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 identification code: 8074 June 3, 2020

To our shareholders:

Hiroyuki Tamura Representative Director and President **YUASA TRADING CO., LTD.** 7, Kanda-Mitoshirocho, Chiyoda-ku, Tokyo, Japan

# NOTICE OF THE 141ST ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce the 141st Ordinary General Meeting of Shareholders of YUASA TRADING CO., LTD. (the "Company"), which will be held as described below.

In light of the situation where prevention measures for the spread of the novel coronavirus (COVID-19) infection are strongly requested, in order to avoid the risk of the infection, you are encouraged to exercise your voting rights prior to the meeting in writing or by using the Internet, etc. Regardless of your own state of health, you are urged to refrain from traveling to the venue on the meeting date, if at all possible.

In order to prevent the spread of the infection, we may ask for taking your temperature, wearing a face mask, using alcohol disinfectant and other prevention measures on the meeting date.

As for the exercise of your voting rights in writing (by postal mail) or via the Internet, etc., please exercise your voting rights following "Guidance for Exercise of Voting Rights" (in Japanese only) on pages 4 to 6, by 5:00 p.m. on Tuesday, June 23, 2020 (Japan Standard Time).

### **Meeting Details**

- **1. Date and Time:** Wednesday, June 24, 2020 at 10:00 a.m. (reception will open at 9:00 a.m.) (Japan Standard Time)
- Venue: BELLESALLE KANDA, Sumitomo Fudosan Kanda Bld., 3F,
  7, Kanda-Mitoshirocho, Chiyoda-ku, Tokyo

#### 3. Purposes:

#### Items to be reported:

- 1. Business Report and Consolidated Financial Statements for the 141st Term (from April 1, 2019 to March 31, 2020), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
- 2. Non-Consolidated Financial Statements for the 141st Term (from April 1, 2019 to March 31, 2020)

#### Items to be resolved:

Proposal 1:	Election of Ten (10) Directors
Proposal 2:	Election of One (1) Substitute Audit & Supervisory Board Member

## 4. Exercise of Voting Rights

Please refer to the page 4 to 6, "Guidance for Exercise of Voting Rights" (in Japanese only)

## For Institutional Investors

Institutional investors may also use the "electronic voting rights exercise platform" operated by ICJ, Inc. to electronically exercise the voting rights for this General Meeting of Shareholders.

## Reference Documents for the General Meeting of Shareholders Proposals and Reference Information

**Proposal 1:** Election of Ten (10) Directors

The terms of office of ten (10) incumbent Directors will expire at the conclusion of this Meeting. Accordingly, the Company proposes that ten (10) Directors including two (2) Outside Directors be elected.

The candidates for Directors are as follows:

Candidate No.	Name	Position and responsibility in the Company	
1	Hiroyuki Tamura	Representative Director, President & CEO	Reelection
2	Haruo Sanoki	Representative Director, Senior Managing Director, Executive Officer, Supervisory Manager of Management Administration, in charge of Regional Groups, Committee Chairman of Export Administration Department, Ethics and Compliance Committee and Internal Control Committee	Reelection
3	Kenichi Tanaka	Senior Managing Director, Executive Officer, Chief General Manager of Living Environment Market Headquarters	Reelection
4	Toshiyuki Takachio	Managing Director, Executive Officer, Chief General Manager of Industrial Market Headquarters and in charge of Overseas Business Development	Reelection
5	Noriyoshi Takahashi	Director, Executive Officer, Vice Supervisory Manager of Management Administration	Reelection
6	Naomi Nakayama	Director, Executive Officer, Chief General Manager of Construction Market Headquarters	Reelection
7	Kaoru Hirose	Director, Executive Officer, Chief General Manager of Living Environment Division (Eastern Area), Living Environment Market Headquarters	Reelection
8	Haruhiko Sako	Director, Executive Officer, General Manager of Machinery Engineering Division, Industrial Market Headquarters	Reelection
9	Shinzo Maeda	Outside Director	Reelection Outside Independent
10	Keiko Toya	Outside Director	Reelection Outside Independent

Reelection: Candidate for reelection for Director

Outside: Candidate for Outside Director

Independent: Independent Officer pursuant to the rules of the Tokyo Stock Exchange

