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(Securities Code No.: 4183)

June 2, 2020

Mitsui Chemicals, Inc.
5-2, Higashi-Shimbashi 1-chome,
Minato-ku, Tokyo, Japan
Hashimoto Osamu, President & CEO

CONVOCAION NOTICE FOR
THE 23rd ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Notice is hereby given that the 23rd Ordinary General Meeting of Shareholders of Mitsui Chemicals, Inc. (the “Company”) will be held as detailed below; we request your attention in reviewing this Convocation Notice.

Date and Time: Wednesday, June 24, 2020 at 10:00 a.m. (Reception desk opens at 9:00 a.m.)
Place: Nihonbashi Mitsui Hall, 4th floor of Coredo Muromachi 1,
2-1, Nihonbashi-Muromachi 2-chome, Chuo-ku, Tokyo, Japan

Agenda

- A. Reports**
1. Business report, consolidated financial statements and the results of auditing consolidated financial statements by accounting auditors and Board of Corporate Auditors for the 23rd fiscal year (April 1, 2019 to March 31, 2020)
 2. Non-consolidated financial statements for the 23rd fiscal year (April 1, 2019 to March 31, 2020)

B. Proposals

- No. 1:** Appropriation of surplus
No. 2: Election of eight (8) Directors
No. 3: Election of one (1) Corporate Auditor

* You may exercise your voting rights in writing (by mail) or electronically (via the Internet, etc.). We kindly ask you to exercise your voting rights as indicated by the information provided concerning exercise of voting rights on the following page, after reviewing this Convocation Notice.

* Any revisions made to the reference materials; business report, non-consolidated financial statements and consolidated financial statements will be posted on the Company’s website (<https://jp.mitsuicheicals.com/jp/index.htm>).

Exercise of voting rights

Exercise of voting rights in writing (by mail)

Indicate your approval or disapproval for each of the proposals on the enclosed Voting Rights Exercise Form and send the completed form to the Company.

Votes to be received by: **5:40 p.m.** on Tuesday, **June 23, 2020**.

Exercise of voting rights via the Internet, etc.

Access the website designated by the Company for exercising voting rights (<https://www.web54.net>), and indicate your approval or disapproval for each of the proposals.

In exercising voting rights via the Internet, enter the voting right exercise code and the password shown on the Voting Rights Exercise Form, and follow the instructions on the display.

Votes to be transmitted by: **5:40 p.m.** on Tuesday, **June 23, 2020**.

Please use the contact number below if you have any difficulties when voting by the Internet using a personal computer or smartphone.

Dedicated line for Transfer Agent Web Support, Sumitomo Mitsui Trust Bank, Limited:

Tel: 0120-652-031 (Toll free, within Japan only)

(9:00 a.m. to 9:00 p.m. Japan time)

Institutional investors may use the electronic voting rights exercise platform operated by Investor Communications Japan Inc.

* When voting rights are exercised in duplicate, both in writing and via the Internet, the vote that is received last shall be deemed effective. However, if votes arrive on the same day, the vote cast via the Internet, etc. shall be deemed effective.

When voting rights are exercised via the Internet, etc. more than once, the last vote shall be deemed effective.

REFERENCE MATERIALS

Proposals and Reference Matters

No. 1: Appropriation of surplus

We propose the following appropriation of surplus:

Year-end dividends

The Company gives top priority to the issue of increasing corporate value through business growth and expansion and regards the return of profits to shareholders as a key management issue.

In appropriating profits, we give consideration to all aspects including returns on shareholder investment and the securing of internal reserves for our future growth and expansion.

With regard to shareholder returns, the Company targets a total return ratio, which is the ratio of combined dividends and share buybacks to profit attributable to owners of parent, of at least 30%. Aiming to improve earnings, we allot internal reserves for not only loans and investments to further accelerate the growth and expansion of our businesses and more quickly realize the business portfolios that we should pursue but also research and development to create new innovative technologies.

After giving comprehensive consideration to various matters including performance results for the fiscal year under review and the outlook for the future business environment, the Company proposes that the year-end dividend be as follows.

(1) Type of dividend property

Cash

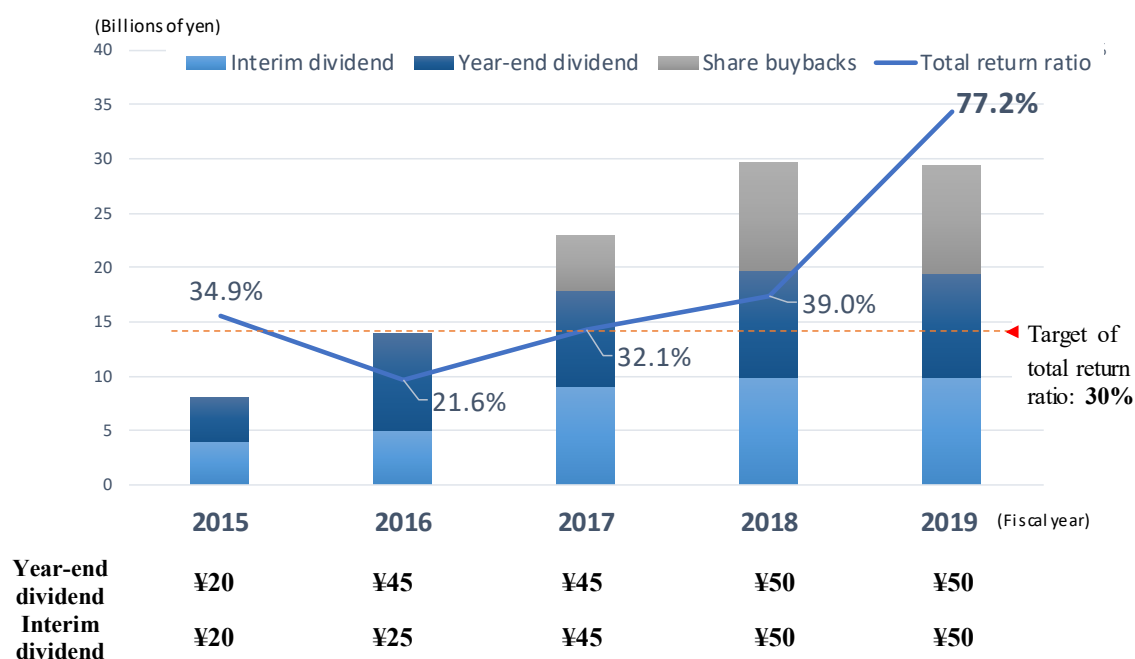
(2) Allocation of dividend property and total amount thereof

