscal year (April 1, 2023, to March 31, 2024) and Audit Results of Consolidated Financial Statements by Financial Auditor and the Audit & Supervisory Committee
 2. Non-consolidated Financial Statements for the 17th fiscal year (April 1, 2023, to March 31, 2024)

Matters to be resolved:

- | | |
|-----------------------|--|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Eight (8) Directors (Excluding Directors Who Are Members of the Audit & Supervisory Committee) |
| Proposal No. 3 | Election of One (1) Substitute Director Who Is a Member of the Audit & Supervisory Committee |

4. Matters to be Resolved in Convening the General Meeting of Shareholders (Guide to Exercising Voting Rights):

- (1) For shareholders opting to exercise their voting rights in writing (by post) using the Voting Rights Exercise Form, any voting right exercised without indicating approval or disapproval for a particular proposal will be treated as an intention of approval.
- (2) For shareholders exercising their voting rights more than once via the Internet, the last voting right exercised shall be deemed valid.
- (3) If any voting right is exercised both by mail and via the Internet, the voting right exercised via the Internet shall be deemed to be the valid exercise of the voting right.
- (4) If you intend to vote by proxy, you may appoint another shareholder with voting rights to vote on your behalf as proxy. Please note, however, that written proof of his/her right of proxy must be submitted.

- When you attend the meeting in person, please submit the Voting Form at the reception desk at the venue.
- For this General Meeting of Shareholders, paper-based documents stating items subject to measures for electronic provision are sent to all shareholders, regardless of whether or not they have made a request for delivery of such documents. However, those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 16 of the Company's Articles of Incorporation.
 - (i) Systems for ensuring the properness of business activities and outline of the operation of the systems
 - (ii) Consolidated statement of changes in equity and notes to consolidated financial statements
 - (iii) Statement of changes in equity and notes to non-consolidated financial statementsPlease note that the business reports and consolidated and non-consolidated financial statements described in this document are part of the documents audited by the Audit & Supervisory Committee Members and the Financial Auditor in the course of preparing the Audit Report or Accounting Audit Report.
- If there are any revisions to the items subject to measures for electronic provision, a notice of the revisions and the details of the matters before and after the revisions will be posted on the aforementioned Company website and the TSE website.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

Year-end dividends

The Company regards the return of profit to its shareholders as an important management theme and maintains a basic policy of paying stable dividends aiming for a dividend payout ratio of 30% while giving comprehensive consideration to factors, including strengthening the financial base for the future business environment and returning profit by way of purchasing its own shares.

The Company has given consideration to matters including the business performance of the fiscal year and future business development, and it proposes to pay fiscal year-end dividends as follows. Accordingly, the annual dividend including the interim dividend will be ¥120 per share.

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property to shareholders and the aggregate amount
¥70 per common share of the Company, Total payment: ¥825,654,340
- (3) Effective date of dividends of surplus
June 27, 2024

Proposal No. 2 Election of Eight (8) Directors (Excluding Directors Who Are Members of the Audit & Supervisory Committee)

The term of office of all eight (8) Directors (excluding Directors who are members of the Audit & Supervisory Committee) will expire at the conclusion of the General Meeting of Shareholders. Accordingly, the Company requests that its shareholders elect eight (8) Directors (excluding Directors who are members of the Audit & Supervisory Committee).

The Company follows a recommendation about this proposal given by the voluntary Nomination and Compensation Committee having its Outside Directors as key members.

The candidates for Directors (excluding Directors who are members of the Audit & Supervisory Committee) are as follows.

Candidate No.	Name	Position and responsibility in the Company	Attributes	Attendance at Board of Directors' Meetings
1	Yuji Matsuda	President and Chief Executive Officer, and Head of the Growth Strategy Center	Re-election	12/12
2	Katsuhiro Watanabe	Director, Managing Executive Officer Head of the Core Business Center and General Manager of the Households Products Business Headquarter	Re-election	12/12
3	Michiaki Sano	Director, Managing Executive Officer, and Head of the Corporate Center	Re-election	12/12
4	Hiroyuki Onuma	Director, Senior Executive Officer, and General Manager of the Specialty Materials Business Headquarter	Re-election	12/12
5	Satoshi Fukui	Senior Executive Officer, General Manager of the Environmental Business Headquarter, and General Manager of the Resource Reuse Division	New election	–
6	Akira Isogai	Outside Director	Re-election Outside Independent	12/12
7	Yuzo Ishikawa	Outside Director	Re-election Outside Independent	12/12
8	Ritsue Miyashita	Outside Director	Re-election Outside Independent Female	10/10

