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Securities Code: 5384

June 3, 2019

To our shareholders:

Keishi Seki
President and CEO
Fujimi Incorporated
2-1-1 Chiryō, Nishibiwajima-cho, Kiyosu-shi, Aichi

Notice of the 67th Annual General Meeting of Shareholders

You are cordially invited to attend the 67th Annual General Meeting of Shareholders of Fujimi Incorporated (the “Company”), which will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the internet, etc. Please consider the Reference Documents for General Meeting of Shareholders below, and exercise your voting rights no later than 5:00 p.m. on Thursday, June 20, 2019 (JST).

- 1. Date and Time:** Friday, June 21, 2019, at 10 a.m. (JST) (Reception opens at 9:20 a.m.)
- 2. Venue:** 3rd floor, Doremi Hall, Nishibi Sozo Center
1-12-1 Otai, Nishibiwajima-cho, Kiyosu-shi, Aichi

3. Purpose of the Meeting:

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the 67th term (April 1, 2018 to March 31, 2019) as well as 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 67th term (April 1, 2018 to March 31, 2019)

Matters to be resolved:

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|-----------------------|--|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Seven Directors |
| Proposal No. 3 | Election of One Corporate Auditor |
| Proposal No. 4 | Election of One Substitute Corporate Auditor |

4. Other Matters concerning This Notice

Items listed below are posted on the Company’s website (<http://www.fujimiinc.co.jp/>) pursuant to the relevant laws and regulations and the provision of Article 15 of the Company’s Articles of Incorporation and are therefore not included in the attachments to this Notice.

- (i) Notes to Consolidated Financial Statements
- (ii) Notes to Non-consolidated Financial Statements

Accordingly, the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Corporate Auditors and the Accounting Auditor consist of the documents stated in the attachments to the Notice of the General Meeting of Shareholders, as well as the Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements posted on the Company’s website.

When you attend the meeting, we kindly request that you submit the enclosed voting form to the receptionist at the venue.

Any updates to the Reference Documents for General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements will be posted on the Company’s website (<http://www.fujimiinc.co.jp/>).

In the Notice of the 67th Annual General Meeting of Shareholders, the date format has been changed from Japanese calendar to Western calendar.

Reference Documents for General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

1. Year-end dividends

The Company regards the appropriate return of profit to its shareholders as one of its most important management issues in operating its business. The Company's target for the consolidated dividend payout ratio is 50% or more. While making proactive return of profits to shareholders based on business performance, the basic policy is to pay attention to maintaining stable dividends.

As a result of careful consideration based on this basic policy, the Company proposes to pay a year-end dividend for the current fiscal year of ¥47 per share as an ordinary dividend.

(1) Type of dividend property

To be paid in cash.

(2) Allotment of dividend property and their aggregate amount

The Company proposes to pay a dividend of ¥47 per common share of the Company.

In this event, the total dividends will be ¥1,176,491,874.

Accordingly, including the interim dividend of ¥40 per share already paid, the annual dividend for the current fiscal year will total ¥87 per share.

(3) Effective date of dividends of surplus

The effective date of dividends will be June 24, 2019.