We propose a year-end dividend of ¥50 per share. The total amount of dividends will be ¥9,551,147,600.

(3) Effective date of dividends from surplus

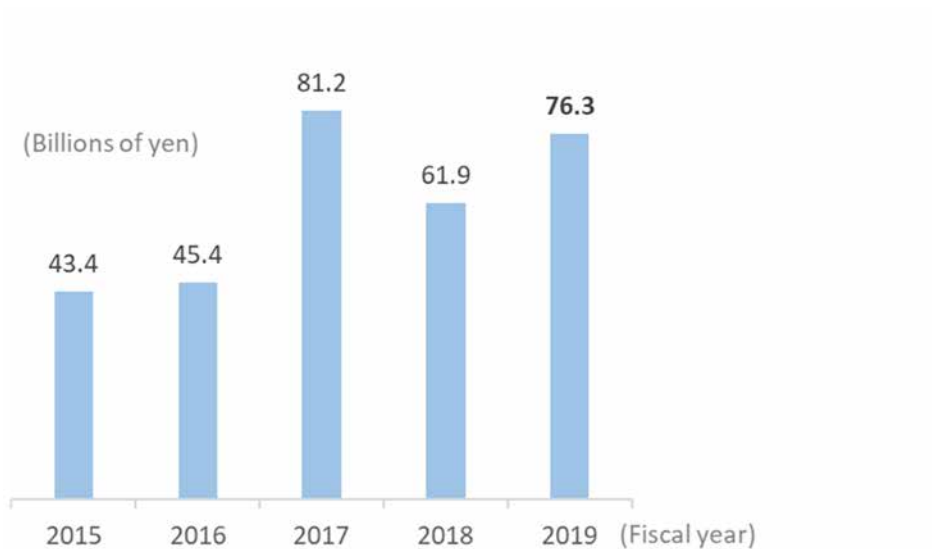
June 25, 2020

<Reference: Transition in total return ratio>

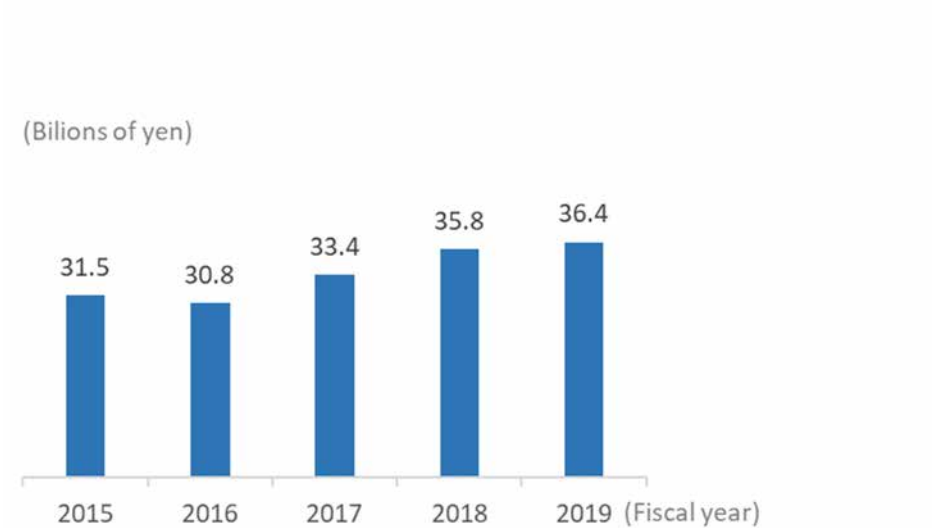


Total return ratio: (Total shareholder dividends + Total share buybacks) / Profit attributable to owners of parent

<Reference: Transition in capital investment>



<Reference: Transition in Research and development (R&D) expenses>



No. 2: Election of eight (8) Directors

As the terms of office of all eight (8) Directors will expire at the close of this Ordinary General Meeting of Shareholders, we propose the election of eight (8) Directors. To enhance corporate governance and increase the transparency of management, three (3) of the eight (8) are candidates for Outside Directors. Director candidates are as follows.

