

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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Stock Exchange Code 7287)
June 6, 2018

To Shareholders with Voting Rights:

Morito Sato
President, Representative Director &
Chief Executive Officer
NIPPON SEIKI CO., LTD.
2-34, Higashizaoh 2-chome, Nagaoka-shi,
Niigata

**NOTICE OF
THE 73RD ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are cordially invited to attend the 73rd Annual General Meeting of Shareholders of NIPPON SEIKI CO., LTD. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and cast your vote in accordance with the Guidance for the Exercise of Voting Rights by 5 p.m. on Tuesday, June 26, 2018, Japan time.

1. Date and Time: Wednesday, June 27, 2018, at 10 a.m. Japan time

2. Place: Gymnasium at the headquarters of the Company, located at
2-34, Higashizaoh 2-chome, Nagaoka-shi, Niigata

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 73rd Fiscal Year (April 1, 2017–March 31, 2018) 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 73rd Fiscal Year (April 1, 2017–March 31, 2018)

Proposal to be resolved:

- Proposal 1** Election of Nine (9) Directors
Proposal 2 Election of Two (2) Audit & Supervisory Board Members
Proposal 3 Election of One (1) Substitute Audit & Supervisory Board Member

End

- The reception starts at 9 a.m.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- If you are unable to attend the meeting, you may exercise your voting rights by a proxy. In such case, the proxy must be another shareholder of the Company who holds voting rights, and that person will be required to submit a document certifying his/her authority to be a proxy.
- Should the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements and the Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<http://www.nippon-seiki.co.jp/>).

- Among the documents to be provided in this Notice, the Notes to Consolidated Financial Statements and the Notes to Non-consolidated Financial Statements are posted on the Company's website (<http://www.nippon-seiki.co.jp/>) pursuant to applicable laws and regulations and Article 16 of the Articles of Incorporation of the Company. Accordingly, these Notes are not included in the attached document of this Notice. This Notice presents only part of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by Accounting Auditor and the Audit & Supervisory Board Members in preparing the accounting audit report and the audit report.

Guidance for the Exercise of Voting Rights

Voting by attending the General Meeting of Shareholders

Date and time of the meeting: Wednesday, June 27, 2018
10 a.m. Japan time (The reception starts at 9 a.m.)

Please present the enclosed Voting Rights Exercise Form at the reception desk.
Please note that those other than shareholders with voting rights of the Company are not allowed to enter the venue, including any proposed proxy who is not a shareholder of the Company or any person accompanying a shareholder.

Voting in writing:

Voting deadline: To be received no later than 5 p.m., Tuesday, June 26, 2018
Please indicate your vote for or against the proposal shown on the enclosed Voting Rights Exercise Form, and post it without a stamp.

Voting via the Internet:

Voting deadline: To be entered no later than 5 p.m., Tuesday, June 26, 2018
To exercise your voting rights via the Internet, please access the voting website by using the "Voting Rights Exercise Code" and "Temporary Password," which are shown on the Voting Rights Exercise Form, and vote for or against the proposal in accordance with the on-screen instructions.

Voting website address: <https://www.web54.net>

It is possible to access the voting website by using a mobile phone with a QR Code* reader. For details on how to use this function, please refer to the instruction manual for the mobile phone that you use. (Note: "QR Code" is a registered trademark of DENSO WAVE INCORPORATED.)

For guidance on the exercise of voting rights via the Internet, please refer to the following guidelines.

Exercise of voting rights via the Internet

(1) Handling of multiple votes

If you have exercised your voting rights both in writing and via the Internet, the vote exercised via the Internet shall be deemed effective. If you have exercised your voting rights more than once via the Internet or you have exercised your voting rights both via personal computer and smartphone/cell phone, the latest vote shall be deemed effective.

(2) Handling of the password and the Voting Rights Exercise Code

- 1) The password is an important piece of information for identification of the voter.
- 2) The password becomes invalidated if it is wrongly entered set number of times. If you would like the reissuance of a password, please follow the necessary procedures in accordance with the on-screen instructions.
- 3) The Voting Rights Exercise Code shown on the Voting Rights Exercise Form is valid only for this general meeting of shareholders.

(3) Inquiries about how to operate a computer, etc.

- 1) If you have any questions on how to operate a computer, a smartphone or a cell phone in relating to the exercise of voting rights on the voting website, please contact the following.

