This represents an abridged translation, for reference and convenience only, of the original notice issued in Japanese. In the event of any discrepancies between the Japanese and English versions, the former shall prevail.



Securities Code: 4620

June 3, 2024

Daisuke Kato President FUJIKURA KASEI CO., LTD. 20-7, Hasune 3-chome, Itabashi-ku, Tokyo, Japan

Notice of Invitation to the 113th Ordinary General Meeting of Shareholders

To our shareholders:

We are pleased to announce the 113th Ordinary General Meeting of Shareholders of FUJIKURA KASEI CO., LTD. (hereinafter "the Company") which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the following websites. Please access the websites by using the internet address shown below to review the information.

[The Company's website]

https://www.fkkasei.co.jp/ir/reference/meeting.html (in Japanese)

[Website for the Informational Materials for a General Shareholders Meeting] https://d.sokai.jp/4620/teiji/ (in Japanese)

[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 "FUJIKURA KASEI" in "Issue name (company name)" or the Company's securities code "4620" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting].")

If you do not plan to attend the meeting in person, you may exercise your voting rights via the Internet, etc. or in writing prior to the meeting, please review the Reference Document for the General Meeting of Shareholders, and exercise your voting rights by June 25, 2024 (Tuesday), 5:00 p.m. (JST). [Exercise of voting rights via the Internet, etc.]

Please access the dedicated website for exercising voting rights (https://www.web54.net) (in Japanese) and enter your approval or disapproval for each proposal by the voting deadline indicated above.

[Exercise of voting rights in writing]

Please indicate your approval or disapproval of each proposal on the voting form, and return it to us to arrive by the voting deadline indicated above.

1. Date and time: June 26, 2024 (Wednesday) at 10:00 a.m. (JST) (reception desk opens at

9:00 a.m.)

2. Place: SUMITOMO FUDOSAN ONARIMON TOWER BLDG. Bellesalle

Onarimon Tower 3F

1-1, Shiba-Koen 1-chome, Minato-ku, Tokyo

3. Purpose of the meeting

Matters to be reported:

1. Details of the business report, the consolidated financial statements, and the reports by the accounting auditors and the Audit & Supervisory Committee on the audit results of the consolidated financial statements for the Company's 113th business year (from April 1, 2023 to March 31, 2024).

2. Details of the non-consolidated financial statements for the Company's 113th business year (from April 1, 2023 to March 31, 2024).

Matters to be resolved:

1st **Proposal** Appropriation of surplus

2nd Proposal Election of ten (10) Directors who are not Audit & Supervisory Committee

Members

To shareholders attending the meeting in person

- 1. If attending the meeting in person, please submit the voting form to the reception desk at the meeting hall without detaching from the rest of the form.
- 2. If attending the meeting by proxy, in addition to submitting the voting form, the proxy must submit a letter to certify the right of proxy to the reception desk at the meeting hall. (The Articles of Incorporation of the Company state that a person who can be appointed as a proxy is limited to one shareholder of the Company who is entitled to exercise voting rights.)
- 3. The date, time, place, and other details of the General Meeting of Shareholders is subject to change due to various reasons. If there are any changes to its operation, they will be posted on the Company's website (http://www.fkkasei.co.jp) (in Japanese), so please check the website prior to attending.

To shareholders exercising voting rights in writing

If you choose not to attend the meeting in person and exercise voting rights in writing, please note the following when indicating your approval or disapproval for the proposal.

- 1. You must use the voting form.
- 2. If you do not indicate your approval or disapproval for a proposal, your vote will be treated as an approval for the proposal.
- 1. In the event of any modification to the matters for which measures for providing information in electronic format are to be taken, a statement to that effect, the matters before the modification and the matters after the modification will be posted on the respective websites where the information is posted.
- 2. Because the Company has posted the Notice of General Shareholders Meeting, the attached documents, and the Reference Document for the General Meeting of Shareholders on the Company's website on the Internet (http://www.fkkasei.co.jp (in Japanese)), pursuant to the provisions of laws and regulations and Article 16, Paragraph 2 of the Company's Articles of Incorporation, this Notice of General Shareholders Meeting does not contain the following items. Accordingly, the attached documents to this Notice of General Shareholders Meeting are a part of the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Audit & Supervisory Committee in preparing its Audit Report, and the Consolidated Financial Statements and the Non-Consolidated Financial Statements audited by the accounting auditors in preparing its Accounting Audit Report.
 - (i) "Corporate Structure and Policies" in the Business Report
 - (ii) "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
 - (iii) "Notes to Non-Consolidated Financial Statements" in the Non-Consolidated Financial Statements