6 males (75%) 2 females (25%)

Candidate Number	Name		Current Positions and Areas of Responsibility at the Company	Term of Office	Board of Directors Meeting Attendance
1	Tannowa Tsutomu	Reelection	Representative Director, Member of the Board, Chairman	8 years	12/12
2	Hashimoto Osamu	Reelection	Representative Director, Member of the Board, President & CEO Supervision of General Business Execution (CEO)	2 years	12/12
3	Matsuo Hideki	Reelection	Representative Director, Member of the Board, Executive Vice President Assistant to the President (CTO) Supervising R&D Center In charge of RC & Quality Assurance Div., Production & Technology Center, Fabricated Products Business Coordination Div., Intellectual Property Div., New Business Incubation Center, and Responsible Care Committee	4 years	12/12
4	Shimogori Takayoshi	Reelection	Member of the Board, Senior Managing Executive Officer Business Sector President, Food & Packaging Business Sector Supervising Health Care Business Sector, New Health Care Business Development Div., and H-Project Div.	3 years	12/12
5	Nakajima Hajime	New	Managing Executive Officer CFO In charge of Finance & Accounting Div.	–	–
6	Kuroda Yukiko	Reelection Outside Independent	Member of the Board	5 years	12/12
7	Bada Hajime	Reelection Outside Independent	Member of the Board	4 years	11/12
8	Yoshimaru Yukiko	Reelection Outside Independent	Member of the Board	1 year	10/10

Reelection: Relected candidate for Member of the Board

New: New candidate for Member of the Board

Outside: Candidate for Outside Director

Independent: Candidate for Independent Officer as stipulated by the stock exchange

Notes: 1. There are no conflicts of interests between the Company and the above candidates for Directors.

2. The Company has concluded a liability limitation contract with Kuroda Yukiko, Bada Hajime and Yoshimaru Yukiko in accordance with Article 427, Paragraph 1 of the Companies Act to limit the liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. Under this contract, the maximum liability for damages shall be the amount provided by laws and regulations. If Kuroda Yukiko, Bada Hajime and Yoshimaru Yukiko are reelected as Outside Directors, the Company will continue the said contract with them.

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned
1	Tannowa Tutomu (68 years old) Date of Birth: Oct. 26, 1951 Term of Office: 8 years Board of Directors Meeting Attendance: 12/12 (100%) <Reelection>	Apr. 1976 Joined Mitsui Toatsu Chemicals, Inc.	52,694
		Apr. 2007 Executive Officer of the Company	
		Apr. 2010 Managing Executive Officer of the Company	
		Jun. 2012 Member of the Board, Managing Executive Officer of the Company	
		Apr. 2013 Member of the Board, Senior Managing Executive Officer of the Company	
		Apr. 2014 Representative Director, Member of the Board, President & CEO of the Company	
		Apr. 2020 Representative Director, Member of the Board, Chairman of the Company (to present)	
		Positions and areas of responsibility at the Company	
		Representative Director, Member of the Board, Chairman	
		Reasons for nomination	
		Tannowa Tutomu is substantially well-versed regarding affairs of the Company, on the basis of his wide experience with respect to personnel, business centered around basic chemicals, factories and so on. Moreover, serving as the President of the Company since 2014, he has played a firm leadership role in moving the Company forward, and has accordingly achieved success in spearheading initiatives geared to turning around the Company's business performance. We deem him capable of making further contributions that increase the Company's corporate value through continued instructions and supervision based on his experience so far, and accordingly believe that he is the right person for the post of Director.	

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned	
2	Hashimoto Osamu (56 years old)	Apr. 1987	Joined the Company	11,792
		Apr. 2015	Executive Officer of the Company	
		Apr. 2017	Managing Executive Officer of the Company	
		Jun. 2018	Member of the Board, Managing Executive Officer of the Company	
		Apr. 2019	Member of the Board, Senior Managing Executive Officer of the Company	
		Apr. 2020	Representative Director, Member of the Board, President & CEO of the Company (to present)	
		Positions and areas of responsibility at the Company		
	Date of Birth: Oct. 19, 1963	Representative Director, Member of the Board, President & CEO		
	Term of Office: 2 years	Supervision of General Business Execution (CEO)		
	Board of Directors Meeting Attendance: 12/12 (100%)	Reasons for nomination		
	<Reelection>	Hashimoto Osamu is substantially well-versed regarding affairs of the Company, on the basis of his wide experience with respect to personnel, business and business plans centered around health care and so on. Additionally, he has experience in operations that overlook the Company's corporate management overall as General Manager of Corporate Planning Div. Moreover, in recent years, he has achieved success by playing an important role to realize long-term management plans with an eye to fiscal 2025 as Business Sector President of Health Care Business Sector. We deem him capable of making further contributions that increase the Company's corporate value, and accordingly believe that he is the right person for the post of Director.		

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned	
3	Matsuo Hideki (63 years old)	Apr. 1982	Joined Mitsui Toatsu Chemicals, Inc.	20,500
		Apr. 2013	Executive Officer of the Company	
		Apr. 2014	Managing Executive Officer of the Company	
		Jun. 2016	Member of the Board, Managing Executive Officer of the Company	
		Apr. 2017	Member of the Board, Senior Managing Executive Officer of the Company	
		Apr. 2018	Representative Director, Member of the Board, Senior Managing Executive Officer of the Company	
	Apr. 2020	Representative Director, Member of the Board, Executive Vice President of the Company (to present)		
	Date of Birth: Jun. 27, 1956	Positions and areas of responsibility at the Company		
	Term of Office: 4 years	Representative Director, Member of the Board, Executive Vice President Assistant to the President (CTO) Supervising R&D Center In charge of RC & Quality Assurance Div., Production & Technology Center, Fabricated Products Business Coordination Div., Intellectual Property Div., New Business Incubation Center, and Responsible Care Committee		
	Board of Directors Meeting Attendance: 12/12 (100%)			
	<Reelection>	Reasons for nomination		
		Matsuo Hideki is well-versed in the Company's operations involving production technology and safety promotion, on the basis of his many years of experience in factories both in Japan and abroad. He is also extensively knowledgeable about global management given his experience serving as the head of an overseas subsidiary. We deem him capable of making further contributions that increase the Company's corporate value, and accordingly believe that he is the right person for the post of Director.		

