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Securities Code: 6753

June 3, 2019

SHARP CORPORATION

Notice of Convocation of the 125th Ordinary General Meeting of Shareholders

To Our Shareholders:

We hereby notify you of the convocation of the 125th Ordinary General Meeting of Shareholders as per the description below.

DESCRIPTION

1. Date and Time: Tuesday, June 25, 2019, at 10:00 a.m.

(Reception will start at 8:45 a.m.)

2. Venue: 1 Takumi-cho, Sakai-ku, Sakai-shi, Osaka

Sharp Corporation (Multi-Purpose Hall)

3. Purpose of the Meeting:

Reporting: The Business Report, Consolidated Financial Statements and Non-consolidated Financial

Statements, Audit Reports of Consolidated Financial Statements by the Accounting Auditors and the Audit & Supervisory Committee for the 125th Term (from April 1, 2018

to March 31, 2019)

Matters to be Resolved:

Proposal No.1: Election of Six (6) Directors (except the members of Audit & Supervisory Committee)

Proposal No.2: Election of Three (3) Directors as the members of Audit & Supervisory Committee

Proposal No.3: Establishment of the Remuneration for Directors (except the members of Audit &

Supervisory Committee)

Proposal No.4: Establishment of the Remuneration for Directors as the members of Audit &

Supervisory Committee

Proposal No.5: Issuance of Stock Acquisition Rights as Stock Options

Reference Information Regarding Proposals

Proposal No. 1: Election of Six (6) Directors (except the members of Audit & Supervisory Committee)

The terms of office of all the present six (6) Directors (except the members of Audit & Supervisory Committee) will expire at the conclusion of this General Meetings of Shareholders. Therefore, Sharp nominates the following six (6) candidates of Directors (except the members of Audit & Supervisory Committee) with whom Sharp enters into a subscription agreement.

Regarding this proposal, consideration was made by Audit & Supervisory Committee, and there was no particular comment to be pointed out.

The candidates for the Directors (except the members of Audit & Supervisory Committee) are as follows and the asterisk (*) denotes the new candidate:

| No. | Name of Candidate | Current Position | Ownership of |
|-----|---|---|----------------|
| NO. | (Date of Birth) | (Significant Concurrent Position at Other Company) | Sharp's Shares |
| 1 | Jeng-Wu Tai (September 3, 1951) | Representative Director, Chairman, President & Chief Executive Officer Chief Executive Officer, Greater China Business | 0 share |
| 2 | Katsuaki Nomura (February 7, 1957) | Representative Director, Executive Vice President, Head of Corporate Strategic Planning and Control Group | 1,679 shares |
| 3 | Yoshihisa Ishida (November 5, 1959) | Executive Vice Presidents, Head of Business Strategy Planning Office, Chief Executive Officer - Europe Business | 0 share |
| 4 | *Woo Kwok-Fai (November 3, 1947) | Chairman, Jiaxing iFengPai Trading Co Ltd, Chairman, Falcon Faith Holdings Limited, Chairman of Supervisory Committee, Foxconn Industrial Internet Co Ltd, Special Assistant to CEO of Hon Hai Group | 0 share |
| 5 | *Chung-Cheng Lin (February 14, 1964) | General Manager, E sub-group of Hon Hai Group, Representative Director, Sakai Display Products Corporation, Director, Foxconn Precision Imaging Pte. Ltd., Director, Foxconn Baja California, S.A.de C.V., Supervisor, Foxconn Slovakia, spol s.r.o, Director, Finetech Corporation | 0 share |
| 6 | *Wei-Ming Chen (April 22, 1964) | Vice General Manager, S sub-group of Hon Hai Group | 0 share |

(Notes)

- 1. The contents of "Current Position" include each candidate's current positions as business executor of Hon Hai precision Industry co., Ltd and its subsidiaries.
- 2. Mr. Tai Jeng-Wu was nominated as director candidate of Hon Hai Precision Industry co., Ltd. which will be elected at the general shareholders' meeting scheduled in June 2019.
- 3. Mr. Chung-Cheng Lin takes the position as representative director of Sakai Display Products Corporation which is Sharp's related company, selling the LCD display to sharp.

Proposal No. 2: Election of Three (3) Directors as the members of Audit & Supervisory Committee

The terms of office of all the present three (3) Directors (the members of Audit & Supervisory Committee) will expire at the conclusion of this Annual General Meetings of Shareholders. Therefore, Sharp nominates the following three (3) candidates of Directors as the members of Audit & Supervisory Committee with whom Sharp enters into a subscription agreement.

