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 original shall prevail.

Securities code: 4212
June 5, 2019

To our shareholders:

Yaichiro Fukui
Chairman of the Board and Representative Director, CEO
Sekisui Jushi Corporation
2-4-4, Nishi-Temma, Kita-ku, Osaka-shi

NOTICE OF THE 85TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 85th Ordinary General Meeting of Shareholders of Sekisui Jushi Corporation (the "Company"), which will be held as described below.
If you are unable to attend the meeting in person, you may exercise your voting rights by postal mail or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders, and return it to reach us no later than 5:40 p.m., Wednesday, June 26, 2019 (Japan Standard Time).

1. Date and Time: Thursday, June 27, 2019, at 10:00 a.m. (Japan Standard Time)

2. Venue: ANA Crowne Plaza Osaka
Meeting room "Manyo" on the third floor
1-3-1, Dojimahama, Kita-ku, Osaka-shi

3. Purposes:

Items to be reported:

1. Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements for the 85th Term (from April 1, 2018 to March 31, 2019)
2. The results of audit of the Consolidated Financial Statements for the 85th Term by the Accounting Auditor and the Board of Corporate Auditors

Items to be resolved:

Proposal 1: Election of eight (8) Directors

Proposal 2: Election of one (1) Corporate Auditor

Proposal 3: Determination of remuneration for the granting of restricted shares to Directors (excluding Outside Directors)

4. Exercise of Voting Rights

(1) Exercise of voting rights in writing

Please indicate your votes for or against the proposals on the enclosed Voting Rights Exercise Form and return it, ensuring that the form reaches us no later than 5:40 p.m., Wednesday, June 26, 2019 (Japan Standard Time).

(2) Exercise of voting rights via the Internet

Access the website (https://evote.tr.mufg.jp/) using your PC, smartphone, or mobile phone, and using the login ID and temporary password indicated on the enclosed Voting Right Exercise Form, and enter your vote for or against by following the instructions on the screen, no later than 5:40 p.m. on Wednesday, June 26, 2019. If you exercise your voting rights via the Internet more than once, your final vote shall prevail. For more information, please review the "Process for Exercising Voting Rights via the Internet (Japanese only)."

(3) If you exercise your voting rights by two different means, that is, via the Internet as well as in writing

Vote via the Internet shall prevail.

5. Matters Concerning Disclosure on the Internet

Among the documents to be provided pursuant to laws, regulations, and the provisions of Article 15 of the Articles of Incorporation, the items indicated below are posted on the Company's website (https://www.sekisuijushi.co.jp/) and consequently, are not included in the attachments to this Notice of Convocation (Japanese only).

(1) Business Report: Part 7: Systems for Ensuring Compliance with Laws and Regulations and the Articles of Incorporation by Directors When Executing Their Duties and Other Systems for Ensuring the Proper Conduct of Business by the Group and Overview of Operation Status of those Systems
(2) Consolidated Financial Statements: Consolidated Statement of Changes in Net Assets
(3) Consolidated Financial Statements: Notes to the Consolidated Financial Statements
(4) Non-Consolidated Financial Statements: Non-Consolidated Statement of Changes in Net Assets
(5) Non-Consolidated Financial Statements: Notes to the Non-Consolidated Financial Statements

6. Notification Method if Matters Recorded in Reference Documents for the General Meeting of Shareholders are Amended

When it is necessary to modify the matters stated in the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, and the Non-Consolidated Financial Statements, please understand that the matters following modification will be shown on the website of the Company (https://www.sekisuijushi.co.jp/ (Japanese only)).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Election of eight (8) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes that eight (8) Directors be elected. Nomination of the candidates for Director has passed through the deliberation process of The Personnel Affairs and Remuneration Advisory Committee of which a majority of the members are Independent Outside Officers.