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
No.	Hiroyuki Tamura (July 16, 1959) Reelection	Apr. 1982      Apr. 1997      Mar. 2000      Apr. 2007      Apr. 2009      June 2010      June 2013      Apr. 2014	•	1 2
		Apr. 2017 June 2019	Representative Director, President & COO of the Company Representative Director, President & CEO of	
	his serving in such capacities Headquarters and also has ab some of the Company's over Moreover, having demonstra Director, President & COO o	l knowledge of s as Director, Ex pundant experie rseas subsidiarie ted outstanding of the Company	the Company (incumbent) <b>r Director</b> the industrial equipment and tools and machine t xecutive Officer, Chief General Manager of the Ir nce and achievements in overseas business as a re es and a Director in charge of Overseas Business I gmanagement skills since taking the position of R in April 2017, the Company decided it would be Company and the Company's Group going forwar	dustrial Market epresentative of Development. epresentative appropriate to

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
		Apr. 1978	Joined the Company	
		Apr. 2007	Assistant General Manager of Machinery Engineering Division of the Company	
		Apr. 2011	Executive Officer, General Manager of Machinery Engineering Division of the Company	
		June 2013	Director, Executive Officer, General Manager of Machinery Engineering Division of the Company	
		Apr. 2015	Director, Executive Officer, Vice Supervisory Manager of Management Administration, Manager of General Affairs Department of the Company	
	Haruo Sanoki (March 9, 1955) Reelection	Apr. 2017	Managing Director, Executive Officer, Supervisory Manager of Management Administration, in charge of Regional Groups, Committee Chairman of Export Administration Department, Ethics and Compliance Committee and Internal Control Committee of the Company	5,200 shares
2		Apr. 2018	Senior Managing Director, Executive Officer, Supervisory Manager of Management Administration, in charge of Regional Groups, Committee Chairman of Export Administration Department, Ethics and Compliance Committee and Internal Control Committee of the Company	
		June 2019	Representative Director, Senior Managing Director, Executive Officer, Supervisory Manager of Management Administration, in charge of Regional Groups, Committee Chairman of Export Administration Department, Ethics and Compliance Committee and Internal Control Committee of the Company (incumbent)	
]	General Manager of the Mac	nowledge of the chinery Enginee		ive Director,
	worked on strengthening the Group and has abundant exp	management for erience and ach	poundation and governance at both the Company and ievements. The Company decided it would be approved to the Company and the Company's Group	nd the Company's propriate to have

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
		Apr. 1982	Joined the Company	
		Oct. 2007	Manager of Plant Business Department of the Company	
		Apr. 2008	Assistant General Manager of Building Facility Division of the Company	
		Apr. 2010	Executive Officer, General Manager of Building Facility Division of the Company	
		Apr. 2011	Executive Officer, General Manager of Living Environment Division (Eastern Area) of the Company	
		June 2014	Director, Executive Officer, Chief General Manager of Living Environment Division (Eastern Area) of the Company	
	Kenichi Tanaka	Apr. 2017	Director, Executive Officer, Chief General Manager of Living Environment Market Headquarters, Supervisory Manager of Construction Business Headquarters, General Manager of Living Environment Division (Eastern Area) of the Company	
3	(October 9, 1958) Reelection	June 2017	Managing Director, Executive Officer, Chief General Manager of Living Environment Market Headquarters, Supervisory Manager of Construction Business Headquarters, General Manager of Living Environment Division (Eastern Area) of the Company	4,400 shares
		Apr. 2018	Managing Director, Executive Officer, Chief General Manager of Living Environment Market Headquarters, Supervisory Manager of Construction Business Headquarters of the Company	
	General Manager of Liv	Managing Director, Executive Officer, Chief General Manager of Living Environment Market Headquarters of the Company		
	June 2019	Senior Managing Director, Executive Officer, Chief General Manager of Living Environment Market Headquarters of the Company (incumbent)		
			concurrent positions outside the Company epresentative Director of YUASA PRIMUS part time)	
N S I I I I I I I	such capacities as Managing Division (Eastern Area) and Living Environment Market decided that it would be appr	knowledge of th Director, Exect as Senior Mana Headquarters, a ropriate to have	<b>r Director</b> ne housing, air & fluidic control systems area due utive Officer, Chief General Manager of the Livir ging Director, Executive Officer, Chief General M and has abundant experience and achievements. T him continue to play a part in strengthening the b rowth of the Company and the Company's Group.	ng Environment Manager of the The Company pusiness in field of

