

(Securities identification code: 4027)
June 7, 2021

To our shareholders:

Hirofumi Yamazaki
Representative Director, President
Executive Officer
TAYCA CORPORATION
1-3-47 Funamachi, Taisho-ku, Osaka
(Head Office: 4-11-6 Tanimachi, Chuo-ku, Osaka)

Notice of the 155th Ordinary General Meeting of Shareholders

We are pleased to announce the 155th Ordinary General Meeting of Shareholders of Tayca Corporation (the “Company”), which will be held as described below.

If you are not attending the meeting in person, you may exercise your voting rights by either of the following methods. Please exercise your voting rights no later than 5:40 p.m., Thursday, June 24, 2021 (Japan Standard Time) after reviewing the attached Reference Documents for the General Meeting of Shareholders.

To avoid risk of infections of the novel coronavirus disease (COVID-19) at this General Meeting of Shareholders, you are asked to exercise your voting rights beforehand if possible, and refrain from attending the General Meeting of Shareholders in person.

Exercising Voting Rights in Writing

Please indicate your approval or disapproval for the proposals on the enclosed voting form and then return it to us so that it arrives by the above deadline.

Exercising Voting Rights by Electromagnetic Method (Internet)

Please access the Company’s designated voting site (<https://evote.tr.mufg.jp/>). Next, please use the login ID and provisional password given on the enclosed voting form and then input your approval or disapproval for the proposals by the above deadline in accordance with the instructions on the screen.

Meeting Details

1. **Date and time:** Friday, June 25, 2021 at 10:00 a.m. (Japan Standard Time)
2. **Venue:** Banquet, TKP Garden City Premium Shinsaibashi
3rd floor, Hulic Shinsaibashi Building, 4-3-2 Minamisenba, Chuo-ku, Osaka

*If future developments necessitate any changes in the way the General Meeting of Shareholders will be run, shareholders will be informed on the Company's website (<http://www.tayca.co.jp/>). Shareholders who plan to attend the meeting are asked to check it before the General Meeting of Shareholders.

3. **Purposes:**

Items to be reported:

1. Report on the contents of Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the 155th Term (from April 1, 2020 to March 31, 2021)
2. Results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee for the 155th Term

Items to be resolved:

- Proposal 1:** Election of Five (5) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)
- Proposal 2:** Election of Five (5) Directors Who Are Audit & Supervisory Committee Members

We ask that you please present the enclosed voting form to the reception desk in the venue when attending the meeting in person.

<Requests to Shareholders>

- Among the documents which we should provide when giving notice of this meeting, the notes to the consolidated financial statements and the notes to the non-consolidated financial statements have been posted on the Company's website (<http://www.tayca.co.jp/>) according to the provisions of laws and regulations and the Company's Articles of Incorporation. Therefore, they are not given in the documents accompanying this notice. Accordingly, the consolidated financial statements and non-consolidated financial statements audited by the Accounting Auditor and the Audit & Supervisory Committee include the notes to the consolidated financial statements and notes to the non-consolidated financial statements posted on the Company's website in addition to the documents accompanying this notice.
- We will post any changes made to the matters described in the business reports, consolidated financial statements, non-consolidated financial statements and Reference Documents for General Meeting of Shareholders on the Company's website (<http://www.tayca.co.jp/>).

[Measures to prevent the infection of COVID-19 at the General Meeting of Shareholders]

- We kindly ask shareholders who attend the meeting in person to cooperate in having their body temperature checked, wearing of face masks and using hand sanitizer.
 - Shareholders will be seated at a distance from each other, and therefore there will be fewer seats available than usual. For that reason, even shareholders who come to the venue may not be allowed to enter.
 - We will not be handing out gifts to shareholders who attend the General Meeting of Shareholders this year.
- Thank you for your understanding.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Matters

Proposal 1: Election of Five (5) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office for all five (5) Directors (excluding, however, Directors who are Audit & Supervisory Committee Members) will expire at the conclusion of this meeting. The Company proposes the election of five (5) Directors.

Furthermore, the Company confirmed that there are no matters that need to be stated by the Audit & Supervisory Committee at the General Meeting of Shareholders with regard to this proposal.