Regarding this proposal, we have obtained the consent from the Audit & Supervisory Committee.

The candidates for the Directors as the members of Audit & Supervisory Committee are as follows and the asterisk (*) denotes the new candidate:

| Name of Candidate | Current Position | Ownership of |
|-------------------------------------|--|----------------|
| (Date of Birth) | (Significant Concurrent Position at Other Company) | Sharp's Shares |
| Hsu-Tung Lu (December 22, 1964) | Director (the member of Audit & Supervisory Committee) of Sharp | 0 share s |
| Yasuo Himeiwa (November 5, 1953) | Director (the member of Audit & Supervisory Committee) of Sharp Outside Auditor, TAKARA BIO Inc. | 0 share |
| * Youichi Tsusue (April 5, 1959) | | 0 share |

1. Mr. Hsu-Tung Lu, Mr. Yasuo Himeiwa and Mr. Youichi Tsusue are candidates for Outside Directors, as stipulated by Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Company Act.

Remarks for the candidates of Outside Directors:

Mr. Hsu-Tung Lu:

Since Mr. Hsu-Tung Lu has engaged in accounting for many years. Based on his abundant experience and broad knowledge, he is able to completely fulfill the expected roles as an Outside Director (the member of Audit & Supervisory Committee). For this reason, it is proposed that Mr. Hsu-Tung Lu would be elected.

Mr. Yasuo Himeiwa:

Since Mr. Yasuo Himeiwa has been working as a certified public accountant for many years, Based on his abundant experience and broad knowledge, he is able to completely fulfill his expected role as an Outside Director (the member of Audit & Supervisory Committee). For this reason, it is proposed that Mr. Yasuo Himeiwa would be elected.

Mr. Youichi Tsusue:

Since Mr. Youichi Tsusue has engaged in the development and design of imaging equipment etc. and managed a joint venture company for many years, he is able to completely fulfill his expected role as an Outside Director (the member of Audit & Supervisory Committee). For this reason, it is proposed that Mr. Youichi Tsusue would be elected.

- 2. There are no special interests between Sharp and Mr. Hsu-Tung Lu, Mr. Yasuo Himeiwa and Mr. Youichi Tsusue.
- 3. Sharp has entered into a liability limitation agreement with Mr. Hsu-Tung Lu and Mr. Yasuo Himeiwa, which limit their liability within the extent stipulated by law. Sharp plans to enter into the same liability limitation agreement with Mr. Yoichi Tsusue.
- 4. Mr. Hsu-Tung Lu and Mr. Yasuo Himeiwa have served as outside directors for two years.

Proposal No. 3: Establishment of the Remuneration for Directors (except the members of Audit & Supervisory Committee

At the 124th Ordinary General Meeting of Shareholders held on June 20, 2018, separately from the cash remuneration, the stock acquisition rights for Directors (except the members of Audit & Supervisory Committee) was approved 1,500 units or less, and those total value to be 300 million yen at maximum. In order to strengthen the responsibility for company performance and incentives to improve it, we would like to set it as 3,000 units or less and maintain the total value of 300 million yen at maximum. The value of stock acquisition rights shall be calculated by multiplying the fair value of one unit of stock acquisition rights calculated on the day they are allotted by the total number of stock acquisition rights allotted to Directors of the Company. The fair value of one unit of stock acquisition rights shall be based on conditions such as the fair unit price valuation calculated using variables including share price on the day when the stock acquisition rights are allotted and the terms of stock acquisition rights, etc. using an equity option pricing model such as the Black-Scholes model. Contents of the stock acquisition rights as stock options are as described at Proposal No.5.

There are no change to the amount of remuneration for Directors (except the members of Audit & Supervisory Committee) as 500 million yen or less per business year (the amount of employee salaries for Directors concurrently serving as employee are not included).

Even if the Proposal No.1 is approved as originally proposed, the total number of Directors (except the members of Audit & Supervisory Committee) will remain unchanged from six (6).

<u>Proposal No. 4: Establishment of the Remuneration for Directors as the members of Audit & Supervisory Committee</u>

At the 124th Ordinary General Meeting of Shareholders held on June 20, 2018, separately from the cash remuneration, the stock acquisition rights for Directors as the members of Audit & Supervisory Committee was approved 300 units or less, and those total value to be 60 million yen at maximum. In order to strengthen the responsibility for company performance and incentives to improve it, we would like to set it as 600 units or less and maintain the total value of 60 million yen at maximum. The value of stock acquisition rights shall be calculated by the same way as the Proposal No.3 above. Contents of stock acquisition rights as stock options are the same as Proposal No.5.

