[Translation]

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Securities code: 9987
June 3, 2015

To our shareholders:

Hiroshi Ota
President and CEO
SUZUKEN CO., LTD.
8 Higashikataha-machi Higashi-ku, Nagoya

NOTICE OF THE 69th GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 69th General Meeting of Shareholders of SUZUKEN CO., LTD. (the "Company") on June 25, 2015, which will be held as described hereunder.

Meeting Details

1. Date and Time: Thursday, June 25, 2015 at 10:00 a.m. (Japan Standard Time)

2. Venue: **8 Higashikataha-machi Higashi-ku, Nagoya**
SUZUKEN Head Office, 2F Hall

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 69th fiscal year from April 1, 2014 to March 31, 2015 and Reports of Audit on the Consolidated Financial Statements by Financial Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 69th Fiscal Year (from April 1, 2014 to March 31, 2015)

Items to be resolved:

Proposal 1: Election of Eight (8) Directors
Proposal 2: Election of One (1) Audit & Supervisory Board Member
Proposal 3: Election of One (1) Alternate Audit & Supervisory Board Member

If any changes have been made to items in the Reference Document for the General Meeting of Shareholders, such changes will be posted on the Company's website. (Japanese only)
SUZUKEN website: http://www.suzuken.co.jp

[Translation]

Reference Document for the General Meeting of Shareholders

Proposals and Reference Information

Proposal 1: Election of Eight (8) Directors

As the terms of office of all 8 members of the Board are to expire at the conclusion of this General Meeting of Shareholders, the Company proposes to elect eight (8) members of the Board of Directors.

The candidates are as follows:

(New candidates: *)

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions		Number of the Company's shares held	Attendance at meetings of the Board of Directors
1	Yoshiki Bessho (May 27, 1943)	Apr. 1966	Joined The Tokai Bank, Limited (current The Bank of Tokyo-Mitsubishi UFJ, Ltd.)	1,864,204	23/24
		Mar. 1970	Joined the Company		
		Aug. 1970	Director of the Company		
		Jan. 1973	Managing Director of the Company		
		Dec. 1973	Senior Director of the Company		
		Apr. 1975	Representative Senior Director of the Company		
		Jun. 1983	President of the Company		
		Jun. 2004	President and Chief Executive Officer of the Company		
		Apr. 2007	Chairman and Executive Officer of the Company (current post)		
2	Hiroshi Ota (Feb. 5, 1949)	Mar. 1967	Joined the Company	12,207	24/24
		Jun. 1997	General Manager for Yokohama Sales Dept. of the Company		
		Jun. 2000	Director of the Company		
		Jun. 2001	Director, Deputy Senior General Manager of Sales Headquarters, General Manager of Sales Promotion of the Company		
		Jun. 2003	Managing Director of the Company		
		Jun. 2004	Director, Managing Executive Officer of the Company		
		Jun. 2005	Director, Senior Executive Officer of the Company		
		Apr. 2007	President and Chief Executive Officer of the Company (current post)		

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions		Number of the Company's shares held	Attendance at meetings of the Board of Directors
3	Hiromi Miyata (Apr. 24, 1960)	Apr. 1984	Joined the Company	11,165	24/24
		Jun. 2008	Executive Officer of the Company		
		Apr. 2009	Executive Officer , General Manager of Corporate Planning Dept. of the Company		
		Apr. 2011	Managing Executive Officer of the Company (non-director)		
		Apr. 2012	Senior Executive Officer of the Company (non-director)		
		Jun. 2012	Director, Senior Executive Officer of the Company		
		Apr. 2013	Director, Senior Executive Officer, Senior General Manager of Corporate Planning Headquarters, General Manager of Corporate Planning Dept. of the Company		
		Apr. 2014	Director, Senior Executive Officer, Senior General Manager of Corporate Planning Headquarters of the Company		
		Apr. 2015	Director, Vice President and Executive Officer, Senior General Manager of Corporate Planning Headquarters of the Company (current post)		
4	Nobuo Suzuki (Dec. 27, 1951)	Mar. 1975	Joined the Company	12,049	24/24
		Apr. 2000	General Manager of Kenz Product Development Dept. of the Company		
		Jun. 2001	Director, Senior General Manager of Product Development and Marketing Headquarters, General Manager of Kenz Product Development Dept. of the Company		
		Jun. 2003	Managing Director of the Company		
		Jun. 2004	Director, Managing Executive Officer of the Company		
		Jun. 2005	Director, Senior Executive Officer of the Company (current post)		
		Apr. 2007	Director, Senior Executive Officer, Senior General Manager of Product Development and Marketing Headquarters of the Company (current post)		

