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(Stock Exchange Code 4023)

(Dispatch date) June 2, 2025

(Commencement date of measures for electronic provision) May 29, 2025

**To Shareholders with Voting Rights:**

**Yutaka Kobayashi**

President & Chief Executive Officer

KUREHA CORPORATION

3-3-2 Nihonbashi Hamacho, Chuo-ku, Tokyo

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

Dear Shareholders:

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

This is the notification of the 112th Annual General Meeting of Shareholders of KUREHA CORPORATION (the "Company").

When convening this General Meeting of Shareholders, the Company takes measures for electronic provision of the information contained in reference documents for the General Meeting of Shareholders, etc. (Matters regarding measures for electronic provision) and posts this information on the Company's website. Please access the following website to confirm those matters.

The Company's website

<https://www.kureha.co.jp/ir/event/meeting.html>

In addition to the above website, the matters regarding measures for electronic provision are also posted on the Tokyo Stock Exchange (TSE) website. When accessing the following TSE website (TSE Listed Company Information Service), please enter and search for "Kureha" for "Stock Name (Company Name)" or "4023" for "Securities Code" and select "Basic Information" and "Inspection Documents/PR Information".

TSE website (Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

**If you do not attend the meeting in person, you may exercise your voting rights via the Internet or by Mail (in Writing). Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Wednesday, June 25, 2025, Japan time, referring to "Guide to the Exercise of Voting Rights" (Page 3).**

- 1. Date and Time:** Thursday, June 26, 2025 at 10:00 a.m. Japan time
- 2. Place:** Nihonbashi Hamacho F Tower Plaza 3F  
F Tower Plaza Hall  
3-22-1 Nihonbashi Hamacho Chuo -ku, Tokyo

### 3. Meeting Agenda:

#### Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company's 112th Fiscal Year (April 1, 2024 - March 31, 2025) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company's 112th Fiscal Year (April 1, 2024 - March 31, 2025)

#### Proposals to be resolved:

- Proposal 1:** Election of six (6) Directors  
**Proposal 2:** Election of one (1) Audit & Supervisory Board Member  
**Proposal 3:** Election of one (1) Substitute Audit & Supervisory Board Member

### 4. Matters to be decided upon convocation

- (1) Among the matters subject to electronic provision, the following matters are not provided in the paper-based documents delivered to shareholders who have requested the delivery of such documents, in accordance with laws and regulations and the provisions of the Company's Articles of Incorporation. The Audit & Supervisory Board Members and the Accounting Auditor have audited the documents to be audited including the following matters.
  - (i) "Matters Regarding the Company's Stock Acquisition Rights, etc." and "System to Ensure the Appropriateness of Business Activities and Operating Status of the system" in The Business Report
  - (ii) "Consolidated Statement of Changes in Equity (IFRS)" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statement
  - (iii) "Non-consolidated Statement of Changes in Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statement
- (2) If voting rights are exercised in duplicate by mail (in writing) and 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 exercise will be deemed valid.
- (3) If you return the Voting Rights Exercise Form without an indication of your vote for or against a proposal, it will be treated as a vote "for" the proposal.

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- ◎ Should the matters regarding measures for electronic provision require revisions, the matter before and after the amendment will be posted on the Company's website and the TSE website on the Internet above.
  - ◎ Documents, including reference materials for the General Meeting of Shareholders, have been sent by mail only to those shareholders who completed the procedure of the delivery request of paper-based documents by March 31, 2025.
  - ◎ The reception of the meeting is scheduled to begin at 9:00 a.m.
  - ◎ Gifts for attendees will not be provided. Thank for your kind understanding.
  - ◎ It is prohibited to bring any dangerous items or any pets into the building and the venue of the meeting.
  - ◎ Proceeding on the day of the General Meeting of Shareholders will be carried out in Japanese.
  - ◎ The materials used for explanation during the General Meeting of Shareholders will be uploaded to the Company's website after the meeting concludes.
  - ◎ Some parts reported at the General Meeting of Shareholders will be distributed on demand on the Company's website at a later date.
  - ◎ If a major change in the operation of the General Meeting of Shareholders is required due to future circumstances, it will be posted on the Company's website.

## Guide to the Exercise of Voting Rights

Voting rights for the General Meeting of Shareholders may be exercised by either of the following methods.

### Exercising your voting rights via the Internet

Please read the QR code\*<sup>1</sup> on the right side of the enclosed Voting Rights Exercise Form with your smartphone etc.\*<sup>2</sup> to access “Smart Exercise Website,” or access the “Voting Rights Exercise Website” (<https://soukai.mizuho-tb.co.jp/>) and enter your approval or disapproval by the deadline.

#### Deadline for exercising your voting rights

**By 5:30 p.m. on Wednesday, June 25, 2025, Japan time**

\*1 QR code is a registered trademark of DENSO WAVE INCORPORATED.

\*2 An application (or function) that can read the QR code must be installed.

### Exercising your voting rights by Mail (in Writing)

Please indicate your approval or disapproval of the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the exercise deadline.

