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(Stock Exchange Code 8061)
June 4, 2019

To Shareholders with Voting Rights:

Akihiko Sakurai
President and Chief Executive Officer
Seika Corporation
3-3-1 Marunouchi, Chiyoda-ku, Tokyo

**NOTICE OF
THE 96TH 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 96th Annual General Meeting of Shareholders of Seika Corporation (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing. In such case, please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. on Monday, June 24, 2019, Japan time.

- 1. Date and Time:** Tuesday, June 25, 2019 at 10:00 a.m. Japan time
- 2. Place:** LEVEL XXI Tokyo Kaikan Star Room at Urbannet Otemachi Building 21F
located at
2-2-2 Otemachi, Chiyoda-ku, Tokyo
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report, Consolidated Financial Statements for the Company's 96th Fiscal Year (April 1, 2018 - March 31, 2019) 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 96th 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 one (1) Substitute Auditor

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- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk without removing from this notice.
 - ◎ Any amendments to the Reference Documents for the General Meeting of Shareholders or the attached documents will be posted on the Company's website (<http://www.seika.com>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company considers the return of profits to shareholders one of the most important management issues, and has a basic policy of paying a stable dividend.

While strengthening business foundations through efficient business operations across both an operational and financial perspective, and flexibly responding to funding needs for new business development, etc., the Company targets a consolidated dividend payout ratio of 35%.

In accordance with this policy, regarding the appropriation of surplus, the Company proposes to pay a year-end dividend of 20 yen per share as follows.

The annual dividend for the fiscal year ended March 31, 2019 will be 45 yen per share including the interim dividend of 25 yen already paid.

<Matters related to year-end dividend>

- (1) Matters related to allocation of dividend property to shareholders and total amount thereof
20 yen per share of the Company's common stock and total 253,440,260 yen
- (2) Effective date of dividends from surplus
June 26, 2019

Proposal 2: Election of seven (7) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of seven (7) Directors, including two (2) Outside Directors.