2. Other appropriation of surplus

(1) Item of surplus to be decreased and amount of decrease

Retained earnings brought forward: ¥1,000,000,000

(2) Item of surplus to be increased and amount of increase

General reserve: ¥1,000,000,000

Proposal No. 2 Election of Seven Directors

The terms of office of all seven Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of seven Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Keishi Seki (April 6, 1964) Reelection Tenure as Director 16 years Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)	Apr. 1989 Joined Fuji Bank (currently Mizuho Bank, Ltd.) Oct. 1997 Joined the Company Feb. 2000 President of FUJIMI CORPORATION June 2003 Director and Senior General Manager of New Business Development Division of the Company Apr. 2005 Director and Senior General Manager of CMP Division, Director of CMP Business Unit Apr. 2008 President and CEO Jan. 2013 President and CEO of the Company; and President of FUJIMI KOREA LIMITED Aug. 2013 President and CEO of the Company; President of FUJIMI KOREA LIMITED; and President of FUJIMI TAIWAN LIMITED Apr. 2014 President and CEO, and Senior General Manager of CMP Division of the Company; President of FUJIMI KOREA LIMITED; and President of FUJIMI TAIWAN LIMITED Apr. 2015 President and CEO of the Company; and President of FUJIMI KOREA LIMITED Apr. 2016 President and CEO of the Company (current position)	444,770 shares
[Reasons for nomination as candidate for Director] Keishi Seki was appointed as President and CEO in 2008 and has been involved in the management of the Company and the supervision of its overseas subsidiaries for many years. He has been nominated to continue as a candidate for Director because he is expected to strengthen the functions of the Board of Directors based on his abundant experience and wide knowledge concerning management in general. [Special interest between the candidate and the Company] There is no special interest.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
2	<p>Hirokazu Ito (December 30, 1955)</p> <p>Reelection</p> <p>Tenure as Director 9 years</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)</p>	Mar. 1977	Joined the Company	3,777 shares
		Apr. 2008	Senior General Manager of Manufacturing Division	
		June 2010	Director, and Senior General Manager of Manufacturing Division	
		Apr. 2011	Director, and Senior General Manager of Quality Assurance Division	
		Apr. 2012	Managing Director and Senior General Manager of Quality Assurance Division	
		Apr. 2013	Managing Director and Senior General Manager of Manufacturing Division and Quality Assurance Division	
		Apr. 2014	Managing Director and Senior General Manager of Quality Assurance Division (current position)	
<p>[Reasons for nomination as candidate for Director] Hirokazu Ito has a wealth of experience and achievements gained through his involvement in the supervision of the Manufacturing Division and the Quality Assurance Division of the Company. He has been nominated to continue as a candidate for Director because he is expected to strengthen the functions of the Board of Directors based on his experience and achievements.</p> <p>[Special interest between the candidate and the Company] There is no special interest.</p>				
3	<p>Akira Suzuki (July 11, 1954)</p> <p>Reelection</p> <p>Tenure as Director 8 years</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)</p>	Apr. 1979	Joined Bridgestone Tire Co., Ltd. (currently Bridgestone Co., Ltd.)	7,381 shares
		Aug. 2009	Joined the Company	
		Apr. 2010	Senior General Manager of Financial Management Division	
		Apr. 2011	Senior General Manager of Finance Division	
		June 2011	Director and Senior General Manager of Finance Division	
		Apr. 2014	Director and Senior General Manager of Administration Division	
		Apr. 2016	Director and Senior General Manager of Finance Division (current position)	
<p>[Reasons for nomination as candidate for Director] Akira Suzuki has a wealth of experience and achievements gained through his involvement in the supervision of the Finance Division and the Administration Division of the Company. He has been nominated to continue as a candidate for Director because he is expected to strengthen the functions of the Board of Directors based on his experience and achievements.</p> <p>[Special interest between the candidate and the Company] There is no special interest.</p>				

