

Please note that the following is an unofficial English translation of Japanese original text of the Notice of Convocation of the 83rd Ordinary General Meeting of Shareholders of UNIPRES CORPORATION. The Company provides this translation for reference and convenience purposes only and without any guarantee as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

(Securities Code: 5949)

June 1, 2022

Dear Shareholders

Nobuya Uranishi
Representative Director

UNIPRES CORPORATION
1-19-20, Shin-Yokohama, Kohoku-ku,
Yokohama City, Kanagawa

NOTICE OF CONVOCAION OF THE 83rd ORDINARY GENERAL MEETING OF SHAREHOLDERS

Please be informed that the 83rd Ordinary General Meeting of Shareholders of UNIPRES CORPORATION (the “Company”) will be held as follows.

From the perspective of preventing the spread of coronavirus disease (COVID-19), we would like to ask all our shareholders to exercise your voting rights in advance in writing or via the Internet as much as possible, and refrain from attending the General Meeting of Shareholders regardless of your physical conditions. Please refer to page 2 for Notes to shareholders.

Please review the REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS and exercise your voting rights.

1. **Time and Date:** 10 a.m., Thursday, June 23, 2022 (Reception begins at 9 a.m.)
2. **Place:** Shin Yokohama Prince Hotel, 5F, Sinfonia
3-4, Shin-Yokohama, Kohoku-ku, Yokohama City, Kanagawa
3. **Objectives of the Meeting:**
 - Reports:**
 1. Reports on Business Report and Consolidated Financial Statements, as well as Results of the Audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee for the 83rd term (From April 1, 2021, to March 31, 2022)
 2. Reports on Non-Consolidated Financial Statements for the 83rd term (From April 1, 2021, to March 31, 2022)

[Translation for Reference and Convenience Purposes Only]

Agenda:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Partial Amendments to the Articles of Incorporation
- Proposal No. 3:** Election of Six (6) Members of the Board (Excluding Members of the Board Serving as Audit and Supervisory Committee Members)
- Proposal No. 4:** Election of Three (3) Members of the Board Serving as Audit and Supervisory Committee Members
- Proposal No. 5:** Determination of Remuneration for the Allotment of Restricted Stocks to Members of the Board (Excluding Members of the Board Serving as Audit and Supervisory Committee Members and Outside Members of the Board)

For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival at the meeting.

Of the documents to be included in this Notice, Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements are posted on the Company's Website (<https://www.unipres.co.jp/>) in accordance with provisions of laws and regulations as well as Article 15 of the Company's Articles of Incorporation and therefore are not provided in the documents attached to this Notice. The Consolidated and the Non-Consolidated Financial Statements that are included in the documents attached to this Notice are part of the consolidated financial statements and non-consolidated statements that were audited by the Accounting Auditor and the Audit and Supervisory Committee upon preparing the accounting audit report and audit report.

If any amendment is made to the REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS, the Business Report, and the Consolidated and/or the Non-Consolidated Financial Statements, the amended information will be disclosed on the Company's Website (<https://www.unipres.co.jp/>).

<Notes to shareholders>

- We may update the measures upon the situation of the spread of the disease and announcements, etc. made by the government, etc. until the day of the General Meeting of Shareholders. Please check the Company's Website (<https://www.unipres.co.jp/>) on the Internet for updates.
- Exercising your voting rights by Voting Rights Exercise Form will cause infection risk during the course of sending back the Form and vote counting. Therefore, if you are exercising your voting rights in advance, we would like to ask you to do so via the Internet as much as possible.
- We will accept in advance any questions regarding the objectives of this General Meeting of Shareholders. Regarding matters with many questions, we will answer the questions at the time of the question-and-answer session at the meeting on the day of this General Meeting of Shareholders, and will post the answers at a later date on the above website. For acceptance of prior questions, please apply from our website above.

<Notes to all attending shareholders>

- In order to prevent the spread of COVID-19 infection, we will be providing more space between the seats in the venue and consequently the number of seats available will be limited. For this reason, we may ask you not to enter the venue if all seats are taken. We appreciate your understanding in this matter.
- We will take your temperature near the reception desk at the meeting. Shareholders with fever, who seem to be in a poor physical condition, or who do not bring or do not wear masks, may be asked not to enter the venue.
- We will set alcohol hand sanitizer for you to use near the reception desk at the meeting. We would like to ask all attending shareholders to use alcoholic hand sanitizer and cooperate in the measures to prevent the spread of infection.
- Operation staff of the General Meeting of Shareholders will attend our shareholders with a mask after taking their temperatures and confirming their physical condition.
- From the perspective of shortening the meeting in order to prevent the spread of COVID-19, detailed explanation on reported matters (including audit reports) and on the proposals at the meeting at the stage will be omitted. We would like to ask you to read through the Notice in advance.
- No gifts will be given to attendees of the meeting, and no social gathering for shareholders will be held. We appreciate your understanding in this matter.

[Translation for Reference and Convenience Purposes Only]

Guide to Exercise of Voting Rights

Voting rights are an important right for shareholders. Please review the REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS and exercise your voting rights.

The following three methods are available to exercise voting rights.

