

(Translation)

Securities Code: 5262

June 7, 2019

To Our Shareholders with Voting Rights:

Minoru Okawauchi
President and Director
NIPPON HUME CORPORATION
5-33-11 Shimbashi, Minato-ku, Tokyo

**NOTICE OF CONVOCATION OF
THE 136TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 136th Annual General Meeting of Shareholders of NIPPON HUME CORPORATION (the “Company”). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing. Please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it to us by no later than 5:20 p.m. Japan time on Wednesday, June 26, 2019.

- 1. Date and Time:** Thursday, June 27, 2019 at 10:00 a.m. Japan time
- 2. Place:** Conference room on the 8th floor of the Company (Shimbashi NH Building)
5-33-11 Shimbashi, Minato-ku, Tokyo, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and Consolidated Financial Statements for the 136th Fiscal Year (April 1, 2018 to March 31, 2019), and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 2. Non-consolidated Financial Statements for the 136th Fiscal Year (April 1, 2018 to March 31, 2019)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Partial Amendments to the Articles of Incorporation
- Proposal 3:** Election of Eleven (11) Directors
- Proposal 4:** Election of One (1) Audit & Supervisory Board Member

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Please note that the following items are not presented in the attached document of this notice of convocation, as they are posted on the Company's website, in accordance with laws and regulations and the provisions under Article 14 of the Company's Articles of Incorporation.

1. Notes to the Consolidated Financial Statements

2. Notes to the Non-Consolidated Financial Statements

The Consolidated Financial Statements and Non-Consolidated Financial Statements audited by the Audit & Supervisory Board and Accounting Auditor in preparing the Audit Report and Accounting Auditor's Audit Report, respectively, include the information in the attached document, as well as other information required to be disclosed in the "Notes to the Consolidated Financial Statements" and "Notes to the Non-Consolidated Financial Statements."

- If the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements or Non-Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website.

The Company's website

(<http://www.nipponhume.co.jp/>)

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The Company proposes to distribute the surplus as described below.

The Company considers distribution of profits to shareholders as an important management task. Our basic policy is to maintain a stable dividend level. In the meantime, we strive to enhance overall return to shareholders by implementing purchases of treasury shares and other measures, taking into account factors such as maintaining a sound financial structure, enhancing internal reserves to prepare for business development, as well as performance.

Funds retained as internal reserves will be used as a portion of the funds invested in development of new products and new technologies and for capital investment in efficiency enhancement and reduction of power consumption. The efficiency of the investments is considered from a long-term perspective.

The Company is scheduled to pay the year-end dividend for the fiscal year under review as described below, taking into account factors such as non-consolidated financial results, consolidated financial results, financial condition and future management environment.

1. Details of the year-end dividend

1) Type of dividend property	Cash
2) Appropriation of dividend property to shareholders and its total amount	¥18 per share for the Company's common stock Total dividends: ¥458,181,918
3) Effective date for dividends from surplus	June 28, 2019

2. Other matters concerning the appropriation of surplus

1) Accounting item of surplus to increase and the amount of increase	General reserve: ¥500,000,000
2) Accounting item of surplus to decrease and the amount of decrease	Retained earnings brought forward: ¥500,000,000

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for the amendments

To prepare for the expansion of business in the future, the Company proposes to add necessary items to business objectives under Article 2 of the current Articles of Incorporation.

2. Content of the proposed amendments

The details of the proposed amendments are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p>Article 1 (Provisions are omitted)</p> <p>(Objectives)</p> <p>Article 2 (Provisions are omitted)</p> <p>1. to 12. (Provisions are omitted)</p> <p><u>(Newly established)</u></p> <p><u>(Newly established)</u></p> <p><u>13.</u> to <u>14.</u> (Provisions are omitted)</p> <p>Article 3 to Article 40 (Provisions are omitted)</p>	<p>Article 1 (Remain unchanged)</p> <p>(Objectives)</p> <p>Article 2 (Remain unchanged)</p> <p>1. to 12. (Remain unchanged)</p> <p><u>13. Application service provider business</u></p> <p><u>14. Service offering, sales and consulting services related to computers, computer peripherals and related devices, and usage of computer software</u></p> <p><u>15.</u> to <u>16.</u> (Remain unchanged)</p> <p>Article 3 to Article 40 (Remain unchanged)</p>

Proposal 3: Election of Eleven (11) Directors

The terms of office of all eleven (11) Directors will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of eleven (11) Directors.

