Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail. The Company assumes no responsibility for this translation, or for any direct, indirect or other forms of damages arising from the translation.

(Stock Exchange Code 1959)
June 4, 2019

To Shareholders with Voting Rights:

Matsuji Nishimura
Representative Director and President
KYUDENKO CORPORATION
1-23-35 Nanokawa,
Minami-ku, Fukuoka City

NOTICE OF
THE 91ST ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

You are cordially invited to attend the 91st Annual General Meeting of Shareholders of KYUDENKO CORPORATION (the "Company"). The meeting will be held for the purposes described on the right.

If you are unable to attend the meeting, you can exercise your voting rights either by submitting the enclosed Voting Rights Exercise Form by mail or via the Internet, etc. Please review the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights by 5:30 p.m. on Tuesday, June 25, 2019, Japan standard time.

Exercise of voting rights in writing by mail

Please indicate your vote for or against each of the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the voting deadline indicated above.

Exercise of voting rights via the Internet, etc.

Please refer to the "Instructions for the Exercise of Voting Rights via the Internet, etc." on page 4, access the website specified by the Company for exercising voting rights online, and follow the on-screen guidance. Please vote for or against each of the proposals by the voting deadline indicated above.

Disclosure on the Internet

- The following items are posted on the Company's website in accordance with laws and regulations and Article 14 of the Company's Articles of Incorporation, and thus are not included in this Notice.
  1) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements
  2) Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements
  The Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor and the Audit & Supervisory Board consist of documents included in this Notice and the materials posted on the Company's website mentioned above.
- In case of any revisions to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, or the Non-Consolidated Financial Statements, the revised versions will be posted on the Company's website.
  Company's website: https://www.kyudenko.co.jp/ir/

1. **Date and Time:** Wednesday, June 26, 2019 at 10:00 a.m. Japan standard time
(The reception desk opens at 9:00 a.m.)

2. **Place:** Hall on the 9th floor at KYUDENKO Head Office
1-23-35 Nanokawa, Minami-ku, Fukuoka City, Japan

3. **Meeting Agenda:**

Matters to be reported:

1. The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company's 91st Fiscal Year (April 1, 2018 - March 31, 2019)
2. Results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements for the Company's 91st Fiscal Year

Proposals to be resolved:

Proposal 1: Election of Eleven (11) Directors

Proposal 2: Election of Two (2) Audit & Supervisory Board Members

4. **Exercise of Voting Rights:**

1. If you exercise the voting rights in duplicate by mail using the Voting Right Exercise Form and also via the Internet, etc., the vote submitted via the Internet, etc. shall be deemed valid.
2. If you exercise the voting rights via the Internet, etc. and submit multiple votes, the last vote submitted shall be deemed valid.
3. You may exercise your voting rights via proxy by authorizing another shareholder with voting rights to act as your proxy. In such case, you or your proxy must submit a document evidencing the power of representation to the Company.

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1. When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
2. For the purpose of timely disclosure, this Notice was posted on the Company's website before it was sent by mail.

Proposals and References

Proposal 1: Election of Eleven (11) Directors

The terms of office of all twelve (12) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, it is proposed to elect eleven (11) Directors including two Outside Directors.

The candidates for Directors are as follows.

No.	Name		Current positions and responsibilities in the Company	Attendance at Board of Directors' meetings
1	Naofumi Sato	Reappointment	Director and Chairman	90.0% (9 out of 10 meetings)
2	Matsuji Nishimura	Reappointment	Representative Director and President	100.0% (13 out of 13 meetings)
3	Seiki Ino	Reappointment	Representative Director and Vice President Executive Officer Representative, Tokyo Head Office	100.0% (13 out of 13 meetings)
4	Hironori Higaki	Reappointment	Representative Director and Vice President Executive Officer Responsible for overall business administration and overall Electric Power Div.	100.0% (13 out of 13 meetings)
5	Kazuyuki Ishibashi	Reappointment	Director and Senior Managing Executive Officer General Manager, Sales Div. Responsible for overall sales	100.0% (13 out of 13 meetings)
6	Masaaki Jono	Reappointment	Director and Senior Managing Executive Officer General Manager, Technology Div. Responsible for overall technology and procurement	100% (13 out of 13 meetings)
7	Kunihiko Kitamura	Reappointment	Director and Managing Executive Officer Deputy General Manager, Technology Div.	100.0% (13 out of 13 meetings)
8	Yasuhiro Kashima	Reappointment	Director and Managing Executive Officer Responsible for the President's Office, human resources and labor affairs, and general affairs	100.0% (13 out of 13 meetings)
9	Keizo Fukui	New appointment	Managing Executive Officer Responsible for corporate strategic planning	-
10	Akiyoshi Watanabe	Reappointment Outside Director Independent Director	Outside Director	84.6% (11 out of 13 meetings)
11	Sumio Kuratomi	Reappointment Outside Director Independent Director	Outside Director	92.3% (12 out of 13 meetings)