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned
4	<p>Shimogori Takayoshi (58 years old)</p> <p>Date of Birth: Oct. 1, 1961</p> <p>Term of Office: 3 years</p> <p>Board of Directors Meeting Attendance: 12/12 (100%)</p> <p><Reelection></p>	<p>Apr. 1985 Joined the Company</p> <p>Apr. 2014 Executive Officer of the Company General Manager, Performance Compound Business Div., Functional Polymeric Materials Business Sector</p> <p>Apr. 2015 Executive Officer of the Company Business Sector President, Functional Polymeric Materials Business Sector</p> <p>Apr. 2016 Managing Executive Officer of the Company Business Sector President, Mobility Business Sector</p> <p>Apr. 2017 Managing Executive Officer of the Company Business Sector President, Food & Packaging Business Sector, and Business Sector President, Mobility Business Sector</p> <p>Jun. 2017 Member of the Board, Managing Executive Officer of the Company Business Sector President, Food & Packaging Business Sector, and Business Sector President, Mobility Business Sector</p> <p>Mar. 2018 Director, Chairman of ARRK CORPORATION (to present)</p> <p>Apr. 2018 Member of the Board, Senior Managing Executive Officer of the Company Business Sector President, Food & Packaging Business Sector (to present)</p>	16,958
		Positions and areas of responsibility at the Company	
		<p>Member of the Board, Senior Managing Executive Officer Business Sector President, Food & Packaging Business Sector Supervising Health Care Business Sector, New Health Care Business Development Div., and H-Project Div.</p>	
		Significant Concurrent Positions	
		Director, Chairman of ARRK CORPORATION	
		Reasons for nomination	
		<p>Shimogori Takayoshi is well-versed primarily in the areas of functional polymeric materials and petrochemicals, based on his extensive experience developed over many years. He is also extensively knowledgeable about global management given his experience serving as the deputy head of an overseas subsidiary. We deem him capable of making further contributions that increase the Company's corporate value, and accordingly believe that he is the right person for the post of Director.</p>	

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned
5	Nakajima Hajime (59 years old) Date of Birth: Oct. 10, 1960 <New>	Apr. 1984 Joined Mitsui Toatsu Chemicals, Inc.	5,771
		Apr. 2013 General Manager, Performance Management Div. of the Company	
		Apr. 2015 Senior Director of the Company General Manager, Finance & Accounting Div.	
		Apr. 2017 Executive Officer of the Company General Manager, Finance & Accounting Div.	
		Apr. 2020 Managing Executive Officer of the Company (to present)	
Positions and areas of responsibility at the Company	Managing Executive Officer CFO In charge of Finance & Accounting Div.		
Reasons for nomination	Having served in accounting roles for many years, Nakajima Hajime is substantially well-versed primarily in the areas of finance and accounting of the Mitsui Chemicals Group. He is also extensively knowledgeable with experiences in business planning. We deem him capable of making contributions that increase the Company's corporate value, and accordingly believe that he is the right person for the post of Director.		

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned
6	Kuroda Yukiko (56 years old) Date of Birth: Sep. 24, 1963 Term of Office: 5 years Board of Directors Meeting Attendance: 12/12 (100%) <Reelection> <Candidate for Outside Director> <Independent Officer>	Apr. 1986 Joined Sony Corporation Jan. 1991 Representative Director of People Focus Consulting Jun. 2010 Outside Audit & Supervisory Board Member of Astellas Pharma Inc. Mar. 2011 Outside Director of CAC Corporation (currently CAC Holdings Corporation) (to present) Apr. 2012 Managing Director and Founder of People Focus Consulting (to present) Jun. 2013 Outside Director of Marubeni Corporation Jun. 2015 Member of the Board of the Company (to present) Jun. 2018 Outside Director of Seven Bank, Ltd. (to present) Jun. 2018 Independent Director of Terumo Corporation (to present)	0
		Positions and areas of responsibility at the Company	
		Member of the Board	
		Significant concurrent positions	
		Managing Director and Founder of People Focus Consulting Outside Director of CAC Holdings Corporation Outside Director of Seven Bank, Ltd. Independent Director of Terumo Corporation	
		Reasons for nomination	
		Kuroda Yukiko has actively provided opinions, primarily from the perspective of stakeholders outside the Company at meetings of the Company's Board of Directors, that are based on her extensive experience as a corporate manager and in-depth knowledge based on experience as a consultant. We expect that she will continue providing useful advice on the Company's corporate management, and accordingly believe that she is the right person for the post of Outside Director.	

- Notes:
1. Kuroda Yukiko concurrently serves as executive director of People Focus Consulting. In fiscal 2018 and 2019, the Company commissioned facilitation training services of People Focus Consulting. However, the Company's payments to People Focus Consulting for the services rendered are deemed insignificant given that the payments amount to less than 1% of People Focus Consulting's net sales for said fiscal years.
 2. Kuroda Yukiko's name on the government family register is Matsumoto Yukiko.