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	<p data-bbox="363 510 513 568">Yuji Matsuda (June 10, 1962)</p> <p data-bbox="379 607 497 629">Re-election</p> <p data-bbox="293 674 584 732">Number of years in office: 13 years</p> <p data-bbox="312 770 564 828">Attendance at Board of Directors Meetings 12/12</p>	<p data-bbox="612 264 1240 454">Mar. 1985 Joined Tokushu Paper Mfg. Co., Ltd. Mar. 2006 Senior General Manager, Deputy General Manager of the Sales Division, and Manager of the Sales Planning Department President and CEO of Tokushu Paper Trading Co., Ltd. (currently TT TRADING CO., LTD.)</p> <p data-bbox="612 463 1240 584">Jun. 2009 Executive Officer of the Company Executive Officer and General Manager of the Sales Development Division of Tokushu Paper Mfg. Co., Ltd.</p> <p data-bbox="612 593 1240 714">Jun. 2011 Director, Deputy Head of the Specialty Materials Business Group, and General Manager of the Sales Development Division of the Company</p> <p data-bbox="612 723 1240 875">Jun. 2012 Director, Deputy Head of the Comprehensive Development Center, General Manager of the Research and Development Division, and General Manager of the Overseas Business Promotion Department</p> <p data-bbox="612 884 1240 943">Jun. 2014 Director, Managing Executive Officer, and Head of Specialty Materials Business Group</p> <p data-bbox="612 952 1240 1010">Apr. 2016 President and Chief Executive Officer (current position)</p> <p data-bbox="612 1019 1240 1077">Apr. 2023 Head of the Growth Strategy Center (current position)</p>	4,946 shares
<p data-bbox="277 1077 772 1106">[Reasons for nomination as candidate for Director]</p> <p data-bbox="277 1111 1449 1357">Mr. Matsuda has a wealth of knowledge and experience in research and development and sales in the Specialty Materials Business, and has successively held positions such as the head of related sectors, Head of a Business Group, and President of a Group company. Eight years have passed since he took office as President and Chief Executive Officer of the Company, and during his term of office he has delivered positive results including achieving record-high consolidated ordinary income five times. He has been engaging in the development of new products and expanding into new growth fields in his role as Head of the Growth Strategy Center during the 6th Medium Term Management Plan that the Company embarked on from the last year, and is therefore expected to make a significant contribution to continually enhancing corporate value. Accordingly, we propose his re-election as a Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	<p>Katsuhiro Watanabe (October 6, 1960)</p> <p>Re-election</p> <p>Number of years in office: 10 years</p> <p>Attendance at Board of Directors Meetings 12/12</p>	<p>Apr. 1983 Joined Canon Inc.</p> <p>Apr. 1999 Joined Tokai Pulp & Paper Co., Ltd.</p> <p>Jun. 2010 Executive Officer, Manager of Shimada Mill in Industrial Materials Business Group, and General Manager of Pulp & Power Department of the Company</p> <p>Jul. 2013 Managing Director and General Manager of the Corporate Planning Department of the President Office</p> <p>Jun. 2014 Director, Executive Officer, and Head of the Comprehensive Development Center</p> <p>Apr. 2016 Director, Executive Officer, and CEO of Industrial Materials Company</p> <p>Jul. 2017 Director, Executive Officer, and COO of Household Products Company</p> <p>Jun. 2018 Director, Executive Officer, and CEO of Household Products Company President of TRY-FU CO., LTD.</p> <p>Apr. 2020 Director, Executive Officer, and General Manager of the Households Products Business Headquarter of the Company</p> <p>Jul. 2021 In charge of Package Division</p> <p>Jul. 2022 Director, Managing Executive Officer, Head of the Core Business Center, and General Manager of the Households Products Business Headquarters of the company (current position)</p>	1,000 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Watanabe has successively held positions as the head of a mill, corporate planning and technical development divisions, and the President of TRY-FU CO., LTD., which manufactures paper towels and laminated products, and has extensive insight and experience in management experience. He currently presides over the industrial materials and specialty materials businesses as the Head of the Core Business Center, and supervises the Household Products Business Headquarters as the General Manager. He is therefore expected to make a significant contribution to further enhancing human capital management and group governance compliance through leadership based on his past achievements and experience. Accordingly, we propose his re-election as a Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	<p style="text-align: center;">Michiaki Sano (January 31, 1966)</p> <p style="text-align: center;">Re-election</p> <p style="text-align: center;">Number of years in office: 8 years</p> <p style="text-align: center;">Attendance at Board of Directors Meetings 12/12</p>	<p>Apr. 1989 Joined Daishowa Paper Manufacturing Co., Ltd.</p> <p>Dec. 2004 Joined Tokushu Paper Mfg. Co., Ltd.</p> <p>Jun. 2010 Executive Officer and Manager of Mishima Mill in Specialty Materials Business Group of the Company</p> <p>Jun. 2014 Executive Officer and General Manager of the Corporate Planning Division of the President Office</p> <p>Jun. 2015 Executive Officer, Deputy Head of Industrial Materials Business Group, and Manager of Shimada Mill</p> <p>Jun. 2016 Director, Executive Officer, COO of Industrial Materials Company, Manager of Shimada Mill, General Manager of Minami Alps Business of the Corporate Planning & Administration Office</p> <p>Oct. 2016 Director, Executive Officer, General Manager of Minami Alps Business of the Corporate Planning & Administration Office President of Shin Tokai Paper Co., Ltd.</p> <p>Jul. 2017 Director, Executive Officer, CEO of Industrial Materials Company, and General Manager of Minami Alps Business of the President Office of the Company</p> <p>Jun. 2019 Director, Executive Officer, and CEO of Industrial Materials Company</p> <p>Apr. 2020 Director, Executive Officer, General Manager of the Industrial Materials Business Headquarter, and in charge of Resource Reuse Division</p> <p>Jul. 2021 Director, Executive Officer, and General Manager of the Corporate Planning Division</p> <p>Jul. 2022 Director, Managing Executive Officer Head of the Corporate Center General Manager of the Practical-Use of Natural Environment Division</p> <p>Apr. 2023 Director, Managing Executive Officer Head of the Corporate Center (current position)</p>	500 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Sano has extensive knowledge and experience in the fields of production technology and paper manufacturing and processing, and has contributed greatly to improving production and quality, served as a Mill Manager of the Specialty Materials Business and Industrial Materials Business and as President of Shin Tokai Paper Co. Ltd., which handles containerboard and kraft paper. He leverages his knowledge, experience, and management skills as the current Head of the Corporate Center to make a significant contribution to enhancing group governance compliance and corporate value and maximizing human capital value. He is therefore expected to make a contribution to resolving issues such as searching for new businesses where paper manufacturing technologies in the paper manufacturing-related business can be applied and replacing the product portfolio to shift to growth fields by leveraging his abundant experience and achievements. Accordingly, we propose his re-election as a Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	<p>Hiroyuki Onuma (February 23, 1965)</p> <p>Re-election</p> <p>Number of years in office: 8 years</p> <p>Attendance at Board of Directors Meetings 12/12</p>	<p>Mar. 1987 Joined Tokushu Paper Mfg. Co., Ltd.