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Securities code: 6997

June 5, 2019

NOTICE OF THE 72nd ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder,

You are cordially invited to attend the 72nd Ordinary General Meeting of Shareholders of Nippon Chemi-Con Corporation (the “Company”), which will be held as described hereunder.

If you are unable to attend the meeting, you may exercise your voting rights by writing or via the Internet, etc. Please review the attached Reference Materials for General Meeting of Shareholders and exercise your voting rights by 5:30 p.m., June 26, 2019 (Wednesday).

Sincerely yours,

Ikuo Uchiyama, President
NIPPON CHEMI-CON CORPORATION
5-6-4, Osaki, Shinagawa-ku, Tokyo, Japan

MEETING AGENDA

1. Date and Time: 10:00 a.m., June 27 (Thursday), 2019 (Reception starts at 9:00 a.m.)

2. Venue: Training Room of the Company (2F), Miyako Gotanda Bldg.
West Wing, 5-6-2, Osaki, Shinagawa-ku, Tokyo, Japan

3. Agenda:

Items to be reported:

1. Business report, consolidated financial statements and non-consolidated financial statements for the 72nd fiscal term (April 1, 2018 to March 31, 2019)
2. Audit reports of consolidated financial statements by Accounting Auditors and the Audit & Supervisory Board

Items to be proposed:

Proposal No. 1	Appropriation of Surplus
Proposal No. 2	Partial Amendments to the Articles of Incorporation
Proposal No. 3	Election of six (6) Directors
Proposal No. 4	Election of one (1) Audit & Supervisory Board Member
Proposal No. 5	Election of one (1) Substitute Audit & Supervisory Board Member

4. Instructions for Exercising Voting Rights:

- (1) To vote in writing, please indicate your approval or disapproval on the enclosed voting form and return the form to the Company by post to reach us by 5:30 p.m. on June 26, 2019 (Wednesday).
- (2) To vote via the Internet, please use the login ID and provisional password that are stated on the voting form on the website for exercising voting rights (<https://evote.tr.mufg.jp/>) and enter your approval or disapproval following the guidance on the screen, by 5:30 p.m. on June 26, 2019 (Wednesday).
- (3) If you vote both by voting form and via the Internet, we will treat only the vote submitted via the Internet as valid.
- (4) If you vote more than once via the Internet, we will treat only the most recent vote as valid. In addition, if you vote more than once via the PC, smartphone or mobile, we will treat only the most recent vote as valid.

Notes:

1. Attendees are requested to submit the voting form enclosed herewith to the reception desk when attending the meeting.
2. If we need to make any revision to the Reference Materials for General Meeting of Shareholders, business report, non-consolidated financial statements or consolidated financial statements, the Company will publish such revision on its website (<http://www.chemi-con.co.jp/>).

Reference Materials for General Meeting of Shareholders

Proposal and Reference Materials

Proposal No. 1: Appropriation of Surplus

We propose the appropriation of surplus as follows.

Year-end dividend

The Company's basic dividend policy is determined to make stable, continuous payment of dividends on a long-term basis, comprehensively taking into account internal reserves for future research, development and capital investment, non-consolidated and consolidated performance each year, and other factors.

Based on this policy, we propose the current year's dividend as follows.

The Company is planning to use other capital surplus as resources for this dividend.

(1) Dividend type

Cash

(2) Dividend per share and the total amount distributed to shareholders

30 yen per share of the Company's common stock

Total amount: 488,506,770 yen

(3) Effective date

June 28, 2019

Proposal No. 2: Partial Amendments to the Articles of Incorporation

1. Reason for proposal

The Company aims to clarify the roles of the Chairman and the President in the Board of Directors and facilitate business of the meetings by changing the convener and chairman of Board of Directors meetings to the Chairman. Accordingly, the Company proposes to make necessary amendments to Article 20 (Board of Directors) of the current Articles of Incorporation.

2. Details of amendments

Details of amendments are as follows:

(Underlined parts are amended.)

Current Articles of Incorporation	Articles of Incorporation after amendments
<p>Article 20. (Board of Directors)</p> <p>1. Board of Directors meetings shall be called and chaired by the <u>President</u> unless otherwise provided for by laws and regulations.</p> <p>In cases where the <u>President</u> is prevented from so acting, meetings shall be called and chaired by one of other Directors in the order determined in advance by the Board of Directors.</p> <p>2. A notice of calling of the Board of Directors meeting shall be dispatched to each Director and each Audit & Supervisory Board Member at least three days prior to the day of the meeting; provided, however, that in case of emergency, this period may be shortened.</p> <p>3. The resolution of a Board of Directors meeting shall be made by a majority of the Directors present at the meeting where the majority of the Directors are present.</p>	<p>Article 20. (Board of Directors)</p> <p>1. Board of Directors meetings shall be called and chaired by the <u>Chairman</u> unless otherwise provided for by laws and regulations.</p> <p>In cases where the <u>Chairman</u> is prevented from so acting, meetings shall be called and chaired by one of other Directors in the order determined in advance by the Board of Directors.</p> <p>2. (Unchanged)</p> <p>3. (Unchanged)</p>

Proposal No. 3: Election of six (6) Directors

The terms of office of all six (6) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we propose to elect six (6) Directors.

