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Securities Code: 4620

June 2, 2020

FUJIKURA KASEI CO., LTD.

20-7, Hasune 3-chome,

Itabashi-ku, Tokyo, Japan

Notice of Invitation to the 109th Ordinary General Meeting of Shareholders

To our shareholders:

We are pleased to announce the 109th Ordinary General Meeting of Shareholders of FUJIKURA KASEI CO., LTD. (hereinafter “the Company”) which will be held as indicated below.

In light of the spread of the novel coronavirus disease (COVID-19), the Company requests that you exercise your voting rights in writing prior to the meeting if possible to ensure your safety and prevent the spread of COVID-19.

Furthermore, for shareholders who are planning to attend on the day of the meeting, please look into measures such as wearing a mask.

When exercising your voting rights in writing prior to the meeting, please review the attached Reference Document for the General Meeting of Shareholders, and indicate your approval or disapproval on the enclosed voting form, and return it to us to arrive by June 25, 2020 (Thursday), 5:00 p.m. (JST).

- 1. Date and time:** June 26, 2020 (Friday) at 10:00 a.m. (JST)
2. Place: Mielparque-tokyo 5F “ZUIUN”
5-20, Shibakoen 2-chome, Minato-ku, Tokyo

3. Purpose of the meeting

Matters to be reported:

1. Details of the business report, the consolidated financial statements, and the reports by the accounting auditors and the Audit & Supervisory Committee on the audit results of the consolidated financial statements for the Company’s 109th business year (from April 1, 2019 to March 31, 2020).
2. Details of the non-consolidated financial statements for the Company’s 109th business year (from April 1, 2019 to March 31, 2020).

Matters to be resolved:

- | | |
|--------------------------------|--|
| 1st Proposal | Appropriation of surplus |
| 2nd Proposal | Election of nine (9) Directors (excluding Audit & Supervisory Committee Members) |

Daisuke Kato
President

To shareholders attending the meeting in person

1. If attending the meeting in person, please submit the enclosed voting form to the reception desk at the meeting hall without detaching from the rest of the form.
2. If attending the meeting by proxy, in addition to submitting the voting form, the proxy must submit a letter to certify the right of proxy to the reception desk at the meeting hall.
(The Articles of Incorporation of the Company state that a person who can be appointed as a proxy is limited to one shareholder of the Company who is entitled to exercise voting rights.)
3. **There may be changes to the operation of the meeting, such as date and time or place, due to the status of the spread of the novel coronavirus disease (COVID-19). If there are any changes to its operation, they will be posted on the Company's website (<http://www.fkkasei.co.jp>) (Japanese Only), so please check the website prior to attending.**

To shareholders exercising voting rights in writing

If you choose not to attend the meeting in person and exercise voting rights in writing, please note the following when indicating your approval or disapproval for the proposal.

1. You must use the enclosed voting form.
2. If you do not indicate your approval or disapproval for a proposal, your vote will be treated as an approval for the proposal.

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1. If any circumstance gives rise to the need for alteration to the reference document for the General Meeting of Shareholders, the business report, the consolidated financial statements, and the non-consolidated financial statements, we will post the altered contents on the Company's website (<http://www.fkkasei.co.jp>) (Japanese Only).
 2. If attending the meeting in person, please submit the enclosed voting form to the reception desk at the meeting hall.

Reference Document for the General Meeting of Shareholders

Proposals and Reference

1st Proposal Appropriation of surplus

Concerning the year-end dividend for the current business year, the Company, aiming to continually provide stable payment of dividends, has considered the forecasts of future revenue, the internal reserves necessary to strengthen the financial standing, and future business development such as capital investment, R&D investment, and enhancement of overseas bases. Based on these considerations, we propose the following.

1. Matters concerning allocation of dividend property to shareholders and the total amount thereof
¥8 per share of common stock of the Company Total amount: ¥254,633,312
Including the interim dividend, the annual dividend shall be ¥16 per share.
2. Effective date for dividends from surplus
June 29, 2020

2nd Proposal Election of nine (9) Directors who are not Audit & Supervisory Committee Members

The terms of office of all Directors (excluding Directors serving as Audit and Supervisory Committee Members; the same applies in the rest of this Proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company requests the election of nine (9) Directors.

