

THE FOLLOWING IS AN ENGLISH TRANSLATION PREPARED FOR THE CONVENIENCE OF THE SHAREHOLDERS AND INVESTORS. THE OFFICIAL TEXT IN JAPANESE OF THE NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HAS BEEN PREPARED IN ACCORDANCE WITH STATUTORY PROVISIONS AND MAILED TO THE RESPECTIVE SHAREHOLDERS SEPARATELY. SHOULD THERE BE ANY INCONSISTENCY BETWEEN THE TRANSLATION AND THE OFFICIAL TEXT IN TERMS OF THE CONTENTS OF THE NOTICE, THE LATTER SHALL PREVAIL. THE COMPANY ACCEPTS NO LIABILITY FOR ANY MISUNDERSTANDING CAUSED BY THE TRANSLATION FOR ANY REASON WHATSOEVER.

Securities Code: 6869
June 6, 2017

Notice of the 50th Ordinary General Meeting of Shareholders

Dear Shareholders:

We would hereby like to inform you that the 50th Ordinary General Meeting of Shareholders (the "Meeting") will be held as follows, and we would be grateful if you could attend the Meeting.

If you are unable to attend the Meeting, you are entitled to vote in writing, or via our online voting website. Please refer to the reference materials contained herein, indicate your approval or disapproval of the items to be resolved in this Meeting on the enclosed ballot form and return it to us by 5:35 p.m. on Thursday, June 22, 2017. As an alternative, you may exercise your voting rights on our designated voting website (<http://www.evotep.jp/>).

Yours faithfully,

Hisashi Ietsugu,
Chairman and CEO
SYSMEX CORPORATION
1-5-1, Wakinohama-Kaigandori,
Chuo-ku, Kobe, Hyogo Prefecture
651-0073, Japan

- 1. Date and Time:** Friday, June 23, 2017, at 10 a.m.
- 2. Venue:** "SHOUN" Room, 4th Floor, Kobe Seishin Oriental Hotel,
5-6-3, Kojidai, Nishi-ku, Kobe, Hyogo Prefecture, Japan
- 3. Agenda:**
- Items to be reported:**
1. Business Report, Consolidated Financial Statements for the 50th fiscal year (from April 1, 2016 to March 31, 2017), as well as Auditing Reports on Consolidated Financial Statements by the Accounting Auditors and by the Audit and Supervisory Committee
 2. Non-consolidated Financial Statements for the 50th fiscal year (from April 1, 2016 to March 31, 2017)
- Items to be resolved:**
- Bill No. 1:** Appropriation of Surplus
- Bill No. 2:** Election of Nine (9) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)

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- * **If you are attending the Meeting, please submit the enclosed ballot form to the reception desk at the meeting venue.**
 - * **The following matters, however, are posted on our website (<http://www.sysmex.co.jp>) in accordance with applicable laws and regulations and the provision of Article 15 of the Articles of Incorporation, and are not included in this Notice of Convocation:**
 - 1) **Notes to the Consolidated Financial Statements**
 - 2) **Notes to the Non-consolidated Financial Statements**
 - * **Amendments to the Reference Materials, Business Report, Non-consolidated Financial Statements or Consolidated Financial Statements, if any, will be posted on our website (<http://www.sysmex.co.jp>).**

Reference Materials for the Shareholders' Meeting

Bill No. 1 Appropriation of Surplus

Issues related to the year-end dividend:

Under the Company's basic policy to pay continuous and stable dividends to our shareholders in consideration of our consolidated performance, we will target a consolidated dividend payout ratio of 30%. Based on this policy, the Company would like to pay a year-end dividend of 30 yen per share.

Together with the interim dividend of 28 yen per share, the annual dividend will be 58 yen per share, an increase of 6 yen per share from the previous fiscal year.

(1) Type of dividend
Cash

(2) The appropriation of dividends and its total amount
30 yen per share of the Company's common stock
Total dividend amount 6,245,594,280 yen

(3) Effective date for dividend
June 26, 2017

Bill No. 2 Election of Nine (9) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all ten (10) Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this Bill) will expire at the conclusion of this Meeting.

Accordingly, the Company requests the election of nine (9) Directors.

