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(Securities code: 9793)

May 8, 2023

(Date of commencement of electronic provision of documents: April 27, 2023)

To Shareholders with Voting Rights:

Tetsuya Yamamoto
President and Representative Director
Daiseki Co., Ltd.
1-86 Funami-cho Minato-ku, Nagoya,
Aichi, Japan

**NOTICE OF
THE 65TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

Please be informed that the 65th Ordinary General Meeting of Shareholders (the “Meeting”) of Daiseki Co., Ltd. (the “Company”) will be held for the purposes as described below.

The Company provides documents for the Meeting in an electronic format. The documents subject to electronic provision are posted as part of the “Notice of the 65th Ordinary General Meeting of Shareholders.” on the website below.

The Company’s website: <https://www.daiseki.co.jp/english/index.html>

Please select “Investor Relations” and click on “Stock Information.” If you go to the “Shareholders Meeting” section, the documents can be found. The documents subject to electronic provision are also available on the website of Tokyo Stock Exchange (TSE). Please access the TSE website (TSE Listed Company Search) below, and enter “Daiseki” in the issue name (company name) field, or the Company’s securities code “9793” in the code field to search, and then select “Basic information” to go to “Documents for public inspection/PR information.”

TSE website (TSE Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

To prevent the spread of COVID-19, please consider exercising your voting rights in advance in writing or via electromagnetic means (the Internet, etc.), in lieu of attending the Meeting in person.

Deadline for exercising voting rights:

Please exercise your voting rights by 5:30 p.m. on Wednesday, May 24, 2023, Japan time.

- 1. Date and Time:** Thursday, May 25, 2023 at 10:00 a.m. Japan time
- 2. Place:** 4F, Conference Room at the Head Office Building of the Company,
1-86 Funami-cho Minato-ku, Nagoya, Aichi, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 65th Fiscal Year (March 1, 2022 - February 28, 2023) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
 2. Non-consolidated Financial Statements for the Company's 65th Fiscal Year (March 1, 2022 - February 28, 2023)
- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Four (4) Directors (Excluding Directors who are Audit and Supervisory Committee Members)

No souvenirs will be available for distribution to shareholders who attend the Meeting. We appreciate your understanding.

- If you attend the Meeting, please submit the enclosed voting rights exercise form at the reception desk on the day of the Meeting.
- Any revisions to documents subject to electronic provision will be posted on the website where the original documents were posted.
- This document sent to shareholders concurrently serves as a document stating matters related to electronic provision of documents based on request for delivery of documents. Pursuant to laws and regulations as well as Article 13 of the Articles of Incorporation of the Company, the following items have been omitted. This document is, therefore, part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing their respective audit reports.
 - "Systems and Policies of the Company" in the Business Report
 - "Consolidated statements of changes in equity" and "Notes to consolidated financial statements" in the Consolidated Financial Statements
 - "Non-consolidated statements of changes in equity" and "Notes to non-consolidated financial statements" in the Non-consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

Items related to the year-end dividend:

The Company proposes to pay year-end dividends for the 65th fiscal year as below to reward our shareholders for their support and in consideration of business performance for the current fiscal year and future business development.

1) Type of dividend property:

Cash

2) Items related to the allocation of dividend property to shareholders and its total amount:

30 yen per share of the Company's common stock at a total of 1,481,351,490 yen

3) Effective date of dividend from surplus:

May 26, 2023

Proposal 2: Election of Four (4) Directors (Excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all three (3) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same shall apply in this proposal) will expire at the closing of the Meeting. Accordingly, the Company proposes the election of four (4) Directors, an increase of one (1) Director, to strengthen the management structure.

An overview of the Audit and Supervisory Committee’s opinion on the election of Directors is as follows:

The Audit and Supervisory Committee examined the proposal from the perspectives of the individual qualities and status of business execution of each candidate, effectiveness of the supervisory function of the Board of Directors, and enhancement of corporate value, among others. As a result, the Committee has judged that it is appropriate to elect each candidate as a Director since each of the candidates has deep expertise and abundant experience, is equipped with the qualification to serve as a Director, and is significantly contributing to the improvement of the Company’s performance.

The board of Directors nominated the candidates based on the report from the Nomination and Remuneration Committee, an advisory body to the Board of Directors.

The candidates for Director are as follows:

No.	Name (Age)	Current positions at the Company	Attendance at Board of Directors meetings
1	Reelection Tetsuya Yamamoto (58 years old)	Representative Director President Executive Officer	21/21 meetings (100%)
2	Reelection Yasuo Ito (50 years old)	Representative Director Vice President Executive Officer	20/21 meetings (95%)
3	Reelection Koji Amano (62 years old)	Director Senior Managing Executive Officer	20/21 meetings (95%)
4	New candidate External Independent Mitsuru Okada (66 years old)	—	—

