

[Translation for reference only]

ENGLISH TRANSLATION OF JAPANESE-LANGUAGE DOCUMENT

This is an English translation of the original Japanese-language document and is provided for convenience only. In all cases, the Japanese-language original shall prevail.

Securities Code: 6740

May 31, 2019

To our shareholders

Yoshiyuki Tsukizaki  
Chairman and Representative Director  
**Japan Display Inc.**  
7-1, Nishi-Shinbashi 3-chome, Minato-ku, Tokyo

## Notice of the 17th Annual General Meeting of Shareholders

The 17th Annual General Meeting of Shareholders of Japan Display Inc. (the "Company") (hereinafter the "Meeting") will be held as indicated below. You are hereby cordially invited to attend the Meeting.

If you are unable to attend the Meeting, you may exercise your voting rights in writing or on the Internet. In that event, please examine the contents of the "Reference Documents for the General Meeting of the Shareholders" attached herein and vote in accordance with the "Guidance on Exercising Voting Rights" on page 9 by 5:30 p.m., Monday, June 17, 2019.

1. Date and Time: Tuesday, June 18, 2019, at 10 a.m. (Reception begins at 9 a.m.)
2. Venue: AKASAKA INTERCITY CONFERENCE CENTER on the 4th floor, AKASAKA INTERCITY AIR  
8-1, Akasaka 1-chome, Minato-ku, Tokyo

### 3. Purpose of the Meeting

Matters to be reported:

1. Business Report, Consolidated Financial Statements, and Audit Reports for the Consolidated Financial Statements by the Independent Auditor and the Board of Company Auditors, for the 17th Fiscal Year (from April 1, 2018 to March 31, 2019)
2. Non-consolidated Financial Statements for the 17th Fiscal Year (from April 1, 2018 to March 31, 2019)

Matters to be resolved:

<Management Proposals>

Proposal No. 1: Election of Five (5) Directors

Proposal No. 2: Election of One (1) Substitute Company Auditor

#### 4. Matters regarding exercise of voting rights

- (1) If you exercise your voting rights by proxy, such proxy shall present to the receptionist a power of attorney with the voting form. Please note the proxy must be one other shareholder having voting rights in the Company.
- (2) If split votes are cast, a written notice of the diverse exercise of voting rights and the reasons thereof must be sent to the shareholder registry administrator by three (3) days in advance of the Meeting.
- (3) In the event of a duplicate vote, one cast via the Internet, etc. and the other cast in writing, the Company shall consider the vote cast via the Internet, etc. to be the valid one.
- (4) In the event you exercise your voting rights more than once using the Internet, etc., the Company shall consider the last vote cast to be the valid one.

- When attending at the Meeting, you are kindly requested to present the enclosed voting form to the receptionist. For the purpose of resource-saving, please bring this notice with you.
- Any modifications to the Reference Documents for the General Meeting of the Shareholders, Business Report, the Consolidated Financial Statements, and the Non-consolidated Financial Statements shall be posted on the Company's website.

**The Company's website (<https://www.j-display.com/english/>)**

- In the foyer of the venue there will be a display of our products, which we would like you to view.
- For your information, please note that no gift will be provided for attendants at the Meeting.

## Reference Documents for the General Meeting of the Shareholders

### Proposal No. 1: Election of Five (5) Directors

Of the six (6) Directors elected at the General Meeting of Shareholders held on June 19, 2018, Mr. Nobuhiro Higashiiriki resigned on May 15, 2019, and the terms of office of all other five (5) Directors will expire at the conclusion of this General Meeting of Shareholders.

Therefore, the election of five (5) Directors is proposed to change and streamline the management system.

The candidates for Director of the Company are as follows:

Candidate number	Candidates	Candidate number	Candidates
1	Yoshiyuki Tsukizaki <span>Re-elected</span>	4	Nobuyuki Nakano <span>Re-elected</span> <span>Outside</span>
2	Sadahiro Numazawa <span>Newly elected</span>	5	Ryosuke Kuwada <span>Newly elected</span> <span>Outside</span> <span>Independent</span>
3	Takahisa Hashimoto <span>Re-elected</span> <span>Outside</span> <span>Independent</span>		