#### Deadline for exercising your voting rights

**Arrival by 5:30 p.m. on Wednesday, June 25, 2025, Japan time**

### Exercising your voting rights by attending the General Meeting of Shareholders

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

- ◎ Persons who are not shareholders with voting rights, such as proxies that are not shareholders and accompanying guests may not enter the venue.
- ◎ If you exercise your voting rights by a proxy, in accordance with the provision of Article 18 of the Articles of Incorporation of the Company, said proxy must be another shareholder of the Company who also owns voting rights. Submission of the voting rights exercise form of the shareholder to attend via proxy and documentation to show right of proxy (letter of attorney and the voting rights exercise form of the shareholder who will exercise voting rights via proxy) to the reception will be required.

#### The date and time of the General Meeting of Shareholders

**Thursday, June 26, 2025 at 10:00 a.m. Japan time**

### Handling of voting rights exercise

- The exercise of voting rights that arrive at the Company (shareholder registry administrator) within the exercise deadline will be effective, early exercise would be appreciated.

### For institutional investors

- In addition to methods to exercise your voting rights as described above, the Electronic Voting Rights Exercise Platform operated by ICJ, Inc. will be available if applied in advance.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References


### Proposal 1: Election of six (6) Directors

Mr. Hiroyuki Tanaka resigned from his position as Director effective May 16, 2025. The terms of office of six (6) other Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, we propose the election of six (6) Directors.

The director candidates are as follows, and they have been determined at the Board of Directors after the consultation with the non-mandatory Nomination Advisory Committee:

No	Name	Gender	Positions and Responsibilities at the Company	Attendance at Board of Directors meetings
1	Reappointment <b>Yutaka Kobayashi</b>	Male	Member of the Board; Chief Executive Officer	13/13 (100%)
2	Reappointment <b>Katsuhiro Natake</b>	Male	Member of the Board; Senior Executive Vice President; General Manager of Corporate Strategies & Accounting Division; General Manager of Administration Division; General Manager of Advanced Products Division; Project Manager of Production Transformation Project; Project Manager of Carbon Neutrality Project	13/13 (100%)
3	Reappointment <b>Naomitsu Nishihata</b>	Male	Member of the Board; Senior Vice President; Managing Director of PGA Business; Managing Director of Research & Development Division; Managing Director of Manufacturing & Technology Division; General Manager of New Business Division	13/13 (100%)
4	Reappointment <b>Osamu Iida</b> Candidate for Outside Director Candidate for Independent Director	Male	Outside Director	13/13 (100%)
5	Reappointment <b>Yumiko Okafuji</b> Candidate for Outside Director Candidate for Independent Director	Female	Outside Director	13/13 (100%)
6	New appointment <b>Keiji Nishio</b> Candidate for Outside Director Candidate for Independent Director	Male	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions
1	 <b>Yutaka Kobayashi</b> (December 25, 1951)  Male  Reappointment  Number of shares of the Company held 50,719 shares  Attendance at Board of Directors meetings 13/13 (100%)  Number of years in office: 16 years (as of the conclusion of this General Meeting)	April 1974      Joined the Company January 1998    General Manager of Human Resources Department in Iwaki Factory June 2000        Chief Executive Officer of Kureha Chemicals (Singapore) Pte. Ltd. January 2003    General Manager of Related Companies Administration Department April 2004        General Manager of Corporate Strategies Division April 2005        General Manager of Chemicals and Agrochemicals Division June 2005        Director; General Manager of Chemicals and Agrochemicals Division June 2007        Senior Vice President; General Manager of Chemicals and Agrochemicals Division (Position changed due to introduction of Executive Officer System) April 2008        Senior Vice President; General Manager of Chemicals and Agrochemicals Division and New Business Division June 2009        Member of the Board; Senior Vice President; General Manager of Chemicals & Agrochemicals Division and New Business Division April 2010        Member of the Board; Senior Vice President; General Manager of PGA Division; General Manager of Chemicals & Agrochemicals Division; Managing Director of New Business Division June 2010        Member of the Board; Senior Vice President; General Manager of PGA Division; General Manager of Chemicals & Agrochemicals Division April 2012        Member of the Board; Senior Executive Vice President; Chief Sales & Marketing Officer; General Manager of PGA Division September 2012   Member of the Board; Chief Executive Officer; General Manager of PGA Division April 2013        Member of the Board; Chief Executive Officer (current position)
		[Reasons for selection as a candidate for Director] Since assuming the position of Chief Executive Officer in September 2012, Mr. Yutaka Kobayashi has led the Group's management by strengthening advanced materials business, implementing operational reforms such as the Project for Promotion of Corporate Managerial Reform, and strengthening corporate governance, etc. Under the mid- to long-term management plan, "Toward Creating a New Future", he has established the "Medium- to Long-term Management Plan, the Rolling Plan 2025" to respond to changes in the environment surrounding our business. Under strong leadership, he is aggressively promoting our top priority measures of reviving Kureha's technology-driven focus, strengthening the management base and promoting synergism between company and employees, with the aim of achieving further growth of our existing businesses, developing new products and new businesses in our key business fields, improving productivity and further reducing costs, as well as promoting mutual understanding between management and employees. Based on these achievements, he can be expected to adequately fulfill the roles and duties of determining important management matters and supervising the business execution of the Group, and the Company continues to select him as a candidate for Director.
		1. There are no special interest relationships between the candidate and the Company.
		2. [Directors and officers liability insurance] The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	
2	  <b>Katsuhiro Natake</b> (April 3, 1962)  Male  Reappointment  Number of shares of the Company held 7,222 shares  Attendance at Board of Directors meetings 13/13 (100%)  Number of years in office: 2 years (as of the conclusion of this General Meeting)	April 1985	Joined the Company
		January 2002	Senior Executive Vice President of Kureha Europe B.V.
		April 2006	General Manager of Packaging Materials Department III
		April 2008	General Manager of Advanced Materials Department I
		April 2010	General Manager of Advanced Materials Department
		April 2012	Deputy General Manager of Advanced Materials Division
		April 2014	Vice President; General Manager of Advanced Materials Division
		April 2016	Senior Executive Vice President of Kureha Ecology Management Co., Ltd.
		June 2016	President & Chief Executive Officer of Kureha Ecology Management Co., Ltd.
		April 2019	Vice President; General Manager of Advanced Products Division
April 2023	Senior Vice President; General Manager of Advanced Products Division		
June 2023	Member of the Board; Senior Vice President; General Manager of Advanced Products Division		
October 2023	Member of the Board; Senior Vice President; Managing Director of Business Division General Manager of Advanced Products Division		
April 2025	Member of the Board; Senior Executive Vice President; General Manager of Corporate Strategies & Accounting Division; General Manager of Administration Division; Project Manager of Production Transformation Project; Project Manager of Carbon Neutrality Project		
May 2025	Member of the Board; Senior Executive Vice President; General Manager of Corporate Strategies & Accounting Division; General Manager of Administration Division; General Manager of Advanced Products Division; Project Manager of Production Transformation Project; Project Manager of Carbon Neutrality Project (current position)		
<b>[Reasons for selection as a candidate for Director]</b> Mr. Katsuhiro Natake possesses global sales and marketing experience in the specialty plastics and advanced materials categories. He demonstrated strong leadership in promoting businesses of advanced materials, specialty plastics, and specialty chemicals as Managing Director of Business Division. Since April 2025, he has been providing strong support for promoting the overall management of the Company as Senior Executive Vice President, while also serving as General Manager of Corporate Strategies & Accounting Division, General Manager of Administration Division, Project Manager of Production Transformation Project, and Project Manager of Carbon Neutrality Project. Based on these achievements, he can be expected to adequately fulfill the roles and duties of determining important management matters and supervising the business execution of the Group, and the Company continues to select him as a candidate for Director.			
1. There are no special interest relationships between the candidate and the Company. 2. [Directors and officers liability insurance] The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions
3	 <p><b>Naomitsu Nishihata</b> (February 14, 1965)</p> <p>Male</p> <p>Reappointment</p> <p>Number of shares of the Company held 7,722 shares</p> <p>Attendance at Board of Directors meetings 13/13 (100%)</p> <p>Number of years in office: 2 years (as of the conclusion of this General Meeting)</p>	<p>April 1987      Joined the Company</p> <p>October 2008    President of Krefine Co., Ltd.</p> <p>April 2010      General Manager of PGA Sales Department</p> <p>April 2011      General Manager of PGA Department</p> <p>September 2012   Deputy General Manager of PGA Division</p> <p>April 2014      Vice President; General Manager of PGA Division</p> <p>April 2016      Vice President; General Manager of KF Products Division; General Manager of PGA Division; Project Manager of New Business Creation Project</p> <p>April 2018      Senior Vice President; General Manager of Corporate Planning &amp; Strategy Division; General Manager of Advanced Products Division; Project Manager of New Business Creation Project</p> <p>April 2019      Senior Vice President; Managing Director of PGA Business; Project Manager of New Business Creation Project</p> <p>April 2020      Senior Vice President; Deputy Managing Director of PGA Business; Project Manager of New Business Creation Project</p> <p>April 2021      Senior Vice President; Deputy Managing Director of PGA Business; Deputy Project Manager of New Business Creation Project</p> <p>April 2022      Senior Vice President; Deputy Managing Director of PGA Business</p> <p>April 2023      Senior Vice President; Managing Director of PGA Business; General Manager of New Business Division</p> <p>June 2023      Member of the Board; Senior Vice President; Managing Director of PGA Business; General Manager of New Business Division</p> <p>October 2023    Member of the Board; Senior Vice President; Managing Director of PGA Business; Managing Director of Research &amp; Development Division; Managing Director of Manufacturing &amp; Technology Division; General Manager of New Business Division</p> <p>May 2025      Member of the Board; Senior Vice President; Managing Director of Research &amp; Development Division; Managing Director of Manufacturing &amp; Technology Division; General Manager of New Business Division</p> <p>May 2025      Member of the Board; Senior Vice President; Managing Director of PGA Business; Managing Director of Research &amp; Development Division; Managing Director of Manufacturing &amp; Technology Division; General Manager of New Business Division (current position)</p>
		<p>[Reasons for selection as a candidate for Director]</p> <p>Mr. Naomitsu Nishihata possesses experience of developing technologies and new businesses in the advanced materials category. As Managing Director of PGA Business, he had promoted the PGA business and as General Manager of New Business Division, he had managed and promoted the development of new business. Furthermore, he demonstrated strong leadership as Managing Director of Research &amp; Development Division and of Manufacturing &amp; Technology Division. He strived to revive Kureha's technology-driven focus by clarifying the roles and functions of R&amp;D, production and technology, and developing organization structure of R&amp;D and certain projects in alignment with theme progress. These efforts were part of the priority measures outlined in the mid- to long-term management plan, "Toward Creating a New Future". Based on these achievements, he can be expected to adequately fulfill the roles and duties of determining important management matters and supervising the business execution of the Group, and the Company continues to select him as a candidate for Director.</p>

