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Securities code: 6915
March 8, 2019

To Shareholders with Voting Rights:

Akira Sato
President
CHIYODA INTEGRE CO., LTD.
4-5 Akashi-cho, Chuo-ku, Tokyo, Japan

**NOTICE OF CONVOCATION OF
THE 63RD ORDINARY GENERAL MEETING OF SHAREHOLDERS**

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

You are cordially invited to attend the 63rd Ordinary General Meeting of Shareholders of CHIYODA INTEGRE CO., LTD. (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. 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 return it so that it is received by 5:30 p.m. on Wednesday, March 27, 2019, Japan time.

- 1. Date and Time:** Thursday, March 28, 2019 at 10:00 a.m. Japan time
- 2. Place:** Hall 'PRIMAVERA,' 4th floor of Dai-Ichi Hotel Tokyo located at 1-2-6 Shimbashi, Minato-ku, Tokyo, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. Business Report, Consolidated Financial Statements for the Company's 63rd Fiscal Year (January 1, 2018 - December 31, 2018) 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 63rd Fiscal Year (January 1, 2018 - December 31, 2018)
 - Proposal to be resolved:**
 - Proposal 1:** Appropriation of Surplus
 - Proposal 2:** Election of Ten (10) Directors
 - Proposal 3:** Election of Three (3) Audit & Supervisory Board Members
 - Proposal 4:** Election of One (1) Substitute Audit & Supervisory Board Member

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- ⊙ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception. Please bring this Notice with you to save resources.
 - ⊙ Should the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements require revisions, they will be posted on the Company's website (<http://www.chiyoda-i.co.jp/>).
 - ⊙ Please be advised that souvenirs are not prepared for attending shareholders.
 - ⊙ Among all the documents to be attached to this Notice, the System to Ensure the Appropriateness of Business Operations in the Business Report, Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements are posted on the Company's website (<http://www.chiyoda-i.co.jp/>) in accordance with provisions of laws and regulations as well as Article 15 of the Company's Articles of Incorporation. Therefore, the Appendix of this Notice comprises a portion of the documents that were audited when the Audit & Supervisory Board Members and the Accounting Auditor prepared the Audit Report.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company considers profit returns to shareholders an important management task and makes it a basic policy to aim for a dividend payout ratio of 35% or more for the three (3) years from the fiscal year ended December 31, 2016 to the fiscal year ended December 31, 2018.

Based on the above policy, the Company proposes the year-end dividend for this fiscal year to be ¥100 per share as follows, which will render the dividend payout ratio to be 61.4%.

- (1) Type of dividend property:
Cash
- (2) Matters regarding the allocation of dividend property to shareholders and the total amount thereof:
¥100 per share of common stock of the Company
Total amount: ¥1,273,952,700
- (2) Effective date of distribution of surplus:
March 29, 2019

Proposal 2: Election of Ten (10) Directors

The term of office of all the ten (10) Directors will expire at the conclusion of this meeting. Accordingly, the Company proposes the election of ten (10) Directors.

The candidates for Director are as follows.

No. 1	Mitsuaki Koike	Date of birth: January 5, 1951	<u>Reappointment</u>
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 93,251 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1969	Joined the Company		
September 1982	CHIYODA FELT CO. (S) PTE. LTD. (presently CHIYODA INTEGRE CO. (S) PTE. LTD.)		
September 1990	Managing Director, CHIYODA FELT CO. (S) PTE. LTD.		
November 1999	Director, the Company		
November 2001	Managing Director		
November 2002	President		
March 2017	Chairman (to present)		
Reasons for selection as a candidate for Director			
Mr. Mitsuaki Koike has served as President, leading the operation of the Group. The Company expects that it can strengthen the effectiveness of the decision-making and supervisory functions of its Board of Directors by leveraging his insight and experience in business overall. Therefore, the Company proposes his re-election as a Director.			

