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(Stock Exchange Code 5121)
June 11, 2020

To Shareholders with Voting Rights:

FUJIKURA COMPOSITES Inc.
Morita Kenji
Director and President
FUJIKURA COMPOSITES Inc.
(Former Fujikura Rubber Ltd.)
TOC ARIAKE,
3-5-7 Ariake, Koto-ku, Tokyo, Japan

NOTICE OF CONVOCATION OF THE 141ST ANNUAL GENERAL MEETING OF SHAREHOLDERS

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

You are cordially notified of the 141st Annual General Meeting of Shareholders of FUJIKURA COMPOSITES Inc. (the "Company"). The meeting will be held for the purposes as described below.

Lately, it is still required to take actions to avoid so-called 3 C's (Closed spaces, Crowded places, and Close-contact settings) in order to prevent the spread of the novel coronavirus infection.

In order to avoid the risk of the novel coronavirus infection, all shareholders are strongly encouraged to refrain from visiting the venue on the day of the General Meeting of Shareholders this year and exercise their voting rights in advance by submitting the enclosed Voting Rights Exercise Form.

As for exercise of the voting rights in advance, please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against each proposal on the enclosed Voting Rights Exercise Form, and mail it so that it will be received by 5:25 p.m. on Thursday, June 25, 2020, Japan time.

1. **Date and Time:** Friday, June 26, 2020 at 10:00 a.m. Japan time

2. **Place:** EAST Hall, 4th floor, TOC ARIAKE,
   3-5-7 Ariake, Koto-ku, Tokyo, Japan

   As mentioned above, for the purpose of avoiding the risk of the infection to the shareholders and the Company's officers and employees, we encourage you to consider refraining from visiting the venue for the prevention of the infection. We ask all shareholders who come to the venue to bring and wear a mask. Please note that we will take your temperature near the entrance of the venue, and those who are considered to have a fever or who are feeling unwell may be refused entry and asked to leave. We appreciate your understanding and cooperation in advance.

3. **Meeting Agenda:**

   Matters to be reported:
   1. The Business Report, Consolidated Financial Statements for the Company's 141st Fiscal Year (April 1, 2019 - March 31, 2020) 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 141st Fiscal Year (April 1, 2019 - March 31, 2020

   Proposals to be resolved:

   Proposal 1: Appropriation of Surplus
   Proposal 2: Election of seven (7) Directors
   Proposal 3: Election of one (1) Audit & Supervisory Board Member

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The measures presented above may be changed depending on the status of the spread of the infection and the contents of the announcements by the government, etc. up to the day of the General Meeting of Shareholders. Please check the information provided on the Company's website (https://www.fujikuracomposites.jp/).

In addition, the progress and results of the business during the fiscal year under review, Consolidated Financial Statements, and audit reports by the Accounting Auditor and the Audit & Supervisory Board will be posted on the Company's website (https://www.fujikuracomposites.jp/) and distributed at the venue on the day of the General Meeting of Shareholders.

Should the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements, or Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website.

From this General Meeting of Shareholders, we will no longer distribute souvenirs to the shareholders that visit the venue of the meeting. We appreciate your understanding.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

Matters concerning year-end dividend:

In consideration of the business results for the current fiscal year, future business development of the Company, and other factors, the Company proposes the payment of year-end dividend as follows.

1. Type of dividend property
   Cash
2. Allocation of dividend property to shareholders and the total amount thereof
   7 yen per share of common stock of the Company
   Total amount of dividends: 163,777,348 yen
3. Effective date of distribution of surplus
   June 29, 2020

Proposal 2: Election of seven (7) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of seven (7) Directors is proposed.

The candidates are as follows:

No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
1	Morita Kenji (May 30, 1958) (Reelection)	April 1981 Joined the Company April 2005 General Manager, Accounting Dept., Administration Div. January 2008 Deputy General Manager, Administration Div. and General Manager, Accounting Dept. April 2008 General Manager, Administration Div., General Manager, Accounting Dept. and General Manager, Osaka Branch June 2008 Director April 2010 General Manager, Administration Div., General Manager, Accounting Dept. and General Manager, Internal Control Office April 2011 General Manager, Administration Div., General Manager, Personnel and General Affairs Dept. and General Manager, Internal Control Office April 2012 Managing Director, General Manager, Sales Div. and General Manager, Osaka Branch April 2016 Representative Director and President (to present)	55,400
	[Reason for nomination as a candidate for Director] Mr. Morita Kenji has extensive business experience and deep knowledge about the management of the group acquired mainly through his involvement in accounting, personnel management and labor affairs, sales, and overseas operations since joining the Company. In addition, since assuming the office of Representative Director and President in 2016, he has exercised strong leadership toward the realization of the newly established medium-term management plan. He has promoted improvement of the corporate value of the Group and reinforcement of corporate governance. In view of these achievements, we believe that he is qualified to serve as a Director.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, positions and responsibilities at the Company,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">2</td><td>Uematsu Katsuo
(January 13, 1956)
(Reelection)</td><td>April 1984
December 2008
April 2010
May 2010

