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

Notice of the 14th Annual Shareholders' Meeting

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

You are cordially invited to attend the 14th Annual Shareholders' Meeting of W-SCOPE Corporation (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the Shareholders' Meeting and either indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it, or enter your vote for or against the proposal using the website for exercising voting rights designated by the Company (https://soukai.mizuho-tb.co.jp/), by the close of business hours (5:30 p.m.) on Tuesday, March 19, 2019, Japan time.

1. **Date and Time:** Wednesday, March 20, 2019 at 10:00 a.m. Japan time

2. **Place:** Room "Sirius" at Hotel Gajoen Tokyo
   1-8-1 Shimomeguro, Meguro-ku, Tokyo, Japan

3. **Meeting Agenda:**
   Matters to be reported:
   1. The Business Report, Consolidated Financial Statements for the Company's 14th Fiscal Year (January 1, 2018 - December 31, 2018) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
   2. Non-consolidated Financial Statements for the Company's 14th Fiscal Year (January 1, 2018 - December 31, 2018)

   Proposals to be resolved:
   Proposal 1: Appropriation of Surplus
   Proposal 2: Election of Five (5) Directors
   Proposal 3: Election of Three (3) Auditors

4. **Predetermined Terms of the Convening:**
   Please refer to the "Method of exercising voting rights" on the next page.

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

Voting rights at the Shareholders' Meeting are important rights of shareholders.
Please enter your vote for or against the proposal after reviewing the Reference Documents for the Shareholders' Meeting (page 3 to page 12).

For shareholders attending in person



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

Exercise of voting rights in writing



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

Deadline for exercising voting rights: March 19, 2019 (Tuesday) at 5:30 p.m.

Exercise of voting rights via the Internet



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

Deadline for exercising voting rights: March 19, 2019 (Tuesday) at 5:30 p.m.

(1) Items concerning disclosure on website

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

Matters relating to the Company's Shares; Matters relating to Subscription Rights to Shares, etc.; Status of the Accounting Auditor; Systems and Policies of the Company; Basic Policy on the Company's Ownership Control; Policy on Decisions concerning the Distribution of Dividends from Surplus, etc.; Consolidated Statements of Changes in Net Assets; Notes to Consolidated Financial Statements; Non-consolidated Statements of Changes in Net Assets; and Notes to Non-consolidated Financial Statements

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

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

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

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

Proposals and References

Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

Matters regarding year-end dividend

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

For the 14th fiscal year, the Company proposes the following dividend.

(1) Type of dividend property:
Cash

(2) Distribution of dividend property, and the total amount distributed:
¥2.50 per share of common shares of the Company
Total amount: ¥78,248,443

(3) Effective date of distribution:
March 22, 2019

Proposal 2: Election of Five (5) Directors

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

The candidates are as follows.

The Company nominated the candidates for Director based on the following criteria: The candidate has an intimate knowledge of his or her businesses; the candidate is excellent in personality, insight and business execution; the candidate fits with the Company's Management Philosophy. In order to strengthen governance of business operations, the Company nominated the candidates for Outside Director as Independent Outside Director, which brings no potential conflict of interest.

No.		Positions	Name	(Date of birth)	Number of attendance/Board of Directors meetings
1	Candidate for re-election	President and CEO	Choi Won-kun	(May 30, 1963)	100% (14 out of 14 meetings)
2	Candidate for re-election	Director	Hideo Ouchi	(July 10, 1961)	100% (14 out of 14 meetings)
3	Candidate for re-election	Director	Cho Nam-Sung	(April 2, 1952)	100% (14 out of 14 meetings)
4	Candidate for re-election Candidate for Outside Director	Director	Katsuyuki Masuno	(July 24, 1952)	100% (14 out of 14 meetings)
5	Candidate for re-election Candidate for Outside Director	Director	Kiyohisa Ota	(August 4, 1960)	100% (14 out of 14 meetings)

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
1	Choi Won-kun (May 30, 1963) [Candidate for re-election]	June 1990 Joined Samsung Electronics Co., Ltd. (South Korea) May 2000 Director and Vice President of WIDE Corporation (South Korea) October 2005 President and CEO of the Company (to present) Representative Director of W-ABLE CO., LTD. (currently W-SCOPE KOREA CO., LTD.) (to present) January 2011 Director and President of W-SCOPE HONGKONG CO., LIMITED (to present) October 2016 Representative Director of W-SCOPE CHUNGJU PLANT CO., LTD. (to present) [Significant concurrent positions] Representative Director of W-SCOPE KOREA CO., LTD. Director and President of W-SCOPE HONGKONG CO., LIMITED Representative Director of W-SCOPE CHUNGJU PLANT CO., LTD. [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Reason for nomination as a candidate for Director] Mr. Choi Won-kun is the founder of the Company and has in-depth knowledge of overall operations and management of the Group. Since the Company's establishment, he has directed management as President and CEO, and has properly operated the Board of Directors as the chair of the Board of Directors. He is nominated as a candidate for Director because it is essential that he will demonstrate strong leadership in order to continue spearheading the formulation and implementation of the management plan and lead the Group to achieve its business plan going forward.	4,311,627