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions		Number of the Company's shares held	Attendance at meetings of the Board of Directors
5	Keiji Yoza (Feb. 10, 1952)	Mar. 1970 Jun. 2000 Jun. 2006 Apr. 2006 Apr. 2014 Jun. 2014	Joined the Company General Manager of Kagoshima Sales Dept. of the Company Executive Officer of the Company Managing Executive Officer of the Company (non-director) Senior Executive Officer (non-director), Senior General Manager of Sales Headquarters of the Company Director, Senior Executive Officer, Senior General Manager of Sales Headquarters of the Company (current post)	14,226	19/19
6	* Shigeru Asano (Aug. 4, 1966)	Apr. 1990 Jun. 2009 Jul. 2010 Apr. 2014 Apr. 2015	Joined the Company Executive Officer of the Company Executive Officer , Senior General Manager of Supply Chain Management Headquarters of the Company Managing Executive Officer (non-director), Senior General Manager of Supply Chain Management Headquarters of the Company Senior Executive Officer (non-director), Senior General Manager of Corporate Planning Headquarters, In charge of Pharmaceutical Regulatory Affairs Dept., and CSR Promotion Office of the Company (current post)	4,385	—

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held	Attendance at meetings of the Board of Directors
7	(Outside Director) Keisuke Ueda (Jan. 18, 1942)	Oct. 1962 Joined Goryoda Motoo Certified Public Accountant Office Mar. 1964 Joined Imai Tomio Certified Public Accountant Office Dec. 1968 Joined Marunouchi & Co. (current Deloitte Touche Tohmatsu LLC) as founder Dec. 1972 Representative Partner of Marunouchi & Co. Apr. 1988 Merged with Sanwa & Co. / Tohmatsu Awoki & Co. Managing Partner for Nagoya Regional Operations Feb. 1990 Merged with Mita Audit Corporation and changed the company name to Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC) May 1991 Managing Representative Partner of Headquarters office of Deloitte Touche Tohmatsu LLC Apr. 1998 Auditor-Secretary of the Hibi Science & Technology Foundation (current post) May 1999 Senior Representative Partner of Headquarters Office of Deloitte Touche Tohmatsu LLC, Representative Partner for Nagoya Regional Operations Apr. 2000 Auditor-Secretary of Koshiyama Science and Technology Foundation (current post) May 2001 Chairman of Headquarters Office of Management Meetings of Deloitte Touche Tohmatsu LLC Oct. 2001 Inspector of Public Interest Incorporated Foundation Sanko Museum (current post) Mar. 2006 Resigned from the Representative Partner of Deloitte Touche Tohmatsu LLC Apr. 2006 Founded Ueda Keisuke Certified Public Accountant Office (current post) Sep. 2006 Regional Advisor of Deloitte Touche Tohmatsu LLC. Jan. 2012 Retired from the Regional Advisor of Tohmatsu & Co. Jun. 2012 Outside Director of the Company (current post) Dec. 2012 Outside Statutory Auditor, TOKAN Co., Ltd. (current post) [Important Concurrent Positions] Certified Public Accountant Outside Statutory Auditor, TOKAN Co., Ltd.	0	24/24

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held	Attendance at meetings of the Board of Directors
8	(Outside Director) * Toshiaki Iwatani (Jan. 20, 1962)	Apr. 1992 Joined Ushida/Shirahase Law Office Jun. 1994 Outside Audit & Supervisory Board Member of the Company (current post) Oct. 2000 Founded Aska Law Offices (current post) Apr. 2009 Professor, Konan University Law School (current post) Apr. 2013 Visiting Professor, Osaka University Law School (current post) May 2013 Specially Appointed Professor, Osaka University Intellectual Property Center (current post) [Important Concurrent Positions] Attorney	0	24/24 Attendance at meetings of the Audit & Supervisory Board: 16/16

