

[Translation]

March 7, 2019

To whom it may concern:

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| Company Name: | Clarion Co., Ltd. |
| Name of Representative: | Atsushi Kawabata, Representative Executive Officer, President & CEO, (Code No.: 6796, Tokyo Stock Exchange First Section) |
| Contact: | |
| Title of a Person in Charge: | General Manager, Management Strategy Division |
| Name: | Hiroshi Miyamoto |
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(Update) Announcement Concerning Non-Convocation of Extraordinary Shareholders' Meeting

Clarion Co., Ltd. (the "Company") hereby announces the following regarding the press release titled "Notice Regarding Setting of Record Date for Convocation of Extraordinary Meeting of Shareholders" issued on February 20, 2019.

As announced in the press release titled "Notice Regarding Setting of Record Date for Convocation of Extraordinary Meeting of Shareholders," which was issued on February 20, 2019, the Company, by way of preparation, had set in advance the record date (the "Record Date") that would be required for convocation of an extraordinary shareholders' meeting of the Company (the "Shareholders' Meeting"), because, if, after successful completion of the tender offer (the "Tender Offer") of Hennape Six SAS (the "Offeror") targeting the common shares of the Company (the "Company Shares"), the Offeror would have owned less than 90% of the total voting rights in the Company, the Offeror intended to request the Company to convene a Shareholders' Meeting that includes each of the following as proposals submitted for deliberation: (x) a proposal to conduct a consolidation of the Company's Shares (the "Share Consolidation") and (y) a proposal to amend the articles of incorporation (subject to the Share Consolidation becoming effective) for the purpose of abolishing the provision regarding the number of shares constituting one unit of share.

However, as stated in the press release titled "Announcement Concerning the Results of the Tender Offer for Shares of the Company by Hennape Six SAS (Subsidiary of Faurecia) and Changes in the Parent Company and Largest Shareholder among Major Shareholders," which was issued on March 1, 2019, the Offeror owned more than 90% of the total voting rights in the Company upon completion of the Tender Offer. As the Company today received a notice from the Offeror containing a demand for the sale of shares as stipulated in Article 179, paragraph 1 of the Companies Act (Act No. 86 of 2005, as amended) and approved the demand for the sale of shares, the Company determined that the Shareholders' Meeting will not be held.

End

Note: This is an English translation of the Japanese press release issued through the Tokyo Stock Exchange. If there is any inconsistency between the English and the Japanese versions of this release, the Japanese-

language document will prevail.