No. 2	Akira Sato	Date of birth: April 2, 1956	<u>Reappointment</u>
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 31,580 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1975	Joined the Company		
March 2001	Managing Director, CHIYODA INTEGRE CO. (S) PTE. LTD.		
September 2008	General Manager, Overseas Department, the Company		
November 2008	Director		
November 2010	General Manager, Overseas Business		
November 2011	Managing Director		
November 2013	Senior Managing Director		
March 2017	President (to present)		
Reasons for selection as a candidate for Director			
Mr. Akira Sato has abundant experience and deep insight accumulated over years of service overseas, tackling management tasks with pure enthusiasm. Since he became President in March 2017, he has been engaged in corporate management, appropriately fulfilling his duties. Therefore, the Company proposes his re-election as a Director.			

No. 3	Takumi Murasawa	Date of birth: July 21, 1960	<u>Reappointment</u>
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 10,200 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1983	Joined the Company		
September 2005	General Manager, Japan Business		
November 2006	Director		
September 2010	General Manager, Development Center		
September 2011	General Manager, Tokyo Branch		
November 2011	Managing Director (to present)		
September 2012	General Manager, Kanto Branch		
January 2019	General Manager, Overseas Department (to present)		
Reasons for selection as a candidate for Director			
Mr. Takumi Murasawa has abundant experience and a broad personal network gained in managing the Japan business. The Company expects that by leveraging his assets, it can promote the expansion of new business domains that will lead to enhancing its corporate value. Therefore, the Company proposes his re-election as a Director.			

No. 4	Hiroyasu Kanabe	Date of birth: April 23, 1960	Reappointment
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 10,600 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1984	Joined the Company		
March 2002	General Manager, Toyohashi Branch		
April 2009	General Manager, Tokyo Branch		
September 2011	Chairman, CHIYODA INTEGRE (SUZHOU) CO., LTD.		
January 2012	Area Manager, North China Area, Chairman of Local Subsidiaries, North China Area, the Company		
November 2012	Director In charge of China Business		
March 2017	Managing Director (to present) General Manager, Overseas Department		
January 2019	General Manager, Product Development Department, and General Manager, Quality Assurance Department (to present)		
Reasons for selection as a candidate for Director			
Mr. Hiroyasu Kanabe has abundant experience and knowledge in the Company's mainstay department and also has insight accumulated in the overseas business. For the further development of the Group that will lead to enhancing its corporate value, the Company proposes his re-election as a Director.			

No. 5	Mitsuru Sekiguchi	Date of birth: January 13, 1961	Reappointment
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 14,200 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1983	Joined the Company		
March 2011	Area Manager, Southeast Asia Managing Director, CHIYODA INTEGRE CO. (S) PTE. LTD.		
September 2012	President, CHIYODA INTEGRE (PHILIPPINES) CORPORATION		
April 2013	Managing Director, CHIYODA INTEGRE (THAILAND) CO., LTD.		
March 2017	Director (to present) General Manager, Overseas Asia Business (to present) Chairman, CHIYODA INTEGRE (HK) LTD.		
September 2017	Chairman and Managing Director, CHIYODA INTEGRE (HK) LTD. (to present)		
March 2018	Area Manager, South China Area (to present)		
Reasons for selection as a candidate for Director			
Mr. Mitsuru Sekiguchi has abundant business experience overseas and deep insight in global business. The Company believes that he is qualified in the expectation that the enhancement of corporate value may be achieved by leveraging his assets. Therefore, the Company proposes his re-election as a Director.			

No. 6	Tomoharu Tsuji	Date of birth: May 5, 1959	Reappointment
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 1,100 shares	
Career summary, positions, responsibilities and significant concurrent positions			
April 1982	Joined RIVER ELETEC CORPORATION		
June 2003	Director, General Manager, Sales Division		
September 2007	Joined the Company		
March 2015	General Manager, Sales Department, Kanto Branch		
March 2017	Director (to present) General Manager, Sales Department (to present)		
Reasons for selection as a candidate for Director			
Mr. Tomoharu Tsuji has been strongly committed to expanding the Company's business domain by leveraging his abundant experience and extensive knowledge in the sales department. The Company proposes his re-election as a Director in the expectation that it can further benefit from the display of his abilities.			