</p> <p>Jul. 2013 General Manager of the Sales Division of Specialty Materials Business Group of the Company</p> <p>Jun. 2014 Executive Officer and General Manager of the Sales Division of Specialty Materials Business Group</p> <p>Apr. 2016 Executive Officer and CEO of Specialty Materials Company</p> <p>Jun. 2016 Director, Executive Officer, and CEO of Specialty Materials Company</p> <p>Apr. 2020 Director, Executive Officer, Deputy General Manager of the Specialty Materials Business Headquarter, and Head of Core Business Center</p> <p>Jul. 2021 Director, Executive Officer, and General Manager of the Specialty Materials Business Headquarter</p> <p>Jul. 2023 Director, Senior Executive Officer, and General Manager of the Specialty Materials Business Headquarter (current position)</p>	973 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Onuma has a wealth of sales experience and knowledge in the Specialty Materials Business, and as the head of the Specialty Materials Business division, he has worked on measures aimed at developing and expanding sales of environmentally friendly products, and better streamlining production and sales of existing products, he is expected to make a significant contribution to enhancing corporate value. Accordingly, we propose his re-election as a Director.</p>			
5	<p>Satoshi Fukui (December 20, 1964)</p> <p>New election</p>	<p>Mar. 1990 Joined Tokushu Paper Mfg. Co., Ltd.</p> <p>Aug. 2002 General Manager of the Finance & Accounting Department of the Company</p> <p>Apr. 2016 Executive Officer and General Manager of the Corporate Planning Division of the Corporate Planning Management Office</p> <p>Apr. 2020 Executive Officer and General Manager of Resource Reuse Division</p> <p>Jul. 2020 Executive Officer and General Manager of Resource Reuse Division</p> <p>Apr. 2023 President of Rex Co., Ltd. (current position)</p> <p>Apr. 2023 Executive Officer, General Manager of the Environmental Business Headquarter, and General Manager of Resource Reuse Division Representative Director and President of Toei Holdings Co., Ltd. (current position)</p> <p>Jul. 2023 Senior Executive Officer, General Manager of the Environmental Business Headquarter, and General Manager of Resource Reuse Division (current position)</p> <p>Apr. 2024 Representative Director and President of Takafuji Holdings Co., Ltd. (current position)</p>	1,319 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Fukui has a wealth of experience and knowledge in the Finance & Accounting, the Corporate Planning and the Information & Systems departments. He has served as Representative Director and President of several subsidiaries, mainly handling industrial waste, and as General Manager of the Environmental Business, a new business domain, he is expected to build the growth foundation into a core business. Accordingly, we propose his election as a Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
6	Akira Isogai (October 19, 1954) Re-election Outside Independent Number of years in office: 4 years Attendance at Board of Directors Meetings 12/12	Sept. 1985	Doctoral Research Fellow of the Chemistry Department of The Institute of Paper Chemistry	200 shares
	Sept. 1986	Hired at the Faculty of Agriculture of the University of Tokyo		
		May 2003	Professor at Graduate School of Agricultural and Life Sciences	
		Apr. 2020	Special Professor (current position)	
		Jun. 2020	Outside Director of the Company (current position)	
		[Significant concurrent positions outside the Company]		
		Special Professor at the University of Tokyo		
[Reasons for nomination as candidate for outside Director and overview of expected roles] Mr. Isogai has long been involved in research and development related to cellulose and paper at universities, and has a high level of expertise. In recent years, he has established a manufacturing method for cellulose nanofibers (CNF), and his accomplishments have been recognized with numerous prestigious awards both domestically and internationally. Although he has not been involved in corporate management in the past, he provides advice and recommendations based on his knowledge, and has appropriately carried out duties as an outside Director. Based on his wealth of knowledge and experience, he is not only expected to advise and contribute to the training of researchers for the Company's research and development, but also provide opinions at the Board of Directors based on his own knowledge and experience. Accordingly, we propose his re-election as an outside Director.				
7	Yuzo Ishikawa (October 19, 1956) Re-election Outside Independent Number of years in office: 2 years Attendance at Board of Directors Meetings 12/12	Sept. 1985	Joined DDI CORPORATION (currently KDDI CORPORATION)	600 shares
	Jun. 2016	Executive Vice President, Representative Director of KDDI CORPORATION		
		Jun. 2019	Chairman of the Board, Representative Director of JCOM Co., Ltd.	
		Jun. 2020	President, Representative Director	
		Apr. 2022	Special Advisor	
		Jun. 2022	Outside Director of the Company (current position)	
		Jul. 2022	Advisor of KDDI CORPORATION	
		[Significant concurrent positions outside the Company]		
		None		
[Reasons for nomination as candidate for outside Director and overview of expected roles] Mr. Ishikawa has vast and extensive experience, knowledge, and insight in all aspects of corporate management as he has successively held positions such as a representative director of KDDI CORPORATION and JCOM Co., Ltd. He is therefore expected to not only supervise decision-making processes and business execution in the Company's group management, but also to continue providing suitable proposals with a lot of advice and recommendations for enhancing corporate value. Accordingly, we propose his re-election as an outside Director.				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
8	Ritsue Miyashita (May 3, 1962)	Apr. 1986 Joined JAL Information Technology Co., Ltd. Jul. 2001 Manager of Corporate Planning Department Oct. 2015 Executive Officer, Application Business Department of Airline Business Division	-
	Re-election Outside Independent Female	Oct. 2018 Director of Brighton Consulting, Inc. Dec. 2018 Established Eternaria Co., Ltd., President (current position) Jun. 2022 Outside Director, ENDO Lighting Corp. (current position) Jun. 2023 Outside Director of the Company (current position)	
	Number of years in office: 1 year	[Significant concurrent positions outside the Company] President, Eternaria Co., Ltd. Outside Director, ENDO Lighting Corp.	
	Attendance at Board of Directors Meetings 10/10		
[Reasons for nomination as candidate for outside Director and overview of expected roles] Ms. Miyashita is a former Executive Officer at JAL Information Technology Co., Ltd. and has a wealth of experience and knowledge, having successfully completed large-scale IT projects being involved with mission critical systems at Japan Airlines, including a large-scale system renewal. In her current independent role, she has played an extensive role promoting the advancement of women in fields other than IT and supporting the implementation of SDGs and GX (green transformation). We propose her re-election as an outside Director in the expectation that she can supervise efforts to enhance corporate value from an objective standpoint which includes enhancing IT and implementing DX at the Company.			