Reference Document for the General Meeting of Shareholders

Proposals and Reference

1st Proposal Appropriation of surplus

As announced in the 11th Medium-term Management Plan, the Company will pay a year-end dividend for the fiscal year under review based on the policy of maintaining an annual dividend of ¥16 or more during the period of the Medium-term Management Plan and aiming for a total return ratio of 70% or more, while taking into consideration the forecasts of future revenue, the internal reserves necessary to strengthen the financial standing, and future business development such as capital investment, R&D investment, and enhancement of overseas bases. Based on these considerations, we propose the following.

- 1. Matters concerning allocation of dividend property to shareholders and the total amount thereof ¥8 per share of common stock of the Company Total amount: ¥246,633,312 Including the interim dividend, the annual dividend shall be ¥16 per share.
- 2. Effective date for dividends from surplus June 27, 2024

2nd Proposal Election of ten (10) Directors who are not Audit & Supervisory Committee Members

The terms of office of all ten (10) Directors (excluding Directors serving as Audit & Supervisory Committee Members; the same applies in the rest of this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company requests the election of ten (10) Directors.

This proposal was investigated by the Audit & Supervisory Committee, who expressed the opinion that all of the candidates are qualified as Director.

This proposal has been decided by the Board of Directors after deliberation and report by the Nomination and Compensation Committee, voluntarily established by the Company and which is composed of three (3) Directors, including two (2) independent directors.

The candidates for Director are as follows.

Candidate No.	Name	Positions and responsibilities at the Company					
1	Daisuke Kato	President	[Reelection]				
2	Hisashi Kajiwara	Senior Vice President and Division Director of Architectural Coatings Division; In charge of Affiliates (three sales companies in the architectural coating business)	[Reelection]				
3	Masahiro Takano	Executive Director and Branch Manager of Sano Plant; In charge of Environment & Safety Department and Export Administration Office	[Reelection]				
4	Satoshi Watanabe	Executive Director, Branch Manager of Washinomiya R&D Center, and Division Director of Polymers & Resins Division; In charge of Medical Materials Department and Quality Assurance Department	[Reelection]				
5	Hitoshi Kawaguchi	Executive Director and Division Director of Coatings for Plastics Division; In charge of Affiliates (Overseas)	[Reelection]				
6	Susumu Kurihara	Executive Director and Division Director of Administrative Headquarters; In charge of Sustainability Promotion Department and Affiliates (Domestic)	[Reelection]				
7	Toyohiro Tsuchiya	Executive Director and Assistant Division Manager of Administrative Headquarters; In charge of Corporate Auditing Office Manager of Accounting Department of Administrative Headquarters	[Reelection]				
8	Takahiro Ishii	Executive Director and Division Director of Electronics Materials Division; In charge of Affiliates (synthetic resin business) Manager of Marketing Department of Electronics Materials Division	[Reelection]				
9	Yoichi Nagahama	Outside Director	[Reelection] [Outside Director] [Independent Director]				
10	Katsuyuki Kawai	-	[New Candidate] [Outside Director] [Independent Director]				

[New Candidate]: New candidate for Director [Reelection]: Candidate to be reelected for Director [Outside Director]: Candidate for Outside Director