There are no change to the amount of remuneration for Directors (the members of Audit & Supervisory Committee) as 100 million yen or less per business year

Even if the Proposal No.2 is approved as originally proposed, the total number of Directors (the members of Audit & Supervisory Committee) will maintain unchanged from three (3).

Proposal No. 5: Issuance of Stock Acquisition Rights as Stock Options

Sharp (the "Company") requests the authorization to allot stock acquisition rights as stock options to Directors, Auditors, Executives and Employees of the Company and its subsidiaries and affiliates in Japan (the "Company Group"), pursuant to Articles 236, 238 and 239 of the Companies Act of Japan, and Sharp would like to delegate the decision of the offering matters of stock acquisition rights to the Board of Directors.

1. The Reason why the Issuance under Particularly Favorable Conditions is Required:

The Company has decided to implement a stock option plan and will issue stock acquisition rights as stock options as one of the types of remuneration for Directors, Auditors, Executives and Employees of the Company Group. This will help the Company retain and recruit human resources required for the Company's revitalization and growth, and will serve as an incentive to increase their motivation to participate in the Company Group's business management and contribute to higher performance, as well as the increased corporate value of the Company.

2. Outline of Issuance of Stock Acquisition Rights:

- Persons to whom Stock Acquisition Rights will be allotted:
 Directors, Auditors, Executives and Employees of the Company and its subsidiaries and affiliates in Japan.
- (2) Class and number of shares to be issued upon exercise of Stock Acquisition Rights:

The class of shares to be issued upon the exercise of stock acquisition rights shall be common stock of the Company, and the number of shares to be issued shall not exceed 2,000,000.

If the Company splits its common stock (including allotment of its common stock without compensation; hereinafter the same shall apply) or consolidates its common stock, the number of shares to be issued upon the exercise of stock acquisition rights shall be adjusted in accordance with the following formula; provided that such adjustment shall be made to those that remain unexercised at the time of such adjustment, and any fraction less than one share arising as a result of such adjustment shall be rounded down.

Number of shares after adjustment = Number of shares before adjustment × Ratio of split or consolidation

If the Company conducts a merger, company split, share exchange, share transfer or the like that makes it necessary to adjust the number of shares, the number of shares shall be adjusted within a reasonable range, taking into account the conditions of the merger, company split, share exchange, share transfer or the like.

(3) Total number of Stock Acquisition Rights to be issued:

Not more than 20,000 units of stock acquisition rights shall be issued.

One hundred shares shall be issued per unit of stock acquisition rights; provided that, in the event of any adjustment of the number of shares stipulated in (2) above, the number of shares to be issued per unit of stock acquisition rights shall be adjusted accordingly.

The date of allotment of stock acquisition rights shall be determined by the Board of Directors, and the Board

of Directors may allot the stock acquisition rights at a plurality of times within the scope of the aforementioned limit.

(4) Cash payment for Stock Acquisition Rights:

No cash payment is required for stock acquisition rights.

(5) Value of assets to be contributed upon the exercise of Stock Acquisition Rights:

The value of assets to be contributed upon the exercise of each stock acquisition rights shall be the value per share to be issued by the exercise of each stock acquisition rights (the "Exercise Value") multiplied by the number of shares to be issued upon the exercise of one unit of stock acquisition rights.

The Exercise Value shall be the closing price on the Tokyo Stock Exchange on the day immediately prior to the date of the resolution by the Board of Directors of the Company determining the Subscription Requirements of the stock acquisition rights or the closing price on the date of the allotment (if no closing price is available on such day, then the closing price on the trading day immediately preceding such day), whichever is higher.

If the Company splits its common stock or consolidates its common stock after the issuance of stock acquisition rights, the Exercise Value shall be adjusted in accordance with the following formula, and any fraction less than one yen arising as a result of such adjustment shall be rounded up.

If shares to be offered are issued at a below-market price (including issuance of shares by allotment of shares without contribution and delivery of treasury shares, but excluding exercise of stock acquisition rights (including bonds with stock acquisition rights) and conversion of securities convertible into common stock of the Company), the Exercise Value shall be adjusted in accordance with the following formula, and any fraction less than one yen arising as a result of such adjustment shall be rounded up. The "Number of shares already issued" in the above formula shall be the total number of issued shares of the Company less the number of treasury shares held by the Company. If the Company disposes of treasury shares, the "Number of shares newly issued" and the "Stock price before new issuance" shall be respectively replaced to read as the "Number of treasury shares disposed of" and the "Stock price before disposal."