The candidates for newly elected Directors are selected upon receiving recommendations from the Nomination Committee, of which the majority is comprised of Outside Directors. The candidates for Directors are as follows:

No.	Name	Current positions and responsibilities at the Company	
1	Minoru Okawauchi	President and Representative Director	Reelection
2	Naoki Toyoguchi	Senior Managing Director General Manager of Administration Division, General Manager of Real Estate & Environmental Business Division	Reelection
3	Masahiro Asazuma	Managing Director General Manager of Technology Division and Construction Business Division, General Manager of Technology Department, in charge of Safety Management Department and Technology Research Laboratory	Reelection
4	Tomoyuki Masubuchi	Managing Director Deputy General Manager of Administration Division, General Manager of General Administrative Department and Corporate Planning Department	Reelection
5	Masataka Ohashi	Director General Manager of East Japan Division, General Manager of Hokkaido Branch	Reelection
6	Keiichi Toyama	Director General Manager of West Japan Division, General Manager of Kansai Branch, General Manager of Tokai Branch	Reelection
7	Satoshi Shibata	Management Officer General Manager of Production Department, General Manager of Quality Management Department	New candidate
8	Hirokazu Suzuki	Full-time Audit & Supervisory Board Member	New candidate
9	Kazushige Kodama	Management Officer General Manager of Sales Division, General Manager of Kanto Branch and Tohoku Branch	New candidate
10	Tomoki Suzuki	Director	Reelection Outside Independent
11	Masahiro Maeda	Director	Reelection Outside Independent

Reelection: Candidate for reelected Director

New candidate: Candidate for newly elected Director

Outside: Candidate for Outside Director

Independent: Independent Director pursuant to the provisions of the Stock Exchange