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
4	Toshiyuki Takachio (May 21,1956) Reelection	Apr. 1980 Oct. 2006 May 2010 Apr. 2012 June 2016 Apr. 2017 June 2019	Joined the Company Representative Director, YUASA INDUSTRIAL EQUIPMENT CO., LTD. (currently YUASA PROMATEC CO., LTD.) Representative Director, President of KOKKO CO., LTD. Executive Officer of the Company, Representative Director, President of KOKKO CO., LTD. Director, Executive Officer, Vice General Manager of Industrial Market Headquarters and President of KOKKO CO., LTD. Director, Executive Officer, Chief General Manager of Industrial Market Headquarters and in charge of Overseas Business Development of the Company Managing Director, Executive Officer, Chief General Manager of Industrial Market Headquarters and in charge of Overseas Business Development of the Company (incumbent)	1,700 shares
			epresentative Director of KOKKO CO., LTD.	
	of the Company, as well as M Headquarters and is in charg equipment and tools and man decided that it would be app	worked as Repr Managing Direc e of Overseas E chine tools area ropriate to have	<b>r Director</b> resentative Director, President of KOKKO CO., L tor, Executive Officer, Chief General Manager of Business Development, and has full knowledge of s and has abundant experience and achievements. him play a part in strengthening the business in t y and the Company's Group and so made him a c	Industrial Market the industrial The Company he industrial field

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
5	Noriyoshi Takahashi (July 3, 1955) Reelection	Apr. 1978 Apr. 2006 June 2008 Apr. 2012 Oct. 2014 Apr. 2017 June 2017 Oct. 2018 Apr. 2020	Joined the Company Assistant Manager of General Affairs Department of the Company Manager of General Affairs Department of the Company Executive Officer, Manager of General Affairs Department of the Company Executive Officer, Manager of General Planning Department, Head of Sales Support Office of the Company Executive Officer, Vice Supervisory Manager of Management Administration, Manager of General Planning Department, Head of Sales Support Office, Manager of IT Infrastructure Promotion Office of the Company Director, Executive Officer, Vice Supervisory Manager of Management Administration, Manager of General Planning Department, Head of Sales Support Office, Manager of IT Infrastructure Promotion Office of the Company Director, Executive Officer, Vice Supervisory Manager of Management Administration, Manager of General Planning Department, Head of Sales Support Office, Supervisory Manager of Management Administration, Manager of General Planning Department, Head of Sales Support Office of the Company Director, Executive Officer, Vice Supervisory Manager of Management Administration, Manager of General Planning Department, Head of Sales Support Office of the Company Director, Executive Officer, Vice Supervisory Manager of Management Administration, Manager of General Planning Department, Head of Sales Support Office of the Company	2,900 shares
	Administration in his capacit Vice Supervisory Manager o management foundation. The	sesses excellen y as Manager o f Management . e Company dec	<b>r Director</b> t management skills, having served as Manager o of the General Affairs Department and Director, E Administration, and engaged in efforts to strength ided it would be appropriate to have him continue and the Company's Group and so made him a can	xecutive Officer, nen the e to use his

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned	
		Apr. 1979	Joined the Company		
		Apr. 2007	Vice General Manager of Housing Division of the Company		
		Oct. 2009	Branch Manager of Hokkaido Branch of the Company		
	N N. I	Apr. 2011	Executive Officer, General Manager of Living Environment Division (Western Area) of the Company		
	Naomi Nakayama (April 20, 1956)	Apr. 2014	Executive Officer, Branch Manager of Tohoku Branch of the Company	2,400 shares	
6	Reelection	Jan. 2019	Executive Officer, Chief General Manager of Construction Market Headquarters of the Company		
		June 2019	Director, Executive Officer, Chief General Manager of Construction Market Headquarters of the Company (incumbent)		
		Director of Y	concurrent positions outside the Company (UASA LUMBER CO., LTD. (part time) (UASA NENRYO CO., LTD. (part time)		
	<b>Reasons for nomination as</b> Mr. Naomi Nakayama has fu		<b>r Director</b> f the building exterior and construction machines	areas due to his	
	serving in such capacities as Director, Executive Officer, Chief General Manager of the Construction Market Headquarters, having served as Executive Officer, Branch Manager of the Tohoku Branch, and has abundant				
		the construction	y decided that it would be appropriate to have him on field and contribute to the growth of the Compa date.		