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned	
7	Bada Hajime (71 years old) Date of Birth: Oct. 7, 1948 Term of Office: 4 years Board of Directors Meeting Attendance: 11/12 (92%) <Reelection> <Candidate for Outside Director> <Independent Officer>	Apr. 1973	Joined Kawasaki Steel Corporation (currently JFE Steel Corporation)	2,100
		Jun. 2000	Director of Kawasaki Steel Corporation	
		Apr. 2003	Senior Vice President of JFE Steel Corporation	
		Apr. 2005	Representative Director, President and CEO of JFE Steel Corporation	
		May 2006	Chairman of The Japan Iron and Steel Federation	
		Apr. 2010	Representative Director, President and CEO of JFE Holdings, Inc.	
		Apr. 2015	Director of JFE Holdings, Inc.	
		Jun. 2015	Advisor of JFE Holdings, Inc.	
		Jun. 2016	Member of the Board of the Company (to present)	
		Jun. 2016	Outside Corporate Auditor of ASAGAMI CORPORATION (to present)	
		Jun. 2018	Outside Director of NSK Ltd. (to present)	
Jun. 2019	Honorary Advisor of JFE Holdings, Inc. (to present)			
	Positions and areas of responsibility at the Company			
	Member of the Board			
	Significant concurrent positions			
	Honorary Advisor of JFE Holdings, Inc. Outside Corporate Auditor of ASAGAMI CORPORATION Outside Director of NSK Ltd.			
	Reasons for nomination			
	Bada Hajime, based on his extensive experience as a corporate manager, and in-depth knowledge based on active experience serving as the head of a trade organization, proactively provides comments from a fundamental perspective that overlooks the entire Group to the Company's Board of Directors. We expect that he will continue to provide useful advice to the Company's corporate management, and accordingly believe that he is the right person for the post of Outside Director.			

Candidate Number	Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned
8	Yoshimaru Yukiko (60 years old) Date of Birth: Feb. 1, 1960 Term of Office: 1 year Board of Directors Meeting Attendance: 10/10 (100%) <Reelection> <Candidate for Outside Director> <Independent Officer>	Apr. 1982 Joined Oki Electric Industry Co., Ltd. Apr. 1998 Director of Oki America Inc., and Head of New York Office of Oki Electric Industry Co., Ltd. Oct. 2004 General Manager of Diversity Development Office of NISSAN MOTOR CO., LTD. Apr. 2008 Joined Nifco Inc. Jun. 2011 Executive Officer of Nifco Inc. Apr. 2018 Outside Director of Sekisui House, Ltd. (to present) Jun. 2019 Member of the Board of the Company (to present)	200
		Positions and areas of responsibility at the Company	
		Member of the Board	
		Significant concurrent positions	
		Outside Director of Sekisui House, Ltd.	
		Reasons for nomination	
		Yoshimaru Yukiko, based on her experience as an officer of other companies in areas such as diversity promotion, and in-depth knowledge acquired through her extensive global experience, actively provides opinions from the global perspective at meetings of the Company's Board of Directors. We expect that she will continue providing useful advice on the Company's corporate management, and accordingly believe that she is the right person for the post of Outside Director.	

Note: Yoshimaru Yukiko served as Executive Officer of Nifco Inc. until June 2018. In fiscal 2017, 2018 and 2019, the Company sold our products to Nifco Inc. However, the Company's receipts from Nifco Inc. for such sales are deemed insignificant given that the receipts amount to less than 1% of the Company's net sales for said fiscal years.

No. 3: Election of one (1) Corporate Auditor

As the term of office of Corporate Auditor Ayukawa Akio will expire at the close of this Ordinary General Meeting of Shareholders, we propose the election of one (1) Corporate Auditor. The Corporate Auditor candidate is Kubo Masaharu.

The consent of the Board of Corporate Auditors has been obtained for this proposal.

If this proposal is approved as originally proposed, the Board of Corporate Auditors is scheduled to be comprised of the following persons.

Candidate	Name	Positions at the Company	Term of Office	Board of Directors Meeting Attendance	Board of Corporate Auditors Meeting Attendance
–	Isayama Shigeru	Incumbent Full-time Corporate Auditor	2 years	12/12	17/17
○	Kubo Masaharu	New Full-time Corporate Auditor	–	–	–
–	Shinbo Katsuyoshi	Incumbent Outside Independent Corporate Auditor	3 years	11/12	14/17
–	Tokuda Shozo	Incumbent Outside Independent Corporate Auditor	3 years	12/12	17/17
–	Fujitsuka Mikio	Incumbent Outside Independent Corporate Auditor	1 year	9/10	12/13

Incumbent: Incumbent Corporate Auditor

New: New candidate for Corporate Auditor

Outside: Outside Corporate Auditor

Independent: Independent Officer as stipulated by the stock exchange

- Notes:
1. There are no conflicts of interests between the Company and Kubo Masaharu.
 2. The term of office of Corporate Auditor of the Company is four (4) years, and Shinbo Katsuyoshi, Isayama Shigeru, and Tokuda Shozo and Fujitsuka Mikio were elected (reelected for Tokuda Shozo) as Corporate Auditors and assumed the office at the 20th Ordinary General Meeting of Shareholders held on June 27, 2017, the 21st Ordinary General Meeting of Shareholders held on June 26, 2018 and the 22nd Ordinary General Meeting of Shareholders held on June 25, 2019 respectively.

