Note: This document is a translation of a part of the Japanese original. The translation is prepared and provided for the purpose of the readers' convenience only. All readers are strongly recommended to refer to the original Japanese version for complete and accurate information.

(Stock Exchange Code 4980)
May 30, 2019

To Shareholders with Voting Rights:

Takashi Ichinose
Representative Director
Dexerials Corporation
1-11-2, Osaki, Shinagawa-ku, Tokyo

NOTICE OF
THE 7TH 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 7th Annual General Meeting of Shareholders of Dexerials Corporation (the "Company") as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing (by submitting the enclosed Voting Rights Exercise Form) or by electromagnetic means (via the Internet etc.).

Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:45 p.m. on Thursday, June 20, 2019, Japan standard time.

1. **Date and Time:** Friday, June 21, 2019 at 10:00 a.m. Japan standard time
   (The reception desk opens at 9:00 a.m.)

2. **Place:** Osaki Bright Core Hall
   3rd floor of Osaki Bright Core
   5-5-15, Kitashinagawa, Shinagawa-ku, Tokyo, Japan

3. **Meeting Agenda:**

Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company's 7th Fiscal Year (April 1, 2018 - March 31, 2019) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
2. Non-consolidated Financial Statements for the Company's 7th Fiscal Year (April 1, 2018 - March 31, 2019)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus
Proposal 2: Election of Seven (7) Directors
Proposal 3: Election of Three (3) Audit & Supervisory Board Members
Proposal 4: Election of One (1) Substitute Audit & Supervisory Board Member

- The Notes to the Consolidated Financial Statements, which are part of the Consolidated Financial Statements, and the Notes to the Non-consolidated Financial Statements, which are part of the Non-consolidated Financial Statements, have been posted on the Company's website in accordance with laws and regulations and Article 14 of the Articles of Incorporation of the Company.
- Should matters to be described in the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, or the Non-Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website.
- The results of resolutions at this Annual General Meeting of Shareholders will be posted on the Company's website.

Company's website: https://www.dexerials.jp/

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

We position returning profit to shareholders as one of the most important management issues. Based on the recognition that enhancement of corporate value by growth investment are the common interests of our shareholders, while prioritizing business investment that will lead to sustainable enhancement of corporate value, our basic policy is to distribute profit to shareholders according to profit growth. We target a total payout ratio to consolidated profit before amortization of goodwill of approximately 40%.

Based on this policy, we propose to pay a year-end dividend of 14 yen per share for the current fiscal year.

*Total payout ratio to consolidated profit before amortization of goodwill

$$= \frac{\text{Total payout amount (Annual total dividends paid + Annual total share buyback)}}{\text{Consolidated profit + Amortization of goodwill}} \times 100$$

1. Type of dividend assets
   Cash
2. Allotment of dividend assets to shareholders and the total amount
   14 yen per share of common stock of the Company
   Total amount: 893,439,400 yen
3. Effective date of distribution of surplus
   June 24, 2019

Reference
Annual dividend
34 yen per share (interim dividend: 20 yen, year-end dividend: 14 yen)
Total payout ratio*: 50.4%
*Total payout ratio to consolidated profit before amortization of goodwill

Proposal 2: Election of Seven (7) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, it is proposed to elect seven (7) Directors.

The candidates for Director are as follows.

No.	Name	Age		Current positions and responsibilities at the Company	No. of years served as Director	Attendance at Board of Directors' meetings
1	New appointment Yoshihisa Shinya	49		President and Executive Officer Automotive Solutions Business Unit Head	-	-
2	New appointment Toshiya Satake	59		Standing Audit & Supervisory Board Member	5 years*	100% (14/14*)
3	Reappointment Hisashi Ando	64		Representative Director Senior Managing Executive Officer Officer in charge of Internal Audit	6 years and 8 months	100% (14/14)
4	Reappointment Masao Hirano	63	Independent Officer Outside Director	Outside Director	4 years	92.9% (13/14)
5	New appointment Takao Tsuji	69	Independent Officer Outside Director	-	-	-
6	Reappointment Takashi Yokokura	70	Independent Officer Outside Director	Outside Director	4 years	100% (14/14)
7	New appointment Rika Sato	56	Independent Officer Outside Director	Outside Audit & Supervisory Board Member	4 years*	100% (14/14*)

Notes:

1. Mr. Masao Hirano, Mr. Takao Tsuji, Mr. Takashi Yokokura, and Ms. Rika Sato are candidates for Outside Directors. If their election is approved as proposed, the Company intends to designate them as Independent Officers as prescribed by the Tokyo Stock Exchange.
2. The age of a candidate for Director is the age at the conclusion of this Annual General Meeting of Shareholders.
3. * indicates the number of years served as Audit & Supervisory Board Member and the attendance at Board of Directors' meetings as Audit & Supervisory Board Member.