Notes: 1. The percentage of attendance at Board of Directors' meetings indicated for Mr. Naofumi Sato reflects the Board of Directors' meetings held following his assumption of office as Director on June 27, 2018.

2. With respect to the "Policy and Procedures for Nomination of Candidates for Directors and Audit & Supervisory Board Members" and "Independence Standards for Outside Directors/Audit & Supervisory Board Members" established by the Company, see Pages 18-19.

Candidate No. 1	Career summary, positions and responsibilities in the Company
Naofumi Sato Date of birth: August 27, 1951 Reappointment	June 2012 Director and Managing Executive Officer, General Manager, Operation Div., KYUSHU ELECTRIC POWER CO., INC. June 2014 Representative Director and Executive Vice President, KYUSHU ELECTRIC POWER CO., INC. April 2017 Representative Director and Executive Vice President General Manager, Business Solutions Management Div., KYUSHU ELECTRIC POWER CO., INC. June 2018 Director and Chairman, the Company (to the present) [Significant concurrent positions] Outside Director and Audit & Supervisory Committee Member, NISHI-NIPPON RAILROAD CO., LTD.
Number of shares of the Company held: 900 shares	
[Reasons for nomination as a candidate for Director] Mr. Naofumi Sato served in key positions at KYUSHU ELECTRIC POWER CO., INC., which is a major business partner of the Company, and has experience working in the management team of a firm in the energy business. Since his appointment as Director and Chairman in June 2018, he has been managing the Board of Directors effectively and efficiently as the Chairman of the Board. Furthermore, he has been fulfilling his duties appropriately, including decision-making on important management matters and oversight of the business execution, and therefore the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 2	Career summary, positions and responsibilities in the Company
Matsuji Nishimura Date of birth: August 5, 1947 Reappointment	April 1971 Joined the Company August 2002 General Manager, Saga Branch Office, the Company June 2004 Director, General Manager, Saga Branch Office, the Company April 2005 Director, General Manager, Fukuoka Branch Office, the Company June 2006 Managing Director, General Manager, Fukuoka Branch Office, the Company June 2008 Senior Managing Executive Officer, General Manager, Fukuoka Branch Office, the Company June 2009 Director and Senior Managing Executive Officer, General Manager, Fukuoka Branch Office, the Company April 2010 Director and Senior Managing Executive Officer, General Manager, Sales Div., the Company April 2011 Director and Senior Managing Executive Officer, General Manager, Sales Technology Management Div., the Company April 2012 Director and Senior Managing Executive Officer, General Manager, Sales Technology Management Div. and General Manager, Tokyo Head Office Management Div., the Company May 2012 Director and Vice President, Executive Officer, General Manager, Sales Technology Management Div. and General Manager, Tokyo Head Office Management Div., the Company April 2013 Director and Vice President Executive Officer, Representative, Tokyo Head Office, the Company June 2013 Representative Director and President, Representative, Tokyo Head Office, the Company April 2014 Representative Director and President, the Company (to the present) [Significant concurrent positions] None
Number of shares of the Company held: 120,800 shares	
[Reasons for nomination as a candidate for Director] Since 2013, Mr. Matsuji Nishimura has been managing operations of the Company as Representative Director and President of the Company. He has served in key positions in the Company's technology and sales divisions, and has abundant experience in the business area and industry of the Company. Based on the above, toward the accomplishment of sustainable enhancement of corporate value, aiming for the achievement of our Medium-term Management Plan with his strong leadership and decision-making skills, he has steadily executed the Plan. He has been fulfilling his duties appropriately, including decision-making on important management matters and oversight of the business execution, and therefore the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 3	Career summary, positions and responsibilities in the Company
Seiki Ino Date of birth: October 2, 1951 Reappointment	April 1974 Joined the Company July 2003 General Manager, Environmental Solutions Dept., Sales Div., the Company April 2005 General Manager, Kagoshima Branch Office, the Company June 2007 Director, General Manager, Kagoshima Branch Office, the Company May 2008 Director, the Company June 2008 Executive Officer, the Company April 2009 Executive Officer, Deputy Representative, Tokyo Head Office, the Company April 2010 Executive Officer, General Manager, Sales Development Div., Tokyo Head Office Management Div., the Company June 2010 Managing Executive Officer, General Manager, Sales Development Div., Tokyo Head Office Management Div., the Company April 2011 Managing Executive Officer, General Manager, Sales Div., Tokyo Head Office Management Div., the Company April 2013 Managing Executive Officer, General Manager, Sales Div., Tokyo Head Office, the Company April 2014 Senior Managing Executive Officer, Representative, Tokyo Head Office, the Company June 2014 Director and Senior Managing Executive Officer, Representative, Tokyo Head Office, the Company June 2015 Representative Director and Senior Managing Executive Officer, Representative, Tokyo Head Office, the Company April 2016 Representative Director and Vice President Executive Officer, Representative, Tokyo Head Office, the Company (to the present) [Significant concurrent positions] None