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions
1.		There are no special interest relationships between the candidate and the Company.
2.		<p>[Directors and officers liability insurance]</p> <p>The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.</p>



No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	
4	 <p><b>Osamu Iida</b> (May 20, 1957)</p> <p>Male</p> <p>Reappointment</p> <p>Candidate for Outside Director</p> <p>Candidate for Independent Director</p>	April 1980	Joined Mitsubishi Metals Corporation (current Mitsubishi Materials Corporation)
		January 2004	General Manager of Metallurgy Division, Mitsubishi Materials Corporation
		July 2010	General Manager of Naoshima Smelter & Refinery, Mitsubishi Materials Corporation
		July 2011	Executive Officer, Vice President of Metals Company; General Manager of Metallurgy Division, Mitsubishi Materials Corporation
		April 2013	Managing Director, President of Metals Company, Mitsubishi Materials Corporation
		June 2013	Member of the Board; Managing Director, President of Metals Company, Mitsubishi Materials Corporation
		April 2016	Representative Director and Executive Vice President, Mitsubishi Materials Corporation
		April 2017	Representative Director and Executive Vice President, CTO, Mitsubishi Materials Corporation
		April 2019	Representative Executive Officer and Executive Vice President, CTO, Mitsubishi Materials Corporation
		April 2020	Senior Executive Councillor, Mitsubishi Materials Corporation
		April 2021	Senior Executive Councillor (adjunct), Mitsubishi Materials Corporation
			Outside Auditor of M&A DX Corporation
		July 2021	Outside Director, IA Partners Inc. (current position)
		March 2022	Resigned from Mitsubishi Materials Corporation
		June 2022	Outside Director, the Company (current position)
		March 2025	Resigned from Outside Auditor of M&A DX Corporation
4	Number of shares of the Company held 0 shares	[Significant concurrent positions] Mr. Osamu Iida currently serves as Outside Director of IA Partners Inc. There are no significant transactions between the company and Kureha or Kureha Group companies.	
	Attendance at Board of Directors meetings 13/13 (100%)	[Reasons for selection as a candidate for Outside Director and the summary of expected roles] Mr. Osamu Iida possesses advanced views and a wealth of experience in corporate management due to his history of responsibility in international business, production divisions and research divisions at a manufacturing company. He has provided supervision and advice of the management of the Company, and has met his role to supervise business execution, etc., by actively commenting in the Board of Directors of the Company from an independent and fair standpoint. As the Company expects that he will continue to fulfill roles and duties such as providing supervision and advice of the overall management of the Company, especially regarding manufacturing technology and research and development, supervising conflicts of interest and reflecting the opinions of stakeholders to the Board of Directors, and consequently corporate governance will be strengthened, the Company continues to select him as a candidate for Outside Director. In addition, in case that his election is approved, he will continue to have a role in decisions on matters related to the appointment of directors of the Company, candidates for successors to the President and Chief Executive Officer and plans for training of the candidates, and remuneration for directors and vice presidents, from an objective perspective as a member of the non-mandatory Nomination Advisory Committee and Remuneration Advisory Committee.	
	Number of years in office: 3 years (as of the conclusion of this General Meeting)	[Views regarding independence] Mr. Osamu Iida executed business at Mitsubishi Metal Corporation (currently Mitsubishi Materials Corporation) from April 1980 to March 2022. There are transactions such as product purchases and product sales between Mitsubishi Materials Corporation and the Company and Group companies. However, the amount the Company and Group companies purchased, etc. from Mitsubishi Materials Corporation was less than 1% of consolidated net sales of the company in each year during the past 3 fiscal years. And the annual sales from the Company and Group companies to Mitsubishi Materials Corporation are less than 1% of consolidated revenue of the Company.	

		<p>In addition to meeting the conditions for Independent Directors as stipulated by the Tokyo Stock Exchange, Mr. Osamu Iida meets the “Standards for Determining Independence of Outside Executives” defined by the Company. The Company has judged that there will be no conflicts of interest between him and general shareholders, and the Company has submitted him as an Independent Director to the Tokyo Stock Exchange as defined by said Exchange. Furthermore, the “Standards for Determining Independence of Outside Executives,” are shown on page 18.</p>
1.	There are no special interest relationships between the candidate and the Company.	
2.	<p>[About liability limitation agreements]</p> <p>The Company has concluded a liability limitation agreement with Mr. Osamu Iida to limit his liability to the limit stipulated by laws and regulations. In the case that the election of Mr. Osamu Iida is approved, the Company plans to continue the agreement with him.</p>	
3.	<p>[Directors and officers liability insurance]</p> <p>The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.</p>	
4.	<p>In January 2025, when Mr. Osamu Iida was serving as Outside Auditor of M&amp;A DX Corporation., the company had its registration under the M&amp;A Support Organization Registration System revoked for eight months by the Small and Medium Enterprise Agency for having provided M&amp;A intermediary services to an inappropriate business operator. Although Mr. Iida was unaware of the occurrence of the fact until it became evident, he had always given suggestions, when necessary, about the importance of compliance with laws and regulations and its thorough implementation. Following the discovery of the fact, he conducted an investigation into the factual background, identified the causes, and made recommendations to prevent recurrence.</p>	