Candidate number	Name (Date of birth)	Career summary, position and responsibilities at the Company and significant concurrent positions outside the Company	Number of shares of the Company owned
1 Re-elected	Yoshiyuki Tsukizaki (November 3, 1959)  Attendance to the meetings of the Board of Directors since taking office as Director in June 2018  Number of meetings held: 14 Number of attendance: 14 Attendance rate: 100%	<p>Apr. 1984 Entered Hitachi, Ltd.</p> <p>Aug. 1995 Senior Engineer of Electron Tube &amp; Devices Division Liquid Crystal Device Design Department of Hitachi, Ltd.</p> <p>Apr. 2006 Senior Manager of FPD Design Division Design Department No.2 of Hitachi Displays, Ltd.</p> <p>Oct. 2009 Executive General Manager of FPD Design Division of Hitachi Displays, Ltd.</p> <p>Mar. 2012 Automotive, C&amp;I Business Division C&amp;I Business Unit, Business Unit Manager of the former Japan Display Inc.</p> <p>Jul. 2014 Executive Officer, Business Unit 5, Unit Manager of the Company</p> <p>Jul. 2015 Executive Officer, Quality Assurance Division, Division Manager of the Company</p> <p>Oct. 2015 Executive Officer, Automotive Display Division, Division Manager of the Company</p> <p>Oct. 2017 Executive Officer, President of Automotive and Industrial Company</p> <p>Apr. 2018 Executive Vice President of the Company</p> <p>Jun. 2018 Representative Director &amp; Chairman and CEO of the Company</p> <p>May 2019 Representative Director &amp; Chairman and CEO of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	11,400
<p>[Reason for nomination as a candidate for Director]</p> <p>Mr. Yoshiyuki Tsukizaki has been engaged in designing liquid crystal displays and launching new businesses over many years. Since the Company was established, he has contributed to expanding the automotive and industrial equipment display businesses and securing profits. From June 2018, he has been in charge of management of the Group as Representative Director &amp; Chairman, and has exercised strong leadership to lead the Company. As a member of the Board of Directors, he is expected to contribute to the further enhancement of the decision-making function of the Board of Directors by promoting information sharing and making full use of his wealth of experience and achievements in operating the small- and medium-sized display business. The Company therefore proposes that he continue to be elected as a Director.</p>			

Candidate number	Name (Date of birth)	Career summary, position and responsibilities at the Company and significant concurrent positions outside the Company		Number of shares of the Company owned
Candidate number	Name (Date of birth)	Career summary, position and responsibilities at the Company and significant concurrent positions outside the Company		Number of shares of the Company owned
2 Newly elected	Sadahiro Numazawa (March 28, 1960)	Apr. 1982	Entered TOSHIBA CORPORATION	3,900
		Apr. 2003	General Manager of Mobile Planning Department, Mobile Use Division of Toshiba Matsushita Display Technology Co., Ltd.	
		Oct. 2003	General Manager of Manufacturing Department, Fukaya Plant of Toshiba Matsushita Display Technology Co., Ltd.	
		Apr. 2005	Head of Fukaya Plant of Toshiba Matsushita Display Technology Co., Ltd.	
		Apr. 2007	Head of Himeji Plant of Toshiba Matsushita Display Technology Co., Ltd.	
		Apr. 2012	Senior General Manager of Corporate Planning Department of the former Japan Display Inc.	
		Jul. 2014	Executive Officer, Manufacturing Division, Division Manager of the Company	
		Apr. 2016	Executive Officer, Mobile Display Division, Division Manager of the Company	
		Feb. 2018	Executive Officer, Head of Engineering/Manufacturing Division of the Company	
		Nov. 2018	Executive Officer, Chief Strategy Officer of the Company	
		May 2019	Senior Managing Executive Officer, Chief Operating Officer of the Company (current position)	
		[Significant concurrent positions outside the Company] None		
		[Reason for nomination as a candidate for Director] Mr. Sadahiro Numazawa possesses a wealth of experience and achievements in corporate management at liquid crystal display companies, and has been in charge of Mobile Business of the Company as Executive Officer from July 2014, and has exercised strong leadership. As a member of the Board of Directors, he is expected to contribute to the further enhancement of the decision-making function of the Board of Directors by promoting information sharing. The Company therefore proposes that he be elected as a Director.		