Number of shares of the Company held: 55,500 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Seiki Ino has been leading the Company's management mainly through the sales division. He has taken up key positions in the Tokyo Head Office since 2009, and since his appointment as Director, he has been contributing to the enhancement of the Company's corporate value through expanding the Tokyo Metropolitan area market as the Representative of the Tokyo Head Office. He has extensive experience at the Company and knowledge about overall management, as the person-in-charge of the Company's strategies concerning the Tokyo Metropolitan area. Therefore, the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 4	Career summary, positions and responsibilities in the Company
Hironori Higaki Date of birth: July 7, 1951 Reappointment	April 1999 General Manager, Raw Materials Div., NIPPON STEEL CORPORATION July 2008 Joined the Company, General Manager, Corporate Planning Div. April 2009 Executive Officer, General Manager, Affiliate Business Div., the Company April 2010 Executive Officer, General Manager, Affiliate Business Div. and Manager, International Business Office, the Company April 2011 Executive Officer, the Company May 2012 Senior Executive Officer, the Company April 2013 Managing Executive Officer, the Company June 2013 Director and Managing Executive Officer, the Company April 2015 Director and Senior Managing Executive Officer, the Company April 2017 Director and Vice President, Executive Officer, the Company June 2017 Representative Director and Vice President, Executive Officer, the Company (to the present) Responsible for overall business administration and overall Electric Power Div. [Significant concurrent positions] None
Number of shares of the Company held: 47,400 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Hironori Higaki has been mainly engaged in the affiliate business, international business and finance divisions, and he has extensive knowledge and experience in these fields. He has promoted revolutionary measures concerning financial and capital policies, and has contributed to the enhancement of the Company's corporate value as Officer responsible for finance. In addition, he has a global perspective and knowledge about overall management. Therefore, the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 5	Career summary, positions and responsibilities in the Company
Kazuyuki Ishibashi Date of birth: March 8, 1959 Reappointment	April 1982 Joined the Company April 2008 General Manager, Human Resources and Labor Affairs Div., the Company April 2010 General Manager, Kitakyushu Branch Office, the Company May 2012 Executive Officer, General Manager, Kitakyushu Branch Office, the Company April 2013 Senior Executive Officer, the Company June 2013 Director and Senior Executive Officer, the Company April 2015 Director and Managing Executive Officer, the Company April 2017 Director and Senior Managing Executive Officer, General Manager, Sales Div., the Company (to the present) Responsible for overall sales [Significant concurrent positions] None
Number of shares of the Company held: 20,200 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Kazuyuki Ishibashi has been mainly engaged in duties in the sales division. Since his appointment as Director, being responsible for the President's Office, safety, human resources and labor affairs, and general affairs, he has been improving employees' benefits and strengthening the Company's corporate governance systems. Since 2017, as General Manager of the Sales Division, he has been working on strengthening the Company's "sales capabilities," one of the issues mentioned in our Medium-term Management Plan, based on measures to expand strategically the number of orders received. He has been fulfilling his duties appropriately and is highly competent and specialized in his job. Therefore, the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 6	Career summary, positions and responsibilities in the Company