June 2010
January 2011

April 2011
April 2016

April 2018</td><td>Joined the Company
General Manager, Control Equipment Business Dept.
General Manager, Control Equipment Sales Dept., Sales Div.
Deputy General Manager, Sales Div. and General Manager, Control Equipment Sales Dept.
Director
General Manager, Corporate Planning Office and General Manager, Control Equipment Sales Dept., Sales Div.
General Manager, Corporate Planning Office
Managing Director (to present)
General Manager, Sales Div., General Manager, Overseas Strategy Administration Dept., and General Manager, Osaka Branch
General Manager, Administration Div. and General Manager, Internal Control Office (to present)</td><td>28,900</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Director]
Mr. Uematsu Katsuo has experienced certain roles and responsibilities in the management of the Company mainly through his involvement in business development and corporate planning since joining the Company. He currently serves as the General Manager of the Administration Div., where he endeavors to improve the administration and management structure with a focus on the future of the Company group, including development of human resources and internal control system. In view of these achievements, we believe that he is qualified to serve as a Director.</td></tr>
<tr><td rowspan="2">3</td><td>Kanai Koichi
(February 27, 1962)
(Reelection)</td><td>July 1997
June 2004
April 2009

April 2010
January 2014

June 2015
April 2018
April 2019

April 2020

[Significant concurrent position(s)]
CEO, Fujikura Composite America, Inc.
CEO, IER Fujikura, Inc.
CEO, FUJIKURA GRAPHICS, INC.</td><td>Joined the Company
Seconded to Fujikura Composite America, Inc.
General Manager, Printing Materials Business Dept. of the Company
General Manager, Printing Materials Sales Dept., Sales Div.
In charge of U.S. operation, Overseas Strategy Administration Dept., Sales Div.
Director (to present)
General Manager, Sales Div.
General Manager, Overseas Strategy Administration Dept., Sales Div.
Responsible for Overseas Operations, in charge of Advanced Composites, and in charge of Processed Rubber Coated Fabric (to present)</td><td>12,600</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Director]
Mr. Kanai Koichi has been involved in a wide-range of business expansion both in Japan and abroad since joining the Company and has extensive experience and achievements. He is currently responsible for Overseas Operations, where he endeavors to expand business, improve profit, and strengthen relationships with major clients by taking advantage of the experiences he has accumulated thus far. In view of these achievements, we believe that he is qualified to serve as a Director.</td></tr>
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<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions and responsibilities at the Company,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">4</td><td>Takahashi Hidetaka
(March 23, 1963)
(Reelection)</td><td>April 2000 Joined the Company
April 2012 Deputy General Manager, Engineering Administration Dept., Engineering and Manufacturing Div.
April 2014 Deputy General Manager, Engineering Administration Dept., Engineering and Manufacturing Div. and General Manager, Kazo Factory
April 2015 Deputy General Manager, Engineering and Manufacturing Div., General Manager, Engineering Administration Dept. and General Manager, Kazo Factory
June 2015 Director (to present)
April 2017 Deputy General Manager, Engineering and Manufacturing Div., and General Manager, Engineering Administration Dept.
April 2019 Deputy General Manager, Engineering and Manufacturing Div., and Deputy General Manager, Overseas Strategy Administration Dept., Sales Div.
April 2020 Director responsible for Engineering and Manufacturing, General Manager, Business Development Administration Dept., and General Manager, Business Office Administration Dept. (to present)
[Significant concurrent position(s)]
Managing Director, Hangzhou Fujikura Rubber Ltd.
Managing Director, Anji Fujikura Rubber Ltd.</td><td>13,915</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Mr. Takahashi Hidetaka has long been involved in engineering development since joining the Company and has high-level insight and abilities in the development field. He is currently responsible for Engineering and Manufacturing division, where he endeavors to develop new products that will become mainstays for the Company in the future, by taking advantage of the experiences he has accumulated thus far. In view of these achievements, we believe that he is qualified to serve as a Director.</td></tr>
<tr><td rowspan="2">5</td><td>Yuge Chikashi
(August 25, 1960)
(Reelection)</td><td>April 1984 Joined the Company
November 2002 General Manager, Nagoya Sales Office, Industrial Goods Business Dept.
April 2012 President, Hangzhou Fujikura Rubber Co., Ltd.
President, Anji Fujikura Rubber Co., Ltd.
January 2016 General Manager, Industrial Goods Sales Dept., Sales Div.
April 2016 Deputy General Manager, Sales Div.
April 2018 General Manager, Osaka Branch (to present)
June 2018 Director (to present)
April 2019 Deputy General Manager, Overseas Strategy Administration Dept., Sales Div.
April 2020 Responsible for Sales, in charge of Industrial Materials, and General Manager, Industrial Goods Business Administration Dept. (to present)</td><td>5,500</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Director]
Mr. Yuge Chikashi has been involved in business expansion in Japan and abroad since joining the Company and has extensive experience and high-level achievements. He is currently responsible for Sales division, where he endeavors to develop new business and strengthen relationships with major clients by taking advantage of the experiences he has accumulated thus far. In view of these achievements, we believe that he is qualified to serve as a Director.</td></tr>
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<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, positions and responsibilities at the Company,
and significant concurrent positions</th><th>Number of shares of the Company held</th></tr>
<tr><td rowspan="2">6</td><td>Nagahama Yoichi
(January 1, 1950)
(Reelection)
(Outside Director)
(Independent Officer)
(Term of office:
1 year at the conclusion as of the end of this meeting)</td><td>April 1973

