

Note: This document has been translated from selected sections 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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Stock Exchange Code: 3880)
June 9, 2023
(Electronically available from June 2, 2023)

To Our Shareholders:

Yorifusa Wakabayashi
President and Representative Director
Daio Paper Corporation
2-60, Mishimakamiya-cho, Shikokuchuo City,
Ehime Prefecture

**NOTICE OF
THE 112TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby announce that the 112th Annual General Meeting of Shareholders of Daio Paper Corporation (the “Company”) 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 posted the matters subject to the measures for electronic provision on the following websites as the “NOTICE OF THE 112TH ANNUAL GENERAL MEETING OF SHAREHOLDERS.”

The Company’s website <https://www.daio-paper.co.jp/en/ir/stock/meeting/>

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

Please access the above websites, perform a search by entering the Company name or stock exchange code (3880), and select “Basic Information” and then “Documents for public inspection/PR information” to view the information.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to the measures for electronic provision and exercise your voting rights no later than 5:00 p.m. on Wednesday, June 28, 2023, Japan time.

1. **Date and Time:** Thursday, June 29, 2023 at 10:00 a.m. Japan time
(Reception starts and doors open at 9:10 a.m.)
2. **Place:** Convention Hall on the 8th floor of Shikoku Headquarters & Production Center of the Company
628 Mishimakamiya-cho, Shikokuchuo City, Ehime Prefecture, Japan
3. **Meeting Agenda:**
Matters to be Reported:
 1. Business Report, Consolidated Financial Statements, and Results of the Audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the Company’s 112th Fiscal Year (April 1, 2022 - March 31, 2023)
 2. Non-Consolidated Financial Statements for the Company’s 112th Fiscal Year (April 1, 2022 - March 31, 2023)

Proposals to be Resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Twelve (12) Directors
Proposal 3: Election of Accounting Auditor

- If the matters subject to the measures for electronic provision are amended, amended items will be announced on the websites above.
- The document delivered to shareholders also serves as a document stating the matters subject to the measures for electronic provision to be provided upon request for delivery of documents. Accordingly, the document is a subset of the documents that were audited by Audit & Supervisory Board Members and the Accounting Auditor for the preparation of the Accounting Audit Report.
- The Company's Systems and Policies, which is part of the Business Report
- The Consolidated Statement of Changes in Equity and the Notes to Consolidated Financial Statements of the Consolidated Financial Statements
- The Non-Consolidated Statement of Changes in Equity and the Notes to Non-Consolidated Financial Statements of the Non-Consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company regards the return of profits to all of its shareholders as one of its top management priorities, and its basic dividend policy is to continue making stable dividend payments, while taking into consideration factors such as the state of its business and the sufficiency of internal reserves.

For the fiscal year ended March 31, 2023, taking into consideration the business performance for the year, the difficult management environment for the year, among other factors, we sincerely regret to propose a decrease of ¥3.00 per common share of the Company to ¥9.00 (annual dividend of ¥16.00) as described below.

Matters relating to year-end dividends

- | | | |
|---|---|---|
| 1 | Dividend type | Cash |
| 2 | Dividend allocation and total dividend payment | We propose a year-end dividend of ¥9.00 per common share of the Company.
The total amount of dividends will be ¥1,508,662,107. |
| 3 | Effective date of distributing dividends from surplus | We propose that the effective date of distributing dividends from surplus be June 30, 2023. |

Proposal 2: Election of Twelve (12) Directors

The terms of all eleven (11) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, in order to further strengthen the management structure, we propose the addition of one (1) Director and the new election of twelve (12) Directors.

<Reason for the Addition of One (1) Director>

As the business environment surrounding our Company remains severe, we concluded once again that reform is our priority for this fiscal year to recover our business results early and that it is necessary to accelerate the reform by restructuring our management strategies and reviewing our management structure.

Specifically, we will strive to (1) further reform the structure centering around domestic and overseas Home & Personal Care Business positioned as our Group's growth driver, (b) optimize procurement of raw materials and fuel such as reduction of coal use and purchase of chips, and (c) strength the sustainable management structure and further promote business activities aimed at achieving SDGs.