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held	Attendance at Board of Directors meetings
1	Tetsuya Yamamoto (Jan. 9, 1965) (58 years old) [Male] <u>Reelection</u>	April 1989 October 1989 March 1995 May 1995 March 2000 March 2001 May 2006 May 2009 March 2015 May 2020 May 2022	Joined Hitachi, Ltd. Joined the Company General Manager, Technology Development Department Director Managing Director General Manager, Nagoya Works Senior Managing Director General Manager, Headquarters of Business Generalization Director Vice President Director Vice President Executive Officer Representative Director President Executive Officer (current position)	529,696	100% (21/21 meetings)
[Reason for nomination as candidate for Director] He is responsible for management of the Company as President and Representative Director. In light of his track record of having made a significant contribution to the growth and development of the Group and his extensive insight and experience, we have judged that he is qualified to continue to serve as Director.					
2	Yasuo Ito (Sep. 20, 1972) (50 years old) [Male] <u>Reelection</u>	February 1996 March 2010 May 2010 May 2013 March 2015 March 2018 May 2020 May 2020 May 2022 May 2022	Joined the Company General Manager, Nagoya Works Director Managing Director Senior Managing Director Headquarters of Business Generalization Director Senior Managing Executive Officer General Manager, Corporate Planning Office, Headquarters of Business Generalization (current position) Representative Director Vice President Executive Officer (current position) General Manager, Headquarters of Business Generalization (current position)	658,752	95% (20/21 meetings)
[Reason for nomination as candidate for Director] In light of his track record of having led the Group's overall sales-related business operations as Representative Director Vice President Executive Officer, we have judged that he is qualified to continue to serve as Director.					

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors meetings
3	Koji Amano (Jun. 16, 1960) (62 years old) [Male] [Reelection]	June 1985 Joined the Company September 2000 General Manager, Kyushu Works May 2003 Director September 2003 General Manager, Kanto Works May 2013 Managing Director March 2015 Senior Managing Director March 2015 Deputy General Manager, Headquarters of Business Generalization (current position) September 2019 General Manager, Kansai Works May 2020 Director Senior Managing Executive Officer (current position)	14,272	95% (20/21 meetings)
[Reason for nomination as candidate for Director] In light of his extensive experience in on-site management operation as Director Senior Managing Executive Officer, as well as his track record of having commanded overall business of the Group as Deputy General Manager of the Headquarters of Business Generalization, we have judged that he is qualified to continue to serve as Director.				
4	Mitsuru Okada (Nov. 21, 1956) (66 years old) [Male] [New candidate] [External] [Independent]	April 1982 Joined Furukawa Electric Co., Ltd. June 2012 President and Chief Executive Officer, Furukawa-Sky Aluminum Corp. October 2013 Representative Director & President, UACJ Corporation October 2018 Advisor, UACJ Corporation October 2022 Part-time Director, E-PACK CO., LTD. (current position) [Significant concurrent position] Part-time Director, E-PACK CO., LTD.	—	— (—/—)
[Reason for nomination as candidate for External Director and expected roles] He has abundant experience as a corporate manager, and we have judged that he will advise the Company on management from an external point of view different from that of the Company. Accordingly, we have nominated him as a candidate for External Director.				

- Notes: 1. There is no special interest between any of the above candidates and the Company.
2. Mr. Mitsuru Okada is a candidate for External Director. The Company will notify the Tokyo Stock Exchange and the Nagoya Stock Exchange of his appointment as Independent Director.
3. Mr. Mitsuru Okada is Part-time Director of E-PACK CO., LTD., with which the Company had a trading business relationship in the past. However, there was no transaction between the companies in the most recent fiscal year. In addition, he does not have any personnel, capital, or business relationship with the Company, nor does he have any other interest in the Company.
4. Mr. Mitsuru Okada served as Representative Director & President of UACJ Corporation in the past. Although UACJ Corporation is a business partner of the Company, the transactions with the said company accounted for less than 1% of the Company's consolidated net sales and is negligible.

5. The Company has entered into a Directors and Officers liability insurance contract to insure all of its Directors. The contract shall cover any damage that may arise as a result of the insured Directors' assuming liability for the execution of his or her duties or receiving a claim related to the pursuit of such liability. In the event each candidate assumes the office of Director, they will be insured by the said insurance contract. The Company intends to renew the liability insurance contract during their terms of office.
6. A list of skills possessed by the candidates (skills matrix) is available in [Reference] on the next page.

[Reference]

The Company’s criteria for appointing Directors call for individuals who have excellent personality as an individual and insights to thoroughly comply with laws and corporate ethics, and excel in judgment, decision-making, pursuit of accomplishment, self-control, and other abilities. The Company also takes into consideration the number of Directors that allows the Board of Directors to make adequate and swift decisions, as well as the balance and diversity of knowledge, experience, and expertise of the Board of Directors as a whole.

If the candidates in this notice of the Meeting are elected as proposed, the skills matrix of the Board of Directors will be as follows.

Name	Position	Age	Gender	Years served	Committee		C	I	B	G	S	A	F	St	T	H	
					Nom	Audit											
Tetsuya Yamamoto	Representative Director	58	Male	28	○		●	●					●	●	●		
Yasuo Ito	Representative Director	50	Male	13	○		●		●	●	●						
Koji Amano	Director	62	Male	20				●			●						●
Mitsuru Okada	Independent External Director	66	Male	—			●		●	●							
Norikazu Sahashi	Independent External Director	64	Male	7	○	○		●				●		●			
Nobukatsu Mizuno	Independent External Director	70	Male	5	○	○			●			●	●				
Mitsuyo Kako	Independent External Director	69	Female	3	○	○			●			●					●

- Notes: 1. Ages and the years served are as of the closing of the 65th Ordinary General Meeting of Shareholders scheduled on May 25, 2023.
2. Mr. Nobukatsu Mizuno, who is an Independent External Director serving on the Audit and Supervisory Committee, chairs the Nomination and Remuneration Committee and the Audit and Supervisory Committee.
3. Nom: Nomination and Remuneration Committee; C: Corporate management; I: Industry knowledge; B: Business strategy; G: Global; S: Sales and marketing; A: Administrative risk; F: Finance and accounting; St: Sustainability; T: Technological innovation; H: Human resources, education, and diversity