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p>Toshiki Owaki (December 27, 1960)</p> <p>Reelection</p> <p>Tenure as Director 7 years</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)</p>	<p>Apr. 1983 Joined the Company</p> <p>Apr. 1999 Seconded to FUJIMI AMERICA INC. (currently FUJIMI CORPORATION)</p> <p>Apr. 2011 Senior General Manager and General Manager of Disk Division of the Company; and President of FUJIMI-MICRO TECHNOLOGY SDN. BHD.</p> <p>June 2012 Director, and Senior General Manager and General Manager of Disk Division of the Company; and President of FUJIMI-MICRO TECHNOLOGY SDN. BHD.</p> <p>Apr. 2014 Director and Senior General Manager of Specialty Materials Division of the Company</p> <p>Apr. 2017 Director and Senior General Manager of Specialty Materials Division of the Company; and President of FUJIMI-MICRO TECHNOLOGY SDN. BHD. (current position)</p>	14,010 shares
<p>[Reasons for nomination as candidate for Director] Toshiki Owaki has a wealth of experience and achievements gained through his involvement in the supervision of the Disk, Specialty Materials, and Thermal Spray Materials Divisions and the management of overseas subsidiaries. He has been nominated to continue as a candidate for Director because he is expected to strengthen the functions of the Board of Directors based on his experience and achievements.</p> <p>[Special interest between the candidate and the Company] There is no special interest.</p>			
5	<p>Katsuhiro Suzuki (March 9, 1962)</p> <p>Reelection</p> <p>Tenure as Director 7 years</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)</p>	<p>Apr. 1984 Joined the Company</p> <p>July 1992 Seconded to FUJIMI AMERICA INC. (currently FUJIMI CORPORATION)</p> <p>Apr. 2011 Senior General Manager of Silicon Division</p> <p>June 2012 Director and Senior General Manager of Silicon Division</p> <p>Apr. 2015 Director and Senior General Manager of Silicon Division and CMP Division of the Company; and President of FUJIMI TAIWAN LIMITED</p> <p>Apr. 2016 Director and Senior General Manager of CMP Division of the Company; President of FUJIMI CORPORATION; and President of FUJIMI TAIWAN LIMITED</p> <p>Apr. 2018 Director and Senior General Manager of CMP Division of the Company; Chairman of FUJIMI CORPORATION; and President of FUJIMI TAIWAN LIMITED (current position)</p>	15,610 shares
<p>[Reasons for nomination as candidate for Director] Katsuhiro Suzuki has a wealth of experience and achievements gained through his involvement in the supervision of the Silicon and CMP Divisions and the management of overseas subsidiaries. He has been nominated to continue as a candidate for Director because he is expected to strengthen the functions of the Board of Directors based on his experience and achievements.</p> <p>[Special interest between the candidate and the Company] There is no special interest.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibilities in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
6	Masami Kawashita (September 3, 1949) Reelection Outside Tenure as outside Director 4 years (Tenure as outside Corporate Auditor: 3 years) Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)	Apr. 1973 July 2004 June 2005 June 2008 Feb. 2009 June 2009 June 2011 June 2012 June 2012 June 2015	Joined NGK Spark Plug Co., Ltd. Head of Auto Parts Marketing, China Director Managing Director Senior Managing Director Executive Vice President Special Adviser Adviser Outside Corporate Auditor of the Company Outside Director (current position)	– shares
<p>[Reasons for nomination as candidate for outside Director] Masami Kawashita has specialized knowledge and experience, etc. gained through the post as a manager of NGK Spark Plug Co., Ltd., and has provided many suggestions about the Company's management from an objective point of view. He has been nominated to continue as a candidate for outside Director because he is expected to strengthen the functions of the Board of Directors based on his abundant experience and achievements.</p> <p>[Special interest between the candidate and the Company] There is no special interest.</p> <p>[Independence of the candidate] Transactions between the Company and NGK Spark Plug Co., Ltd. in the past three years including fiscal 2016 account for less than 1% of consolidated net sales, none of which were purchases. There are no personal or capital relationships, or other special interests, and there is deemed to be no detrimental effect on his duty as an outside Director or his independence.</p>				
7	Yoshitsugu Asai (May 16, 1954) Reelection Outside Tenure as outside Director 2 years Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)	Apr. 1977 July 1989 Oct. 2000 June 2004 Apr. 2006 Apr. 2011 Apr. 2016 June 2017	Joined Brother Industries, Ltd. Seconded to BROTHER INDUSTRIES (AUST) PTY LTD. Representative Director & President General Manager of General Planning Department of Brother Industries, Ltd. Executive Officer; EVP* of I & D Company and General Manager of Corporate Planning Department *EVP: Executive Vice President Executive Officer, and General Manager of Human Resource Department Managing Executive Officer and General Manager of Legal & General Affairs Department Managing Executive Officer Outside Director of the Company (current position)	837 shares
<p>[Reasons for nomination as candidate for outside Director] Yoshitsugu Asai served in various important posts such as Executive Officer at Brother Industries Ltd. and has discernment and insight required of management and provides suggestions about the Company's management from an objective point of view. He has been nominated to continue as a candidate for outside Director because he is expected to strengthen the functions of the Board of Directors based on his abundant experience and achievements.</p> <p>[Special interest between the candidate and the Company] There is no special interest.</p> <p>[Independence of the candidate] Transactions and purchases do not exist between the Company and Brother Industries, Ltd. in the past three years including fiscal 2016. There are no personal or capital relationships, or other special interests, and there is deemed to be no detrimental effect on his duty as an outside Director or his independence.</p>				

- Notes:
1. Masami Kawashita and Yoshitsugu Asai are candidates for outside Director and the Company has submitted notification to the Tokyo Stock Exchange and the Nagoya Stock Exchange that they have been designated as independent officers.
 2. Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into agreements with Masami Kawashita and Yoshitsugu Asai to limit their liability for damages under Article 423, paragraph 1 of the Companies Act. If the reelection of Masami Kawashita and Yoshitsugu Asai is approved, the Company intends to renew the aforementioned agreement with each of them. An overview of the content of the agreement is as follows.
 - (1) If an outside Director is found to be liable to the Company for compensation for damages due to failure to perform duties as outside Director, liability shall be limited to the amount provided by laws and regulations.
 - (2) The above limitation of liability is only recognized when the outside Director acts in good faith and without gross negligence concerning the duties causing such liability.
 3. The number of the Company's shares owned includes those acquired through the stock ownership schemes.