Stock Transfer Agency Web Support at Sumitomo Mitsui Trust Bank, Limited.
Toll-free call: 0120-652-031
Services available from 9 a.m. to 9 p.m.

- 2) Any other inquiries should be directed to the following:
- a. Shareholders who hold accounts with securities firms should contact those firms with which they hold accounts.
 - b. Shareholders who do not hold accounts with securities firms (shareholders who hold special accounts) should contact:

Stock Transfer Agency Services Center at Sumitomo Mitsui Trust Bank, Limited.
Toll-free call: 0120-782-031
Services available from 9 a.m. to 5 p.m. except on Saturdays, Sundays and national holidays

Platform for the Electronic Exercise of Voting Rights (for Institutional Investors)

Institutional investors may use the platform for the electronic exercise of voting rights operated by ICJ, Inc., or the “ICJ Platform,” for exercising voting rights for this General Meeting of Shareholders.

Reference Documents for the General Meeting of Shareholders

Proposal and References

Proposal 1: Election of Nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of nine (9) Directors is proposed.

The candidates for Directors are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
1	Shoji Nagai (September 21, 1949)	<p>April 1993 Section Manager of Commercial Airplanes Division, Kawasaki Heavy Industries, Ltd.</p> <p>December 1995 Joined the Company</p> <p>June 1996 Director</p> <p>April 1997 Managing Director</p> <p>June 1998 Senior Managing Director</p> <p>June 2001 President & Representative Director</p> <p>June 2013 Chairman & Representative Director (to present)</p>	428,050	None
	<p>[Reasons for selecting the candidate for Director]</p> <p>Shoji Nagai has taken a leading role in the management of the Company as he assumed the office of President & Representative Director in June 2001 and Chairman & Representative Director in June 2013, thereby accumulating an extensive range of experience and knowledge as a corporate manager.</p> <p>It is expected that, as a member of the Board of Directors, he will continue to help reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>			
2	Hirotoishi Takada (August 10, 1953)	<p>March 1977 Joined the Company</p> <p>April 2003 Director, UK-NSI Co., Ltd.</p> <p>June 2005 Director</p> <p>June 2008 Managing Director</p> <p>April 2011 Senior Managing Director & Representative Director</p> <p>April 2011 Chief of the Headquarters, Business Headquarters</p> <p>June 2013 President & Representative Director</p> <p>June 2015 President, Representative Director & Chief Executive Officer</p> <p>June 2017 Director, Vice Chairman, Vice Chairman Operating Officer (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Chairman and Director, Thai Nippon Seiki Co., Ltd. • Chairman, Shanghai Nissei Display System Co., Ltd. • Chairman, Wuhan Nissei Display System Co., Ltd. • Chairman, Hong Kong Ek Chor Nissei Co., Ltd. 	23,900	See Note 1
	<p>[Reasons for selecting the candidate for Director]</p> <p>After having engaged in the management of an overseas subsidiary, Hirotoishi Takada has taken a leading role in the management of the Company as he assumed the office of Senior Managing Director & Representative Director in April 2011 and President & Representative Director in June 2013. Aiming for "globalization management," he has taken the leadership of the Nippon Seiki Group in implementing measures to enhance its corporate value.</p> <p>Since June 2017, he has served as Vice Chairman Operating Officer, thereby acquiring an extensive range of experience and knowledge as a corporate manager.</p> <p>It is expected that, as a member of the Board of Directors, he will continue to help reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
3	Morito Sato (March 30, 1959)	<p>March 1977 Joined the Company</p> <p>June 2007 Director</p> <p>April 2008 President and Director, UK-NSI Co., Ltd.</p> <p>June 2014 Managing Director</p> <p>June 2015 Managing Officer</p> <p>April 2016 Senior Managing Officer</p> <p>June 2016 Director and Senior Managing Officer</p> <p>October 2016 In charge of Overall Production (“Monozukuri”) (Production Headquarters, Production Engineering Headquarters)</p> <p>April 2017 Director, Vice President and Senior Managing Officer</p> <p>June 2017 President, Representative Director & Chief Executive Officer (to present)</p>	17,850	None
		<p>[Reasons for selecting the candidate for Director]</p> <p>After having engaged in the execution of businesses in the divisions of production, production engineering and the management of an overseas subsidiary, Morio Sato has taken a leading role in the management of the Company as he assumed the office of Senior Managing Officer in April 2016, the office of Director, Vice President and Senior Managing Officer in April 2017 and the office of President Chief Executive Officer in June 2017. Aiming expansion and growth of business as a “Monozukuri Business Group,” he has taken the leadership of the Nippon Seiki Group in implementing measures to enhance its corporate value.</p> <p>It is expected that, as a member of the Board of Directors, he will continue to help reinforce the Board’s decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>		
4	Makoto Okawa (June 23, 1957)	<p>March 1976 Joined the Company</p> <p>June 2006 Director</p> <p>June 2009 Chief of the Headquarters, Sourcing Headquarters</p> <p>June 2010 Managing Director</p> <p>June 2014 Senior Managing Director</p> <p>June 2014 Chief of the Headquarters, Enterprise Planning Headquarters and Sourcing Headquarters</p> <p>April 2015 Chief of the Headquarters, Enterprise Planning Headquarters; and in charge of Sourcing Headquarters</p> <p>June 2015 Director and Senior Managing Officer (to present)</p> <p>April 2016 Chief of the Headquarters, Enterprise Management Headquarters</p> <p>April 2017 In charge of Quality Assurance Headquarters, Component Products Div., Sourcing Headquarters and Enterprise Management Headquarters</p> <p>April 2018 In charge of EMS & Component Headquarters and Sourcing Headquarters</p> <p>Geographical area in his charge: Japan</p> <p>In charge of EMS & Component Headquarters and Sourcing Headquarters</p> <p>Geographical area in his charge: Japan (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Chairman, Dongguan Nissei Electronics Co., Ltd. • Chairman, Hong Kong Nippon Seiki Co., Ltd. 	27,450	See Note 2
		<p>[Reasons for selecting the candidate for Director]</p> <p>Makoto Okawa has an extensive range of experience and achievements through the execution of businesses in the divisions of sales & marketing, sourcing and business management. In addition, he assumed the office of Director in June 2006 and Senior Managing Officer in June 2015, thereby acquiring deep insight into corporate management.</p> <p>By utilizing his experience and knowledge at the Company’s Board of Directors, he is expected to reinforce the Board’s decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>		

