Nichia Steel Works, Ltd.

19, Nakahama-cho, Amagasaki, Hyogo, Japan Jun Kunimine Representative Director & President

Notice of Convocation of the 65th Ordinary General Meeting of Shareholders

You are cordially invited by this notice of convocation to attend the 65th Ordinary General Meeting of Shareholders of Nichia Steel Works, Ltd. (hereinafter referred to as the "Company") to be held as detailed below.

If you are unable to attend the meeting on the date shown below, you may exercise your voting rights in writing by sending us the Voting Rights Form enclosed herewith, so that the form will reach us not later than Wednesday, June 28, 2017 at 5:30 p.m. (local time in Japan). In this case, you are requested to indicate your approval or disapproval on the form for each item on the agenda, after examining the Reference Documents for Ordinary General Meeting of Shareholders, shown below.

- 1. Date and Time: Thursday, June 29, 2017, starting at 10:00 a.m. (local time in Japan)
- 2. **Place:** Grand Hall of the Head Office of Nichia Steel Works, Ltd.
 - 19, Nakahama-cho, Amagasaki, Hyogo, Japan
- 3. Purposes:

Items to be reported:

- 1. Reports on the contents of the Business Report and Consolidated Financial Statements for the 65th Business Term (from April 1, 2016 to March 31, 2017) and on the Results of the Audits of the Consolidated Financial Statements by the Accounting Auditors and the Board of Statutory Auditors.
- 2. Reports on the contents of the Financial Statements for the 65th Business Term (from April 1, 2016 to March 31, 2017).

Items subject to resolutions:

Agenda Item 1:	Appropriation of Surplus
Agenda Item 2:	Election of Eight Board Members
Agenda Item 3:	Election of Two Statutory Auditors
Agenda Item 4:	Election of One Reserve Statutory Auditor
Agenda Item 5:	Grant of Resignation Bonus to Resigning Statutory Auditor

4. Matters Determined for Convocation

Any shareholder may attend and exercise his or her voting right via a proxy, provided that such a proxy shall be another shareholder of the Company holding a voting right. Please understand that the shareholder exercising his or her voting right by a proxy, or such a proxy, shall submit to the Company a written certificate of authority to such a voting right.

Concluded

- When attending the meeting on this date, you are requested to present the Voting Rights Form enclosed herewith to the receptionist at the meeting.
- · Any amendment to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements or the Financial Statements will be posted on our website on the Internet (http://www.nichiasteel.co.jp/).

Reference Documents for Ordinary General Meeting of Shareholders

Items on Agenda and Reference Matters

Agenda Item 1: Appropriation of Surplus

Matter relating to Term-End Dividends:

We consider the return of profits to our shareholders to be the vital duty of the management, and we make the continuation of stable payments of dividends our basic policy, while taking comprehensively into account the business results and the state of the equity capital of our shareholders, etc. during each business term.

Regarding the term-end dividends for the 65th business term, we would like to make the following payment as a result of taking comprehensively into account this policy, the actual payments of dividends during these years, and the business results during the current business term, etc.

- (1) Type of Property for Dividends: Cash
- (2) Allocation of Property for Dividends to Shareholders and Total Amount Thereof:
 3 yen per one common share of the Company
 Total Amount: 145,199,755 yen
- (3) Effective Date of Dividends from Surplus: June 30, 2017

Agenda Item 2: Election of Eight Board Members

The term of all of the Board Members (seven members) will expire at the time of the close of this General Meeting of Shareholders. We are going to increase one Board Member, and you are therefore invited to elect eight Board Members including one External Board Member. The particulars of the candidates for the positions of Board Members are as follows:

Candidate No.	Name (Date of Birth)	Brief Personal Record, Position and Status of Important Concurrent Posts		Number of Shares in the Company held by Candidate
1	Jun Kunimine (Oct. 29, 1955)	Apr. 1978: Jul. 2000: Jul. 2003: Apr. 2005: Jun. 2008: Dec. 2008 Jun. 2011	Joined Nippon Steel Corporation (currently Nippon Steel & Sumitomo Metal Corporation) General Manager of General Affairs Dept. of Kamaishi Works of above Company Tohoku Branch Manager of above Company Manager of Planning Financial Dept. of Nippon Steel Metal Products Co., Ltd. (currently Nippon Steel & Sumitomo Metal Products Co., Ltd.) (temporarily transferred) Director of above Company (appointed to Manager of Planning Financial Department) Resigned from Nippon Steel Corporation (currently Nippon Steel & Sumitomo Metal Corporation) Executive Managing Director of Nippon Steel & Sumitomo Metal Products Co., Ltd. (Planning Finance, in charge of affairs relating to business management, appointed to Leader of Taiwan project promotion team)	28,548 shares

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Apr. 2015:Manager of Equipment Div. of Company Board Member, Director of Manufacturing Dept. and General Manager of Equipment Div. of Company Oct. 2016:3Naoki Terakawa (May 7, 1962)Apr. 1985: Apr. 1982:Joined Kobe Shinkin Bank Sep. 1991:4Naoki Terakawa (May 7, 1962)Apr. 1985: Apr. 2008:Joined Kobe Shinkin Bank Sep. 1991:4Participment Div. clurrent)Joined Kobe Shinkin Bank Sep. 1991:Joined Company Dept. and Equipment Div. of Company Dept. and Equipment Div. of Company Jul. 2000: General Manager of Nagoya Sales Office of Company Jul. 2008:57,262 shares4Toshio Takama (Feb. 5, 1964)Apr. 1989: Apr. 2002:Joined Company General Manager of Company Dec. 2002: General Manager of Company Jun. 2008: Board Member and Director of Sales and Marketing Dept. of Company Apr. 2012: Board Member of Company Apr. 2012: Board Member of Company Jun. 2008:57,262 shares4Toshio Takama (Feb. 5, 1964)Apr. 1989: Apr. 2002: Apr. 2009: General Manager of Research Development Div. of Company Jun. 2008: Board Member and Director of Sales and Marketing Dept. of Company Jun. 2008: Board Member and Director of Sales and Marketing Dept. 06 Company Jul. 2006: General Manager of Research Development Div. of Company Jun. 2009: Board Member, Director of Technology Planning Div. of Company Jun. 2009: Board Member, Director Of Seleslogy Dept., General Manager of Technology Planning Div. of Company Dept. General Manager of Technology Planning Div. of Company Dept. General Manager of Technology Planning Div. of Company Dept. General Manager of Technology Plan			Jul. 2013:		
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3Manufacturing Dept. and General Manager of Equipment Div. of Company Oct. 2016Manufacturing Dept. and General Manager of Equipment Div. of Company Dept., and Director of the Board Member, in charge of Manufacturing Dept. and Technology Dept., and Director of Manufacturing Dept. and Equipment Div. (current)3Apr. 1985: Apr. 1985: Joined Kobe Shinkin Bank Sep. 1991: Apr. 1998Joined Kobe Shinkin Bank Sep. 1991: Joined Company Apr. 1998 Manager of Nagoya Sales Office of Company Jul. 2000: General Manager of Accounting Div. of Company Jan. 2008:57,262 shares4Naoki Terakawa (May 7, 1962)Dec. 2002: Jan. 2008: Jan. 2008: Director of Sales and Marketing Dept. of Company Jun. 