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions
5	 <p><b>Yumiko Okafuji</b> (December 10, 1964)</p> <p>Female</p> <p>Reappointment</p> <p>Candidate for Outside Director</p> <p>Candidate for Independent Director</p> <p>Number of shares of the Company held 0 shares</p> <p>Attendance at Board of Directors meetings 13/13 (100%)</p> <p>Number of years in office: 2 years (as of the conclusion of this General Meeting)</p>	<p>April 1988      Joined Hitachi Chemical Co., Ltd. (currently Resonac Corporation)</p> <p>April 2013      Director &amp; Officer (Treasurer) of Hitachi Powdered Metals (USA), Inc. (currently Resonac Powdered Metals America, Inc.)</p> <p>October 2016    Joined Calbee, Inc.; Manager of IR Division, Corporate Planning and IR Departments</p> <p>April 2019      Executive Officer; General Manager of IR Department; Manager of ESG Promotion Office, Calbee, Inc.</p> <p>April 2021      Executive Officer; General Manager of Procurement Division; Manager of Sustainability Promotion Office, Calbee, Inc.</p> <p>April 2022      Assistant to Strategic Risk Management Department, Calbee, Inc.</p> <p>June 2022      Audit &amp; Supervisory Board Member of Calbee, Inc. (current position)</p> <p>June 2023      Outside Director, the Company (current position)</p>
		<p>[Significant concurrent positions]</p> <p>Ms. Yumiko Okafuji currently serves as Full-time Audit &amp; Supervisory Board Member of Calbee, Inc. There are no significant transactions between the company and Kureha or Kureha Group companies.</p> <p>[Reasons for selection as a candidate for Outside Director and the summary of expected roles]</p> <p>Ms. Yumiko Okafuji possesses expert knowledge about finance, accounting, and IR of overseas enterprises in the United States and elsewhere. She also has advanced views and a wealth of experience gained through engaging in sustainability strategy planning. She has provided supervision and advice of the management of the Company, and has met her role to supervise business execution, etc., by actively commenting in the Board of Directors of the Company from an independent and fair standpoint. As the Company expects that she will continue to fulfill roles and duties by applying her views and experience, such as (i) providing advice of the overall management of the Company, especially regarding global corporate management and the promotion of sustainability management with commitment toward realizing a sustainable society and environment, (ii) supervising its business execution, (iii) supervising conflicts of interest, and (iv) reflecting the opinions of stakeholders to the Board of Directors, and consequently corporate governance will be strengthened, the Company continues to select her as a candidate for Outside Director. In addition, in case that her election is approved, she will continue to have a role in decisions on matters related to the appointment of directors of the Company, candidates for successors to the President and Chief Executive Officer and plans for training of the candidates, and remuneration for directors and vice presidents, from an objective perspective as a member of the non-mandatory Nomination Advisory Committee and Remuneration Advisory Committee.</p> <p>[Views regarding independence]</p> <p>Ms. Yumiko Okafuji executed business at Hitachi Chemical Co., Ltd. (currently Resonac Corporation) from April 1988 to September 2016. There are transactions such as product purchases and product sales between Resonac Corporation and the Company and Group companies. However, the amount the Company and Group companies purchased, etc. from Resonac Corporation was less than 1% of consolidated net sales of the company in each year during the past 3 fiscal years. And the annual sales from the Company and Group companies to Resonac Corporation are less than 1% of consolidated revenue of the Company.</p> <p>In addition to meeting the conditions for Independent Directors as stipulated by the Tokyo Stock Exchange, Ms. Yumiko Okafuji meets the “Standards for Determining Independence of Outside Executives” defined by the Company. The Company has judged that there will be no conflicts of interest between her and general shareholders, and the Company has submitted her as an Independent Director to the Tokyo Stock Exchange as defined by said Exchange. Furthermore, the “Standards for Determining Independence of Outside Executives,” are shown on page 18.</p>
		1. There are no special interest relationships between the candidate and the Company.
		2. [About liability limitation agreements] The Company has concluded a liability limitation agreement with Ms. Yumiko Okafuji to limit her liability to the limit stipulated by laws and regulations. In the case that the election of Ms. Yumiko Okafuji is approved, the Company plans to continue the agreement with her.
		3. [Directors and officers liability insurance] The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of

