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(Stock Exchange Code 7613) March 6, 2020

To Shareholders with Voting Rights:

Shiro Murai Chairman SIIX Corporation 1-4-9, Bingo-machi, Chuo-ku, Osaka

## NOTICE OF THE 28TH ANNUAL GENERAL SHAREHOLDER'S MEETING

#### Dear Shareholders:

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

You are cordially invited to attend the 28th Annual General Shareholder's Meeting of SIIX Corporation (the "Company"). The meeting will be held for the purposes described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Shareholder's Meeting, and exercise your voting rights in the manner described hereafter by 5:30 p.m. (Japan time) on Thursday, March 26, 2020.

1. Date and Time: Friday, March 27, 2020 at 10:00 a.m. Japan time

**2. Place:** Crystal room on 2nd floor of Viale Osaka at

3-1-3, Azuchi-machi, Chuo-ku, Osaka-shi, Osaka

3. Meeting Agenda:

Matters to be reported: 1. The Business Report, Consolidated Financial Statements and

Non-consolidated Financial Statements for the Company's 28th Fiscal Year

(January 1, 2019 - December 31, 2019)

2. Results of audits of the Consolidated Financial Statements by the Accounting

Auditor and the Audit & Supervisory Board

### Proposals to be resolved:

**Proposal 1:** Appropriation of Surplus **Proposal 2:** Election of Seven (7) Directors

**Proposal 3:** Election of Two (2) Substitute Audit & Supervisory Board Members

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. The reception desk is scheduled to open at 9:00 a.m.
- Of the documents required to be included in this Notice of the Annual General Shareholder's Meeting, "Notes to the Consolidated Financial Statements" and "Notes to the Non-consolidated Financial Statements" are, pursuant to the provisions of laws and regulations and the Articles of Incorporation of the Company, posted on the Company's website (http://www.siix.co.jp/ir/stock/soukai/index.html).
- Should the Reference Documents for the General Shareholder's Meeting, Business Report, Non-consolidated Financial Statements or Consolidated Financial Statements require revisions by the day before the General Shareholder's Meeting, the revised versions will be posted on the Company's website (http://www.siix.co.jp/).
- · Please note that the Company does not distribute gifts to shareholders who attend the meeting.

# **Procedures for Exercise of Voting Rights**

Please exercise your voting rights through either of the methods described below after examining the attached "Reference Documents for the General Shareholder's Meeting."

• Attending the Shareholder's Meeting

Date of the Shareholder's Meeting: Friday, March 27, 2020

10:00 a.m. Japan time (reception starts at 9:00 a.m.)

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception.

• Exercising voting rights by mail

Voting deadline: Thursday, March 26, 2020

5:30 p.m. Japan time

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it by mail. The completed form must reach us no later than the above voting deadline.

### **Treatment of Voting Rights That Are Exercised Multiple Times**

If you have exercised your voting rights both in writing and via the Internet, only the vote exercised via the Internet will be valid. Also, if you have exercised your voting rights more than once via the Internet, the last vote will be valid.

If you have any inquiries, please contact the following numbers.

Shareholder registry administrator: Sumitomo Mitsui Trust Bank, Limited

Stock Transfer Agency Business Planning Dept.

On exercise of voting rights via the Internet

Tel **0120-652-031** (9:00 – 21:00)

Other inquiries

Tel **0120-782-031** (9:00 – 17:00 on weekdays)

## • Exercise of Voting Rights via the Internet

Voting deadline: Thursday, March 26, 2020 5:30 p.m. Japan time

Exercise of voting rights via the Internet is possible only through the Exercise of Voting Rights Website designated by the Company as detailed below.

## Accessing Exercise of Voting Rights Website from computers or smartphones

## https://www.web54.net (Japanese only)

Please access the above website and follow the instructions to enter "for" or "against" by using the "Exercise of Voting Rights Code" and the "Password" printed on the enclosed Voting Rights Exercise Form.

\*You may also access the Exercise of Voting Rights Website by reading the "QR code<sup>®</sup>" shown on the right using a mobile phone equipped with a barcode reader. For details on the procedure, please refer to the operation manual for your mobile phone. (QR code is a registered trademark of DENSO WAVE INCORPORATED.)



