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(Stock Exchange Code 6619)
March 2, 2017

To Shareholders with Voting Rights:

Choi Won-kun
President and CEO
W-SCOPE Corporation
5-1-11, Osaki, Shinagawa-ku,
Tokyo, JAPAN

Notice of the 12th Annual Shareholders' Meeting

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

You are cordially invited to attend the 12th Annual Shareholders' Meeting of W-SCOPE Corporation (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the Shareholders' Meeting and either indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it, or enter your vote for or against the proposal using the website for exercising voting rights designated by the Company (http://www.evote.jp/), by the close of business hours (5:30 p.m.) on Tuesday, March 21, 2017, Japan time.

1. **Date and Time:** Wednesday, March 22, 2017 at 10:00 a.m. Japan time

2. **Place:** Room "Hana Shizuka" at Meguro Gajoen
1-8-1 Shimomeguro, Meguro-ku, Tokyo, Japan
(Please note that the place of the meeting differs from that of last year.)

3. **Meeting Agenda:**
Matters to be reported:
1. The Business Report, Consolidated Financial Statements for the Company's 12th Fiscal Year (January 1, 2016 - December 31, 2016) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company's 12th Fiscal Year (January 1, 2016 - December 31, 2016)

Proposals to be resolved:
Proposal 1: Appropriation of Surplus
Proposal 2: Election of Five (5) Directors

4. **Predetermined Terms of the Convening:**
Please refer to the "Guidance for Exercising Voting Rights" on the next page.

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. To conserve resources, please bring this booklet with you.
- Please note that no souvenirs will be provided to the attendees of Shareholders' Meeting. We would appreciate your understanding.
- Please note that in the case that revisions need to be made to the Reference Documents for the Shareholders' Meeting, the Business Report, and the Consolidated Financial Statements and Non-consolidated Financial Statements, the revised items will be posted on the Company's website (http://w-scope.co.jp/).

Guidance for Exercising Voting Rights

Voting rights at the Shareholders' Meeting are important rights of shareholders.
Please enter your vote for or against the proposal after reviewing the Reference Documents for the Shareholders' Meeting (page 3 to page 9).

For shareholders attending in person



Please submit the enclosed Voting Rights Exercise Form at the reception desk.
Please note that persons other than shareholders with voting rights, such as proxies who are not shareholders and accompanying persons, may not enter the venue. Also, to conserve resources, please bring this booklet with you.

Exercise of voting rights in writing



Please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it to us no later than the deadline for exercising voting rights.

Deadline for exercising voting rights: March 21, 2017 (Tuesday) at 5:30 p.m.

Exercise of voting rights via the Internet



Please access the website for exercising voting rights designated by the Company (http://www.evote.jp/) from your personal computer or smartphone and enter your vote for or against the proposal following the instruction on the screen using the "login ID" and "temporary password" shown on the enclosed Voting Rights Exercise Form.

Deadline for exercising voting rights: March 21, 2017 (Tuesday) at 5:30 p.m.

(1) Items concerning disclosure on website

The following items are available on the Company's website (http://w-scope.co.jp/) pursuant to the relevant laws and regulations and Article 15 of the Company's Articles of Incorporation and are therefore not included in this Notice. As such, the Appendix of this Notice is part of the documents audited by Auditors and the Accounting Auditor for preparation of their Audit Report.

1) Notes to Consolidated Financial Statements
2) Notes to Non-consolidated Financial Statements

(2) In case of duplicated exercise of voting rights both in writing and via the Internet

If voting rights are exercised both in writing and via the Internet, the voting right exercised via the Internet shall be deemed valid.

(3) In case of duplicated exercise of voting rights via the Internet

If voting rights are exercised more than once via the Internet, the last voting right exercised shall be deemed valid.

Reference Documents for the Shareholders' Meeting

Proposals and References

Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

Matters regarding year-end dividend

The Company's fundamental dividend policy is to appropriately distribute profits by taking into account the continuation of stable dividends and financial results of the fiscal year under review, while securing the internal reserves necessary for future business development and strengthening of the management structure.