Candidate number	Name (Date of birth)	Career summary, position and responsibilities at the Company and significant concurrent positions outside the Company	Number of shares of the Company owned
3 Re-elected Outside Independent	<p>Takahisa Hashimoto (September 21, 1943)</p> <p>Attendance to the meetings of the Board of Directors since taking office as Director in June 2018</p> <p>Number of meetings held: 19 Number of attendance: 19 Attendance rate: 100%</p>	<p>Apr. 1967 Entered IBM Japan, Ltd.</p> <p>Apr. 1990 Plant Manager of Yasu Plant of IBM Japan, Ltd.</p> <p>Oct. 1991 Director of Technical Development (display) Center, Yamato Laboratory of IBM Japan, Ltd.</p> <p>Apr. 2000 Director of IBM Japan, Ltd.</p> <p>Oct. 2001 Established International Display Technology Corporation as President and Representative Director Vice Chairman of Chi Mei Optoelectronics Corp.</p> <p>Aug. 2004 Established NVTech as President and Representative Director</p> <p>Jul. 2005 Established InfoVision Optoelectronics Kunshan Co., Ltd. as President and CEO</p> <p>Jan. 2011 Vice Chairman of InfoVision Optoelectronics Kunshan Co., Ltd.</p> <p>Jul. 2015 Retired as Vice Chairman of InfoVision Optoelectronics Kunshan Co., Ltd.</p> <p>Jun. 2017 Outside Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	0
	<p>[Reason for nomination as a candidate for Outside Director]</p> <p>In addition to advanced specialized knowledge regarding liquid crystal display development and manufacturing, Mr. Takahisa Hashimoto has a wealth of experience and achievements as the manager of liquid crystal display manufacturing companies. From June 2017, as an Independent Outside Director, Mr. Hashimoto has been providing advice regarding the Company's management and appropriate supervision of business execution from an objective perspective independent of the management team that conducts business operations. Since Mr. Hashimoto is expected to further strengthen the function of the Company's Board of Directors, the Company proposes that he continue to be elected as an Outside Director.</p>		

Candidate number	Name (Date of birth)	Career summary, position and responsibilities at the Company and significant concurrent positions outside the Company	Number of shares of the Company owned
4 Re-elected Outside	Nobuyuki Nakano (January 13,1959)	Apr. 1983    Entered ITOCHU Corporation	0
		Apr. 2002    Deputy General Manager of Aerospace Department of ITOCHU Corporation	
		May 2005    President of ROHM Semiconductor U.S.A LLC	
		Jan. 2013    Entered Sanden Corporation (now Sanden Holdings Corporation) and in charge of Global Corporate Planning	
		Feb. 2014    Entered the Innovation Network Corporation of Japan (now INCJ, Ltd.); Executive Officer, Managing Director of Value Enhancement Group	
		Jun. 2015    Outside Director of Renesas Electronics Corporation	
		Jun. 2018    Outside Director of the Company (current position)	
		Sep. 2018    Executive Officer of INCJ, Ltd. (current position)	
		[Significant concurrent positions outside the Company] Executive Managing Director of INCJ, Ltd.	
[Reason for nomination as a candidate for Outside Director] Mr. Nobuyuki Nakano has a wealth of management experience at a major trading company and several manufacturers etc, and advanced management insight through providing management support to investees as Executive Managing Director of INCJ, Ltd.    Mr. Nakano has been providing advice regarding the Company’s management and appropriate supervision of business execution from a global business perspective as Outside Director from June 2018. He is expected to further strengthen the function of the Company’s Board of Directors, the Company proposes that he continue to be elected as an Outside Director.			

Candidate number	Name (Date of birth)	Career summary, position and responsibilities at the Company and significant concurrent positions outside the Company	Number of shares of the Company owned
5 Newly elected Outside Independent	Ryosuke Kuwada (May 29, 1958)	Apr. 1984 Entered Du Pont Japan Ltd. Apr. 1998 Global Business Manager of Display Materials Dec. 2001 Business Director of E Ink Corporation Apr. 2004 Global Sales / Marketing Vice President of E Ink Corporation Oct. 2010 General Manager of Corporate Planning Division of Toppan Printing CO., LTD. Apr. 2013 Global Sales / Marketing Vice President of Innova Dynamics Feb. 2016 President and Representative Director of Project Far East Corporation (current position) [Significant concurrent positions outside the Company] President and Representative Director of Project Far East Corporation	0
		[Reason for nomination as a candidate for Outside Director] Mr. Ryosuke Kuwada has a wealth of management experience and many achievements from engaging in global sales and marketing as well as corporate management in each of the categories of liquid crystal displays, electronic components, and advanced nanotechnology. As a member of the Board of Directors, he is expected to contribute to the further enhancement of the functions of the Board of Directors by providing advice regarding the Company’s overall management and appropriate supervision of business execution from a global business perspective. The Company therefore proposes that he be elected as an Outside Director.	