[Basic Policy and Procedures for Nomination of Candidates for Director]

In nominating candidates for Director, the Company's criteria for selecting candidates for Director include that persons are capable of making decisions and executing in accordance with the Company's corporate philosophy, are of good character, have effective communication skills, and have leadership qualities. For Outside Directors, the Company seeks persons from outside the Company who have experience as corporate managers of global enterprises, knowledge of technological development, and specialized knowledge in the fields of legal affairs, finance and accounting, etc., and moreover, are highly independent.

In selecting Outside Directors, the Company determines candidates, taking into consideration the balance of knowledge, experience, specialized fields, etc. of the Board of Directors as a whole.

As independent Outside Directors are the majority of the Company's Board of Directors, candidates for Director are selected from a neutral perspective. Nomination of candidates for Director requires review in advance at a meeting of independent Outside Directors to reflect their opinions.

Name	Career summary
New appointment 1 Yoshihisa Shinya Date of birth: July 20, 1969 Age: 49 No. of years served as Director: - Number of shares of the Company held: 20,600 shares	Jul. 2001 Joined Sony Chemicals Corporation (current the Company) Apr. 2005 General Manager, Development Department, Optical Material Business Unit, Sony Chemicals Corporation Apr. 2012 Deputy Head, Optical Solutions Products Business Division, Sony Chemicals Corporation Sep. 2012 Deputy Head, Optical Solutions Products Business Unit, the Company Apr. 2014 Executive Officer, Optical Solutions Products Business Unit Head, the Company Apr. 2016 Executive Officer, Product Development Division Head, Business Unit Group Deputy-Head, Corporate R&D Division Deputy-Head, the Company Apr. 2017 Senior Executive Officer, Product Development Division Head, Automotive Devices Business Group Head, the Company Jan. 2019 Senior Executive Officer, Automotive Solutions Business Unit Head, the Company Mar. 2019 President and Executive Officer, Automotive Solutions Business Unit Head, the Company (to present) [Significant concurrent positions] -
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Director] Mr. Yoshihisa Shinya is playing a central role in product development and commercialization with regard to the Company's entry to new business fields and has deep insight about technology and a wealth of experience in business operations. The Company judges that he is capable of appropriately fulfilling his duties as a Director and therefore nominates him as a candidate for Director.	

Name	Career summary
New appointment 2 Toshiya Satake Date of birth: June 29, 1959 Age: 59 No. of years served as Audit & Supervisory Board Member: 5 years Number of shares of the Company held: -	Apr. 1983 Joined Hokkaido-Tohoku Development Finance Public Corporation (current Development Bank of Japan Inc.) Apr. 2006 Deputy Head of Business Development Department, Head of Transaction Services Group, Development Bank of Japan Inc. Jun. 2009 Director, General Manager, Planning Department, Skynet Asia Airways Co., Ltd. (current Solaseed Air Inc.) Apr. 2012 Head of Regional Planning Department, Development Bank of Japan Inc. Jun. 2013 Head of Regional Planning Department, Head of PPP/PFI Promotion Center, Development Bank of Japan Inc. Apr. 2014 Advisor, the Company Jun. 2014 Standing Audit & Supervisory Board Member, the Company (to present) [Significant concurrent positions] -
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Director] Mr. Toshiya Satake has a wealth of experience and deep insight gained through his involvement in investment and financing business at financial institutions and as a manager of a company. He is well versed in the Company's overall management through involvement in the Company's auditing as a Standing Audit & Supervisory Board Member since 2014. The Company judges that he is capable of appropriately fulfilling his duties as a Director and therefore nominates him as a candidate for Director.	

