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(Securities code: 6345)
June 5, 2019

To Shareholders with Voting Rights:

Osamu Miura
President, Member of the Board
AICHI CORPORATION
1152-10 Ryoke, Ageo-shi, Saitama,
Japan

**NOTICE OF
THE 71ST ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

You are cordially invited to attend the 71st Ordinary General Meeting of Shareholders of the Company. The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing by submitting the enclosed form or by electromagnetic means (Internet). Please review the Reference Documents for the General Meeting of Shareholders described hereinafter, and exercise your voting rights by 5:30 p.m. on Thursday, June 20, 2019, Japan time.

1. Date and Time: Friday, June 21, 2019 at 10:00 a.m., Japan time

2. Place: The Company's Head Office,
1152-10 Ryoke, Ageo-shi, Saitama, Japan
(Please see the brief map attached at the end of this notice.)

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the 71st Fiscal Year (April 1, 2018 - March 31, 2019) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the 71st Fiscal Year (April 1, 2018 - March 31, 2019)

Proposals to be resolved:

- Proposal No. 1:** Distribution of Surplus
Proposal No. 2: Election of 3 Directors (excluding Directors serving as Audit and Supervisory Committee Members)
Proposal No. 3: Election of 2 Directors serving as Audit and Supervisory Committee Members
Proposal No. 4: Granting of Retirement Benefits to Retiring Director

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- For those attending, please present the enclosed ballot form at the reception desk on arrival at the meeting.
 - If any revisions are made to the Business Report, Consolidated Financial Statements, Non-consolidated Financial Statements and Reference Documents for the General Meeting of Shareholders, the revised contents will be posted on the Company's web site (<http://www.aichi-corp.co.jp>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Distribution of Surplus

The Company's basic dividend policy is to pay dividends to its shareholders from a long-term perspective while giving consideration to reinforcement of management structure, future business development, etc. Based on this, the Company proposes a year-end dividend as follows.

Matters concerning year-end dividend:

- (1) Dividend property
Cash
- (2) Matters concerning the allotment of the dividend property and the total amount distributed
11 yen per share of common stock of the Company, for a total of 853,874,780 yen
- (3) Effective date of distribution of surplus
June 24, 2019

If this proposal is approved as proposed, the annual dividend shall be 22 yen, the same amount as in the previous term, including 11 yen paid as an interim dividend.

Proposal No. 2: Election of 3 Directors (excluding Directors serving as Audit and Supervisory Committee Members)

The terms of office of all 3 incumbent Directors (excluding Directors serving as Audit and Supervisory Committee Members) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of 3 Directors (excluding Directors serving as Audit and Supervisory Committee Members).

This proposal has been determined after exchanges of opinions and confirmation of the contents by the Nomination and Compensation Advisory Committee, and the Audit and Supervisory Committee has judged that all candidates in this proposal are suitable for Directors of the Company, based on the status of duty execution and performance of each candidate in the fiscal year under review, as well as each candidate's career experience.

The candidates for Director (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
1	Osamu Miura (December 12, 1954)	<p>April 1977 Joined NISSAN MOTOR CO., LTD.</p> <p>June 1999 Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation) President and Representative Director of Toyoda Textile Machinery Co., Ltd.</p> <p>January 2007 President and Representative Director of Toyota Industrial Equipment Europe S.A.R.L.</p> <p>June 2007 Managing Officer of Toyota Industries Corporation</p> <p>June 2008 Managing Officer of the same</p> <p>June 2010 Senior Managing Director of the Company</p> <p>June 2015 Senior Managing Director and Representative Director of the Company</p> <p>June 2016 President and Representative Director of the Company (to the present)</p>		20,000 shares
Reason for nomination as a candidate for Director As Director, he has led management of the Company and contributed to enhancing corporate value. We re-nominate him as a candidate for Director due to his in-depth knowledge, acquired through many years of experience in overseas operations, and extensive experience in corporate management, in addition to his excellent character and insight.				
2	Toshiya Yamagishi (September 14, 1959)	<p>April 1982 Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation)</p> <p>June 2008 Executive Officer of Toyota Industries Corporation</p> <p>June 2011 President, Toyota Industries North America, Inc. President, Toyota Industrial Equipment Manufacturing, Inc.</p> <p>June 2012 Chairman, Toyota Material Handling North America, Inc.</p> <p>June 2016 Managing Officer of Toyota Industries Corporation (to the present)</p>		0 shares
Reason for nomination as a candidate for Director He has had many years of experience in the management of Toyota Industries Corporation and its consolidated subsidiaries. We nominate him as a candidate for Director so that he can apply his abundant experience and high level of insight regarding all aspects of corporate management to management of the Company.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
3	Akihiko Ohira (July 6, 1955)	<p>April 1978 Joined the Company</p> <p>April 2001 General Manager, Research & Development Department of the Company</p> <p>April 2004 General Manager, Production Technology Department of the Company</p> <p>April 2006 President and Director of Aichi Sharyo Industries Co., Ltd.</p> <p>April 2010 General Manager in charge of China Business Department of the Company</p> <p>July 2010 Executive Officer of the Company</p> <p>June 2016 Director of the Company, supervising Information Systems Division and in charge of Production Management Department</p> <p>June 2017 Director of the Company Head of the Information Systems Division, Head of the Quality Assurance Division, Head of the Technology and Development Division, Head of the Production Management Division and Head of the Manufacturing Division (to the present)</p>		7,485 shares
<p>Reason for nomination as a candidate for Director</p> <p>As Director, he has led management of the Company and contributed to enhancing corporate value. We re-nominate him as a candidate for Director due to his in-depth knowledge, acquired through many years of experience in technology development and production divisions at the Company, and extensive experience in corporate management, in addition to his excellent character and insight.</p>				