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
2	Hideo Ouchi (July 10, 1961) [Candidate for re-election]	April 1985 Joined SUMISHO MACHINERY TRADE CORPORATION June 2002 Transferred to SUMITRONICS CORPORATION April 2005 Joined PMC TECHNICA CO., LTD. March 2006 Joined the Company, General Manager of Sales and Marketing March 2008 Director of the Company (to present) March 2017 General Manager of Strategic Planning HQ of the Company (to present) [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Reason for nomination as a candidate for Director] Mr. Hideo Ouchi is a founding member of the Company and has a wealth of experience and knowledge. He has contributed to building the present business bases in Japan and overseas, and he has appropriately engaged in the operation of the Board of Directors. He is nominated as a candidate for Director because he assists the President and CEO and contributes to the implementation of the management plan.	2,104

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
3	Cho Nam-Sung (April 2, 1952) [Candidate for re-election]	January 1975 Joined Cheil Industries Inc. (South Korea) September 1977 Joined Samsung Electronics Co., Ltd. (South Korea) January 1996 Director of Samsung Electronics Co., Ltd. (South Korea) March 1998 Auditor of Cheil Worldwide Inc. (South Korea) March 2001 Representative Director of UG COM Co., Ltd. (South Korea) December 2004 Director and Vice President of Shirong Company (South Korea) March 2008 Auditor of W-SCOPE KOREA CO., LTD. January 2011 Director of W-SCOPE HONGKONG CO., LIMITED (to present) March 2011 Director of the Company (to present) Director of W-SCOPE KOREA CO., LTD. (to present) October 2016 Director of W-SCOPE CHUNGJU PLANT CO., LTD. (to present) [Significant concurrent positions] Director of W-SCOPE KOREA CO., LTD. Director of W-SCOPE HONGKONG CO., LIMITED Director of W-SCOPE CHUNGJU PLANT CO., LTD. [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Reason for nomination as a candidate for Director] Mr. Cho Nam-Sung has supervised the whole Group during the growth process of the Company based on his abundant knowledge and experience as well as his familiarity with corporate management. He has demonstrated his skills in developing the Group's organizational strength and also has appropriately engaged in the operation of the Board of Directors. He is nominated as a candidate for Director because he assists the President and CEO and contributes to the implementation of the management plan.	7,826

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
4	Katsuyuki Masuno (July 24, 1952) [Candidate for re-election] [Candidate for Outside Director]	April 1980 Joined Tokuyama Soda Co., Ltd. (currently Tokuyama Corporation) April 2006 Deputy Executive Officer of Tokuyama Corporation June 2010 Director of Tokuyama Corporation June 2011 Managing Executive Officer of Tokuyama Corporation June 2013 Director and Managing Executive Officer of Tokuyama Corporation June 2015 Corporate Advisor of Tokuyama Corporation March 2016 Outside Director of the Company (to present) July 2016 Corporate Advisor of Japan Material Technologies Corporation March 2017 General Manager of the Second Operation Department of Japan Material Technologies Corporation (to present) June 2017 Outside Director of Nihon Seiko Co., Ltd. (to present) [Significant concurrent positions] General Manager of the Second Operation Department of Japan Material Technologies Corporation Outside Director of Nihon Seiko Co., Ltd. [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Number of years served as a Director] Three (3) years (at the conclusion of this Annual Shareholders' Meeting) [Reason for nomination as a candidate for Outside Director] Mr. Katsuyuki Masuno is nominated as a candidate for Outside Director in the belief that he will provide management supervision to the Company based on his wealth of experience and broad knowledge as a corporate manager given his experience as Director and Managing Executive Officer of a leading chemical manufacturer. The Company expects his advice on overall management, and his contribution to strengthening its corporate governance.	605

No.	Name (Date of birth)	Past experience, positions, responsibilities	Number of shares of the Company held
5	Kiyohisa Ota (August 4, 1960) [Candidate for re-election] [Candidate for Outside Director]	April 1983 Joined Nomura Research Institute, Ltd. May 1996 Joined Merrill Lynch Japan Securities Co., Ltd. June 2003 Senior Managing Executive Officer of Enterprising Investment, Inc. (to present) March 2016 Outside Director of the Company (to present) September 2016 President and Representative Director of Over The Air Corporation (to present) [Significant concurrent positions] Senior Managing Executive Officer of Enterprising Investment, Inc. President and Representative Director of Over The Air Corporation [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Number of years served as a Director] Three (3) years (at the conclusion of this Annual Shareholders' Meeting) [Reason for nomination as a candidate for Outside Director] Mr. Kiyohisa Ota is nominated as a candidate for Outside Director in the belief that he will provide management supervision to the Company based on his wealth of knowledge concerning industry trends and corporate management given his many years of experience in company survey of the electronics and communications industries. The Company expects his advice on overall management, and his contribution to strengthening its corporate governance.	1,018

(Notes)

1. There is no special interest between each candidate for Director and the Company.
2. The number of shares of the Company held by the candidates for Director above is the figures as of January 31, 2019.
3. The Company appointed Mr. Katsuyuki Masuno and Mr. Kiyohisa Ota as independent officer in accordance with the standard established by the Tokyo Stock Exchange and notified the Exchange. Both of them will have served as Outside Director of the Company for three (3) years at the conclusion of this Annual Shareholders' Meeting.