2008: Board Member and Director of Sales and Marketing Dept. of Company Apr. 2012: Board Member of Company (current) May 2012: Board Member of Company Apr. 2020: General Manager of Accounting Div. of Company Company Apr. 2012: Board Member of Company Apr. 2020: Ceneral Manager of Research Development Div. of Company Apr. 2002: General Manager of Research Development Div. of Company Apr. 2002: General Manager of Research Development Div. of Company Jul. 2005: General Manager of Technology Planning Div. of Company Oct. 2006: General Manager of Technology Planning Div. of Company Dept., General Manager of Technology Planning Div. of Company Planning Div. of Chompany Planning Div. of Company Planning Div. of Cenpany Planning Div. of Cenpany Planning Div. of Company Planning Div. of Cenpany Planning Div. of Company Planning Div. of Company Planning Div. of Cenpany 			Apr. 2015		
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4Marketing Dept. of Company Apr. 2012: May 2012:Marketing Dept. of Company (current) Board Member and Vice President of TSN Wires Co., Ltd. (current)4Apr. 1989: Apr. 1989: Jul. 2002:Joined Company General Manager of Research Development Div. of Company Oct. 2006:Apr. 1989: General Manager of Accounting Div. of Company Oct. 2006:Apr. 1989: General Manager of Technology Planning Div. of CompanyApr. 2022: Apr. 2022:General Manager of Accounting Div. of CompanyApr. 2005: Oct. 2006:General Manager of Technology Planning Div. of CompanyApr. 2009: Dept., General Manager of Technology Dept., General Mana				Company	
4Apr. 2012: May 2012:Board Member of Company (current) Board Member and Vice President of TSN Wires Co., Ltd. (current)4Apr. 1989: Apr. 1989:Joined Company General Manager of Research Development Div. of Company4Toshio Takama (Feb. 5, 1964)Apr. 2002: General Manager of Technology Dept., General Manager o			Jun. 2008:		
May 2012:Board Member and Vice President of TSN Wires Co., Ltd. (current)Apr. 1989:Joined Company Apr. 2002:Apr. 1989:Joined Company Apr. 2002:Jul. 2005:General Manager of Research Development Div. of Company Jul. 2005:Jul. 2005:General Manager of Accounting Div. of Company Dent. 2006:General Manager of Technology Planning Div. of Company Jun. 2009:Jun. 2009:Board Member, Director of Technology Dept., General Manager of Technology Planning Div. and Quality Assurance Div. of Company			Apr. 2019		
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4Development Div. of Company General Manager of Accounting Div. of Company Oct. 2006:Development Div. of Company General Manager of Accounting Div. of Company Div. of Company Dept., General Manager of Technology Dept., General Manager of Technology Planning Div. and Quality Assurance Div. of Company45,765 shares			-	Joined Company	
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(Feb. 5, 1964) Jun. 2009: Board Member, Director of Technology Dept., General Manager of Technology Planning Div. and Quality Assurance Div. of Company		Toshio Takama	Oct. 2006:	General Manager of Technology	15 765 abarra
Dept., General Manager of Technology Planning Div. and Quality Assurance Div. of Company		(Feb. 5, 1964)	T OBSS		40,700 shares
Planning Div. and Quality Assurance Div. of Company		,	Jun. 2009:		
Div. of Company					
Nov. 2011: Board Member, Director of Technology					
			Nov. 2011:	Board Member, Director of Technology	