Masaaki Jono Date of birth: January 1, 1955 Reappointment	April 1973 Joined the Company April 2008 General Manager, Information & Communication Systems Dept., Information & Communication Systems Div., the Company April 2011 General Manager, Sales Planning Dept., Sales Div., Sales Technology Management Div., the Company April 2013 Executive Officer, General Manager, Kagoshima Branch Office, the Company April 2014 Senior Executive Officer, General Manager, Kagoshima Branch Office, the Company April 2015 Managing Executive Officer, General Manager, Technology Div. and General Manager, Eco-business Creation Div., the Company June 2015 Director and Managing Executive Officer, General Manager, Technology Div. and General Manager, Eco-business Creation Div., the Company April 2016 Director and Managing Executive Officer, General Manager, Technology Div., the Company April 2017 Director and Senior Managing Executive Officer, General Manager, Sales Div., the Company (to the present) Responsible for overall technology and procurement [Significant concurrent positions] None
Number of shares of the Company held: 14,900 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Masaaki Jono has been mainly engaged in the technology division. Since his appointment as Director, he has been promoting the improvement and enhancement of engineering power and further improvement of safety and quality control in his capacity as General Manager of Technology Div. Furthermore, he has been working on the evolution and improvement of the Company's "technological capabilities" and "on-site capabilities," issues mentioned in our Medium-term Management Plan. He has been fulfilling his duties appropriately and he is highly competent and specialized in his job. Therefore, the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 7	Career summary, positions and responsibilities in the Company
Kunihiko Kitamura Date of birth: December 10, 1952 Reappointment	April 1977 Joined the Company July 2001 Manager, Urban Energy Office, Sales Div., the Company July 2002 Manager, Energy Solutions Office, Sales Div., the Company April 2005 Manager, Energy Solutions Dept., Sales Div., the Company April 2009 Manager, Energy Dept., Eco-business Promotion Div., the Company April 2010 Executive Officer, Deputy General Manager, Eco-Business Promotion Div., the Company April 2013 Senior Executive Officer, Deputy General Manager, Eco-Business Creation Div., the Company June 2014 Director and Senior Executive Officer, Deputy General Manager, Eco-Business Creation Div., the Company December 2015 Director and Senior Executive Officer, Deputy General Manager, Eco-Business Creation Div. and Manager, R&D Center, the Company April 2016 Director and Managing Executive Officer, Deputy General Manager, Technology Div., the Company (to the present) [Significant concurrent positions] None
Number of shares of the Company held: 50,200 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Kunihiko Kitamura has been mainly engaged in the technology division. Since his appointment as Executive Officer and then Director, he has been promoting the energy-saving business and technology development in his capacity as Deputy General Manager of Technology Div., utilizing his extensive experience and knowledge concerning the energy industry. He has been fulfilling his duties appropriately and he is highly competent and specialized in his job. Therefore, the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 8	Career summary, positions and responsibilities in the Company
Yasuhiro Kashima Date of birth: April 28, 1953 Reappointment	April 1976 Joined the Company March 2012 General Manager, Human Resources Development Div., the Company May 2012 Executive Officer, General Manager, Human Resources Development Div., the Company April 2013 Executive Officer, President of Kyudenko Academy, the Company April 2015 Senior Executive Officer, President of Kyudenko Academy, the Company April 2017 Managing Executive Officer, the Company June 2017 Director and Managing Executive Officer, the Company (to the present) Responsible for the President's Office, human resources and labor affairs, and general affairs [Significant concurrent positions] None
Number of shares of the Company held: 18,000 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Yasuhiro Kashima has been mainly engaged in the human resources and labor affairs division. Since his appointment as Executive Officer, being responsible for human resources development, he has been engaged in the formulation of human resources development plans and an environment for education and training of employees. Since his appointment as Director in 2017, he has been promoting the enhancement of the governance system and human resources development function as the person-in-charge of the President's Office, human resources and labor affairs, and general affairs. He has been fulfilling his duties appropriately and he is highly competent and specialized in his job. Therefore, the Company nominates him as a candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 9	Career summary, positions and responsibilities in the Company
