

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

Securities code: 1716  
September 9, 2021

**To Shareholders with Voting Rights:**

Masamitsu Takahashi  
Representative Director and  
President  
DAIICHI CUTTER KOGYO K.K.  
833 Hagisono, Chigasaki,  
Kanagawa, Japan

**NOTICE OF CONVOCATION OF  
THE 54th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 54th Annual General Meeting of Shareholders of DAIICHI CUTTER KOGYO K.K. (the “Company”) will be held as described below.

Recently, the prevention of the spread of COVID-19 has become a social issue. In response to this situation, based on careful consideration, we have decided to hold this General Meeting of Shareholders after implementing appropriate infection prevention measures.

From the viewpoint of preventing the spread of COVID-19, we would like to ask our shareholders to consider exercising their voting rights in advance of this General Meeting of Shareholders, in writing or via the Internet to the best of their ability, rather than attending the event in person. For details on how to exercise your voting rights via the Internet, etc., please refer to “Instructions for Exercising Voting Rights via the Internet, etc.” on pages 5 to 6.

If you are attending the meeting, please make sure to wear a mask and use an alcohol-based hand sanitizer.

On the day of the event, we will be conducting temperature checks at the entrance. Please note that you may be asked to refrain from entering the venue if you have a fever or appear to be in poor health.

In addition, the seats in the venue will be spaced more distantly than in the past as part of our efforts to ensure sufficient space between participants. Because the number of seats is limited, please understand that you may be asked to refrain from entering the venue if there are many attendees.

If you wish to exercise your voting rights in advance, please review the Reference Documents for the General Meeting of Shareholders shown below and exercise your voting rights by 5:30 p.m. on Monday, September 27, 2021, Japan time.

- 1. Date and Time:** Tuesday, September 28, 2021 at 10:00 a.m., Japan time  
(Reception starts at 9:30 a.m.)
- 2. Place:** 3F Main Conference Room, DAIICHI CUTTER KOGYO Headquarters  
Building  
833 Hagisono, Chigasaki, Kanagawa, Japan
- 3. Meeting Agenda:**  
**Proposal to be resolved:**  
**Proposal:** Appropriation of Surplus

**4. Other Matters Regarding the Convocation of the General Meeting of Shareholders**

- (1) If you exercise your voting rights both by mail and via the Internet, etc., the voting rights exercised via the Internet, etc. will be deemed valid.  
In addition, if you exercise your voting rights more than once via the Internet, etc., the most recent vote will be deemed valid.
- (2) If you wish to exercise your voting rights by proxy, you may do so by appointing one other shareholder with voting rights as your proxy.

---

\* If you plan to attend the meeting, please submit the enclosed Voting Rights Exercise Form to the reception desk at the venue.

## **Holding of Extraordinary General Meeting of Shareholders**

The “Business Report and Consolidated Financial Statements for the 54th Fiscal Year (from July 1, 2020 to June 30, 2021) and the Report on the Results of the Audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board” and the “Report on the Non-consolidated Financial Statements for the 54th Fiscal Year (from July 1, 2020 to June 30, 2021)” (“matters to be reported for the 54th Fiscal Year”), which were scheduled to be reported at the 54th Annual General Meeting of Shareholders to be held on September 28, 2021 (the “Meeting”), are hereby explained, as follows.

The matters to be reported for the 54th Fiscal Year were scheduled to be presented to the shareholders at the Meeting after the completion of the prescribed procedures, including the closing of accounts and receipt of the audit report from the Accounting Auditor (“closing-related procedures”).

However, as stated in the “Allegations of Misappropriation of Funds by a Consolidated Subsidiary of the Company,” posted on the Company’s website on August 5, the existence of an incident regarding the suspected misappropriation of funds by a consolidated subsidiary of the Company has been discovered. For this reason, there has been a delay in closing-related procedures, and as of this moment, the closing-related procedures have not yet been completed. As a result, the Company has decided that it has no choice but to abandon the presentation of the matters to be reported for the 54th Fiscal Year at this Meeting.

Accordingly, the Company will hold an Extraordinary General Meeting of Shareholders without delay, after completion of the closing-related procedures (the “Extraordinary General Meeting of Shareholders”), and will present the matters to be reported for the 54th Fiscal Year at the Extraordinary General Meeting of Shareholders. The date, time, and place of the Extraordinary General Meeting of Shareholders will be announced as soon as they have been determined. The Business Report, Consolidated Financial Statements, Non-consolidated Financial Statements, and the report on the results of audits by the Accounting Auditor and the Audit & Supervisory Board for the 54th Fiscal Year will be attached to the convocation notice for the Extraordinary General Meeting of Shareholders and provided to shareholders. Accordingly, please be advised that these documents are not attached to the Notice of Convocation of the Meeting.

We sincerely apologize for any inconvenience and concern this may cause.

# Reference Documents for the General Meeting of Shareholders

## Proposal and References

**Proposal:** Appropriation of Surplus

Our basic policy for the year-end dividend for the fiscal year under review is to pay a dividend that takes into account the continuation of stable dividends, while striving to maintain internal reserves in order to strengthen our management structure and prepare for future business development.

The year-end dividend for the fiscal year under review is proposed as follows.

1. Matters concerning appropriation of surplus
  - (1) Item of surplus to be increased and their amounts

General reserve:	¥100,000,000
------------------	--------------
  - (2) Item of surplus to be decreased and their amounts

Retained earnings brought forward:	¥100,000,000
------------------------------------	--------------
2. Matters concerning year-end dividends
  - (1) Type of dividend assets

Cash
------
  - (2) Allocation of dividend assets to shareholders and the total amount of dividends

Dividends per common share of the Company: ¥18	Total: ¥206,623,890
--	---------------------
  - (3) Effective date of dividends of surplus

September 29, 2021
--------------------