Notes:
1. There are no special conflicts of interests between the Company and the candidate.
2. The candidates Mr. Keisuke Ueda and Mr. Toshiaki Iwatani are candidates for Outside Directors of the Company.
3. The Company notified the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Sapporo Stock Exchange that Mr. Keisuke Ueda and Mr. Toshiaki Iwatani are independent officers of the Company as stipulated in each regulation of the said Exchanges. Provided they are re-elected as proposed, they will continue their service for the Company as independent officers.
4. Mr. Keisuke Ueda is nominated as a candidate for Outside Director because we can anticipate that he will continue to provide independent oversight and his high level of expertise as a certified public accountant will be reflected in the decision-making and management of the Company from an independent and neutral perspective.
5. Mr. Toshiaki Iwatani is nominated as a candidate for Outside Director because we can expect that his high level of expertise as an attorney will be reflected in the management of the Company from an independent and neutral perspective. For this reason, the Company believes that he can suitably perform the duties of the position although he has not been involved in the management of a company.
6. Mr. Keisuke Ueda will have served as an Outside Director for a period of three (3) years as of the conclusion of this General Meeting of Shareholders.
7. Mr. Toshiaki Iwatani will have served as an Audit & Supervisory Board Member for a period of twenty one (21) years as of the conclusion of this General Meeting of Shareholders.
8. The Company amended the Articles of Incorporation enabling the Company to enter into an agreement with Outside Directors and Outside Audit & Supervisory Board Members limiting their liability through a resolution of the 60th General Meeting of Shareholders held on June 29, 2006. Pursuant to this amendment of the Articles of Incorporation, the Company has entered into such agreement limiting liability with Mr. Keisuke Ueda.
   If the election of Mr. Keisuke Ueda and Mr. Toshiaki Iwatani is approved, the Company shall continue the agreement limiting liability with Mr. Keisuke Ueda. The Company intends to enter into the agreement limiting liability with Mr. Toshiaki Iwatani.
   The following is an outline of the agreement limiting liability:
   (Agreement Limiting Liability with Outside Directors)
   The Company, once, has entered into agreements with Outside Directors that limit their liabilities for damages caused by their dereliction of duty under Article 423, paragraph 1 of the Companies Act of Japan, in accordance with Article 427, paragraph 1 of the Companies Act and the Article 28 of the Articles of Incorporation of the Company unless their misconducts made by the Outside Director is on purpose or significant materiality.
   In this case, the maximum liability amount is the minimum amount stipulated by the Companies Act, Article 425, paragraph 1.
9. The Company conducted a stock split of common stock at a ratio of 1 for 1.1 with an effective date of April 1, 2015. The Number of the Company's shares held stated above are numbers after the stock split.

Proposal 2: Election of One (1) Audit & Supervisory Board Member

The terms of office of one (1) Audit & Supervisory Board Member (Toshiaki Iwatani) will expire and resign at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the shareholders to elect one (1) Audit & Supervisory Board Member.
The Audit & Supervisory Board has consented to this proposal.
The candidates are as follows:
(New candidates: *)

Name (Date of birth)	Career summary, positions in the Company, and important concurrent positions		Number of the Company's shares held
(Outside Audit & Supervisory Board Member) * Toru Muranaka (Jun. 3, 1965)	Apr. 1995	Joined Daiichi Law Office (current Daiichi Law Office, P.C.)	0
	Dec. 2007	Partner of Daiichi Law Office, P.C. (current post)	
	May 2014	Outside Audit & Supervisory Board Member of Furuno Electric Co., Ltd. (current post)	
	[Important Concurrent Positions] Attorney Outside Audit & Supervisory Board Member of Furuno Electric Co., Ltd.		

Notes:
1. There are no special conflicts of interests between the Company and the candidate.
2. Mr. Toru Muranaka is a candidate for Outside Audit & Supervisory Board Member.
3. If the election of Mr. Toru Muranaka is approved, he will be an independent officer of the company as stipulated in each regulation of the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Sapporo Stock Exchange.
4. Mr. Toru Muranaka is nominated as a candidate for Outside Audit & Supervisory Board Member because we can expect that his high level expertise as an attorney will be reflected in the audit of the Company objectively from an independent and neutral perspective based on his knowledge.
   For this reason, the Company believes that he can suitably perform the duties of the position although he has not been involved in the management of a company.
5. The Company amended the Articles of Incorporation enabling the Company to enter into an agreement with Outside Audit & Supervisory Board Member limiting their liability through a resolution of the 60th General Meeting of Shareholders held on June 29, 2006.
   If the election of Mr. Toru Muranaka is approved, the Company intends to enter into the agreement limiting liability with him.
   The following is an outline of the agreement limiting liability:
   (Agreement Limiting Liability with Outside Audit & Supervisory Board Member)
   The Company, once, has entered into agreements with Outside Audit & Supervisory Board Member that limit their liabilities for damages caused by their dereliction of duty under Article 423, paragraph 1 of the Companies Act of Japan, in accordance with Article 427, paragraph 1 of the Companies Act and the Article 36 of the Articles of Incorporation of the Company unless their misconducts made by the Outside Audit & Supervisory Board Member is on purpose or significant materiality.
   In this case, the maximum liability amount is the minimum amount stipulated by Article 425, paragraph 1 of the Companies Act.