For the 12th fiscal year, the Company proposes the following dividend.

(1) Type of dividend property:
Cash

(2) Distribution of dividend property, and the total amount distributed:
¥2.50 per share of common shares of the Company
Total amount: ¥77,390,943

(3) Effective date of distribution:
March 23, 2017

Proposal 2: Election of Five (5) Directors

The terms of office of all six (6) current Directors will expire at the conclusion of this Annual Shareholders' Meeting in accordance with the provisions of Article 21 of the current Articles of Incorporation. As Mr. Kunihiko Takei will resign at the conclusion of this Annual Shareholders' Meeting, the election of five (5) Directors is proposed.

The candidates are as follows.

No.		Positions	Name	(Date of birth)	Number of attendance/Board of Directors meetings
1	Candidate for re-election	Director	Choi Won-kun	(May 30, 1963)	100% (19 out of 19 meetings)
2	Candidate for re-election	Director	Hideo Ouchi	(July 10, 1961)	100% (19 out of 19 meetings)
3	Candidate for re-election	Director	Cho Nam-Sung	(April 2, 1952)	100% (19 out of 19 meetings)
4	Candidate for re-election Candidate for Outside Director	Director	Katsuyuki Masuno	(July 24, 1952)	100% (12 out of 12 meetings) Numbers are those after he assumed his office as Director
5	Candidate for re-election Candidate for Outside Director	Director	Kiyohisa Ota	(August 4, 1960)	100% (12 out of 12 meetings) Numbers are those after he assumed his office as Director

	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
1	Choi Won-kun (May 30, 1963) [Candidate for re-election]	June 1990 Joined Samsung Electronics Co., Ltd. (South Korea) May 2000 Director and Vice President of WIDE Corporation (South Korea) October 2005 President and CEO of the Company (to present) Representative Director of W-ABLE CO., LTD. (currently W-SCOPE KOREA CO., LTD.) (to present) January 2011 Director and President of W-SCOPE HONGKONG CO., LIMITED (to present) October 2016 Representative Director of W-SCOPE CHUNGJU PLANT CO., LTD. (to present) [Significant concurrent positions] Representative Director of W-SCOPE KOREA CO., LTD. Director and President of W-SCOPE HONGKONG CO., LIMITED Representative Director of W-SCOPE CHUNGJU PLANT CO., LTD. [Attendance at Board of Directors meetings for the fiscal year under review] 100% (19 out of 19 meetings) [Reason for nomination as a candidate for Director] Mr. Choi Won-kun is the founder of the Company and has in-depth knowledge of overall operations and management of the Group. Since the Company's establishment, he has directed management as President and CEO, and has properly operated the Board of Directors as the chair of the Board of Directors. He is nominated as a candidate for Director because he is expected to spearhead the formulation and implementation of the medium-term management plan as President and CEO in order to lead the Group to achieve its business plan going forward.	4,300,921

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
2	Hideo Ouchi (July 10, 1961) [Candidate for re-election]	April 1985 Joined SUMISHO MACHINERY TRADE CORPORATION June 2002 Transferred to SUMITRONICS CORPORATION April 2005 Joined PMC TECHNICA CO., LTD. March 2006 Joined the Company, General Manager of Sales and Marketing (to present) March 2008 Director of the Company (to present) [Attendance at Board of Directors meetings for the fiscal year under review] 100% (19 out of 19 meetings) [Reason for nomination as a candidate for Director] Mr. Hideo Ouchi is a founding member of the Company and has a wealth of experience and knowledge. He has contributed to building the present operating bases in Japan and overseas, and he has appropriately engaged in the operation of the Board of Directors. He is nominated as a candidate for Director because he assists the President and CEO and contributes to the implementation of the medium-term management plan.	1,468