Proposal 3: Election of Three (3) Auditors

The terms of office of all three (3) current Auditors will expire at the conclusion of this Annual Shareholders' Meeting in accordance with the provisions of Article 33 of the current Articles of Incorporation. Accordingly, the election of three (3) Auditors is proposed.

Proposal 3 has already been approved by the Board of Auditors.

The candidates are as follows.

The Company nominated the candidates for Auditor based on their professional experience and knowledge as well as the candidates' quality to audit the Company from a fair and objective perspective.

No.	Name (Date of birth)	Past experience, positions	Number of shares of the Company held
1	Akira Taki (September 23, 1948) [Candidate for re-election]	April 1967 Joined Sony Corporation November 1992 Joined Sony LSI Design Inc. (seconded) April 2004 Joined Sony Corporation (return) June 2005 Full-time Auditor of Sony Computer Entertainment Inc. (currently Sony Interactive Entertainment LLC) March 2011 Auditor of the Company (to present) [Significant concurrent positions] None [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Attendance at Board of Auditors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Reason for nomination as a candidate for Auditor] Mr. Akira Taki is capable of effectively auditing the Company in various fields with his working experience in a manufacturer and as a full-time auditor in another company.	3,858

No.	Name (Date of birth)	Past experience, positions	Number of shares of the Company held
2	Eisaburo Iwamoto (November 4, 1945) [Candidate for re-election] [Candidate for Outside Auditor]	June 1971 Joined Eiko Business Machine Co., Ltd. October 1976 Joined Texas Instruments Japan Limited July 1985 Joined Sony Corporation March 2006 Joined VITEC HOLDINGS CO., LTD. June 2006 President of VITEC HOLDINGS CO., LTD. September 2010 Director of iP Networks Co., Ltd. October 2010 Outside Auditor of the Company (to present) September 2017 Outside Director of UKC Holdings Corporation (to present) [Significant concurrent position] Outside Director of UKC Holdings Corporation [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Attendance at Board of Auditors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Number of years served as an Auditor] Eight (8) years and five (5) months (at the conclusion of this Annual Shareholders' Meeting) [Reason for nomination as a candidate for Auditor] Mr. Eisaburo Iwamoto is capable of suitably auditing the Group as a whole by utilizing his career, insight and expertise cultivated as a president of a listed company.	3,858

No.	Name (Date of birth)	Past experience, positions	Number of shares of the Company held
3	Junbom Lee (March 21, 1972) [Candidate for re-election] [Candidate for Outside Auditor]	January 1995 Joined Century Audit Corporation (currently KPMG AZSA LLC) June 1998 Registered as a certified public accountant (CPA) April 2002 Joined Partners Inc. Established Junbom Lee Certified Public Accountant Office September 2004 Established J.K. Consulting Co., Ltd. May 2005 Director of T's FUTURE CO., LTD. September 2005 Registered as a tax accountant November 2007 Outside Auditor of the Company (to present) December 2014 Representative Director of MCM Fashion Group Japan (to present) [Significant concurrent positions] Representative Director of J.K. Consulting Co., Ltd. Representative Director of MCM Fashion Group Japan [Attendance at Board of Directors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Attendance at Board of Auditors meetings for the fiscal year under review] 100% (14 out of 14 meetings) [Number of years served as an Auditor] Eleven (11) years and four (4) months (at the conclusion of this Annual Shareholders' Meeting) [Reason for nomination as a candidate for Auditor] Mr. Junbom Lee is proficient in Korean and qualified as a CPA. He is capable of suitably audit the Company based on his professional and deep insight about finance and accounting cultivated through his working experience as an accounting auditor.	4,502

(Notes)

1. There is no special interest between each candidate for Auditor and the Company.
2. The number of shares of the Company held by each candidate for Auditor above is the figure as of January 31, 2019.
3. Mr. Eisaburo Iwamoto and Mr. Junbom Lee are presently Outside Auditors of the Company. They will have served as Outside Auditor for eight (8) years and five (5) months and eleven (11) years and four (4) months, respectively, at the conclusion of this Annual Shareholders' Meeting.
4. The Company appointed Mr. Eisaburo Iwamoto as independent officer in accordance with the standard established by the Tokyo Stock Exchange and notified the Exchange.