Name	Career summary
Reappointment 3 Hisashi Ando Date of birth: February 7, 1955 Age: 64 No. of years served as Director: 6 years and 8 months Number of shares of the Company held: 50,000 shares	Apr. 1979 Joined Sony Chemicals Corporation (current the Company) Jul. 2000 General Manager, i-D Development Department, Sony Chemicals Corporation Oct. 2006 Corporate Executive, Kanuma Plant Manager, Sony Chemical & Information Device Corporation (current the Company) Dec. 2007 Executive Officer, Kanuma Plant Manager, Sony Chemical & Information Device Corporation Apr. 2010 Director, Kanuma Plant Manager, Sony Chemical & Information Device Corporation Sep. 2012 Director and Executive Officer, Senior General Manager, Research & Development Division, Kanuma Plant Manager, the Company Apr. 2014 Director and Senior Executive Officer, Senior General Manager, Research & Development Division, Procurement, New Business Planning & Promotion, the Company Apr. 2016 Director and Managing Executive Officer, Officer in charge of Manufacturing & Technology, Corporate R&D Division Head, the Company Jun. 2016 Representative Director and Senior Managing Executive Officer, Corporate R&D Division Head, the Company Jan. 2019 Representative Director and Senior Managing Executive Officer, the Company (to present) [Significant concurrent positions] -
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Director] Since being appointed Director of Sony Chemical & Information Device Corporation, the predecessor of the Company, Mr. Hisashi Ando has been leading the Company's development of mainstay products. He has a wealth of experience in the product development and business operations of the Company and has deep insight about management. The Company judges that he is capable of appropriately fulfilling his duties as a Director and therefore nominates him as a candidate for Director.	

Name	Career summary
Reappointment Outside Director Independent Officer 4 Masao Hirano Date of birth: August 3, 1955 Age: 63 No. of years served as Director: 4 years Number of shares of the Company held: -	Apr. 1980 Joined JGC Corporation Nov. 1987 Joined McKinsey & Company, Inc. Jul. 1993 Partner, McKinsey & Company, Inc. Jul. 1998 Managing Director of McKinsey Japan Nov. 2007 Managing Director and Co-Head of Japan Buyout, Carlisle Japan, LLC Jan. 2012 President & Representative Director, m&i Co., Ltd. (to present) Apr. 2012 Professor, Faculty of Commerce, Waseda University (to present) Mar. 2014 Outside Director, Broadleaf Co., Ltd. May 2015 Outside Director, the Company (to present) Aug. 2016 Outside Director, LOCONDO, Inc. (to present) Jun. 2017 Outside Director, LITALICO Inc. (to present) Mar. 2019 External Director, Uzabase, Inc. [Significant concurrent positions] Professor, Faculty of Commerce, Waseda University Outside Director, LOCONDO, Inc. Outside Director, LITALICO Inc. External Director, Uzabase, Inc.

[Special interest relationship with the Company]
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[Reasons for nomination as a candidate for Director]
Mr. Masao Hirano has deep insight about corporate management as a university professor and management consultant. The Company judges that he can provide useful advice for the Company's management from an objective and professional perspective and therefore nominates him as a candidate for Outside Director.
In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Mr. Hirano. Thus, if his reelection is approved as proposed, the Company intends to continue his designation as an Independent Officer as prescribed by the Tokyo Stock Exchange.

[Limited liability agreement]
In order to enable Outside Directors to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Directors that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Directors.
If reelection of Mr. Masao Hirano is approved as proposed, the Company intends to continue the said contract with him.

Name	Career summary
New appointment Outside Director Independent Officer 5 Takao Tsuji Date of birth: September 28, 1949 Age: 69 No. of years served as Director: - Number of shares of the Company held: 3,000 shares	Apr. 1973 Joined Nissho Iwai Corporation (current Sojitz Corporation), Tokyo Head Office Jun. 1999 Director, NISSHO ELECTRONICS CORPORATION Mar. 2000 Director, FUSION COMMUNICATIONS CORPORATION (Part-time) Jun. 2001 Managing Director, NISSHO ELECTRONICS CORPORATION Jun. 2002 President and Representative Director, NISSHO ELECTRONICS CORPORATION Jun. 2009 Chairman of the Board of Directors, NISSHO ELECTRONICS CORPORATION Jun. 2013 External Director, JVCKENWOOD Corporation May 2014 President, Representative Director of the Board, Chief Operating Officer (COO), Chief Risk Officer (CRO), Chief Innovation Officer (CIO), JVCKENWOOD Corporation Jun. 2016 President, Representative Director of the Board, Chief Executive Officer (CEO), JVCKENWOOD Corporation Apr. 2018 Representative Director of the Board, Chairman & Chief Executive Officer (CEO), Chief Export Control Officer, JVCKENWOOD Corporation Apr. 2019 Representative Director of the Board, Chairman, JVCKENWOOD Corporation (to present) [Significant concurrent positions] Representative Director of the Board, Chairman, JVCKENWOOD Corporation