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions
1	<p data-bbox="292 510 494 573">Minoru Okawauchi (February 7, 1954)</p> <p data-bbox="336 622 450 645">Reelection</p> <p data-bbox="256 696 531 792">Number of the Company's shares held 23,000</p>	<p data-bbox="555 264 727 293">September 1985</p> <p data-bbox="555 304 663 333">June 1992</p> <p data-bbox="555 376 671 405">April 1999</p> <p data-bbox="555 416 663 445">June 2003</p> <p data-bbox="555 456 663 486">June 2009</p> <p data-bbox="555 564 699 593">October 2009</p> <p data-bbox="555 636 683 665">March 2011</p> <p data-bbox="555 707 671 736">April 2011</p> <p data-bbox="555 748 663 777">June 2011</p> <p data-bbox="555 788 663 817">June 2013</p> <p data-bbox="555 860 663 889">June 2014</p> <p data-bbox="555 967 663 996">June 2015</p> <p data-bbox="751 264 1412 1037"> Joined the Company President and Representative Director of NIPPON HUME INTERNATIONAL LTD. General Manager of International Business Division Director, General Manager of International Business Division Managing Director, General Manager of International Business Division Director of NIPPON HUME INTERNATIONAL LTD. Managing Director of NIPPON HUME INTERNATIONAL LTD. Outside Director of NIPPON JOGESUIDO SEKKEI CO., LTD. (current NJS Co., Ltd.) Managing Director, in charge of International Business Division Outside Corporate Auditor of DC Co., Ltd. Senior Managing Director, General Manager of Corporate Planning Department Senior Managing Director, General Manager of Administration Division, in charge of Corporate Planning Department and International Business Division President and Representative Director (to present) </p>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions
2	<p data-bbox="300 786 485 853">Naoki Toyoguchi (August 9, 1951)</p> <p data-bbox="336 898 448 920">Reelection</p> <p data-bbox="256 976 528 1077">Number of the Company's shares held 15,000</p>	<p data-bbox="555 304 671 327">April 1974</p> <p data-bbox="751 304 963 327">Joined the Company</p> <p data-bbox="555 338 663 360">June 2003</p> <p data-bbox="751 338 1110 360">General Manager of Osaka Branch</p> <p data-bbox="555 371 663 394">June 2007</p> <p data-bbox="751 371 1211 394">Director, General Manager of Tokyo Branch</p> <p data-bbox="555 405 663 427">June 2011</p> <p data-bbox="751 405 1321 427">Managing Director, General Manager of Tokyo Branch</p> <p data-bbox="555 439 663 461">June 2012</p> <p data-bbox="751 439 1366 539">Managing Director, General Manager of Sales Division and Product Sales Department, General Manager of Market Development Department</p> <p data-bbox="751 551 1350 618">President and Representative Director of NIPPON HUME ENGINEERING CORPORATION</p> <p data-bbox="751 629 1270 696">President and Representative Director of HUMEZ CORPORATION</p> <p data-bbox="555 707 683 730">March 2013</p> <p data-bbox="751 707 1398 808">Outside Corporate Auditor of NIPPON JOGESUIDO SEKKEI CO., LTD. (current NJS Co., Ltd.) (to present)</p> <p data-bbox="555 819 671 842">April 2013</p> <p data-bbox="751 819 1366 887">Managing Director, General Manager of Sales Division and Product Sales Department</p> <p data-bbox="555 898 663 920">June 2013</p> <p data-bbox="751 898 1350 965">Managing Director, General Manager of Sales Division, in charge of Sewage Line-related Business Division</p> <p data-bbox="555 976 663 999">June 2014</p> <p data-bbox="751 976 1374 1043">Chairman and Director of NIPPON HUME ENGINEERING CORPORATION</p> <p data-bbox="555 1055 663 1077">June 2015</p> <p data-bbox="751 1055 1390 1178">Senior Managing Director, General Manager of Internal Audit Office and Administration Division, in charge of International Business Division, in charge of Real Estate & Environmental Business Division</p> <p data-bbox="751 1189 1190 1256">Outside Corporate Auditor of DC Co., Ltd. (to present)</p> <p data-bbox="555 1267 663 1290">June 2016</p> <p data-bbox="751 1267 1390 1402">Senior Managing Director, General Manager of Internal Audit Office and Administration Division, General Manager of Real Estate & Environmental Business Division, in charge of International Business Division</p> <p data-bbox="555 1413 671 1435">April 2018</p> <p data-bbox="751 1413 1398 1547">Senior Managing Director, General Manager of Administration Division, General Manager of Real Estate & Environmental Business Division (to present)</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	
