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Securities Code: 6920
September 5, 2016

To Our Shareholders:

Osamu Okabayashi
President & Representative Director
Lasertec Corporation
2-10-1 Shin-yokohama, Kohoku-ku,
Yokohama, Kanagawa

Notice of the 54th Ordinary General Meeting of Shareholders

You are cordially invited to attend the 54th Ordinary General Meeting of Shareholders of Lasertec Corporation (the "Company"), which will be held as indicated below.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the Internet. After reviewing the following Reference Documents for General Meeting of Shareholders, please exercise your voting rights either by indicating your approval or disapproval in the enclosed voting form and returning it, or by entering your approval or disapproval using the voting website designated by the Company (http://www.evote.jp/), so that your vote is received by 5:30 p.m. on Tuesday, September 27, 2016.

1. Date and Time Wednesday, September 28, 2016, at 3:00 p.m. (Registration starts at 2:00 p.m.)

2. Venue Large Conference Room, 6th floor, head office of the Company
2-10-1 Shin-yokohama, Kohoku-ku, Yokohama, Kanagawa, Japan

3. Purpose of the Meeting

Matters to be reported

1. The Business Report and the Consolidated Financial Statements for the 54th fiscal year (from July 1, 2015 to June 30, 2016), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 54th fiscal year (from July 1, 2015 to June 30, 2016)

Matters to be resolved

Proposal No. 1 Appropriation of Surplus
Proposal No. 2 Election of Eight (8) Directors
Proposal No. 3 Election of Three (3) Audit & Supervisory Board Members
Proposal No. 4 Election of One (1) Substitute Audit & Supervisory Board Member
Proposal No. 5 Revision of Compensation Amount for Audit & Supervisory Board Members
Proposal No. 6 Payment of Bonuses to Officers

- When you attend the meeting, you are kindly requested to present the enclosed voting form to the receptionist at the registration.
- If any changes are made to the Business Report, the Consolidated Financial Statements or the Non-consolidated Financial Statements attached to this Notice and the Reference Documents for General Meeting of Shareholders, such changes will be posted on the Company's website (http://www.lasertec.co.jp/)*.

* In Japanese language only

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

Year-end dividends

The Company's basic policy concerning its dividends is to flexibly pay dividends based on performance while maintaining a stable profit return, with a consolidated dividend payout ratio guideline of 35%.

In accordance with this basic policy, the Company proposes to pay year-end dividends for the fiscal year under review as follows:

(1) Type of dividend property

Cash

(2) Allotment of dividend property and total amount thereof

¥51 per common share of the Company

Total payment: ¥1,149,784,800

(3) Effective date of dividends of surplus

September 29, 2016

Proposal No. 2 Election of Eight (8) Directors

At the conclusion of this meeting, the terms of office of all eight Directors will expire.

Therefore, the Company proposes to elect eight Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of Birth)	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
1	Osamu Okabayashi (May 16, 1958)	July 2001 Joined the Company Jan. 2002 General Manager, Sales Department, the Company Sept. 2003 Director, the Company Mar. 2005 President, Lasertec U.S.A., Inc. Sept. 2005 Managing Director, the Company Sept. 2005 President, Lasertec Korea Corporation July 2006 Chief Sales Officer, the Company Sept. 2007 Representative Director and Managing Executive Officer, the Company Jan. 2008 Executive Vice President & Representative Director, the Company July 2009 President & Representative Director, the Company (current position) (Significant Concurrent Positions outside the Company) Director, Lasertec U.S.A., Inc. Director, Lasertec Korea Corporation Director, Lasertec Taiwan, Inc. (Reasons for Nomination) Since joining the Company, Osamu Okabayashi has engaged in sales promotion and experienced working as a department General Manager before assuming the office of Director in September 2003. Since then, he has broadened his knowledge of overall management as a Director, assumed the office of President & Representative Director in 2009, and engaged in management reform with strong leadership. The Company judges that his abundant experience and knowledge will contribute to the further sustainable growth of the Group and therefore once again nominates him as a candidate for Director.	20,000