[Special interest relationship with the Company]
The Company has transactions with subsidiaries of JVCKENWOOD Corporation where Mr. Takao Tsuji serves as Representative Director of the Board and Chairman with respect to sales of the Company's products but the amount of sales of such products accounts for less than 0.2% of the Company's consolidated net sales.

[Reasons for nomination as a candidate for Director]
Mr. Takao Tsuji has a wealth of experience about corporate management as the CEO of a listed company and specialized knowledge as an engineer. The Company judges that he can provide useful advice for the Company's management from an objective and professional perspective and contribute to the Company's product development and business development in new fields, and therefore nominates him as a candidate for Outside Director.
In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Mr. Tsuji. Thus, if his election is approved as proposed, the Company intends to designate him as an Independent Officer as prescribed by the Tokyo Stock Exchange.

[Limited liability agreement]
In order to enable Outside Directors to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Directors that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Directors.
If election of Mr. Takao Tsuji is approved as proposed, the Company intends to enter into the said contract with him.

Name	Career summary
Reappointment Outside Director Independent Officer 6 Takashi Yokokura Date of birth: March 9, 1949 Age: 70 No. of years served as Director: 4 years Number of shares of the Company held: -	Apr. 1971 Joined Tokyo Optical Co., Ltd. (current TOPCON Corporation) Oct. 1993 General Manager of Electronic Beam Engineering Department, Electronic Beam Division, TOPCON Corporation Apr. 1997 Technology Executive, Industrial Equipment Division, TOPCON Corporation Jun. 2002 Executive Officer, TOPCON Corporation Jun. 2003 Director, TOPCON Corporation Jun. 2006 President and Representative Director, TOPCON Corporation Jun. 2011 Advisor, TOPCON Corporation Dec. 2012 Governor, Tokyo University of Science May 2015 Outside Director, the Company (to present) Oct. 2015 Director, Tokyo University of Science [Significant concurrent positions] -

[Special interest relationship with the Company]
-

[Reasons for nomination as a candidate for Director]
Having held important posts at a listed company, Mr. Takashi Yokokura has deep insight into corporate management. The Company judges that he can provide useful advice for the Company's management from an objective and professional perspective and contribute to strengthening of the Company's technology development and business development, and therefore nominates him as a candidate for Outside Director.
In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Mr. Yokokura. Thus, if his reelection is approved as proposed, the Company intends to continue his designation as an Independent Officer as prescribed by the Tokyo Stock Exchange.

[Limited liability agreement]
In order to enable Outside Directors to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Directors that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Directors.
If reelection of Mr. Takashi Yokokura is approved as proposed, the Company intends to continue the said contract with him.

Name	Career summary
New appointment Outside Director Independent Officer 7 Rika Sato Date of birth: August 15, 1962 Age: 56 No. of years served as Audit & Supervisory Board Member: 4 years Number of shares of the Company held: -	Apr. 1992 Registered as attorney-at-law (The Tokyo Bar Association) Dec. 1998 Registered as attorney-at-law (New York State) Jun. 2000 Joined Asahi & Koma Law Office (current NISHIMURA & ASAHI) Jan. 2003 Partner, Asahi & Koma Law Office Jun. 2007 Joined Jones Day, Partner May 2015 Outside Audit & Supervisory Board Member, the Company (to present) Jan. 2016 Partner, Ota & Sato (to present) Jun. 2018 Outside Director, CMK CORPORATION (to present) [Significant concurrent positions] Attorney-at-law (Partner, Ota & Sato) Outside Director, CMK CORPORATION
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Director] Ms. Rika Sato has deep insight about corporate legal affairs as an attorney-at-law and has a track record of contributing to enhancement of the quality of auditing of the Company as an Outside Audit & Supervisory Board Member of the Company. The Company judges that she can provide useful advice and suggestions that contribute to strengthening of the functions for supervision of the Company's business execution, and therefore nominates her as a candidate for Outside Director. Although Ms. Sato has no experience of involvement in corporate management other than serving as an outside officer, the Company believes that she is capable of appropriately performing duties as an Outside Director for the reasons stated above. In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Ms. Sato. Thus, if her election is approved as proposed, the Company intends to designate her as an Independent Officer as prescribed by the Tokyo Stock Exchange.	
[Limited liability agreement] In order to enable Outside Directors to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Directors that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Directors. If election of Ms. Rika Sato is approved as proposed, the Company intends to enter into the said contract with her.	