July 1999
June 2003

April 2006

April 2009
April 2016
June 2018
August 2019
April 2020</td><td>Joined Fujikura Electric Wire Corporation (currently Fujikura Ltd.)
General Manager, Finance & Accounting Division
Member of the Board and Deputy General Manager, Corporate Planning Division
Senior Vice President & Member of the Board and General Manager, Corporate Strategy Planning Division
President & CEO & Representative Director
Chairman of the Board & Representative Director
Advisor
Outside Director of the Company (to present)
Honorary Advisor, Fujikura Ltd. (to present)</td><td>1,000</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Outside Director]
Mr. Nagahama Yoichi has extensive experience, achievements and broad insight as a corporate manager. We believe that he will contribute to enhancement of corporate value of the Company through expansion of the Company’s business and reinforcement of corporate governance by providing advice on overall management from a practical viewpoint. We therefore believe that he is qualified to serve as a Director.</td></tr>
<tr><td rowspan="2">7</td><td>Sasaki Akira
(August 18, 1951)
(Reelection)
(Outside Director)
(Independent Officer)
(Term of office:
3 years as of the end of this meeting)</td><td>April 1974
April 1979

April 1981
August 1985

April 1996
September 2016
June 2017
[Significant concurrent position(s)]
Representative Director, Prime Consulting Co., Ltd.</td><td>Joined Toray Industries, Inc.
Entered Graduate School of Letters, Arts and Sciences, Waseda University (as a research student majoring in Cultural Sciences Sociology)
Joined Nippon Research Center, Ltd
Joined Sumitomo Business Consulting Co., Ltd. (currently SMBC Consulting Co., Ltd.)
Chief Consultant
Representative Director, Prime Consulting Co., Ltd. (to present)
Outside Director of the Company (to present)</td><td>-</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Outside Director]
Mr. Sasaki Akira has extensive experience of education and broad insight. We believe that he will contribute to enhancement of corporate value of the Company through expansion of the Company’s business and reinforcement of corporate governance by providing guidance on promotion of sound and efficient management. We therefore believe that he is qualified to serve as a Director.</td></tr>
</table>

(Notes)

1. Mr. Nagahama Yoichi and Mr. Sasaki Akira, candidates for Directors, are candidates for Outside Directors.
2. There are no special interest relationships between the candidates for Directors and the Company.
3. Fujikura Ltd., where Mr. Nagahama Yoichi, a candidate for Director, served as a Representative Director, announced a fact on August 31, 2018 that there had been some cases of impropriety related to the quality control.
4. Mr. Nagahama Yoichi and Mr. Sasaki Akira, candidates for Directors, satisfy the requirements for independent directors stipulated by Tokyo Stock Exchange, Inc. and Standards for Selecting Independent Directors/Audit & Supervisory Board Members stipulated by the Company, and the Company has registered them as independent directors with the exchange.