Therefore, in order to further strengthen the management structure, we have decided to request the election of one additional director.

The candidates for Director are as follows:

Candidate No.	Name		Current position, etc. at the Company
1	Re-appointment	Yorifusa Wakabayashi	President and Representative Director Chief Executive Officer
2	Re-appointment	Kunihiro Okazaki	Executive Vice President and Representative Director Executive Vice President
3	Re-appointment	Hiroshi Yamasaki	Director Managing Executive Officer
4	Re-appointment	Yukihiro Tanaka	Director Managing Executive Officer
5	Re-appointment	Atsushi Ishida	Director Managing Executive Officer
6	New appointment	Hiroyuki Fujita	Managing Executive Officer
7	New appointment	Toshikatsu Tanahashi	Managing Executive Officer
8	New appointment	Shuhei Shinagawa	Managing Executive Officer
9	Re-appointment	Naosuke Oda	Outside Director Independent Director
10	Re-appointment	Yoichi Takei	Outside Director Independent Director
11	Re-appointment	Yoshinobu Hiraishi	Outside Director Independent Director
12	Re-appointment	Haruko Ozeki	Outside Director Independent Director

Candi- date No.	Name, Date of birth, etc.	Career summary, positions and responsibilities at the Company	Number of shares of the Company held
1	<p>Yorifusa Wakabayashi</p> <p>August 13, 1961 (Age 61)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 6 years</p> <p><Re-appointment></p>	<p>April 1984 Joined the Company</p> <p>January 2012 Executive Officer, General Manager of Newsprint Sales Division, the Company</p> <p>April 2016 Executive Officer, General Manager of Paper Sales Division, the Company</p> <p>May 2017 Executive Officer, General Manager of Home & Personal Care Domestic Business Group, the Company</p> <p>June 2017 Director, General Manager of Home & Personal Care Domestic Business Group, the Company</p> <p>July 2018 Director and Managing Executive Officer, General Manager of Home & Personal Care Domestic Business Group, the Company</p> <p>April 2019 Director and Managing Executive Officer, General Manager of Domestic Business Group, Home & Personal Care Unit, the Company</p> <p>April 2021 President and Representative Director, Chief Executive Officer, the Company (current position)</p> <p>[Significant concurrent positions] —</p> <p>[Reason for nomination as a candidate for Director] Mr. Yorifusa Wakabayashi has engaged in the paper business, the finance division, household paper products business, etc. After serving as Director, and Director and Managing Executive Officer, he currently serves as President and Representative Director, Chief Executive Officer. The Company nominates him again as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	10,600 shares
2	<p>Kunihiro Okazaki</p> <p>December 21, 1954 (Age 68)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 11 years</p> <p><Re-appointment></p>	<p>April 1977 Joined the Company</p> <p>June 2000 Director of the Company</p> <p>June 2008 Director and Managing Executive Officer of the Company</p> <p>June 2011 Representative Director and Senior Managing Executive Officer of Daiken Paper Co., Ltd. (current EBS Co., Ltd.)</p> <p>March 2012 Executive Officer and Deputy General Manager of Home & Personal Care Business Group, the Company</p> <p>June 2012 Director and Managing Executive Officer of the Company</p> <p>June 2015 Director and Senior Managing Executive Officer of the Company</p> <p>April 2016 Representative Director and Senior Managing Executive Officer of the Company</p> <p>April 2019 Executive Vice President and Representative Director of the Company</p> <p>April 2021 Executive Vice President and Representative Director, Executive Vice President of the Company (current position)</p> <p>[Significant concurrent positions] —</p> <p>[Reason for nomination as a candidate for Director] Mr. Kunihiro Okazaki has engaged in the paper and paperboard business and household paper products business, etc. After holding the positions of Director, Director and Managing Executive Officer, Director and Senior Managing Executive Officer, Representative Director and Senior Managing Executive Officer, and Executive Vice President and Representative Director, he currently serves as Executive Vice President and Representative Director, Executive Vice President. The Company nominates him again as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	15,800 shares

