

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(Securities Code: 5302)

March 5, 2021

To our shareholders:

Takafumi Miyashita
Representative Director, CEO
Nippon Carbon Co., Ltd.
10-7, Hatchobori, 1-chome, Chuo-ku, Tokyo

Notice of the 162nd Annual General Meeting of Shareholders

You are cordially notified of the 162nd Annual General Meeting of Shareholders of Nippon Carbon Co., Ltd. (the “Company”), which will be held as indicated below.

Recently, the government and prefectural governors have been strongly requesting the public to voluntarily refrain from going outside to prevent the growing spread of infections of the novel coronavirus disease (COVID-19), including a declaration of a state of emergency by the Japanese government.

Based on this situation, the Company will take appropriate measures to prevent infection in the holding of the General Meeting of Shareholders. However, the Company strongly requests that shareholders exercise their voting rights in advance in writing or via the Internet to the best of their ability and refrain from attending on the date of the General Meeting of Shareholders regardless of physical condition from the perspective of preventing the spread of COVID-19.

Please review the attached Reference Documents for General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Thursday, March 25, 2021 (JST).

- 1. Date and Time:** Friday, March 26, 2021, at 10:00 a.m. (JST)
(Reception starts at 9:00 a.m.)
- 2. Venue:** 8F Conference Room 801 at Tekko Kaikan
2-10, Nihonbashi-kayabacho 3-chome, Chuo-ku, Tokyo

Measures to prevent the spread of COVID-19

- Shareholders attending this General Meeting of Shareholders in person are requested to check the status of infection on the date of the meeting and take note of your own health condition. Please take measures to protect yourself from infection, such as wearing a face mask.
- We plan to set alcohol disinfectant, take temperatures, etc. in front of the reception desk as measures to prevent infection. Individuals found to have a fever, those appearing unwell, or those who have returned from overseas less than 14 days before may be restricted entry.
Additionally, any shareholder who returned from overseas less than 14 days before is requested to inform a receptionist accordingly.
- We expect to prepare approximately 50 seats in the venue in order to increase the space between shareholders' seats. As a result, if all seats are filled, it is possible that entry will be restricted when you arrive at the venue on the day.
- Please note that this year, the provision of gifts to attendants has been cancelled on the date of the meeting.

We ask for the understanding and cooperation of our shareholders.

3. Purpose of the Meeting:

Matter to be reported:

The Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements for the 162nd fiscal year (from January 1, 2020 to December 31, 2020), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board

Matters to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Four Directors
- Proposal No. 3:** Election of One Substitute Audit & Supervisory Board Member
- Proposal No. 4:** Renewal of Countermeasures Against Large-Scale Purchases of the Company's Share Certificates, etc. (Takeover Defense Measures)

4. Instructions for Exercising Voting Rights:

To avoid the risk of infection of COVID-19, you are asked to consider refraining from attending the meeting in person this year and, instead, to exercise your voting rights beforehand in writing (via postal mail) or via the Internet if possible.

- (1) If no indication is made in the voting form, the vote shall be deemed as an intention of approval.
- (2) If you intend to exercise your voting rights by proxy, it is possible to delegate one other shareholder with voting rights. Please have your proxy submit a written document (a proxy statement, etc.) certifying the authority of proxy.
- (3) Because the system for ensuring properness of operations and outline of its operating status, the basic policy on control of stock company, the Consolidated Statements of Changes in Equity, the Notes to Consolidated Financial Statements, the Non-consolidated Statements of Changes in Equity and the Notes to Non-consolidated Financial Statements, which must be provided at the time of providing this Notice, are reported on the Company's website (<http://www.carbon.co.jp/>) in accordance with the provisions of laws and regulations and Article 17 of the Articles of Incorporation, they are not provided in the attached documents regarding the matter to be reported. In addition, these documents are included in the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements, which have been audited by Audit & Supervisory Board Members to prepare the audit report and by Financial Auditor to prepare the accounting audit report.
- (4) Any change made to the Reference Documents for General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements will be posted on the Company's website (<http://www.carbon.co.jp/>) in Japanese only.

If you attend the meeting in person, please present the enclosed voting form at the reception desk upon your arrival at the meeting.