The candidates for Director are as follows:

No.	Name		Current position at the Company, etc.
1	Yaichiro Fukui	[Reelection]	Chairman of the Board and Representative Director, Chief Executive Officer
2	Hiroshi Baba	[Reelection]	President and Representative Director, Chief Operating Officer
3	Shiro Wakui	[Reelection] Candidate for Outside Director	Outside Director
4	Hiroshi Takano	[Reelection] Candidate for Outside Director	Outside Director
5	Satoko Ito	[New election] Candidate for Outside Director	
6	Yutaka Shibanuma	[Reelection]	Director Managing Executive Officer
7	Eiji Sasaki	[Reelection]	Director Executive Officer
8	Katsuyoshi Sasaki	[New election]	Executive Officer

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, and responsibilities
(Significant concurrent positions outside the Company)</th><th>Number of the Company’s shares owned</th></tr>
<tr><td rowspan="2">1</td><td>Yaichiro Fukui
(November 10, 1946)</td><td>Mar. 1965 Joined the Company
June 1997 Director of the Company
June 1999 Managing Director of the Company
Executive Officer of the Company
June 2001 Senior Managing Director of the Company
June 2002 Vice President and Director of the Company
June 2003 President and Representative Director of the Company
June 2012 President of the Company
Apr. 2016 Chairman of the Board and Representative Director, Chief Executive Officer of the Company (present position)
[Significant concurrent positions outside the Company]
Chairman of the Board and Representative Director, Sekisui Jushi Plametal Corporation
Chairman of the Board and Representative Director, Sekisui Jushi Europe Holdings B.V.
Chairman of the Board and Director, Sekisui Jushi (Thailand) Co., Ltd.</td><td>177,240</td></tr>
<tr><td colspan="3">Reasons for nomination as candidate for Director
Yaichiro Fukui has guided the Company’s and the Group’s management as Chairman of the Board, Representative Director, and CEO with firm leadership and contributed to the increased corporate value. We have nominated him as a candidate for Director of the Company based on the judgment that he is qualified as Director because he has extensive experience in the business of the Company and Group companies and broad insights into overall corporate management.</td></tr>
<tr><td rowspan="2">2</td><td>Hiroshi Baba
(May 30, 1963)</td><td>Apr. 1987 Joined the Company
June 2007 Executive Officer of the Company
June 2009 Director of the Company
June 2012 Managing Executive Officer of the Company
June 2014 Senior Managing Executive Officer of the Company
June 2015 Executive Vice President and Representative Director of the Company
Apr. 2016 President and Representative Director, Chief Operating Officer of the Company (present position)</td><td>48,900</td></tr>
<tr><td colspan="3">Reasons for nomination as candidate for Director
Hiroshi Baba has mainly been involved in the Operations and Development Departments, taking over the management of the Technology, Development, and Production Departments from 2017 after having been responsible for Corporate Administration. He currently serves as President and Representative Director, and COO, and displays high executive abilities. We have nominated him as a candidate for Director of the Company based on the judgment that he is qualified as Director because he has extensive experience in the business of the Company and broad insights into overall corporate management.</td></tr>
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<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, position, and responsibilities
(Significant concurrent positions outside the Company)</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="2">3</td><td>Shiro Wakui
(November 22, 1945)</td><td>Jan. 1972 Established Ishikatsu Exterior. Ltd.
President and Representative Director, Ishikatsu Exterior. Ltd.
June 2002 Senior Adviser, Ishikatsu Exterior. Ltd. (present position)
Oct. 2006 Visiting Professor, Tokyo University of Agriculture (present position)
June 2008 Director of the Company (present position)
Apr. 2010 Professor, the Faculty of Environmental Studies of Tokyo City University
Apr. 2011 Visiting Professor, Chubu Institute for Advanced Studies (present position)
Apr. 2013 President, Gifu Academy of Forest Science And Culture (present position)
Apr. 2014 Outside Director, Sekisui House, Ltd. (present position)
Apr. 2015 Specially-Appointed Professor, Aichi Gakuin University (present position)
Apr. 2016 Distinguished Professor, Tokyo City University (present position)
Apr. 2019 Educational Advisor, CHUBU University (present position)
[Significant concurrent positions outside the Company]
Distinguished Professor, Tokyo City University
President, Gifu Academy of Forest Science And Culture
Specially-Appointed Professor, Aichi Gakuin University
Visiting Professor, Tokyo University of Agriculture
Educational Advisor, CHUBU University, Visiting Professor, Chubu Institute for Advanced Studies
Outside Director, Sekisui House, Ltd.</td><td>0</td></tr>
<tr><td colspan="3">Reasons for nomination as candidate for Director
Shiro Wakui has built upon the foundation of his specialist knowledge in the field of environmental operations as a distinguished university professor and has gained a broad range of knowledge as an officer of other companies. We have determined that he will be able to offer valuable advice concerning the management of the Company, and we have therefore nominated him as a candidate for Outside Director.</td></tr>
<tr><td rowspan="2">4</td><td>Hiroshi Takano
(October 1, 1953)</td><td>Apr. 1976 Joined Toyota Tsusho Corporation
Mar. 1999 Managing Director, Toyota Tsusho (Malaysia) Sdn. Bhd.
June 2005 Member of the Board, Toyota Tsusho Corporation
President, Toyota Tsusho (Thailand) Co., Ltd.
Apr. 2006 Executive Officer, Toyota Tsusho Corporation (Position changed due to introduction of Executive Officer System)
June 2009 Managing Executive Officer, Toyota Tsusho Corporation
June 2011 Managing Director, Toyota Tsusho Corporation
June 2012 Senior Managing Director, Toyota Tsusho Corporation
June 2013 President and CEO, Toyotsu Logistics Service Co., Ltd.
June 2018 Director of the Company (present position)</td><td>0</td></tr>
<tr><td colspan="3">Reasons for nomination as candidate for Director
Hiroshi Takano has served as Director of Toyota Tsusho Corporation as well as President and CEO of Toyotsu Logistics Service Co., Ltd. This extensive experience led us to conclude that he will be able to offer valuable advice concerning the management of the Company, and we have therefore nominated him as a candidate for Outside Director.</td></tr>
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<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, position, and responsibilities
(Significant concurrent positions outside the Company)</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="2">5</td><td>Satoko Ito
(July 3, 1967)
[New election]</td><td>Oct. 1989
Apr. 2010