3	<p>Masahiro Asazuma (March 20, 1959)</p> <p>Reelection</p> <p>Number of the Company's shares held 7,000</p>	<p>April 1982</p> <p>April 2006</p> <p>April 2010</p> <p>June 2013</p> <p>June 2014</p> <p>June 2015</p> <p>June 2016</p> <p>June 2017</p>	<p>Joined the Company</p> <p>General Manager of Amagasaki Factory</p> <p>General Manager of Kumagaya Factory</p> <p>Director, General Manager of Technology Department and Construction Technology Department</p> <p>Director, General Manager of Construction Business Division and Technology Department</p> <p>Director, General Manager of Safety Management Department and Technology Division, General Manager of Construction Business Division, General Manager of Technology Department, General Manager of Production Department, General Manager of Quality Management Department, in charge of Technology Research Laboratory</p> <p>Director, General Manager of Technology Division and Construction Business Division, in charge of Safety Management Department and Technology Research Laboratory</p> <p>Managing Director, General Manager of Technology Division and Construction Business Division, General Manager of Technology Department, in charge of Safety Management Department and Technology Research Laboratory (to present)</p>
4	<p>Tomoyuki Masubuchi (November 6, 1964)</p> <p>Reelection</p> <p>Number of the Company's shares held 7,000</p>	<p>February 1992</p> <p>April 2011</p> <p>June 2013</p> <p>June 2014</p> <p>June 2015</p> <p>June 2016</p> <p>March 2017</p> <p>June 2017</p>	<p>Joined the Company</p> <p>General Manager of Corporate Planning Department</p> <p>Outside Director of ASAHI CONCRETE WORKS CO., LTD.</p> <p>Director, General Manager of Corporate Planning Department</p> <p>Corporate Auditor of ASAHI CONCRETE WORKS CO., LTD.</p> <p>Director, General Manager of General Administrative Department and Corporate Planning Department</p> <p>Outside Corporate Auditor of NJS Co., Ltd. (to present)</p> <p>Managing Director, Deputy General Manager of Administration Division, General Manager of General Administrative Department and Corporate Planning Department (to present)</p>
5	<p>Masataka Ohashi (May 19, 1954)</p> <p>Reelection</p> <p>Number of the Company's shares held 4,700</p>	<p>April 1974</p> <p>June 2007</p> <p>June 2011</p> <p>June 2015</p> <p>June 2017</p>	<p>Joined the Company</p> <p>General Manager of Sapporo Branch</p> <p>Deputy Director, General Manager of Sapporo Branch</p> <p>Director, General Manager of Tokyo Branch</p> <p>Director, General Manager of East Japan Division, General Manager of Hokkaido Branch (to present)</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	
6	<p>Keiichi Toyama (July 4, 1953)</p> <p>Reelection</p> <p>Number of the Company's shares held 5,300</p>	<p>June 1999</p> <p>October 2008</p> <p>June 2011</p> <p>June 2012</p> <p>June 2015</p> <p>June 2016</p> <p>June 2017</p> <p>September 2017</p>	<p>Joined the Company</p> <p>General Manager of Sales Department of Osaka Branch</p> <p>Deputy Director, Deputy General Manager and General Manager of Sales Department of Osaka Branch</p> <p>Deputy Director, General Manager of Fukuoka Branch</p> <p>Management Officer, General Manager of Fukuoka Branch</p> <p>Management Officer, General Manager of Osaka Branch and Fukuoka Branch</p> <p>Director, General Manager of West Japan Division, General Manager of Kansai Branch, General Manager of Tokai Branch, General Manager of Kyushu Branch</p> <p>Director, General Manager of West Japan Division, General Manager of Kansai Branch, General Manager of Tokai Branch (to present)</p>
7	<p>Satoshi Shibata (February 2, 1961)</p> <p>New candidate</p> <p>Number of the Company's shares held 10,300</p>	<p>April 1983</p> <p>April 2008</p> <p>April 2010</p> <p>June 2013</p> <p>September 2014</p> <p>June 2015</p> <p>June 2016</p> <p>April 2018</p> <p>November 2018</p>	<p>Joined the Company</p> <p>General Manager of Mie Factory</p> <p>General Manager of Amagasaki Factory</p> <p>General Manager of Kumagaya Factory</p> <p>President and Representative Director of GYKO Corporation (current GYKO AKEBONO Corporation)</p> <p>Resigned from the post of President and Representative Director of GYKO Corporation (current GYKO AKEBONO Corporation)</p> <p>Management Officer, General Manager of Kumagaya Factory</p> <p>Management Officer, General Manager of Safety Management Department and Production Department, General Manager of Quality Management Department</p> <p>Management Officer, General Manager of Production Department, General Manager of Quality Management Department (to present)</p> <p>President and Representative Director of GYKO AKEBONO Corporation (to present)</p> <p>Reasons for the election as a candidate for newly elected Director Mr. Satoshi Shibata has contributed to the growth of the Company's business through his work in the fields of production management and quality management. The Company nominated him as a candidate for Director for his considerable achievements and capabilities, as well as his outstanding personality and insight.</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	