Candidate No.	Name, Date of birth, etc.	Career summary, positions and responsibilities at the Company	Number of shares of the Company held
3	<p>Hiroshi Yamasaki</p> <p>March 10, 1962 (Age 61)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 10 years</p> <p><Re-appointment></p>	<p>April 1984 Joined the Company</p> <p>June 2012 Executive Officer, Acting General Manager of Mishima Mill, Production Division, the Company</p> <p>June 2013 Director, General Manager of Resource and Material Division, the Company</p> <p>July 2016 Director, General Manager of Resource and Material Procurement Division, the Company</p> <p>May 2017 Director, Deputy General Manager of Production Division and General Manager of Mishima Mill, the Company</p> <p>April 2019 Director, Deputy General Manager of Production Division, Production Unit and General Manager of Mishima Mill, the Company</p> <p>April 2021 Director, Managing Executive Officer Responsible for Production Unit; General Manager of Production Division, the Company (current position)</p> <p>[Significant concurrent positions]</p> <p>—</p> <p>[Reason for nomination as a candidate for Director]</p> <p>Mr. Hiroshi Yamasaki has engaged mainly in the Production Division. He currently serves as Director, Managing Executive Officer Responsible for Production Unit; General Manager of Production Division. The Company nominates him again as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	7,000 shares
4	<p>Yukihiro Tanaka</p> <p>May 15, 1957 (Age 66)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 6 years</p> <p><Re-appointment></p>	<p>April 1980 Joined the Company</p> <p>June 2006 Director, General Manager of Personnel Department and in charge of General Affairs Department, Tokyo Headquarters, the Company</p> <p>April 2010 Director, General Manager of Publication Paper Sales Division, the Company</p> <p>April 2013 General Manager of Kyushu Branch Office, the Company</p> <p>June 2015 Executive Officer, General Manager of General Affairs Division, the Company</p> <p>May 2017 Executive Officer, General Manager of Corporate Planning Division, the Company</p> <p>June 2017 Director, General Manager of Corporate Planning Division and in charge of Safety & Environment Control Department, the Company</p> <p>April 2019 Director, General Manager of Corporate Planning Division, Corporate Unit, the Company</p> <p>April 2021 Director, Managing Executive Officer; General Manager of Corporate Planning Division, Corporate Unit, the Company</p> <p>July 2021 Director, Managing Executive Officer; General Manager of General Affairs and Personnel Division, Corporate Unit, the Company (current position)</p> <p>[Significant concurrent positions]</p> <p>—</p> <p>[Reason for nomination as a candidate for Director]</p> <p>Mr. Yukihiro Tanaka has engaged in the paper business, the administration division, etc., and currently serves as Director, Managing Executive Officer and General Manager of General Affairs and Personnel Division, Corporate Unit. The Company nominates him again as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	8,300 shares