Keizo Fukui Date of birth: December 1, 1957 New appointment	July 2006 General Manager, e-Business Sales Dept., MIZUHO CORPORATE BANK May 2009 Joined the Company, General Manager, Sales Dept., Tokyo Head Office, the Company April 2010 General Manager, Sales Development Dept., Sales Development Div., Tokyo Head Office Management Div., the Company April 2011 Deputy General Manager, Sales Div., Tokyo Head Office Management Div., and General Manager, Sales Dept. II, Sales Div., the Company April 2012 Deputy General Manager, Sales Div., Tokyo Head Office Management Div., the Company May 2012 Executive Officer, Deputy General Manager, Sales Div., Tokyo Head Office Management Div., the Company April 2013 Executive Officer, Deputy General Manager, Sales Div., Tokyo Head Office Management Div., the Company April 2015 Senior Executive Officer, Deputy General Manager, Sales Div., Tokyo Head Office, the Company April 2017 Managing Executive Officer, Deputy General Manager, Sales Div., Tokyo Head Office, the Company April 2018 Managing Executive Officer, Deputy General Manager, Sales Div., the Company April 2019 Managing Executive Officer, the Company (to the present) Responsible for corporate strategic planning [Significant concurrent positions] None
Number of shares of the Company held: 18,200 shares	
[Reasons for nomination as a candidate for Director] Since joining the Company, Mr. Keizo Fukui has been mainly engaged in the sales division. Since his appointment as Executive Officer, he has been fulfilling his duties appropriately with his extensive knowledge and experience as the Deputy General Manager of both Head Office and Tokyo Head Office, by contributing to the development of new customers. He is also highly competent and specialized in his job. Therefore, the Company nominates him as a new candidate for Director.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 10	Career summary, positions and responsibilities in the Company
Akiyoshi Watanabe Date of birth: August 10, 1942 Reappointment Outside Director Independent Director	June 1996 Director, TOYOTA MOTOR CORPORATION June 1998 Director, TOYOTA MOTOR KYUSHU, INC. (part-time) June 2001 Managing Director, TOYOTA MOTOR CORPORATION June 2002 Representative Director and President, TOYOTA MOTOR KYUSHU, INC. June 2008 Representative Director and Chairman, TOYOTA MOTOR KYUSHU, INC. June 2011 Advisor to TOYOTA MOTOR KYUSHU, INC. (retired in June 2015) June 2011 Director, the Company (to the present) [Significant concurrent positions] Outside Director, KYUSHU ELECTRIC POWER CO., INC.
Number of shares of the Company held: 0 share	
Number of years served as the Company's Outside Director: 8 years	
[Reasons for nomination as a candidate for Outside Director] Mr. Akiyoshi Watanabe actively provides constructive input at meetings of the Board of Directors, from an independent, objective and expert perspective, based on his extensive experience and outstanding oversight capabilities related to overall management cultivated during his career which includes service as a Representative Director of a company in another industry, and based on his knowledge related to production as a manufacturer. He has been fulfilling his duties appropriately, including oversight of the business execution, and therefore the Company nominates him as a candidate for Outside Director.	
[Limited liability agreement with Outside Director] The Company has entered into an agreement with Mr. Akiyoshi Watanabe to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. If reappointment of Mr. Watanabe is approved at this Meeting, the Company intends to continue the said agreement with him.	
[Special remarks] 1. There are no special interests between the candidate and the Company. 2. Mr. Akiyoshi Watanabe is an Outside Director of KYUSHU ELECTRIC POWER CO., INC., which has special relationship with the Company (major business partner). 3. In March and April, 2019, one employee of the Company was prosecuted for obstruction of auctions regarding public contract and bribery, and three employees of the Company were prosecuted for collusion, in relation to the construction of a human excreta treatment plant that Chikujo town, Fukuoka had ordered in 2016 while Mr. Akiyoshi Watanabe was in office as the Outside Director of the Company. Although Mr. Akiyoshi Watanabe did not recognize the relevant facts beforehand, he continuously delivered his recommendations on the importance of compliance and the thoroughness of compliance with laws and regulations. Since we recognized the relevant facts, he has been fulfilling his duties appropriately by investigating the facts, further improving the Company group's compliance system, promoting activities, and delivering his recommendations for the prevention of recurrence. 4. In order to ensure independence of Outside Directors/Audit & Supervisory Board Members, in addition to applying the standards prescribed by the TOKYO STOCK EXCHANGE and the FUKUOKA STOCK EXCHANGE, the Company has also established its own Independence Standards for Outside Directors/Audit & Supervisory Board Members (See Page 18). As Mr. Watanabe has been determined to satisfy the requirements of these standards, the Company has filed a notification with the said exchanges, designating him as an Independent Director.	