If the Company conducts a merger, company split, share exchange, share transfer or the like that makes it necessary to adjust the Exercise Value, the Exercise Value shall be adjusted within a reasonable range, taking into account the conditions of the merger, company split, share exchange, share transfer or the like.

(6) Exercise period of Stock Acquisition Rights:

The exercise period shall be from the date on which two (2) years have passed from the date of allotment of the stock acquisition rights to the date on which seven (7) years have passed from the date of allotment. If the final day of the exercise period falls on a holiday of the Company, the final day shall be the working day

immediately preceding the final day.

- (7) Conditions etc. for exercise of Stock Acquisition Rights
 - (i) The holders of stock acquisition rights shall remain Directors, Auditors, Executive Officers or employees of the Company or its subsidiaries or affiliates at the time of exercising stock acquisition rights; provided, however, that exceptional treatment may be allowed in this regard in writing by the Board of Directors of the Company in consideration of the circumstances.
 - (ii) If an allotment of stock acquisition rights consists of more than 50 units, stock acquisition rights may be exercised by the holder of stock acquisition rights, in whole or in part, according to the following categories.
 - i) The entire allotment of stock acquisition rights shall not be exercised prior to the date on which two (2) years have passed from the date of allotment.
 - 50% of the allotment of stock acquisition rights or 50 units of stock acquisition rights, whichever is larger, may be exercised from the date on which two (2) years have passed from the date of allotment to the date prior to the date on which three (3) years have passed from the date of allotment (if a fraction less than one unit arises in the number of exercisable stock acquisition rights, such fraction shall be rounded down).
 - 80% of the allotment of stock acquisition rights or 50 units of stock acquisition rights, whichever is larger, may be exercised from the date on which three (3) years have passed from the date of allotment to the date prior to the date on which four (4) years have passed from the date of allotment (if a fraction less than one unit arises in the number of exercisable stock acquisition rights, such fraction shall be rounded down).
 - iv) The entire allotment of stock acquisition rights may be exercised from the date on which four (4) years have passed from the date of allotment to the date on which seven (7) years have passed from the date of allotment.
 - (iii) Stock acquisition rights shall not be inherited; provided, however, that exceptional treatment may be allowed in this regard in writing by the Board of Directors in consideration of the circumstances.
 - (iv) Stock acquisition rights shall not be offered for pledge or disposed of in any other way.
 - (v) Other details and conditions shall be determined by the Board of Directors of the Company.
- (8) Matters concerning increase in capital and capital reserve by issuing of shares upon exercise of Stock Acquisition Rights:
 - (i) Amount of increase in capital by issuing shares upon exercise of stock acquisition rights shall be half of the upper limit of capital increase as calculated pursuant to the provisions of Article 17, Paragraph 1 of the Ordinance on Accounting of Companies, where any resultant fraction less than one yen shall be rounded up.
 - (ii) Amount of increase in capital reserve by issuing shares upon exercise of stock acquisition rights shall be the upper limit of capital increase as described in (i) above less the amount of increase in capital set out therein.
- (9) Reasons and conditions for the acquisition of Stock Acquisition Rights:

The Company may acquire stock acquisition rights on the date otherwise determined by the Board of Directors of the Company without any compensation therefor in the following cases:

- (i) In the case where a proposal of any merger agreement under which the Company is dissolved, or any absorption-type company split (*kyushu-bunkatsu*) agreement or incorporation-type company split (*shinsetsu-bunkatsu*) plan in which the Company will be a splitting company, or any share exchange agreement or share transfer plan in which the Company will be a wholly owned subsidiary of another company is approved at a General Shareholders' Meeting of the Company (or by the Board of Directors for a company split that does not require the approval of the General Shareholders' Meeting);
- (ii) In the case where a holder of stock acquisition rights ceases to accommodate the conditions of (7) above before exercising stock acquisition rights; or
- (iii) In the case where a holder of stock acquisition rights requests a waiver of Stock acquisition rights.
- (10) Restriction on the acquisition of Stock Acquisition Rights by transfer: Any acquisition of stock acquisition rights by transfer shall require an approval of the Board of Directors of the Company by its resolution.
- In the event the Company merges (limited to cases where the Company becomes a dissolving company), performs an absorption-type company split or an incorporation-type company split, or conducts a share exchange or a share transfer (hereinafter collectively "Organizational Restructuring"), stock acquisition rights of a corporation described in Article 236, Paragraph 1, Items 8.1 (≰) through 8.5 (♣) of the Companies Act of Japan (hereinafter "Restructured Company") shall be delivered under the following conditions to holders of stock acquisition rights remaining unexercised (hereinafter "Remaining stock acquisition rights") at the time when Organizational Restructuring takes effect. In this case, the Remaining stock acquisition rights will lapse and the Restructured Company will issue new stock acquisition rights. However, the foregoing shall apply only to cases in which the delivery of stock acquisition rights of the Restructured Company according to the following conditions is stipulated in the merger agreement, the absorption-type company split agreement, the
 - (i) Number of stock acquisition rights of the Restructured Company to be delivered: The Restructured Company shall deliver stock acquisition rights, the number of which shall equal the number of Remaining stock acquisition rights held by the holder of the Remaining stock acquisition rights.