Candi- date No.	Name, Date of birth, etc.	Career summary, positions and responsibilities at the Company	Number of shares of the Company held
5	<p>Atsushi Ishida</p> <p>March 6, 1967 (Age 56)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 2 years</p> <p><Re-appointment></p>	<p>April 1991 Joined the Company</p> <p>July 2018 Executive Officer, General Manager of Containerboard and Corrugated Container Business Group, the Company</p> <p>June 2019 Senior Executive Officer, General Manager of Industrial Paper and Containerboard Business Group, Paper & Paperboard Unit, the Company</p> <p>April 2021 Managing Executive Officer, General Manager of Industrial Paper and Containerboard Business Group, Paper & Paperboard Unit, the Company</p> <p>June 2021 Director, Managing Executive Officer, General Manager of Industrial Paper and Containerboard Business Group, Paper & Paperboard Unit, the Company</p> <p>May 2023 Director, Managing Executive Officer, General Manager of Paper and Paperboard Business Group, Paper & Paperboard Unit, the Company (current position)</p> <p>[Significant concurrent positions] —</p> <p>[Reason for nomination as a candidate for Director] Mr. Atsushi Ishida has mainly engaged in the paper and paperboard business, and currently serves as Director, Managing Executive Officer, General Manager of Paper and Paperboard Business Group, Paper & Paperboard Unit. The Company nominates him again as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	5,000 shares
6	<p>Hiroyuki Fujita</p> <p>November 22, 1964 (Age 58)</p> <p>Attendance record at the Board of Directors meeting: —</p> <p>Period of service as Director: —</p> <p><New appointment></p>	<p>April 1987 Joined the Company</p> <p>June 2015 Executive Officer, the Company President and Representative Director, Elleair International (Thailand) Co., Ltd.</p> <p>July 2018 Executive Officer, General Manager of Paper Business Group, the Company</p> <p>June 2019 Director, General Manager of Newsprint and Paper Business Group, Paper & Paperboard Unit, the Company</p> <p>July 2020 Director, the Company Chairman and Director, Santher-Fábrica de Papel Santa Therezinha S.A.</p> <p>June 2021 Managing Executive Officer, the Company Chairman and Director, Santher-Fábrica de Papel Santa Therezinha S.A. (current position)</p> <p>[Significant concurrent positions] —</p> <p>[Reason for nomination as a candidate for Director] Mr. Hiroyuki Fujita has mainly engaged in the household paper products business, paper and paperboard business, etc., and currently serves as Chairman and Director of Santher-Fábrica de Papel Santa Therezinha S.A. in Brazil. The Company nominates him as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies, including those overseas.</p>	2,800 shares

Candi- date No.	Name, Date of birth, etc.	Career summary, positions and responsibilities at the Company	Number of shares of the Company held
7	<p>Toshikatsu Tanahashi</p> <p>February 25, 1967 (Age 56)</p> <p>Attendance record at the Board of Directors meeting: —</p> <p>Period of service as Director: —</p> <p><New appointment></p>	<p>April 1989 Joined Nagoya Pulp Co., Ltd. (currently Kani Mill of the Company)</p> <p>April 2019 Executive Officer, Acting General Manager of Mishima Mill, Production Division, Production Unit, the Company (in charge of H & PC Paper Products)</p> <p>July 2019 Executive Officer, Assistant General Manager of Mishima Mill, Production Division, Production Unit, the Company (in charge of Manufacturing Group)</p> <p>April 2021 Senior Executive Officer, Deputy General Manager of Production Division, Production Unit and General Manager of Mishima Mill, the Company</p> <p>April 2023 Managing Executive Officer, Deputy General Manager of Production Division, Production Unit and General Manager of Mishima Mill, the Company (current position)</p> <p>[Significant concurrent positions] —</p> <p>[Reason for nomination as a candidate for Director] Mr. Toshikatsu Tanahashi has engaged mainly in the Production Division and currently serves as Managing Executive Officer, Deputy General Manager of Production Division, Production Unit, and General Manager of the Mishima Mill. The Company nominates him as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	3,500 shares
8	<p>Shuhei Shinagawa</p> <p>August 11, 1970 (Age 52)</p> <p>Attendance record at the Board of Directors meeting: —</p> <p>Period of service as Director: —</p> <p><New appointment></p>	<p>April 1994 Joined the Company</p> <p>April 2019 Executive Officer, General Manager of Corporate Planning Group, Corporate Planning Division, Corporate Unit, the Company</p> <p>April 2021 Senior Executive Officer, General Manager of Corporate Planning Group, Corporate Planning Division, Corporate Unit, the Company</p> <p>June 2021 Senior Executive Officer, General Manager of Corporate Planning Division, Corporate Unit, the Company</p> <p>July 2022 Managing Executive Officer, General Manager of Corporate Planning Division, Corporate Unit, the Company (current position)</p> <p>[Significant concurrent positions] —</p> <p>[Reason for nomination as a candidate for Director] Mr. Shuhei Shinagawa has engaged mainly in the administration division, and currently serves as Managing Executive Officer and General Manager of Corporate Planning Division, Corporate Unit. The Company nominates him as a candidate for Director, because it expects him to contribute to the sustainable growth of the Group, considering that he has a wealth of business experience and achievements in the Company and its Group companies.</p>	3,900 shares