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
5	Koichi Sato (October 26, 1962)	<p>April 1985 Joined the Company</p> <p>April 2006 Vice President and Director, NS International Ltd.</p> <p>June 2011 Director</p> <p>June 2013 Managing Director</p> <p>June 2013 Deputy Chief of the Headquarters, Engineering Headquarters; General Manager, Instrument Cluster Design and Engineering Supervision Dept.; and General Manager, Movements and Sensors Engineering Dept.</p> <p>June 2015 Managing Officer</p> <p>April 2016 Deputy Chief of the Headquarters, Engineering Headquarters; General Manager, Instrument Cluster Design and Engineering Supervision Dept.; and in charge of Design Management Engineering Dept.</p> <p>June 2016 Director and Managing Officer</p> <p>April 2017 Director and Senior Managing Officer (to present)</p> <p>April 2017 In charge of Business Headquarters, Instrument Design Headquarters, Engineering Headquarters and Manufacturing Headquarters Geographical area in his charge: North and Central America</p> <p>April 2018 Chief of Headquarters, Engineering Headquarters In charge of Instrument Business Headquarters and Instrument Design Headquarters Geographical area in his charge: North and Central America (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Chairman of the Board of Directors, Nippon Seiki De Mexico S.A. De C.V. • Chairman of the Board of Directors, DaNang Nippon Seiki Co., Ltd. 	12,250	See Note 3
		<p>[Reasons for selecting the candidate for Director]</p> <p>Koichi Sato has an extensive range of experience and achievements through the execution of business in the engineering division and the management of an overseas subsidiary. In addition, he assumed the office of Director in June 2011, Managing Officer in June 2015 and Senior Managing Officer in April 2017, thereby acquiring deep insight into corporate management.</p> <p>By utilizing his experience and knowledge at the Company's Board of Directors, he is expected to reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>		