The candidates for Directors are as follows:

Candidates for Directors

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Masao Nagita (April 13, 1950)	<p>April 1973 Joined the Company</p> <p>June 2004 General Manager of the Tokyo Branch of the Company</p> <p>June 2005 Director and General Manager of the Tokyo Branch of the Company</p> <p>June 2009 Managing Director and General Manager of the Tokyo Branch of the Company</p> <p>June 2010 President of Tayca Trading Co., Ltd.</p> <p>October 2010 Managing Director and General Manager of the Sales Department of the Company</p> <p>October 2011 Managing Director of the Company</p> <p>June 2013 Senior Managing Director of the Company</p> <p>June 2014 President of the Company</p> <p>June 2014 President of Tayca Warehousing Co., Ltd.</p> <p>April 2017 President of Japan Sericite Corporation</p> <p>June 2019 Representative Director, President Executive Officer of the Company</p> <p>June 2020 Chairman of the Company (present position)</p>	29,290
<p>Reasons for nomination as a candidate for Director:</p> <p>Masao Nagita has accumulated a wealth of business experience and achievements in research departments and sales departments since joining the Company. In addition, he has been responsible for management as President of the Company since June 2014, and as Chairman of the Company since June 2020. The Company proposes his reelection as a candidate for Director with the expectation that he will make appropriate management judgments by utilizing these experiences and achievements.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Hirofumi Yamazaki (July 4, 1955)	<p>April 1979 Joined Dai-Ichi Kangyo Bank, Ltd.</p> <p>October 1999 General Manager of Komazawa Branch of Dai-Ichi Kangyo Bank, Ltd.</p> <p>May 2005 General Manager of Yokohama-Nishiguchi Branch of Mizuho Bank, Ltd.</p> <p>December 2006 Senior Executive Officer of Mizuho Credit Guarantee Co., Ltd.</p> <p>June 2009 Managing Director of Mizuho Credit Guarantee Co., Ltd.</p> <p>May 2011 Joined the Company as Adviser</p> <p>June 2011 Director of the Company</p> <p>November 2013 Director and General Manager of the Accounting Department of the Company</p> <p>June 2014 Managing Director and General Manager of the Accounting Department of the Company</p> <p>June 2014 President of Tayca Trading Co., Ltd.</p> <p>April 2015 Managing Director of the Company</p> <p>June 2018 Senior Managing Director of the Company</p> <p>June 2019 Representative Director, Senior Managing Executive Officer of the Company</p> <p>June 2020 Representative Director, President Executive Officer of the Company (present position)</p> <p>(Current responsibilities)</p> <p>In charge of the Internal Auditing Department</p>	11,700
<p>Reasons for nomination as a candidate for Director:</p> <p>Hirofumi Yamazaki has extensive insight into finance and corporate management cultivated in his previous employment. Moreover, he has accumulated plenty of achievements in management departments and factory departments since joining the Company and has been responsible for management as Representative Director and President Executive Officer since June 2020. The Company proposes his reelection as a candidate for Director with the expectation that he will use these experience and achievements for appropriate management judgments in the management of the Company.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Shunji Idei (March 24, 1964)	<p>April 1986 Joined the Company</p> <p>April 2012 General Manager of the Okayama Research Laboratory of the Company</p> <p>April 2015 General Manager of the Sales Department of the Company</p> <p>June 2017 General Manager of the Tokyo Branch of the Company</p> <p>June 2018 Director and General Manager of the Tokyo Branch of the Company</p> <p>August 2018 President of TFT Corporation (present position)</p> <p>June 2019 Director, Senior Executive Officer and General Manager of the Tokyo Branch of the Company</p> <p>June 2020 Director, Managing Executive Officer of the Company (present position)</p> <p>(Current responsibilities)</p> <p>In charge of the Sales Department, Tokyo Branch, the Osaka Research Laboratory and Okayama Research Laboratory, and the Electronic Ceramics and Devices Department</p> <p>[Significant concurrent positions outside the Company]</p> <p>President of TFT Corporation</p>	2,900
<p>Reasons for nomination as a candidate for Director:</p> <p>Shunji Idei has accumulated a wealth of business experience and achievements in research departments and sales departments since joining the Company. The Company proposes his reelection as a candidate for Director with the expectation that he will use these experiences and expertise in the management of the Company.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Masahiko Nishino (October 9, 1959)	<p>April 1984 Joined Nissho Iwai Corporation</p> <p>September 2003 Joined Sun Chlorella Corporation</p> <p>August 2010 Joined the Company</p> <p>October 2011 General Manager of the Sales Department of the Company</p> <p>April 2015 General Manager of the Tokyo Branch of the Company</p> <p>June 2015 Director and General Manager of the Tokyo Branch of the Company</p> <p>June 2017 Director of the Company</p> <p>June 2017 President of Tayca Trading Co., Ltd. (present position)</p> <p>June 2019 Director, General Manager of the Corporate Planning Department of the Company</p> <p>June 2019 Director, Senior Executive Officer and General Manager of the Corporate Planning Department of the Company</p> <p>April 2020 Director, Senior Executive Officer of the Company</p> <p>June 2020 Director, Managing Executive Officer of the Company</p> <p>April 2021 Director, Managing Executive Officer and General Manager of Osaka Factory, of the Company (present position)</p> <p>(Current responsibilities)</p> <p>In charge of the Corporate Planning Department, Environmental and Quality Department, the New Business and IP Strategy Department, and the Purchasing Department, General Manager of Osaka Factory</p> <p>[Significant concurrent positions outside the Company]</p> <p>President of Tayca Trading Co., Ltd.</p>	4,500
<p>Reasons for nomination as a candidate for Director:</p> <p>Masahiko Nishino has accumulated a wealth of sales experience and overseas work achievements in working at trading companies over many years. In addition, he has accumulated plenty of achievements in sales departments and management departments since joining the Company. The Company proposes his reelection as a candidate for Director with the expectation that he will use these insights and achievements in the management of the Company.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Tamataro Iwasaki (March 29, 1967)	<p>April 1989 Joined the Company</p> <p>April 2010 Assistant General Manager of the Tokyo Branch of the Company</p> <p>January 2016 General Manager of Sales Department of Tayca Warehousing Co., Ltd.</p> <p>October 2016 General Manager of Sales Warehouse Supervising Department of Tayca Warehousing Co., Ltd.</p> <p>June 2017 President of Tayca Warehousing Co., Ltd.</p> <p>June 2020 Director, Senior Executive Officer of the Company and General Manager of Okayama Factory (present position)</p> <p>(Current responsibilities)</p> <p>In charge of Kumayama Factory, General Manager of Okayama Factory</p>	2,600
<p>Reasons for nomination as a candidate for Director:</p> <p>Tamataro Iwasaki has accumulated a wealth of business experience and achievements in sales departments and factory departments since joining the Company. The Company proposes his reelection as a candidate for Director with the expectation that he will use these experiences and expertise in the management of the Company.</p>			