(Reference)

Independence Standards for Outside Directors

If none of the following attributes applies to an Outside Director or a candidate for Outside Director, the Company judges that such Outside Director or candidate for Outside Director is independent from the Company.

1. A person who currently serves as Director (excluding Outside Director. The same applies hereinafter.), Audit & Supervisory Board Member (excluding Outside Audit & Supervisory Board Member, with the same applying hereinafter), Executive Officer or employee of the Company or subsidiaries of the Company (hereinafter referred to as the "Dexerials Group") (hereinafter referred to collectively as "Director etc.") or served as such in the 10 years prior to his/her appointment.
2. A second-degree or closer relative of a Director etc. of the Dexerials Group
3. A major shareholder of the Company (or if the shareholder is an organization, such as a corporation, a person who belongs to it) (*1)
4. A person who belongs to an organization of which the Company is a major shareholder (*1)
5. A major business partner of the Dexerials Group (or if the business partner is a corporation etc., a person who belongs to it)
6. A major lender to or creditor of the Dexerials Group (or if the lender or creditor is an organization, such as a corporation, a person who belongs to it) (*3)
7. A person who has received a donation amounting to 10 million yen or more in the current fiscal year from the Dexerials Group (or if the person receiving such donation is an organization, such as a corporation or an association, a person who belongs to such organization or belonged to such organization in the most recent five years)
8. A person who has received remuneration amounting to 10 million yen or more in the current fiscal year for providing professional services concerning law, finance, tax affairs, etc. or consulting services to the Dexerials Group (or if such person is an organization, such as a corporation, a person who belongs to it)
9. The company where a person serves as a Director etc. and the Dexerials Group have a relationship of interlocking outside officers. (*4)
10. A person who has served as the Company's Outside Director for more than 5 years

Notes:

1. "Major shareholder" means a person who directly or indirectly holds 10% or more of the total voting rights.
2. "Major business partner" means a person who received from the Dexerials Group or paid to the Dexerials Group an amount equal to 2% or more of annual consolidated sales of the said business partner or the Dexerials Group.
3. "Major lender" means a lender from which the Dexerials Group borrows an amount equivalent to 2% or more of consolidated total assets.
4. "Relationship of interlocking outside officers" means receiving an outside officer from a company where a Director etc. of the Dexerials Group serves as an outside officer.

Proposal 3: Election of Three (3) Audit & Supervisory Board Members

The terms of office of all three (3) Audit & Supervisory Board Members will expire at the conclusion of this General Meeting of Shareholders. Accordingly, it is proposed to elect three (3) Audit & Supervisory Board Members.

The Company has obtained the consent of the Audit & Supervisory Board with respect to this proposal.

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

No.	Name		Age		Current positions at the Company	No. of years served as Audit & Supervisory Board Member	Attendance at Board of Directors' meetings
1	New appointment	Masahiro Kuwayama	60		General Manger, Internal Audit Department	-	-
2	Reappointment	Toshifumi Takada	66	Independent Officer Outside Audit & Supervisory Board Member	Outside Audit & Supervisory Board Member	4 years	92.9% (13/14)
3	New appointment	John C. Roebuck	69	Independent Officer Outside Audit & Supervisory Board Member	-	-	-

Notes:

1. Mr. Toshifumi Takada and Mr. John C. Roebuck are candidates for Outside Audit & Supervisory Board Member. If their election is approved as proposed, the Company intends to designate them as Independent Officers as prescribed by the Tokyo Stock Exchange.
2. The age of a candidate for Audit & Supervisory Board Member is the age at the conclusion of this Annual General Meeting of Shareholders.