Name (Date of Birth)	Career Summary	Number of Shares of the Company Owned
Kubo Masaharu (63 years old) Date of Birth: Feb. 9, 1957 <New>	Apr. 1980 Joined the Company	50,900
	Apr. 2010 Executive Officer of the Company	
	Apr. 2013 Managing Executive Officer of the Company	
	Jun. 2013 Member of the Board, Managing Executive Officer of the Company	
	Apr. 2014 Member of the Board, Senior Managing Executive Officer of the Company	
	Apr. 2016 Representative Director, Member of the Board, Senior Managing Executive Officer of the Company	
	Apr. 2017 Representative Director, Member of the Board, Executive Vice President of the Company	
	Apr. 2020 Member of the Board of the Company (to present)	
	Reasons for nomination	
	Kubo Masaharu has substantial knowledge of general and legal affairs based on his extensive experience developed over many years. Having served as CFO in recent years, he is well-versed with respect to general corporate management of the Mitsui Chemicals Group, particularly in the finance and accounting realm. As he has sufficient knowledge as Corporate Auditor to ensure appropriate execution of business, we believe that he is the right person for the post of Corporate Auditor.	

Principles and Procedures for the Board of Directors to Elect Senior Management and Nominate Candidates for Directors and Corporate Auditors

The Company has established the Human Resource Advisory Committee as a consultative body to the Board of Directors in order to ensure the suitability and transparency of procedures for electing directors and corporate auditors. The Human Resource Advisory Committee deliberates the proposed list of candidates for directors and corporate auditors based on the standards for election of directors and corporate auditors, and reports the results of the deliberation to the Board of Directors. The Board of Directors decides upon the final list of the candidates for directors and corporate auditors with maximum respect given to the results report of the Human Resource Advisory Committee. A proposal on candidates for corporate auditors will be resolved by the Board of Directors after an agreement is obtained by the Board of Corporate Auditors. The current Human Resource Advisory Committee is composed of the Company's chairman, president and outside directors.

Independence Standards for Independent Outside Directors and Independent Outside Corporate Auditors

In order to be designated by the Company as an independent outside director and an independent outside corporate auditor such director or corporate auditor must not fall under any of the following items.

- (1) A person who currently is or has been in the past an executive (such as an executive director, executive officer, senior director, general manager, or other such officer who executes operations) of the Company or a subsidiary of the Company.
- (2) A person for whom the Company is a major business partner* or, if that person is a juridical person, an executive of that person.
*If a business partner has received payments of 2% or more of its annual sales from the Company in any of the past three fiscal years, then the Company is a major business partner thereto.
- (3) A major business partner* of the Company or, if that partner is a juridical person, an executive of that partner.
*If the Company has received payments of 2% or more of its annual sales from a business partner in any of the past three fiscal years, or if a business partner has loaned a monetary amount of 2% or more of the Company's total assets to the Company in any of the past three fiscal years, then that business partner is a major business partner to the Company.
- (4) A large shareholder (a person directly or indirectly holding 10% or more of total voting rights) of the Company or, if that shareholder is a juridical person, an executive of that shareholder.
- (5) An executive of a juridical person for whom the Company is a large shareholder (directly or indirectly holding 10% or more of total voting rights).
- (6) An accounting auditor of either the Company or a consolidated subsidiary of the Company, or a person who is in charge of auditing either the Company or a consolidated subsidiary of the Company as an employee of such accounting auditor.
- (7) An attorney-at-law, judicial scrivener, patent attorney, certified public accountant, certified public tax accountant, consultant, or other such professional who has received money or other assets, other than officer remuneration, from the Company exceeding an annual amount of ¥10 million in any of the past three fiscal years (if a group such as a corporation or association receives such assets, this includes any person belonging to such group for which the assets received from the Company exceed 2% of the group's annual revenue).
- (8) A person who has received donations from the Company exceeding an annual amount of ¥10 million in any of the past three fiscal years (if a group such as a corporation or association receives such donations, this includes any executive of such group for which the donations received from the Company exceed 2% of the group's annual revenue).
- (9) A person whose close relative (meaning a spouse or a relative within the second degree of kinship) falls under any item of (1) to (8) above.
- (10) A person who has fallen under any item of (2) to (9) above in the past three years.
- (11) Notwithstanding the provisions of each preceding item, a person regarding whom there are found to be special circumstances that may cause a conflict of interest with the Company.

Consolidated Balance Sheet

(As of March 31, 2020)

(Millions of yen)

Item	Amount	Item	Amount
ASSETS	1,480,067	LIABILITIES	872,046
Current Assets:	781,347	Current Liabilities:	478,498
Cash and deposits	149,348	Notes and accounts payable-trade	128,458
Notes and accounts receivable-trade	275,332	Short-term loans payable	106,040
Inventories	288,006	Current portion of long-term loans payable	42,186
Accounts receivable-other	55,959	Commercial papers	60,000
Other current assets	16,211	Current portion of bonds	10,426
Allowance for doubtful accounts	(3,509)	Lease obligations	3,240
		Accounts payable-other	78,165
		Income taxes payable	5,383
		Provision for directors' bonuses	241
		Provision for repairs	10,666
		Other	33,693
Non-current Assets:	698,720	Non-current Liabilities:	393,548
Property, plant and equipment	485,531	Bonds payable	76,012
Buildings and structures, net	119,915	Long-term loans payable	233,775
Machinery, equipment and vehicles, net	139,508	Lease obligations	22,564
Land	156,646	Deferred tax liabilities	14,553
Construction in progress	29,910	Provision for directors' retirement benefits	262
Other	39,552	Provision for repairs	5,626
Intangible assets	28,941	Provision for environmental measures	410
Goodwill	4,412	Net defined benefit liability	26,350
Software	8,001	Asset retirement obligations	3,165
Other	16,528	Other	10,831
		NET ASSETS	608,021
Investments and other assets	184,248	Shareholders' Equity:	541,888
Investment securities	110,340	Capital stock	125,298
Net defined benefit asset	36,084	Capital surplus	89,514
Deferred tax assets	11,610	Retained earnings	366,330
Other	29,022	Treasury stock	(39,254)
Allowance for doubtful accounts	(2,808)	Accumulated Other Comprehensive Income:	(14,299)
		Valuation difference on available-for-sale securities	1,495
		Deferred gains or losses on hedges	5
		Foreign currency translation adjustments	(2,188)
		Remeasurements of defined benefit plans	(13,611)
		Non-controlling Interests:	80,432
Total	1,480,067	Total	1,480,067