[Independent Director]: Candidate for Independent Director

Candi- date No.	Name (Date of Birth)	Career Summa	Ownership of the Company's Shares	
1	Daisuke Kato (May 1, 1954) Male [Reelection]	April 1977 April 2000 June 2005 July 2009 June 2012 April 2013 to present	Joined the Company Manager of Marketing Department, Coatings for Plastics Division of the Company Executive Director and Division Director of Coatings for Plastics Division of the Company Executive Director of the Company President of Red Spot Paint & Varnish Co., Inc. Senior Vice President and Division Director of Electronics Materials Division of the Company President of the Company	53,000
	the Company in 2013. V experience, solid track h	as a candidate f d the manageme We propose that l iistory of perform	or Director ent of the Group since assuming the position of I ne be elected as Director because, based on his a mance, and wide-ranging knowledge and insight e growth and to boosting corporate value.	bundant
2	Hisashi Kajiwara (October 7, 1959) Male [Reelection]	April 1982 April 2004 July 2007 June 2009 June 2021 to present (Area of Responsion Directorage of Affil architectural contents)	Joined the Company Branch Manager of Nagoya Branch, Coatings for Plastics Division of the Company Assistant Division Manager of Coatings for Plastics Division and Branch Manager of Nagoya Branch of the Company Executive Director and Division Director of Coatings for Plastics Division of the Company Senior Vice President and Division Director of Architectural Coatings Division of the Company onsibility) ctor of Architectural Coatings Division, in liates (three sales companies in the oating business)	40,000

Reasons for nomination as a candidate for Director

Mr. Hisashi Kajiwara is in charge of architectural coatings as the Division Director of the Architectural Coatings Division of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.

Candi- date	Name (Date of Birth)	Career Summa	Ownership of the				
No.	(Date of Diffil)	(Significant Concurrent Positions)	Company's Shares			
3		April 1982 Joined the Company April 2008 Manager of Research & Development Department, Architectural Coatings Divisio of the Company July 2010 Manager of Production Department, Architectural Coatings Division of the					
	Masahiro Takano (May 1, 1958) Male [Reelection]	July 2012 June 2013	Company Assistant Division Manager of Architectural Coatings Division and Manager of Research & Development Department of the Company Executive Director and Division Director of Architectural Coatings Division of the Company	31,100			
			Executive Director and Branch Manager of Sano Plant of the Company				
	Reasons for nomination as a candidate for Director Mr. Masahiro Takano is in charge of production as the Branch Manager of Sano Plant of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.						
4	Satoshi Watanabe (July 16, 1959) Male [Reelection]	Director of Po	Joined the Company Manager of Research & Development Department, Electronics Materials Division of the Company Manager of Research & Development Department, Electronics Materials Division and Manager of Electronics Materials Production Department of the Company Manager of Research & Development Department, Electronics Materials Division of the Company Executive Director and Division Director of Electronics Materials Division of the Company Executive Director, Branch Manager of Washinomiya R&D Center, and Division Director of Polymers & Resins Division of the Company onsibility) ger of Washinomiya R&D Center, Division lymers & Resins Division, in charge of rials Department and Quality Assurance	24,000			
	Reasons for nomination as a candidate for Director Mr. Satoshi Watanabe is in charge of R&D and Polymers & Resins as the Branch Manager of the Washinomiya R&D Center, and Division Director of the Polymers & Resins Division of the Company We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.						

Candi- date No.	Name (Date of Birth)	Career Summa	Ownership of the Company's Shares	
5	Hitoshi Kawaguchi (January 30, 1967) Male [Reelection]	charge of Affil (Significant Co President of Co Board Chairma Ltd. Board Chairma Ltd. Board Chairma Ltd.	Joined the Company Manager of International Business Strategy Office of the Company Manager of International Business Strategy Department of the Company Assistant Division Manager of Coatings for Plastics Division and Manager of International Business Strategy Department of the Company Assistant Division Manager of Coatings for Plastics Division and Manager of ASEAN Regional Headquarters of the Company Assistant Division Manager of Coatings for Plastics Division and Manager of ASEAN & INDIA Regional Headquarters of the Company Executive Director and Division Director of Coatings for Plastics Division of the Company Onsibility) Potor of Coatings for Plastics Division, in iates (Overseas) Concurrent Positions) Concurrent Positions) Concurrent Positions Conc	19,600

Reasons for nomination as a candidate for Director

Mr. Hitoshi Kawaguchi has been involved in coatings for plastics and overseas business departments of the Company for many years, and he has a wide range of knowledge and extensive experience. We propose that he be elected as Director because, based on his knowledge and experience, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.

