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(Securities code: 3513)

June 8, 2017

To Those Shareholders with Voting Rights

Masataka Ushio President and Representative Director **Ichikawa Co., Ltd.** 2-14-15 Hongo, Bunkyo-ku, Tokyo

### NOTICE OF THE 93rd ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 93<sup>rd</sup> Ordinary General Meeting of Shareholders of Ichikawa Co., Ltd. (the "Company"). The meeting will be held 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 General Meeting of Shareholders, indicate your votes for or against each of the proposals on the enclosed Voting Rights Exercise Form, and return the form for arrival by 5:15 p.m. of Wednesday, June 28, 2017.

Date and Time: Thursday, June 29, 2017 at 10:00 a.m.
 Place: Auditorium, Corporate Headquarters 1F
 2-14-15 Hongo, Bunkyo-ku, Tokyo

### 3. Agenda of the Meeting:

### Matters to be reported:

- (1) Business Report and Consolidated Financial Statements for the 93<sup>rd</sup> Fiscal Term (from April 1, 2016 to March 31, 2017), and 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 93<sup>rd</sup> Fiscal Term (from April 1, 2016 to March 31, 2017)

### Proposal to be resolved:

**Proposal: Election of Five Directors** 

### 4. Notice on Exercise of Voting Rights

In the event you are unable to attend the meeting, you may designate a shareholder who has voting rights as your proxy to attend the meeting, in accordance with provisions of Article 17 of the Articles of Incorporation of the Company. In such case, you may designate only one proxy, and the proxy is required to submit a document certifying said individual's appointment of proxy.

### O Notice

Please be advised that in the event the Reference Documents of General Meeting of Shareholders, Business Report, Consolidated Financial Statements or Non-consolidated Financial Statements require modification, such modifications will be posted on the Company's website (http://www.ik-felt.co.jp).

### **Reference Documents of General Meeting of Shareholders**

### **Proposals and references**

### **Proposal:** Election of Five Directors

The terms of office of all seven Directors will expire at the conclusion of this Meeting. Accordingly, the election of five Directors, including one Outside Director, is proposed.

In consideration of its scale of business, the Company has defined in its Articles of Incorporation that the number of Directors of the Company shall not exceed eight.

The Board of Directors of the Company consists of talented personnel who have an in-depth knowledge of operations of the rare and extremely specialized field of paper manufacturing equipment, and are capable of appropriately monitoring the execution of operations. Regarding this proposal, pursuant to the clauses stipulated in the management structure regulations that are based on resolutions by the Board of Directors, the Representative Director nominated candidates that possess good character and the necessary knowledge for each of the positions. The proposal was resolved at a Board of Directors meeting as a matter to be discussed during the General Meeting of Shareholders, and has accordingly been submitted as a proposal for this General Meeting of Shareholders. Regarding the candidates for Director, we have endeavored to select candidates with a good balance of specialized knowledge, experience, and capabilities, as well as taken diversity into consideration.

Regarding the candidates for Independent Outside Directors, the Company has formulated its requirements for independence based on the external requirements defined in the Companies Act, as well as on the standards defined by the Tokyo Stock Exchange.

The candidates for Directors are as follows:

## Candidate 1: Masataka Ushio [Reappointment]

	Career summary, position and responsibility within the Company		
	(Other significant concurrent positions held)		
	April 1975	Joined Mitsubishi Trust and Banking Corporation	
	June 2003	Full-time Corporate Auditor of E-net Co., Ltd.	
	April 2004	Joined the Company, General Manager of Planning	
		Headquarters	
	June 2004	Executive Officer, General Manager of Marketing Department	
	June 2005	Director, Managing Executive Officer	
Date of birth: April 1, 1953	April 2006	Director, Executive Officer, General Manager of Sales Headquarters	
	April 2007	Director, Executive Officer in charge of Sales	
Term of office as a	April 2008	Director, Executive Officer in charge of Planning and General Affairs	
<b>Director:</b> 12 years (at the	June 2008	Director, Managing Executive Officer in charge of Planning and General Affairs	
conclusion of this Meeting)	June 2012	Director, Managing Executive Officer in charge of Planning and Sales	
Attendance at Board of Directors meetings: 100% (19/19)	June 2012	Director, Senior Managing Officer in charge of Planning and Sales	
	June 2013	President, Representative Director, Chief Executive Officer (to present)	
Number of shares of			
the Company held: 66,000 shares	Reasons for being a candidate for Director  Mr. Masataka Ushio has extensive knowledge in the financial and r fields, accumulated through decades of working at a major financial in After joining the Company, he has capitalized on that experience and known and has displayed excellent capabilities in the overall management Company. Since June 2013, as the President and Representative Director Company, he has led the Group with his outstanding leadership skills contribution is expected to strengthen the effectiveness of the decision and supervising functions of the Board of Directors, he has been nominated as a candidate for Director.		