No. 7	Isao Murata	Date of birth: August 12, 1962	Reappointment
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 3,580 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1985	Joined the Company		
September 2012	General Manager, Finance and Accounting Department (to present)		
October 2015	Audit & Supervisory Board Member, SUNFELT CO., LTD.		
March 2017	Director (to present)		
Reasons for selection as a candidate for Director			
Mr. Isao Murata has been engaged in an array of businesses in diverse fields and is well versed in the Group's business. He is delivering considerable results in supervising the execution of operations in the administrative department overall. The Company believes that he is qualified with his abundant experience and achievements, and therefore proposes his re-election as a Director.			

No. 8	Hiroyuki Kato	Date of birth: September 14, 1960	Reappointment
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: 6,220 shares	
Career summary, positions, responsibilities and significant concurrent positions			
March 1983	Joined the Company		
September 2003	General Manager, Osaka Branch		
September 2012	General Manager, Sales Department		
September 2013	General Manager, Kanto Branch		
November 2014	Director (to present)		
January 2019	General Manager, Marketing Development Department (to present)		
Reasons for selection as a candidate for Director			
Mr. Hiroyuki Kato has accumulated experience and achievements in promoting business growth and has significantly contributed to expanding operations. In order to enhance corporate value in a sustainable manner by leveraging his deep insight, the Company proposes his re-election as a Director.			

No. 9	Katsumi Yanagisawa	Date of birth: January 2, 1949	Reappointment	Outside	Independent
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Number of shares of the Company held: — shares			
Career summary, positions, responsibilities and significant concurrent positions					
October 1973	Joined TAIYO YUDEN CO., LTD.				
June 2005	Director, Senior Managing Officer, Chief of Sales Headquarters				
April 2007	Executive Director, Senior Managing Officer, Chief of Sales Headquarters				
July 2007	Executive Director, Chief of Sales Headquarters				
July 2010	Director and Senior Executive Operating Officer, in charge of Sales, Chief of Sales Headquarters				
July 2011	Director, Senior Executive Operating Officer, in charge of Electronic Components Business				
June 2013	Special Advisor				
November 2013	Outside Director, the Company (to present)				
Reasons for selection as a candidate for Outside Director					
Mr. Katsumi Yanagisawa has been providing valid opinions from a fair and objective standpoint as an Outside Director of the Company. The Company proposes his re-election as an Outside Director in the expectation that he will provide appropriate supervision on the decision-making of the Board of Directors.					
His term of office as an Outside Director of the Company will be five (5) years and four (4) months at the conclusion of this meeting.					

No. 10	Osamu Mashimo	Date of birth: July 13, 1963	<input type="checkbox"/> Reappointment	<input checked="" type="checkbox"/> Outside	<input checked="" type="checkbox"/> Independent
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)			Number of shares of the Company held: — shares		
Career summary, positions, responsibilities and significant concurrent positions					
April 1986	Joined Takara Co., Ltd. (presently TOMY COMPANY, LTD.)				
June 2001	Board Director				
January 2005	Board Director, Senior Executive Officer				
March 2006	Board Director, TOMY COMPANY, LTD.				
June 2012	Senior Managing Director, Head of Toy Business HQ				
June 2014	Managing Executive Officer, in charge of Group Development				
November 2015	Outside Director, the Company (to present)				
February 2016	Representative, Office Mashimo (to present)				
Reasons for selection as a candidate for Outside Director					
Mr. Osamu Mashimo has experience in corporate management at a listed company and operational experience in manufacturing. The Company proposes his re-election as an Outside Director of the Company in the expectation that he will provide valuable advice to the Board of Directors as well as contribute to the enhancement of corporate governance. His term of office as an Outside Director of the Company will be three (3) years and four (4) months at the conclusion of this meeting.					