8	<p>Hirokazu Suzuki (March 4, 1965)</p> <p>New candidate</p> <p>Number of the Company's shares held 3,500</p>	<p>April 1987</p> <p>April 2010</p> <p>April 2011</p> <p>June 2014</p> <p>June 2015</p> <p>June 2016</p>	<p>Joined the Company</p> <p>General Manager of General Administrative Department</p> <p>General Manager of General Administrative Department and Real Estate & Environmental Business Division</p> <p>President and Representative Director of ENVIRONMENT IMPROVEMENT PLANNING Co., Ltd.</p> <p>Management Officer, General Manager of General Administrative Department and Real Estate & Environmental Business Division</p> <p>Full-time Audit & Supervisory Board Member (to present)</p> <p>Reasons for the election as a candidate for newly elected Director Mr. Hirokazu Suzuki has contributed to the Company through his efforts in enhancing its corporate governance. The Company nominated him as a candidate for Director for his considerable achievements and capabilities, as well as his outstanding personality and insight.</p>
9	<p>Kazushige Kodama (November 24, 1962)</p> <p>New candidate</p> <p>Number of the Company's shares held 2,300</p>	<p>April 1987</p> <p>June 2013</p> <p>June 2015</p> <p>June 2017</p> <p>December 2017</p> <p>April 2019</p>	<p>Joined the Company</p> <p>General Manager of Nagoya Branch</p> <p>Management Officer, General Manager of Sapporo Branch</p> <p>Management Officer, General Manager of Kanto Branch and Tohoku Branch</p> <p>President and Representative Director of ENVIRONMENT IMPROVEMENT PLANNING Co., Ltd. (to present)</p> <p>Management Officer, General Manager of Sales Division, General Manager of Kanto Branch and Tohoku Branch (to present)</p> <p>Reasons for the election as a candidate for newly elected Director Mr. Kazushige Kodama has contributed to the growth of the Company's business through his many years of dedicated leadership in sales. The Company nominated him as a candidate for Director for his considerable achievements, capabilities, and abundant experience in the concrete product industry, as well as his outstanding personality and insight.</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions
10	Tomoki Suzuki (November 15, 1949) Reelection Outside Independent Number of the Company's shares held 0	<p>May 1969 Joined Metropolitan Police Department</p> <p>March 2006 Chief of the 5th Area Headquarters of Metropolitan Police Department</p> <p>February 2008 Chief of the 8th Area Headquarters and Director of Police Administration Department of Metropolitan Police Department</p> <p>April 2009 Advisor of Meiji Yasuda Life Insurance Company</p> <p>April 2015 Advisor</p> <p>June 2015 Outside Director (to present)</p> <p>Outside Auditor of ALPHA Corporation (to present)</p> <p>Reasons for the election as a candidate for Outside Director Mr. Tomoki Suzuki possesses considerable knowledge and experience accumulated over many years serving in the Metropolitan Police Department. Mr. Suzuki has provided useful advice on the Company's management, mainly from the perspective of compliance. Based on his achievements to date as Outside Director, the Company determined that he is well qualified for appropriately fulfilling the duties.</p>
11	Masahiro Maeda (October 30, 1948) Reelection Outside Independent Number of the Company's shares held 0	<p>July 1971 Joined Tokyo Metropolitan Government</p> <p>July 2005 Director General of the Bureau of Sewerage of Tokyo Metropolitan Government</p> <p>August 2008 President of Tokyo Metropolitan Sewerage Service Corporation</p> <p>April 2013 Professor of University Research Center of Nihon University</p> <p>September 2013 President of Sewage-Maintenance Co-operation</p> <p>June 2018 Outside Director (to present)</p> <p>April 2019 Visiting Professor of Nihon University (to present)</p> <p>Reasons for the election as a candidate for Outside Director Mr. Masahiro Maeda has many years of experience in government administration. In addition, he is familiar with overall sewerage lines, a business area of the Company. Based on his achievements to date as Outside Director, the Company determined that he is well qualified for appropriately fulfilling the duties.</p>

