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Securities Code: 6920
September 4, 2018

To Our Shareholders:

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

Notice of the 56th Ordinary General Meeting of Shareholders

You are cordially invited to attend the 56th 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 (https://evote.tr.mufg.jp/), so that your vote is received by 5:30 p.m. on Tuesday, September 25, 2018.

1. **Date and Time** Wednesday, September 26, 2018, at 3:00 p.m. (Reception desk opens 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 56th fiscal year (from July 1, 2017 to June 30, 2018), 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 56th fiscal year (from July 1, 2017 to June 30, 2018)

Matters to be resolved

Proposal No. 1 Appropriation of Surplus
Proposal No. 2 Election of Eight (8) Directors
Proposal No. 3 Election of One (1) Substitute Audit & Supervisory Board Member
Proposal No. 4 Election of Financial Auditor
Proposal No. 5 Payment of Bonuses to Directors

- When you attend the meeting, you are kindly requested to present the enclosed voting form to the receptionist at the reception desk. Please bring this notice to the meeting and help us save resources.
- 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 (https://www.lasertec.co.jp/).
- There will be no welcoming event or gift for shareholders attending the meeting. Your understanding would be appreciated.

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 steady income distribution to shareholders, setting the dividend payout ratio guideline at 35% on a consolidated basis.

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

¥22 per common share of the Company

Total amount: ¥991,960,684

(3) Effective date of dividends of surplus

September 27, 2018

Proposal No. 2 Election of Eight (8) Directors

The terms of office of all eight Directors will expire at the conclusion of this meeting.

The Company therefore 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. Director, Lasertec China Co., Ltd. (Reason for Nomination) Since joining the Company, Osamu Okabayashi has engaged in sales promotion and managed a department before assuming the office of Director in September 2003. Since becoming a Director, he has broadened his knowledge of management, assumed the office of President & Representative Director in 2009, and executed management reform with strong leadership. He is nominated for Director again because his abundant experience and knowledge is instrumental in the further sustainable growth of the Company and its subsidiaries (collectively the "Group").	40,000

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. Director, Lasertec China Co., Ltd. (Reason for Nomination) Since joining the Company, Haruhiko Kusunose has engaged in technology development and managed departments before assuming the office of Director in September 2001. Since becoming a Director, he has broadened his knowledge of management, assumed the office of Executive Vice President & Representative Director in September 2009, and engaged in the effort to strengthen the Company's technology development and production infrastructure. He is nominated for Director again because his abundant experience and knowledge is instrumental in the further sustainable growth of the Group.	40,000

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 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) June 2017 Chairman, Lasertec China Co., Ltd. (current position) (Significant Concurrent Positions outside the Company) Director, Lasertec U.S.A., Inc. Director, Lasertec Korea Corporation Chairman, Lasertec Taiwan, Inc. Chairman, Lasertec China Co., Ltd. (Reason for Nomination) Since joining the Company, Shu Uchiyama has engaged in the administration of corporate affairs and managed a department before assuming the office of Director in September 2001. Since becoming a Director, he has broadened his knowledge of management and engaged in the effort to strengthen the Company's administration. He is nominated for Director again because his abundant experience and knowledge is instrumental in the further sustainable growth of the Group.	1,394,000

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. Director, Lasertec China Co., Ltd. (Reason for Nomination) Since joining the Company, Koichi Moriizumi has engaged in technology development and managed technology and sales departments before assuming the office of Director in September 2012. Since becoming a Director, he has broadened his knowledge of management and engaged in the effort to strengthen the Company's technology development and sales force. He is nominated for Director again because his experience and knowledge of the semiconductor-related equipment business and liquid crystal-related equipment business is instrumental in the further sustainable growth of the Group.	4,000
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) (Reason for Nomination) Since joining the Company, Hirokazu Seki has engaged in technology development and managed technology and sales departments before assuming the office of Director in September 2015. Since becoming a Director, he has broadened his knowledge of management and engaged in the effort to strengthen the Company's technology development and sales force. He is nominated for Director again because his experience and knowledge of the semiconductor-related equipment business and microscope business is instrumental in the further sustainable growth of the Group.	2,000

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) (Reason for Nomination) Nobuhiro Kajikawa is experienced in the business of semiconductor and FPD production equipment. He is nominated for Outside Director again because the Company expects his experience and wide-ranging knowledge to be reflected in its management.	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) (Reason for Nomination) Minoru Ebihara has years of experience in the business of measurement and analysis equipment in the semiconductor, FPD and various other industries as well as in the management of such business. He is nominated for Outside Director again because the Company expects his experience and wide-ranging knowledge to be reflected in its management.	14,000
8	Takayuki Shimoyama (April 8, 1946) Candidate for Outside Director	Apr. 1969 Joined The Mitsubishi Bank, Limited (currently MUFG Bank, 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) (Reason for Nomination) Takayuki Shimoyama has years of experience in finance and management in general at financial institutions and business entities. He is nominated for Outside Director again because the Company expects his experience and wide-ranging knowledge to be reflected in its management.	6,000

(Notes) 1. The "Number of the Company's Shares Owned" is the number of the Company's shares owned as of June 30, 2018.