The candidates for Directors are as follows:

No.	Name (Date of Birth)	Brief Personal Profile, Position, Responsibility, and Significant Concurrent Positions	Number of Company Shares Owned
1	Ikuro Uchiyama (June 11, 1951) Reappointment	<p>April 1977 Joined Nippon Chemi-Con Corp.</p> <p>July 1997 Plant Manager of Niigata Plant, KDK Corp.</p> <p>October 1999 Plant Manager of Niigata Plant, Material- Division Headquarters</p> <p>June 2001 Director, in charge of Administration Dept., Personnel Dept., and Material Procurement Dept.</p> <p>September 2002 Director, Division Manager of Material- Division Headquarters, in charge of Administration Dept., Personnel Dept., Material Procurement Dept., and Environment Dept.</p> <p>June 2003 President (COO), in charge of Administration Dept., Personnel Dept., and Internal Audit Dept.</p> <p>June 2004 President (COO), in charge of Corporate Planning Dept., and Internal Audit Dept.</p> <p>April 2005 President (COO), in charge of Corporate Planning Dept., SCM Promotion Dept., and Internal Audit Dept.</p> <p>June 2005 President, in charge of Corporate Planning Dept., SCM Promotion Dept., and Internal Audit Dept.</p> <p>October 2007 President, in charge of Corporate Planning Dept., Internal Control Promotion Dept., and Internal Audit Dept.</p> <p>April 2011 President, in charge of Internal Control Promotion Dept., and Internal Audit Dept.</p> <p>December 2012 President, in charge of Internal Audit Dept.</p> <p>June 2014 President and Chief Executive Officer, in charge of Internal Audit Dept. (current)</p> <p>(Significant concurrent position) Director, Europe Chemi-Con (Deutschland) GmbH</p>	12,900
<p>[Reasons for nomination as a candidate for Director] Ikuro Uchiyama has been engaged in the material divisions for many years, via serving as Plant Manager of Niigata Plant of the Company and then as Director, and he has served as the President of the Company, and has abundant experience in business and corporate management of the Group. Making use of this experience, the Company can expect that he will adequately fulfill his role as a Director in decisions on important matters and supervision of execution of business of the Group, and accordingly the Company requests his continuing appointment as Director.</p> <p>[Rate of attendance at Board of Directors meetings in fiscal 2018] 20 out of 20 meetings (100%)</p>			

No.	Name (Date of Birth)	Brief Personal Profile, Position, Responsibility, and Significant Concurrent Positions	Number of Company Shares Owned
2	Norio Kamiyama (April 1, 1959) Reappointment	<p>April 1983 Joined Nippon Chemi-Con Corp.</p> <p>November 2004 Department Manager of Ceramic and Film Capacitor Engineering Dept. in Technical, R&D Headquarters</p> <p>April 2006 Department Manager of Ceramic and Film Capacitor Engineering Dept. in Technical, R&D Headquarters and Department Manager of DLCAP Design Dept. in Supercapacitor Division Headquarters</p> <p>October 2006 Deputy Division Manager of Quality Assurance Headquarters</p> <p>August 2009 Division Manager of Quality Assurance Headquarters</p> <p>April 2011 Division Manager in Quality Assurance, Quality Assurance Headquarters</p> <p>June 2012 Director, CQO and General Manager of Quality Assurance Headquarters</p> <p>June 2013 Director, CTO and General Manager of R&D Headquarters</p> <p>June 2014 Senior Executive Officer, CTO and General Manager of R&D Headquarters</p> <p>April 2016 Senior Executive Officer, CTO and Division Manager of R&D Headquarters and Officer in charge of Solid Devices Business (Ceramic Capacitor, Varistor, Film Capacitor, Coil) in Product Business Management</p> <p>June 2018 Director, Senior Executive Officer, CTO and Division Manager of R&D Headquarters and Officer in charge of Solid Devices Business (Ceramic Capacitor, Varistor, Film Capacitor, Coil) in Product Business Management (current)</p>	1,800
<p>[Reasons for nomination as a candidate for Director]</p> <p>Norio Kamiyama, who has been engaged in engineering, technical and quality assurance fields for many years, is currently also in charge of the Solid Devices Business. He has abundant experience in business and corporate management of the Group. Making use of this experience, the Company can expect that he will adequately fulfill his role as a Director in decisions on important matters and supervision of execution of business of the Group, and accordingly the Company requests his continuing appointment as Director.</p> <p>[Rate of attendance at Board of Directors meetings in fiscal 2018] 20 out of 20 meetings (100%)</p>			