Candi- date No.	Name, Date of birth, etc.	Career summary, positions and responsibilities at the Company	Number of shares of the Company held
9	<p>Naosuke Oda</p> <p>June 3, 1953 (Age 70)</p> <p>Attendance record at the Board of Directors meeting: 100% (11/11)</p> <p>Period of service as Director: 1 year</p> <p><Re-appointment> <Outside> <Independent></p>	<p>April 1977 Joined NKK Corporation (current JFE Steel Corporation)</p> <p>April 2000 Management Staff, Automobile Steel Sales Department, Steel Business Division, NKK Corporation (current JFE Steel Corporation)</p> <p>February 2002 Manager, Steel Integration Promotion Team, Steel Business Division, NKK Corporation (current JFE Steel Corporation)</p> <p>May 2002 General Manager, Corporate Planning Department, Steel Business Division, NKK Corporation (current JFE Steel Corporation)</p> <p>April 2003 General Manager, Corporate Planning Division, JFE Holdings, Inc.</p> <p>April 2004 General Manager, Automobile Steel Sales Department, JFE Steel Corporation</p> <p>April 2007 Vice President (Sales Division), JFE Steel Corporation</p> <p>April 2010 Senior Vice President (Sales Division), JFE Steel Corporation</p> <p>April 2012 Representative Director and Executive Vice President (Supervising Sales Division), JFE Steel Corporation</p> <p>April 2016 Representative Director and President, JFE Shoji Corporation</p> <p>June 2017 Director, JFE Holdings, Inc.</p> <p>April 2021 Senior Adviser, JFE Shoji Corporation</p> <p>June 2022 Outside Director, the Company (current position)</p> <p>April 2023 Councilor, JFE Shoji Corporation (current position)</p> <p>[Significant concurrent positions] Councilor, JFE Shoji Corporation</p> <p>[Reason for nomination as a candidate for Outside Director and expected role] The Company nominates Mr. Naosuke Oda again as a candidate for Outside Director because it has judged that he will execute his duties appropriately as Outside Director from an independent standpoint by leveraging his wealth of experience and extensive insight gained through his career as Representative Director and President and in other executive positions of other companies. The Company expects him to supervise management from an independent standpoint based on his wealth of experience and knowledge of management.</p>	0 shares
10	<p>Yoichi Takei</p> <p>June 10, 1961 (Age 61)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 3 years</p> <p><Re-appointment> <Outside> <Independent></p>	<p>April 1993 Registered as an attorney at law (Dai-Ichi Tokyo Bar Association) Joined Iwata Godo</p> <p>April 2000 Partner of Meitetsu Law Offices (current position)</p> <p>June 2003 Outside Audit & Supervisory Board Member of NIPPON THOMPSON CO., LTD.</p> <p>June 2006 Outside Audit & Supervisory Board Member of YAMAKIN (JAPAN) CO., LTD. (current position)</p> <p>June 2013 Outside Director of NIPPON THOMPSON CO., LTD. (current position)</p> <p>June 2020 Outside Director of the Company (current position)</p> <p>January 2022 Outside Audit & Supervisory Board Member of Nippon Export and Investment Insurance (NEXI) (current position)</p> <p>[Significant concurrent positions] Partner of Meitetsu Law Offices</p> <p>Outside Audit & Supervisory Board Member of YAMAKIN (JAPAN) CO., LTD.</p> <p>Outside Director of NIPPON THOMPSON CO., LTD.</p> <p>Outside Audit & Supervisory Board Member of Nippon Export and Investment Insurance (NEXI)</p> <p>[Reason for nomination as a candidate for Outside Director and expected role] The Company nominates Mr. Yoichi Takei again as a candidate for Outside Director because it has judged that he will execute his duties appropriately as Outside Director from an independent standpoint by leveraging his expertise as an attorney, and high perspective and extensive experience gained through his career as an officer of other companies. The Company expects him to provide advice to management and appropriately supervise execution of operations based on his expertise. Although he has not been involved in the management of a company other than as an outside officer, for the reasons stated above, the Company has judged that he will execute his duties appropriately as Outside Director.</p>	0 shares