Consolidated Statement of Income

(April 1, 2019 to March 31, 2020)

(Millions of yen)

Item	Amount	
Net sales:		1,338,987
Cost of sales:		1,041,840
Gross profit		297,147
Selling, general and administrative expenses:		225,511
Operating income		71,636
Non-operating income:		
Interest and dividends income	4,827	
Equity in earnings of affiliates	3,165	
Rent income	783	
Insurance income	253	
Other	3,246	12,274
Non-operating expenses:		
Interest expenses	5,501	
Loss on suspension of operations	2,824	
Foreign exchange losses	3	
Provision of allowance for doubtful accounts	2,707	
Loss on disaster	1,873	
Other	5,485	18,393
Ordinary income		65,517
Extraordinary income:		
Gain on sales of non-current assets	453	
Gain on sales of investment securities	192	
Gain on contribution of securities to retirement benefit trust	19,243	
Insurance income	4,916	24,804
Extraordinary losses:		
Loss on disposal of non-current assets	4,200	
Loss on sales of non-current assets	32	
Impairment loss	2,508	
Loss on restructuring of subsidiaries and affiliates	2,298	
Loss on valuation of investment securities	24	
Loss on valuation of investments in capital	12,105	
Loss on sale of businesses	694	21,861
Profit before income taxes		68,460
Income taxes - current	12,302	
Income taxes - deferred	9,869	22,171
Profit		46,289
Profit attributable to non-controlling interests		8,345
Profit attributable to owners of parent		37,944

Consolidated Statements of Changes in Net Assets

(April 1, 2019 to March 31, 2020)

(Millions of yen)

	Shareholders' equity				
	Share capital	Capital surplus	Retained earnings	Treasury shares	Total shareholders' equity
Balance at the beginning of current period	125,205	89,406	348,202	(29,869)	532,944
Cumulative effects of changes in accounting policies			(307)		(307)
Restated balance	125,205	89,406	347,895	(29,869)	532,637
Changes during period					
Issuance of new shares	92	92			185
Dividends of surplus			(19,509)		(19,509)
Profit attributable to owners of parent			37,944		37,944
Purchase of treasury shares				(9,389)	(9,389)
Disposal of treasury shares		(0)		4	4
Change in ownership interest of parent due to transactions with non-controlling interests		16			16
Net changes of items other than shareholders' equity					-
Total changes during period	92	108	18,435	(9,385)	9,251
Balance at the end of current period	125,298	89,514	366,330	(39,254)	541,888

	Accumulated other comprehensive income					Non-controlling interests	Total net assets
	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustments	Remeasurements of defined benefit plans	Total accumulated other comprehensive income		
Balance at the beginning of current period	21,421	(3)	4,195	(6,642)	18,971	79,824	631,739
Cumulative effects of changes in accounting policies							(307)
Restated balance	21,421	(3)	4,195	(6,642)	18,971	79,824	631,432
Changes during period							
Issuance of new shares							185
Dividends of surplus							(19,509)
Profit attributable to owners of parent							37,944
Purchase of treasury shares							(9,389)
Disposal of treasury shares							4
Change in ownership interest of parent due to transactions with non-controlling interests							16
Net changes of items other than shareholders' equity	(19,926)	8	(6,383)	(6,969)	(33,270)	608	(32,662)
Total changes during period	(19,926)	8	(6,383)	(6,969)	(33,270)	608	(23,411)
Balance at the end of current period	1,495	5	(2,188)	(13,611)	(14,299)	80,432	608,021

Non-consolidated Balance Sheet

(As of March 31, 2020)

(Millions of yen)