- Notes: 1. There is no special interest between each of the candidates and the Company.
2. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insurance policy includes the Directors of the Company as the insureds. The insurance policy covers losses that may arise from an insured's assumption of liability incurred in the course of the performance of their duties, or receipt of claims pertaining to the pursuit of such liability. If the election of the candidates for Director is approved, they will be included in the insureds of this insurance policy.
- In addition, when the insurance policy is renewed, the Company plans to renew the policy with the same terms.

Proposal 2: Election of Five (5) Directors Who Are Audit & Supervisory Committee Members

At the conclusion of this meeting, the terms of office of all five (5) Directors who are Audit & Supervisory Committee Members will expire. Therefore, the Company proposes the election of five (5) Directors who are Audit & Supervisory Committee Members.

The approval of the Audit & Supervisory Board has been obtained for this proposal.

The candidates for Directors who are Audit & Supervisory Committee Members are as follows.

Candidates for Directors Who Are Audit & Supervisory Committee Members

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Akira Miyazaki (January 3, 1958)	April 1980 Joined the Company December 2006 General Manager of Tayca Trading Co., Ltd. April 2008 General Manager of the Purchasing Department of the Company July 2013 General Manager of the Sales Department of the Company July 2013 General Manager of Tayca Trading Co., Ltd. June 2014 Director and General Manager of Tayca Trading Co., Ltd. June 2015 Full-time Audit & Supervisory Board Member of the Company June 2019 Director (Full-time Audit & Supervisory Committee Member) of the Company (present position)	5,300
Reasons for nomination as a candidate for Director who is an Audit & Supervisory Committee Member: Akira Miyazaki has accumulated a wealth of business experience and achievements in research departments, sales departments and purchasing departments since joining the Company. The Company proposes his reelection as a candidate for Director who is an Audit & Supervisory Committee Member so that he can reflect his experience and broad insights in the audits of the Company.			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Hiroyuki Yamada (May 14, 1949)	<p>April 1972 Joined Yamada Sangyo Co., Ltd.</p> <p>June 1992 President of Yamada Sangyo Co., Ltd. (present position)</p> <p>June 1997 Audit & Supervisory Board Member of the Company</p> <p>June 2019 Director (Audit & Supervisory Committee Member) of the Company (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>President of Yamada Sangyo Co., Ltd.</p>	0
<p>Reasons for nomination as a candidate for Outside Director who is an Audit & Supervisory Committee Member and overview of expected roles:</p> <p>The Company proposes the reelection of Hiroyuki Yamada as a candidate for Outside Director who is an Audit & Supervisory Committee Member with the expectation that he will utilize his wealth of experience and broad insights for the management as an executive in the audits of the Company.</p> <p>Period in office as Outside Director of the Company:</p> <p>Hiroyuki Yamada will have been in office as Outside Director who is an Audit & Supervisory Committee Member for two (2) years at the conclusion of this meeting. In addition, Hiroyuki Yamada served as Outside Audit & Supervisory Board Member of the Company for 22 years from June 1997 to June 2019.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Hitoshi Tanaka (May 7, 1952)	<p>April 1979 Registered as a lawyer and joined Yoneda Legal Professional Corporation (now: Yodoyabashi & Yamagami Legal Professional Corporation) (present position)</p> <p>April 2003 Vice-President of Osaka Bar Association</p> <p>June 2013 Audit & Supervisory Board Member of the Company</p> <p>June 2014 Outside Auditor of Nissin Electric Co., Ltd. (present position)</p> <p>June 2014 Director of the Company</p> <p>June 2019 Director (Audit & Supervisory Committee Member) of the Company (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Lawyer of Yodoyabashi & Yamagami Legal Professional Corporation</p>	0
<p>Reasons for nomination as a candidate for Outside Director who is an Audit & Supervisory Committee Member and overview of expected roles:</p> <p>Hitoshi Tanaka is well-versed in corporate legal affairs as a lawyer. The Company proposes his reelection as a candidate for Outside Director who is an Audit & Supervisory Committee Member with the expectation that he will use the professional insights and wealth of experience he has cultivated in the management of the Company. He does not have experience of being involved in the management of companies in ways other than as Outside Director or Outside Audit & Supervisory Board Member in the past, but we have made the judgment that he can appropriately perform his duties as Outside Director who is an Audit & Supervisory Committee Member based on the above reasons.