## Candidate 2: Tomohiro Mochizuki [Reappointment]

	Career summary, position and responsibility within the Company		
	(Other significant concurrent positions held)		
	April 1984	Joined the Company	
Date of birth:	June 2012	General Manager of Business Planning	
March 9, 1961	October 2012	General Manager of Business Planning, General Manager of	
		Internal Audit Office	
Term of office as a	April 2013	General Manager of Business Planning	
Director:	June 2014	Executive Officer, General Manager of Business Planning	
1 year (at the conclusion	April 2016	Executive Officer, in charge of General Affairs (adjunct) and	
of this Meeting)		Business Planning Department	
	June 2016	Director, Managing Executive Officer, in charge of General	
Attendance at Board of		Affairs and Business Planning Department (to present)	
Directors meetings:			
100% (15/15)	Reasons for being a candidate for Director		
	Since joining the Company, for many years, Mr. Tomohiro Mochizuki has been		
Number of shares of	actively involved in the operations of the Business Planning Department. By		
the Company held:	capitalizing on that extensive experience and his perceptive insight, he can		
14,000 shares	contribute greatly to the Board of Directors. As his contribution is expected to		
	strengthen the effectiveness of the decision-making and supervising functions of		
	the Board of Directors, he has been nominated again as a candidate for Director.		

## Candidate 3: Takanobu Yazaki [Reappointment]

Career summary, position and responsibility within the Company		
(Other significant concurrent positions held)		
September 1985	Joined the Company	
June 2005	President, Ichikawa Europe GmbH	
June 2012	General Manager of Global Sales, the Company; President,	
	Ichikawa North America Corp.;	
	CEO, Ichikawa China Co., LTD.	
April 2014	General Manager of Global Sales, the Company;	
	CEO, Ichikawa China Co., LTD.	
June 2014	Executive Officer, General Manager of Global Sales, the	
	Company; CEO, Ichikawa China Co., LTD.	
April 2015	Executive Officer, in charge of Sales (adjunct) and	
	General Manager of Global Sales, the Company;	
	CEO, Ichikawa China Co., LTD.	
April 2016	Executive Officer, in charge of Sales and	
	General Manager of Global Sales, the Company	
June 2016	Director, Managing Executive Officer in charge of Sales and	
	General Manager of Global Sales	
April 2017	Director, Managing Executive Officer in charge of Sales (to	
	present)	
Reasons for being a candidate for Director Since joining the Company, for many years, Mr. Takanobu Yazaki has been		
fulfilling overseas assignments. By capitalizing on that extensive experience and		
his perceptive insight, he can contribute greatly to the Board of Directors. As his		
contribution is expected to strengthen the effectiveness of the decision-making and supervising functions of the Board of Directors, he has been nominated again as a candidate for Director.		

### **Candidate 4: Yoshikazu Shiba [Reappointment]**

### Date of birth:

February 12, 1963

## Term of office as a Director:

1 year (at the conclusion of this Meeting)

# Attendance at Board of Directors meetings:

100% (15/15)

### Number of shares of the Company held: 15,000 shares

Career summary, position and responsibility within the Company (Other significant concurrent positions held)

June 1987 Joined the Company

April 2010 General Manager, Technology Department

February 2012 General Manager of Technology

June 2014 Executive Officer, General Manager of Technology

June 2016 Director, Managing Executive Officer in charge of Technology
June 2017 Director, Managing Executive Officer in charge of Production and

Technology (to present)

### Reasons for being a candidate for Director

Since joining the Company, for many years, Mr. Yoshikazu Shiba has been actively involved in the operations of the Technology Department. By capitalizing on that extensive experience and his perceptive insight, he can contribute greatly to the Board of Directors. As his contribution is expected to strengthen the effectiveness of the decision-making and supervising functions of the Board of Directors, he has been nominated again as a candidate for Director.

### Candidate 5: Akira Nozaki [Reappointment] [Candidate for Outside Director]

### Career summary, position and responsibility within the Company (Other significant concurrent positions held)

Registered as an attorney (Daiichi Tokyo Bar Association) **April** 1988

June 2005 Corporate Auditor, the Company

April 2006 Corporate Auditor, Throw Group Co., Ltd (currently ipet

Insurance Co., LTD) (to present)

September 2006 Corporate Auditor, MACROMILL, INC. June 2011 Corporate Auditor, NEC Fielding, Ltd. Director, J-OIL MILLS, Inc. (to present) June 2015 June 2015 Director, the Company (to present)

### Date of birth: November 20, 1957

### Term of office as an **Outside Director:**

2 years (at the conclusion of this Meeting)

### Attendance at Board of **Directors meetings:**

100% (19/19)

### Number of shares of the Company held:

29,000 shares

### Reasons for being a candidate for Outside Director

By capitalizing on the extensive specialized knowledge and experience that he has accumulated over the years in the legal field, Mr. Akira Nozaki is expected to contribute greatly to the supervising function of the Board of Directors, as well as provide useful advice in terms of the overall management of the Company. Therefore, he has been nominated again as a candidate for Outside Director. Although he has not been directly involved in corporate management, for the reasons above, it was deemed that he was capable of appropriately carrying out the duties of an Outside Director.

### Submission of Appointment as Independent Officer

The Company has appointed Mr. Akira Nozaki as an Independent Officer as prescribed by the Tokyo Stock Exchange and has submitted a notification of the appointment to the said Exchange. If his reappointment is approved, he will continuously be an Independent Officer.

### **Liability Limitation Agreement**

Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has concluded an agreement with Mr. Akira Nozaki to limit his liabilities for damages under Article 423, Paragraph 1 of the Companies Act. The limit of the liability is the amount set by laws and regulations. If Mr. Akira Nozaki is reelected, the Company plans to continue the same agreement with him.

(Note) No conflict of interest exists between the Company and the above candidates.