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Securities code: 6167
June 6, 2023
(Date of commencement of measures for
electronic provision: June 1, 2023)

To Shareholders with Voting Rights:

Tsuneyuki Kuboi
Representative Director and President
Fuji Die Co., Ltd.
2-17-10, Shimomaruko, Ota-ku,
Tokyo, Japan

**NOTICE OF
THE 67th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby inform you that the 67th Annual General Meeting of Shareholders of Fuji Die Co., Ltd. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision, and the matters subject to measures for electronic provision have been posted on the following website on the Internet.

The Company’s website: <https://www.fujidie.co.jp/ir/tabid/158/Default.aspx>

In addition to the above, the matters have been posted on the following website on the Internet.

Tokyo Stock Exchange website (TSE Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Please access the TSE website shown above, enter “Fuji Die” in the “Issue name (company name)” field, or the Company’s securities code “6167” in the “Code” field to search, select “Basic information” and “Documents for public inspection/PR information” in this order, and confirm “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” indicated under “Filed information available for public inspection.”)

In lieu of attending the meeting in person, you may exercise voting rights in writing or by electromagnetic means (the Internet, etc.). Please review the Reference Documents for the General Meeting of Shareholders described in the matters subject to measures for electronic provision and follow the “Instructions for the Exercise of Voting Rights” to exercise your voting rights no later than 5:00 p.m. on Monday, June 26, 2023, Japan time.

1. Date and Time: Tuesday, June 27, 2023 at 10:00 a.m. Japan time
(Reception starts at 9:00 a.m.)

2. Place: ORIGIA Banquet Room, 2nd Floor, PLAZA APEA
3-5, Nishi-kamata 8-chome, Ota-ku, Tokyo, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company's 67th Fiscal Year (April 1, 2022 - March 31, 2023) 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 67th Fiscal Year (April 1, 2022 - March 31, 2023)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Payment of Bonuses to Directors

- If you attend the meeting on the day of the meeting, you are kindly requested to present the enclosed voting rights exercise form at the reception desk at the meeting venue. Also, please bring this convocation notice with you.
- No souvenir will be distributed on the day of the meeting. We would appreciate your kind understanding.
- This paper copy of the document sent to shareholders also serves as a document stating the matters subject to measures for electronic provision based on a request for the delivery of the paper copy. In accordance with laws and regulations and Article 14 of the Articles of Incorporation of the Company, the following items have been omitted. Accordingly, this document is part of the documents audited by Audit & Supervisory Board Members and the Accounting Auditor in the preparation of their respective audit reports.
 - (1) "Consolidated Statements of Changes in Net Assets" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
 - (2) "Non-consolidated Statements of Changes in Net Assets" and "Notes to Non-consolidated Financial Statements" in the Non-consolidated Financial Statements
- Should the matters subject to measures for electronic provision require revisions, the revised versions will be posted on each website where these matters are posted.
- The Company will discontinue sending a Notice of Resolution of Annual General Meeting of Shareholders and instead post the result of the meeting on its website.

Requests for Shareholders

- You are kindly advised to make a careful decision as to whether to attend the meeting in person, after taking into consideration the status of the spread of COVID-19 on the day of the meeting and your own health conditions.
- In lieu of attending the meeting in person, you can exercise your voting rights in advance via the Internet, etc. or by mailing the enclosed voting rights exercise form. For details about the method for exercising voting rights in advance, please refer to “Instructions for the Exercise of Voting Rights” described later in this convocation notice.
- According to the status of the spread of COVID-19 going forward, we may take infection prevention measures at the venue of the meeting. We would appreciate your kind cooperation.
- In addition to the above, should any major changes arise to the operation or the venue of the meeting, we will notify such changes on the Company’s website:
<https://www.fujidie.co.jp>

Acceptance of Questions in Advance

We will accept your questions by e-mail for this Annual General Meeting of Shareholders.
Details are as described below.

- How to contact: Please send an e-mail stating required information and your questions to the following e-mail address.
[E-mail address] sokai@fujidie.co.jp
[Required information]
 - a. Your shareholder No. (printed on the voting rights exercise form)
 - b. Your name
 - c. Your address
 - d. Questions (Please describe the points in brief.)
- Acceptance period of questions in advance: until 5:00 p.m. on Tuesday, June 20, 2023
- Among the questions accepted in advance, we will answer on the day of the meeting questions related to the purpose of the meeting and those deemed to be of great interest to shareholders to which the Company is able to answer.
- We do not guarantee that all the questions will be answered. Please also note that we will not answer the questions on an individual basis.
- The above-mentioned e-mail address will become invalid upon expiry of the acceptance period.