			Dont and Conseral Manager -	
			Dept. and General Manager of Technology Planning Div. of Company	
		Oct. 2014:	Board Member and Director of	
		A 1055	Technology Dept. of Company (current)	
		Apr. 1977: Oct. 1995:	Joined Company Manager of Hokuriku Sales Office of Company	
		Dec. 1999:	Manager of Nagoya Sales Office of Company	
	Takehiko	Apr. 2012:	Director of Sales and Marketing Dept. and General Manager of Special Wire	
5	Michimori	Jun. 2012:	Sales Div. of Company Board Member, Director of Sales and	41,158 shares
-	(Aug. 16, 1958)		Marketing Dept. and General Manager of Special Wire Sales Div. of Company	,
	(11.g. 10, 1000)	Oct. 2012:	Board Member, Director of Sales and Marketing Dept. and General Manager of Special Wire Products Sales Div. of	
		Apr. 2017:	Company Board Member and Director of Sales and Marketing Dept. of Company (current)	
		Apr. 1985:	Joined Nippon Steel Corporation	
		11p11 1000	(currently Nippon Steel & Sumitomo Metal Corporation)	
		May 1992:	Assistant Manager of General Affairs Office, General Affairs Dept. of Sakai	
		Jun. 1994:	Woks of above Company Assistant Manager of Materials Sheets	
			Office, Sheets Sales Dept. of above Company	
		Jul. 1998:	Group Leader of Labor Relations and	
C	Yoshihiro Okigaki		Human Resources of Labor Dept.,	11.007 shows
6	(Dec. 26, 1962)	Aug. 2006:	Nagoya Works of above Company Manager of Second Sheets Group, Sheets	11,697 shares
	(200120, 1002)		Sales Dept. of above Company	
		Jul. 2008:	Sheets Group Leader of Nagoya Branch	
		Oct. 2012:	of above Company Director of Sheets Office of Nagoya	
			Branch of above Company	
		Apr. 2014:	Advisor to Company (temporarily transferred)	
		Jun. 2014:	Board Member and Director of	
			Administrative Dept. of Company	
		4 1000	(temporarily transferred) (current)	
		Apr. 1980:	Joined Nippon Steel Corporation (currently Nippon Steel & Sumitomo	
			Metal Corporation)	
		Sep. 1993:	Deputy General Manager of Beijing	
		Sep. 1997:	Office of above Company International Sales Group Manager of	
		p	Tinplate Sales Dept., Sheets Sales Div. of	
		4 0000	above Company	
		Apr. 2003:	Chief Executive Officer of Guangzhou Pacific Tinplate Co., Ltd. (temporarily	
	[Namla alastad]		transferred)	
	[Newly elected]	Apr. 2010:	Director of Global Business Planning	
7	Takeshi Itagaki		Dept. of Nippon Steel Corporation (currently Nippon Steel & Sumitomo	- shares
	(Jul. 31, 1957)		Metal Corporation)	
	, ,	Aug. 2011:	General Manager of Wuhan Tinplate Project Team of above Company	
		Feb. 2014:	Chief Executive Officer of	
			WISCO-NIPPON STEEL Tinplate Co.,	
		Jan. 2017:	Ltd. (temporarily transferred) Senior Chief Manager of Global Business	
		· · · · · · · · ·	Support Center, Global Business	
			Development Sector of Nippon Steel &	
		Mar. 2017	Sumitomo Metal Corporation Resigned from above company	
		Apr. 2017:	Advisor to Company (current)	
	[External Officer]	Apr. 1976:	Joined The Sanwa Bank, Limited	
8	-		(currently The Bank of Tokyo-Mitsubishi UFJ, Ltd.)	
	Independent	Oct. 1994:	Branch Manager of Nerimafujimidai	- shares
	Officer]	Jun. 1997:	Branch of above Bank Examination Dept. Takwa	Silares
	Hiroaki Nagaoka	Jun. 1997.	Examiner of Examination Dept., Tokyo Operations Headquarters of above Bank	
	THIOAKI INAGAOKA	Apr. 1998:	Branch Manager of Kugayama Branch of	