Candi- date	Name	Career Summa	Ownership of the		
No.	(Date of Birth)	(Company Significant Concurrent Positions)	Company's Shares	
6		April 1991 Joined the Company July 2012 Manager of Accounting Department, Administrative Headquarters, and Manager of Management Accounting Section of the Company April 2015 Manager of Administrative Department and Manager of Corporate Planning Section, Administrative Headquarters of the			
	Susumu Kurihara (July 12, 1968) Male [Reelection]	October 2016 July 2017	Company Assistant Division Manager of Administrative Headquarters, Manager of Administrative Department and Manager of Corporate Planning Section of the Company Assistant Division Manager of Administrative Headquarters and Manager of Administrative Department of the	25,700	
		Company June 2021 to Executive Director and Division Director of Present Administrative Headquarters of the Company (Area of Responsibility) Division Director of Administrative Headquarters, in charge of Sustainability Promotion Department and Affiliates (Domestic)			
	years, and he has a wide	ns been involved range of knowled ed on his knowled	in accounting and administration of the Compa edge and extensive experience. We propose that edge and experience, we expect he can contribute	he be elected	
7	Toyohiro Tsuchiya (November 26, 1967) Male [Reelection]		sion Manager of Administrative Headquarters,	4,800	
	in charge of Corporate Auditing Office Manager of Accounting Department of Administrative Headquarters Reasons for nomination as a candidate for Director Mr. Toyohiro Tsuchiya is a certified public accountant, and in addition to his considerab of finance and accounting, he has extensive knowledge and a wealth of experience in co in Japan and abroad. We propose that he be elected as Director because, based on his kn experience, we expect he can contribute to the Group's sustainable growth and to boosti value.				

Candidate No.	Name (Date of Birth)	Career Summa	Ownership of the Company's Shares	
8	Takahiro Ishii (January 9, 1971) Male [Reelection]	charge of Affil Manager of M Division	ctor of Electronics Materials Division, in liates (synthetic resin business) arketing Department of Electronics Materials	4,100
	Reasons for nomination		or Director	ny for many

Mr. Takahiro Ishii has been involved in the Electronics Materials Division of the Company for many years, and he has a wide range of knowledge and extensive experience. We propose that he be elected as Director because, based on his knowledge and experience, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.

Candi- date	Name	Career Summa	Ownership of the			
No.	(Date of Birth)	(;	Company (Significant Concurrent Positions)			
9	Yoichi Nagahama (January 1, 1950) Male [Reelection] [Outside Director] [Independent Director]		Joined Fujikura Electric Wire Corporation (present Fujikura Ltd.) Manager of Accounting Department of Fujikura Ltd. Member of the Board of Fujikura Ltd. Member of the Board and Manager of Management Planning Office of Fujikura Ltd. Member of the Board and Managing Executive Officer, Manager of Corporate Planning Office of Fujikura Ltd. President & CEO & Representative Director of Fujikura Ltd. President & CEO & Representative Director and Chief of the Power & Telecommunication Systems Company of Fujikura Ltd. Chairman & Representative Director of Fujikura Ltd. Advisor of Fujikura Ltd. Outside Director of FUJIKURA COMPOSITES Inc. Honorary Advisor of Fujikura Ltd.	2,700		
	Reasons for nomination as a candidate for Outside Director and expected roles Mr. Yoichi Nagahama served as President & CEO & Representative Director at Fujikura Ltd. He has abundant experience and a solid track history of performance in corporate management, etc., and he possesses wide-ranging knowledge and insight. We propose that he be elected as Outside Director because we expect he can strengthen corporate governance at the Group by offering opinions concerning the general management of the Group.					
10	Katsuyuki Kawai (October 26, 1957) Male [New Candidate] [Outside Director] [Independent Director]	October 1979 August 2007 June 2020 to present March 2023 to present (Significant Co Outside Audit CREAM CO.,)	Joined Shinko Audit Corporation Joined Shin Nihon & Co. (present Ernst & Young ShinNihon LLC) Katsuyuki Kawai Certified Public Accountant Office Outside Audit & Supervisory Board Member of B-R 31 ICE CREAM CO.,LTD. oncurrent Position) & Supervisory Board Member of B-R 31 ICE LTD.	2,000		
	Reasons for nomination as a candidate for Outside Director and expected roles Mr. Katsuyuki Kawai is a certified public accountant and has considerable knowledge of finance and accounting and extensive experience as a certified public accountant. We propose that he be elected as Outside Director because, based on his knowledge and experience, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.					