Notes: No material conflicts of interests exist between the Company and any of the above candidates.

Proposal No. 3: Election of 2 Directors serving as Audit and Supervisory Committee Members

Messrs. Takeshi Suzuki and Satoru Kawataki, incumbent Directors serving as Audit and Supervisory Committee Members, will retire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the supplementary election of 2 Directors serving as Audit and Supervisory Committee Members.

The Audit and Supervisory Committee has already approved this proposal.

The candidates for Director serving as Audit and Supervisory Committee Member are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions	Number of Company shares held
1	Kiyoshi Tojo (February 5, 1956)	April 1979 Joined Toyota Motor Sales Co., Ltd. (present Toyota Motor Corporation) January 1998 General Manager, Oceania Office, Toyota Motor Corporation January 2003 Seconded to Toyota Motor Europe S.A./N.V. January 2008 General Manager of Europe Division, Toyota Motor Corporation April 2010 Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd. April 2013 Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd. [Important concurrent positions] None	0 shares
Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member He has abundant experience and extensive knowledge of corporate management, including service as Managing Executive Officer of Aioi Nissay Dowa Insurance Co., Ltd. We nominate him as a candidate for Outside Director serving as Audit and Supervisory Committee Member because he is expected to be able to apply his experience and insight to provide advice and suggestions on overall management of the Company from an independent perspective, as well as strengthen the Company's audit and supervisory functions.			

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions	Number of Company shares held
2	Kenji Aonuma (January 7, 1965)	<p>April 1988 Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation)</p> <p>January 2009 General Manager, Planning and Administration Office, Overseas Sales Department, Toyota Material Handling Company of Toyota Industries Corporation</p> <p>January 2012 Vice President, Toyota Material Handling U.S.A., Inc.</p> <p>January 2017 General Manager, Sales Administration Department, Toyota Material Handling Company of Toyota Industries Corporation</p> <p>January 2018 General Manager, Business Planning Department, Compressor Division of the same (to the present)</p> <p>[Important concurrent positions] General Manager, Business Planning Department, Compressor Division of Toyota Industries Corporation</p>	0 shares
<p>Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member</p> <p>He has abundant experience and extensive knowledge of corporate management, including service as General Manager of Sales Administration and Business Planning Departments at Toyota Industries Corporation. We nominate him as a candidate for Director serving as Audit and Supervisory Committee Member because he is expected to be able to apply his experience and insight to provide advice and suggestions on overall management of the Company from an independent perspective, as well as strengthen the Company's audit and supervisory functions.</p>			

- Notes:
1. No material conflicts of interests exist between the Company and any of the above candidates.
 2. Mr. Kiyoshi Tojo is a candidate for Outside Director.
 3. If the election of Mr. Kiyoshi Tojo is approved, the Company will designate him as an independent officer stipulated by the regulations of Tokyo Stock Exchange Inc. and Nagoya Stock Exchange, Inc., and will register him as an independent officer at the exchanges.
 4. If the election of Mr. Kiyoshi Tojo and Mr. Kenji Aonuma is approved, the Company will conclude Liability Limitation Agreements with each of them, as stipulated in Article 423, Paragraph 1 of the Companies Act. The liability limit shall be the amount stipulated in Article 425, Paragraph 1 of the Act.

Proposal No. 4: Granting of Retirement Benefits to Retiring Director

The Company proposes the granting of retirement benefits to Mr. Shinya Inakoshi, who will retire as Director at the conclusion of this Ordinary General Meeting of Shareholders, in order to compensate his dedicated efforts in service to the Company during his term of office, within a reasonable amount in accordance with a certain standard prescribed by the Company. The specific amount, timing, and method of payment shall be determined by the Board of Directors.

The career summary of the retiring Director is as follows:

Name	Career summary
Shinya Inakoshi	June 2016 Managing Director and Representative Director of the Company (to the present)