No.	Name (Date of Birth)	Brief Personal Profile, Position, Responsibility, and Significant Concurrent Positions	Number of Company Shares Owned
3	Syuuichi Shiraishi (February 14, 1956) Reappointment	<p>April 1979 Joined Nippon Chemi-Con Corp. July 1995 Department Manager of Planning Dept. June 1999 Managing Director of Marcon Electronics Co., Ltd. September 2002 Department Manager of New Products Sales Promotion Dept. II in Sales Headquarters and Department Manager of Logistics Dept., Nippon Chemi-Con Corp. and Managing Director of Marcon Electronics Co., Ltd. February 2003 Department Manager of New Products Sales Promotion Dept. II in Sales Headquarters and Department Manager of Logistics Dept. July 2005 Department Manager of Division Planning Dept., Capacitor Division Headquarters June 2008 Director, Deputy Division Manager of Capacitor Division Headquarters February 2009 Director, General Manager of Production Headquarters March 2009 Director of Nippon Chemi-Con Corp. and Vice President of Samyoung Electronics Co., Ltd. January 2013 Director, General Manager of Planning Headquarters June 2014 Director and Senior Executive Officer, General Manager of Planning Headquarters April 2016 Director and Senior Executive Officer, Division Manager of Sales Headquarters and Officer in charge of Management Strategy Dept. June 2016 Director and Managing Executive Officer, Division Manager of Sales Headquarters and Officer in charge of Management Strategy Dept. (current)</p> <p>(Significant concurrent positions) Director, United Chemi-Con, Inc. Director, Hong Kong Chemi-Con Ltd. Director, Singapore Chemi-Con (Pte.) Ltd.</p>	3,200
<p>[Reasons for nomination as a candidate for Director] Syuuichi Shiraishi has been engaged in the planning, sales and production divisions, etc., and via serving as the President of a subsidiary of the Company, he has served as the Director of the Company. He has abundant experience in business and corporate management of the Group. Making use of this experience, the Company can expect that he will adequately fulfill his role as a Director in decisions on important matters and supervision of execution of business of the Group, and accordingly the Company requests his continuing appointment as Director.</p> <p>[Rate of attendance at Board of Directors meetings in fiscal 2018] 20 out of 20 meetings (100%)</p>			

No.	Name (Date of Birth)	Brief Personal Profile, Position, Responsibility, and Significant Concurrent Positions		Number of Company Shares Owned	
4	Yoshifumi Minegishi (November 28, 1957) Reappointment	April	1980	Joined Nippon Chemi-Con Corp.	4,200
		July	2001	Plant Manager of Niigata Plant, Material Division Headquarters	
		July	2003	Senior Division Manager of Material Division Headquarters and Plant Manager of Takahagi Plant	
		June	2005	Director, Division Manager of Material Division Headquarters	
		July	2007	Director, Division Manager of Production Engineering Headquarters and Division Manager of Material Division Headquarters	
		April	2008	Director, Division Manager of Production Facilities Engineering Headquarters and Division Manager of Material Division Headquarters	
		April	2011	Director, Division Manager of Material Division Headquarters	
		June	2013	Executive Managing Director, Division Manager of Material Division Headquarters	
		June	2014	Director and Managing Executive Officer, Division Manager of Material Division Headquarters	
April	2016	Director and Managing Executive Officer, Division Manager of Product Business Management (current)			
(Significant concurrent positions) Director, Chemi-Con Materials Corp. President, Chemi-Con Fukushima Corp.					
[Reasons for nomination as a candidate for Director] Yoshifumi Minegishi has been engaged in the material divisions for many years, and via serving as Plant Manager of Niigata Plant and then Takahagi Plant of the Company, he has served as the Director of the Company. He has abundant experience in business and corporate management of the Group. Making use of this experience, the Company can expect that he will adequately fulfill his role as a Director in decisions on important matters and supervision of execution of business of the Group, and accordingly the Company requests his continuing appointment as Director. [Rate of attendance at Board of Directors meetings in fiscal 2018] 20 out of 20 meetings (100%)					
5	Hideaki Takahashi (January 29, 1946) Reappointment Outside Independent officer	June	1990	Associate Professor, Faculty of Engineering, Hokkaido University	0
		June	1994	Professor, Graduate School of Engineering, Hokkaido University	
		April	2008	Professor Emeritus at Hokkaido University, President of Asahikawa National College of Technology	
		April	2014	Professor Emeritus at Hokkaido University, Professor Emeritus at Asahikawa National College of Technology (current)	
		June	2014	Outside Director of Nippon Chemi-Con Corp. (current)	
		March	2018	Director and Vice President of The Electrochemical Society of Japan (current)	
[Reasons for nomination as a candidate for Outside Director] Hideaki Takahashi had no experience in corporate management before assuming the office of Director of the Company but is specialized in capacitor materials that the Company uses for its business operations. He has extensive knowledge and experience gained as a university professor over a long period of time. Accordingly, he is considered to be fully capable of carrying out job responsibilities as Outside Director. He assumed office as Outside Director of the Company in June 2014. He will have been in this position for five years at the time when this General Meeting of Shareholders ends. [Rate of attendance at Board of Directors meetings in fiscal 2018] 20 out of 20 meetings (100%)					