Proposal No. 3 Election of One Corporate Auditor

At the conclusion of this meeting, the term of office of Corporate Auditor Masahiko Takahashi will expire. Therefore, the Company proposes the election of one Corporate Auditor.

In addition, the consent of the Board of Corporate Auditors has been obtained for this proposal.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
<p>Masahiko Takahashi (December 23, 1944)</p> <p>Reelection Outside</p> <p>Tenure as outside Corporate Auditor 8 years</p> <p>Attendance at meetings of the Board of Directors in the fiscal year under review 22 / 22 (100%)</p> <p>Attendance at meetings of the Board of Corporate Auditors in the fiscal year under review 14 / 14 (100%)</p>	<p>Oct. 1970 Joined Marunouchi Accounting and Auditing Firm</p> <p>Oct. 1974 Registered as a Certified Public Accountant</p> <p>Oct. 1979 Joined Yagi and Asano Auditing Office (currently Ernst & Young ShinNihon LLC)</p> <p>Nov. 1979 Registered as a tax accountant Established the Masahiko Takahashi Certified Public Accountant and Tax Accountant Office Director of the Office</p> <p>May 1985 Joined ShinNihon LLC (currently Ernst & Young ShinNihon LLC)</p> <p>June 2010 Retired from ShinNihon LLC (currently Ernst & Young ShinNihon LLC)</p> <p>June 2011 Outside Corporate Auditor of the Company (current position)</p>	<p>– shares</p>

[Reasons for nomination as candidate for outside Corporate Auditor]

Masahiko Takahashi is familiar with corporate finance and legal affairs as a Certified Public Accountant and Certified Public Tax Accountant. In addition, as a representative of an accounting and tax accounting office, he possesses insight concerning management in general. He has been nominated to continue to be a substitute Corporate Auditor, because he is deemed to be able to appropriately execute his duties as an outside Corporate Auditor based on his experience and achievements.

[Special interest between the candidate and the Company]

There is no special interest.

[Independence of the candidate]

Transactions and purchases do not exist between the Company and Masahiko Takahashi Certified Public Accountant and Tax Accountant Office in the past three years including fiscal 2016.

There are no personal or capital relationships, or other special interests, and there is deemed to be no detrimental effect on his duty as an outside Corporate Auditor or his independence.

- Notes:
1. Masahiko Takahashi is a candidate for outside Corporate Auditor and the Company has submitted notification to the Tokyo Stock Exchange and the Nagoya Stock Exchange that he has been designated as an independent officer.
 2. Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Masahiko Takahashi to limit his liability for damages under Article 423, paragraph 1 of the Companies Act. If the reelection of Masahiko Takahashi is approved, the Company intends to renew the aforementioned agreement with him. An overview of the content of the agreement is as follows.
 - (1) If an outside Corporate Auditor is found to be liable to the Company for compensation for damages due to failure to perform duties as outside Corporate Auditor, liability shall be limited to the amount provided by laws and regulations.
 - (2) The above limitation of liability is only recognized when the outside Corporate Auditor acts in good faith and without gross negligence concerning the duties causing such liability.

Proposal No. 4 Election of One Substitute Corporate Auditor

The Company proposes the election of one substitute Corporate Auditor to be ready to fill a vacant position should the number of Corporate Auditors fall below the number required by laws and regulations.

The appointment of the substitute Corporate Auditor is conditional upon the number of Corporate Auditors falling below the number required by laws and regulations, and his term of office shall be until the expiration date of the retiring Corporate Auditor’s term of office. Furthermore, the nomination shall remain in effect until the commencement of the next Annual General Meeting of Shareholders.

The consent of the Board of Corporate Auditors has been obtained for this proposal.