\*Any fees (connection fees, etc.) payable to the Internet providers or communication service providers incurred by shareholders when accessing the Exercise Voting Rights Website are to be borne by such shareholders.

## 1. Access the Exercise of Voting Rights Website

Click on the "Next" button.

#### 2. Log in

Enter the "Exercise of Voting Rights Code" printed on the enclosed Voting Rights Exercise Form and click on the "Log in" button.

#### 3. Follow the instructions shown on the screen to enter necessary information

## **Exercise via the Electronic Voting Platform (for institutional investors)**

Institutional investors may use the "Electronic Voting Platform" operated by ICJ, Inc. to electronically exercise the voting rights for this General Shareholder's Meeting.

# Reference Documents for the General Shareholder's Meeting

#### **Proposals and References**

## **Proposal 1:** Appropriation of Surplus

Matters concerning the year-end dividend

In line with the basic policy of ensuring continuous and stable profit distribution to shareholders, the Company proposes the year-end dividend for the fiscal year under review as described below, taking into consideration the internal reserves for future business development and reinforcement of the management base, as well as our business results for the fiscal year under review.

- (1) Type of dividend property Cash
- (2) Matters concerning the allotment of dividend property to shareholders and the total amount thereof In light of the Company's business results for the fiscal year under review and future business development, the Company proposes the payment of a dividend of 14 yen per share. (Total dividend payment: 661,504,844 yen)

  As a result, the Company's annual dividend will be 28 yen per share including the interim dividend of 14 yen per share paid in September 2019.
- (3) Effective date of dividend from surplus March 30, 2020

# **Proposal 2:** Election of Seven (7) Directors

The terms of office of all six (6) Directors will expire at the conclusion of this General Shareholder's Meeting.

The Company intends to add one (1) more Director to the Board of Directors for the purpose of increasing its diversity so as to make decisions based on fuller discussion as well as further strengthening the management structure towards more growth of the Company. Accordingly, the election of seven (7) Directors is proposed.

The candidates for Directors have qualified for the election based on the report made by the Nomination and Remuneration Advisory Committee.

The candidates for Directors are as follows.

Messrs. Shinsuke Takatani and Susumu Omori are candidates for External Directors.

No.	Nam	ne	Current positions and responsibilities at the Company	Attendance at Board of Directors meeting	
1	Shiro Murai	Reappointment	Chairman, Executive Officer	94% (15/16 meetings)	
2	Koji Yanase	New appointment	Executive Officer, in charge of Global Sales & Europe Area	-	
3	Seiji Ono	Reappointment	Director & Executive Officer, General Manager, Finance & Accounting Department, in charge of Information System Department	100% (13/13 meetings)	
4	Toru Maruyama	Reappointment	Director & Executive Officer, General Manager, General Affairs Department, Head of Secretariat Office, General Manager, Tokyo General Affairs	100% (13/13 meetings)	
5	Tatsuo Fujita	New appointment	Executive Officer, in charge of Global Engineering	-	
6	Shinsuke Takatani	Reappointment External Director Independent Officer	External Director	88% (14/16 meetings)	
7	Susumu Omori	Reappointment External Director Independent Officer	External Director	100% (16/16 meetings)	