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
6	Junichi Suzuki (April 9, 1958)	<p>March 1977 Joined the Company</p> <p>June 2006 Director</p> <p>June 2009 Chief of the Headquarters, Quality Assurance Headquarters</p> <p>June 2011 Managing Director</p> <p>June 2015 Director and Managing Officer (to present)</p> <p>April 2016 Chief of the Headquarters, Business Headquarters</p> <p>April 2017 Chief of the Headquarters, Business Headquarters Geographical area in his charge: ASEAN</p> <p>April 2018 Chief of Headquarters, Instrument Business Headquarters Geographical area in his charge: ASEAN (to present)</p> <p>[Significant concurrent positions] • Chairman, Vietnam Nippon Seiki Co., Ltd.</p>	21,800	See Note 4
	<p>[Reasons for selecting the candidate for Director] Junichi Suzuki has an extensive range of experience and achievements through the execution of businesses in the divisions of quality assurance and sales & marketing. In addition, he assumed the office of Director in June 2006 and Managing Officer in June 2015, thereby acquiring deep insight into corporate management. By utilizing his experience and knowledge at the Company's Board of Directors, he is expected to reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>			
7	Yuji Hirata (October 23, 1961)	<p>April 1984 Joined the Company</p> <p>April 2002 Senior Manager, Production Development Dept., Production Headquarters</p> <p>June 2009 Operating Officer</p> <p>April 2011 President, Shanghai Nissei Display System Co., Ltd.</p> <p>June 2013 Director</p> <p>June 2015 Senior Operating Officer</p> <p>June 2016 Director and Senior Operating Officer</p> <p>June 2016 In charge of the Chinese business</p> <p>October 2016 Director and Managing Officer (to present)</p> <p>October 2016 Chief of the Headquarters, Production Engineering Headquarters</p> <p>February 2017 Chief of the Headquarters, Production Engineering Headquarters; General Manager, Production Engineering Supervision Dept.; and General Manager, Productivity Reform Promotion Dept.</p> <p>April 2017 Chief of the Headquarters, Manufacturing Headquarters and General Manager, Production Supervision Dept. Geographical area in his charge: China and Taiwan (to present)</p> <p>[Significant concurrent positions] • Chairman, Taiwan Nissei Display System Co., Ltd. • Chairman, Nissei Display Sales and Development Co., Ltd.</p>	6,900	See Note 5
	<p>[Reasons for selecting the candidate for Director] Yuji Hirata has an extensive range of experience and achievements through the execution of business in the production engineering division and the management of an overseas subsidiary. In addition, he assumed the office of Director in June 2013, Senior Operating Officer in June 2015, Director in June 2016 and Managing Officer in October 2016, thereby acquiring deep insight into corporate management. By utilizing his experience and knowledge at the Company's Board of Directors, he is expected to reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
8	Takashi Sakikawa (May 22, 1965) Outside Director Independent Director	<p>August 1995 Instructor, Faculty of Economics, Niigata University</p> <p>March 1996 Ph.D. in Business Administration & Management, Graduate School of International Politics, Economics and Communication, Aoyama Gakuin University</p> <p>April 1997 Assistant Professor, Faculty of Economics, Niigata University</p> <p>September 2001 Visiting Scholar, UCLA Anderson School of Management</p> <p>April 2006 Associate Professor in Management of Technology, Graduate School for Management of Technology, Niigata University</p> <p>November 2011 Professor in Management of Technology, Graduate School for Management of Technology, Niigata University (to present)</p> <p>June 2015 Director of the Company (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Professor in Management of Technology, Graduate School for Management of Technology, Niigata University 	400	None
	<p>[Reasons for selecting the candidate for Outside Director]</p> <p>Takashi Sakikawa is currently an Outside Director of the Company, and his period of service will be three (3) years at the conclusion of this Annual General Meeting of Shareholders.</p> <p>His appropriate advice, suggestions and decision-making have been effectively reflected in the management of the Company from an objective and neutral viewpoint.</p> <p>Although Takashi Sakikawa has not been involved in corporate management other than serving as an Outside Director, he has studied international business management for many years, accumulating significant knowledge and experience as an expert in organizations and business management. For these reasons, he is expected to be able to adequately perform the duties as an Outside Director. In the expectation that he will continue to supervise the management of the Company, he has been selected as a candidate for Outside Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
9	Eiko Tomiya (October 31, 1963) New Appointment Outside Director Independent Director	<p>March 1986 Graduated Department of Russian Language, School of Foreign Language, Tokyo University of Foreign Studies</p> <p>April 1986 Joined Itoman Co., Ltd.</p> <p>August 1989 Temporary Employee, Television Niigata Network Co., Ltd. (interpretation, translation, explanation and international exchange, etc.)</p> <p>April 1994 Court Interpreter, Niigata District Court</p> <p>March 2002 Doctor, Completed Doctoral Course, Major in Multisocial Studies, Graduate School of Modern Society and Culture, Niigata University (Economics)</p> <p>April 2006 Assistant Professor, Associate Professor, Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen</p> <p>April 2010 Professor, Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen (to present)</p> <p>April 2014 Vice President in charge of Regional/International Affairs, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Professor, Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial, Niigata Sogo Gakuen • Vice President in charge of Regional/International Affairs, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen 	0	None
	<p>[Reasons for selecting the candidate for Outside Director]</p> <p>Although Eiko Tomiyama has not directly been involved in corporate management, she has mainly studied the global marketing field of the automobile industry, including those in emerging countries for many years, accumulating significant knowledge and experience as an expert in economy and business management. For these reasons, she is expected to be able to adequately perform the duties as an Outside Director. In the expectation that she will supervise the management of the Company, she has newly been selected as a candidate for Outside Director.</p>			

