

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 5703

June 3, 2019

To our shareholders:

Ichiro Okamoto
President and CEO
Nippon Light Metal Holdings Company, Ltd.
2-2-20 Higashi-shinagawa, Shinagawa-ku, Tokyo

Notice of the 7th Annual General Meeting of Shareholders

You are cordially invited to attend the Seventh Annual General Meeting of Shareholders of Nippon Light Metal Holdings Company, Ltd. (the “Company”), which will be held as indicated below.

If you are unable to attend the Meeting in person, you may exercise your voting rights by either of the following ways. Please review the attached Reference Documents for General Meeting of Shareholders, and exercise your voting rights accordingly.

[Voting by Mail]

Please indicate your approval or disapproval of each proposal in the enclosed voting form and then return the form to the Company by mail so that your vote is received by 5:30 p.m., on Monday, June 24, 2019 (JST).

[Voting via the Internet, etc.]

Please read “Guide for Voting via the Internet, etc.” (Japanese only), access the website (<https://www.web54.net>) that the Company has specifically designated for voting, and follow the on-screen instructions to input your approval or disapproval of each proposal by 5:30 p.m., on Monday, June 24, 2019 (JST).

Disclosure via the Internet

Of documents to be attached to this Notice, the below documents are posted on the website of the Company in accordance with laws and regulations and the provision of the Company’s Articles of Incorporation. Therefore, they are not included in the materials attached to this Notice.

(1) Notes to the Consolidated Financial Statements (2) Notes to the Non-consolidated Financial Statements

The Website of the Company <https://www.nikkeikinholdings.co.jp>

Consequently, the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor and Auditors are comprised of each document attached to this Notice of the Meeting as well as the Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements posted on the Company’s website mentioned above.

In the event that amendments are made to the Reference Documents for General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements, the Company will post them on the website mentioned above.

1. Date and Time: Tuesday, June 25, 2019, at 10:00 a.m. (Reception scheduled to open at 9:00 a.m.) (JST)

2. Venue: 2-3-15 Higashi-shinagawa, Shinagawa-ku, Tokyo
“Harbor Circus” ball room, 3rd floor, Dai-ichi Hotel Tokyo Seafort

3. Purpose of the Meeting

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the seventh fiscal year (from April 1, 2018 to March 31, 2019), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
2. Non-consolidated Financial Statements for the seventh fiscal year (from April 1, 2018 to March 31, 2019)

Matters to be resolved:

- | | |
|-----------------------|--|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Partial Amendment to Articles of Incorporation |

Proposal No. 3 Election of 13 Directors

Proposal No. 4 Election of Two Auditors

4. Matters Concerning Excise of Voting Rights

- (1) If you exercise your voting rights by proxy, you must appoint one of the shareholders holding voting rights as a proxy, and have your proxy submit a written document certifying the authority of proxy.
 - (2) If you do not indicate your approval or disapproval of each proposal on the voting form, we will assume that you have voted in favor of the proposal.
 - (3) If you exercise your voting rights via the Internet, etc. multiple times, only the last vote exercised will be treated as valid.
 - (4) If you exercise your voting rights by mail and also place your vote via the Internet, etc., whichever we received last will be treated as valid. If we receive both on the same day, we will treat only your vote placed via the Internet, etc. as valid.
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- If you attend the meeting in person, please submit the enclosed voting form at the reception.
 - The Company has electronically disclosed on its website (<https://www.nikkeikinholdings.co.jp>) prior to mailing it out, to ensure that information is furnished in a timely manner.

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

With regard to distributing profits, the Company has a basic policy to pay dividends to its shareholders, while strengthening its financial structure and managerial foundation, and comprehensively considering consolidated performance, etc. from a mid-to-long-term standpoint.

The Company has given consideration to the business performance of the fiscal year and future business development, etc., and it proposes to pay year-end dividends for this fiscal year of ¥5 per common share of the Company as follows: Accordingly, upon adding interim dividends (¥4 per share), the dividend of surplus for the current fiscal year will be ¥9 per share, which is ¥1 higher than the previous fiscal year (¥8 per share).