(Aug. 20, 1951)		above Bank	
(Aug. 20, 1951)	Dec. 2000:	Branch Manager of Akihabara Branch of	
		above Bank	
	Apr. 2002:	Managing Board Member of UFJ Credit	
		Guarantee Co., Ltd. (temporarily	
		transferred)	
	Apr. 2005:	Resigned from UFJ Bank Limited	
	-	(currently The Bank of Tokyo-Mitsubishi	
		UFJ, Ltd.)	
	May 2005:	Executive Officer of UFJ Card Co., Ltd.	
	·	(currently Mitsubishi UFJ NICOS Co.,	
		Ltd.)	
	Apr. 2008:	Resigned from above Company	
	May 2008:	Board Member of T&T Advertising Co.,	
	, i i i i i i i i i i i i i i i i i i i	Ltd.	
	Jun. 2013:	Resigned Board Member of above	
		Company	
	Jun. 2013:	Statutory Auditor of Company	
	Jun. 2015:	Board Member of Company (current)	

Notes:

- 1. No candidate has any special interest in the Company, and vice-versa.
- 2. Mr. Hiroaki Nagaoka is a candidate for the position of External Board Member.
- 3. Mr. Hiroaki Nagaoka has served successively as an officer in various companies and has vast experience in company management, and as the Company's External Statutory Auditor, having thereby gained further understanding of the business content and financial situation, etc. of the Company, he has audited competently from a technical perspective with knowledge of the theory and practical business of internal audits. We consider that he has served properly as the check function for the appropriateness of the Company Board's decision-making as well as the supervisory function for the execution of operations, and that he would further improve the Company's corporate governance. For that reason, you are invited this time to elect him as External Board Member. The duration of the current term of office of Mr. Nagaoka as our External Board Member will have been two years at the time of the close of this General Meeting of Shareholders.
- 4. We have made and entered into an agreement under the provision set forth in Article 427.1 of the Companies Act with Mr. Hiroaki Nagaoka for limiting the liability for damages set forth in Article 423.1 of the Act. When his reelection is approved, we plan again to make and enter into an agreement with him for limiting such liability. The maximum amount of the liability for compensation for damages under such agreement shall be the minimum amount of the liability provided for in laws and regulations.
- 5. We have registered Mr. Hiroaki Nagaoka at Tokyo Stock Exchange, Inc. as an independent officer. When his reelection is approved, we plan to register him there again as an independent officer.

Agenda Item 3: Election of Two Statutory Auditors

Mr. Noriyuki Nakatani will resign as Statutory Auditor at the time of the close of this General Meeting of Shareholders, and the term of office of Mr. Hiroaki Matsuoka as Statutory Auditor will expire at the time of the close of this General Meeting of Shareholders. Therefore, you are invited to elect two Statutory Auditors. Since Mr. Nobuhiko Ohnishi, candidate for Statutory Auditor, is to be elected to fill the vacancy caused by the resignation of Statutory Auditor Mr. Noriyuki Nakatani, the term of office of Mr. Ohnishi shall expire at the time when the term of office of the resigning Statutory Auditor is due to expire, in accordance with the provision set forth in the Articles of Association of the Company.

This item on the agenda has been approved by the Board of Statutory Auditors.

The particulars of the candidates for the positions of Statutory Auditors are as follows:

Candidate No.	Name (Date of Birth)	Brief Personal Record, Position and Status of Important Concurrent Posts		Number of Shares in the Company held by Candidate
1	[External Officer] Hiroaki Matsuoka (Aug. 31, 1960)	Apr. 1985: Nov. 2010: Apr. 2011: Apr. 2014: Apr. 2016: Jun. 2016:	Joined Nippon Steel Corporation (currently Nippon Steel & Sumitomo Metal Corporation) Leader of Personnel Group of Personnel and Labor Affairs Dept. of above Company General Manager of General Affairs Dept. of Muroran Works of Straight Line Div. of above Company General Manager of Straight Line Sales Dept. of Straight Line Div. of above Company Executive Officer of above Company (in charge of Director of Straight Line Div.) (current) Statutory Auditor of Company (current)	- shares
2	[Newly elected] [External Officer] [Independent Officer] Nobuhiko Ohnishi (Jun. 27, 1958)	Jun. 2016 Sep. 1985: Mar. 1989: Jun. 2002: Jul. 2002:	Joined Seiwa Accounting Firm (current) Joined Seiwa Accounting Firm (currently Deloitte Touche Tohmatsu LLC) Registered as certified public accountant (CPA) Registered as licensed tax accountant Resigned from Seiwa Accounting Firm (currently Deloitte Touche Tohmatsu LLC) Became established as Certified Public Accountant, Ohnishi Firm (current)	- shares

Notes:

- 1. No candidate has any special interest in the Company, and vice-versa.
- 2. Mr. Hiroaki Matsuoka is a candidate for the position of External Statutory Auditor.
- 3. Mr. Nobuhiko Ohnishi is a candidate for the position of newly elected External Statutory Auditor.
- 4. You are invited to elect Mr. Hiroaki Matsuoka as External Statutory Auditor so that he can give advice to us about the overall management of the Company by making use of his good discernment in company management. The duration of the current term of office of Mr. Matsuoka as our External Statutory Auditor will have been a year at the time of the close of this General Meeting of Shareholders.
- 5. Mr. Nobuhiko Ohnishi has qualified as a licensed tax accountant and a certified public accountant, and is judged by us to be suitable to give advice to us about the correct way to settle accounts, and the appropriateness of the financial report from a professional viewpoint on taxation and accounting affairs. Therefore, you are invited to elect him as External Statutory Auditor.