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		Number of shares of the Company held	
1	Reappointment  Shiro Murai (September 10, 1928)  Attendance at Board of Directors meeting 15/16 meetings	April 1952  May 1970  June 1985  February 1988  June 1992  March 2003  March 2005  March 2014	Joined SAKATA SHOKAI Co., Ltd. (currently SAKATA INX CORPORATION) Director, SAKATA SHOKAI Co., Ltd. Director and Vice President, SAKATA SHOKAI Co., Ltd. Concurrently served as President, The Inx Group Ltd. President of the Company Chairman & CEO of the Company Chairman & CEO, Executive Officer of the Company Chairman, Executive Officer of the Company (to present)	1,400,000	
	[Reasons for nomination as candidate for Director] As the founder of the Company, Mr. Shiro Murai has long exercised his strong leadership in steering the management of the Company, and he has established its business model as it is today. With his excellent analytical skills in understanding international conditions of politics and macroeconomics, he demonstrates his managerial ability underpinned by the exceptionally deep insights, directing and leading the Group at a high standard towards the Company's sustained growth.  Accordingly, the Company believes that he is well qualified for the position of Director, and therefore proposes his reappointment.				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
2	New appointment  Koji Yanase (December 10, 1967)	April 1990 December 1991 April 2012 January 2014 September 2019	Joined SAKATA INX CORPORATION Singapore Representative Office, SAKATA INX CORPORATION Manager, Related Business Department of the Company Executive Officer, in charge of Europe Area of the Company Managing Director, SIIX Europe GmbH Executive Officer, in charge of Global Sales & Europe Area of the Company (to present)	13,900
	[Reasons for nomination as candidate for Director] Since joining the Company, Mr. Koji Yanase has produced great results in terms of developing good relationships with major customers of the Company and closing transactions with its new customers, at the forefront of sales. Having years of experience working overseas, he provided appropriate direction on the occasion of commencing transaction with a large new customer in Europe. He is also well-versed in the management infrastructure such as business practices, logistics and IT at factories, and he is expected to further grow the Company in the future.  Accordingly, the Company believes that he is well qualified for the position of Director, and therefore propose his appointment.			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions			
3	divisions at overseas gr He has extensive knowl These knowledge and e	any, Mr. Seiji Ono ha oup companies. Curre edge of accounting a xperience are utilized	Joined SAKATA SHOKAI Co., Ltd. (currently SAKATA INX CORPORATION) Chicago Representative Office, SAKATA SHOKAI Co., Ltd. Singapore Representative Office of the Company Manager, Finance Group, Finance & Accounting Department of the Company Manager, Related Business Department of the Company Shanghai Representative Office of the Company General Manager, Finance & Accounting Department of the Company Executive Officer, General Manager, Finance & Accounting Department of the Company Executive Officer, General Manager, Finance & Accounting Department, in charge of Information System Department of the Company Director & Executive Officer, General Manager, Finance & Accounting Department, in charge of Information System Department of the Company (to present)  Trector]  Is consistently served key positions in finance and accounting division. Individual tax affairs and is experienced in overseas business practices.  It is such a way that he plays a part in management its to the credit assessment of investments and loans.	Company held  15,846	
	Accordingly, the Company believes that he is well qualified for the position of Director, and therefore proposes his reappointment.				

No.	Name (Date of birth)	Past experience	Number of shares of the Company held			
		April 1986	Joined Taiyo Kobe Bank Limited (currently Sumitomo Mitsui Banking Corporation)			
		April 1992	Assigned to Department, Taiyo Kobe Bank Limited (seconded to Ministry of Foreign Affairs)			
		April 2001	Acting Senior Head of IR Department, Corporate Planning Department, Taiyo Kobe Bank Limited			
	9	April 2008	Deputy General Manager, Corporate Business Office of Head Office, Taiyo Kobe Bank Limited			
		April 2009	General Manager, Ueda Corporate Business Office, Taiyo Kobe Bank Limited			
		April 2011	General Manager, Mita-Dori Corporate Business Office, Taiyo Kobe Bank Limited			
	Reappointment  Toru Maruyama (March 12, 1963)	May 2014	General Manager in charge of Corporate Planning Department of the Company			
		January 2015	Executive Officer, General Manager, Corporate Planning			
4		February 2017	Department of the Company Executive Officer, General Manager, Tokyo General Affairs Department of the Company	3,646		
	Attendance at Board of Directors meeting	January 2018	Executive Officer, General Manager, General Affairs Department, Head of Secretariat Office, General Manager,			
	13/13 meetings	March 2019	Tokyo General Affairs of the Company Director & Executive Officer, General Manager, General Affairs Department, Head of Secretariat Office, General			
			Manager, Tokyo General Affairs of the Company (to present)			
	[Reasons for nomination as candidate for Director]					
	Mr. Toru Maruyama worked for a corporate planning division and a corporate sales division at a financial					
	institution and was once seconded to the Ministry of Foreign Affairs. Since joining the Company, he has					
	managed the corporate planning division and the general affairs & human resources division. He has extensive knowledge of IR, public relations strategy, response to capital markets, corporate governance, compliance,					
	credit assessment and other areas, and he plays an appropriate role in increasing the Group's corporate value.					
	Accordingly, the Company believes that he is well qualified for the position of Director, and therefore proposes					
	his reappointment.					