their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions
6	 <p><b>Keiji Nishio</b> (February 19, 1959)</p> <p>Male</p> <p>New appointment</p> <p>Candidate for Outside Director</p> <p>Candidate for Independent Director</p> <p>Number of shares of the Company held 0 shares</p>	<p>April 1981      Joined Snow Brand Milk Products Co., Ltd. (currently Megmilk Snow Brand Co., Ltd.)</p> <p>April 2002      Division General Manager of Dairy Products Dept., Snow Brand Milk Products Co., Ltd.</p> <p>October 2002    Division Director of Dairy Products Dept., Snow Brand Milk Products Co., Ltd.</p> <p>June 2003      Executive Officer of Dairy Products Dept., Snow Brand Milk Products Co., Ltd.</p> <p>January 2004    Executive Officer of Cheese Dept., Vice Division Director, Snow Brand Milk Products Co., Ltd.</p> <p>June 2004      Managing Executive Officer, Head of Kanto Sales Dept., Snow Brand Milk Products Co., Ltd.</p> <p>June 2009      Managing Executive Officer, Head of Kanto Sales Dept., Head of Major Retail Chain Sales Dept., Snow Brand Milk Products Co., Ltd.</p> <p>October 2009    Director Executive Officer, Head of Kanto Sales Dept., Head of Major Retail Chain Sales Dept., Snow Brand Milk Products Co., Ltd.</p> <p>April 2011      Managing Executive Officer, Executive Business Manager, Megmilk Snow Brand Co., Ltd.</p> <p>June 2013      Director Executive Officer, Megmilk Snow Brand Co., Ltd.</p> <p>March 2014     Director Executive Officer, Head of Beverages and Desserts Dept., Megmilk Snow Brand Co., Ltd.</p> <p>April 2015      Representative Director and President, Megmilk Snow Brand Co., Ltd.</p> <p>April 2022      Director and Counselor, Megmilk Snow Brand Co., Ltd.</p> <p>June 2022      Counselor, Megmilk Snow Brand Co., Ltd.</p> <p>May 2023      Appointed as an Outside Director Audit and Supervisory Committee Member of YASKAWA Electric Corporation (current position)</p> <p>June 2023      Resigned Megmilk Snow Brand Co., Ltd.</p> <p>[Significant concurrent positions] Mr. Keiji Nishio currently serves as an Outside Director Audit and Supervisory Committee Member of YASKAWA Electric Corporation. There are no significant transactions between the company and Kureha or Kureha Group companies.</p> <p>[Reasons for selection as a candidate for Outside Director and the summary of expected roles] Mr. Keiji Nishio possesses advanced views and a wealth of experience as a management that has been cultivated in the management of a manufacturing company. As the Company expects that, by applying his insight and experience, he will fulfill roles and duties such as providing supervision and advice of the overall management of the Company, especially regarding the corporate planning division and sales &amp; marketing division, supervising conflicts of interest and reflecting the opinions of stakeholders to the Board of Directors, and consequently corporate governance will be strengthened, the Company has selected him as a candidate for Outside Director. In addition, in case that his election is approved, he will have a role in decisions on matters related to the appointment of directors of the Company, candidates for successors to the President and Chief Executive Officer and plans for training of the candidates, and remuneration for directors and vice presidents, from an objective perspective as a member of the non-mandatory Nomination Advisory Committee and Remuneration Advisory Committee.</p> <p>[Views regarding independence] In addition to meeting the conditions for Independent Directors as stipulated by the Tokyo Stock Exchange, Mr. Keiji Nishio meets the “Standards for Determining Independence of Outside Executives” defined by the Company. The Company has judged that there will be no conflicts of interest between him and general shareholders, and the Company will submit him as an Independent Director to the Tokyo Stock Exchange as defined by said Exchange. Furthermore, the “Standards for Determining Independence of Outside Executives,” are shown on page 18.</p>
	<p>1. There are no special interest relationships between the candidate and the Company.</p> <p>2. [About liability limitation agreements]</p>	

In the case that the election of Mr. Keiji Nishio is approved, the Company plans to conclude a liability limitation agreement with Mr. Keiji Nishio to limit his liability to the limit stipulated by laws and regulations.

3. [Directors and officers liability insurance]

The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.

**Proposal 2:** Election of one (1) Audit & Supervisory Board Member

Audit & Supervisory Board Member Mr. Katsuo Okuno will resign at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, we propose the new election of one (1) Audit & Supervisory Board Member. The Audit & Supervisory Board has previously given its consent to this proposal.

The candidate is as follows:

Name (Date of birth)	Past experience, positions, and significant concurrent positions
	<p>October 2001      Joined Asahi Law Offices (currently Nishimura &amp; Asahi)</p> <p>September 2006      Joined Pillsbury Winthrop Shaw Pittman LLP, New York Office</p> <p>December 2006      Resigned from Asahi Law Offices (currently Nishimura &amp; Asahi)</p> <p>January 2007      Joined TMI Associates</p> <p>July 2007      Resigned from Pillsbury Winthrop Shaw Pittman LLP, New York Office</p> <p>October 2010      Resigned from TMI Associates</p> <p>November 2010      Joined Atsumi &amp; Sakai</p> <p>December 2020      Resigned from Atsumi &amp; Sakai</p> <p>January 2021      Partner, City-Yuwa Partners (current position)</p>
<p><b>Reiko Yoshida</b> (October 28, 1974)</p>	<p>[Significant concurrent positions] Ms. Reiko Yoshida currently serves as Partner of City-Yuwa Partners. There are no significant transactions between said office and the Company or Group companies.</p>
<p>Female</p>	<p>[Reason for selection as a candidate for Outside Audit &amp; Supervisory Board Member] As the Company expected that Ms. Reiko Yoshida would fulfill her roles and duties as Audit &amp; Supervisory Board Member by applying her wealth of experience and expert knowledge that had been cultivated as a lawyer, she was selected as a Substitute Outside Audit &amp; Supervisory Board Member in June 2024. The Company has selected her as a candidate for Audit &amp; Supervisory Board Member, proposing that she assume the position as the member instead of being as a substitute. Although Ms. Reiko Yoshida has not been involved in corporate management in the past, based on the above reasons, the Company has judged that she can appropriately execute the duties of Outside Audit &amp; Supervisory Board Member.</p>
<p>New appointment</p>	<p>[Views regarding independence] Ms. Reiko Yoshida served at Asahi Law Offices (currently Nishimura &amp; Asahi) from October 2001 through December 2006. There are business transactions between Asahi Law Offices (currently Nishimura &amp; Asahi) and the Company or Group companies. However, the amount paid to said office by the Company and Group companies was less than 1% of total fees and other revenue of said office in each year during the past 3 fiscal years. Ms. Reiko Yoshida served at TMI Associates from January 2007 through August 2010. There are business transactions between TMI Associates and the Company or Group companies. However, the amount paid to said office by the Company and Group companies was less than 1% of total fees and other revenue of said office in each year during the past 3 fiscal years. Ms. Reiko Yoshida has served at City-Yuwa Partners since January 2021. There are business transactions between said office and the Company or Group companies. However, the amount paid to said office by the Company and Group companies was tens of thousands of yen in each year during the past 3 fiscal years.</p>
<p>Candidate for Outside Audit &amp; Supervisory Board Member</p>	<p>In addition to meeting the conditions for Independent Auditors as stipulated by the Tokyo Stock Exchange, Ms. Reiko Yoshida meets the “Standards for Determining Independence of Outside Executives” defined by the Company. The Company has judged that there will be no conflicts of interest between her and general shareholders, and the Company will submit her as an Independent Auditor to the Tokyo Stock Exchange as defined by said Exchange. Furthermore, the “Standards for Determining Independence of Outside Executives,” are shown on page 18.</p>
<p>Candidate for Independent Auditor</p>	
<p>Number of shares of the Company held 0 shares</p>	