The candidates for Directors are as follows:

Candidate number	Name		Positions, duties and important concurrent positions	Attendance to the meetings of the Board of Directors
1	Reelection	Hisashi Ietsugu	Chairman and CEO (Important concurrent position) Chairman of the Kobe Chamber of Commerce and Industry	16/16
2	Reelection	Yukio Nakajima	Member of the Managing Board and Senior Executive Officer, Senior Managing Director (Duties) Corporate Business Planning and Administration	16/16
3	Reelection	Kaoru Asano	Member of the Managing Board and Senior Executive Officer, Senior Managing Director (Duties) R&D Strategic Planning, Next-Core Business	16/16
4	Reelection	Kenji Tachibana	Member of the Managing Board and Senior Executive Officer, Senior Managing Director (Duties) Business Strategy Development, Core-Business	16/16
5	Reelection	Kazuya Obe	Member of the Managing Board and Senior Executive Officer, Managing Director (Duties) Global Marketing	16/16
6	Reelection	Mitsuru Watanabe	Member of the Managing Board and Senior Executive Officer, Managing Director (Duties) Scientific Affairs, Bio-Diagnostics Reagent Technology	16/16
7	New election	Junzo Yamamoto	Senior Executive Officer, Managing Director (Duties) Manufacturing and SCM	—

Candidate number	Name		Positions, duties and important concurrent positions	Attendance to the meetings of the Board of Directors
8	Reelection Member of the Managing Board (Outside) Independent	Susumu Nishiura	Member of the Managing Board (Outside)	16/16
9	Reelection Member of the Managing Board (Outside) Independent	Masayo Takahashi	Member of the Managing Board (Outside)	11/11

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
1	Reelection Hisashi Ietsugu (September 17, 1949)	<p>September 1986 Joined the Company, Member of the Managing Board of the Company</p> <p>March 1990 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company</p> <p>February 1996 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (Representative Director)</p> <p>April 1996 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (Representative Director)</p> <p>June 1996 President and CEO of the Company</p> <p>April 2013 Chairman and CEO of the Company (current)</p> <p>(Important concurrent position) Chairman of the Kobe Chamber of Commerce and Industry</p> <p>(Reasons for Nomination) Holding the positions of Chairman and CEO of the Company, Hisashi Ietsugu has managed the entire Sysmex Group (the "Group") and provided strong leadership for many years. He is appointed as a candidate for a Member of the Managing Board of the Company because he will be essential for increasing the corporate value of the Group with his sense of balance, enabling appropriate supervision and decision-making of the entire management based on his insight and abundant experience and achievements as a corporate manager</p>	587,700

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
2	<u>Reelection</u> Yukio Nakajima (July 30, 1950)	<p>April 1973 Joined the Company</p> <p>April 1996 Manager of Business Planning of the Company</p> <p>April 1997 Executive Vice President of Business Planning of the Company</p> <p>June 1999 Member of the Managing Board, Executive Vice President of Corporate Business Planning of the Company</p> <p>April 2005 Member of the Managing Board and Executive Officer, Vice President of Corporate Business Planning of the Company</p> <p>April 2007 Member of the Managing Board, Executive Officer of the Company</p> <p>April 2009 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company</p> <p>April 2013 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (current)</p> <p>(Duties) Corporate Business Planning and Administration</p> <p>(Reasons for Nomination) Yukio Nakajima has been involved in planning and administration departments of the Group, including Corporate Business Planning, Corporate Business Administration, IR, HR and General Affairs for many years and has contributed to the strengthening of the Company's management base. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 1999 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>	93,300
3	<u>Reelection</u> Kaoru Asano (October 19, 1958)	<p>August 1987 Joined the Company</p> <p>April 2005 Executive Vice President of Central Research Laboratories of the Company</p> <p>April 2009 Executive Officer, Manager of Central Research Laboratories of the Company</p> <p>April 2011 Executive Officer, Executive Vice President of R&D Strategic Planning of the Company</p> <p>April 2013 Senior Executive Officer of the Company</p> <p>June 2014 Member of the Managing Board and Senior Executive Officer of the Company</p> <p>April 2015 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company</p> <p>April 2017 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (current)</p> <p>(Duties) R&D Strategic Planning, Next-Core Business</p> <p>(Reasons for Nomination) Kaoru Asano has been involved in research and technology development of the Group for many years and has contributed to the business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2014 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>	44,900

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
4	<u>Reelection</u> Kenji Tachibana (December 12, 1957)	<p>March 1980 Joined the Company</p> <p>April 2007 Executive Vice President of International Business Management of the Company</p> <p>April 2011 Executive Officer, Executive Vice President of IVD Business Development of the Company</p> <p>April 2013 Senior Executive Officer of the Company</p> <p>June 2014 Member of the Managing Board and Senior Executive Officer of the Company</p> <p>April 2015 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company</p> <p>April 2017 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (current)</p> <p>(Duties) Business Strategy Development, Core-Business</p> <p>(Reasons for Nomination) Kenji Tachibana has been involved in business strategy development and international businesses of the Group and has contributed to the strategic and global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2014 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>	21,800
5	<u>Reelection</u> Kazuya Obe (August 25, 1955)	<p>April 1991 Joined the Company</p> <p>April 1996 President of TOA Medical Electronics (Europe) GmbH (presently Sysmex Europe GmbH)</p> <p>April 2001 Senior Vice President of International Business of the Company</p> <p>October 2002 Chairman of the Board of Sysmex Corporation of America (presently Sysmex America, Inc.)</p> <p>April 2005 Executive Officer of the Company, Executive Vice Chairman and CEO of Sysmex America, Inc.</p> <p>June 2009 Member of the Managing Board and Executive Officer of the Company</p> <p>April 2013 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (current)</p> <p>(Duties) Global Marketing</p> <p>(Reasons for Nomination) Kazuya Obe has been involved in international business serving as representatives of several overseas regional headquarters of the Group for many years and has contributed to the global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2009 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>	33,800