Year-end dividends

- (1) Type of dividend property
To be paid in cash.
- (2) Allotment of dividend property and their aggregate amount
¥5 per common share of the Company
Total dividends: ¥3,096,882,965
- (3) Effective date of dividends of surplus
June 26, 2019

Proposal No. 2 Partial Amendments to Articles of Incorporation

1. Reason for the amendments

To aim for further growth as a corporate group that continually creates new value for its customers by facilitating “smooth group communication and collaboration,” the Company has decided to move its head office to Minato City, Tokyo. In accordance with that move, the location of the head office prescribed in Article 3 of the current Articles of Incorporation will be amended from Shinagawa City, Tokyo, to Minato City, Tokyo. Furthermore, this amendment will be effective as of the head-office-move date to be determined at the Board of Directors’ meeting held no later than the Eighth Annual General Meeting of Shareholders, which will be held in 2020. At the same time, a supplementary provision will be established to clarify that. That supplementary provision will be removed after the date on which the head-office move becomes effective has passed.

2. Details of the Amendments

The amendment proposal for the current Articles of Incorporation is as follows:

(Underlined text indicates changes)

Current Articles of Incorporation	Proposed Amendments
<p>(Location of the Head Office) Article 3. The head office of the Company shall be located at <u>Shinagawa City</u>, Tokyo, Japan.</p> <p style="text-align: center;"><Newly established></p>	<p>(Location of the Head Office) Article 3. The head office of the Company shall be located at <u>Minato City</u>, Tokyo, Japan.</p> <p><u>Supplementary Provision</u> <u>This amendment to Article 3 will be effective as of the head-office-move date to be determined at the Board of Directors’ meeting held no later than the Eighth Annual General Meeting of Shareholders, which will be held in 2020. The supplementary provision shall be removed after the effective date on the relocation of the head-office.</u></p>

Proposal No. 3 Election of 13 Directors

At the conclusion of this annual general meeting of shareholders, the terms of office of all 13 Directors will expire. Therefore, the Company proposes the election of 13 Directors.

The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibility in the Company	Candidate attributes
1	Ichiro Okamoto	President and CEO In charge of CSR & Auditing Administration Dept.	Reelection
2	Toshihide Murakami	Director Assistant to President, Head of Technology & Development Administration Dept. and Central Product Safety & Quality Assurance Administration Dept.	Reelection
3	Yasunori Okamoto	Director Assistant to President and Head of Personnel, General Affairs and Accounting & Finance Administration Dept.	Reelection
4	Hiroshi Yamamoto	Director In charge of Toyo Aluminium Business Group	Reelection
5	Hiroyasu Hiruma	Director In charge of the Nippon Fruehauf business of Nippon Light Metal Business Group	Reelection
6	Sho Adachi	Director In charge of the Nikkeikin Kakoh Kaihatsu business of Nippon Light Metal Business Group	Reelection
7	Yoshihiro Tomioka	Director In charge of Toyo Aluminium Business Group	Reelection
8	Toshikazu Tanaka	Director Head of Planning Administration Dept.	Reelection
9	Masahito Saotome	Officer In charge of the Metals & Industrial Parts businesses of Nippon Light Metal Business Group and the Nikkei MC Aluminium business of Nippon Light Metal Business Group	New election
10	Masato Ono	Director	Reelection Outside Independent
11	Ryoichi Hayashi	Director	Reelection Outside Independent
12	Haruo Ito	Director	Reelection Outside Independent
13	Toshihito Hayano	Director	Reelection Outside Independent