Candidate No.	Name (Date of Birth)	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
2	Haruhiko Kusunose (October 26, 1958)	Apr. 1995 Joined the Company Jan. 1998 General Manager, Technology Department II, the Company Mar. 2001 General Manager, Engineering Department II, the Company Sept. 2001 Director, the Company Sept. 2003 Managing Director, the Company Sept. 2003 General Manager, R&D Department, the Company July 2005 General Manager, Technical Activities Promotion Office, the Company July 2006 General Manager, Operation Division I and General Manager, Semiconductor Group I, the Company Sept. 2007 Director and Managing Executive Officer, the Company July 2009 Chief Technology Officer, the Company (current position) Sept. 2009 Executive Vice President & Representative Director, the Company (current position) July 2014 General Manager, Marketing Department, the Company Dec. 2014 General Manager, Advanced Technology Development Office, the Company (current position) (Significant Concurrent Positions outside the Company) Director, Lasertec U.S.A., Inc. Director, Lasertec Korea Corporation Director, Lasertec Taiwan, Inc. (Reasons for Nomination) Since joining the Company, Haruhiko Kusunose has engaged in technology development and experienced working as a department General Manager before assuming the office of Director in September 2001. Since then, he has broadened his knowledge of overall management as a Director, assumed the office of Executive Vice President & Representative Director in September 2009, and engaged in efforts to enhance the Company's technology development and manufacturing infrastructure. The Company judges that his abundant experience and knowledge will contribute to the further sustainable growth of the Group and therefore once again nominates him as a candidate for Director.	20,000

Candidate No.	Name (Date of Birth)	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
3	Shu Uchiyama (February 1, 1966)	Aug. 1992 Joined the Company July 1998 General Manager, Planning Office, the Company Sept. 2001 Director, the Company Jan. 2004 General Manager, General Affairs Department, the Company July 2006 General Manager, Corporate Planning Office, the Company July 2007 Chief Administrative Officer and General Manager, Planning Office, the Company Sept. 2007 Director and Executive Officer, the Company July 2008 General Manager, Corporate Strategy Office and General Manager, General Affairs Department, the Company July 2009 Chief Administrative Officer, the Company (current position) Jan. 2011 President, Lasertec Korea Corporation July 2012 Chairman, Lasertec Taiwan, Inc. July 2013 General Manager, Quality Assurance Department, the Company (current position) Sept. 2013 Managing Director, the Company (current position) Aug. 2015 Chairman, Lasertec Taiwan, Inc. (current position) (Significant Concurrent Positions outside the Company) Director, Lasertec U.S.A., Inc. Director, Lasertec Korea Corporation Chairman, Lasertec Taiwan, Inc. (Reasons for Nomination) Since joining the Company, Shu Uchiyama has engaged in the administration of corporate affairs and experienced working as a department General Manager before assuming the office of Director in September 2001. Since then, he has broadened his knowledge of overall management as a Director and engaged in efforts to improve the Company's administration. The Company judges that his abundant experience and knowledge will contribute to the further sustainable growth of the Group and therefore once again nominates him as a candidate for Director.	697,000

Candidate No.	Name (Date of Birth)	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
4	Koichi Moriizumi (February 13, 1960)	May 2004 Joined the Company July 2006 General Manager, FPD Department 2, Operation Division III, the Company Sept. 2007 Senior Engineer, Department 2, Operation Division II, the Company Feb. 2009 General Manager, Semiconductor Group II, Operation Division I, the Company July 2009 General Manager, Technology Department 2, Technology Group, the Company (current position) July 2012 General Manager, Sales Department 3, the Company Sept. 2012 Director, the Company (current position) July 2013 General Manager, Solution Sales Department 3, the Company (current position) July 2016 Chief Sales Officer, the Company (current position) (Significant Concurrent Positions outside the Company) Director, Lasertec Taiwan, Inc. (Reasons for Nomination) Since joining the Company, Koichi Moriizumi has engaged in technology development and experienced working as the General Manager of the technology and sales departments before assuming the office of Director in September 2012. Since then, he has broadened his knowledge of overall management as a Director and engaged in efforts to enhance the Company's technology development and sales force. The Company judges that his experience and knowledge of the semiconductor-related equipment business and liquid crystal-related equipment business will contribute to the further sustainable growth of the Group and therefore once again nominates him as a candidate for Director.	2,000
5	Hirokazu Seki (October 17, 1975)	Oct. 2002 Joined the Company Technology Department 2, the Company July 2011 General Manager, Technology Department 1, Technology Group, the Company (current position) July 2013 General Manager, Solution Sales Department 2, the Company July 2015 General Manager, Solution Sales Department 1, the Company (current position) Sept. 2015 Director, the Company (current position) (Reasons for Nomination) Since joining the Company, Hirokazu Seki has engaged in technology development and experienced working as the General Manager of the technology and sales departments before assuming the office of Director in September 2015. Since then, he has broadened his knowledge of overall management as a Director and engaged in efforts to enhance the Company's technology development and sales force. The Company judges that his experience and knowledge of the semiconductor-related equipment business and microscope business will contribute to the further sustainable growth of the Group and therefore once again nominates him as a candidate for Director.	1,000