This proposal was investigated by the Audit & Supervisory Committee, who expressed the opinion that all of the candidates are qualified as Director.

The candidates for Director are as follows.

| Candidate No. | Name | Positions and responsibilities at the Company | |
|---------------|------------------|--|--|
| 1 | Daisuke Kato | President | [Reelection] |
| 2 | Hikoji Ueda | Senior Vice President and Branch Manager of Washinomiya R&D Center; Division Director of Polymers & Resins Division; In charge of Medical Materials Department | [Reelection] |
| 3 | Yoshizo Shimoda | Senior Vice President and Division Director of Administrative Headquarters; In charge of Corporate Auditing Office, Affiliates (Domestic) | [Reelection] |
| 4 | Hisashi Kajiwara | Executive Director and Division Director of Coatings for Plastics Division; In charge of Affiliates (Overseas) | [Reelection] |
| 5 | Hiroaki Watanabe | Executive Director and Branch Manager of Sano Plant; In charge of Quality Assurance Department, Environment & Safety Department, Export Administration Office, CSR Promotion Office | [Reelection] |
| 6 | Masahiro Takano | Executive Director and Division Director of Architectural Coatings Division; In charge of Affiliates (three sales companies in the architectural coating business) | [Reelection] |
| 7 | Satoshi Watanabe | Executive Director and Division Director of Electronics Materials Division | [Reelection] |
| 8 | Osamu Tanaka | Outside Director | [Reelection] [Outside Director] [Independent Director] |
| 9 | Yoichi Nagahama | Outside Director | [Reelection] [Outside Director] [Independent Director] |

[Reelection]: Candidate to be reelected for Director

[Outside Director]: Candidate for Outside Director

[Independent Director]: Candidate for Independent Director

| No. | Name (Date of Birth) | Career Summary, Positions and Areas of Responsibility in the Company (Significant Concurrent Positions) | | Ownership of the Company's Shares |
|---|--|--|---|--|
| 1 | Daisuke Kato (May 1, 1954) [Reelection] | April 1977 | Joined the Company | 38,000 |
| | | April 2000 | Manager of Marketing Department, Coatings for Plastics Division of the Company | |
| | | June 2005 | Executive Director and Division Director of Coatings for Plastics Division of the Company | |
| | | July 2009 | Executive Director of the Company President of Red Spot Paint & Varnish Co., Inc. | |
| | | June 2012 | Senior Vice President and Division Director of Electronics Materials Division of the Company | |
| | | April 2013 to present | President of the Company | |
| <p>Reasons for nomination as a candidate for Director</p> <p>Mr. Daisuke Kato has led the management of the Group since assuming the position of President of the Company in 2013. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.</p> | | | | |
| 2 | Hikoji Ueda (August 17, 1951) [Reelection] | March 1974 | Joined the Company | 38,800 |
| | | July 1996 | Manager of Technology Department 1, Polymers & Resins Division of the Company | |
| | | April 2001 | Manager of Polymers & Resins Department of the Company | |
| | | June 2003 | Executive Director and Manager of Polymers & Resins Department of the Company | |
| | | July 2003 | Executive Director and Division Director of Polymers & Resins Division of the Company | |
| | | June 2009 to present | Senior Vice President and Branch Manager of Washinomiya R&D Center, and Division Director of Polymers & Resins Division of the Company | |
| | | (Area of Responsibility) | Branch Manager of Washinomiya R&D Center, Division Director of Polymers & Resins Division, in charge of Medical Materials Department | |
| <p>Reasons for nomination as a candidate for Director</p> <p>Mr. Hikoji Ueda is in charge of R&D and Polymers & Resins as the Branch Manager of the Washinomiya R&D Center, and Division Director of the Polymers & Resins Division of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value.</p> | | | | |