- Notes: 1. The Japan Display Inc. that ceased to exist in the merger on April 1, 2013 (trade name changed on March 30, 2012, from Japan Display Integration Preparatory Inc.) is noted as the former Japan Display Inc.
2. INCI, Ltd., where Mr. Nobuyuki Nakano serves concurrently, is a major shareholder of the Company, holding 25.2% of shares.
3. Messrs. Takahisa Hashimoto, Nobuyuki Nakano and Ryosuke Kuwada are candidates for Outside Director.
4. Messrs. Takahisa Hashimoto and Nobuyuki Nakano are currently Outside Directors of the Company. As of the conclusion of this Annual General Meeting of Shareholders, Mr. Takahisa Hashimoto will have served for 2 years and Mr. Nobuyuki Nakano will have served for 1 year.
5. The Company has entered into an agreement with Messrs. Takahisa Hashimoto and Nobuyuki Nakano to limit their liabilities for damages in Article 423, paragraph 1 of the Companies Act pursuant to the provisions of Article 427, paragraph 1 of the Companies Act. The maximum amount of liabilities for damages under the said agreement is the minimum liability amount stipulated in Article 425, paragraph 1 of the Companies Act. If the reelection of them is approved, the Company will continue the agreement with them. If the election of Mr. Ryosuke Kuwada is approved, the Company will enter into the same agreement with him.
6. The Company has designated Mr. Takahisa Hashimoto as an independent officer pursuant to the regulations of the Tokyo Stock Exchange. If his reelection is approved, the Company will continue his designation as an independent officer. If the election of Mr. Ryosuke Kuwada is approved, the Company will designate him as an independent officer.

[Independence Standards for Independent Outside Directors]

The Company shall elect a person unlikely to cause conflicts of interest with general shareholders (specifically, a person who does not fall under the following requirements) as Independent Outside Director, from among persons satisfying the requirements for Outside Directors set forth in the Companies Act, who have been elected as Outside Directors.

- a. A person whose major business partner is the Company or who executes its business
- b. A major business partner of the Company or a person who executes its business
- c. A consultant, accounting professional, or legal professional who receives considerable amount of money or other property from the Company in addition to his or her officer compensation
- d. A person who fell under any of the above a, b, or c until recently
- e. A relative within the second degree of kinship of a person listed in any of the following (i) through (iv)
  - (i) A person listed in a through d above
  - (ii) A person who executes business at a subsidiary of the Company
  - (iii) A director of a subsidiary of the Company who does not execute business
  - (iv) A person who fell under (ii) or (iii) or a person who executed business at the Company until recently



**Proposal No.2: Election of One (1) Substitute Company Auditor**

As the effectiveness of the election of the current substitute Company Auditor will expire at the beginning of this General Meeting of Shareholders, and to prepare for a contingency in which the Company does not satisfy the number of Company Auditors required by laws and regulations and maintain the continuity of auditing services, it is hereby requested that one (1) substitute Outside Company Auditor be elected in advance.

The Board of Company Auditors has consented to this proposal. If a substitute Outside Company Auditor assumes the office of Company Auditor, his or her term of office shall be the remaining term of office of the retired Company Auditor.

The candidate for substitute Company Auditor is as follows:

Name (Date of birth)	Career summary, responsibilities at the Company and significant concurrent positions outside the Company	Number of shares of the Company owned
Keiichi Otsuka (October 8, 1955)  Outside Independent	Oct. 1978 Registered as an accountant Nov. 1978 Entered Pricewaterhouse Accounting Office Aug. 1982 Registered as a Certified Public Accountant Jul. 1998 Representative Partner of Aoyama Audit Corporation Sep. 2006 Representative Partner of Aarata Audit Corporation (now PricewaterhouseCoopers Aarata LLC) Member of Oversight Board, Chair of Risk & Quality (R & Q) Committee of Aarata Audit Corporation Jun. 2016 Audit & Supervisory Board Member of TBK Co., Ltd. (current position) Jul. 2016 Established Otsuka CPA Office Advisor of PricewaterhouseCoopers Aarata LLC (current position) [Significant concurrent positions outside the Company] Advisor of PricewaterhouseCoopers Aarata LLC Audit & Supervisory Board Member of TBK Co., Ltd. Representative of Otsuka CPA Office	
	[Reason for nomination as a candidate for substitute Outside Company Auditor] Though Mr. Keiichi Otsuka has no direct experience of participating in corporate management, the Company believes that he will be able to audit the execution of duties by Directors from an objective and fair standpoint based on his wealth of experience and broad insight obtained through conducting accounting audits at many financial institutions and operating companies as a representative partner of audit corporations. Therefore, the Company proposes that he be elected as a substitute Company Auditor.	