Candidate No. 11	Career summary, positions and responsibilities in the Company
Sumio Kuratomi Date of birth: August 13, 1953 Reappointment Outside Director Independent Director	June 2008 Director and Executive Officer, General Manager, City Development Business Div., NISHI-NIPPON RAILROAD CO., LTD. June 2011 Director and Managing Executive Officer, General Manager, Corporate Planning Div., NISHI-NIPPON RAILROAD CO., LTD. June 2013 Representative Director and President, NISHI-NIPPON RAILROAD CO., LTD. June 2016 Representative Director and President Executive Officer, NISHI-NIPPON RAILROAD CO., LTD. (to the present) June 2016 Director, the Company (to the present) [Significant concurrent positions] Representative Director and President Executive Officer, NISHI-NIPPON RAILROAD CO., LTD. Outside Director, THE FUKUOKA CHUO BANK, LTD.
Number of shares of the Company held: 300 shares	
Number of years served as the Company's Outside Director: 3 years	
[Reasons for nomination as a candidate for Outside Director] Mr. Sumio Kuratomi serves as Representative Director of a company in another industry. Additionally, Mr. Sumio Kuratomi provides constructive input at meetings of the Board of Directors, from an independent, objective and expert perspective, based on his knowledge related to regional economics in addition to his profound insight into group management and outstanding oversight capabilities. He has been fulfilling his duties appropriately, including oversight of the business execution, and therefore the Company nominates him as a candidate for Outside Director.	
[Limited liability agreement with Outside Director] The Company has entered into an agreement with Mr. Sumio Kuratomi to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. If reappointment of Mr. Kuratomi is approved at this Meeting, the Company intends to continue the said agreement with him.	
[Special remarks] 1. Mr. Sumio Kuratomi is Representative Director and President Executive Officer of NISHI-NIPPON RAILROAD CO., LTD., which is a shareholder of the Company with 1.60% ownership interest in the Company. Although the Company has transactions with NISHI-NIPPON RAILROAD CO., LTD., the amount of such transactions accounted for less than 0.25% of net sales of the Company and of NISHI-NIPPON RAILROAD CO., LTD. in the most recent fiscal year. 2. In March and April, 2019, one employee of the Company was prosecuted for obstruction of auctions regarding public contract and bribery, and three employees of the Company were prosecuted for collusion, in relation to the construction of a human excreta treatment plant that Chikujo town, Fukuoka had ordered in 2016 while Mr. Sumio Kuratomi was in office as the Outside Director of the Company. Although Mr. Sumio Kuratomi did not recognize the relevant facts beforehand, he continuously delivered his recommendations on the importance of compliance and the thoroughness of compliance with laws and regulations. Since we recognized the relevant facts, he has been fulfilling his duties appropriately by investigating the facts, further improving the Company group's compliance system, promoting activities, and delivering his recommendations for the prevention of recurrence. 3. At THE FUKUOKA CHUO BANK, LTD. where Mr. Sumio Kuratomi serves as an Outside Director, embezzlement of a customer's cash by a bank employee was found in March 2016 and November 2017. In appropriately fulfilling his duties as an Outside Director, Mr. Kuratomi has been providing ongoing recommendations for the establishment of compliance systems, and after the detection of the embezzlement incident, he provided advice on prevention of recurrence of such incidents. 4. In order to ensure independence of Outside Directors/Audit & Supervisory Board Members, in addition to applying the standards prescribed by the TOKYO STOCK EXCHANGE and the FUKUOKA STOCK EXCHANGE, the Company has established its own Independence Standards for Outside Directors/Audit & Supervisory Board Members (See Page 18). As Mr. Kuratomi has been determined to satisfy the requirements under these standards, the Company has filed a notification with the said exchanges, designating him as an Independent Director.	