Apr. 2015</td><td>Commenced activities as a newscaster
Visiting Professor, Graduate Institute for Entrepreneurial Studies (present position)
Part-time Lecturer, NIIGATA UNIVERSITY (present position)</td><td>0</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for Director
Satoko Ito has worked as a newscaster on a news program, held seminars and lectures for managers and teaches at a university. In addition, she has deep knowledge in the fields of the environment and energy, and has served as committee member at the committees of related government agencies. This experience and knowledge led us to conclude that she will be able to offer valuable advice concerning the management of the Company, and we have therefore nominated her as a candidate for Outside Director. She has never been directly involved in corporate management. However, the Company judges she will appropriately fulfill her duties as an Outside Director based on the above reasons.</td></tr>
<tr><td rowspan="2">6</td><td>Yutaka Shibanuma
(January 14, 1960)</td><td>Apr. 1982
June 2010
June 2012
June 2015
June 2016
Apr. 2018

Nov. 2018</td><td>Joined the Company
Executive Officer of the Company
Director of the Company (present position)
Managing Executive Officer of the Company
Executive Officer of the Company
Managing Executive Officer of the Company (present position)
General Manager, The 1st Business Headquarters, General Manager, Traffic Safety & Urban Landscaping Division, and Officer responsible for Marketing Division of the Company (present position)</td><td>13,100</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for Director
Yutaka Shibanuma has mainly been involved in businesses in the public sector, and he currently serves as Director and Managing Executive Officer, performing duties of General Manager of The 1st Business Headquarters, etc. We have nominated him as a candidate for Director of the Company based on the judgment that he is qualified as Director for his extensive experience and knowledge.</td></tr>
<tr><td rowspan="2">7</td><td>Eiji Sasaki
(February 16, 1966)</td><td>Mar. 1989
June 2012
Jan. 2016

Apr. 2016

Apr. 2017

June 2017</td><td>Joined the Company
Executive Officer of the Company
General Manager, Corporate Planning Division of the Company
Vice Management, Corporate Administration of the Company
Executive Officer of the Company
Management, Corporate Administration (present position)
Director of the Company (present position)</td><td>8,400</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for Director
Eiji Sasaki has been involved in operations in the Administration Department, such as purchasing and corporate planning, through his roles in operations and sales in the public sector. He currently serves as Director and Executive Officer in charge of the management of Corporate Administration. We have nominated him as a candidate for Director of the Company based on the judgment that he is qualified as Director for his extensive experience and knowledge.</td></tr>
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No.	Name (Date of birth)	Career summary, position, and responsibilities (Significant concurrent positions outside the Company)		Number of the Company's shares owned
8	Katsuyoshi Sasaki (September 2, 1967) [New election]	Apr. 1991 Oct. 2010 Jan. 2015 Apr. 2016 June 2017	Joined the Company Plant Manager, Tsuchiura-Tsukuba Plant of the Company Deputy Plant Manager, Shiga Plant of the Company Executive Officer of the Company (present position) Plant Manager, Shiga Plant of the Company (present position)	5,800
	Reasons for nomination as candidate for Director Katsuyoshi Sasaki has been involved in the business of the technology and production departments, and at present is Plant Manager of Shiga Plant, serving as Executive Officer. We have nominated him as a candidate for Director of the Company based on the judgment that he is qualified as Director for his extensive experience and knowledge.			