The candidates for Director are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Akihiko Sakurai (January 10, 1959)	February 1989 Joined the Company April 2005 General Manager, Machinery Department II, Osaka Operations Division II April 2009 President, Seika Shanghai Co., Ltd. April 2011 General Manager, Strategical Planning Department, Corporate Planning Division and General Manager, Asian Market Department, the Company April 2013 Executive Officer; General Manager, Tokyo Operations Division I April 2014 Executive Officer; Deputy General Manager, Business Control Division, Industrial Machinery Region June 2014 Director; Senior Executive Officer; Deputy General Manager, Business Control Division, Industrial Machinery Region April 2015 Director; Senior Managing Executive Officer; General Manager, Business Control Division, Industrial Machinery Region April 2016 Director; Senior Managing Executive Officer; General Manager, Business Control Division April 2018 Representative Director; President and CEO (to present)	9,672
[Reason for nomination as candidate for Director] Mr. Akihiko Sakurai has been in charge of the management of the Company as Representative Director, President and CEO since April 2018. The Company judges that Mr. Sakurai can perform his duties with his rich experience relating to the Company's business operations in the management of the Group for the purpose of improvement of corporate value and continuous growth of the Company, and thus nominated him again as a Director.			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	Masaaki Yamashita (September 7, 1957)	<p>April 1981 Joined the Company</p> <p>April 2006 General Manager, Applied System & Equipment Department, Electronics & Information System Division</p> <p>April 2008 General Manager, Sales Department III, Tokyo Operations Division II</p> <p>April 2011 General Manager, Sales Department III, Tokyo Operations Division I</p> <p>April 2013 Executive Officer; General Manager, Affiliated Company Supervision Division and General Manager, Asian Market Department, Business Control Division</p> <p>April 2014 Executive Officer; General Manager, Global Business Division and General Manager, Overseas Business Department and Deputy General Manager, General Administration Division</p> <p>June 2014 Director; Senior Executive Officer; General Manager, Global Business Division and General Manager, Overseas Business Department and Deputy General Manager, General Administration Division</p> <p>April 2015 Director; Senior Managing Executive Officer; General Manager, Global Business Division and Deputy General Manager, General Administration Division</p> <p>April 2016 Director; Senior Managing Executive Officer; General Manager, General Administration Division</p> <p>April 2018 Director; Senior Managing Executive Officer, General Manager, General Administration Division (to present)</p>	9,673
<p>[Reason for nomination as candidate for Director] Mr. Masaaki Yamashita has supervised the administrative departments as the General Manager of the General Administration Division and also assisted the President in the management of the Company as a whole since April 2016. The Company judges that Mr. Yamashita can utilize his broad operational experience in the management of the Group, and thus nominated him again as a Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Masanori Takahashi (May 25, 1957)	<p>March 1990 Joined the Company</p> <p>April 2007 General Manager, Takamatsu Branch, Osaka Operations Division I</p> <p>April 2009 General Manager, Hiroshima Branch, Chugoku Operations Division</p> <p>April 2012 Deputy General Manager, Osaka Operations Division I and General Manager, Osaka Power Systems Department</p> <p>April 2013 General Manager, Osaka Operations Division I and General Manager, Osaka Power Systems Department</p> <p>April 2014 Executive Officer; Deputy General Manager, Business Control Division, Power Plant Region</p> <p>April 2015 Executive Officer; Deputy General Manager, Business Control Division, Power Plant Region</p> <p>June 2015 Director; Senior Executive Officer; Deputy General Manager, Business Control Division, Power Plant Region</p> <p>April 2016 Director; Senior Managing Executive Officer; Deputy General Manager, Business Control Division, Power Plant Region and General Manager, Osaka Branch</p> <p>April 2017 Director; Senior Managing Executive Officer; General Manager, Corporate Planning Division</p> <p>April 2018 Director; Senior Managing Executive Officer; General Manager, Business Control Division</p> <p>October 2018 Director; Senior Managing Executive Officer; General Manager, Business Control Division, Advanced Materials and Measuring Instruments Region</p> <p>April 2019 Director; Senior Managing Executive Officer; General Manager, Business Control Division (to present)</p>	9,786
<p>[Reason for nomination as candidate for Director] Mr. Masanori Takahashi has supervised the Company's business departments as General Manager of the Business Control Division, in addition to assisting the President in the management of the Company as a whole since April 2018. The Company judges that Mr. Takahashi can utilize his broad experience in the management of the Group, and thus nominated him again as a Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Yasumasa Kawana (September 29, 1960)	<p>April 1984 Joined the Company</p> <p>April 2010 General Manager, Strategical Planning Department, Corporate Planning Division and Deputy General Manager, Internal Audit Division and Deputy General Manager, Affiliated Company Supervision Division</p> <p>April 2011 General Manager, Nagoya Branch, Osaka Operations Division II</p> <p>April 2013 Director and Deputy President, Nippon Daiya Valve Co., Ltd. (seconded)</p> <p>July 2013 President and CEO (seconded)</p> <p>April 2015 Executive Officer, the Company President and CEO, Nippon Daiya Valve Co., Ltd. (seconded)</p> <p>April 2016 Senior Executive Officer, the Company President and CEO, Nippon Daiya Valve Co., Ltd. (seconded)</p> <p>April 2017 Senior Executive Officer, the Company; General Manager, Subsidiary and Affiliate Business Strategy Division and General Manager, Subsidiary and Affiliate Administration Department</p> <p>June 2017 Director; Senior Executive Officer, the Company; General Manager, Subsidiary and Affiliate Business Strategy Division and General Manager, Subsidiary and Affiliate Administration Department</p> <p>April 2019 Director; Senior Managing Executive Officer; General Manager, Subsidiary and Affiliate Business Strategy Division (to present)</p>	4,151
<p>[Reason for nomination as candidate for Director] Mr. Yasumasa Kawana has supervised affiliated companies in Japan and overseas and conducted business promotion as General Manager of the Subsidiary and Affiliate Business Strategy Division, in addition to assisting the President in the management of the Company as a whole since April 2017. The Company judges that Mr. Kawana can utilize his broad experience, including experience of serving as President and CEO of Nippon Daiya Valve Co., Ltd. in the management of the Group, and thus nominated him again as a Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	
5	Hajime Goto (August 28, 1960)	April 1984	Joined the Company	5,011
		April 2008	General Manager, Power Plant Department, Osaka Operations Division I	
		April 2013	General Manager, Business Administration Department, Business Control Division	
		April 2014	Deputy General Manager, Business Control Division and General Manager, Business Administration Department	
		April 2015	Executive Officer; Deputy General Manager, Business Control Division and General Manager, Business Administration Department	
		April 2016	Senior Executive Officer; General Manager, Corporate Planning Division	
		April 2017	Senior Executive Officer; Deputy General Manager, Business Control Division, Power Plant Region, and General Manager, Osaka Branch	
		April 2018	Senior Executive Officer; General Manager, Corporate Planning Division	
		June 2018	Director; Senior Executive Officer; General Manager, Corporate Planning Division (to present)	
		[Reason for nomination as candidate for Director] Mr. Hajime Goto has supervised the Corporate Planning Division as General Manager and involved in corporate planning and operations since April 2018. The Company judges that Mr. Goto can utilize his broad experience in the management of the Group, and thus nominated him as a Director.		
6	Yuko Shirai (February 11, 1954)	April 1986	Registered as attorney (Tokyo Bar Association)	1,319
		April 1991	Established Wing Law Office (formerly Shin-Yotsuya Law Office) (Partner) (to present)	
		April 2004	Director, Kanto Federation of Bar Associations	
		April 2005	Expert Committee Member and Conciliation Committee Member, Tokyo District Court	
		May 2009	Chair, Shinjuku Ward Board of Education	
		April 2010	Auditor, Japan Federation of Bar Associations	
		April 2011	Auditor, Japan Intellectual Property Arbitration Center	
		April 2012	Vice-President, Tokyo Bar Association	
		October 2013	Chair, Shinjuku Ward Board of Education	
		June 2015	Outside Director, the Company (to present)	
April 2016	Audit Commissioner, Shinjuku Ward, Tokyo (Part-time)			
April 2019	Chief Audit Commissioner (Part-time) (to present)			
[Reason for nomination as candidate for Outside Director] Ms. Yuko Shirai does not have experience of direct participation in corporate management; however, she has specialized knowledge and insight as an attorney, mainly relating to corporate legal affairs, in addition to executive and audit experience in various organizations, and is qualified to independently oversee management from an objective perspective that encompasses society as a whole, including legal matters. The Company judges that she has contributed to strengthening the supervisory function of management, and thus nominated her again as an Outside Director.				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
7	Takahisa Fukao (July 15, 1949)	<p>April 1973 Joined Mitsubishi Kasei Corporation (currently Mitsubishi Chemical Corporation)</p> <p>October 2000 Director and Chief Technology Officer, Advanced Colortech, Inc.</p> <p>July 2002 General Manager, Planning & Coordination Section, Engineering Division, Mitsubishi Chemical Engineering Corporation</p> <p>June 2005 Managing Director</p> <p>April 2008 President and Chief Executive Officer</p> <p>March 2014 Retired</p> <p>April 2015 Visiting Researcher, National Institute of Advanced Industrial Science and Technology (to present)</p> <p>June 2016 Outside Director, the Company (to present)</p> <p>October 2018 Special Counsel, CNJ Partners Inc. (to present)</p>	831
<p>[Reason for nomination as candidate for Outside Director] Mr. Takahisa Fukao has held successive important posts such as President and Chief Executive Officer of Mitsubishi Chemical Engineering Corporation, and currently serves as Visiting Researcher at the National Institute of Advanced Industrial Science and Technology. The Company judges that Mr. Fukao can utilize his rich experience as a manager and extensive knowledge in the management of the Group as a whole, and thus nominated him again as an Outside Director.</p>			