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
2	<p>Toshihide Murakami (September 16, 1956)</p> <p>Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1980 Joined Nippon Light Metal Company, Ltd.</p> <p>June 2007 Officer of Nippon Light Metal Company, Ltd.</p> <p>June 2011 Executive Officer of Nippon Light Metal Company, Ltd.</p> <p>June 2012 Senior Executive Officer of Nippon Light Metal Company, Ltd. (current position)</p> <p>Oct. 2012 Director of the Company (current position)</p> <p>Oct. 2012 In charge of NPS of the Company</p> <p>June 2013 Head of Technology & Development Administration Dept. of the Company (current position)</p> <p>June 2013 In charge of the Capacitor Foil business of Nippon Light Metal Business Group of the Company</p> <p>June 2014 Senior Executive Officer of Nippon Light Metal Company, Ltd. (current position)</p> <p>Oct. 2014 Head of Central Product Safety & Quality Assurance Administration Dept. of the Company (current position)</p> <p>June 2018 Assistant to President of the Company (current position)</p> <p>Significant concurrent positions outside the Company Director, Senior Executive Officer of Nippon Light Metal Company, Ltd.</p>	<p>1) 105,113 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Toshihide Murakami possesses a wealth of experiences in the Technology & Manufacturing functions, demonstrates his leadership toward the Group's companies in such areas as product development and quality assurance, and contributes to the management of the Group as Director of the Company. In addition, from June 2018, he has worked as an Assistant to the President. Consequently, the Company judges his experiences and insight gained through the above to be indispensable to the management of the Group, and proposes his reelection as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
3	<p>Yasunori Okamoto (April 7, 1957) Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1980 Joined Nippon Light Metal Company, Ltd. June 2008 Officer of Nippon Light Metal Company, Ltd. June 2012 Executive Officer of Nippon Light Metal Company, Ltd. Oct. 2012 Officer, Head of Planning Administration Dept. of the Company June 2013 Director and Head of Personnel, General Affairs, Accounting & Finance Administration Dept. of the Company Director of Nippon Light Metal Company, Ltd. (current position) June 2014 Senior Executive Officer of Nippon Light Metal Company, Ltd. (current position) June 2018 Assistant to President of the Company (current position) Significant concurrent positions outside the Company Director, Senior Executive Officer of Nippon Light Metal Company, Ltd., Auditor of Toyo Aluminium K.K., and Outside Director of Tamai Steamship Co., Ltd.</p>	<p>1) 94,323 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Yasunori Okamoto possesses a wealth of experiences in broad areas such as finance, strategic planning, human resources, and purchasing, and is currently overseeing human resources, general affairs and accounting departments contributing to the management of the Group as Director of the Company. In addition, from June 2018, he has worked as an Assistant to the President. Consequently, the Company judges his experiences and insight gained through the above to be indispensable to the management of the Group, and proposes his reelection as Director.</p>			
4	<p>Hiroshi Yamamoto (May 16, 1950) Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1973 Joined Toyo Aluminium K.K. (Merged with Nippon Light Metal Company, Ltd. in October 1999) June 2005 Director of Toyo Aluminium K.K. June 2011 President of Toyo Aluminium K.K. (current position) June 2011 Director of Nippon Light Metal Company, Ltd. Oct. 2012 Director of the Company (current position) June 2013 In charge of Toyo Aluminium Business Group of the Company (current position) Significant concurrent positions outside the Company President of Toyo Aluminium K.K.</p>	<p>1) 25,573 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Hiroshi Yamamoto has been President of Toyo Aluminium K.K. Since 2011, demonstrating his capabilities in new product development and reconstruction of existing businesses, thus contributing significantly to the growth of the aforementioned company. In addition, as Director of the Company, he has contributed to the management of the Group. Consequently, the Company judges his experiences and insight gained through the above to be indispensable to the management of the Group as a whole, and proposes his reelection as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
5	<p style="text-align: center;">Hiroyasu Hiruma (May 27, 1955) Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1980 Joined Nippon Light Metal Company, Ltd. Jan. 2005 President and CEO of Nikkei Siam Aluminium Limited Oct. 2007 Officer of Nippon Light Metal Company, Ltd. June 2011 Executive Officer of Nippon Light Metal Company, Ltd. Jan. 2012 President and CEO of Nikkei Panel System Co., Ltd. June 2014 Director of the Company (current position) June 2014 In charge of the Panel System business of Nippon Light Metal Business Group of the Company June 2017 In charge of the Nippon Fruehauf business of Nippon Light Metal Business Group, Representative Director of Nippon Fruehauf Company, Ltd. (current position)</p> <p>Significant concurrent positions outside the Company Representative Director of Nippon Fruehauf Company, Ltd.</p>	<p>1) 81,017 shares 2) Refer to Note 1</p>
<p>[Reasons for nomination as candidate for Director] Hiroyasu Hiruma possesses wealth of experiences in broad areas such as accounting, human resources, overseas procurement, and management of overseas subsidiaries. He has served for five years and five months as President and CEO of Nikkei Panel System Co., Ltd., and contributed significantly toward enhancing its business performance. Currently, as President of Nippon Fruehauf Company, Ltd., he has been exerting his skills in the managerial reforms of the company and has been contributing to the management of the Group as Director of the Company. The Company judges his experiences and insight to be indispensable to the management of the Group, and proposes his reelection as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
