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(Stock Exchange Code 4968)

May 31, 2023

(Date of commencement of electronic provision measures: May 25, 2023)

To Shareholders with Voting Rights:

Takashi Une
Representative Director and President
ARAKAWA CHEMICAL
INDUSTRIES, LTD.
1-3-7, Hiranomachi, Chuo-ku, Osaka, Japan

NOTICE OF THE 93rd ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

You are cordially notified of the 93rd Annual General Meeting of Shareholders of ARAKAWA CHEMICAL INDUSTRIES, LTD. (the "Company"). The meeting will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision and thus posted the matters regarding measures for electronic provision on the following website on the Internet as the "NOTICE OF THE 93rd ANNUAL GENERAL MEETING OF SHAREHOLDERS."

The Company's website: <https://www.arakawachem.co.jp/en/ir/>

In addition to the above, the information is also posted on the following website.

Tokyo Stock Exchange (TSE) website

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

Please access the above TSE website, enter or search for the Company name or stock exchange code and select "Basic information" and then "Documents for public inspection/PR information" to find the information.

In lieu of attending the meeting, you can exercise your voting rights in writing or via the Internet as stated in the Guidance on Exercise of Voting Rights on page 3, so in this case please review the Reference Documents for the General Meeting of Shareholders included in the matters regarding measures for electronic provision, and exercise your voting rights no later than 5:30 p.m. on Monday, June 19, 2023, Japan time.

1. Date and Time: Tuesday, June 20, 2023 at 10:00 a.m. Japan time

(Reception opens from 9:00 a.m. Japan time.)

2. Place: 2F CITYPLAZA OSAKA, SAN

2-31, Honmachibashi, Chuo-ku, Osaka

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements for the Company's 93rd Fiscal Year (April 1, 2022 - March 31, 2023)
 2. Results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements for the Company's 93rd Fiscal Year

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of 7 Directors (excluding Directors who are Audit & Supervisory Committee Members)

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

Among the matters regarding measures for electronic provision, principal business activities, key sales offices and plants, the situation of employees, key lenders, and other important matters concerning the current situation of the Group, the situation of Accounting Auditor, the basic policy on internal control and status of operations, Consolidated Statements of Changes in Equity, Notes to the Consolidated Financial Statements, Non-consolidated Statements of Changes in Equity, and Notes to the Non-consolidated Financial Statements are not included in the documents delivered to shareholders in accordance with the provisions of laws and regulations and Article 15, Paragraph 2 of the Articles of Incorporation of the Company.

If revisions to the matters regarding measures for electronic provision arise, the revised versions will be posted on the Company's website and the TSE website.

Guidance on the Exercise of Voting Rights

Exercise of Voting Rights in Writing:

Please indicate your consent/dissent for the proposals on the enclosed Voting Rights Exercise Form and return it to us so that it arrives no later than 5:30 p.m. Japan Time on Monday, June 19, 2023. If neither consent nor dissent for a proposal is indicated on the Voting Rights Exercise Form, it shall be deemed as an indication of consent.

Exercise of Voting Rights via the Internet, etc.:

Please access the website for the exercise of voting rights (<https://evote.tr.mufg.jp/>) and enter your vote for or against for each proposal no later than 5:30 p.m. Japan Time on Monday, June 19, 2023.

For details, please see the “Guidance on Exercise of Voting Rights via the Internet, etc.” on the next page.

For shareholders using a smartphone

If you exercise your voting rights via smartphone, you can log in to the website without entering the Login ID and the Temporary Password.

Handling of a voting right exercised multiple times

- 1) If you have exercised a voting right both in writing and via the Internet, the content of the voting right exercised via the Internet will be considered valid.
- 2) If you have exercised a voting right more than once via the Internet, only the last vote will be considered effective.

If you attend the meeting:

Please submit the enclosed Voting Rights Exercise Form at the reception desk on the day of the meeting.

Guidance on Exercise of Voting Rights via the Internet, etc.

If you exercise your voting rights via the Internet, please use your smartphone, personal computer, or other methods to access the website for the exercise of voting rights (<https://evote.tr.mufg.jp/>) designated by the Company, and exercise your voting rights by following the instructions on the screen.

Deadline for the exercise of voting rights: No later than 5:30 p.m. Japan Time on Monday, June 19, 2023
* Please note that no votes can be accepted from 2:00 a.m. to 5:00 a.m.

Login with a QR Code

If you use a smartphone:

Scanning the QR Code for Login will allow you to log in to the website without the need for entering the Login ID and the Temporary Password.