</p> <p>Period in office as Outside Director of the Company:</p> <p>Hitoshi Tanaka will have been in office as Outside Director who is an Audit & Supervisory Committee Member for two (2) years at the conclusion of this meeting. In addition, Hitoshi Tanaka served as Outside Audit & Supervisory Board Member of the Company for one (1) year from June 2013 to June 2014 and as Outside Director of the Company for five (5) years from June 2014 to June 2019.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Koji Yamamoto (December 28, 1954)	<p>April 1983 Lecturer of the School of Business, University of Kagawa</p> <p>April 1984 Associate Professor of the School of Business, University of Kagawa</p> <p>October 1988 Associate Professor of the School of Economics, Osaka Prefecture University</p> <p>January 1996 Professor of the School of Economics (Graduate School of Economics), Osaka Prefecture University</p> <p>April 2010 Head of the School of Economics, Osaka Prefecture University</p> <p>April 2012 Vice-President, Osaka Prefecture University College of Sustainable System Sciences and Head of the School of Management (Professor of the Graduate School of Economics, Osaka Prefecture University)</p> <p>June 2012 Special Vice-President of Osaka Prefecture University</p> <p>June 2014 Audit & Supervisory Board Member of the Company</p> <p>July 2015 Audit Commission member of Osaka Prefecture (present position)</p> <p>March 2017 Professor Emeritus of Osaka Prefecture University (present position)</p> <p>April 2017 Professor of the Faculty of Business Administration, Osaka Gakuin University (present position)</p> <p>June 2019 Director (Audit & Supervisory Committee Member) of the Company (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Professor of the Faculty of Business Administration, Osaka Gakuin University and Audit Commission member of Osaka Prefecture</p>	0
<p>Reasons for nomination as a candidate for Outside Director who is an Audit & Supervisory Committee Member and overview of expected roles:</p> <p>The Company proposes the reelection of Koji Yamamoto as a candidate for Outside Director who is an Audit & Supervisory Committee Member so that he can utilize his professional knowledge and wealth of experience relating to accounting as a longstanding university professor in the management of the Company. He does not have experience of being involved in the management of companies in ways other than as an Outside Director or an Outside Audit & Supervisory Board Member in the past, but we made the judgment that he can appropriately perform his duties as Outside Director who is an Audit & Supervisory Committee Member based on the above reasons.</p> <p>Period in office as Outside Director of the Company:</p> <p>Koji Yamamoto will have been in office as Outside Director who is an Audit & Supervisory Committee Member for two (2) years at the conclusion of this meeting. In addition, Koji Yamamoto served as Outside Audit & Supervisory Board Member of the Company for five (5) years from June 2014 to June 2019.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Mamiko Ozaki (January 30, 1955)	<p>April 1999 Associate Professor of Department of Applied Biology, Faculty of Textile Science, Kyoto Institute of Technology</p> <p>April 2006 Professor of Department of Biology, Faculty of Science, Kobe University</p> <p>April 2007 Professor of Department of Biology, Graduate School of Science, Kobe University</p> <p>January 2016 Chair of Japanese Society for Comparative Physiology and Biochemistry</p> <p>June 2016 Director of the Company</p> <p>June 2019 Director (Audit & Supervisory Committee Member) of the Company (present position)</p> <p>April 2020 Professor Emeritus of Graduate School of Science, Kobe University (present position)</p> <p>April 2020 Invited Professor of Department of Chemical Science & Engineering, Kobe University (present position)</p> <p>April 2020 Invited Professor of RIKEN Center for Biosystems Dynamics Research (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Invited Professor of Department of Chemical Science & Engineering, Kobe University</p> <p>Invited Professor of RIKEN Center for Biosystems Dynamics Research</p>	0
<p>Reasons for nomination as a candidate for Outside Director who is an Audit & Supervisory Committee Member and overview of expected roles:</p> <p>Mamiko Ozaki has been active over many years as a technical researcher. Moreover, she is the first woman to serve as the Chair of Japanese Society for Comparative Physiology and Biochemistry. The Company proposes her reelection as a candidate for Outside Director who is an Audit & Supervisory Committee Member with the expectation that she will use the professional insights and wealth of experience she has cultivated in the management of the Company. She does not have experience of being involved in the management of companies in ways other than as Outside Director in the past, but we have made the judgment that she can appropriately perform her duties as Outside Director who is an Audit & Supervisory Committee Member based on the above reasons.</p> <p>Period in office as Outside Director of the Company:</p> <p>Mamiko Ozaki will have been in office as Outside Director who is an Audit & Supervisory Committee Member for two (2) years at the conclusion of this meeting. In addition, Mamiko Ozaki served as Outside Director of the Company for three (3) years from June 2016 to June 2019.</p>			