6	<p style="text-align: center;">Sho Adachi (December 7, 1955) Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1980 Joined Nippon Light Metal Company, Ltd. June 2005 Director of Nikkeikin Aluminium Core Technology Company, Ltd. June 2011 Managing Director of Nikkeikin Aluminium Core Technology Company, Ltd. Mar. 2012 General Manager of Shandong Nikkei Conglin Automotive Parts Co., Ltd. June 2014 President and CEO of Nikkeikin Aluminium Core Technology Company, Ltd. (current position) June 2017 Director in charge of the Nikkeikin Kakoh Kaihatsu business of Nippon Light Metal Business Group of the Company, President and CEO of Nikkeikin Kakoh Kaihatsu Holdings Company, Ltd. (current position)</p> <p>Significant concurrent positions outside the Company President and CEO of Nikkeikin Kakoh Kaihatsu Holdings Company, Ltd. and President and CEO of Nikkeikin Aluminium Core Technology Company, Ltd.</p>	<p>1) 26,279 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Sho Adachi possesses a wealth of experience as personnel responsible for the Extrusions business for many years, by working as the President and CEO of Nikkeikin Aluminium Core Technology Company, Ltd., and has also contributed significantly to the growth of the China business. Since June 2017, as President and CEO of Nikkeikin Kakoh Kaihatsu Holdings Company, Ltd., which presides over the Extrusions business, has been exerting his leadership capabilities and has also been contributing to the management of the Group as Director of the Company. The Company judges his experiences and insight gained through the above to be indispensable to the management of the Group, and proposes his reelection as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
7	<p>Yoshihiro Tomioka (February 24, 1956) Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1980 Joined Toyo Aluminium K.K. (Merged with Nippon Light Metal Company, Ltd. in October 1999)</p> <p>Feb. 2002 Director of Toyo Aluminium Foil Products K.K.</p> <p>June 2005 President and CEO of Toyo Aluminium Foil Products K.K.</p> <p>Apr. 2006 President and CEO of Toyo Aluminium Ekco Products Co., Ltd.</p> <p>June 2015 Managing Executive Officer, Overseeing the New Business Creation Dept. of Toyo Aluminium K.K. (current position)</p> <p>June 2017 Director, in charge of Toyo Aluminium Business Group of the Company, and Director of Toyo Aluminium K.K. (current position)</p> <p>Significant concurrent positions outside the Company Director, Managing Executive Officer of Toyo Aluminium K.K.</p>	<p>1) 8,934 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Yoshihiro Tomioka has served for nine years as President and CEO of Toyo Aluminium Ekco Products Co., Ltd. The company is a major subsidiary of Toyo Aluminium K.K. and handles household-related products. For the recent years, he has significantly contributed to the corporate growth by heading up the New Business Creation Dept. of Toyo Aluminium K.K. In addition, as Director of the Company, he has contributed to the management of the Group. Consequently, the Company judges his experiences and insight gained through the above to be indispensable to the management of the Group as a whole, and proposes his reelection as Director.</p>			
8	<p>Toshikazu Tanaka (September 21, 1961) Reelection Attendance at the Board of Directors' meeting for fiscal year 2018 10/10 (100%) Refer to Note 2</p>	<p>Apr. 1986 Joined Nippon Light Metal Company, Ltd.</p> <p>Apr. 2008 Senior Manager of Planning Dept. of Nippon Light Metal Company, Ltd.</p> <p>June 2014 Officer, Head of Planning Dept. of Nippon Light Metal Company, Ltd.</p> <p>June 2018 Director, Head of Planning Administration Dept. of the Company, and Director, Executive Officer of Nippon Light Metal Company, Ltd. (current position)</p> <p>Significant concurrent positions outside the Company Director, Executive Officer of Nippon Light Metal Company, Ltd.</p>	<p>1) 46,379 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Toshikazu Tanaka possesses a wealth of experiences in such areas as accounting, finance, and planning. From June 2018, he has overseen planning functions as Director of the Company and he has contributed to the management of the Group by, for example, demonstrating his leadership in formulating the new mid-term business plan, for which the initial fiscal year is fiscal 2019, and in managing the Group. The Company judges his experiences and insight gained through the above to be indispensable to the management of the Group, and proposes his reelection as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
9	Masahito Saotome (January 2, 1963) New election	<p>Apr. 1985 Joined Nippon Light Metal Company, Ltd.</p> <p>June 2004 Head of Administration Department of the Chemicals Div. of Nippon Light Metal Company, Ltd.</p> <p>Apr. 2011 Head of Group Overseas Operation Support Office of Nippon Light Metal Company, Ltd.</p> <p>Apr. 2015 Head of Metal & Alloy Div. and Shaped Parts Div. of Nippon Light Metal Company, Ltd. (current position)</p> <p>June 2015 Officer of Nippon Light Metal Company, Ltd.</p> <p>June 2018 Officer, in charge of the Metal & Alloy Div. and Shaped Parts Div. of Nippon Light Metal Business Group, in charge of the Nikkei MC Aluminium business of Nippon Light Metal Business Group of the Company, Executive Officer of Nippon Light Metal Company, Ltd. (current position)</p> <p>Significant concurrent positions outside the Company Outside Director of Ahresty Corporation</p>	<p>1) 11,349 shares 2) None</p>
<p>[Reasons for nomination as candidate for Director] Masahito Saotome possesses a wealth of experience in such areas as accounting, finance, and planning. In recent years, he has demonstrated his capabilities as a person responsible for Metal & Alloy Div. and Shaped Parts Div., and Alloys Div. In June 2018, he assumed the position of Executive Officer. The Company judges his experiences and insight gained through the above to be indispensable to the management of the Group, and proposes his election as Director.</p>			
10	Masato Ono (November 4, 1950) Reelection Outside Independent Attendance at the Board of Directors' meeting for fiscal year 2018 11/12 (91.7%)	<p>Apr. 1974 Joined The Dai-Ichi Kangyo Bank, Limited</p> <p>June 2007 Director & Deputy President of Mizuho Financial Group, Inc.</p> <p>June 2008 Executive Officer and Vice President of Japan Hades Co., Ltd.</p> <p>June 2011 Representative Director and Vice Chairman of Japan Hades Co., Ltd.</p> <p>June 2012 Representative Director and President of Total Insurance Service Limited, Outside Director of Nippon Light Metal Company, Ltd.</p> <p>Oct. 2012 Outside Director of the Company (current position)</p> <p>June 2017 Special Advisor of Total Insurance Service Limited</p> <p>Significant concurrent positions outside the Company Outside Member of the Board of FANUC CORPORATION</p>	<p>1) 19,045 shares 2) None</p>