- Notes:
- 1 There is no special interest between each candidate and the Company.
 - 2 Mr. Isogai, Mr. Ishikawa, and Ms. Miyashita are candidates for outside Director.
 - 3 Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Mr. Isogai, Mr. Ishikawa, and Ms. Miyashita to limit their liability for damages under Article 423, paragraph (1) of the said Act. The maximum amount of liability for damages based on this agreement is ¥1 million or the amount stipulated in Article 425, paragraph (1) of the Companies Act, whichever is higher. If the re-election of Mr. Isogai, Mr. Ishikawa, and Ms. Miyashita is approved at this General Meeting of Shareholders, the Company plans to renew the agreement with them.
 - 4 The Company has entered into a directors and officers liability insurance agreement with an insurance company. If the re-election and election of each candidate are approved, each candidate will be included in the insured of this agreement. The Company plans to renew the insurance agreement at the next renewal under the same terms and conditions.
 - 5 The Company has submitted notification to Tokyo Stock Exchange, Inc. that Mr. Isogai, Mr. Ishikawa, and Ms. Miyashita satisfy requirements for an independent officer as provided for by the exchange and the Company. If the re-election of the three candidates is approved, the Company plans for their designation as independent officers to continue.

Proposal No. 3 Election of One (1) Substitute Director Who Is a Member of the Audit & Supervisory Committee