1. There are no special interests between each candidate and the Company.
2. Messrs. Tomoki Suzuki and Masahiro Maeda are candidates for Outside Directors.
3. Messrs. Tomoki Suzuki and Masahiro Maeda are the current Outside Directors of the Company. Mr. Suzuki will have served as Outside Director for four years and Mr. Maeda for one year at the conclusion of this General Meeting of Shareholders.
4. An outline of a limited liability agreement with Outside Directors is as follows:
The Company has entered into a limited liability agreement with Messrs. Tomoki Suzuki and Masahiro Maeda to limit their liability for damages pursuant to Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability under that agreement is ¥10 million or the minimum liability amount stipulated by laws and regulations, whichever is the greater. If the reelection of Messrs. Suzuki and Maeda is approved, the Company intends to continue said agreement with each of them.
5. The Company has registered Messrs. Tomoki Suzuki and Masahiro Maeda as Independent Directors pursuant to the provisions of the Tokyo Stock Exchange.
If the reelection of Messrs. Suzuki and Maeda is approved, the Company intends to continue to register

them as Independent Directors.

6. Mr. Naoki Toyoguchi is scheduled to resign from the post of Outside Corporate Auditor of DC Co., Ltd. at the conclusion of its Annual General Meeting of Shareholders to be held on June 14, 2019, due to the completion of his term of office.
7. The Company has established a directors' shareholding association in June 2018. As of March 31, 2019, 5,300 shares were held thereby.

Proposal 4: Election of One (1) Audit & Supervisory Board Member

Audit & Supervisory Board Member, Mr. Hirokazu Suzuki will resign from office at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of one (1) substitute Audit & Supervisory Board Member.

The term of office of a substitute Audit & Supervisory Board Member shall be the remaining term of office of the resigning Audit & Supervisory Board Member as provided under the Company's Article of Incorporation.

The Audit & Supervisory Board has given its approval to this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary, positions and significant concurrent positions	
Takamasa Ishii (May 8, 1964)	April 1988	Joined the Company
	April 2010	General Manager of Accounting Department
	June 2014	President and Representative Director of NIPPON HUME ENGINEERING CORPORATION
	June 2015	Management Officer, General Manager of Accounting Department (to present)
New candidate	June 2017	President and Representative Director of HUMEZ CORPORATION (to present)
Number of the Company's shares held 8,300	Reasons for the election as a candidate for newly elected Audit & Supervisory Board Member The Company nominated Mr. Takamasa Ishii as a candidate for Audit & Supervisory Board Member because he has gained a considerable insight in accounting as well as the Company's overall business through his experience while serving as Management Officer, General Manager of Accounting Department.	

1. There are no special interests between the candidate and the Company.
2. Mr. Takamasa Ishii is scheduled to resign from the post of President and Representative Director of HUMEZ CORPORATION at the conclusion of its Annual General Meeting of Shareholders to be held in late June 2019.
3. An outline of a limited liability agreement with Audit & Supervisory Board Members is as follows:
The Company stipulates provisions in its Articles of Incorporation to the effect that the Company can enter into a limited liability agreement with Audit & Supervisory Board Members so that the Audit & Supervisory Board Members can fully perform their expected roles.
If the election of Mr. Takamasa Ishii is approved, the Company intends to enter into the limited liability agreement with Mr. Ishii to limit his liability for damages pursuant to Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability under the agreement is ¥5 million or the minimum liability amount stipulated by laws and regulations, whichever is the greater.