incorporation-type company split plan, the share exchange agreement or the share transfer plan.

- (ii) Class of shares of the Restructured Company to be issued upon the exercise of stock acquisition rights: Shares of common stock of the Restructured Company
- (iii) Number of shares of the Restructured Company to be issued upon the exercise of stock acquisition rights: To be decided according to (2) and (3) above after taking into consideration the conditions, etc. of the Organizational Restructuring.
- (iv) Value of the assets to be contributed upon the exercise of stock acquisition rights: The value of the assets to be contributed upon the exercise of each stock acquisition rights shall be decided according to (5) above after taking into consideration the conditions, etc. of the Organizational Restructuring.
- (v) Exercise period of stock acquisition rights:
 Starting from the later of either the first date of the exercise period of stock acquisition rights as stipulated in (6) above, or the date on which the Organizational Restructuring becomes effective and

- ending on the expiration date for the exercise of stock acquisition rights as stipulated in (6) above.
- (vi) Matters concerning increase in capital and capital reserve to be increased by issuing of shares by the Restructured Company upon the exercise of stock acquisition rights:
 - To be determined in accordance with (8) above.
- (vii) Restriction on acquisition of stock acquisition rights by transfer:
 - Acquisition of stock acquisition rights by transfer shall be subject to the approval of the Board of Directors of the Restructured Company (or by the majority decision of Directors if such company is not a company with Board of Directors).
- (viii) Conditions and reasons for the acquisition of stock acquisition rights:

 To be determined in accordance with (7) and (9) above.
- (12) Rules pertaining to fractions of less than one share arising from the exercise of Stock Acquisition Rights:

 Fractions of less than one share in the number of shares to be delivered to holders of stock acquisition rights who exercised stock acquisition rights shall be rounded down.
- (13) Other details of Stock Acquisition Rights:
 - Other details of stock acquisition rights shall be determined by the meeting of the Board of Directors to determine the Subscription Requirements of Stock Acquisition Rights.

CONSOLIDATED BALANCE SHEET

(As of March 31, 2019)

(Millions of Yen)

| ASSETS | _ | LIABILITIES | | | |
|---------------------------------------|----------------|---|------------------|--|--|
| Current Assets | 1,141,369 | Current Liabilities | 813,136 | | |
| Cash and deposits | 266,648 | Notes and accounts payable - trade | 372,166 | | |
| Notes and accounts receivable - trade | 539,927 | Electronically recorded obligations- | 38,149 | | |
| | | operating | 01 116 | | |
| Inventories | 243,849 | Short-term loans payable Current portion of bonds | 81,446 30,000 | | |
| Other | 94,944 | Accrued expenses | 114,401 | | |
| Allowance for doubtful receivables | -4,000 | Provision for bonuses | 20,639 | | |
| | | Provision for product warranties | 19,903 | | |
| N. G. A.A. | 534.053 | Provision for sales promotion expenses | 12,422 | | |
| Non-Current Assets | 724,972 | Provisions for restructuring | 666 | | |
| Property, plant and equipment | 405,038 | Valuation reserve for inventory | 17,123 | | |
| Buildings and structures | 645,074 | purchase commitments | | | |
| Machinery, equipment and vehicles | 1,188,148 | Other | 106,217 | | |
| Tools, furniture and fixtures | 218,694 | Non-Current Liabilities | 680,740 | | |
| Land | 83,245 | Bonds payable | 000,740 | | |
| Construction in Progress | 47,741 | Long-term loans payable | 538,205 | | |
| _ | | Retirement benefit liability | 106,636 | | |
| Other | 45,974 | Other | 35,898 | | |
| Accumulated depreciation | -1,823,840 | Total Liabilities | 1,493,877 | | |
| | | NET ASSETS | | | |
| Intangible Assets | 39,695 | Shareholders' Equity | 457,778 | | |
| Software | 25,763 | Capital stock | 5,000 | | |
| Other | 13,931 | Capital surplus | 208,725 | | |
| | | Retained earnings | 258,040 | | |
| Investments and Other Assets | 290 220 | Treasury shares | -13,987 | | |
| | 280,239 | Accumulated Other Comprehensive | -107,148 | | |
| Investment securities | 185,782 | Income | 10 501 | | |
| Retirement benefit asset | 4,172 | Valuation difference on available-for- | 13,531 | | |
| Deferred tax asset | 22,740 | sale securities | 220 | | |
| Other | 70,023 | Deferred gains or losses on hedges Foreign currency translation | -220 | | |
| Allowance for doubtful receivables | -2,480 | adjustment | -44,251 | | |
| | | Remeasurements of defined benefit | -76,208 | | |
| Deferred Assets | | plans | -70,200 | | |
| | 6 | Stock Acquisition Rights | 235 | | |
| Bond issuance cost | 6 | Non-controlling Interests | 21,605 | | |
| | | | _1,000 | | |
| | | Total Net Assets | 372,471 | | |
| Total Assets | 1,866,349 | Total Liabilities and Net Assets | 1,866,349 | | |