(Notes)

1. There are no special interests between each candidate and the Company.
2. The Company has entered into an agreement with each of Mr. Katsumi Yanagisawa and Mr. Osamu Mashimo to limit their liability pursuant to Article 427, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. In case of re-election, this agreement will continue to be effective.
3. Mr. Katsumi Yanagisawa and Mr. Osamu Mashimo are candidates for Outside Director. In addition, they are independent directors prescribed by the Tokyo Stock Exchange.

Proposal 3: Election of Three (3) Audit & Supervisory Board Members

The term of office of all the three (3) Audit & Supervisory Board Members will expire at the conclusion of this meeting. Accordingly, the Company proposes the election of three (3) Audit & Supervisory Board Members.

Consent has been obtained from the Audit & Supervisory Board regarding the submission of this proposal.

The candidates for Audit & Supervisory Board Member are as follows.

No. 1	Shigeru Onozuka	Date of birth: October 14, 1952	<input type="checkbox"/> Reappointment
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Attendance at Audit & Supervisory Board meetings: 100% (13 out of 13 meetings)	Number of shares of the Company held: 10,600 shares
Career summary, positions and significant concurrent positions			
July 1987	Joined the Company		
September 2000	General Manager, Manufacturing Department, Tokyo Branch		
September 2005	General Manager, Production Management Department, Tokyo Branch		
September 2007	Deputy General Manager, Tokyo Branch		
April 2009	General Manager, Development Technology Center		
September 2010	General Manager in charge of Production, Overseas Development		
October 2012	Advisor, Overseas Department		
October 2014	Senior Advisor, Overseas Manufacturing, Overseas Department		
November 2015	Audit & Supervisory Board Member (to present)		
Reasons for selection as a candidate for Audit & Supervisory Board Member			
Mr. Shigeru Onozuka has abundant experience and insight accumulated over years of operations at the Company and is well versed in the Company's business. The Company believes that he can adequately audit its operation, and therefore proposes his re-election as an Audit & Supervisory Board Member.			

No. 2	Katsuhiro Endo	Date of birth: January 18, 1955	<input type="checkbox"/> Reappointment	<input type="checkbox"/> Outside	<input type="checkbox"/> Independent
Attendance at Board of Directors meetings: 92.3% (12 out of 13 meetings)		Attendance at Audit & Supervisory Board meetings: 92.3% (12 out of 13 meetings)	Number of shares of the Company held: 1,100 shares		
Career summary, positions and significant concurrent positions					
April 1978	Joined Tokyo Regional Taxation Bureau				
July 2003	Professor, Research Department, National Tax College, National Tax Agency				
July 2006	Chief Senior Examiner (International Taxation), First Large Enterprise Examination Department, Tokyo Regional Taxation Bureau				
August 2008	Representative Partner, Endo Licensed Tax Accountant Office (to present)				
June 2010	External Audit & Supervisory Board Member, Roland DG Corporation				
November 2011	Outside Audit & Supervisory Board Member, the Company (to present)				
January 2014	Representative Director, E-Consulting Co., Ltd. (to present)				
April 2015	Visiting Professor, Graduate School, Aoyama Gakuin University				
June 2015	Outside Audit & Supervisory Board Member, Meiji Shipping Co., Ltd. (to present)				
March 2016	Outside Director, Roland DG Corporation (to present)				
Reasons for selection as a candidate for Outside Audit & Supervisory Board Member					
Mr. Katsuhiro Endo is well versed in international taxation. In order to apply his taxation and accounting expertise and experience as a licensed tax accountant to the Company's management, the Company proposes his re-election as an Outside Audit & Supervisory Board Member.					
His term of office as an Outside Audit & Supervisory Board Member of the Company will be seven (7) years and four (4) months at the conclusion of this meeting.					