- (1) Scan the QR Code.
Scan the QR Code for Login printed at the right-hand side of the enclosed Voting Rights Exercise Form using your smartphone.
- (2) Select a method for exercising your voting rights.
The screen displays methods for entering your vote for or against the proposals. Please select the method you desire.
- (3) Select Approval or Disapproval for each proposal.
Select Approval or Disapproval for each proposal by following the instructions on the screen.
QR Code is a registered trademark of Denso Wave Incorporated.

To Institutional Shareholders,

Institutional shareholders who have applied in advance to use the electronic voting platform operated by ICJ, Inc. may use the platform to exercise their voting rights.

When logging in to the website with a personal computer:

Please log in to the website by following the guidance note on the next page.

If you log in to the website using the Login ID and Temporary Password:

Please access the website for the exercise of voting rights (<https://evote.tr.mufg.jp/>), log in using the Login ID and Temporary Password printed on the enclosed Voting Rights Exercise Form and enter your vote for or against for each proposal by following the instructions on the screen.

- (1) Access the website for the exercise of voting rights (<https://evote.tr.mufg.jp/>).
- (2) Log in to the website.
- (3) Change the password.

Note: You may not be able to use the website in such Internet environments as those using firewalls, etc. for the Internet connection, those using anti-virus programs, those with a proxy server, or those where TLS encrypted communications are not specified.

- (1) Click on the “Next” button.
- (2) Enter the Login ID and the Temporary Password printed on the Voting Rights Exercise Form.
- (3) Click on the “Log in” button.
- (4) Enter the “Current Password,” “New Password,” and “New Password (for confirmation),” respectively. Please make sure that you do not forget your new password.
- (5) Click on the “Send” button.

Follow the instructions on the screen and select Approval or Disapproval.

If you have exercised a voting right more than once via the Internet, only the last vote will be considered effective. If you have exercised a voting right both on a PC and on a smartphone, only the last vote will be considered effective.

Notes

- (1) Please note that to prevent improper access (“impersonation”) or vote-altering by non-shareholders, you will be asked to change your Temporary Password on the website for the exercise of voting rights.
- (2) You will be notified of your new Login ID and Temporary Password every time a General Meeting of Shareholders is convened.
- (3) Any fees incurred for accessing the website for the exercise of voting rights (such as Internet connection fees) will be borne by shareholders.

Inquiries related to systems, etc.

Mitsubishi UFJ Trust and Banking Corporation
Stock Transfer Agency Division (Help Desk)

Phone: 0120-173-027 (toll-free, within Japan)
(Hours: 9:00 a.m. to 9:00 p.m.)

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company's basic policy is to maintain a stable, continuous dividend while proactively implementing shareholder return measures.

In order to strengthen management foundations and achieve sustainable growth, the Company intends to actively utilize internal reserves to ensure the soundness of its financial position, invest in research and development, make capital investments, and strengthen Group systems to facilitate synergies in developing technology and customer demand, etc., and shall thus endeavor to enhance business performance.

Under these policies, the Company has recorded a net loss for the fiscal year under review, but it was associated with the management judgment toward sustainable growth in Hydrogenated Hydrocarbon Resin business and was largely attributable to temporary factors. Therefore, the Company proposes a year-end dividend of 24 yen per share. As a result, the annual dividend for the fiscal year under review will total 48 yen per share including an interim dividend of 24 yen.

In addition, as other items related to the appropriation of surplus, the Company proposes a partial reversal of the general reserve pursuant to the provision of Article 452 of the Companies Act.

1. Items Related to the Year-end Dividend

- | | |
|---|---|
| (1) Type of dividend property | Cash |
| (2) Items related to the allocation of dividend property to shareholders and its total amount | 24 yen per common share
Total of 476,133,816 yen |
| (3) Date the distribution of surplus comes into effect | June 21, 2023 |

2. Other Items Related to the Appropriation of Surplus

- | | | |
|---|-----------------------------------|-------------------|
| (1) Surplus item to be decreased and its amount | General reserve | 7,000,000,000 yen |
| (2) Surplus item to be increased and its amount | Retained earnings brought forward | 7,000,000,000 yen |

Proposal 2: Election of 7 Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all 9 Directors (excluding Directors who are Audit & Supervisory Committee Members) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of 7 Directors (excluding Directors who are Audit & Supervisory Committee Members) is proposed.

The candidates were decided by the Board of Directors upon the receipt of the report issued by the Nomination Advisory Committee.