Attending the General Meeting of Shareholders

The venue is Shin Yokohama Prince Hotel. Please present the enclosed Voting Rights Exercise Form to the reception desk. Additionally, please bring this Notice with you.

Date and time of General Meeting of Shareholders: 10 a.m., Thursday, June 23, 2022

Mail

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it such that it arrives by the exercise deadline.

Exercise deadline: Arrival by 6 p.m., Wednesday, June 22, 2022

Internet

Please access the designated voting rights exercise website (<https://soukai.mizuho-tb.co.jp/>) and indicate your vote for or against the proposals by the exercise deadline.

Exercise deadline: By 6 p.m., Wednesday, June 22, 2022

To institutional investors

If use of the Electronic Voting Rights Exercise Platform operated by ICJ, Inc. has been applied in advance, institutional investors may use said platform.

[Translation for Reference and Convenience Purposes Only]

Guide to Exercise of Voting Rights via the Internet

“Smart Exercise” of voting rights by scanning the QR code
Exercise of voting rights made simple.
“Smart Exercise” enabled

You do not need to enter the Voting Rights Exercise Code (ID) and password.

Please scan the QR code provided on the lower right of the enclosed Voting Rights Exercise Form with your smartphone, etc. to access the “Smart Exercise” website specified by the Company and indicate your approval or disapproval by following the instructions on the screen.

If you wish to change the contents of your vote after exercising your voting rights in “Smart Exercise,” please do so by using the method described at right by entering the Voting Rights Exercise Code (ID) and password.

Exercise of voting rights by entering the Voting Rights Exercise Code (ID) and password

<https://soukai.mizuho-tb.co.jp/>

1. Access the Voting Rights Exercise Website (URL above)
Click “Next”
2. Log in
Please enter the Voting Rights Exercise Code (ID) and password printed on the back of the enclosed Voting Rights Exercise Form.
The password must be changed upon the first login.
Please indicate your approval or disapproval according to the instructions on the screen.

Points to note

- If voting rights are exercised in duplicate both in writing and via the Internet, the voting rights exercised via the Internet will be deemed valid. If voting rights are exercised multiple times via the Internet, the most recent voting rights exercised will be deemed valid.
- The Voting Rights Exercise Code (ID) and the password (including passwords changed by shareholders) are valid only for this General Meeting. A new password will be issued for the next General Meeting of Shareholders.
- The Voting Rights Exercise Code (ID) and the password is a method to verify the identity of the person exercising the voting right. Additionally, the Company will never ask for your password.
- If the password is incorrect greater than a set number of times, the password will become locked and unusable. If it becomes locked, please follow the procedures according to the on-screen guidance.

Inquiries

For any questions, please contact the Stock Transfer Agency Department of Mizuho Trust & Banking Co., Ltd., which is the shareholder registry administrator.

Dedicated help line for inquiries on how to use “Smart Exercise” and the Voting Rights Exercise Website, etc.
0120-768-524 (9 a.m. to 9 p.m.)

*QR code is a registered trademark of DENSO WAVE INCORPORATED.

Electronic Voting Rights Exercise Platform

If use of the Electronic Voting Rights Exercise Platform operated by ICJ, Inc., a joint venture established by Tokyo Stock Exchange, Inc., etc., has been applied in advance, nominee shareholders such as trust and custody services banks (including standing proxies) may use the said platform as an electromagnetic method to exercise voting rights at this General Meeting of Shareholders in addition to the exercise of voting rights via the Internet.

[Translation for Reference and Convenience Purposes Only]

Reference Documents for General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

Taking into account the business results for the fiscal year under review and other circumstances, the Company proposes the year-end dividend for the fiscal 83rd term as follows.

Fiscal Year-End Dividend

- (1) Type of Property for Dividends:
Money
- (2) Allotment of Property for Dividends and Total Amount Thereof:
¥10.0 per share of the Company's common stock for a total of ¥449,990,970
- (3) Effective Date of Distribution of Surplus:
June 24, 2022

[Translation for Reference and Convenience Purposes Only]

Proposal No. 2: Partial Amendments to the Articles of Incorporation

1. Reasons for proposal

The amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, the Articles of Incorporation of the Company shall be amended as follows.

- (1) The proposed Article 15, Paragraph 1 provides that information contained in the reference materials for the general meeting of shareholders, etc. shall be provided electronically.
- (2) The purpose of the proposed Article 15, Paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
- (3) The provisions related to the internet disclosure and deemed provision of the reference materials for the general meeting of shareholders, etc. (Article 15 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
- (4) In line with the above establishment and deletion of the provisions, supplementary provisions related to the effective date, etc. shall be established.

2. Details of Amendments

Details of the proposed Amendments are as follows.

(Underlined text indicate sections to be changed.)