1. There are no special interest relationships between the candidate and the Company.
2. [About liability limitation agreements]  
In the case that the election of Ms. Reiko Yoshida is approved, the Company plans to conclude a liability limitation agreement with Ms. Reiko Yoshida to limit her liability to the limit stipulated by laws and regulations.
3. [Directors and officers liability insurance]  
The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. The candidate is covered by said policy. The Company plans to renew to said policy at next update.



(Reference)

Key expertise and experience of candidates for Director and Audit & Supervisory Board

Members (including current Audit & Supervisory Board Member) (skills matrix)

	Name	Gender	Corporate Management & Strategic Planning	Manufacturing	Research & Development	Marketing & Business Strategy Planning	Financial, Accounting	International, Global Business Management	Legal, Governance, Compliance, Risk Management	ESG, Sustainability	Personnel Strategy & Human Resources Management
Directors	Yutaka Kobayashi	Male	○			○		○	○		○
	Katsuhiro Natake	Male	○			○	○	○			
	Naomitsu Nishihata	Male	○	○	○	○		○	○		
	Osamu Iida	Male	○	○	○	○		○	○	○	
	Yumiko Okafuji	Female					○	○	○	○	
	Keiji Nishio	Male	○			○		○	○	○	
Audit & Supervisory Board Members	Michihiko Hayashi	Male	○			○			○		○
	Tsukasa Sakane	Male	○				○	○	○		
	Reiko Yoshida	Female						○	○	○	

Areas (expertise and experience) of the above skills matrix and reasons for selecting them

Areas of expertise and experience	Reasons for selection
Corporate Management & Strategic Planning	Expertise and experience in this area are required for making important management decisions and supervising the management team (executive officers).
Manufacturing	Expertise and experience in this area are required for building high-efficient, high-yield, productive, eco-friendly, and low-cost production capacity based on the business strategy.
Research & Development	Expertise and experience in this area are required for improving our R&D capabilities to produce proprietary and differentiated products and technologies.
Marketing & Business Strategy Planning	Broad perspective, market insight, and extensive business experience are required for scaling up our business and improving our profitability.
Legal, Governance, Compliance, Risk Management	Expertise and experience in these areas are required for managing business with a focus on careful selection of investments and capital efficiency and enhancing our corporate value with a good balance between investment for growth and shareholder returns.
International, Global Business Management	Expertise and experience in this area are required for making management decisions in consideration of the international market, customer trends, and country risk which includes geopolitical risk.
Legal, Governance, Compliance, Risk Management	Expertise and experience in these areas are required for enhancing the effectiveness of supervision of the management team (executive officers), which is the foundation for realizing sustained corporate value growth.
ESG, Sustainability	Expertise and experience in these areas are required for promoting ESG and sustainability initiatives that support our corporate sustainability.
Personnel Strategy & Human Resources Management	Expertise and experience in these areas are required for managing human resources in a way that places the right persons in the right jobs, with the aim of maximizing their individual performance and job satisfaction.

(Reference)

Standards for Determining Independence of Outside Executives

In the case that none of the following items apply to Outside Directors or Outside Corporate Auditors of the Company, the Company will judge the party to possess independence.

1. The party is a business executor (\*1) of the Company or a Group company (hereinafter the “Group”).
2. The party holds the Group as a major transaction partner (\*2) or a business executor thereof, or is a major transaction partner of the Group or a business executor thereof.
3. The party is a major lender (\*3) of the Group or a business executor thereof.
4. The party is a major shareholder (\*4) of the Company or a business executor thereof.
5. The party is a consultant, accounting specialist, or legal specialist that receives a significant amount of cash or other property (\*5) other than executive remuneration from the Group (if the party that receives said property is an organization such as a corporation or cooperative, a party associated with said organization).
6. The party that satisfied 1 above within the past ten years.
7. The party that satisfied any of 2 to 5 above within the past three years.
8. The party is a relative (\*6) of a person who satisfies any of 1 to 7 above.
9. Aside from the items above, reasons exist for conflicts of interest to arise between the party and the Group.