<p>[Reasons for nomination as candidate for outside Director] Masato Ono possesses in-depth insight through his experiences as a senior corporate manager of the financial institutions for many years, and works as outside Director of another company. Furthermore, as an outside Director of the Company, he has provided appropriate proposals about management of the Company from an independent point of view. The Company judges that he will help maintain impartiality of the management of the Company by monitoring and overseeing its management based on his broad experiences and deep insight. Thus, we propose his reelection as outside Director. The Company has submitted notification to the Tokyo Stock Exchange that he has been designated as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
11	<p>Ryoichi Hayashi (June 6, 1951) Reelection Outside Independent Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1974 Joined Mitsubishi Corporation Apr. 2002 General Manager of International Petroleum Unit and General Manager of International Petroleum Business Planning & Development Office of Mitsubishi Corporation Apr. 2007 Senior Vice President and Division COO of Carbon & LPG Business Div. of Mitsubishi Corporation Mar. 2012 President of MMP K.K. July 2012 Senior Corporate Counsellor of Energy Business Group of Mitsubishi Corporation June 2013 Outside Director of the Company (current position) Mar. 2014 Director of Tokai Carbon Co., Ltd. Significant concurrent positions outside the Company None</p>	<p>1) 28,705 shares 2) None</p>
<p>[Reasons for nomination as candidate for outside Director] Ryoichi Hayashi possesses in-depth insight through his experiences as a senior corporate manager of the trading company for many years, and had worked as Director of other companies. Furthermore, as an outside Director of the Company, he has provided appropriate proposals about management of the Company from an independent point of view. The Company judges that he will help maintain impartiality of the management of the Company by monitoring and overseeing its management based on his broad experiences and deep insight. Thus, we propose his reelection as outside Director. The Company has submitted notification to the Tokyo Stock Exchange that he has been designated as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
12	<p style="text-align: center;">Haruo Ito (November 9, 1943) Reelection Outside Independent Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%)</p>	<p>Apr. 1968 Joined Fuji Electric Manufacturing Co., Ltd. (currently Fuji Electric Co., Ltd.)</p> <p>June 1998 Director of Fuji Electric Manufacturing Co., Ltd. (currently Fuji Electric Co., Ltd.)</p> <p>Oct. 2003 President and Representative Director of Fuji Electric Systems Co., Ltd. (currently Fuji Electric Co., Ltd.)</p> <p>June 2006 President and Representative Director of Fuji Electric Holdings Co., Ltd. (currently Fuji Electric Co., Ltd.)</p> <p>Apr. 2010 Director and Advisor of Fuji Electric Holdings Co., Ltd. (currently Fuji Electric Co., Ltd.)</p> <p>June 2010 Advisor of Fuji Electric Holdings Co., Ltd. (currently Fuji Electric Co., Ltd.) (current position)</p> <p>June 2016 Outside Director of the Company (current position)</p> <p>Significant concurrent positions outside the Company Advisor of Fuji Electric Co., Ltd., Chief Director of Denki- Club, Ltd., and Outside Director of Zeon Corporation</p>	<p>1) 12,701 shares 2) None</p>
<p>[Reasons for nomination as candidate for outside Director] Haruo Ito has gained many years of experiences as a senior corporate manager of manufacturing companies, and possesses experiences and insight as a senior corporate manager of a pure holding company whose type is identical to the Company. Furthermore, as an outside Director of the Company, he has provided appropriate proposals about management of the Company from an independent point of view. The Company judges that he will help maintain impartiality of the management of the Company by monitoring and overseeing its management based on his broad experiences and deep insight. Thus, we propose his reelection as outside Director. The Company has submitted notification to the Tokyo Stock Exchange that he has been designated as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company Significant concurrent positions outside the Company	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
13	Toshihito Hayano (December 3, 1946) Reelection Outside Independent Attendance at the Board of Directors' meeting for fiscal year 2018 10/10 (100%) Refer to Note 2	Apr. 1969 Joined Nomura Research Institute, Ltd. May 1996 Managing Director of Nomura Research Institute, Ltd. June 1996 Managing Director of KOKUSAI Securities Co., Ltd. (currently Mitsubishi UFJ Securities Holdings Co., Ltd.) June 1998 Representative Director and Senior Managing Director of KOKUSAI Securities Co., Ltd. (currently Mitsubishi UFJ Securities Holdings Co., Ltd.) June 2001 President of Kokusai Capital Corporation (currently AG Capital Co., Ltd.) Apr. 2011 Professor of College of Business Administration and Information Science of Chubu University Oct. 2012 Substitute Auditor of the Company May 2016 Outside Auditor of the Company June 2018 Outside Director of the Company (current position) Significant concurrent positions outside the Company None	1) 2,538 shares 2) None
<p>[Reasons for nomination as candidate for outside Director]</p> <p>Toshihito Hayano possesses broad experiences and deep insight from a long history of involvement in the management of securities companies and investment companies and from serving as a professor of the university. Furthermore, after serving as an outside Auditor of the Company from May 2016 for a period of approximately two years, from June 2018, he has served as an outside Director of the Company and has provided appropriate proposals about management of the Company from an independent point of view. The Company judges that he will help maintain impartiality of the management of the Company by monitoring and overseeing its management based on his broad experiences and deep insight. Thus, we propose his reelection as outside Director. The Company has submitted notification to the Tokyo Stock Exchange that he has been designated as an independent officer as provided for by the aforementioned exchange. If his reelection is approved, the Company plans for his appointment as an independent officer to continue.</p>			