- Notes: 1. Hiroyuki Yamada is President of Yamada Sangyo Co., Ltd. The Company has a business relationship (e.g., sale of gypsum) with that company. In addition, Hitoshi Tanaka is a lawyer belonging to the Yodoyabashi & Yamagami Legal Professional Corporation. The Company has entered into an advisory contract with that corporation. There is no special interest between other candidates and the Company.
2. Among the candidates, Hiroyuki Yamada, Hitoshi Tanaka, Koji Yamamoto and Mamiko Ozaki are candidates for Outside Director. Moreover, the Company has notified the Tokyo Stock Exchange that Hiroyuki Yamada, Hitoshi Tanaka, Koji Yamamoto and Mamiko Ozaki are Independent Officers. The Company plans to notify the stock exchange concerning the appointment of Hiroyuki Yamada, Hitoshi Tanaka, Koji Yamamoto and Mamiko Ozaki as Independent Officers to continue.
3. The Company has entered into agreements with Hiroyuki Yamada, Hitoshi Tanaka, Koji Yamamoto and Mamiko Ozaki to limit their liability for damages under Article 423, paragraph (1) of the Companies Act, and limited the maximum amount of their liability for damages based on said agreement to the minimum liability amount stipulated in Article 425, paragraph (1) of the Act if they have acted in good faith and without gross negligence in the performance of their

duties. If the election of Hiroyuki Yamada, Hitoshi Tanaka, Koji Yamamoto and Mamiko Ozaki is approved, the Company plans to continue this limited liability agreement with them.

4. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insurance policy includes the Directors who are Audit & Supervisory Committee Members of the Company as the insureds. The insurance policy covers losses that may arise from an insured's assumption of liability incurred in the course of the performance of their duties, or receipt of claims pertaining to the pursuit of such liability. If the election of the candidates for Director who is an Audit and Supervisory Committee Member is approved, they will be included in the insureds of this insurance policy.

In addition, when the insurance policy is renewed, the Company plans to renew the policy with the same terms.