2. No special interests exist between any of the candidates and the Company.
3. Nobuhiro Kajikawa, Minoru Ebihara and Takayuki Shimoyama are candidates for Outside Director. Special notes concerning the candidates for Outside Director are as follows:
   (1) The Company has sold its products to Tokyo Electron Limited, where Nobuhiro Kajikawa once belonged, but the percentage of the sales to Tokyo Electron over the total sales of the Company in the 56th fiscal year is insignificant, approximately 0.001%. The Company has no business with either Hewlett-Packard Japan, Ltd. or Agilent Technologies Japan, Ltd, the companies Minoru Ebihara once served, in the last three fiscal years. Takayuki Shimoyama retired from current MUFG Bank, Ltd., a bank with which the Company has a business relationship, more than 20 years ago and joined a different company that has no special relationship with either the bank or the Company.
   (2) 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 nine years and the tenure of Minoru Ebihara and Takayuki Shimoyama will have been eight years.
   (3) The Company has submitted notification to the Tokyo Stock Exchange that Nobuhiro Kajikawa, Minoru Ebihara and Takayuki Shimoyama have been appointed as independent officers as provided for by the Exchange. If this proposal is approved and adopted and they are reelected, the Company intends for the said notification to remain in effect.
   (4) 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 by the 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 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 55th Ordinary General Meeting of Shareholders held on September 27, 2017, 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 the 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	
	Sept. 2016	Substitute Audit & Supervisory Board Member, the Company	
	Sept. 2017	Substitute Audit & Supervisory Board Member, the Company	

(Notes) 1. The "Number of the Company's Shares Owned" is the number of the Company's shares owned as of June 30, 2018.
2. No special interests exist between the candidate and the Company.

3. Osamu Mizuno is a candidate for Substitute Outside Audit & Supervisory Board Member. Special notes concerning the candidate for Substitute Outside Audit & Supervisory Board Member are as follows:
   (1) The Company has no business with either NEC Corporation or NEC Hiroshima, Ltd., the companies Osamu Mizuno once worked for.
   (2) Osamu Mizuno assumed the office of Outside Audit & Supervisory Board Member of the Company in September 2004 with many years of experience and knowledge in the semiconductor industry. His tenure reached eight years when he retired at the conclusion of the Ordinary General Meeting of Shareholders in September 2012. A resolution was passed at the same meeting to elect him as a Substitute Audit & Supervisory Board Member, considering his track record of objective and neutral audit execution from a broad perspective. He has been reelected ever since.
   (3) If Osamu Mizuno assumes the office of Outside Audit & Supervisory Board Member, the Company intends to appoint him as independent officer as provided for by the Tokyo Stock Exchange and submit notification of the appointment to the Exchange.
   (4) 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 by the 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. 4 Election of Financial Auditor

Deloitte Touche Tohmatsu LLC will cease to be the Company's Financial Auditor when its term of office expires at the conclusion of this meeting. The Company therefore proposes the election of a new Financial Auditor.

This proposal is based on the decision of the Audit & Supervisory Board.

The candidate for the Financial Auditor is as follows:

Name	PricewaterhouseCoopers Aarata LLC		
Office	Main office:	Otemachi Park Building, 1-1-1 Otemachi, Chiyada-ku, Tokyo	
	Other locations:	Nagoya, Osaka, Fukuoka	
History	June 2006	"Aarata Kansa Hojin" (English name: PricewaterhouseCoopers Aarata) was established.	
	July 2015	The Japanese corporate name was changed from "Aarata Kansa Hojin" to "PwC Aarata Kansa Hojin."	
	July 2016	Converted to a limited liability audit corporation. The Japanese corporate name was changed to "PwC Aarata Yugen Sekinin Kansa Hojin" (English name: PricewaterhouseCoopers Aarata LLC).	
Overview	Capital:		One billion yen
	Staff:	Partner CPAs	116
		Specified partners	29
		Non-partner CPAs	931
		Other audit members	1,474
		Clerks	612
		Total	3,162
	Number of clients (listed companies):		128
			(As of June 30, 2018)

(Note) The reason for nominating PricewaterhouseCoopers Aarata LLC as candidate for Financial Auditor is as follows:

It has been a long time since the Company first appointed Deloitte Touche Tohmatsu LLC as its financial auditor. Given the fact that the same firm has been auditing the Company over many years, the Audit & Supervisory Board has reviewed multiple candidates including the incumbent to determine whether there is any other firm that is better suited as the Company's financial auditor, in view of the anticipated scale and scope of its future business, in accordance with the Company's standards of financial auditor evaluation and selection. As a result of comprehensive review, the Audit & Supervisory Board has determined that PricewaterhouseCoopers Aarata LLC possesses the expertise, independence,

and qualtiy control system required for the Company‘s financial auditor and is capable of auditing the entirety of its global activities.

Proposal No. 5 Payment of Bonuses to Directors

The Company proposes to pay bonuses in the total amount of ¥226,000,000 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.