The Company requests approval for the election of one substitute Director who is a Member of the Audit & Supervisory Committee to be ready to fill a vacant position should the number of Audit & Supervisory Committee Members fall below the number required by laws and regulations.

In addition, the consent of the Audit & Supervisory Committee has been obtained for this proposal.

The candidates for substitute Directors who are members of the Audit & Supervisory Committee are as follows.

Name (Date of birth)	Career summary and position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
Hiroaki Himeno (August 4, 1964) Outside Independent	Nov. 2000 Attorney at law (current position) Apr. 2018 Professor, Faculty of Business Sciences at University of Tsukuba (current position) Apr. 2019 Lecturer, Law School at Meiji University (current position) [Significant concurrent positions outside the Company] Attorney at law [Reasons for nomination as candidate for substitute outside Director and overview of expected roles] Although Mr. Himeno has not been involved in company management in the past, having judged that based on the experience and knowledge that he has cultivated as an attorney at law, he is capable of ensuring soundness of corporate management and adequately contributing to the enhancement of compliance practices and the strengthening of functions for monitoring the legality in business execution across the Company, we propose his election as a substitute Director who is a Member of the Audit & Supervisory Committee.	-

- Notes:
- 1 There is no special interest between the candidate and the Company.
 - 2 Mr. Himeno is a candidate for substitute outside Director.
 - 3 If the election of Mr. Himeno is approved, the Company plans to enter into an agreement with him, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit his liabilities for damages under Article 423, paragraph (1) of the said Act. The maximum amount of liability for damages based on this agreement is ¥1 million or the amount stipulated in Article 425, paragraph (1) of the Companies Act, whichever is higher.
 - 4 The Company has entered into a directors and officers liability insurance agreement with an insurance company. If the candidate becomes as an outside Director, he will be included in the insured of this agreement. The Company plans to renew the insurance agreement at the next renewal under the same terms and conditions.
 - 5 Mr. Himeno satisfies requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc. and the Company. If he becomes an outside Director, the Company plans to submit notification to the exchange concerning his designation as an independent officer.