No.	Name (Date of birth)	Past experience	Number of shares of the Company held		
No.		April 1981 April 2000 July 2002 July 2007 May 2014 August 2015  May 2016  December 2017	Joined Sony Corporation Director, Sony Electronics of America STE General Manager, Kisarazu Tech Implementation & Manufacturing Department, Sony EMCS Corporation Director and Senior General Manager, Sony EMCS (Malaysia) Sdn. Bhd. Mexico Representative Office of the Company, Director, SIIX EMS MEXICO S de RL de C.V Factory Executive Officer, in charge of Global Engineering of the Company, General Manager, Global Engineering Department, SIIX Electronics Co., Ltd., Director, SIIX EMS MEXICO S de RL de C.V Factory Executive Officer, in charge of Global Engineering of the Company, General Manager, Global Engineering Department, SIIX Electronics Co., Ltd. Executive Officer, in charge of Global Engineering Department, SIIX Electronics Co., Ltd. Executive Officer, in charge of Global Engineering of the Company, President, SIIX Electronics Co., Ltd., General Manager, Global Engineering Department, SIIX Electronics Co., Ltd. (to present)	shares of the	
	[Reasons for nomination as candidate for Director] Mr. Tatsuo Fujita has management experience at an overseas factory of a major electronics manufacturer. After joining the Company, he launched a business in his capacity as a director of the Mexican factory. Then he has served as an officer in charge of Global Engineering and President of SIIX Electronics Co., Ltd., contributing				
	to the expansion of the ever-growing EMS business. In particular, he has a wide range of knowledge and experience with regard to the manufacturing, technology and quality of the substrate manufacturing process. Accordingly, the Company believes that he is well qualified for the position of Director, and therefore proposes his appointment.				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		Number of shares of the Company held	
No. 6		April 1974 November 1978  October 1984 September 1990  June 1995  June 2000  January 2008  March 2011 July 2014  March 2015 July 2018  [Significant concurre • Representati	Joined Nomura Securities Co., Ltd. Joined Deloitte Haskins & Sells (currently Deloitte Touche Tohmatsu LLC) Opened Takatani Shinsuke CPA & Tax Accountant Office Participated in establishment of HOKUTO & CO. (currently GYOSEI & CO.)  Assumed office as Representative Partner Assumed office as External Audit & Supervisory Board Member, FUJI CORPORATION LIMITED (to present) Assumed office as Audit & Supervisory Board Member, KAWASHIMA SELKON TEXTILES CO., LTD. Assumed office as Deputy Executive Director, GYOSEI & CO. External Audit & Supervisory Board Member of the Company Assumed office as Executive Director, GYOSEI & CO. External Director of the Company (to present) Established Hokushin Tax Accounting Corporation Assumed office as Representative Partner (to present)		
	[Reasons for nomination as candidate for External Director]  Mr. Shinsuke Takatani possesses knowledge of accounting and tax affairs acquired through years of experience as a certified public accountant. He offers suggestions on the Company's overall management from a global perspective: In particular, he provides accurate, extremely effective advice on its important investment projects, risk management and tax matters from the accountant's viewpoint, exerting himself to promote the sound growth of the Company.  Accordingly, the Company believes that he is well qualified for the position of External Director, and therefore proposes his reappointment.				

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#### (Notes)

- 1. There are no special interests between the candidates for Directors and the Company.
- 2. The Company stipulates in its Articles of Incorporation that, pursuant to Article 427, Paragraph 1 of the Companies Act, it may enter into an agreement with Directors (excluding Directors who are Executive Directors, etc.) and Audit & Supervisory Board Members to limit the liability for damages set forth in Article 423, Paragraph 1 of the same Act. Based on this agreement, the limit of liability for damages is the sum of the amounts specified in Article 425, Paragraph 1 of the Companies Act.
  - The Company has entered into such an agreement with Mr. Shinsuke Takatani and Mr. Susumu Omori to limit the liability for damages, and plans to renew such agreement if they are re-elected.
- 3. Messrs. Shinsuke Takatani and Susumu Omori have been registered as Independent Officers pursuant to the rules of the Tokyo Stock Exchange, Inc. If both of them are re-elected, they will continue to be Independent Officers.
- 4. The candidate for External Director, Mr. Shinsuke Takatani, is currently an External Director of the Company and will have served for five (5) years at the conclusion of this General Shareholder's Meeting.
- 5. The candidate for External Director, Mr. Susumu Omori, is currently an External Director of the Company and will have served for three (3) years at the conclusion of this General Shareholder's Meeting.