Current Articles of Incorporation	Proposed Amendments
<p><u>(Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.)</u></p> <p><u>Article 15 The Company may, when convening a general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the reference materials for the general meeting of shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the internet in accordance with the provisions provided in the Ordinance of the Ministry of Justice.</u></p> <p>(Newly established)</p>	<p>(Deleted)</p> <p>(Measures for Electronic Provision, Etc.)</p> <p><u>Article 15 The Company shall, when convening a general meeting of shareholders, provide information contained in the reference materials for the general meeting of shareholders, etc. electronically.</u></p> <p><u>2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.</u></p>
<p>(Newly established)</p>	<p><u>(Supplementary provisions)</u></p> <p><u>Article 2 The amendment of Article 15 of the Articles of Incorporation shall come into effect on September 1, 2022, which is the date of enforcement of the amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the “Effective Date”).</u></p>

[Translation for Reference and Convenience Purposes Only]

Current Articles of Incorporation	Proposed Amendments
	<p>2. <u>Notwithstanding the provisions of the preceding paragraph, Article 15 (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) of the Articles of Incorporation shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.</u></p> <p>3. <u>These supplementary provisions shall be deleted after the lapse of six months from the Effective Date or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.</u></p>

[Translation for Reference and Convenience Purposes Only]

Proposal No. 3: Election of Six (6) Members of the Board (Excluding Members of the Board Serving as Audit and Supervisory Committee Members)

Of the six (6) Members of the Board (excluding Members of the Board serving as Audit and Supervisory Committee Members; hereinafter the same shall apply in this Proposal) of the Company who were elected at the Ordinary General Meeting of Shareholders held on June 24, 2021, one Member of the Board resigned during the term of office, and the term of office of the other five (5) Members of the Board will expire at the conclusion of this 83rd Ordinary General Meeting of Shareholders. Accordingly, we kindly ask our shareholders to elect six (6) Members of the Board. Please note that, this Proposal has obtained the opinion of the Audit and Supervisory Committee that all of the candidates for Member of the Board are qualified for the position.

The candidates for Member of the Board are as follows:

No.	Name		Current Positions and Assignments in the Company	Attendance at Board of Directors' meetings
1	Nobuya Uranishi	Reappointment	Representative Director and President	15 out of 15 (100%)
2	Hideki Ogoshi	Reappointment	Representative Director and Senior Executive Vice President Assistant to President Plants and Production Control, UPS Promotion Office, Transmission Parts Business	12 out of 15 (80%)
3	Shinji Shiokawa	Reappointment	Member of the Board and Senior Executive Vice President Engineering Division, Quality Assurance and Tool & Die	15 out of 15 (100%)
4	Yukihiko Morita	Reappointment	Member of the Board and Senior Executive Vice President Corporate Planning, Overseas Business, Finance & Accounting	15 out of 15 (100%)
5	Kenji Miura	Reappointment	Member of the Board and Senior Executive Vice President Sales and Cost Planning	15 out of 15 (100%)
6	Kiyoshi Doi	New candidate Outside Independent Non-executive	-	-

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held
<p>No. 1</p> <p>Nobuya Uranishi (April 23, 1960)</p> <p>Number of Shares Held: 29,700</p> <p>Reappointment</p>	<p>April 1984 Joined Nissan Motor Co., Ltd.</p> <p>April 2007 General Manager, Project Purchasing Department No. 2</p> <p>April 2014 Senior Vice President</p> <p>November 2016 Joined the Company Executive Vice President</p> <p>April 2018 Senior Executive Vice President</p> <p>June 2018 Member of the Board and Senior Executive Vice President</p> <p>April 2020 Representative Director and President (current position)</p> <p>Significant Concurrent Positions</p> <p>Member of the Board, UNIPRES R&D Co., Ltd.</p> <p>Member of the Board, Unipres Kyushu Corporation</p> <p>Member of the Board, Unipres North America, Inc.</p> <p>Member of the Board, Unipres U.S.A., Inc.</p> <p>Member of the Board, Unipres Southeast U.S.A., Inc.</p> <p>Member of the Board, UNIPRES ALABAMA, INC.</p> <p>Member of the Board, Unipres Mexicana, S.A. de C.V.</p> <p>Member of the Board, Unipres (UK) Limited</p> <p>Member of the Board, Unipres(China)Corporation</p> <p>Member of the Board, Unipres Guangzhou Corporation</p> <p>Member of the Board, Unipres Zhengzhou Corporation</p> <p>Member of the Board, Unipres WUHAN CORPORATION</p> <p>Member of the Board, Unipres Precision Guangzhou Corporation</p> <p>Member of the Board, Unipres India Private Limited</p> <p>Member of the Board, Unipres (Thailand) Co., LTD.</p> <p>Commissioner, PT. Unipres Indonesia</p> <p>Reasons for nomination as a candidate for Member of the Board</p> <p>Mr. Nobuya Uranishi has been selected as a candidate for Member of the Board because of his business achievements in Sales and Cost Planning divisions, and since April 2020 he, as the Representative Director and President of the Company, has been leading sustainable growth of the Unipres Group by promoting strengthening of management culture and compliance. The Company has determined that he is suited to be a Member of the Board of the Company from this extensive experience and ability.</p>