[Basic Policy and Procedures for Nomination of Candidates for Audit & Supervisory Board Member]

In nominating candidates for Audit & Supervisory Board Member, the Company's criteria for selecting candidates for Audit & Supervisory Board Member include that persons have experience and knowledge of corporate management, finance and accounting, legal affairs, etc. from inside and outside the Company. For Outside Audit & Supervisory Board Members, the Company seeks persons from outside the Company who have qualities mentioned above, and moreover, are highly independent.

Name	Career summary
New appointment 1 Masahiro Kuwayama Date of birth: October 19, 1958 Age: 60 No. of years served as Audit & Supervisory Board Member: - Number of shares of the Company held: 22,200 shares	Apr. 1981 Joined Sony Corporation Jan. 2003 General Manager, MSNC RM Business Strategy Division, Sony Corporation Apr. 2007 General Manager, Corporate Planning Department, Sony Chemical & Information Device Corporation (current the Company) Aug. 2008 Corporate Executive, responsible for corporate planning, chemical products business management, general affairs, human resources, chemical materials, Sony Chemical & Information Device Corporation Aug. 2012 General Manager, Legal Affairs, Environment & Compliance Division, Sony Chemical & Information Device Corporation Mar. 2017 General Manager, Internal Audit Department, the Company (to present) [Significant concurrent positions] -
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Audit & Supervisory Board Member] Having served in the Legal Affairs Department and as the General Manager of the Internal Audit Department of the Company, Mr. Masahiro Kuwayama has a wealth of experience and insight about legal affairs and audit practices. The Company judges that he is capable of performing appropriate auditing from an objective and professional perspective and therefore nominates him as a candidate for Audit & Supervisory Board Member.	

Name	Career summary
Reappointment Outside Audit & Supervisory Board Member Independent Officer 2 Toshifumi Takada Date of birth: January 1, 1953 Age: 66 No. of years served as Audit & Supervisory Board Member: 4 years Number of shares of the Company held: -	Apr. 1997 Professor, Faculty of Economics, Tohoku University Apr. 1999 Professor, Graduate School of Economics and Management, Tohoku University Apr. 2005 Executive Vice President, Tohoku University Apr. 2007 Professor (Economics and Management), Tohoku University May 2015 Outside Audit & Supervisory Board Member, the Company (to present) Apr. 2018 Professor Emeritus, Tohoku University (to present) Aug. 2018 Professor, National Chung Cheng University (to present) [Significant concurrent positions] Professor Emeritus, Tohoku University (to present) Professor, National Chung Cheng University (to present)

[Special interest relationship with the Company]
-

[Reasons for nomination as a candidate for Audit & Supervisory Board Member]
Mr. Toshifumi Takada has deep insight about accounting and the audit system as a university professor. The Company judges that he is capable of performing appropriate auditing from an objective and professional perspective and therefore nominates him as a candidate for Outside Audit & Supervisory Board Member.
Although Mr. Takada has no experience of involvement in corporate management other than serving as an outside officer, the Company believes that he is capable of appropriately performing duties as an Outside Audit & Supervisory Board Member for the reasons stated above.
In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Mr. Takada. Thus, if his election is approved as proposed, the Company intends to designate him as an Independent Officer as prescribed by the Tokyo Stock Exchange.

[Limited liability agreement]
In order to enable Outside Audit & Supervisory Board Members to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Audit & Supervisory Board Members that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Audit & Supervisory Board Members.
If reelection of Mr. Toshifumi Takada is approved as proposed, the Company intends to continue the said contract with him.