No.	Name (Date of Birth)	Brief Personal Profile, Position, Responsibility, and Significant Concurrent Positions	Number of Company Shares Owned
6	Kinya Kawakami (November 20, 1951) Reappointment Outside Independent officer	<p>April 1976 Joined The Yokohama Rubber Co., Ltd.</p> <p>January 2003 Head of Tire Materials Development Dept., The Yokohama Rubber Co., Ltd.</p> <p>June 2005 Head of Research Dept., The Yokohama Rubber Co., Ltd.</p> <p>June 2008 Director and Corporate Officer, in charge of Procurement Division, Head of R&D Center, The Yokohama Rubber Co., Ltd.</p> <p>June 2010 Director and Corporate Officer, Head of R&D Center, Head of Global Procurement Division, The Yokohama Rubber Co., Ltd.</p> <p>June 2011 Director and Managing Corporate Officer, in charge of Global Human Resources Division, Head of Corporate Social Responsibility Division, The Yokohama Rubber Co., Ltd.</p> <p>March 2012 Director and Managing Corporate Officer, Head of Corporate Social Responsibility Division, Head of R&D Center, The Yokohama Rubber Co., Ltd.</p> <p>March 2014 Corporate adviser of The Yokohama Rubber Co., Ltd., and President of Hamagomu Real Estate Co., Ltd.</p> <p>June 2015 Outside Director of Nippon Chemi-Con Corp., Corporate adviser of The Yokohama Rubber Co., Ltd., and President of Hamagomu Real Estate Co., Ltd.</p> <p>March 2016 Outside Director of Nippon Chemi-Con Corp. and Corporate adviser of The Yokohama Rubber Co., Ltd.</p> <p>November 2016 Outside Director of Nippon Chemi-Con Corp. (current)</p>	0
<p>[Reasons for nomination as a candidate for Outside Director] Kinya Kawakami has been involved in extensive management activities of The Yokohama Rubber Co., Ltd. (e.g., Procurement, Research and CSR divisions) and has abundant experience and insight. With the experience and insight, he is expected to be able to supervise the Company's management activities from an objective standpoint, and accordingly the Company requests his appointment as Outside Director. He assumed office as Outside Director of the Company in June 2015. He will have been in this position for four years at the time when this General Meeting of Shareholders ends.</p> <p>[Rate of attendance at Board of Directors meetings in fiscal 2018] 20 out of 20 meetings (100%)</p>			

Notes:

1. There are no special interest relationships between any of the candidates and the Company.
2. Hideaki Takahashi and Kinya Kawakami are candidates for Outside Director.
3. The Company has submitted a notice to Tokyo Stock Exchange, Inc. that Hideaki Takahashi and Kinya Kawakami are independent officers.
4. The Company has made an agreement with Hideaki Takahashi and Kinya Kawakami regarding the limitation of liability in accordance with Article 427, Paragraph 1 of the Companies Act. The amount of their individual liability as Outside Director is the minimum amount stipulated in Article 425, Paragraph 1 of the said Act. If the elections of Hideaki Takahashi and Kinya Kawakami are approved, the said agreement between them and the Company will continue to remain valid.

Proposal No. 4: Election of one (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member, Toyoji Aida, will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we propose to elect one (1) Audit & Supervisory Board Member.

We have obtained the consent of the Audit & Supervisory Board in connection with this proposal.