[Reference 1]

Significant experience and expertise of candidates for Directors
(including Audit & Supervisory Committee Members)

Aiming to take on the challenge of expanding into new business domains, further promote the three paper manufacturing businesses and strengthen the management base with the Company set on the appropriate path looking ahead to achieving the long-term goals established in the 6th Medium Term Management Plan, the Company's Board of Directors identified the skills that the Board of Directors should have and selected Directors who have the experience, insight, expertise, etc. in accordance with those skills.

The Company has determined that we can aim for sustainable management by reflecting in overall management the firm management judgments and insight and experience regarding products, etc. when investing resources into new businesses and realigning the product portfolio with respect to the challenge of expanding into new business domains; the insight pertaining to sales and marketing, products and research necessary in the search for new businesses with respect to further promoting the paper manufacturing business; the extensive experience for enhancing group governance with respect to strengthening the management base; as well as insight regarding sustainability, IT and DX.

Name	Corporate management	Global	Research and development	Sales and marketing	Manufacturing and technology	Finance and accounting	Legal affairs and compliance	IT/DX	Sustainability and ESG
Yuji Matsuda	●	●	●	●					
Katsuhiro Watanabe	●				●				
Michiaki Sano	●				●				
Hiroyuki Onuma	●			●					
Satoshi Fukui	●					●		●	
Akira Isogai			●						
Yuzo Ishikawa	●	●		●				●	
Ritsue Miyashita	●							●	●
Takashi Nagasaka	●					●			
Naoto Higaki	●						●		
Kayoko Yamato							●		●

Note: The table above does not indicate all of the experiences and expertise possessed by each candidate.

- Corporate management: Possesses experience as a director of a company, public interest corporation or general incorporated association
- Global: Possesses business experience overseas or with overseas companies, or possesses overseas-related management experience
- Research and development: Possesses a track record of developing new products, or possesses management experience in a research division
- Sales and marketing: Possesses management experience in a sales and marketing division, or has made significant achievements in sales or sales expansion
- Manufacturing and technology: Possesses management experience in a manufacturing division, or possesses knowledge and experience related to production technology

Finance and accounting: Is a certified public accountant or certified public tax accountant, or possesses knowledge and experience in overall financial operations

Legal affairs and compliance: Is an attorney at law or possesses knowledge and experience in legal affairs

IT/DX: Possesses insight and experience in promoting IT and DX

Sustainability and ESG: Possesses insight and experience in promoting sustainability

[Reference 2]

Independence Standards for Independent Outside Officers

In the independence standards for the Company's independent outside officers, it is set out that they shall not fall under the following criteria.

1. Persons who currently execute business at the Company and its subsidiaries (hereinafter the "Group") or have done so in the last ten years
2. Persons who belong to or execute business at a company, etc. (in case of a subsidiary, it is limited to an important one) that is a major shareholder of the Company
3. Persons who belong to or execute business at a company, etc. that is a main business partner of the Group
4. Persons who belong to or execute business at a company, etc. whose main business partner is the Group
5. Consultants, attorneys at law, certified public accountants, or certified public tax accountants who receive a large amount of money or other property other than executive remuneration from the Group
6. Persons who receive a large amount of donations from the Group or who are executives belonging to an organization that receives a large amount of donations from the Group
7. Spouses or relatives within the second degree of kinship of persons who execute business at the Group
8. Notwithstanding any of the preceding paragraphs, persons who cause a conflict of interest with the Company

- Notes:
- 1 "Persons who execute business" shall mean Executive Director, Executive Officer, General Manager or above, or any other person equivalent thereto.
 - 2 "A major shareholder" shall mean a person or an entity that directly or indirectly holds 10% or more of the Company's total voting rights.
 - 3 "A main business partner" shall mean a business partner with which payments of 2% or more of consolidated net sales were made to or from the Group over the past three years.
 - 4 "A large amount of money or other property" shall mean that the total value of money and property is ¥10 million or more per year on average over the past three years, and in the case of an organization, it exceeds 2% of consolidated net sales.
 - 5 "A large amount of donations" shall mean donations worth more than ¥10 million per year on average over the past three years.