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
6	<u>Reelection</u> Mitsuru Watanabe (June 24, 1956)	<p>March 1980 Joined the Company</p> <p>April 2003 Executive Vice President of New Business of the Company</p> <p>April 2005 Executive Officer, Executive Vice President of R&D Strategic Planning of the Company</p> <p>April 2009 Executive Officer of the Company</p> <p>June 2009 Member of the Managing Board and Executive Officer of the Company</p> <p>April 2013 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (current)</p> <p>(Duties) Scientific Affairs, Bio-Diagnostics Reagent Technology</p> <p>(Reasons for Nomination) Mitsuru Watanabe has been involved in product and market development of the Group and has contributed to the business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2009 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>	69,800
7	<u>New election</u> Junzo Yamamoto (August 30, 1955)	<p>March 1980 Joined the Company</p> <p>April 2007 Executive Vice President of Production Department of the Company</p> <p>April 2011 Executive Officer, Executive Vice President of Instrument Production of the Company</p> <p>April 2015 Senior Executive Officer of the Company</p> <p>April 2017 Senior Executive Officer, Managing Director of the Company (current)</p> <p>(Duties) Manufacturing and SCM</p> <p>(Reasons for Nomination) Junzo Yamamoto has been involved in instrument production and supply chains of the Group for many years and has contributed to the strengthening of the bases of the production system. He is appointed as a candidate for a Member of the Managing Board of the Company because his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>	26,500

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
8	<p>Reelection Member of the Managing Board (Outside) Independent Susumu Nishiura (February 13, 1947)</p>	<p>April 1969 Joined TOA Electric Co., Ltd. (“TOA”; presently TOA Corporation)</p> <p>June 1998 Member of the Managing Board of TOA</p> <p>October 2004 Member of the Managing Board and Senior Executive Officer, Managing Director of TOA</p> <p>June 2008 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of TOA</p> <p>June 2010 Retired from TOA</p> <p>June 2013 Joined the Company, Member of the Managing Board of the Company (current)</p> <p>(Reasons for Nomination and Term of Office) Susumu Nishiura is appointed as a candidate for a Member of the Managing Board (Outside) in the hope that he would utilize his abundant experience and deep insight in corporate management for management of the Company. Please note that his term of office as a Member of the Managing Board (Outside) will be four years at the conclusion of this Meeting. The Company has reported Susumu Nishiura as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc.</p>	N/A
9	<p>Reelection Member of the Managing Board (Outside) Independent Masayo Takahashi (June 23, 1961)</p>	<p>October 1992 Ph.D. of Medicine and Assistant professor of Ophthalmology, Kyoto University Hospital</p> <p>January 1995 Post-doc, in Laboratory of Genetics, the Salk Institute, San Diego, the United States</p> <p>January 1997 Assistant professor of Ophthalmology, Kyoto University Hospital</p> <p>October 2001 Associate professor, Team Leader of retinal regeneration project, Translational Research Center, Kyoto University Hospital</p> <p>April 2006 Team Leader, Laboratory for Retinal Regeneration Research, RIKEN Center for Developmental Biology, Japan</p> <p>November 2014 Project Leader, Laboratory for Retinal Regeneration Research, RIKEN Center for Developmental Biology, Japan (current)</p> <p>June 2016 Joined the Company, Member of the Managing Board of the Company (current)</p> <p>(Reasons for Nomination and Term of Office) Masayo Takahashi is appointed as a candidate for a Member of the Managing Board (Outside) in the hope that she would utilize her abundant experience and deep insight relating to advanced medical research, medical ethics and other fields as a clinician and researcher for management of the Company. Please note that her term of office as a Member of the Managing Board (Outside) will be one year at the conclusion of this Meeting. The Company has reported Masayo Takahashi as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc.</p>	N/A

- Notes:
1. Junzo Yamamoto is a candidate to be newly elected as a Member of the Managing Board.
 2. There is no special interest between any of the candidates and the Company.
 3. Susumu Nishiura and Masayo Takahashi are to be elected as Members of the Managing Board (Outside).
 4. In accordance with the Company’s Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Susumu Nishiura and Masayo Takahashi to limit their liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act. If their reelection is approved, the Company intends to continue the agreements with both of them.