(Notes)

1. Candidate for Director, Hirotohi Takada, has the following special interests with the Company.
 - a. He concurrently serves as Chairman and Director of Thai Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
 - b. He concurrently serves as Chairman of Shanghai Nissei Display System Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
 - c. He concurrently serves as Chairman of Wuhan Nissei Display System Co., Ltd., with which the Company has business relationships, including the sales and purchases of products, and the Company provides loans thereto.
 - d. He concurrently serves as Chairman of Hong Kong Ek Chor Nissei Co., Ltd.
2. Candidate for Director, Makoto Okawa, has the following special interests with the Company.
 - a. He concurrently serves as Chairman of Dongguan Nissei Electronics Co., Ltd., with which the Company has business relationships, including the sales of products. The Company also provides loans thereto.
 - b. He concurrently serves as Chairman of Hong Kong Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts. The Company also provides loans thereto.
3. Candidate for Director, Koichi Sato, has the following special interests with the Company.
 - a. He concurrently serves as Chairman of the Board of Directors, Nippon Seiki De Mexico S.A. De C.V., with which the Company has business relationships, including the sales and purchases of products and parts. The Company also provides loans thereto.
 - b. He concurrently serves as Chairman of the Board of Directors, DaNang Nippon Seiki Co., Ltd.
4. Candidate for Director, Junichi Suzuki, concurrently serves as Chairman of Vietnam Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales of products.
5. Candidate for Director, Yuji Hirata, has the following special interests with the Company.

- a. He concurrently serves as Chairman, Taiwan Nissei Display System Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
 - b. He concurrently serves as Chairman, Nissei Display Sales and Development Co., Ltd. with which the Company has business relationships, including the sales of products.
6. Candidates for Director, Takashi Sakikawa and Eiko Tomiyama, have no special interests with the Company.
7. Takashi Sakikawa and Eiko Tomiyama are Candidates for Outside Director.
8. A Candidate for Director, Takashi Sakikawa, is nominated for Outside Director, has been designated as an Independent Director as set forth by the Tokyo Stock Exchange and notification thereof has been submitted to said Exchange. If Eiko Tomiyama is approved to assume office of Outside Director, the Company will designate her as an Independent Director as set forth by the Tokyo Stock Exchange.
9. The Company has agreements with Candidate for Outside Director, Takashi Sakikawa, to limit the liability for damages as prescribed in Article 423, Paragraph 1, of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount of liability stipulated in Article 425, Paragraph 1, of said Act. If the election of Takashi Sakikawa is approved, the Company will continue said agreement with each of him. In addition, if the election of Candidate for Outside Director, Eiko Tomiyama is approved, the Company will conclude an equivalent agreement with her.

Proposal 2: Election of Two (2) Audit & Supervisory Board Members

The term of office of Audit & Supervisory Board Member Masao Asano will expire at the conclusion of this Annual General Meeting of Shareholders, and Audit & Supervisory Board Member Takashi Komagata will resign at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of two (2) Audit & Supervisory Board Members is proposed.

This proposal has already received the consent of the Audit & Supervisory Board.