- Notes:
- The Company has been entrusted with administrative tasks relating to management from Nippon Fruehauf Company, Ltd., where Hiroyasu Hiruma, a candidate for Director, has served as Representative Director, and the aforementioned company has paid the management fee to the Company.
 - Toshikazu Tanaka and Toshihito Hayano, candidates for Director, were newly elected as a Director during the Sixth Annual General Meeting of Shareholders held on June 26, 2018, and has assumed office. Consequently, their attendance at the Board of Directors' meeting by each of them only includes the meetings held since their assuming office.
 - Masato Ono, a candidate for outside Director, had been non-executive Director of Nippon Light Metal Company, Ltd. from June 2012 to September 2012.
 - Ryoichi Hayashi, a candidate for outside Director, had been non-executive Director of Nippon Electrode Co., Ltd. from March 2012 to June 2012.
 - Tenure since the candidates for outside Director assumed office as outside Director or outside auditor of the Company
 - At the conclusion of this annual general meeting of shareholders, Masato Ono's tenure as outside Director of the Company will have been six years and nine months.
 - At the conclusion of this annual general meeting of shareholders, Ryoichi Hayashi's tenure as outside Director of the Company will have been six years.
 - At the conclusion of this annual general meeting of shareholders, Haruo Ito's tenure as outside Director of the Company will have been three years.
 - At the conclusion of this annual general meeting of shareholders, Toshihito Hayano's tenure as outside Director of the Company or outside Auditor of the Company will have been three years and one month.
 - Limited liability agreements with candidates for outside Director
 Masato Ono, Ryoichi Hayashi, Haruo Ito, and Toshihito Hayano, candidates for outside Directors, are currently outside Directors of the Company and the Company has entered into agreements with them to limit their liability for damages