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held
<p>No. 2</p> <p>Hideki Ogoshi (June 23, 1954)</p> <p>Number of Shares Held: 33,300</p> <p>Reappointment</p>	<p>March 1977 Joined Yamato Kogyo Co., Ltd. (currently UNIPRES CORPORATION)</p> <p>April 1981 Joined Katsuyama Press Kogyo Co., Ltd. (currently Unipres Kyushu Corporation)</p> <p>April 2005 General Manager, Manufacturing Department, Unipres Kyushu Corporation</p> <p>June 2007 Member of the Board and Plant Manager, Unipres Kyushu Corporation</p> <p>April 2011 Senior Vice President, the Company</p> <p>June 2012 Member of the Board and Senior Vice President</p> <p>April 2013 Member of the Board and Executive Vice President</p> <p>June 2015 Executive Vice President</p> <p>April 2019 Senior Executive Vice President</p> <p>June 2019 Member of the Board and Senior Executive Vice President</p> <p>April 2020 Representative Director and Senior Executive Vice President Assistant to President (current position)</p> <p>Current Responsibilities Plants and Production Control, UPS Promotion Office, Transmission Parts Business</p> <p>Significant Concurrent Positions Chairman and Member of the Board, Unipres Kyushu Corporation</p> <p>Reasons for nomination as a candidate for Member of the Board Mr. Hideki Ogoshi has been selected as a candidate for Member of the Board because of his business achievements in Plants and Production Control, the UPS Promotion Office, and the Transmission Parts Business, and the Company has determined that he is suited to be a Member of the Board of the Company from this extensive experience and ability.</p>
<p>No. 3</p> <p>Shinji Shiokawa (August 26, 1955)</p> <p>Number of Shares Held: 34,500</p> <p>Reappointment</p>	<p>April 1979 Joined Yamakawa Industrial Co., Ltd. (currently UNIPRES CORPORATION)</p> <p>April 2007 General Manager, Sales Department</p> <p>April 2009 General Manager, India Project Office</p> <p>April 2011 Senior Vice President</p> <p>April 2013 Senior Vice President, Plant Manager, Tool & Die Plant</p> <p>June 2013 Member of the Board and Senior Vice President</p> <p>June 2015 Senior Vice President</p> <p>April 2019 Executive Vice President</p> <p>June 2019 Member of the Board and Executive Vice President</p> <p>April 2020 Member of the Board and Senior Executive Vice President (current position)</p> <p>Current Responsibilities Engineering Division, Quality Assurance and Tool & Die</p> <p>Significant Concurrent Positions President and Representative Director, UNIPRES R&D Co., Ltd.</p> <p>Reasons for nomination as a candidate for Member of the Board Mr. Shinji Shiokawa has been selected as a candidate for Member of the Board because of his business achievements in Engineering and Tool & Die divisions, and the Company has determined that he is suited to be a Member of the Board of the Company from this extensive experience and ability.</p>

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held
<p>No. 4</p> <p>Yukihiko Morita (March 22, 1959)</p> <p>Number of Shares Held: 27,300</p> <p>Reappointment</p>	<p>April 1981 Joined The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)</p> <p>November 2004 General Manager, Corporate Auditors Office, Mizuho Financial Group, Inc.</p> <p>April 2007 Joined the Company General Manager, Corporate Planning Department</p> <p>April 2010 Senior Vice President and General Manager, Finance & Accounting Department</p> <p>June 2013 Member of the Board and Senior Vice President</p> <p>June 2015 Senior Vice President</p> <p>April 2016 Executive Vice President</p> <p>June 2018 Member of the Board and Executive Vice President</p> <p>April 2022 Member of the Board and Senior Executive Vice President (current position)</p> <p>Current Responsibilities Corporate Planning, Overseas Business, Finance & Accounting</p> <p>Significant Concurrent Positions Member of the Board, Unipres (UK) Limited Member of the Board, UM Corporation, SAS Chairman, Unipres(China)Corporation Member of the Board, Unipres Guangzhou Corporation Member of the Board, Unipres Zhengzhou Corporation Member of the Board, Unipres WUHAN CORPORATION Member of the Board, Unipres Precision Guangzhou Corporation Member of the Board, Unipres India Private Limited Member of the Board, Unipres (Thailand) Co., LTD. Member of the Board, PT. Unipres Indonesia Member of the Board, MA Automotive Brazil Ltd.</p> <p>Reasons for nomination as a candidate for Member of the Board Mr. Yukihiko Morita has been selected as a candidate for Member of the Board because of his business achievements in Corporate Planning, Overseas Business, and Finance & Accounting divisions, and the Company has determined that he is suited to be a Member of the Board of the Company from this extensive experience and ability.</p>
<p>No. 5</p> <p>Kenji Miura (May 24, 1956)</p> <p>Number of Shares Held: 16,300</p> <p>Reappointment</p>	<p>March 1975 Joined Yamato Kogyo Co., Ltd. (currently UNIPRES CORPORATION)</p> <p>April 2010 General Manager, Production Management Department</p> <p>June 2011 General Manager, Indonesia Project Office</p> <p>April 2015 General Manager, Tochigi Plant</p> <p>April 2016 Senior Vice President and General Manager, Tochigi Plant</p> <p>April 2019 Executive Vice President</p> <p>July 2020 Member of the Board and Executive Vice President</p> <p>April 2022 Member of the Board and Senior Executive Vice President (current position)</p> <p>Current Responsibilities Sales and Cost Planning</p> <p>Reasons for nomination as a candidate for Member of the Board Mr. Kenji Miura has been selected as a candidate for Member of the Board because of his business achievements in the Company's Sales and Cost Planning divisions, and the Company has determined that he is suited to be a Member of the Board of the Company from this extensive experience and ability.</p>