The candidates for Directors (excluding Directors who are Audit & Supervisory Committee Members) are as follows:

No.	Name	Positions and responsibilities in the Company
1	<u>Reappointment</u> Takashi Une	Representative Director and President
2	<u>Reappointment</u> Nobuyuki Takagi	Managing Director; in charge of Strategic Purchasing; General Manager, Corporate Planning H.Q., Corporate Planning Department
3	<u>Reappointment</u> Toru Nobuhiro	Managing Director; in charge of KIZUNA Promotion; General Manager, Administrative H.Q.
4	<u>Reappointment</u> Hirohiko Morioka	Director; General Manager, Tokyo Office; General Manager, Business H.Q.
5	<u>Reappointment</u> Takumi Okazaki	Director; in charge of Quality Assurance; General Manager, R&D Center; General Manager, Research and Development H.Q.
6	<u>Reappointment</u> <u>Outside</u> Daisaburo Akita	Non-executive Director
7	<u>Reappointment</u> <u>Outside</u> Elizabeth Masamune	Non-executive Director

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Takashi Une (November 17, 1960) <u>Reappointment</u>	<p>April 1983 Joined the Company</p> <p>June 2010 Director, the Company; Representative Director and President, Pelnox, Ltd.</p> <p>April 2012 Director; General Manager, Management Planning Department; in charge of Purchasing, the Company</p> <p>October 2012 Managing Director</p> <p>April 2016 Managing Director; Chief Business Officer (Business H.Q.); General Manager, Business H.Q.</p> <p>April 2017 Managing Director; Chief Business Officer (Business H.Q.); General Manager, Business H.Q.; General Manager, Coating Chemicals Division, Business H.Q.</p> <p>December 2017 Representative Director and President; Chief Business Officer (Business H.Q.); General Manager, Business H.Q.; General Manager, Coating Chemicals Division, Business H.Q.</p> <p>April 2018 Representative Director and President</p> <p>To present</p>	80,800
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Takashi Une has been involved in administration and planning departments, including overseas, over many years, and after serving as general manager of a plant, President of a subsidiary, general manager of the management planning department, and Managing Director and Chief Business Officer, has been serving as Representative Director and President since December 2017, and possesses abundant experience in regard to the overall management of the Group and business management. The Company has judged that he will be able to utilize this experience to continue playing a sufficient role in the enhancement of the Group's corporate value and growth into a true global company, and has therefore nominated him as a candidate to continue serving as Director.</p>			
2	Nobuyuki Takagi (November 1, 1964) <u>Reappointment</u>	<p>April 1988 Joined the Company</p> <p>April 2013 Officer; General Manager, Strategic Purchasing Division</p> <p>April 2018 Officer; General Manager, Coating Chemicals Division, Business H.Q.</p> <p>June 2018 Director; General Manager, Coating Chemicals Division, Business H.Q.</p> <p>April 2019 Director; General Manager, Management Planning Department</p> <p>April 2020 Director; in charge of Strategic Purchasing; General Manager, Management Planning Department</p> <p>April 2021 Director; in charge of Strategic Purchasing and Business Strategy; General Manager, Management Planning Department</p> <p>June 2022 Managing Director; in charge of Strategic Purchasing and Business Strategy; General Manager, Management Planning Department</p> <p>April 2023 Managing Director; in charge of Strategic Purchasing; General Manager, Corporate Planning H.Q. and Corporate Planning Department</p> <p>To present</p>	20,000
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Nobuyuki Takagi has been involved in research, sales, and planning departments, and has served as General Manager of Strategic Purchasing Division, Director and General Manager of Coating Chemicals Division, Business H.Q., and Managing Director and General Manager of Management Planning Department. Currently, he serves as Managing Director and General Manager of Corporate Planning H.Q. and possesses abundant experience in regard to material and sales departments, and overall management. The Company has judged that he will be able to utilize this experience to continue playing a sufficient role in the enhancement of the Group's corporate value and growth into a true global company, and has therefore nominated him as a candidate to continue serving as Director.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	Toru Nobuhiro (July 21, 1960) <u>Reappointment</u>	<p>April 1984 Joined the Company</p> <p>June 2008 Director; General Manager, Administrative Management Division; General Manager, Financial & Accounting Department, Administrative Management Division; General Manager, Data Processing Department, Administrative Management Division</p> <p>October 2010 Director; General Manager, Administrative Management Division; General Manager, Data Processing Department, Administrative Management Division</p> <p>April 2014 Director; General Manager, Management Planning Department</p> <p>June 2015 Managing Director</p> <p>April 2016 Managing Director; Chief Strategy Officer (Strategic Purchasing and Management Planning); General Manager, Management Planning Department</p> <p>April 2018 Managing Director; in charge of Strategic Purchasing, General Manager, Management Planning Department</p> <p>April 2019 Managing Director; in charge of Strategic Purchasing; and SHIFT Promotion</p> <p>April 2020 Managing Director; in charge of SHIFT Promotion; General Manager, Administrative H.Q.</p> <p>April 2021 Managing Director; in charge of KIZUNA Promotion; General Manager, Administrative H.Q.</p> <p>To present</p>	63,840