under Article 423, paragraph 1 of the Companies Act. The maximum amount of liability for damages under agreements is the higher of either ¥7,000,000 or the minimum liability amount provided for under laws and regulations. If the reelection of them is approved, the Company plans to renew the aforementioned agreement with them.

7. The Group has transactions with FANUC CORPORATION where Masato Ono, a candidate for outside Director, serves as an outside Member of the Board, including sales of products and purchase of equipment. However, in fiscal 2018, the record of sales from the Group to FANUC CORPORATION was less than 1.0% of the consolidated sales of the Company, and the record of purchase from FANUC CORPORATION to the Group was less than 1.0% of the consolidated sales of FANUC CORPORATION. Furthermore, there are no other relationships that should be disclosed between any other companies that the candidates for outside Director concurrently works for (as an executive director or an outside officer, etc.) and the Group.
8. Number of the Company's shares owned by the candidates for Director includes their holdings in officers' stock ownership plan of the Company.

Proposal No. 4 Election of Two Auditors

At the conclusion of this annual general meeting of shareholders, Auditor Takayuki Tsuchida will resign, and, further, the term of office of Auditor Koji Fukui will expire. Therefore, the Company proposes the election of two Auditors. In addition, the consent of the Board of Corporate Auditors has been obtained for the submission of this proposal. The candidates for Auditor are as follows:

Candidate No.	Name (Date of birth)	Career summary and position	1) Number of the Company's shares owned 2) Relationship of special interest in the Company
1	Kotaro Yasuda (September 10, 1956) New election Attendance at the Board of Directors' meeting for fiscal year 2018 12/12 (100%) Refer to Note 1	<p>Apr. 1980 Joined Nippon Light Metal Company, Ltd.</p> <p>June 2009 Officer, Head of Chemicals Div. of Nippon Light Metal Company, Ltd.</p> <p>June 2014 Director of Nippon Light Metal Company, Ltd. (current position)</p> <p>June 2016 In charge of the Chemicals business and the Capacitor Foil business of Nippon Light Metal Business Group of the Company Executive Officer of Nippon Light Metal Company, Ltd. (current position)</p> <p>June 2016 Officer of the Company</p> <p>June 2017 Director of the Company (current position)</p> <p>Significant concurrent positions outside the Company Director, Executive Officer of Nippon Light Metal Company, Ltd., and Outside Director of Tamai Steamship Co., Ltd.</p>	<p>1) 60,985 shares 2) None</p>
<p>[Reasons for nomination as candidate for Auditor] Kotaro Yasuda had worked in key positions of the Chemicals business for many years, and, further, has expanded the scope of business as a person in charge of the Capacitor Foil business. In recent years, he has gained rich experiences and insight related to the businesses and management of the Group, such as serving as a Director of the Company. The Company judges that he is capable of objectively undertaking appropriate audits, and proposes his election as Auditor.</p>			
2	Masahiro Yoshida (April 7, 1955) New election	<p>Apr. 1979 Joined Toyo Aluminium K.K. (Merged with Nippon Light Metal Company, Ltd. in October 1999)</p> <p>Apr. 2005 Head of General Affairs Department of Toyo Aluminium K.K.</p> <p>June 2011 Officer, in charge of the General Affairs Department, Secretariat Department and the Tokyo General Affairs Department of Toyo Aluminium K.K.</p> <p>June 2016 Executive Officer of Toyo Aluminium K.K. (current position)</p> <p>June 2016 Supervising the Yao Works, Foil Business Head Office of Toyo Aluminium K.K.</p> <p>June 2017 Supervising the CSR Promotion Office of Toyo Aluminium K.K. (current position)</p> <p>Significant concurrent positions outside the Company None</p>	<p>1) 6,000 shares 2) None</p>
<p>[Reasons for nomination as candidate for Auditor] Masahiro Yoshida has, for many years, overseen general affairs functions at Toyo Aluminium K.K., and, in recent years, he has overseen the CSR Promotion Office and contributed to building the CSR system of the Company. The Company judges that he is capable of objectively undertaking appropriate audits, and proposes his election as Auditor.</p>			