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held	
No. 6 Kiyoshi Doi (September 12, 1952) Number of Shares Held: 900 New candidate Outside Independent Non-executive	April 1977 November 2001 June 2003 June 2005 June 2007 June 2009 June 2013 April 2018 November 2019	Joined Nippon Oil Seal Industry Co., Ltd. (currently NOK CORPORATION) Vice President, NOK Activities and Freudenberg-NOK General Partnership Director, NOK CORPORATION Managing Director, Eagle Industry Co., Ltd. Managing Director, NOK CORPORATION Senior Managing Director Representative and Senior Managing Director, Assistant of President President and Representative Director President and Representative Director, NIPPON MEKTRON, LTD. (current position) Significant Concurrent Positions President and Representative Director, NIPPON MEKTRON, LTD. Reasons for nomination as a candidate for Outside Member of the Board and outline of expected roles Mr. Kiyoshi Doi has been selected as a candidate for Outside Member of the Board in the expectation that his wealth of experience and extensive insight as a manager of a global corporation in automotive parts, electronic substrates, and other industries will contribute to the Company's operation. Therefore, the Company has determined that he is suited for the position.

(Notes)

1. There is no special interest between the candidates and the Company.
2. Mr. Kiyoshi Doi is a candidate for Outside Member of the Board.
3. The Company plans to designate Mr. Kiyoshi Doi as an Independent Member of the Board as stipulated by the Tokyo Stock Exchange, and plans to notify the Tokyo Stock Exchange of that effect. There are no transactions between the Company and NIPPON MEKTRON, LTD. He served as a Director of NOK CORPORATION through June 2021, and there is a business relationship in automotive parts between the Company and NOK CORPORATION. However, the amount of said business transactions accounted for less than 0.1% of NOK's net sales for the most recent fiscal year. Therefore, the Company has determined that this does not have any influence on his independence.
4. In the case that Mr. Kiyoshi Doi takes office as Member of the Board, the Company plans to enter into an agreement with him pursuant to Article 427, Paragraph 1 of the Companies Act that limits the amount of his liability as set forth in Article 423, Paragraph 1 of the same Act. The maximum amount of liability based on this agreement is the minimum liability as set forth in Article 425, Paragraph 1 of the same Act.
5. The Company shall conclude a directors and officers liability insurance contract stipulated by Article 430-3, Paragraph 1 of the Companies Act with an insurance company, and the contract is designed to cover damages that may arise from the insured persons assuming responsibility for the execution of their duties or receiving claims related to the pursuit of such responsibility. However, there are certain exemptions such as damages resulting from a criminal act by the insured person or damages from knowingly committed acts of violation against laws and regulations. The candidates will be included in the insured persons of the said insurance contracts. The Company intends to renew the contracts with the same contents in the next renewal.

[Translation for Reference and Convenience Purposes Only]

Proposal No. 4: Election of Three (3) Members of the Board Serving as Audit and Supervisory Committee Members

The terms of all Members of the Board serving as Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we kindly ask our shareholders to elect three (3) Members of the Board serving as Audit and Supervisory Committee Members. This Proposal has obtained the consent of the Audit and Supervisory Committee.

The candidates for Members of the Board serving as Audit and Supervisory Committee Members are as follows:

No.	Name		Current Positions and Assignments in the Company	Attendance at Board of Directors' meetings	Attendance at Audit and Supervisory Committee meetings
1	Yoshio Ito	Reappointment	Member of the Board (Full-time Audit and Supervisory Committee Member)	11 out of 11 (100%)	10 out of 10 (100%)
2	Hiroko Yoshiba	Reappointment Outside Independent Female	Member of the Board (Audit and Supervisory Committee Member)	15 out of 15 (100%)	14 out of 14 (100%)
3	Sonoe Hasegawa	New candidate Outside Independent Female	-	-	-

(Note) The status of attendance of Mr. Yoshio Ito at Board of Directors' meetings and Audit and Supervisory Committee meetings denotes attendance at the meetings held after his appointment as a Member of the Board Serving as Audit and Supervisory Committee Member on June 24, 2021.

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held
<p>No. 1</p> <p>Yoshio Ito (September 13, 1955)</p> <p>Number of Shares Held: 38,300</p> <p>Reappointment</p>	<p>March 1978 Joined Yamato Kogyo Co., Ltd. (currently UNIPRES CORPORATION)</p> <p>April 2006 General Manager, Purchasing Department</p> <p>April 2010 Senior Vice President and General Manager, Purchasing Department</p> <p>June 2012 Member of the Board and Senior Vice President</p> <p>April 2013 Member of the Board and Executive Vice President</p> <p>June 2015 Executive Vice President</p> <p>April 2019 Executive Vice President, the Company Representative Director and President, Unipres Butsuryu Co., Ltd.</p> <p>April 2020 Representative Director and President, Unipres Butsuryu Co., Ltd.</p> <p>June 2021 Member of the Board (Full-time Audit and Supervisory Committee Member), the Company (current position)</p> <p>Significant Concurrent Positions Audit & Supervisory Board Member, UNIPRES R&D Co., Ltd. Audit & Supervisory Board Member, Unipres Kyushu Corporation Auditor, Unipres (China) Corporation Commissioner, PT. Unipres Indonesia</p> <p>Reasons for nomination as a candidate for Member of the Board Mr. Yoshio Ito has been selected as a candidate for Member of the Board because of his business achievements in Purchasing, General Administration, Human Resources, and Information System divisions. The Company has determined that he is suited to execute duties of administrative supervision because of the expectation that he is capable of providing overall management supervision and effective advice from his extensive experience and ability.</p>