Instructions for the Exercise of Voting Rights

Please review the Reference Documents for the General Meeting of Shareholders described in the matters subject to measures for electronic provision and exercise your voting rights by either of the following methods.

Exercise of voting rights via the Internet, etc.

Please follow the instructions on the next page and indicate your vote for or against the proposals. For details, please refer to the next page.

Deadline: 5:00 p.m. on Monday, June 26, 2023

Exercise of voting rights in writing

Please indicate your vote for or against the proposals on the enclosed voting rights exercise form and return it by mail so that it is received by the Company's shareholder register administrator by the deadline.

Deadline: 5:00 p.m. on Monday, June 26, 2023

Attending the meeting

Please bring with you the enclosed voting rights exercise form and submit it at the reception desk.

Date and time: Tuesday, June 27, 2023 at 10:00 a.m. Japan time (Reception starts at 9:00 a.m.)

How to fill in the voting rights exercise form

Please cut this part out and return by post.

Please indicate your vote for or against the proposals here.

Proposal 1 and Proposal 2

- ▶ If you approve: Circle “贊” [Approve]
- ▶ If you disapprove: Circle “否” [Disapprove]

Precautions for handling of voting rights exercised

- If there is no indication of a vote for or against a specific proposal on the voting rights exercise form, it shall be deemed as an indication of approval of that proposal.
- If you exercise your voting rights both in writing and via the Internet, the voting rights exercised via the Internet will be deemed valid.
- If you exercise your voting rights multiple times via the Internet, etc., the most recent voting rights exercised will be deemed valid.

Introduction of Electronic Voting System Platform

Institutional investors may exercise their voting rights by electromagnetic means, using the Electronic Voting System Platform operated by ICJ, Inc.

Instructions for the Exercise of Voting Rights via the Internet, etc.

By scanning the QR Code with your smartphone

By scanning the “Login QR Code,” you can log in to the website without having to enter “login ID” and “temporary password.”

1. Scan the QR code

“Login QR Code” is here.

Voting rights exercise form stub (right side)

Scan the “Login QR Code” printed on the enclosed voting rights exercise form stub (right side) with your smartphone.

2. After that, please follow the on-screen instructions to indicate your vote for or against the proposals.

By entering login ID and temporary password

Voting rights exercise website: <https://evote.tr.mufg.jp/>

1. Access the voting rights exercise website.

Click “To the next page”

2. Enter “login ID” and “temporary password” printed on the voting rights exercise form stub (right side).

Click “Log in”

3. Enter both a “new password” and a “new password (for confirmation).”

Click “Send”

After that, please follow the on-screen instructions to indicate your vote for or against the proposals.

For inquiries about the voting rights exercise system, etc.:

Securities Agency Division (Help Desk)

Mitsubishi UFJ Trust and Banking Corporation

Telephone: 0120-173-027 (toll free)

(Business hours: 9:00 a.m. to 9:00 p.m.)

Precautions:

- The service is suspended from 2:00 a.m. to 5:00 a.m. every day.
- Any costs incurred for using the voting rights exercise website, including connection fees and communication fees, shall be borne by the shareholders.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company's basic policy is to strive for stable and active return of profits to shareholders in order to live up to their expectations.

With regard to the year-end dividend for the fiscal year under review, the Company has taken various factors into consideration, including its financial condition, business performance and dividend payout ratio, and proposes as follows:

Type of dividend property:

Cash

Matters concerning the allocation of dividend property and the total amount:

32 yen per share of common stock of the Company,
for a total of 634,720,064 yen

Effective date of distribution of surplus:

June 28, 2023

Proposal 2: Payment of Bonuses to Directors

In consideration of the business performance and other factors for the fiscal year under review, the Company proposes the payment of bonuses totaling 37,300,000 yen to six (6) Directors (excluding Outside Directors) in office as of the end of the fiscal year under review. The bonuses to Directors have been calculated according to the policy for deciding the amount in consideration of business performance (degree of budget achievement of consolidated ordinary profit) and other factors, and based on approximately one-third of the base remuneration of each Director. The Company requests that the amounts to be paid to each Director be entrusted to the decision of the Board of Directors.

As stated in “4. Matters Regarding Company Officers (4) Remuneration, etc. for Directors and Audit & Supervisory Board Members during the Fiscal Year under Review” in the Business Report, the Company has established a policy for determining the details of remuneration, etc. for individual Directors. The contents of this proposal are consistent with this policy and thus the Company believes that the contents are appropriate.