

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 4238

April 5, 2023

To our shareholders:

Masatoshi Hyobu,
President
Miraial Co., Ltd.
1-24-1, Higashi-Ikebukuro, Toshima-ku,
Tokyo, Japan

Notice of the 55th Annual General Meeting of Shareholders

We are pleased to announce the 55th Annual General Meeting of Shareholders of Miraial Co., Ltd. (the “Company”), which will be held as indicated below.

When convening this Annual General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which the measures for providing information in electronic format will be taken) in electronic format, and posts this information on each of the websites shown below. Please access any of the websites below to view the information.

The Company’s website: <https://www.miraial.co.jp/ir/library/library4/> (in Japanese only)

Website for posting informational materials for the general meeting of shareholders: <https://d.sokai.jp/4238/teiji/> (in Japanese only)

Tokyo Stock Exchange (TSE) website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “Miraial” in “Issue name (company name)” or the Company’s securities code “4238” 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 are unable to attend the meeting in person, you may exercise your voting rights via the internet or in writing (via postal mail). Please examine the Reference Documents for the General Meeting of Shareholders and exercise your voting rights in accordance with the “Information on Exercise of Voting Rights” by 5:45 p.m. on Monday, April 24, 2023 (JST).

- 1. Date and Time:** Tuesday, April 25, 2023, at 10:00 a.m. (JST)
(Reception starts at 9:30 a.m.)
- 2. Venue:** STATION CONFERENCE IKEBUKURO Room 1, 12F, METROPOLITAN PLAZA BUILDING
1-11-1, Nishi-Ikebukuro, Toshima-ku, Tokyo, Japan

3. Purpose of the Meeting

Matters to be reported

1. The Business Report and the Consolidated Financial Statements for the 55th fiscal year (from February 1, 2022 to January 31, 2023), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Committee
2. The Non-consolidated Financial Statements for the 55th fiscal year (from February 1, 2022 to January 31, 2023)

Matters to be resolved

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Three Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

4. Matters Decided upon Convocation (Information on Exercise of Voting Rights)

- (1) If you exercise your voting rights in writing (via postal mail) and indicate neither approval nor disapproval of the proposals, the Company will deem that you indicated your approval of such proposals.
- (2) If you exercise your voting rights more than once via the internet, the Company will only deem your last exercise of voting rights as valid.
- (3) If you exercise your voting rights in duplicate both via the internet and in writing (via postal mail), the Company will only deem your exercise of voting rights via the internet as valid.

For those attending the meeting on the day, please submit the voting form sent out with this notice at the reception desk.

If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.

Shareholders who requested the delivery of paper-based documents will also receive a document stating items subject to measures for electronic provision. However, such document will exclude the Notes to Consolidated Financial Statements and the Notes to Non-consolidated Financial Statements in accordance with laws and regulations and Article 15 of the Company's Articles of Incorporation.

Note that, for this General Meeting of Shareholders, paper-based documents stating items subject to measures for electronic provision, excluding the above items, will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.

The Company decided to discontinue the provision of gifts after the conclusion of the General Meeting of Shareholders starting from the 52nd Annual General Meeting of Shareholders due to various factors. We greatly appreciate your understanding.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

With respect to dividends, the Company has a basic policy of providing appropriate dividends according to business performance while retaining a portion of profits and strengthening our financial position, and providing for capital needs in order to develop new products for the future and promote the creation of new businesses.

The Company proposes to pay year-end dividends for the fiscal year under review as follows in consideration of matters including the business performance for the fiscal year under review and future business development. As a result, the total amount of dividends for the fiscal year under review, including the interim dividend, is ¥55 per share.

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property to be paid to shareholders and total amount thereof
¥30 per common share of the Company
Total ¥270,278,160
- (3) Effective date of dividends of surplus
April 26, 2023

Proposal No. 2: Election of Three Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all four Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter, the same shall apply to this proposal) will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Directors.

As for this proposal, the Audit & Supervisory Committee has judged that all the candidates are qualified to serve as Directors.

The candidates for Directors are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Masatoshi Hyobu (July 16, 1974)	<p>Apr. 1998 Joined Mitsubishi Trust and Banking Corporation (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>Sep. 2004 Joined the Company</p> <p>June 2010 Manager of Management Planning Office</p> <p>Apr. 2012 Director</p> <p>Apr. 2015 Senior Managing Director</p> <p>Apr. 2019 President (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Director and President of Sanjo Seiki Co., Ltd. Representative Director and President of Miraial Tohoku Co., Ltd.</p>	79,300
2	Yoshiki Sagara (May 31, 1953)	<p>Apr. 1972 Joined Mitsui Fluorochemicals Co., Ltd. (currently Chemours-Mitsui Fluoroproducts Co., Ltd.)</p> <p>July 2015 Joined the Company</p> <p>Feb. 2016 General Manager of Kumamoto Plant</p> <p>Feb. 2017 General Manager of Sales & Marketing Dept.</p> <p>July 2019 General Manager assistant to President</p> <p>Apr. 2021 Director, Kumamoto Plant Manager (current position)</p> <p>[Significant concurrent positions outside the Company] President of Miraial (Shanghai) Co., Ltd.</p>	1,300
3	Takamasa Kato (October 26, 1959)	<p>Apr. 1982 Joined DuPont Far East Inc. Japan (currently DuPont Kabushiki Kaisha)</p> <p>Mar. 2017 Representative Director & President of Chemours-Mitsui Fluoroproducts Co., Ltd.</p> <p>Jan. 2023 Joined the Company (current position)</p>	—

- (Notes)
1. Takamasa Kato is a new candidate for Director.
 2. There is no special interest between the Company and each candidate.
 3. The Company has concluded a Directors and Officers liability insurance policy with an insurance agency, as provided for in Article 430-3, paragraph (1) of the Companies Act. This insurance policy will cover the cost of derivative lawsuits, third-party lawsuits, and other incidental expenses to be borne by the insured. Directors of the Company are insured under the said contract, paid for in full by the Company. Damages imposed by law for unlawful act of the insured such as criminal conduct are not covered by the insurance. If the election of each candidate in this proposal is approved, they will be the insured. The Company plans to renew the contract under the same terms upon the next renewal.

[Reference] Directors' Skill Matrix

If Proposal No. 2 is approved at this General Meeting of Shareholders, the Directors' skill matrix will be as follows.

Name	Corporate management	Finance and accounting	Personnel/Labor/ Human resources development	Legal affairs/ Risk management	Business strategy/Sales	Manufacture/ Engineering/R&D
Masatoshi Hyobu	•	•	•	•		
Yoshiki Sagara			•		•	•
Takamasa Kato	•		•		•	•
Eiji Kibe		•	•	•		
Natsuya Matsunaga		•				
Kan Watanabe				•		