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held
<p>No. 2</p> <p>Hiroko Yoshiba (February 20, 1966)</p> <p>Number of Shares Held: 0</p> <p>Reappointment Outside Independent Female</p>	<p>April 1997 Registered as attorney at law (Dai-Ichi Tokyo Bar Association) Joined Yoshiba Law Office (currently Yoshiba Akisada Law Office) (current position)</p>
	<p>April 2002 Part-time Lecturer, Faculty of Law, Chuo University</p>
	<p>June 2006 Auditor, Nakanogou Credit Association (current position)</p>
	<p>October 2008 Member, the Information Disclosure and Personal Information Protection Review Board, Kawasaki City</p>
	<p>April 2012 Professor, Legal Training and Research Institute of the Supreme Court</p>
	<p>June 2015 Member of the Board, the Company</p>
	<p>April 2016 Member, the Information Disclosure and Personal Information Protection Review Board, the Ministry of Internal Affairs and Communications (current position) Member, Administrative Appeal Review Board, Kawasaki City (current position)</p>
	<p>June 2016 Member of the Board (Audit and Supervisory Committee Member), the Company (current position)</p>
	<p>November 2017 Special Commissioner, the Telecommunications Dispute Settlement Commission, the Ministry of Internal Affairs and Communications (current position)</p>
	<p>April 2022 Visiting Professor, Chuo Law School (current position)</p>
<p>Significant Concurrent Positions</p>	
<p>Attorney at law (Yoshiba Akisada Law Office)</p>	
<p>Auditor, Nakanogou Credit Association (part-time)</p>	
<p>Member, the Information Disclosure and Personal Information Protection Review Board, the Ministry of Internal Affairs and Communications</p>	
<p>Reasons for nomination as a candidate for Outside Member of the Board and outline of expected roles</p>	
<p>Ms. Hiroko Yoshiba has been selected as a candidate for Outside Member of the Board because of her wealth of experience and insight as an attorney. The Company has determined that she is suited to independently execute duties of administrative supervision from an objective perspective in consideration of the corporate society as a whole, including laws and regulations, because of the expectation that she is capable of providing overall management supervision and effective advice.</p>	

[Translation for Reference and Convenience Purposes Only]

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held
<p>No. 3</p> <p>Sonoe Hasegawa (July 11, 1967)</p> <p>Number of Shares Held: 0</p> <p>New candidate Outside Independent Female</p>	<p>October 1995 Joined Shinohara Accounting Office</p> <p>October 1996 Joined Sanwa Research Institute Corp. (currently Mitsubishi UFJ Research and Consulting Co., Ltd.)</p> <p>October 1997 Joined Chuo Audit Corporation</p> <p>December 2005 Joined AZSA & Co. (currently KPMG AZSA LLC)</p> <p>November 2009 Established Hasegawa CPA and Tax Accounting Office, Representative (current position)</p> <p>March 2020 Outside Statutory Auditor, Chi-technology Co., Ltd.</p> <p>September 2021 Outside Director (Audit and Supervisory Committee Member), Chi-technology Co., Ltd. (current position)</p> <p>October 2021 Director, Tenkikai Medical Association (current position)</p> <p>Significant Concurrent Positions</p> <p>Representative, Hasegawa CPA and Tax Accounting Office</p> <p>Outside Director (Audit and Supervisory Committee Member), Chi-technology Co., Ltd.</p> <p>Director, Tenkikai Medical Association</p> <p>Reasons for nomination as a candidate for Outside Member of the Board and outline of expected roles</p> <p>Ms. Sonoe Hasegawa has been selected as a candidate for Outside Member of the Board because of her expert knowledge and experience cultivated through her career as a certified public accountant and tax accountant. The Company has determined that she is suited to independently execute duties of administrative supervision from an objective perspective, because of the expectation that she is capable of providing overall management supervision and effective advice.</p>

(Notes)