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
		Apr. 1987 Oct. 2014	Joined the Company Supervisory Manager of Construction Business Headquarters and Manager of YES Department of the Company	
		Apr. 2017	Manager of YES Department, Living Environment Market Headquarters of the Company	
		Oct. 2017	Vice General Manager of Living Environment Division (Eastern Area and Western Area), Living Environment Market Headquarters of the Company	
	Kaoru Hirose (October 14, 1964)	Apr. 2018	Executive Officer, Chief General Manager of Living Environment Division (Eastern Area), Living Environment Market Headquarters, Supervisory Assistant Manager of Construction Business Headquarters of the Company	1,600 shares
7	Reelection	June 2018	Director, Executive Officer, Chief General Manager of Living Environment Division (Eastern Area), Living Environment Market Headquarters, Supervisory Assistant Manager of Construction Business Headquarters of the Company	
		Apr. 2019	Director, Executive Officer, Chief General Manager of Living Environment Division (Eastern Area), Living Environment Market Headquarters of the Company (incumbent)	
		Chairman, R CO., LTD. (p	epresentative Director of URAYASUKOGYO	
-	such capacities as Vice Gene Living Environment Market Manager of the Living Envir has abundant experience and	owledge of the ral Manager of Headquarters o onment Divisio achievements.	<b>r Director</b> housing, air & fluidic control systems area due to the Living Environment Division (Eastern Area a f the Company and as Director, Executive Officer on (Eastern Area), Living Environment Market He The Company decided that it would be appropria business in field of living environments and contr	nd Western Area), c, Chief General adquarters, and te to have him

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned
		Apr. 1983 Apr. 2006	Joined the Company General Manager of Machine Tools Dept., Chugoku Branch of the Company	
		Apr. 2012	Representative Director, President of YUASA TECHNICAL ENGINEERING CO., LTD.	
	Haruhiko Sako (April 27, 1960) Reelection	Apr. 2014	Executive Officer of the Company, Representative Director, President of YUASA TECHNICAL ENGINEERING CO., LTD.	800 shares
8	Reflection	Dec. 2016	Executive Officer, General Manager of Machinery Engineering Division, Industrial Market Headquarters of the Company	
		June 2019	Director, Executive Officer, General Manager of Machinery Engineering Division, Industrial Market Headquarters of the Company (incumbent)	
	Director, Executive Officer, G Representative Director, Presi experience and achievements.	owledge of th eneral Manag dent of YUAS The Company he industrial f	e machine tools area due to his serving in such ca er of Machinery Engineering Division, having ser A TECHNICAL ENGINEERING CO., LTD., an y decided that it would be appropriate to have hin ield and contribute to the growth of the Company	rved as d has abundant 1 play a part in
		Apr. 1970	Joined Shiseido Company, Limited	
		June 2003	Director, Corporate Officer, General Manager of Corporate Planning Department of Shiseido Company, Limited	
	Shinzo Maeda (February 25, 1947) Reelection	June 2005	Representative Director, President and CEO of Shiseido Company, Limited	
		Apr. 2011	Representative Director, Chairman of Shiseido Company, Limited	
	Candidate for Outside Director	Apr. 2013	Representative Director, Chairman, President and CEO of Shiseido Company, Limited	0 shares
	Independent Officer	Apr. 2014	Representative Director, Chairman of Shiseido Company, Limited	
9	Attendance to the Board of Directors Meetings:	June 2014	Counselor of Shiseido Company, Limited (incumbent)	
	14/15	June 2015	Outside Director of the Company (incumbent)	
		Sept. 2015	Outside Director of TOSHIBA CORPORATION (retired in June 2018)	
			concurrent positions outside the Company Shiseido Company, Limited	
	Chairman of the Board, etc. of a global business executive an expected to give direction and as an Outside Director. The Co	l in various pu f Shiseido Con d intellectual. advice from a ompany and th	r Outside Director blic offices, in addition to having been the Repre npany, Limited, and has abundant experience and Due to these qualities, the Company decided that in independent and objective viewpoint and so as the Company's Group do not have any business re- ted subsidiaries, so the Company has decided that	high principles as the can be k for his election lationship with

Candidate No.	Name (Date of birth)		ummary, position and responsibility in the and significant concurrent positions outside the Company	Number of the Company's shares owned	
		July 1999	Managing Director of MARKETING EXCELLENCE Co. LTD. (incumbent)		
		Apr. 2006	Full-time Lecturer, Faculty of Business Administration, Toyo University (retired in March 2007)		
	Keiko Toya (February 26, 1964)	Apr. 2007	Associate Professor, Doshisha Business School (retired in March 2014)		
	Reelection	Apr. 2010	Adjunct Lecturer, Business School, Professional Graduate School, Chuo University (incumbent)		
	Candidate for Outside Director	Apr. 2014	Visiting Researcher, Human Informatics Research Institute, The National Institute of Advanced Industrial Science and Technology	0 share	
	Independent Officer Attendance to the Board of		(currently Human Augmentation Research Center) (incumbent)		
	Directors Meetings: (Since assuming the office on	Apr. 2014	Professor, Graduate School of Global Business, Meiji University (incumbent)		
10	June 21, 2019) 11/11	Oct. 2014	Member of Science Council of Japan (incumbent)		
		June 2019	Outside Director of the Company (incumbent)		
		Significant concurrent positions outside the Company Professor, Graduate School of Global Business, Meiji University			
	<b>Reasons for nomination as a candidate for Outside Director</b> Ms. Keiko Toya has for many years advised a number of companies on corporate management as a marketing consultant, has abundant experience and knowledge through her involvement as a committee member of administrative institutions, etc., and she is currently pursuing further research activities. Due to these qualities, the Company decided that she can be expected to give direction and advice from an independent and objective viewpoint and so ask for her election as an Outside Director. The Company has concluded a lecturer services agreement with Ms. Keiko Toya in regard to marketing, however the Company regards her as independent due to the contract amount being less than ¥1 million, which is not considerable amount to cause financial dependence on the Company. Therefore, the Company has determined that this amount does not fall under the "a large amount of money or other assets" under Article 74, Paragraph 4, Item 6, (d) of the Ordinance for Enforcement of the Companies Act. The Company has no business relationship, etc. with other companies where she holds office.				