Candidate No.	Name (Date of Birth)	Career Summary, and Position and Responsibility in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
6	Nobuhiro Kajikawa (November 16, 1945) Candidate for Outside Director	Sept. 1979 Joined Tokyo Electron Limited Oct. 1989 General Manager, ASIC Design Center, Tokyo Electron Limited Apr. 1995 General Manager, Kyushu Management Center, Kyushu Branch Office, Tokyo Electron FE Limited Oct. 1996 Corporate Director, Tokyo Electron FE Limited Apr. 2000 Managing Corporate Director, Tokyo Electron FE Limited June 2003 Vice President, Tokyo Electron (Shanghai) Limited Aug. 2006 Adviser, the Company Sept. 2009 Outside Director, the Company (current position) (Reasons for Nomination) Nobuhiro Kajikawa is experienced in the business of semiconductor and FPD manufacturing equipment. The Company expects his experience and wide-ranging knowledge to be reflected in the management of the Company and therefore once again nominates him as a candidate for Outside Director.	0
7	Minoru Ebihara (June 16, 1946) Candidate for Outside Director	Dec. 1973 Joined Yokogawa-Hewlett-Packard Company (currently Hewlett-Packard Japan, Ltd.) Nov. 1995 General Manager, Semiconductor Metrology Department, Hewlett-Packard Japan, Ltd. Feb. 1997 Director, Hewlett-Packard Japan, Ltd. Oct. 1999 Director, Agilent Technologies Japan, Ltd. Feb. 2006 Representative Director & President, Agilent Technologies Japan, Ltd. Jan. 2010 Retired from office as Representative Director & President, Agilent Technologies Japan, Ltd. Sept. 2010 Outside Director, the Company (current position) (Reasons for Nomination) Minoru Ebihara has years of experience in the business of measurement and analysis equipment in the semiconductor, FPD and various other industries, and in the management of such business. The Company expects his experience and wide-ranging knowledge to be reflected in the management of the Company and therefore once again nominates him as a candidate for Outside Director.	7,000
8	Takayuki Shimoyama (April 8, 1946) Candidate for Outside Director	Apr. 1969 Joined The Mitsubishi Bank, Limited (currently The Bank of Tokyo-Mitsubishi UFJ, Ltd.) Jan. 1989 General Manager, Senju Branch, The Mitsubishi Bank, Limited May 1993 General Manager, Branch Administration Department 2, The Mitsubishi Bank, Limited May 1995 General Manager, Kojimachi Branch, The Mitsubishi Bank, Limited June 1997 Director, Sankyu Inc. June 2001 Managing Director, Sankyu Inc. Apr. 2005 Director and Managing Executive Officer, Sankyu Inc. June 2008 Adviser and Executive Head, Corporate Health Insurance Society, Sankyu Inc. Sept. 2010 Outside Director, the Company (current position) (Reasons for Nomination) Takayuki Shimoyama has years of experience in finance and overall management at financial institutions and business entities. The Company expects his experience and wide-ranging knowledge to be reflected in the management of the Company and therefore once again nominates him as a candidate for Outside Director.	3,000

(Notes) 1. The “Number of the Company’s Shares Owned” is the number of the Company’s shares owned as of June 30, 2016.

2. There is no special interest between any of the candidates and the Company.

3. Nobuhiro Kajikawa, Minoru Ebihara and Takayuki Shimoyama are candidates for Outside Director.

4. Matters regarding the candidates for Outside Director are as follows:

1) Nobuhiro Kajikawa, Minoru Ebihara and Takayuki Shimoyama are currently Outside Directors of the Company. At the conclusion of this meeting, the tenure of Nobuhiro Kajikawa will have been seven years and the tenure of Minoru Ebihara and Takayuki Shimoyama will have been six years.

2) The Company has submitted notification to the Tokyo Stock Exchange that Nobuhiro Kajikawa and Minoru Ebihara have been appointed as independent officers as provided for by the aforementioned exchange. If this proposal is approved and adopted and they are reelected, the Company intends for said notification to remain in effect.

3) Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act and the provision of the Company’s Articles of Incorporation, the Company has entered into agreements with Nobuhiro Kajikawa, Minoru Ebihara and Takayuki Shimoyama to limit their liability for damages under Article 423, paragraph 1 of the same Act. If they have acted in good faith and without gross negligence in performing their duties, the maximum amount of liability for damages under these agreements is the minimum liability amount provided for under laws and regulations. If this proposal is approved and adopted and they are reelected, the said agreements to limit their liability shall continue to remain in effect.