CONSOLIDATED STATEMENT OF INCOME

(From April 1, 2018 to March 31, 2019)

(Millions of Yen)

| | (14) | illions of Ten) |
|---|--------|-----------------|
| Net Sales | | 2,400,072 |
| Cost of sales | | 1,975,958 |
| Gross profit | | 424,113 |
| Selling, general and administrative expenses | | 339,972 |
| Operating profit | | 84,140 |
| Non-Operating Income | | 22,650 |
| Interest and dividend income | 4,110 | |
| Other | 18,540 | |
| Non-Operating Expenses | | 37,779 |
| Interest expenses | 4,376 | |
| Other | 33,403 | |
| Ordinary Profit | | 69,011 |
| Extraordinary Income | | 14,716 |
| Gain on sales of non-current assets | 10,599 | |
| Gain on bargain purchase | 3,936 | |
| Gain on Change in equity | 180 | |
| Extraordinary Losses | | 8,139 |
| Loss on sales and retirement of non-current assets | 1,161 | |
| Impairment loss | 6,304 | |
| Loss on valuation of investment securities | 10 | |
| Restructuring charges | 355 | |
| Loss on liquidation of subsidiaries and associates | 307 | |
| Profit before income taxes | | 75,587 |
| Income taxes-current | | 13,698 |
| Income taxes-deferred | | -11,523 |
| Profit | | 73,412 |
| Profit (Loss) attributable to non-controlling interests | | -814 |
| Profit attributable to owners of parent | | 74,226 |

CONSOLIDATED STATEMENT OF CHANGES IN NET ASSETS

(From April 1, 2018 to March 31, 2019)

(Millions of Yen)

| | Shareholders' Equity | | | | | | | |
|--|----------------------|-----------------|-------------------|-----------------|-----------------------------------|--|--|--|
| | Capital stock | Capital surplus | Retained earnings | Treasury shares | Total shareholders ' equity | | | |
| Balance at beginning of current period | 5,000 | 295,332 | 204,906 | -13,936 | 491,302 | | | |
| Changes of items during period | | | | | | | | |
| Dividends of surplus | | | -21,092 | | -21,092 | | | |
| Profit attributable to owners of Parent | | | 74,226 | | 74,226 | | | |
| Changes in ownership interest of parent due to transactions with non-controlling interests | | -1,512 | | | -1,512 | | | |
| Capital increase of consolidated subsidiaries | | 7 | | | 7 | | | |
| Purchase of treasury shares | | | | -85,164 | -85,164 | | | |
| Disposal of treasury shares | | 5 | | 6 | 12 | | | |
| Retirement of treasury shares | | -85,107 | | 85,107 | _ | | | |
| Net changes of items other than shareholders' equity | | | | | | | | |
| Total changes of items during Period | _ | -86,607 | 53,134 | -50 | -33,523 | | | |
| Balance at end of current period | 5,000 | 208,725 | 258,040 | -13,987 | 457,778 | | | |