Candidate No.	Name, Date of birth, etc.	Career summary, positions and responsibilities at the Company	Number of shares of the Company held
11	<p>Yoshinobu Hiraishi</p> <p>July 5, 1956 (Age 66)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 2 years</p> <p><Re-appointment> <Outside> <Independent></p>	<p>April 1980 Joined the Ministry of Foreign Affairs</p> <p>August 2002 Minister, Embassy of Japan in Thailand</p> <p>July 2006 Minister, Delegation of Japan to the Conference on Disarmament</p> <p>August 2009 Counsellor, Deputy General Manager, International Division, House of Councillors, The National Diet of Japan</p> <p>April 2012 Standing Inspector of Federation of National Public Personnel Mutual Aid Associations</p> <p>May 2014 Ambassador Extraordinary and Plenipotentiary, Embassy of Japan in Zimbabwe</p> <p>April 2017 Ambassador Extraordinary and Plenipotentiary, Embassy of Japan in Chile</p> <p>October 2020 Retired from the Ministry of Foreign Affairs</p> <p>April 2021 Advisor, Asociacion Nippo Chilena (current position)</p> <p>June 2021 Outside Director of the Company (current position)</p> <p>[Significant concurrent positions]</p> <p>Advisor, Asociacion Nippo Chilena</p> <p>[Reason for nomination as a candidate for Outside Director and expected role]</p> <p>The Company nominates Mr. Yoshinobu Hiraishi again as a candidate for Outside Director because it has judged that he will execute his duties appropriately as Outside Director from an independent standpoint by leveraging his wealth of experience, advanced expertise, and extensive insight gained through his career as a diplomat and an ambassador. The Company expects him to provide advice and suggestions on enhancement of corporate value and global development based on his wealth of overseas experience and knowledge. Although he has not been directly involved in the management of a company, for the reasons stated above, the Company has judged that he will execute his duties appropriately as Outside Director.</p>	0 shares
12	<p>Haruko Ozeki</p> <p>March 5, 1963 (Age 60)</p> <p>Attendance record at the Board of Directors meeting: 100% (15/15)</p> <p>Period of service as Director: 2 years</p> <p><Re-appointment> <Outside> <Independent></p>	<p>April 1985 Joined Nippon Kogaku K.K. (current Nikon Corporation)</p> <p>August 1997 Legal Counsel, Coca-Cola (Japan) Co, Ltd</p> <p>August 2003 Legal Director, Amazon Japan K.K. (current Amazon Japan G.K.)</p> <p>January 2008 Executive Officer, Senior Legal Director at Bristol-Myers K.K. (current Bristol-Myers Squibb Company)</p> <p>December 2011 Executive Operation Officer, General Counsel, Siemens Japan K.K. (current Siemens K.K., Siemens Healthcare K.K.)</p> <p>September 2013 Senior Executive Officer, Chief Legal Officer, Coca-Cola East Japan Co., Ltd. (current Coca-Cola Bottlers Japan Inc.)</p> <p>March 2015 Director, Senior Executive Officer, Chief Legal Officer, Coca-Cola East Japan Co., Ltd. (current Coca-Cola Bottlers Japan Inc.)</p> <p>April 2017 Senior Executive Officer, Chief Legal Officer, Coca-Cola East Japan Co., Ltd. (current Coca-Cola Bottlers Japan Inc.); Executive Officer, Head of Legal, Coca-Cola Bottlers Japan Inc. (current Coca-Cola Bottlers Japan Holdings Inc.)</p> <p>February 2019 Executive Officer, Chief Legal Officer, Coca-Cola East Japan Co., Ltd. (current Coca-Cola Bottlers Japan Inc.)</p> <p>April 2020 Retired from Coca-Cola East Japan Co., Ltd. (current Coca-Cola Bottlers Japan Inc.)</p> <p>June 2021 Outside Director of the Company (current position)</p> <p>[Significant concurrent positions]</p> <p>—</p> <p>[Reason for nomination as a candidate for Outside Director and expected role]</p> <p>The Company nominates Ms. Haruko Ozeki again as a candidate for Outside Director because it has judged that she will execute her duties appropriately as Outside Director from an independent standpoint by leveraging her wealth of experience, advanced expertise, and extensive insight gained through her career as the head of a legal division and as an officer at other companies. The Company expects her to provide advice and suggestions on strengthening of corporate governance and enhancement of corporate value based on her wealth of experience and expertise at global companies.</p>	0 shares