## **Proposal 3:** Election of Two (2) Substitute Audit & Supervisory Board Members

To prepare for a contingency in which the Company lacks the number of Audit & Supervisory Board Members, the election of two (2) Substitute Audit & Supervisory Board Members is proposed.

The candidates for Substitute Audit & Supervisory Board Members are as follows.

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

	Name		• •	Number of	
No.	(Date of birth)	Past experience, positions, and significant concurrent positions		shares of the	
	(Date of offth)			Company held	
1	Takanori Kawai (September 7, 1968)	March 2008 February 2017  Manager, Related Business Department of the Company General Manager in charge of Planning Department of the Company  March 2019  General Manager in charge of General Affairs Department a Finance & Accounting Department of the Company (to present)		400	
1	[Reasons for nominat	ion as candidate for S	Substitute Audit & Supervisory Board Member]	400	
	Mr. Takanori Kawai h	as many years of exp	perience in accounting and finance business practices at a		
	business corporation. After joining the Company, he has been mainly engaged in IR and capital policy. He is also well-versed in business practices related to capital markets. The Company expects him to leverage				
			ment. As such, the Company believes that he is able to perform		
	his duties as a Substitute Audit & Supervisory Board Member, and therefore proposes his appointment.				
	Nao Yoshizawa (May 16, 1975) Febr June	October 2002 November 2009	Joined Asahi & Koma Law Office (currently Nishimura & Asahi) Registered as an attorney Established Uruma & Yoshizawa Law Offices Legal Professional Corporation (currently Uruma Law Offices Legal Professional Corporation)		
2		February 2011 June 2013  March 2015 [Significant concurred External Average Page 101]	Managing Partner of the Corporation Registered as a patent attorney External Audit & Supervisory Board Member, ESCRIT INC. (to present) Outside Statutory Auditor, Livesense Inc.	0	
	[Reasons for nomination as candidate for Substitute External Audit & Supervisory Board Member]				
	Mr. Nao Yoshizawa possesses legal knowledge acquired through years of experience as an attorney. He has				
			ets as well as corporate legal affairs. The Company expects him to		
			l management. As such, the Company believes that he is able to		
	perform his duties as a Substitute Audit & Supervisory Board Member, and therefore proposes his				
	appointment.				

#### (Notes)

- 1. There are no special interests between the candidates for Substitute External Audit & Supervisory Board Members and the Company.
- 2. Mr. Takanori Kawai is a candidate for a substitute for Audit & Supervisory Board Member Masayuki Tomoda, and Mr. Nao Yoshizawa is a candidate for a substitute for External Audit & Supervisory Board Members Masaki Ishibashi and Izumi Tejima
- 3. If Mr. Takanori Kawai assumes office of Audit & Supervisory Board Member and Mr. Nao Yoshizawa assumes office of External Audit & Supervisory Board Member, in accordance with the provisions of the Company's Articles of Incorporation, the Company, pursuant to Article 427, Paragraph 1 of the Companies Act, plans to enter into agreements with both of them to limit the liability for damages set forth in Article 423, Paragraph 1 of the same Act. Based on this agreement, the limit of liability for damages is the sum of the amounts specified in Article 425, Paragraph 1 of the Companies Act.
- 4. If Substitute External Audit & Supervisory Board Member Nao Yoshizawa assumes office of Audit & Supervisory Board Member, the Company will register him as Independent Auditor with the Tokyo Stock Exchange, Inc.

# [Reference] Diversity of the Board of Directors

	Areas of expertise that are highly expected of candidates for Directors to provide							
Directors	Corporate management, management strategy	Sales strategy	Finance, capital policy	M&A	Manufacturing	Compliance, internal control	Global experience	
Shiro Murai	0	0		0	0	0	0	
Koji Yanase	0	0		0	0		0	
Seiji Ono	0		0	0		0	0	
Toru Maruyama	0		0	0		0	0	
Tatsuo Fujita	0			0	0		0	
Shinsuke Takatani	0		0	0		0		
Susumu Omori	0	0	0	0		0	0	

<sup>\*</sup> The above table does not show all of the knowledge and experience that the Directors have.