The candidate for substitute Corporate Auditor is as follows:

Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company’s shares owned
Nobufumi Hayashi (April 12, 1955) Outside	Mar. 1978 Joined Osaka office of Showa Audit Corporation (currently Ernst & Young ShinNihon LLC) Sept. 1981 Joined Marunouchi Accounting and Auditing Firm Mar. 1982 Registered as a Certified Public Accountant Aug. 1995 Partner at Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC) Sept. 2014 Left Deloitte Touche Tohmatsu LLC Oct. 2014 Established Nobufumi Hayashi Accounting Office (current position)	– shares
[Reasons for nomination as candidate for substitute outside Corporate Auditor] Nobufumi Hayashi is familiar with corporate finance and legal affairs as a Certified Public Accountant. In addition, as a representative of an accounting office, he possesses insight concerning management in general. He has been nominated to continue to be a substitute Corporate Auditor, because he is deemed to be able to appropriately execute his duties as an outside Corporate Auditor based on his experience and achievements. [Special interest between the candidate and the Company] There is no special interest.		

- Notes:
1. Nobufumi Hayashi is a candidate for substitute outside Corporate Auditor. If he is appointed as a Corporate Auditor, the Company intends to submit notification to the Tokyo Stock Exchange and the Nagoya Stock Exchange that he is designated as an independent officer.
 2. If Nobufumi Hayashi is appointed as a Corporate Auditor, pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company plans to enter into an agreement with him to limit his liability for damages under Article 423, paragraph 1 of the Companies Act. An overview of the content of the agreement is as follows.
 - (1) If an outside Corporate Auditor is found to be liable to the Company for compensation for damages due to failure to perform duties as outside Corporate Auditor, liability shall be limited to the amount provided by laws and regulations.
 - (2) The above limitation of liability is only recognized when the outside Corporate Auditor acts in good faith and without gross negligence concerning the duties causing such liability.

(For reference) Criteria for Independence of Outside Directors

The Company deems that an outside director has independence when he/she does not meet any of the following:

1. Relations with the Company
 - (i) A person who is a director or an employee of the Company or any of its subsidiaries or affiliates
2. Relations with shareholders
 - (i) A person who is a director, corporate auditor, accounting advisor, operating executive, executive officer (hereinafter an “executive”) or an employee of a company that is a major shareholder (with 10% or more of voting rights) of the Company
 - (ii) A person who was an executive or employee of a major shareholder of the Company in the past five years
 - (iii) An executive or employee of a company of which the Company is a major shareholder
3. Relations with trading partner companies
 - (i) A person for whom the Company or any of its subsidiaries and affiliates was a major trading partner (*1) in the past three years
 - *1 Major trading partner: a partner whose sales to the Company or any of its subsidiaries and affiliates exceeded 1% of (annual) consolidated sales
 - (ii) A person who was a major trading partner (*2) for the Company in the past three years
 - *2 Major trading partner: a partner whose trading with the Company totaled 1% or more of the Company’s (annual) consolidated sales
4. Person with economic interests
 - (i) An incumbent executive or employee of a company that accepts a director or corporate auditor from the Company or any of its subsidiaries and affiliates, or of its parent company or subsidiary
5. Person who provides technical service
 - (i) A certified public accountant or a member, partner or employee of an audit firm that is an accounting auditor or accounting advisor of the Company or any of its subsidiaries and affiliates
 - (ii) A certified public accountant or a member, partner or employee of an audit firm that was an accounting auditor or accounting advisor of the Company or any of its subsidiaries and affiliates and was in charge of audits of the Company or any of its subsidiaries and affiliates in the past three years (including one who has resigned or retired)
 - (iii) A certified public accountant, tax accountant, attorney, or other consultant who does not meet the conditions above and has received a financial profit of ¥10 million or more in cash or others annually on average in the past three years in other ways than compensation to a director from the Company or any of its present subsidiaries
6. Close relative
 - (i) A relative within the second degree of kinship to, or a relative who lives with of an executive director or Executive Officer of the Company or any of its subsidiaries and affiliates, a major shareholder, a major trading partner, or an executive of a major creditor
 - (ii) A person whose relative within the second degree of kinship or a relative who lives with him/her is an accounting auditor or an employee or partner of an audit firm of the Company or any of its present subsidiaries
 - (iii) A person whose relative within the second degree of kinship or a relative who lives with him/her is an attorney or other consultant who has received a financial profit of ¥10 million or more in cash or others annually on average in the past three years in other ways than compensation to a director from the Company or any of its present subsidiaries
 - (iv) A person who is a relative within the second degree of kinship with, or a relative who lives with of a director, corporate auditor, accounting advisor, operating executive or executive officer of a company that accepts a director or corporate auditor from the Company or any of its subsidiaries or affiliates