Notes: 1. Attendance at Board of Directors' meetings in fiscal year 2018 by Kotaro Yasuda, who is a candidate for Auditor, means his attendance as a Director.

2. Number of the Company's shares owned by the candidates for Auditor includes their holdings in officers' stock ownership plan of the Company.

Reference: Independent Criteria for Outside Officers

If it is judged that no following item is applicable in an investigation carried out to outside directors and outside auditors (in this criteria, the “outside Officers”) within a reasonable scope at the Company, then it will be judged that the person has independency.

1. A person to which the below is applicable now or in the past ten years
 - (1) A business executor of the Company or a subsidiary of the Company (in this criteria, the “Group”) (Note 1)
2. A person to which any of the below are applicable, now or in the past three years
 - (1) A major shareholder of the Company (Note 2), a person for which the Group is a major shareholder, or a business executor thereof
 - (2) A major business partner of the Group (Note 3), a person for which the Group is a major business partner (Note 4), or a business executor thereof
 - (3) A major lender of the Group (Note 5) or a business executor thereof
 - (4) A person who belongs to an audit corporation that is the accounting auditor of the Group
 - (5) A person, or a person who belongs to a group, who has received remuneration pertaining to a specialist service exceeding ¥10 million per year other than officer remuneration from the Group (Note 6) (However, if an advisory agreement has been executed with the Group, then the amount is immaterial.)
 - (6) A person, or a business executor of a group, who has received a donation exceeding ¥10 million per year from the Group
 - (7) A business executor of a company who has appointed a business executor of the Group as an officer
3. A spouse or relative within the second degree of kinship of a person listed in item 1. or 2. above (however, for business executors, excluding employees who are lower in rank than General Manager)
4. Other than a person above, a person that might have a conflict of interest with an ordinary shareholder and for whom it is reasonably judged that there are circumstances suggesting that the person cannot fulfill the duties of an outside Officer

Note 1: This refers to executive directors, executive officers, officers, and any other persons or employees equivalent to any of those. When judging the independence of an outside auditor, non-executive Directors are included.

Note 2: This refers to a person who directly or indirectly holds voting rights that constitute 10% or more of all voting rights.

Note 3: This refers to a person who is a business partner group (i.e., a company that belongs to a consolidated group belonging to a direct business partner) to which the Group provides products or services and for whom, taking an average over the past three fiscal years, the total transactional value of the Group’s transactions with the business partner group exceeds 2% of consolidated sales of the Group.

Note 4: This refers to a person who is a business partner group that provides products or services to the Group and for whom, taking an average over the past three fiscal years, the total transactional value of transactions between the Group and the business partner group exceeds ¥100 million and exceeds 2% of consolidated sales (if the business partner group does not prepare consolidated balance sheets, then the net sales of the business partner group) of the Group.

Note 5: This refers to a person who is a financial institution group (i.e., a company that belongs to a consolidated group to which a direct lender belongs) that lends to the Group and for whom, taking an average over the past three fiscal years, the total amount borrowed by the Group from the financial institution group exceeds 2% of consolidated total assets of the Group.

Note 6: This refers to consultant, certified public accountant, licensed tax accountant or attorney at law fees, etc.