1. There is no special interest between the candidates and the Company.
2. Ms. Hiroko Yoshiba and Ms. Sonoe Hasegawa are candidates for Outside Members of the Board.
3. Ms. Hiroko Yoshiba currently is an Audit and Supervisory Committee Member and Outside Member of the Board of the Company. Her term as Outside Member of the Board will be seven (7) years at the conclusion of this General Meeting of Shareholders.
4. The Company has designated Ms. Hiroko Yoshiba as an Independent Member of the Board as stipulated by the Tokyo Stock Exchange, and notified the Tokyo Stock Exchange to that effect. The Company also plans to designate Ms. Sonoe Hasegawa as an Independent Member of the Board as stipulated by the Tokyo Stock Exchange, and plans to notify the Tokyo Stock Exchange to that effect.
5. The Company currently has entered into an agreement with Mr. Yoshio Ito and Ms. Hiroko Yoshiba pursuant to Article 427, Paragraph 1 of the Companies Act that limits the amount of their liability as set forth in Article 423, Paragraph 1 of the same Act. The maximum amount of liability based on this agreement is the minimum liability as set forth in Article 425, Paragraph 1 of the same Act. If their re-election is approved, the Company plans to enter into a liability limitation agreement having the same contents with each of them. In addition, if the election of Ms. Sonoe Hasegawa is approved, the Company plans to enter into an agreement having the same contents with her.
6. The Company shall conclude a directors and officers liability insurance contract stipulated by Article 430-3, Paragraph 1 of the Companies Act with an insurance company, and the contract is designed to cover damages that may arise from the insured persons assuming responsibility for the execution of their duties or receiving claims related to the pursuit of such responsibility. However, there are certain exemptions such as damages resulting from a criminal act by the insured person or damages from knowingly committed acts of violation against laws and regulations. The candidates will be included in the insured persons of the said insurance contracts. The Company intends to renew the contracts with the same contents in the next renewal.

[Translation for Reference and Convenience Purposes Only]

<Reference> Composition of the Members of the Board

In consideration of the company size and other factors, and in order to facilitate swift decision-making, the Company has limited the number of Members of the Board not serving as Audit and Supervisory Committee Members to a maximum of ten (10) and the number of Members of the Board serving as Audit and Supervisory Committee Members to a maximum of five (5) in the Articles of Incorporation.

The Company has achieved a well-balanced composition of the Members of the Board by focusing on knowledge and experience in general operations when electing internal Member of the Board candidates and focusing on expertise in general management, law, finance, and other areas when electing outside Member of the Board candidates.

If Proposal No. 3 and Proposal No. 4 are approved, the Company will expect the following skills from the Members of the Board.

Name	Corporate management	Finance & accounting	Legal affairs & compliance	Engineering & development	Manufacturing & quality assurance	Sales & purchasing	Environment & safety	Governance & risk management	Global
Nobuya Uranishi	○	○				○		○	○
Hideki Ogoshi				○	○		○		○
Shinji Shiokawa				○	○		○		○
Yukihiko Morita		○							○
Kenji Miura					○	○			○
Kiyoshi Doi Outside Independent	○					○		○	○
Yoshio Ito			○		○	○		○	
Hiroko Yoshiba Outside Independent Female			○					○	
Sonoe Hasegawa Outside Independent Female		○						○	

[Translation for Reference and Convenience Purposes Only]

Proposal No. 5: Determination of Remuneration for the Allotment of Restricted Stocks to Members of the Board (Excluding Members of the Board Serving as Audit and Supervisory Committee Members and Outside Members of the Board)

Concerning the maximum amount of remuneration for Members of the Board (excluding Members of the Board serving as Audit and Supervisory Committee Members) of the Company, it was approved to be within ¥550 million per annum (including remuneration of ¥30 million for Outside Member of the Board) at the 77th Ordinary General Meeting of Shareholders held on June 22, 2016.

The Company hereby proposes to allot the Company's common stocks that are subject to a certain restricted period and events of acquisition without contribution by the Company, etc. (the "Restricted Stocks") to the Members of the Board of the Company (excluding Members of the Board serving as Audit and Supervisory Committee Member and Outside Members of the Board; the "Eligible Members of the Board") as follows, in order to provide an incentive to the Eligible Members of the Board to share the advantages and risks of stock price changes with the Company's shareholders and increase their motivation more than ever to further contribute to increasing the stock price and improving the Company's corporate value.

Accordingly, aside from the above amount of remuneration, etc. for Members of the Board, the Company proposes to set the total amount of monetary remuneration claims provided as remuneration, etc. in the form of Restricted Stocks to Eligible Members of the Board to be within ¥200 million per annum, in comprehensive consideration of various factors such as the Eligible Members of the Board's level of contribution. The allotment of the Restricted Stocks has been determined in comprehensive consideration of various factors such as the Eligible Members of the Board's level of contribution, and the Company believes that the content of the allotment is appropriate, based on the fact that the maximum number of Restricted Stocks to be allotted in each fiscal year as set forth in section 2 below accounts for approximately 0.5% of the total number of outstanding shares, which is an insignificant dilution rate (if the maximum number of Restricted Stocks is issued over ten years, they would account for 5% of the total number of outstanding shares).

The Company has revised its policy for deciding on the content of individual remuneration, etc. for Members of the Board at its Board of Directors' meeting held on May 17, 2022, as summarized on page 38 of the Business Report. The allotment of Restricted Stocks based on this Proposal is in line with this policy.

The number of Members of the Board (excluding Members of the Board serving as Audit and Supervisory Committee Members) of the Company is currently five (5), and if Proposal No. 3 is approved, the number of Members of the Board (excluding Members of the Board serving as Audit and Supervisory Committee Members) will be six (6) (including one (1) Outside Member of the Board).

Summary

Specific Details and Maximum Number of Restricted Stocks for Eligible Members of the Board

1. Allotment and payment of Restricted Stocks

The Company will provide monetary remuneration claims within the above limit of the annual amount as remuneration, etc. in the form of Restricted Stocks to each Eligible Member of the Board in accordance with the resolution of its meeting of Members of the Board, and each Eligible Member of the Board will receive the allotment of Restricted Stocks by providing all the monetary remuneration claims by way of contribution in kind.