Name	Career summary
New appointment Outside Audit & Supervisory Board Member Independent Officer 3 John C. Roebuck Date of birth: March 26, 1950 Age: 69 No. of years served as Audit & Supervisory Board Member: - Number of shares of the Company held: -	Nov. 1975 Registered as attorney-at-law (District of Columbia) Nov. 1975 Associate Attorney, Arnold & Porter Sep. 1976 Foreign Lawyer, Nagashima & Ohno Jan. 1980 Associate Attorney, Coudert Brothers LLP Jan. 1982 Foreign Lawyer, Tanaka & Takahashi Sep. 1985 Partner, Mayer, Brown & Platt Jul. 1995 Partner, Jones Day Apr. 2003 General Counsel, IBM Japan, Ltd. Jan. 2016 Of Counsel, Jones Day [Significant concurrent positions] -
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Audit & Supervisory Board Member] Mr. John C. Roebuck has specialized knowledge about international financial legal affairs and a wealth of experience and insight about management of global companies as an international attorney-at-law. The Company judges that he is capable of performing appropriate auditing from an objective and professional perspective and therefore nominates him as a candidate for Outside Audit & Supervisory Board Member. Although Mr. Roebuck has no experience of involvement in corporate management other than serving as an outside officer, the Company believes that he is capable of appropriately performing duties as an Outside Audit & Supervisory Board Member for the reasons stated above. In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Mr. Roebuck. Thus, if his election is approved as proposed, the Company intends to designate him as an Independent Officer as prescribed by the Tokyo Stock Exchange.	
[Limited liability agreement] In order to enable Outside Audit & Supervisory Board Members to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Audit & Supervisory Board Members that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Audit & Supervisory Board Members. If election of Mr. John C. Roebuck is approved as proposed, the Company intends to continue the said contract with him.	

Proposal 4: Election of One (1) Substitute Audit & Supervisory Board Member

To prepare for any situation in which the number of Audit & Supervisory Board Members falls below the number prescribed by laws and regulations, it is proposed to elect one (1) Substitute Audit & Supervisory Board Member.

The Audit & Supervisory Board has already given its consent with respect to this proposal.

The effectiveness of the election of the candidate may be cancelled by securing consent of the Audit & Supervisory Board and by a resolution of the Board of Directors, only before the candidate assumes office.

The candidate for Substitute Audit & Supervisory Board Member is as follows.

Name	Career summary
Outside Audit & Supervisory Board Member Akira Nagasaki Date of birth: December 8, 1973 Age: 45 Number of shares of the Company held: -	Sep. 2002 Registered as attorney-at-law (Daini Tokyo Bar Association) Oct. 2002 Joined Asahi & Koma Law Office (current NISHIMURA & ASAHI) Mar. 2008 Registered as attorney-at-law (New York State) Jan. 2013 Joined City-Yuwa Partners Jan. 2014 Partner, City-Yuwa Partners (to present) Oct. 2018 Examiner for the National Bar Examination (Environmental Law) (to present) [Significant concurrent positions] Attorney-at-law (Partner, City-Yuwa Partners)
[Special interest relationship with the Company] -	
[Reasons for nomination as a candidate for Substitute Audit & Supervisory Board Member] Mr. Akira Nagasaki has deep insight about corporate legal affairs as an attorney-at-law. The Company judges that he is capable of performing appropriate auditing from an objective and professional perspective and therefore nominates him as a candidate for Substitute Outside Audit & Supervisory Board Member. Although Mr. Nagasaki has no experience of involvement in corporate management other than serving as an outside officer, the Company believes that he is capable of appropriately performing duties as an Outside Audit & Supervisory Board Member for the reasons stated above. In light of the independence standards stipulated by the Tokyo Stock Exchange and the Company's independence standards, none of the attributes that may cause conflict of interest with general shareholders applies to Mr. Takada. Thus, if his election is approved as proposed and he assumes office as Outside Audit & Supervisory Board Member, the Company intends to designate him as an Independent Officer as prescribed by the Tokyo Stock Exchange.	
[Limited liability agreement] In order to enable Outside Audit & Supervisory Board Members to fully fulfill their expected roles, the Company's Articles of Incorporation allow the Company to enter into agreements (limited liability agreement) with Outside Audit & Supervisory Board Members that limit their liabilities for damages stipulated in Article 423 Paragraph 1 of the Companies Act to the minimum liability amount stipulated by laws and regulations. The Company has entered into a limited liability agreement with each of the incumbent Outside Audit & Supervisory Board Members. If election of Mr. Akira Nagasaki is approved as proposed and he assumes office as Outside Audit & Supervisory Board Member, the Company intends to continue the said contract with him.	

Note: Mr. Akira Nagasaki is a candidate for Substitute Outside Audit & Supervisory board Member.