Proposal 3: Election of one (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Members Mr. Kamiyama Koichi will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the election of one (1) Audit & Supervisory Board Member is proposed.

This Proposal has gained approval from the Audit & Supervisory Board.

The candidate is as follows:

Name (Date of birth)	Career summary, positions, and significant concurrent positions		Number of shares of the Company held
Takahashi Yoshihisa (November 10, 1957) (New election)	April 1982	Joined the Company	28,200
	January 2008	General Manager, Engineering Dept., Industrial Goods Business Dept.	
	April 2009	Deputy General Manager, Industrial Goods Business Dept. and General Manager, Engineering Dept.	
	June 2009	Director	
	August 2009	Deputy General Manager, Industrial Goods Business Dept., General Manager, Engineering Dept. and General Manager, Quality Assurance Dept.	
	April 2010	Deputy General Manager, Engineering and Manufacturing Div.	
	April 2015	General Manager, Engineering and Manufacturing Div., General Manager, Haramachi Factory and General Manager, Odaka Factory	
	April 2016	Managing Director, General Manager, Engineering and Manufacturing Div., and General Manager, Iwatsuki Factory	
	April 2017	General Manager, Engineering and Manufacturing Div.	
	April 2020	Director in charge of Special Projects (to present)	
[Reason for nomination as a candidate for Audit & Supervisory Board Member] Mr. Takahashi Yoshihisa has extensive experience and high-level insight acquired mainly through his involvement in manufacturing and product development and the promotion of overall production at overseas production sites since joining the Company. He has endeavored to improve production capacity and enhance sustainable corporate value. He is expected to draw on his expertise and experience to provide highly effective audits. We therefore believe that he is qualified to serve as an Audit & Supervisory Board Member.			

(Note)

There are no special interest relationships between the candidate for Audit & Supervisory Board Member and the Company.

Summary of Standards for Selecting Independent Directors/Audit & Supervisory Board Members and Outside Directors/Audit & Supervisory Board Members

The summary of the standards for selecting independent directors/audit & supervisory board members and outside directors/audit & supervisory board members is as follows:

[Standards for Selecting Outside Directors/Audit & Supervisory Board Members]

A qualified party as an outside director/audit & supervisory board member shall satisfy all of the items below:

a) The party possesses broad insight and abundant experience in a professional field such as corporate management and accounting audit.
b) The party understands the business of the Company and provides opinions from an objective standpoint based on his or her experience in decision making and business execution.
c) The party is not a person disqualified for outside director/audit & supervisory board member as specified in the Companies Act, such as a director or a corporate officer of the Company's parent company, etc.

[Standards for Selecting Independent Directors/Audit & Supervisory Board Members]

A qualified party shall satisfy the requirements for independent directors/audit & supervisory board members stipulated by Tokyo Stock Exchange, Inc. and the standards set forth by the Company in the followings:

a) The party satisfies the standards for outside directors/audit & supervisory board members set forth by the Company.
b) The party is not a major shareholder (or a director, corporate auditor, accounting advisor, corporate officer, and executive officer thereof) with 10% or more of total voting rights (including indirectly-held voting rights).
c) The party is not an executive director, corporate officer, or executive officer of the Company's major trading partner (a company with transactions with the Company or its subsidiaries accounting for 2% or more of the Company's consolidated net sales).
d) The party is not a director, corporate auditor, accounting advisor, corporate officer or executive officer of the Company's major lender.
e) The party is not a certified public accountant, certified public tax accountant, attorney at law, consultant, or auditing company, tax accountant corporation, law firm (including its executives, partners, and employees) receiving substantial contributions (annual amounts in excess of 10 million yen) from the Company, in addition to remuneration as a director/audit & supervisory board member.
f) The party is not a major shareholder of subsidiaries, affiliates, or parent companies falling under the standards set out in items (b), (c), (d) and (e) above, or a director, corporate accountant, accounting advisor, corporate officer, executive officer or relative (a spouse, relative within the second degree of kinship, or relative who shares livelihood) thereof.