The amount to be paid for Restricted Stocks is determined by the meeting of Members of the Board of the Company based on the closing price of the common stocks of the Company on the Tokyo Stock Exchange on the business day immediately preceding the date of its meeting of Members of the Board's resolution for the issuance or disposition thereof (if there are no completed transactions on that day, the closing price on the trading day immediately prior thereto), within a range that will not be particularly favorable to the Eligible Member(s) of the Board who accept the Restricted Stocks.

In addition, the above monetary remuneration claims are provided on the condition that the Eligible Members of the Board agree on the above contribution in kind and enter into a Restricted Stocks allotment agreement including the content specified in section 3 below.

2. Total number of Restricted Stocks

The total number of Restricted Stocks to be allotted to Eligible Members of the Board at 225,000 shares shall be the maximum number of Restricted Stocks allotted in each fiscal year.

Provided, however, that if the Company conducts a stock split (including allotment of the Company's common stocks without contribution) or a reverse stock split after the date of resolution on this Proposal, or any similar

[Translation for Reference and Convenience Purposes Only]

cases where the total number of Restricted Stocks to be allotted needs to be adjusted, the total number of Restricted Stocks may be reasonable adjusted.

3. Content of Restricted Stocks allotment agreements

In allotting Restricted Stocks, based on the resolution of the meeting of Members of the Board of the Company, Restricted Stocks allotment agreements between the Company and Eligible Members of the Board who receive allotment of Restricted Stocks shall include the following content.

(1) Content of transfer restriction

An Eligible Member of the Board who receives allotment of Restricted Stocks may not transfer (“Transfer Restriction”) to a third party, establish the right of pledge, establish a mortgage, gift during life, bequest, or any other disposal of Restricted Stocks allotted to the Eligible Member of the Board (“the Allotted Stocks”), in the period between the date of delivery of Restricted Stocks and the date on which the Eligible Member of the Board resigns or retires from all positions of Member of the Board, Vice President, and employee of the Company (the “Transfer Restriction Period”).

(2) Acquisition of Restricted Stocks without contribution

If an Eligible Member of the Board who received allotment of Restricted Stocks resigns or retires from all positions of Member of the Board, Vice President, and employee of the Company by the day prior the date of holding its Ordinary General Meeting of Shareholders that first comes on or after the start date of the Transfer Restriction Period, the Company will automatically acquire the Allotted Stocks without contribution, unless there is a legitimate reason approved by the meeting of Member of the Board of the Company.

In addition, if the Transfer Restriction Period has not been lifted for any of the Allotted Stocks based on the provisions for events of lifting the Transfer Restriction in (3) below at the expiry of the Transfer Restriction Period in (1) above, the Company will automatically acquire these without contribution.

(3) Lifting of Transfer Restriction

On the condition that an Eligible Member of the Board who received allotment of Restricted Stocks continuously remained in the position of Member of the Board, Vice President, or employee of the Company until the date of holding its Ordinary General Meeting of Shareholders that first comes on or after the start date of the Transfer Restriction Period, the Company lifts the Transfer Restriction for all the Allotted Stocks at the expiry of the Transfer Restriction Period.

Provided, however, that if the Eligible Member of the Board resigns or retires from all positions of Member of the Board, Vice President, and employee of the Company by the day prior the date of holding its Ordinary General Meeting of Shareholders that first comes on or after the start date of the Transfer Restriction Period for any legitimate reason approved by the Company’s meeting of Members of the Board, the number of the Allotted Stocks for which the Transfer Restriction is lifted and the timing for lifting the Transfer Restriction shall be reasonably adjusted as necessary.

(4) Treatment in organizational restructuring, etc.

If a proposal for a merger agreement where the Company becomes the extinguished entity, a stock exchange agreement or stock transfer plan where the Company becomes a wholly owned subsidiary, or other organizational restructuring, etc. is approved at a General Meeting of Shareholders of the Company (or at a Board of Directors’ meeting of the Company if approval at a General Meeting of Shareholders of the Company is not required for the organizational restructuring, etc.) during the Transfer Restriction Period (only if the effective date of the organizational restructuring, etc. comes before the expiry of the Transfer Restriction Period; the “Time of Approval of Organizational Restructuring, Etc.”), and the Eligible Member of the Board who received allotment of Restricted Stocks resigns or retires for all positions of Member of the Board, Vice President, and employee of the Company in conjunction with the organizational restructuring, etc., the Company will lift the Transfer Restriction for the Allotted Stocks in the number reasonably determined by taking into account the period from the start date of the Transfer Restriction Period to the date of approval for the organizational restructuring, etc., by resolution of the meeting of Members of the Board of the Company, prior to the effective date of the organizational restructuring, etc.

At the Time of Approval of Organizational Restructuring, Etc., the Allotted Stocks for which the Transfer Restriction has not been lifted on the business day prior to the effective date of the organizational restructuring, etc. will be acquired by the Company without contribution on said date.

[Translation for Reference and Convenience Purposes Only]

(Reference)

The Company plans to allot restricted stocks similar to the above Restricted Stocks to Vice Presidents and employees of the Company after the conclusion of this General Meeting of Shareholders.