Notes: 1. No conflict of interest exists between the Company and the above candidate.

2. Mr. Keiichi Otsuka is a candidate for substitute Outside Company Auditor.

3. If Mr. Keiichi Otsuka assumes the office of Company Auditor, the Company will enter into an agreement with Mr. Otsuka to limit his liability for damages of Article 423, paragraph 1 of the Companies Act pursuant to the provisions of Article 427, paragraph 1 of the Companies Act. The maximum amount of liabilities of damages under the said agreement is the minimum liability amount stipulated in Article 425, paragraph 1 of the Companies Act.

4. Mr. Keiichi Otsuka fulfills the requirements for an independent officer pursuant to the regulations of the Tokyo Stock Exchange, and the Company plans to notify the Tokyo Stock Exchange of his designation as independent officer if Mr. Otsuka assumes the office of Outside Company Auditor.

## Guidance on Exercising Voting Rights

Voting rights can be exercised through the following 3 methods.

### Attendance at Shareholders' Meeting

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Please bring the enclosed voting form and submit it to the receptionist. (You do not need to affix your personal seal.)

Date and Time: Tuesday, June 18, 2019, at 10 a.m. (Reception begins at 9 a.m.)

Venue: AKASAKA INTERCITY CONFERENCE CENTER on the 4th floor, AKASAKA  
INTERCITY AIR

### Exercising Voting Rights by Mail

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Please indicate your vote for or against each of the proposals on the enclosed voting form, and send via post without attaching stamp.

Exercise Deadline: Must be received by 5:30 p.m. on Monday, June 17, 2019

### Exercising Voting Rights on the Internet, etc.

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Please access the voting website (<https://www.web54.net>; available in Japanese only) operated by the Company's shareholder registry administrator via "Smart Exercise" by reading the QR Code on the voting rights exercise form with a smartphone or using a personal computer, enter your "Voting Rights Exercise Code" and "Password" noted on the enclosed voting form and enter whether you are for or against each item. Please refer to the next page for notes on the exercise of voting rights on the Internet, etc.

Exercise Deadline: 5:30 p.m. on Monday, June 17, 2019

For operational inquiries related to PCs, etc.

Sumitomo Mitsui Trust Bank, Limited

Securities Agent Web Support Hotline (dedicated line)

Telephone: 0120-652-031

(Business hours: 9 a.m. to 9 p.m.)

### Voting Rights Electronic Exercise Platform

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Institutional investors may use the "Voting Rights Electronic Exercise Platform" operated by ICJ Inc. for this General Meeting of Shareholders as a means of exercising voting rights electromagnetically.

**Notes on the exercise of voting rights on the Internet, etc.**

When exercising voting rights on the Internet, please be aware of the following before casting your vote.

1. Use of the password and voting right exercise code

- (1) The password is an important means to verify the identity of persons exercising their voting right as the shareholders in question. Please be sure to keep the password, as well as your registered seal and security code, in a safe place.
- (2) If you repeatedly enter the wrong password, the Internet-based voting system will be locked after a designated number of incorrect entries, rendering further operation unavailable. To have your password reissued, follow the instructions shown on the screen.
- (3) The voting right exercise code supplied on the enclosed voting form is valid only for this General Meeting of Shareholders.

2. Exercise of voting rights

- (1) You are responsible for paying any fees, such as connection fees to Internet providers and communication fees to telecommunications providers in order to use the website for exercising your voting rights.
- (2) Although your vote on the Internet will be accepted until 5:30 p.m., Monday, June 17, 2019, we ask that you please exercise your voting rights at your earliest convenience.

Please contact the Hotline of Sumitomo Mitsui Trust Bank, Limited for inquiries about voting on the Internet, etc.