(Notes)

1. There are no conflicts of interests between each candidate and the Company.
2. Mr. Naosuke Oda, Mr. Yoichi Takei, Mr. Yoshinobu Hiraishi, and Ms. Haruko Ozeki are candidates for Outside Director.
3. Article 26, Paragraph 2 of the Articles of Incorporation of the Company prescribes that the Company may enter into a liability limitation agreement with each Outside Director that limits their liability for damages to the Company within a certain extent, pursuant to Article 427, Paragraph 1 of the Companies Act.
The limit of liability for damages set out under such agreement is ¥10 million or the minimum liability amount of liability for damages set out under Article 425, Paragraph 1 of the Companies Act, whichever is higher.
The Company has entered into a liability limitation agreement with each of Messrs. Naosuke Oda, Yoichi Takei, and Yoshinobu Hiraishi, and Ms. Haruko Ozeki.
Such agreement with each of Messrs. Naosuke Oda, Yoichi Takei, and Yoshinobu Hiraishi, and Ms. Haruko Ozeki shall be renewed once their appointments are approved at this year's Annual General Meeting of Shareholders.
4. The Company has entered into a directors and officers liability insurance contract, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company.
The overview of the said insurance contract is as described on page 39 of the Business Report (available only in Japanese).
The Company plans to renew the contract, with similar terms, when it comes up for renewal. Each of the candidates will become the insured under the said insurance contract, once they are appointed.
5. The Company has appointed and registered Messrs. Naosuke Oda, Yoichi Takei, and Yoshinobu Hiraishi, and Ms. Haruko Ozeki as independent directors with the Tokyo Stock Exchange pursuant to the rules of the Exchange. The Company shall keep them registered as independent directors upon the approval of their appointments at this year's Annual General Meeting of Shareholders.

<Reference> Areas expected of each Director after election at the General Meeting of Shareholders

Based on Directors' specialized knowledge and experience, areas regarding which the Company has particularly high expectations of its Directors are indicated below.

Name	Position	Independence	Areas regarding which the Company has particularly high expectations									
			1) Corporate management	2) Corporate planning / M&A	3) Sales & marketing	4) Manufacturing / R&D	5) Finance / accounting	6) Human resources / HR development	7) Legal affairs / risk management	8) Overseas business / international experience	9) Sustainability / ESG	10) IT / DX
Yorifusa Wakabayashi	President and Representative Director, Chief Executive Officer		•	•	•		•			•	•	
Kunihiro Okazaki	Executive Vice President and Representative Director, Executive Vice President		•	•	•				•			•
Hiroshi Yamasaki	Director Managing Executive Officer		•			•				•	•	•
Yukihiro Tanaka	Director Managing Executive Officer			•					•	•		•
Atsushi Ishida	Director Managing Executive Officer			•	•						•	•
Hiroyuki Fujita	Director Managing Executive Officer		•			•					•	•
Toshikatsu Tanahashi	Director Managing Executive Officer		•			•				•		•
Shuhei Shinagawa	Director Managing Executive Officer			•				•		•		•
Naosuke Oda	Outside Director	•	•	•	•				•			•
Yoichi Takei	Outside Director	•		•						•		•
Yoshinobu Hiraishi	Outside Director	•								•	•	•
Haruko Ozeki	Outside Director	•		•					•	•	•	

<Reference>

Election Policy for Director of the Company

Candidates for Director of the Company shall be determined from among a wide diversity of human resources, in accordance with the following nomination policy, by a resolution of the Board of Directors. In determining the candidates for Director, the Board of Directors shall consult and receive a report of the Nomination Committee, which is chaired by an Independent Outside Director and of which Independent Outside Directors constitute a majority:

- i) Those who have a wealth of knowledge and experience concerning business management and business operations of the Daio Paper Group; and
- ii) Those who understand the social responsibility and the mission of operations and are capable of executing business management and business operations fairly and accurately based on high ethical standards.