(Notes)

1. There are no special interests between the candidates and the Company.
2. Ms. Yuko Shirai and Mr. Takahisa Fukao are candidates for Outside Director.
3. Ms. Yuko Shirai and Mr. Takahisa Fukao are currently Outside Directors of the Company.
4. The term of office of Ms. Yuko Shirai as Outside Director will be four years at the conclusion of this Annual General Meeting of Shareholders.
5. The term of office of Mr. Takahisa Fukao as Outside Director will be three years at the conclusion of this Annual General Meeting of Shareholders.
6. The Company has entered into an agreement with Ms. Yuko Shirai and Mr. Takahisa Fukao to limit their liability pursuant to Article 423, Paragraph 1 of the Companies Act, in accordance with Article 427, Paragraph 1 of the Companies Act, and the limit for liability under said agreement shall be the minimum amount as stipulated by laws and regulations.
7. The Company has registered Ms. Yuko Shirai and Mr. Takahisa Fukao as Independent Directors with the Tokyo Stock Exchange.

Proposal 3: Election of one (1) Substitute Auditor

In order to prepare for cases where a vacancy results in a shortfall in the number of Auditors prescribed by laws and regulations, the election of Mr. Yoshihiko Nakamura as Substitute Outside Auditor is proposed.

Furthermore, prior to the appointment of Mr. Yoshihiko Nakamura, this resolution may be canceled by resolution of the Board of Directors with the consent of the Board of Auditors.

The Board of Auditors has previously given its consent to this proposal.

The candidate for Substitute Auditor is as follows:

Name (Date of birth)	Past experience and significant concurrent positions	Number of shares of the Company held
Yoshihiko Nakamura (November 28, 1956)	October 2003 Partner, KPMG AZSA LLC. (to present) (to resign on June 30, 2019)	-

(Notes)

1. There are no special interests between the candidate and the Company.
2. Mr. Yoshihiko Nakamura is a candidate for Substitute Outside Auditor, and if he is appointed as an Auditor, the Company plans to register him as an Independent Officer with the Tokyo Stock Exchange.
3. Mr. Yoshihiko Nakamura has served as Lead Engagement Partner for many companies, including Mitsubishi Electric Corporation and MinebeaMitsumi Inc. as a certified public accountant. He has also been involved in a number of M&A projects. The Company has judged that Mr. Yoshihiko Nakamura can utilize his high insight based on his many years' audit experience in Japan and overseas to strengthen the auditing structure of the Company and thus nominated him as a Substitute Outside Auditor.
4. If Mr. Yoshihiko Nakamura is appointed as an Outside Auditor, the Company plans to enter into an agreement with him to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act, in accordance with Article 427, Paragraph 1 of the Companies Act.