Proposal No. 3 Election of Three (3) Audit & Supervisory Board Members

At the conclusion of this meeting, the terms of office of Outside Audit & Supervisory Board Members Hiroshige Yamada and Yuji Saito will expire and Hiroshige Yamada will retire from office. Whereas the Company previously had three Audit & Supervisory Board Members, it has decided to enhance the audit system by increasing the number of positions by one, and proposes to have four Audit & Supervisory Board Members.

Therefore, the Company proposes to elect three Audit & Supervisory Board Members.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

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

Candidate No.	Name (Date of Birth)	Career Summary and Position in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
1	[New election] Takeaki Tsukasaki (April 14, 1957)	Apr. 1980 Joined Matsushita Electric Industrial Co., Ltd. Nov. 1998 Director in charge of Accounting, Matsushita Communication Industrial U.K. Limited May 2000 Head of Accounting Section, Headquarters Accounting Division, Matsushita Communication Industrial Co., Ltd. Apr. 2007 Director in charge of Accounting, Panasonic Mobile & System Engineering Co., Ltd. Feb. 2008 Joined the Company Senior Staff, Accounting Department, the Company Oct. 2008 General Manager, Treasury and Accounting Department, the Company (Significant Concurrent Positions outside the Company) Audit & Supervisory Board Member, Lasertec Taiwan, Inc. Audit & Supervisory Board Member, Lasertec Korea Corporation (Reasons for Nomination) Takeaki Tsukasaki has years of experience in accounting affairs and has held the position of General Manager, Treasury and Accounting Department since joining the Company. He possesses considerable knowledge of finance and accounting. The Company judges that he is capable of appropriately performing the duties of an Audit & Supervisory Board Member based on his experiences and expertise and therefore newly nominates him as a candidate for Audit & Supervisory Board Member.	10,600

Candidate No.	Name (Date of Birth)	Career Summary and Position in the Company (Significant Concurrent Positions outside the Company)	Number of the Company's Shares Owned
2	Yuji Saito (August 20, 1947) Candidate for Outside Audit & Supervisory Board Member	Apr. 1970 Joined Mitsubishi Electric Corporation Oct. 1993 General Manager, Factory Automation Systems Department, Hokkaido Branch Office, Mitsubishi Electric Corporation Apr. 2001 General Manager, Electronic Major Component Planning Department, Electronic Business Group, SPC ELECTRONICS CORPORATION Sept. 2009 General Manager, Tokyo Plant, Business Supervision Department, SPC ELECTRONICS CORPORATION Apr. 2010 Standing Statutory Auditor, SPC ELECTRONICS CORPORATION Sept. 2012 Outside Audit & Supervisory Board Member, the Company (current position) (Reasons for Nomination) Yuji Saito has years of experience in the business of electrical equipment and electronics and in the management of such business. He was elected Outside Audit & Supervisory Board Member of the Company, with the expectation that he would carry out objective and neutral audits from a broad perspective based on his experiences and wide-ranging knowledge. Since then, he has appropriately performed the duties of an Audit & Supervisory Board Member. Therefore, the Company once again nominates him as a candidate for Outside Audit & Supervisory Board Member.	5,600
3	[New election] Miyuki Ishiguro (October 26, 1964) Candidate for Outside Audit & Supervisory Board Member	Apr. 1991 Registered as attorney at law (Tokyo Bar Association) Joined Tsunematsu Yanase & Sekine Jan. 1999 Partner, Tsunematsu Yanase & Sekine Jan. 2000 Partner, Nagashima Ohno & Tsunematsu (current position) Oct. 2004 Visiting Professor for autumn semester, Columbia Law School, Columbia University, USA June 2006 Outside Director, Sony Communication Network Corporation (currently Sony Network Communications Inc.) June 2013 Outside Director, Miraca Holdings Inc. (current position) May 2015 Secretary-General, Inter-Pacific Bar Association (IPBA) (current position) Feb. 2016 Council Member, Radio Regulatory Council (current position) Apr. 2016 Council Member, Management Council, Hitotsubashi University (current position) (Significant Concurrent Positions outside the Company) Outside Director, Miraca Holdings Inc. (Reasons for Nomination) Miyuki Ishiguro has abundant knowledge and experiences as an attorney at law specializing in corporate law and has experience supervising corporate management as an outside director, although she has no experience of being involved in corporate management other than serving as an outside officer. The Company expects her to ensure that objective and neutral audits be carried out lawfully based on these experiences. Therefore, the Company newly nominates her as a candidate for Outside Audit & Supervisory Board Member.	0

(Notes) 1. The "Number of the Company's Shares Owned" is the number of the Company's shares owned as of June 30, 2016.