No. 3	Masaaki Komoda	Date of birth: August 20, 1948	<input type="checkbox"/> Reappointment	<input type="checkbox"/> Outside	<input type="checkbox"/> Independent
Attendance at Board of Directors meetings: 100% (13 out of 13 meetings)		Attendance at Audit & Supervisory Board meetings: 100% (13 out of 13 meetings)	Number of shares of the Company held: — shares		
Career summary, positions and significant concurrent positions					
April 1971	Joined Marusan Securities Co., Ltd.				
April 1987	General Manager, Takatsu Branch				
February 1997	General Manager, Corporate Business Department I, Head Office				
March 2004	General Manager, Corporate Business Division				
June 2004	Outside Audit & Supervisory Board Member, EASTON Co., Ltd. (presently RENESAS EASTON Co., Ltd.) (to present)				
November 2015	Outside Audit & Supervisory Board Member, the Company (to present)				
Reasons for selection as a candidate for Outside Audit & Supervisory Board Member					
Mr. Masaaki Komoda has expertise accumulated at a securities firm as well as abundant field experience that can be leveraged to strengthen the monitoring system of the Company. Therefore, the Company proposes his re-election as an Outside Audit & Supervisory Board Member. Although he has not been involved in corporate management except as an Outside Audit & Supervisory Board Member, for the above reason, the Company believes that he can appropriately fulfill his duties as an Outside Audit & Supervisory Board Member.					
His term of office as an Outside Audit & Supervisory Board Member of the Company will be three (3) years and four (4) months at the conclusion of this meeting.					

(Notes)

1. There are no special interests between each candidate and the Company.
2. The Company has entered into an agreement with each of Mr. Katsuhiko Endo and Mr. Masaaki Komoda to limit their liability pursuant to Article 427, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. In case of re-election, this agreement will continue to be effective.
3. Mr. Katsuhiko Endo and Mr. Masaaki Komoda are candidates for Outside Audit & Supervisory Board Member. In addition, they are independent auditors prescribed by the Tokyo Stock Exchange.

Proposal 4: Election of One (1) Substitute Audit & Supervisory Board Member

To prepare for cases where the number of Audit & Supervisory Board Members falls below the number required by laws and regulations of three (3), the Company proposes the election of one (1) substitute Audit & Supervisory Board Member in advance.

Consent has been obtained from the Audit & Supervisory Board regarding the submission of this proposal.

The candidate for substitute Audit & Supervisory Board Member is as follows.

Takanori Iitsuka	Date of birth: January 13, 1975	<input type="checkbox"/> Outside <input type="checkbox"/> Independent
Number of shares of the Company held: — shares		
Career summary, positions and significant concurrent positions		
December 2001	Registered as judicial scrivener	
February 2002	Partner, Harada Judicial Scrivener Office	
February 2006	Established Iitsuka & Matsuda Judicial Scrivener Office	
March 2007	Established Judicial Scrivener Corporation Iitsuka & Matsuda Office (presently Judicial Scrivener Corporation Iitsuka Legal Partners), Representative Partner (to present)	
August 2007	Audit & Supervisory Board Member, I Knowledge Inc.	
Reasons for selection as a candidate for Outside Audit & Supervisory Board Member		
Mr. Takanori Iitsuka has knowledge and operational experience in corporate legal affairs as a Representative Partner of a judicial scrivener corporation. The Company believes that he is capable of appropriately conducting auditing operations and therefore proposes his election as a substitute Outside Audit & Supervisory Board Member. Although he has not been directly involved in corporate management, for the above reason, the Company believes that he can appropriately fulfill his duties as an Outside Audit & Supervisory Board Member.		

(Notes)

1. There are no special interests between the candidate for substitute Audit & Supervisory Board Member and the Company.
2. In case Mr. Takanori Iitsuka assumes office as an Outside Audit & Supervisory Board Member, the Company will enter into an agreement with him to limit his liability pursuant to Article 427, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations.
3. Mr. Takanori Iitsuka is a candidate for Outside Audit & Supervisory Board Member. He satisfies the requirements for independent auditors prescribed by the Tokyo Stock Exchange.