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
3	Cho Nam-Sung (April 2, 1952) [Candidate for re-election]	January 1975 Joined Cheil Industries Inc. (South Korea) September 1977 Joined Samsung Electronics Co., Ltd. (South Korea) January 1996 Director of Samsung Electronics Co., Ltd. (South Korea) March 1998 Auditor of Cheil Worldwide Inc. (South Korea) March 2001 Representative Director of UG COM Co., Ltd. (South Korea) December 2004 Director and Vice President of Shirong Company (South Korea) March 2008 Auditor of W-SCOPE KOREA CO., LTD. March 2011 Director of the Company (to present) Director of W-SCOPE KOREA CO., LTD. (to present) October 2016 Director of W-SCOPE CHUNGJU PLANT CO., LTD. (to present) [Significant concurrent positions] Director of W-SCOPE KOREA CO., LTD. Director of W-SCOPE CHUNGJU PLANT CO., LTD. [Attendance at Board of Directors meetings for the fiscal year under review] 100% (19 out of 19 meetings) [Reason for nomination as a candidate for Director] Mr. Cho Nam-Sung has supervised the whole Group during the growth process of the Company based on his abundant knowledge and experience as well as his familiarity with corporate management. He has demonstrated his skills in the overall growth of the Group and also has appropriately engaged in the operation of the Board of Directors. He is nominated as a candidate for Director because he assists the President and CEO and contributes to the implementation of the medium-term management plan.	16,246

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
4	Katsuyuki Masuno (July 24, 1952) [Candidate for re-election] [Candidate for Outside Director]	April 1980 Joined Tokuyama Soda Co., Ltd. (currently Tokuyama Corporation) April 2006 Deputy Executive Officer of Tokuyama Corporation June 2010 Director of Tokuyama Corporation June 2011 Managing Executive Officer of Tokuyama Corporation June 2013 Director and Managing Executive Officer of Tokuyama Corporation June 2015 Corporate Advisor of Tokuyama Corporation March 2016 Outside Director of the Company (to present) July 2016 Corporate Advisor of Japan Material Technologies Corporation (to present) [Significant concurrent positions] Corporate Advisor of Japan Material Technologies Corporation [Attendance at Board of Directors meetings for the fiscal year under review] 100% (12 out of 12 meetings) [Term of office] 1 year (at the conclusion of this Shareholders' Meeting) [Reason for nomination as a candidate for Outside Director] Mr. Katsuyuki Masuno is nominated as a candidate for Outside Director in the belief that he will provide management supervision to the Company based on his wealth of experience and broad knowledge as a corporate manager given his experience as Director and Managing Executive Officer of a leading chemical manufacturer. The Company expects his advice on overall management, and his contribution to strengthening its corporate management.	236

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
5	Kiyohisa Ota (August 4, 1960) [Candidate for re-election] [Candidate for Outside Director]	April 1983 Joined Nomura Research Institute, Ltd. May 1996 Joined Merrill Lynch Japan Securities Co., Ltd. June 2003 Senior Managing Executive Officer of Enterprising Investment, Inc. (to present) March 2016 Outside Director of the Company (to present) September 2016 President and Representative Director of Over The Air Corporation (to present) [Significant concurrent positions] Senior Managing Executive Officer of Enterprising Investment, Inc. President and Representative Director of Over The Air Corporation [Attendance at Board of Directors meetings for the fiscal year under review] 100% (12 out of 12 meetings) [Term of office] 1 year (at the conclusion of this Shareholders' Meeting) [Reason for nomination as a candidate for Outside Director] Mr. Kiyohisa Ota is nominated as a candidate for Outside Director in the belief that he will provide management supervision to the Company based on his wealth of knowledge concerning industry trends and corporate management given his many years of experience in company survey of the electronics and communications industries. The Company expects his advice on overall management, and his contribution to strengthening its corporate management.	236

(Notes)

1. There is no special interest between each candidate for Director and the Company.
2. The number of shares of the Company held by the candidates for Director above is the figures as of January 31, 2017.