The candidates for Audit & Supervisory Board Members are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
1	Haruhiko Otaki (January 29, 1959) New Appointment	April 2003 Joined the Company April 2008 Senior Manager, Sourcing Development Dept., Sourcing Headquarters June 2013 Operating Officer June 2013 General Manager, Sourcing Dept., Sourcing Headquarters June 2014 Director June 2014 General Manager, Sourcing Supervisory Dept., Sourcing Headquarters April 2015 Chief of Headquarters, Sourcing Headquarters and General Manager, Sourcing Dept. June 2015 Senior Operating Officer (to present) October 2016 Chief of Headquarters, Sourcing Headquarters April 2018 Assistant to the President (to present)	2,800	None
[Reasons for selecting the candidate for Audit & Supervisory Board Member] Haruhiko Otaki has an extensive range of experience and achievements, including the execution of businesses in the division of sourcing. In addition, he assumed the office of Director in June 2014 and Senior Operating Officer in June 2015, thereby acquiring deep insight into corporate management. By utilizing his abundant experience and knowledge in the Company's audit, he is expected to properly perform his functions as Audit & Supervisory Board Member, and therefore he has been newly selected as a candidate for Audit & Supervisory Board Member.				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
2	Tatsuya Nagai (November 10, 1959) New Appointment	March 1982 Joined the Company May 1996 Director, Matto Nippon Seiki Co., Ltd. (currently NS Advantech Co., Ltd) March 2003 Senior Manager, Corporate Planning Management Dept., Management Headquarters November 2006 Senior Manager, Sales Promotion Dept., Business Headquarters October 2011 Senior Manager, India Business Office, Business Headquarters January 2013 Chief Engineer, Automotive Business Supervision Dept., Business Headquarters April 2014 Senior Manager, Internal Auditing Office (to present)	93,662	None
	<p>[Reasons for selecting the candidate for Audit & Supervisory Board Member] After having served as Director of a domestic subsidiary, Tatsuya Nagai has accumulated an extensive range of experience and achievements, including the execution of businesses in the Corporate Planning Management Department and the division of sales & marketing as well as the engagement in internal audit operations in the responsible position as Senior Manager, Internal Auditing Office. By utilizing his abundant experience and knowledge in the Company's audit, he is expected to property perform his functions as Audit & Supervisory Board Member, and therefore he has been newly selected as a candidate for Audit & Supervisory Board Member.</p>			

Proposal 3: Election of One (1) Substitute Audit & Supervisory Board Members

In order to avoid a situation where the number of Audit & Supervisory Board Members lacks the number stipulated by laws and regulations, the Company proposes to elect one (1) Substitute Audit & Supervisory Board Member in advance.

The validity of the election under this proposal may only be cancelled prior to the assumption of office based on resolution by the Board of Directors upon consent of the Audit & Supervisory Board.

This proposal has already received the consent of the Audit & Supervisory Board.

The candidate for Substitute Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
Ryuichi Shimamune (August 16, 1955)	April 1978 Joined Kanto-shinetsu National Tax Agency July 2009 Superintendent, Ojiya Tax Office July 2015 Manager, Investigation and Inspection Division, Kanto-shinetsu National Tax Agency August 2016 Established Ryuichi Shimamune Certified Tax Accountant Office October 2017 Representative Certified Tax Accountant, Saito & Shimamune Tax Accountants Corporation (to present)	
[Reasons for selecting the candidate for Substitute Outside Audit & Supervisory Board Member] Although Ryuichi Shimamune has not directly been involved in corporate management, he has expert knowledge and experience gained as a certified tax accountant through the engagement in administrative affairs relating to national tax. If he assumes office of Outside Audit & Supervisory Board Member, he is expected to utilize his abundant experience and knowledge in the Company's audit, and therefore he has been selected as a candidate for Substitute Outside Audit & Supervisory Board Member.		0

(Notes)

1. Ryuichi Shimamune has no special interests with the Company.
2. Ryuichi Shimamune is a Candidate for Substitute Outside Audit & Supervisory Board Member.
3. Ryuichi Shimamune satisfies the requirements of Independent Auditor as set forth by the Tokyo Stock Exchange. If he assumes office of Outside Audit & Supervisory Board Member, the Company will designate him as an Independent Auditor as set forth by the Tokyo Stock Exchange.
4. If Ryuichi Shimamune assumes office of Outside Audit & Supervisory Board Member, the Company will conclude an agreement with him to limit the liability for damages as prescribed in Article 423, Paragraph 1, of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount of liability stipulated in Article 425, Paragraph 1, of said Act.