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

Name (Date of Birth)	Brief Personal Profile and Significant Concurrent Positions	Number of Company Shares Owned
<p style="text-align: center;">Shuji Ota (December 16, 1951)</p> <p style="text-align: center;">New appointment Outside Independent officer</p>	<p>October 1975 Joined Showa Century Ota Showa & Co. (currently Ernst & Young ShinNihon LLC)</p> <p>July 2000 Senior Partner of Century Ota Showa & Co.</p> <p>January 2006 Examiner of Certified Public Tax Accountant Examination</p> <p>July 2013 Established Shuji Ota CPA Office Head of Shuji Ota CPA Office (current)</p> <p>April 2017 External Director of Tri Chemical Laboratories Inc. (current)</p> <p>June 2017 Auditor of Japan International Broadcasting Inc. (current)</p> <p>(Significant concurrent positions) Head of Shuji Ota CPA Office External Director of Tri Chemical Laboratories Inc. Auditor of Japan International Broadcasting Inc.</p>	0
<p>[Reasons for nomination as a candidate for Outside Audit & Supervisory Board Member] Shuji Ota has knowledge concerning finance and accounting gained through a long-term experience as a certified public accountant, as well as through serving an Examiner of Certified Public Tax Accountant Examination, etc. With his abundant experience and knowledge, he is expected to be able to supervise the Company's management activities from an objective standpoint, and accordingly the Company requests his appointment as an Outside Audit & Supervisory Board Member.</p>		

Notes:

1. There is no special interest relationship between the candidate and the Company.
2. Shuji Ota is a candidate for Outside Audit & Supervisory Board Member.
3. The Company has submitted a notice to Tokyo Stock Exchange, Inc. that Shuji Ota is an independent officer.
4. Shuji Ota used to work for an audit corporation, which is the Accounting Auditor of the Company; however, he had never been engaged in auditing services of the Company. In addition, it has been already six years since his retirement from the audit corporation in June 2013; and there is no business relationship between the CPA office that he established and the Company. Therefore, the Company determined that he is capable of supervising the Company's management activities from an independent and objective standpoint.
5. If the election of Shuji Ota is approved, the Company will enter into an agreement with him regarding the limitation of liability in accordance with Article 427, Paragraph 1 of the Companies Act. The amount of his individual liability as Outside Audit & Supervisory Board Member under this agreement is the minimum amount stipulated in Article 425, Paragraph 1 of the said Act.

Proposal No. 5: Election of one (1) Substitute Audit & Supervisory Board Member

To avoid a situation where the number of Audit & Supervisory Board Members falls below the minimum number provided by laws and regulations, we propose that one (1) Substitute Audit & Supervisory Board Member be elected in advance.

We have obtained the consent of the Audit & Supervisory Board in connection with this proposal.

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

Name (Date of Birth)	Brief Personal Profile and Significant Concurrent Positions	Number of Company Shares Owned
Minoru Takahashi (October 9, 1951)	December 1985 Acquired license as a certified public tax accountant March 1986 Established Minoru Takahashi Tax Accountant Office Head of Minoru Takahashi Tax Accountant Office (current) June 2005 Director, Tokyo Certified Public Tax Accountants' Association June 2013 Head of Hongo Branch, Tokyo Certified Public Tax Accountants' Association (Significant concurrent positions) Head of Minoru Takahashi Tax Accountant Office	0
Outside Independent officer	[Reasons for nomination as a candidate for Substitute Outside Audit & Supervisory Board Member] Minoru Takahashi has no experience in corporate management, but has a long-term and extensive experience as a certified public tax accountant. He was formerly a Director of the Tokyo Certified Public Tax Accountants' Association and the head of its branch office. With his abundant experience and insight, he is expected to be able to supervise the Company's management activities from an objective standpoint, and accordingly the Company requests his appointment as a Substitute Outside Audit & Supervisory Board Member.	

Notes:

1. There is no special interest relationship between the candidate and the Company.
2. Minoru Takahashi is a candidate for Substitute Outside Audit & Supervisory Board Member.
3. Minoru Takahashi satisfies the requirements for an independent officer, and if he assumes the office of Audit & Supervisory Board Member, the Company will submit a notification to the Tokyo Stock Exchange, Inc. that he is an independent officer.
4. If Minoru Takahashi assumes the office of Audit & Supervisory Board Member, the Company will enter into an agreement with him regarding the limitation of liability in accordance with Article 427, Paragraph 1 of the Companies Act. The amount of his individual liability as Substitute Outside Audit & Supervisory Board Member under this agreement is the minimum amount stipulated in Article 425, Paragraph 1 of the said Act.