2. There is no special interest between any of the candidates and the Company.

3. Yuji Saito and Miyuki Ishiguro are candidates for Outside Audit & Supervisory Board Member.

4. Matters regarding the candidates for Outside Audit & Supervisory Board Member are as follows:

1) Yuji Saito is currently an Outside Audit & Supervisory Board Member of the Company. At the conclusion of this meeting, his tenure will have been four years.
2) There is no contractual relationship between the Company and Miyuki Ishiguro, such as a legal advisory contract, and there is no contractual relationship, including legal advisory contract, between the Company and the law office to which she belongs (Nagashima Ohno & Tsunematsu).
3) Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act and the provision of the Company's Articles of Incorporation, the Company has entered into an agreement with Yuji Saito to limit his liability for damages under Article 423, paragraph 1 of the same Act. If he has acted in good faith and without gross negligence in performing his duties, the maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations. If this proposal is approved and adopted and he is reelected, the said agreement to limit his liability shall continue to remain in effect. In addition, if this proposal is approved and adopted and Miyuki Ishiguro assumes the office of Outside Audit & Supervisory Board Member, the Company plans to enter into the same agreement with her to limit her liability.

Proposal No. 4 Election of One (1) Substitute Audit & Supervisory Board Member

At the commencement of this meeting, the effectiveness of the election of substitute Audit & Supervisory Board Member Osamu Mizuno, who was elected at the 53rd Ordinary General Meeting of Shareholders held on September 28, 2015, will expire. Therefore, the Company once again proposes to elect one substitute Audit & Supervisory Board Member to be ready to fill a vacant position should the number of Audit & Supervisory Board Members fall below the number required by laws and regulations.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

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

Name (Date of Birth)	Career Summary and Position in the Company (Significant Concurrent Positions outside the Company)		Number of the Company's Shares Owned
Osamu Mizuno (March 1, 1943)	Apr. 1967	Joined NEC Corporation	0
	June 1998	Director, NEC Hiroshima, Ltd.	
	Sept. 2004	Outside Audit & Supervisory Board Member (part-time), the Company	
	July 2008	Senior Audit & Supervisory Board Member, the Company	
	Sept. 2011	Outside Audit & Supervisory Board Member (part-time), the Company	
	Sept. 2012	Substitute Audit & Supervisory Board Member, the Company	
	Sept. 2013	Substitute Audit & Supervisory Board Member, the Company	
	Sept. 2014	Substitute Audit & Supervisory Board Member, the Company	
	Sept. 2015	Substitute Audit & Supervisory Board Member, the Company	

(Notes) 1. There is no special interest between the candidate and the Company.

2. Osamu Mizuno is a candidate for substitute Outside Audit & Supervisory Board Member.

3. Matters regarding the candidate for substitute Outside Audit & Supervisory Board Member are as follows:

1) Osamu Mizuno assumed the office of Outside Audit & Supervisory Board Member of the Company in September 2004, in light of his knowledge and experiences gained from many years of working in the semiconductor industry. His tenure reached eight years and he retired at the conclusion of the Ordinary General Meeting of Shareholders held in September 2012. Through a resolution passed at the same meeting, however, he was elected as a substitute Audit & Supervisory Board Member in light of his record of carrying out objective and neutral audits from a broad perspective. Since then, he has been reelected.

2) If Osamu Mizuno assumes the office of Outside Audit & Supervisory Board Member, the Company plans to enter into an agreement with him to limit the maximum amount of his liability for damages under Article 423, paragraph 1 of the Companies Act to the minimum liability amount provided for under laws and regulations, pursuant to the provisions of Article 427, paragraph 1 of the same Act and the provision of the Company's Articles of Incorporation.

Proposal No. 5 Revision of Compensation Amount for Audit & Supervisory Board Members

The amount of compensation paid to the Company's Audit & Supervisory Board Members is set at no more than ¥40,000 thousand annually, as resolved at the 29th Ordinary General Meeting of Shareholders held on September 26, 1991, and it has remained so until today. The Company, however, proposes that the amount of compensation for Audit & Supervisory Board Members be revised and set at no more than ¥60,000 thousand annually, taking into consideration the increase in the number of Audit & Supervisory Board Members, changes in economic conditions and other factors.

The Company currently has three Audit & Supervisory Board Members. If Proposal No. 3 is approved and adopted as proposed, the number of Audit & Supervisory Board Members will be four (including two Outside Audit & Supervisory Board Members).

Proposal No. 6 Payment of Bonuses to Officers

The Company proposes to pay bonuses in the total amount of ¥160,000,000 to five Directors (excluding Outside Directors) in office as of the end of the fiscal year under review, taking into consideration the performance of the fiscal year under review and other factors.