Notes:
1. There is no special interest between the candidates for Directors and the Company.
2. Shiro Wakui is a candidate for Outside Director, and at the conclusion of this Ordinary General Meeting of Shareholders he will have served as an Outside Director of the Company for seven (7) years and nine (9) months by total.
   The Company has designated him as an independent officer in accordance with the regulations of the Tokyo Stock Exchange and has notified therein.
3. Hiroshi Takano is a candidate for Outside Director, and at the conclusion of this Ordinary General Meeting of Shareholders, he will have served as an Outside Director of the Company for one (1) year.
   The Company has designated him as an independent officer in accordance with the regulations of the Tokyo Stock Exchange and has notified therein.
4. Satoko Ito is a candidate for Outside Director.
   The Company plans to designate her as an independent officer in accordance with the regulations of the Tokyo Stock Exchange and notify therein.
5. The Company has entered into agreements limiting the liability for damages specified in Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of said Act with the candidates for Outside Directors, Shiro Wakui and Hiroshi Takano. The maximum amount of liability for damages will be the total of the amounts specified in each item of Article 425, Paragraph 1 of said Act, and if reelection of Shiro Wakui and Hiroshi Takano is approved, the Company plans to continue such agreements with them. Also, if the election of Satoko Ito is approved, the Company plans to enter into the same agreement with her.

Proposal 2: Election of one (1) Corporate Auditor

Corporate Auditor Naoki Hayakawa will resign at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes that one (1) Corporate Auditor be elected.
The Board of Corporate Auditors has given its consent to this proposal.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Career summary and position (Significant concurrent positions outside the Company)	Number of the Company's shares owned
Teruo Nakano (March 26, 1949) [New election]	Mar. 1967 Joined the Company June 2002 Plant Manager, Shiga Ryuo Plant of the Company June 2003 Executive Officer of the Company June 2007 President and Representative Director, Sekisui Jushi Plametal Corporation (present position) Apr. 2013 Managing Executive Officer of the Company (present position) Apr. 2016 Advisor to the Development and Manufacturing Division of the Company (present position) [Significant concurrent positions outside the Company] President and Representative Director, Sekisui Jushi Plametal Corporation (Scheduled to resign in June 2019)	6,100
Reasons for nomination as candidate for Corporate Auditor Teruo Nakano has been involved in the business of the Development and Manufacturing Division of the Company and has served in positions such as representative of Group companies. Currently He is appropriately performing the duties of Managing Executive Officer of the Company and President and Representative Director of Sekisui Jushi Plametal Corporation. We have nominated him as a candidate for Corporate Auditor of the Company based on the judgment that he is qualified as Corporate Auditor due to his extensive experience and knowledge.		

Note: There is no special interest between candidate for Corporate Auditor Teruo Nakano and the Company.

Proposal 3: Determination of remuneration for the granting of restricted shares to Directors (excluding Outside Directors)

The amount of remuneration for Directors of the Company was approved as being no more than 400 million yen per year (however, this does not include the employee salaries for directors concurrently serving as employees) at the 73rd Ordinary General Meeting of Shareholders held on June 28, 2007, and of this, the amount of remuneration, for the Outside Directors was approved as being no more than 40 million yen per year at the 82nd Ordinary General Meeting of Shareholders held on June 29, 2016.

The Company hereby proposes the new payment of restricted shares to Directors (excluding Outside Directors) of the Company ("Eligible Directors") in order to provide them an incentive to sustainably increase the Company's corporate value and to further promote shared value between shareholders and them, separate to the remuneration limit stated above, as part of the revision to its remuneration package for Directors.

The remuneration to be paid to Eligible Directors for the purpose of granting them restricted shares under this proposal shall be monetary remuneration claims ("Monetary Remuneration Claims"); and the total amount of Monetary Remuneration Claims shall be no more than 30 million yen per year, as deemed reasonable in light of the aforementioned purposes. In addition, the specific timing for provision thereof and the allocation to each Eligible Director shall be determined by the Board of Directors. However, remuneration for the granting of restricted shares shall not be paid to Outside Directors.