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- (\*1) “Business executors” are persons and employees that are Executive Directors, Executives, Executive Officers, Managers, or employees in equivalent positions.
- (\*2) “Major transaction partners” are those to which the Group comprises greater than 2% of net sales of the counterparty, or from which the Company receives greater than 2% of consolidated net sales of the Company within the past three fiscal years.
- (\*3) “Major lenders” are lenders to which the consolidated borrowings comprise greater than 2% of consolidated total assets.
- (\*4) “Major shareholders” are shareholders that hold 10% or more of total voting rights either directly or indirectly.
- (\*5) “Significant amount of cash or other property” is over 10 million yen in total amount in one fiscal year (if referring to an organization, over 2% of consolidated net sales).
- (\*6) “Relatives” are spouses or relatives within the second degree.

**Proposal 3:** Election of one (1) Substitute Audit & Supervisory Board Member

In preparation for the event where the number of Audit & Supervisory Board Members falls below the number stipulated by laws and regulations, the Company proposes the election of one (1) Substitute Audit & Supervisory Board Member. The Audit & Supervisory Board has previously given its consent to this proposal.

The candidate is as follows:

Name (Date of birth)	Past experience, positions, and significant concurrent positions
 <p><b>Yoshifumi Akazawa</b> (March 13, 1968)</p> <p>Male</p> <p>Candidate for Outside Audit &amp; Supervisory Board Member</p> <p>Candidate for Independent Auditor</p> <p>Number of shares of the Company held 0 shares</p>	<p>April 1994      Joined TMI Associates</p> <p>February 1998      TMI Associates Shanghai Office Representative</p> <p>December 1999      Resigned from TMI Associates</p> <p>January 2000      Joined Itoga Law Office</p> <p>June 2002      Itoga Law Office Beijing Office Chief Representative</p> <p>December 2004      Resigned from Itoga Law Office</p> <p>January 2005      Joined Tsuyuki Law Office (currently Tsuyuki &amp; Akazawa Law Office)</p> <p>January 2006      Tsuyuki Law Office (currently Tsuyuki &amp; Akazawa Law Office) Partners (current position)</p> <p>June 2013      Outside Auditor of NAGOYA ELECTRIC WORKS CO., LTD.</p> <p>June 2015      Resigned from Outside Auditor of NAGOYA ELECTRIC WORKS CO., LTD.</p> <p>June 2015      Outside Director of NAGOYA ELECTRIC WORKS CO., LTD.</p> <p>August 2019      Outside Director of UNION SEIMITSU Co., Ltd.</p> <p>June 2023      Resigned from NAGOYA ELECTRIC WORKS CO., LTD.</p> <p>June 2023      Outside Auditor of FUKOKU Co., Ltd. (current position)</p> <p>August 2023      Resigned from UNION SEIMITSU Co., Ltd.</p> <p>[Significant concurrent positions] Mr. Yoshifumi Akazawa currently serves as Partner of Tsuyuki &amp; Akazawa Law Office and an Outside Auditor of FUKOKU Co., Ltd. There are no significant transactions between said office or company and the Company or Group companies.</p> <p>[Reason for selection as a candidate for Outside Audit &amp; Supervisory Board Member] As the Company expects that Mr. Yoshifumi Akazawa will fulfill his roles and duties as Audit &amp; Supervisory Board Member by applying his wealth of experience and expert knowledge that have been cultivated as a lawyer, the Company has selected him as a candidate for Substitute Outside Audit &amp; Supervisory Board Member. Although Mr. Yoshifumi Akazawa has not been involved in corporate management of any company in a capacity other than serving as an outside director or outside auditor in the past, based on the above reasons, the Company has judged that he can appropriately execute the duties of Outside Audit &amp; Supervisory Board Member.</p> <p>[Views regarding independence] Mr. Yoshifumi Akazawa served at TMI Associates from April 1994 through December 1999. There are business transactions between TMI Associates and the Company or Group companies. However, the amount paid to said office by the Company and Group companies was less than 1% of total fees and other revenue of said office in each year during the past 3 fiscal years.</p> <p>In addition to meeting the conditions for Independent Auditors as stipulated by the Tokyo Stock Exchange, Mr. Yoshifumi Akazawa meets the “Standards for Determining Independence of Outside Executives” defined by the Company. The Company has judged that there will be no conflicts of interest between him and general shareholders, and the Company will submit him as an Independent Auditor to the Tokyo Stock Exchange as defined by said Exchange in the case that he assumes the office of Audit &amp; Supervisory Board Member. Furthermore, the “Standards for Determining Independence of Outside Executives,” are shown on page 18.</p>

1. There are no special interest relationships between the candidate and the Company.
2. [About liability limitation agreements]  
In the case that Mr. Yoshifumi Akazawa assumes the office of Audit & Supervisory Board Member, the Company plans to conclude a liability limitation agreement with him to limit his liability to the limit stipulated by laws and regulations.
3. [Directors and officers liability insurance]  
The Company has taken out a directors and officers liability insurance policy with an insurance company, thereby, said policy covers damages that may arise as a result of the insured officers, etc. having liability for the execution of their duties or becoming subject to claims regarding pursuit of said liability. If Mr. Yoshifumi Akazawa will be appointed as an Audit & Supervisory Board Member, he will be covered by said policy.