- 6. We have made and entered into an agreement under the provision set forth in Article 427.1 of the Companies Act with Mr. Hiroaki Matsuoka for limiting the liability for damages set forth in Article 423.1 of the Act. When his reelection is approved, we plan again to make and enter into an agreement with him for limiting such liability. The maximum amount of the liability for compensation for damages under such agreement shall be the minimum amount of the liability provided for in laws and regulations. When the election of Mr. Nobuhiko Ohnishi is approved, we plan to make and enter into a similar agreement with him for limiting such liability.
- 7. We have registered Mr. Nobuhiko Ohnishi at Tokyo Stock Exchange, Inc. as an independent officer. When his election is approved, we plan to register him as an independent officer.

Agenda Item 4: Election of One Reserve Statutory Auditor

The effect of the election of Mr. Shoji Kitabatake, Reserve Statutory Auditor elected at the 64th Ordinary General Meeting of Shareholders held on June 29, 2016, will expire at the time of the opening of this General Meeting of Shareholders. Therefore, you are requested to elect one more Reserve Statutory Auditor to prevent the Auditors' number from falling below the statutory requirement.

This item on the agenda has been approved by the Board of Statutory Auditors.

The particulars of the candidate for the Reserve Statutory Auditor are as follows:

Name (Date of Birth)	Brief Personal Record, Position and Status of Concurrent Posts	E Important Number of Shares in the Company held by Candidate
Shoji Kitabatake (Feb. 14, 1947)	Apr. 1969:Joined Osaka Regional Taxation BureauJul. 1995:National Tax Lawsuit Officer of First Tax Above BureauJul. 1999:Controlling National Tax Investigator of S Investigation Dept. of Above BureauJul. 2002:Superintendent of Nagata Taxation OfficeJul. 2003:Director of Investigation and Examination First Investigation Dept. of Osaka Region BureauJul. 2004:Superintendent of Akashi Taxation OfficeJul. 2006:Retired from Osaka Regional Taxation Bu Aug. 2006:Aug. 2006:Registered as Licensed Tax Accountant Accountancy Firm (current)Jul. 2007:Advisory Licensed Tax Accountant of Com	Second In Section of al Taxation — shares reau ed Tax

Notes:

- 1. Mr. Shoji Kitabatake has no special interest in the Company, and vice-versa.
- 2. Mr. Shoji Kitabatake is a candidate for the position of External Reserve Statutory Auditor.
- 3. We have made and entered into an agreement on advisory licensed tax accountant with Kitabatake Licensed Tax Accountant Firm represented by Mr. Shoji Kitabatake. The value of the transactions therewith during the current business term is about 0.02% of the consolidated sales expenses and general administrative expenses, which is unlikely to cause any conflict of interest with our shareholders. In addition, we have judged that such amount will not exert any impact on the independence of the External Statutory Auditor or the

governance system.

- 4. Mr. Shoji Kitabatake has no experience in participating in any corporate management. However, he held increasingly important posts in the Taxation Bureau for many years and has expertise and practical experience as a licensed tax accountant. We have judged that, after assuming the office of the Statutory Auditor, he will make good use of his rich store of knowledge in the audit of the Company. Therefore, you are invited to elect him as the External Reserve Statutory Auditor.
- 5. When Mr. Shoji Kitabatake assumes the office of External Statutory Auditor, we plan to make and enter into an agreement with him under the provision set forth in Article 427.1 of the Companies Act for limiting the liability for compensation for damages set forth in Article 423.1 of the Act. The maximum amount of the liability for compensation for damages under such agreement shall be the minimum amount of the liability provided for in laws and regulations.

Agenda Item 5: Grant of Resignation Bonus to Resigning Statutory Auditor

We would like to grant a resignation bonus to Mr. Noriyuki Nakatani, who resigns as Statutory Auditor at the time of the close of this General Meeting of Shareholders, to reward him for the distinguished services he has rendered during his term of office, such bonus to be within equivalent extent in accordance with the standards of the Company.

You are requested to entrust the Statutory Auditors with the discussion and decision upon the concrete details of the amount, time, method, etc. of the grant of such bonus.

The personal record of the resigning Statutory Auditor is as shown in brief below:

Name	Brief Personal Record
Noriyuki Nakatani	Jun. 2012: Statutory Auditor of Company (current)

Concluded