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Toru Nobuhiro has been involved in overseeing administration departments as a whole over many years, and after serving as general manager of the management planning department, currently serves as Managing Director and General Manager of Administrative H.Q., and possesses abundant experience in regard to the overall management of the Group and business management. The Company has judged that he will be able to utilize this experience to continue playing a sufficient role in the enhancement of the Group's corporate value and growth into a true global company, and has therefore nominated him as a candidate to continue serving as Director.</p>			
4	Hirohiko Morioka (March 27, 1961) <u>Reappointment</u>	<p>April 1983 Joined the Company</p> <p>April 2015 Officer; General Manager, Paper Chemicals Division</p> <p>June 2015 Director; General Manager, Paper Chemicals Division</p> <p>April 2016 Director; Deputy General Manager, Business H.Q. (in charge of Sales); General Manager, Paper Chemicals Division, Business H.Q.</p> <p>April 2018 Director; General Manager, Business H.Q.</p> <p>April 2020 Director; General Manager, Tokyo Office; General Manager, Business H.Q.</p> <p>To present</p>	32,200
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Hirohiko Morioka has been involved in the sales department over many years, has served as General Manager of the Paper Chemicals Division, Director and Deputy General Manager of the Business H.Q., currently serves as Director and General Manager of the Business H.Q., and has abundant experience in regard to the sales department and overall management. The Company has judged that he will be able to utilize this experience to continue playing a sufficient role in the enhancement of the Group's corporate value and growth into a true global company, and has therefore nominated him as a candidate to continue serving as Director.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions		Number of shares of the Company held
5	Takumi Okazaki (March 1, 1962) <u>Reappointment</u>	April 1984	Joined the Company	11,600
		April 2012	General Manager, Research and Development Department, Speciality chemicals Division	
April 2015	Representative Director and President, KOATSU CHEMICAL INDUSTRIES, LTD.			
April 2017	Officer, the Company; Representative Director and President, KOATSU CHEMICAL INDUSTRIES, LTD.			
April 2019	Officer; General Manager, Coating Chemicals Division, Business H.Q.			
April 2021	Officer; General Manager, Business Strategy Division, the Company			
April 2022	Officer; General Manager, R&D Center; General Manager, Research and Development H.Q.			
June 2022	Director; in charge of Quality Assurance; General Manager, R&D Center; General Manager, Research and Development H.Q.			
To present				
[Reason for nomination as candidate for Director] Mr. Takumi Okazaki has been involved in the research and development department over many years, has served as President of a subsidiary, General Manager of Coating Chemicals Division, General Manager of Business Strategy Division. He currently serves as Director and General Manager of Research and Development H.Q. and possesses abundant experience in regard to the research and development department, business strategies and overall management. The Company has judged that he will be able to utilize this experience to continue playing a sufficient role in the enhancement of the Group's corporate value and growth into a true global company, and has therefore nominated him as a candidate to continue serving as Director.				
6	Daisaburo Akita (November 19, 1953) <u>Reappointment</u> <u>Outside</u>	April 1976	Joined MITSUI & CO., LTD.	2,800
		April 2010	Associate Officer; Chairman and Managing Director, MITSUI & CO., LTD. (AUSTRALIA) LTD.; Chairman, Mitsui & Co NZ Limited	
April 2013	Associate Officer, Basic Chemicals Business Unit, MITSUI & CO., LTD.			
June 2013	Director; General Manager, Chemicals Business Division; General Manager, Purchasing Department, Honshu Chemical Industry Co., Ltd.			
June 2016	Managing Director; General Manager, Chemicals Business Division; General Manager, Purchasing Department			
June 2018	Non-executive Director, the Company			
To present				
[Reason for nomination as candidate for Non-executive Director and expected roles] Mr. Daisaburo Akita has abundant experience in corporate management at another company and high-level of insights, and has provided valuable views and straightforward observations regarding the management of the Group. The Company expects he will continue playing a sufficient role in the enhancement of the Group's corporate value, growth into a true global company, and the strengthening and enhancement of corporate governance, and has therefore nominated him as a candidate for Non-executive Director.				
[Term of office as Non-executive Director of the Company] Five (5) years at the conclusion of this General Meeting				