Election Policy for Independent Outside Director of the Company

Candidates for Independent Outside Director shall be determined from among a wide diversity of human resources, in accordance with the following nomination policy, by a resolution of the Board of Directors:

- i) Those who meet the independence criteria* of the Company and are deemed to have no potential conflict of interest with general shareholders;
- ii) Those who understand the management philosophy of the Company and fully understand the social responsibilities and roles of the Daio Paper Group; and
- iii) Those who fully recognize the role of an Outside Director and are able to leverage their knowledge and activities in such fields as corporate management, economics, law, accounting, tax and audit to supervise execution of duties by Directors and management of the Company, and provide opinion and advice in an accurate and appropriate manner.

*The independence criteria for Independent Outside Director specified by the Corporate Governance Basic Policy of the Company are as follows.

In selecting candidates for Independent Outside Director, the Company assesses independence taking into consideration the following requirements.

1. There are no significant conflicts of interest with the Daio Paper Group, and substantial independence can be ensured. Specifically, the candidates shall not fall under any of the following items:
 - 1) A person whose principal business partner is the Company or a business executor of such person, or a person who is the Company's principal business partner or a business executor of such person;
 - 2) A consultant, accounting specialist or legal specialist who receives a large amount of cash and other financial assets other than directors' remuneration from the Company (in the event that the person who receives such financial assets is a corporation, association or some other organization, a person who belongs to such organization);
 - 3) A business executor of a major shareholder of the Company (including Director who is not a business executor);
 - 4) A person who recently fell under 1) to 3) above; or
 - 5) A close relative of the person mentioned in a. to c. below (excluding those who are not important):
 - a. Person mentioned in 1) to 4) above;
 - b. A business executor of a subsidiary of the Company; or
 - c. A person who recently fell under b. above or a business executor of the Company.

Proposal 3: Election of Accounting Auditor

The term of office for the accounting auditor of the Company, PricewaterhouseCoopers Aarata LLC, will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we propose the election of Ernst & Young ShinNihon LLC as the new accounting auditor based on a decision of the Audit & Supervisory Board.

Considering the years of service by PricewaterhouseCoopers Aarata LLC, the Audit & Supervisory Board received and compared proposals from multiple accounting auditors, including the incumbent accounting auditor. The Audit & Supervisory Board selected Ernst & Young ShinNihon LLC, as it expected that the candidate may conduct audits from a fresh viewpoint, and it judged that the candidate has a system in place to ensure that accounting audits are performed properly, based on the overall evaluation of the candidate's global audit operation, independence, expertise, quality control systems, etc.

The name, main office locations, history, and other details regarding the candidate for accounting auditor are as follows.

(As of March 31, 2023)

Name	Ernst & Young ShinNihon LLC		
Office	Principal office:	Hibiya Mitsui Tower, Tokyo Midtown Hibiya 1-1-2 Yuraku-cho, Chiyoda-ku, Tokyo	
	Other offices:	15 locations	
History	April 2000	Showa Ota & Co. and Century Audit Corporation merged to form Century Ota Showa & Co.	
	July 2001	Renamed to Shin Nihon & Co.	
	July 2008	Renamed to Ernst & Young ShinNihon LLC	
	July 2018	Renamed (Japanese name only)	
Profile	Paid-in capital	¥1,121 million	
	Staffing (persons)	Partners (Certified Public Accountants)	551
		Staff (Certified Public Accountants)	2,493
		(Partly-qualified accountants)	1,148
		(Others)	1,513
	Total	5,705	
	Number of audit clients (companies)	3,762	