Notes: 1. Ms. Keiko Toya had a business relationship with the Company, but there are no special interests between the other candidates for Directors and the Company.

2. Both Mr. Shinzo Maeda and Ms. Keiko Toya are candidates for Outside Directors. Ms. Keiko Toya has concluded a lecturer services agreement with the Company, but she fulfills the standards of independence specified by Tokyo Stock Exchange, and both candidates have been registered with the same exchange.

- 3. Both Mr. Shinzo Maeda and Ms. Keiko Toya are currently Outside Directors of the Company, and at the conclusion of this meeting, their tenures will have been five (5) years and one (1) year, respectively.
- 4. If this Proposal is approved as originally proposed, the Company intends to continue the limited liability agreements concluded with both Mr. Shinzo Maeda and Ms. Keiko Toya as specified in Article 427, Paragraph 1 of the Companies Act. Based on these agreements, the limit of liability is the amount specified by laws and regulations.

5. All shares of YUASA WARWICK MACHINERY LTD. were sold in September 2008.

### Proposal 2: Election of One (1) Substitute Audit & Supervisory Board Member

To prepare for a contingency in which the Company does not have the number of Audit & Supervisory Board Members required by law and the Articles of Incorporation, the Company proposes that one (1) substitute Outside Audit & Supervisory Board Member be elected.

Audit & Supervisory Board has given its consent to this proposal.

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

Name (Date of birth)		Career summary	Number of the Company's shares owned
	Nov. 1980	Joined Daiichi Audit Firm (currently Ernst & Young ShinNihon LLC)	
	Mar. 1984	Registered as certified public accountant	
Masashi Masuda	June 2012	Resigned from Shinnihon Audit Firm (currently Ernst & Young ShinNihon LLC)	
(April 20, 1949)	Apr. 2014	Auditor (part time), Tokyo University of Agriculture and Technology (incumbent)	
Reelection Candidate for substitute	June 2014	Auditor (part time), National Federation of UNESCO Associations in Japan (incumbent)	0 shares
Outside Audit & Supervisory Board Member Independent Officer	Apr. 2016	Auditor (part time), National Cancer Center Japan (incumbent) Auditor (part time), National Center of Neurology and Psychiatry (incumbent)	
	Aug. 2016	Auditor (part time), Independent Administrative Institution National Museum of Art (incumbent)	
	June 2017	Substitute Outside Audit & Supervisory Board Member of the Company (incumbent)	

**Reasons for nomination as a candidate for substitute Outside Audit & Supervisory Board Member** Although Mr. Masashi Masuda does not have direct experience in corporate management, he possesses a wealth of experience and a solid track record as a certified public accountant, having served in such capacities as auditor at public corporations. The Company has decided that he possesses sufficient knowledge of financing and accounting matters and so made him a candidate for substitute Outside Audit & Supervisory Board Member.

Notes: 1. No special conflicts of interest exist between the Company and Mr. Masashi Masuda.

- 2. Mr. Masashi Masuda is a candidate for substitute Outside Audit & Supervisory Board Member.
- 3. If Mr. Masashi Masuda is appointed as an Audit & Supervisory Board Member, the Company plans to designate him as an Independent Officer according to the rules of Tokyo Stock Exchange and register him with the same Exchange.
- 4. If Mr. Masashi Masuda is appointed as an Audit & Supervisory Board Member, the Company plans to enter into a limited liability agreement with him limiting his liability pursuant to Article 427, Paragraph 1 of the Companies Act. Based on this agreement, the limit of liability is the amount specified by laws and regulations.