Proposal 3: Election of One (1) Alternate Audit & Supervisory Board Member

In order to prepare for a case in which the number of Audit & Supervisory Board Members falls short of the number stipulated by laws and regulations, as its stipulated at Companies Act of Article 329, paragraph 3, the election of One (1) Alternative Audit & Supervisory Board Members is proposed.

Note that the effectiveness of appointment of the Alternate Audit & Supervisory Board Members is until the commencement of the General Meeting of Shareholders after the approval of this proposal.

The Audit & Supervisory Board has consented to this proposition.

The candidates are as follows:

Name (Date of birth)	Career summary, positions in the Company, and important concurrent positions		Number of the Company's shares held
Meiji Kato (Jan. 1, 1941)	Apr. 1963	Joined Kasukabe Takemaru Certified Public Accountant Office	0
	May 1968	Joined Tohmatsu Awoki & Co. (current Deloitte Touche Tohmatsu LLC) as it was founded	
	Jul. 1988	Representative Partner of Deloitte Touche Tohmatsu LLC	
	Dec. 2005	Resigned from the Representative Partner of Deloitte Touche Tohmatsu LLC	
	Jan. 2006	Regional Advisor of Deloitte Touche Tohmatsu LLC	
	Apr. 2006	Auditor-Secretary of Mitsubishi UFJ Foundation (Public Interest Incorporated Foundation) (current post)	
	Apr. 2006	Auditor-Secretary of Mitsubishi UFJ Environment Foundation (Public Interest Incorporated Foundation) (current post)	
	Dec. 2010	Retired from the Regional Advisor of Deloitte Touche Tohmatsu LLC	
	Jan. 2011	Founded Kato Meiji Certified Public Accountant Office (current post)	
	Jun. 2011	Outside Corporate Auditor of K.K. Esuka (current post)	
	Important Concurrent Positions Certified Public Accountant		

Notes:
1. There are no special conflicts of interests between the Company and the candidate.
2. Mr. Meiji Kato is a candidate for Alternate Outside Audit & Supervisory Board Member.
3. If the election of Mr. Meiji Kato is approved, he will be an independent officer of the company as stipulated in each regulation of the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Sapporo Stock Exchange.
4. Mr. Meiji Kato is nominated as a candidate for Outside Audit & Supervisory Board Member because we can anticipate that he will provide his high level of expertise as a certified public accountant will be reflected in the audit of the Company objectively from an independent and neutral perspective based on his knowledge.
   For this reason, the Company believes that he can suitably perform the duties of the position although he has not been involved in the management of a company.
5. The Company amended the Articles of Incorporation enabling the Company to enter into an agreement with Outside Audit & Supervisory Board Member limiting their liability through a resolution of the 60th General Meeting of Shareholders held on June 29, 2006.
   If the election of Mr. Meiji Kato is approved, the Company intends to enter into the agreement limiting liability with him.
   The following is an outline of the agreement limiting liability:
   (Agreement Limiting Liability with Outside Audit & Supervisory Board Members)
   The Company, once, has entered into agreements with Outside Audit & Supervisory Board Member that limit their liabilities for damages caused by their dereliction of duty under Article 423, paragraph 1 of the Companies Act of Japan, in accordance with Article 427, paragraph 1 of the Companies Act and the Article 36 of the Articles of Incorporation of the Company unless their misconducts made by

the Outside Audit & Supervisory Board Member is on purpose or significant materiality.
In this case, the maximum liability amount is the minimum amount stipulated by Article 425, paragraph 1 of the Companies Act.