| | A | Accumulated Other Comprehensive Income | | | | | | |
|---|--|---|--|---|---|-------------------------------------|--------------------------------------|------------------------|
| | Valuation difference on available-for- sale securities | Deferred gains or losses on hedges | Foreign currency translation adjustment | Remeasure -ments of defined benefit plans | Total accumu- lated other compre- hensive income | Stock Acquis -ition Rights | Non- Controll ing Interests | Total Net Assets |
| Balance beginning of current period | 16,876 | -3,205 | -47,302 | -79,330 | -112,961 | 106 | 23,265 | 401,713 |
| Changes of items during period | | | | | | | | |
| Dividends of surplus | | | | | | | | -21,092 |
| Profit attributable to owners of Parents | | | | | | | | 74,226 |
| Changes in ownership interest of parent due to transactions with non- controlling interests | | | | | | | | -1,512 |
| Capital increase of consolidated subsidiaries | | | | | | | | 7 |
| Purchase of treasury shares | | | | | | | | -85,164 |
| Disposal of treasury shares | | | | | | | | 12 |
| Retirement of treasury shares | | | | | | | | - |
| Net changes of items other than shareholders' equity | -3,344 | 2,985 | 3,051 | 3,122 | 5,813 | 128 | -1,660 | 4,281 |
| Total changes of items during period | -3,344 | 2,985 | 3,051 | 3,122 | 5,813 | 128 | -1,660 | -29,241 |
| Balance at end of current period | 13,531 | -220 | -44,251 | -76,208 | -107,148 | 235 | 21,605 | 372,471 |

BALANCE SHEET (based on non-consolidated results)

(As of March 31, 2019) (Millions of Yen)

| ASSETS | | LIABILITIES | |
|--|-----------|--|------------------|
| Current Assets | 653,746 | Current Liabilities | 563,187 |
| Cash and deposits | 164,607 | Notes payable | 3,599 |
| Notes receivable | 625 | Electronically recorded obligations- | 36,908 |
| Accounts receivable | 303,305 | operating | 175 707 |
| Lease assets | 3,460 | Accounts payable-trade | 175,707 |
| Finished products | 60,822 | Short-term borrowings Bonds scheduled to be redeemed | 47,299 30,000 |
| Work in process | 20,983 | within one year | 30,000 |
| Raw materials and supplies | 7,703 | Lease liabilities | 2,749 |
| Advance payments | 16,042 | Accounts payable-other | 15,992 |
| Prepaid expenses | 370 | Accrued expenses | 78,551 |
| | | Income taxes payable | 1,749 |
| Other | 77,516 | Advances received | 11,198 |
| Allowance for doubtful receivables | -1,691 | Deposits received | 65,937 |
| | | Accrued employees' bonuses | 11,100 |
| Non-Current Assets | 796,997 | Accrued product warranty | 6,353 |
| Property, plant and equipment | 321,890 | Valuation reserve for inventory | 17,123 |
| Buildings | 135,705 | purchase commitments Provision for business loss on | 55,644 |
| Structures | 3,841 | subsidiaries and associates | 33,044 |
| Machinery and equipment | 52,388 | Other | 3,270 |
| Vehicles | 17 | | -, |
| Tools, furniture and fixtures | 7,215 | Non-Current Liabilities | 567,582 |
| Land | 78,410 | Long-term borrowings | 534,993 |
| Lease assets | | Accrued retirement benefits | 11,810 |
| | 2,523 | Lease liabilities | 9,170 |
| Construction in progress Intangible Assets | 41,788 | Other | 11,608 |
| | 22,889 | Total Liabilities | 1,130,770 |
| Industrial property | 20 | NET ASSETS | |
| Rights to use facilities | 6 | Shareholders' Equity | 308,019 |
| Software | 22,862 | Capital Stock | 5,000 |
| Investments and Other Assets | 452,217 | Capital Surplus | 200,890 |
| Investment securities | 114,876 | Capital reserve | 1,250 |
| Stocks of subsidiaries and associates | 232,641 | Other capital surplus | 199,640 |
| Investments in capital of | 49,806 | Retained Earnings | 116,116 |
| subsidiaries and associates | | Other retained earnings | 116,116 |
| Long-term loans | 2,183 | Reserve for advanced depreciation | 2,574 |
| Long-term prepaid expenses | 5,982 | on non-current assets | |
| Differed tax asset | 3,214 | Retained earnings carried forward | 113,542 |
| Other | 45,583 | Treasury Stock | -13,987 |
| Allowance for doubtful receivables | -2,071 | | |
| Deferred Assets | | Valuation and Translation | 11,732 |
| Bond issuance cost | 6 | Adjustments | |
| Bond Issuance cost | 6 | Valuation difference on available-for- | 12,023 |
| | | sale securities | |
| | | Deferred gains or losses on hedges | -291 |
| | | Stock Acquisition Rights | 227 |
| | | Total Net Assets | 319,979 |
| Total Assets | 1,450,749 | Total Liabilities and Net Assets | 1,450,749 |