It should be noted that the remuneration stated above shall not include the employee salaries for Directors concurrently serving as employees.

The number of Directors is currently eight (8) (including three (3) Outside Directors). Subject to the approval and adoption of Proposal 1, "Election of Eight (8) Directors" as originally proposed, the number of Directors will continue to be eight (8) (including three (3) Outside Directors).

In addition, the Eligible Directors shall pay all Monetary Remuneration Claims to be provided under this proposal in the form of property contributed in kind, in accordance with the resolution of the Board of Directors of the Company, and shall, in return, receive common shares of the Company that shall be by disposal of treasury shares, and the total number of common shares of the Company through disposal of treasury shares shall be no more than 10,000 shares per year (however, if, on or after the day on which this proposal is approved and adopted, the Company performs a share split (including allotment of common shares of the Company without contribution) or a reverse share split of its common shares, or any other reason arises necessitating an adjustment to the total number of common shares of the Company through disposal of treasury share for restricted shares, the relevant total number shall be reasonably adjusted).

Furthermore, the amount to be paid in per allotted share shall be determined by the Board of Directors based on the closing price of common shares of the Company on the Tokyo Stock Exchange on the business day immediately before each date of resolution by the Board of Directors regarding the allotment of shares (if there is no closing price on such date, the closing price on the closest preceding trading day). In addition, at the time of the disposal of treasury shares of the Company, an agreement on allotment of shares with transfer restrictions that includes the provisions as summarized below (the "Allotment Agreement"; common shares allotted under the Allotment Agreement referred to as "Allotted Shares") shall be entered into between the Company and each Eligible Director.

(1) Restriction Period
Eligible Directors, during the period specified in advance by the Board of Directors of the Company ("Restriction Period"), which is a period between three years to 30 years from the payment date regarding Allotted Shares, shall not transfer, create a security interest on, or otherwise dispose of the Allotted Shares ("Transfer Restrictions").

(2) Treatment on retirement from the position
If an Eligible Director retires from his/her position as Director, Executive Officer or other position determined in advance by the Board of Directors of the Company before the Restriction Period expires, the Company shall automatically acquire such Allotted Shares without contribution, unless the reason for his/her retirement from office is the expiration of the term of his/her office, death, or other justifiable reason.

(3) Lifting of Transfer Restrictions
Notwithstanding the provision of (1) above, the Company shall lift the Transfer Restrictions of all of the Allotted Shares upon expiration of the Restriction Period, on the condition that an Eligible Director has remained in his/her position as Director, Executive Officer or other position determined in advance by the

Board of Directors of the Company throughout the Restriction Period. However, if the Eligible Director retires from his/her position as designated in (2) above before the expiration of the Restriction Period due to the expiration of the term of his/her office, death, or other justifiable reason, the Company shall rationally adjust the number of the Allotted Shares on which the Transfer Restrictions are to be lifted, and the timing of lifting as needed. In addition, the Company shall automatically acquire without contribution the Allotted Shares on which the Transfer Restrictions have not been lifted as of the time immediately after the Transfer Restrictions were lifted in accordance with the provisions above.

(4) Treatment during reorganization, etc.

Notwithstanding the provision of (1) above, if, during the Restriction Period, matters relating to a merger agreement in which the Company is the disappearing company, a share exchange agreement or share transfer plan in which the Company becomes a wholly owned subsidiary, or other reorganization, etc. are approved at the Company's General Meeting of Shareholders (or at a meeting of its Board of Directors in cases where approval at the Company's General Meeting of Shareholders is not required in relation to the reorganization, etc.), the Company shall lift the Transfer Restrictions on the Allotted Shares with the number of shares that is reasonably determined considering the period from the start date of the Restriction Period to the date of approval of the reorganization, etc. prior to the date on which the reorganization, etc. becomes effective, by resolution of the Board of Directors of the Company. In addition, in cases specified above, the Company shall automatically acquire without contribution the Allotted Shares on which the Transfer Restrictions have not been lifted as of the time immediately after the Transfer Restrictions were lifted.

(5) Other matters

Other matters relating to the Allotment Agreement shall be prescribed by the Board of Directors of the Company.