Item	Amount	Item	Amount
ASSETS	1,097,875	LIABILITIES	741,918
Current Assets:	412,840	Current Liabilities:	432,901
Cash and deposits	72,731	Accounts payable-trade	77,024
Notes receivable-trade	391	Short-term loans payable	95,609
Accounts receivable-trade	158,999	Current portion of long-term loans payable	37,629
Securities	5,000	Commercial papers	60,000
Merchandise and products	72,186	Current portion of bonds payable	10,000
Work in process	1,731	Lease obligations	207
Raw materials and supplies	39,575	Accounts payable-other	61,058
Advance payments	2,264	Accrued expenses	8,530
Prepaid expenses	2,313	Income taxes payable	652
Short-term loans receivable	3,112	Advances received	352
Accounts receivable-other	54,868	Deposits received	72,274
Other	2,117	Provision for directors' bonuses	68
Allowance for doubtful accounts	(2,447)	Provision for repairs	9,031
		Provision for loss on guarantees	450
		Other	17
Non-current Assets:	685,035	Non-current Liabilities:	309,017
Property, plant and equipment	291,456	Bonds payable	75,000
Buildings	42,514	Long-term loans payable	216,104
Structures	23,468	Lease obligations	2,334
Machinery and equipments	65,072	Deferred tax liabilities	1,601
Vehicles	251	Provision for retirement benefits	4,493
Tools, furniture and fixtures	5,458	Provision for repairs	2,171
Land	136,530	Provision for environmental measures	409
Lease assets	2,541	Asset retirement obligations	731
Construction in progress	15,622	Other	6,174
Intangible assets	7,490		
Goodwill	82		
Industrial property	1,445		
Other rights	120		
Software	5,843		
Investments and other assets	386,089	NET ASSETS	355,957
Investment securities	24,487	Shareholders' Equity:	354,869
Shares of subsidiaries and affiliates	228,878	Capital stock	125,298
Investment in capital	1	Capital surplus	94,026
Investment in capital of subsidiaries and affiliates	46,751	Legal capital surplus	54,027
Long-term loans receivable	3,583	Other capital surplus	39,999
Claims provable in bankruptcy, claims provable in rehabilitation and other	237	Retained earnings	174,799
Long-term loans receivable from subsidiaries and affiliates	33,224	Legal retained earnings	12,506
Long-term prepaid expenses	652	Other retained earnings	162,293
Prepaid pension cost	41,842	Reserve for dividends	10,000
Other	9,196	General reserve	28,070
Allowance for doubtful accounts	(2,762)	Retained earnings brought forward	124,223
		Treasury stock	(39,254)
		Valuation and Translation Adjustments:	1,088
		Valuation difference on available-for-sale securities	1,088
Total	1,097,875	Total	1,097,875

Non-consolidated Statement of Income

(April 1, 2019 to March 31, 2020)

(Millions of yen)

Item	Amount	
Net sales:		672,194
Cost of sales:		572,293
Gross profit		99,901
Selling, general and administrative expenses:		91,838
Operating income		8,063
Non-operating income:		
Interest and dividends income	25,405	
Rent income	1,506	
Other	2,485	29,396
Non-operating expenses:		
Interest expenses	3,305	
Loss on suspension of operations	2,472	
Foreign exchange losses	345	
Provision of allowance for doubtful accounts	2,703	
Provision for loss on guarantees	97	
Other	4,875	13,797
Ordinary income		23,662
Extraordinary income:		
Gain on sales of non-current assets	358	
Gain on sales of investment securities	177	
Insurance income	4,545	
Gain on contribution of securities to retirement benefit trust	19,243	24,323
Extraordinary losses:		
Loss on disposal of non-current assets	3,321	
Loss on sales of non-current assets	1	
Impairment loss	753	
Loss on valuation of shares of subsidiaries and affiliates	391	
Loss on valuation of investments in capital	12,105	16,571
Profit before income taxes		31,414
Income taxes - current	(1,949)	
Income taxes - deferred	8,797	6,848
Profit		24,566

Non-consolidated Statements of Changes in Net Assets

(April 1, 2019 to March 31, 2020)

(Millions of yen)

	Shareholders' equity								
	Share capital	Capital surplus			Retained earnings			Treasury shares	Total shareholders' equity
		Legal capital surplus	Other capital surplus	Total capital surplus	Legal retained earnings	Other retained earnings (Note)	Total retained earnings		
Balance at the beginning of current period	125,205	53,935	39,999	93,934	12,506	157,433	169,939	(29,869)	359,209
Cumulative effects of changes in accounting policies						(197)	(197)		(197)
Restated balance	125,205	53,935	39,999	93,934	12,506	157,236	169,742	(29,869)	359,012
Changes during period									
Issuance of new shares	92	92		92					185
Dividends of surplus						(19,509)	(19,509)		(19,509)
Profit						24,566	24,566		24,566
Purchase of treasury shares								(9,389)	(9,389)
Disposal of treasury shares			(0)	(0)				4	4
Net changes of items other than shareholders' equity									
Total changes during period	92	92	(0)	92	-	5,057	5,057	(9,385)	(4,143)
Balance at the end of current period	125,298	54,027	39,999	94,026	12,506	162,293	174,799	(39,254)	354,869

	Valuation and translation adjustments		Total net assets
	Valuation difference on available-for-sale securities	Total valuation and translation adjustments	
Balance at the beginning of current period	19,986	19,986	379,195
Cumulative effects of changes in accounting policies			(197)
Restated balance	19,986	19,986	378,998
Changes during period			
Issuance of new shares			185
Dividends of surplus			(19,509)
Profit			24,566
Purchase of treasury shares			(9,389)
Disposal of treasury shares			4
Net changes of items other than shareholders' equity	(18,898)	(18,898)	(18,898)
Total changes during period	(18,898)	(18,898)	(23,041)
Balance at the end of current period	1,088	1,088	355,957

Note: Breakdown of other retained earnings

(Millions of yen)

	Reserve for dividends	General reserve	Retained earnings brought forward	Total
Balance at the beginning of current period	10,000	28,070	119,363	157,433
Cumulative effects of changes in accounting policies			(197)	(197)
Restated balance	10,000	28,070	119,166	157,236
Changes during period				
Dividends of surplus			(19,509)	(19,509)
Profit			24,566	24,566
Total changes during period	-	-	5,057	5,057
Balance at the end of current period	10,000	28,070	124,223	162,293