STATEMENT OF INCOME (based on non-consolidated results)

(From April 1, 2018 to March 31, 2019)

(Millions of Yen)

| Net Sales | | 1,592,005 |
|---|--------|-----------|
| Cost of sales | | 1,411,965 |
| Gross profit | | 180,039 |
| Selling, general and administrative expenses | | 130,663 |
| Operating profit | | 49,376 |
| Non-Operating Income | | 28,288 |
| Interest and dividend income | 11,834 | |
| Other | 16,454 | |
| Non-Operating Expenses | | 16,463 |
| Interest expenses | 3,533 | |
| Other | 12,930 | |
| Ordinary Profit | | 61,201 |
| Extraordinary Income | | 13,380 |
| Gain on sales of non-current assets | 9,937 | |
| Gain on sales of shares of subsidiaries and associates | 329 | |
| Refund of Provision for loss on business of subsidiaries and associates | 3,113 | |
| Extraordinary Losses | | 15,329 |
| Loss on sales and retirement of non-current assets | 646 | |
| Impairment loss | 970 | |
| Loss on sales of stocks of subsidiaries and associates | 13,356 | |
| Restructuring charges | 355 | |
| Profit (Loss) before income taxes | | 59,253 |
| Corporate income, inhabitant and business taxes | | 3,509 |
| Adjustment to income taxes | | -10,275 |
| Profit (Loss) | | 66,018 |

STATEMENT OF CHANGES IN NET ASSETS (based on non-consolidated results)

(From April 1, 2018 to March 31, 2019)

(Millions of Yen)

| | Shareholders' Equity | | | | | | | |
|---|----------------------|--------------------|-----------------------------|-----------------------------|--|--|----------------------------|--|
| | | | Capital Surplus | | | Retained Earning | S | |
| | | | | | Other Retai | ned Earnings | | |
| | Common Stock | Capital Reserve | Other Capital Surplus | Total Capital Surplus | Reserve for Deferred Gains on Fixed Assets | Retained Earnings Carried Forward | Total Retained Earnings | |
| Balance at beginning of current period | 5,000 | 1,250 | 293,683 | 294,933 | 4,081 | 67,108 | 71,189 | |
| Changes of items during Period | | | | | | | | |
| Reduction due to company split | | | -8,933 | -8,933 | | | | |
| Reversal of reserve for advanced depreciation of non-current assets | | | | | -1,507 | 1,507 | _ | |
| Dividends of surplus | | | | | | -21,092 | -21,092 | |
| Profit (Loss) | | | | | | 66,018 | 66,018 | |
| Purchase of treasury shares | | | | | | | | |
| Disposal of treasury shares | | | -1 | -1 | | | | |
| Retirement of treasury shares | | | -85,107 | -85,107 | | | | |
| Net changes of items other than shareholders' equity | | | | | | | | |
| Total changes of items during the period | _ | _ | -94,042 | -94,042 | -1,507 | 46,433 | 44,926 | |
| Balance at end of current period | 5,000 | 1,250 | 199,640 | 200,890 | 2,574 | 113,542 | 116,116 | |

| | Shareholo | lers' Equity | Valuation a | | 1 | | |
|---|-------------------|----------------------------------|--|--------------------------------|--|--------------------------------|---------------------|
| | Treasury Stock | Total Shareholders' Equity | Net Unrealized Holding Gains on Securities | Deferred Gains on Hedges | Total Valuation and Translation Adjustments | Stock Acquisition rights | Total Net Assets |
| Balance at beginning of current period | -13,932 | 357,191 | 15,047 | -2,912 | 12,134 | 98 | 369,424 |
| Changes of items during period | | | | | | | |
| Reduction due to company split | | -8,933 | | | | | -8,933 |
| Reversal of reserve for advanced depreciation on non-current assets | | ı | | | | | 1 |
| Dividends of surplus | | -21,092 | | | | | -21,092 |
| Profit (Loss) | | 66,018 | | | | | 66,018 |
| Purchase of treasury stock | -85,164 | -85,164 | | | | | -85,164 |
| Disposal of treasury stock | 2 | 0 | | | | | 0 |
| Retirement of treasury shares | 85,107 | _ | | | | | _ |
| Net changes of items other than owners' equity | | | -3,023 | 2,620 | -402 | 128 | -273 |
| Total changes of items during the period | -55 | -49,171 | -3,023 | 2,620 | -402 | 128 | -49,445 |
| Balance at end of current period | -13,987 | 308,019 | 12,023 | -291 | 11,732 | 227 | 319,979 |