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
7	Elizabeth Masamune (April 5, 1960) <u>Reappointment</u> <u>Outside</u>	<p>January 1987 Joined Australian Trade Commission, Australian Embassy (Tokyo)</p> <p>April 1996 Counsellor, Australian Embassy (Jakarta)</p> <p>April 1999 Counsellor, Australian Embassy (Hanoi)</p> <p>August 2002 Counsellor, Australian Embassy (Seoul)</p> <p>August 2007 Minister; Australian Embassy, General Manager; Australian Trade Commission (Tokyo)</p> <p>October 2011 General Manager; Northeast Asia, Australian Trade Commission (Sydney)</p> <p>September 2013 General Manager; Trade Headquarters, Australian Trade Commission (Sydney)</p> <p>March 2014 President, @Asia Associates Inc. (Sydney)</p> <p>July 2015 President, @Asia Associates Japan Inc.</p> <p>June 2019 Non-executive Director, the Company To present</p> <p>[Significant concurrent positions] President, @Asia Associates Japan Inc. Senior Managing Director; Awaji Youth Federation, Pasona Group, Inc. Director, Faith, Inc.</p>	1,900
<p>[Reason for nomination as candidate for Non-executive Director and expected roles] Ms. Elizabeth Masamune has international experience as a diplomat, abundant experience in corporate management and high-level of insights, and has provided valuable views and straightforward observations regarding the management of the Group. The Company expects she will continue playing a sufficient role in the enhancement of the Group's corporate value, growth into a true global company, and the strengthening and enhancement of corporate governance, and has therefore nominated her as a candidate for Non-executive Director.</p> <p>[Term of office as Non-executive Director of the Company] Four (4) years at the conclusion of this General Meeting</p>			

- (Notes) 1. There are no special interests between any of the candidates and the Company.
2. The Company has entered into agreements with Mr. Daisaburo Akita and Ms. Elizabeth Masamune, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, to limit their liability pursuant to Article 423, Paragraph 1 of the Companies Act. However, the maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. The Company intends to continue such limited liability agreements with Mr. Daisaburo Akita and Ms. Elizabeth Masamune if their appointments are approved.
3. Mr. Daisaburo Akita and Ms. Elizabeth Masamune satisfy the criteria for independence of Non-executive Directors of the Company. The Company has registered them as Independent Directors with Tokyo Stock Exchange, Inc. If their appointments are approved, the Company will file the notification of them as Independent Directors.
4. The Company has concluded a directors and officers liability insurance (“D&O Insurance”) contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with directors and officers (main business executors including Directors, Directors who are Audit & Supervisory Committee Members, and Officers) as the insured. The insurance policy covers damages that may arise when the insured assume liability for the execution of their duties (however, certain exemptions apply). Furthermore, the Company will pay the entire amount of insurance premiums, and the insured will not bear the premiums. If each candidate is elected and appointed Director, they will become the insured persons under the D&O Insurance. The D&O Insurance is valid for a period of one (1) year, and it will be renewed after a resolution of the Board of Directors prior to its expiration.

(Reference) Director Skill Matrix

Assuming Proposal 2 is approved, the areas of expertise and experience of the Directors are as follows.

Director	Independent Director / Auditor	Years in office	Gender	Corporate management	Business strategy / R&D	International business	Production / safety control	Financial accounting / finance	Legal affairs / risk management	Sustainability / ESG / diversity / human resources development
				Knowledge/experience for appropriately leading management/business				Knowledge/experience for establishing/maintaining appropriate management foundation		Perspective for ensuring sustainability
Takashi Une		13	M	○	○			○		○
Nobuyuki Takagi		5	M	○	○					○
Toru Nobuhiro		15	M	○	○			○	○	○
Hirohiko Morioka		8	M	○	○					
Takumi Okazaki		1	M	○	○		○			
Daisaburo Akita	○	5	M	○	○	◎				
Elizabeth Masamune	○	4	F	○		○				◎
Jiro Mizuya	Audit & Supervisory Committee Members	1	M	○	○					
Naohisa Maruta		3	M	○				◎		
Masahiro Nakatsukasa		7	M			○			◎	

* This skill matrix does not represent all knowledge or experience possessed by the candidates.

* For gender, M indicates male and F indicates female.

* Expertise (“◎”) indicates the areas in which the Company especially expects the outside officers to play important roles.)