Proposal 2: Election of Two (2) Audit & Supervisory Board Members

The term of office of Mr. Hidehiro Furukawa as an Audit & Supervisory Board Member will expire at the conclusion of this year's Annual General Meeting of Shareholders and Mr. Toshio Sakemi will resign as an Audit & Supervisory Board Member at the conclusion of this general meeting. Accordingly, it is proposed to elect two (2) Audit & Supervisory Board Members.

Mr. Yukinori Michinaga will be elected as an alternate for Mr. Toshio Sakemi, therefore his term of office will be until the expiration of Mr. Toshio Sakemi's term of office, as specified in the Company's Articles of Incorporation.

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

The candidates for Audit & Supervisory Board Members are as follows.

No.	Name		Current positions in the Company	Attendance at Audit & Supervisory Board meetings
1	Shinji Kato	New appointment	General Manager assisting the Auditor's Office	–
2	Yukinori Michinaga	New appointment Outside Audit & Supervisory Board Member Independent Audit & Supervisory Board Member	–	–

Note:

With respect to the "Policy and Procedures for Nomination of candidates for Directors and Audit & Supervisory Board Members" and "Independence Standards for Outside Directors/Audit & Supervisory Board Members" established by the Company, see Pages 18-19.

Candidate No. 1	Career summary and positions in the Company
Shinji Kato Date of birth: August 6, 1959 New appointment	April 1982 Joined the Company April 2012 General Manager, Corporate Planning Div., the Company April 2013 General Manager, Corporate Strategic Planning Office, the Company July 2015 General Manager, Corporate Strategic Planning Office, and General Manager, Related Business Office, the Company April 2016 General Manager, Corporate Strategic Planning Office, the Company April 2017 President of Kyudenko Academy, Human Resources and Labor Affairs Div., the Company April 2019 General Manager assisting the Auditors' Office, the Company (to the present) [Significant concurrent positions] None
Number of shares of the Company held: 3,000 shares	
[Reasons for nomination as a candidate for Audit & Supervisory Board Member] Since joining the Company, Mr. Shinji Kato has mainly engaged in the finance and accounting division. He has appropriate and extensive knowledge in the field and is familiar with overall management with experience in drafting our Medium-term Management Plan as the division head for corporate planning. He is also expected to contribute to appropriate governance through auditing, and therefore, the Company nominates him as a new candidate for Audit & Supervisory Board Member.	
[Special remarks] There are no special interests between the candidate and the Company.	

Candidate No. 2	Career summary and positions in the Company
Yukinori Michinaga Date of birth: November 1, 1957 New appointment Outside Audit & Supervisory Board Member Independent Auditor	April 2014 Executive Officer, General Manager, Information Communication Dept., SAIBU GAS CO., LTD. April 2015 Managing Executive Officer, General Manger, General Affairs and Public Relations Dept., SAIBU GAS CO., LTD. April 2016 Managing Executive Officer, SAIBU GAS CO., LTD. June 2016 Director and Managing Executive Officer, SAIBU GAS CO., LTD. April 2019 Representative Director and President, Executive Officer, SAIBU GAS CO., LTD. (to the present) [Significant concurrent positions] Representative Director and President, SAIBU GAS CO., LTD.
Number of shares of the Company held: 0 share	
[Reasons for nomination as a candidate for Outside Audit & Supervisory Board Member] Mr. Yukinori Michinaga has extensive experience and broad knowledge as a corporate manager. He is expected to provide useful advice from an objective and expert perspective, in addition to his profound insight into overall management and outstanding oversight capabilities, and therefore, the Company nominates him as a new candidate for Audit & Supervisory Board Member.	
[Limited liability agreement with Outside Audit & Supervisory Board Member] If the appointment of Mr. Michinaga is approved at this Meeting, the Company intends to enter into an agreement with him to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations.	
[Special remarks] 1. Mr. Yukinori Michinaga is Representative Director and President of SAIBU GAS CO., LTD. Although the Company has transactions with SAIBU GAS CO., LTD., the amount of such transactions accounted for less than 0.15% of net sales of the Company and of SAIBU GAS CO., LTD. in the most recent fiscal year. 2. In order to ensure the independence of Outside Directors/Audit & Supervisory Board Members, in addition to applying the standards prescribed by the TOKYO STOCK EXCHANGE and the FUKUOKA STOCK EXCHANGE, the Company has established its own Independence Standards for Outside Directors/Audit & Supervisory Board Members (See Page 18). As Mr. Michinaga has been determined to satisfy the requirements under these standards, the Company has filed a notification with said exchanges, designating him as an Independent Auditor.	