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Outside Director adequately because of the above reasons.

The Company judges that although Mr. Katsuyuki Kawai has no experience in participating in the management of companies other than serving as outside officer, he will be able to execute the duties of

Notes:

- 1. Mr. Yoichi Nagahama and Mr. Katsuyuki Kawai are candidates for Outside Directors.
- 2. Mr. Yoichi Nagahama will have served as Outside Director of the Company for five years upon the conclusion of this General Meeting of Shareholders.
- 3. The candidates do not have any special interest with the Company.
- 4. The Company entered into agreements with Mr. Yoichi Nagahama to limit his liability for damages as prescribed in Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the same law, and the maximum amount of liability for damages based on these agreements shall be the amount prescribed in laws and regulations. If he is reelected, the Company will continue the said agreements. In addition, if the election of Mr. Katsuyuki Kawai is approved, the Company plans to enter into the said agreement with him as well.
- 5. The Company has concluded a liability insurance contract for officers, etc. with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act, in which all Directors of the Company are included as insured persons, whereby any damages and litigation costs incurred by an insured person in the performance of his or her duties as an officer of the Company due to a claim for damages caused by the insured person's actions (including omissions) will be compensated under said contract. However, claims for compensation damages caused by the insured person's illegal gain of profit or convenience, criminal acts, corrupt acts, fraudulent acts, or acts while recognizing that they violate laws, regulations or control laws are not covered by said insurance contract.
 - If this proposal is approved as originally proposed and each candidate becomes a Director, each candidate will become an insured person under said insurance contract.
 - The Company plans to renew said insurance contract with the same details during the term of office.
- 6. Mr. Yoichi Nagahama has been designated as an independent director by the Company in accordance with the provisions of the Tokyo Stock Exchange and notification thereof has been provided to the aforementioned stock exchange.
 - If he is reelected, the Company will continue to designate him as an independent director. Mr. Katsuyuki Kawai also meets the requirements for an independent director as stipulated by the Tokyo Stock Exchange, and if his appointment is approved, he will be designated as an independent director.
- 7. The name of Mr. Takahiro Ishii in the family register is Takahiro Takahashi.

(Reference) Skill matrix of the Board of Directors

Name	Corporate management	Business strategy	Technology/ manu- facturing	Global leadership	Financial/ accounting	Legal affairs/ compliance	Other industry insights	ESG/ social contribution
Daisuke Kato	0	0		0				
Hisashi Kajiwara	0	0		0				
Masahiro Takano		0	0					0
Satoshi Watanabe		0	0					0
Hitoshi Kawaguchi		0		0				
Susumu Kurihara		0			0	0		
Toyohiro Tsuchiya				0	0	0		
Takahiro Ishii		0		0				
Yoichi Nagahama	0	0			0			
Katsuyuki Kawai					0	0	0	
Hiroaki Watanabe	0					0		0
Mitsuyoshi Naka	0	0					0	
Takashi Watanabe					0		0	
Tomoko Senoo					0		0	

Note: The three greatest areas of expectations for each candidate for Director is indicated.

Reasons for adopting skill categories

Corporate management/business strategy: Management experience and achievements in companies are required. In addition, skills and knowledge in formulating growth strategies are required to enhance the Company's corporate value.

Technology/manufacturing: Skills and expertise in developing new technologies and manufacturing products that are friendly to people and the environment are required.

Global leadership: In order to maximize the results of our global expansion, the candidate must have experience as a representative of an overseas subsidiary or equivalent, and skills and knowledge in overseas business management.

Financial/accounting: In order to maximize corporate value through efficient management of the Company's capital, the candidate must have the skills and knowledge to formulate appropriate financial and capital strategies to build a solid financial base, promote investment for growth, and enhance shareholder returns.

Legal affairs/compliance: Skills and expertise in the areas of legal affairs and risk management are needed to improve the effectiveness of management oversight throughout the Group.

Other industry insights: It is necessary from the perspective of diversity to obtain knowledge beyond the boundaries of companies and organizations by listening to the opinions of people with knowledge in other industries.

ESG/social contribution: Further improvement of skills and insights in these areas are required.

End