(Reference)

1. Policy and Procedures for Nomination of candidates for Directors and Audit & Supervisory Board Members

In order to ensure transparency in decision-making, and independence and objectivity of the functions of the Board of Directors, the Company shall establish a Nomination Advisory Committee consisting of three or more Directors including an independent Outside Director based on the proposal criteria for nomination and dismissal of Directors/Audit & Supervisory Board Members. The Nomination Advisory Committee shall resolve proposals for nomination of candidates for Directors and Audit & Supervisory Board Members and for dismissal of Directors, and submit such proposals to the Board of Directors.

(1) Nomination of candidates for Directors
Based on the proposals of the Nomination Advisory Committee, the Board of Directors shall nominate from within the Company capable individuals who have the experience, knowledge, and a proven track record in the technology, sales, and/or administration areas as candidates for Directors, and shall nominate individuals who have been determined to satisfy the Company's "Independence Standards for Outside Directors/Audit & Supervisory Board Members" as well as requirements under applicable laws and regulations, and who are expected to provide guidance and advice to the Company from a global perspective based on their extensive experience and broad knowledge as corporate managers as candidates for independent Outside Directors.

(2) Nomination of candidates for Audit & Supervisory Board Members
Based on the proposal of the Nomination Advisory Committee, the Board of Directors shall nominate individuals from within the Company who are well versed in the Company's business and overall operations and are capable of overseeing overall management and providing valuable opinions at important meetings, including meetings of the Audit & Supervisory Board and meetings of the Board of Directors as candidates for Audit & Supervisory Board Members, and shall nominate individuals who have been determined to satisfy the requirements prescribed by the Companies Act and have extensive experience and broad knowledge as candidates for Outside Audit & Supervisory Board Members.

2. Independence Standards for Outside Directors/Audit & Supervisory Board Members

An Outside Director or Outside Audit & Supervisory Board Member (hereinafter referred to as Outside Director/Audit & Supervisory Board Member) is determined to be independent by the Company if none of the following attributes applies to:

the Outside Director/Audit & Supervisory Board Member himself/herself, his/her spouse, or his/her first or second-degree relative:
(1) A person who is an executive of the Company or a group company of the Company or was an executive of the Company or a group company of the Company within the past 10 years prior to his/her appointment as

an Outside Director/Audit & Supervisory Board Member.

(2) A person who is an executive of a corporation that is a business partner of the Company, and in any of the most recent three past fiscal years of the Company, has made payments to the Company representing more than 2% of non-consolidated net sales of the Company in that fiscal year; or a person who is an executive of a financial institution, which provides indispensable financing to the Company, and cannot be easily replaced because of the Company's reliance on the financing from such institution.

(3) A person who is an executive of a corporation that is a business partner of the Company, and in any of the most recent three past fiscal years of the Company, has received payments from the Company representing more than 5% of non-consolidated net sales of such corporation in its most recent fiscal year.

(4) A person who received remuneration exceeding 10 million yen directly from the Company in any of the most recent three past fiscal years of the Company for providing professional services concerning law, accounting, tax affairs, or consulting services to the Company (excluding compensation as a Director or an Audit & Supervisory Board Member of the Company) (If the recipient of such remuneration is an organization, a person who is affiliated with such organization)

(5) A person who belongs to an organization or an entity that received a donation or aid exceeding 10 million yen in any of the most recent three past fiscal years of the Company

(6) A person who is an executive of a corporation that is a shareholder of the Company which substantially owns 10% or more of the voting rights of the Company.

[Note]
"Executive" means an executive director, executive officer, other staff or employee.