| No. | Name (Date of Birth) | Career Summary, Positions and Areas of Responsibility in the Company (Significant Concurrent Positions) | | Ownership of the Company's Shares |
|---|--|--|---|--|
| 3 | Yoshizo Shimoda (September 14, 1954) [Reelection] | April 1978 | Joined the Company | 33,200 |
| | | May 2002 | Manager of Accounting Department of the Company | |
| | | July 2007 | Assistant Division Manager of Administrative Headquarters and Manager of Accounting Department of the Company | |
| | | June 2009 | Executive Director and Division Director of Administrative Headquarters of the Company | |
| | | June 2013 to present | Senior Vice President and Division Director of Administrative Headquarters of the Company | |
| | | (Area of Responsibility) Division Director of Administrative Headquarters, in charge of Corporate Auditing Office, Affiliates (Domestic) | | |
| Reasons for nomination as a candidate for Director Mr. Yoshizo Shimoda is in charge of administration as the Division Director of the Administrative Headquarters of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value. | | | | |
| 4 | Hisashi Kajiware (October 7, 1959) [Reelection] | April 1982 | Joined the Company | 25,700 |
| | | April 2004 | Branch Manager of Nagoya Branch, Coatings for Plastics Division of the Company | |
| | | July 2007 | Assistant Division Manager of Coatings for Plastics Division and Branch Manager of Nagoya Branch of the Company | |
| | | June 2009 to present | Executive Director and Division Director of Coatings for Plastics Division of the Company | |
| | | (Area of Responsibility) Division Director of Coatings for Plastics Division, in charge of Affiliates (Overseas) (Significant Concurrent Positions) President of Chukyo Paint Service Co., Ltd. Board Chairman of Fujikura Kasei Coating (Tianjin) Co., Ltd. Board Chairman of Fujikura Kasei (Foshan) Coating Co., Ltd. Board Chairman of Shanghai Fujikura Kasei Coating Co., Ltd. | | |
| Reasons for nomination as a candidate for Director Mr. Hisashi Kajiware is in charge of coatings for plastics as the Division Director of the Coatings for Plastics Division of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value. | | | | |

| No. | Name (Date of Birth) | Career Summary, Positions and Areas of Responsibility in the Company (Significant Concurrent Positions) | | Ownership of the Company's Shares |
|--|--|--|--|--|
| 5 | Hiroaki Watanabe (December 26, 1954) [Reelection] | April 1981 July 2003 | Joined the Company Manager of Research & Development Department, Electronics Materials Division of the Company | 17,500 |
| | | July 2007 October 2010 June 2013 June 2015 to present (Area of Responsibility) Branch Manager of Sano Plant, in charge of Quality Assurance Department, Environment & Safety Department, Export Administration Office, CSR Promotion Office | Manager of Electronics Materials Production Department, Electronics Materials Division of the Company Assistant Division Manager of Electronics Materials Division and Manager of Electronics Materials Production Department of the Company Executive Director and Division Director of Electronics Materials Division of the Company Executive Director and Branch Manager of Sano Plant of the Company | |
| Reasons for nomination as a candidate for Director Mr. Hiroaki Watanabe is in charge of production as the Branch Manager of Sano Plant of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value. | | | | |
| 6 | Masahiro Takano (May 1, 1958) [Reelection] | April 1982 April 2008 | Joined the Company Manager of Research & Development Department, Architectural Coatings Division of the Company | 17,200 |
| | | July 2010 July 2012 June 2013 to present (Area of Responsibility) Division Director of Architectural Coatings Division, in charge of Affiliates (three sales companies in the architectural coating business) | Manager of Production Department, Architectural Coatings Division of the Company Assistant Division Manager of Architectural Coatings Division and Manager of Research & Development Department of the Company Executive Director and Division Director of Architectural Coatings Division of the Company | |
| Reasons for nomination as a candidate for Director Mr. Masahiro Takano is in charge of architectural coatings as the Division Director of the Architectural Coatings Division of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group's sustainable growth and to boosting corporate value. | | | | |

| No. | Name (Date of Birth) | Career Summary, Positions and Areas of Responsibility in the Company (Significant Concurrent Positions) | | Ownership of the Company’s Shares |
|---|---|---|--|--|
| 7 | Satoshi Watanabe (July 16, 1959) [Reelection] | April 1984 July 2007 | Joined the Company Manager of Research & Development Department, Electronics Materials Division of the Company | 11,100 |
| | | July 2013 April 2014 June 2015 to present (Area of Responsibility) Division Director of Electronics Materials Division | Manager of Research & Development Department, Electronics Materials Division and Manager of Electronics Materials Production Department of the Company Manager of Research & Development Department, Electronics Materials Division of the Company Executive Director and Division Director of Electronics Materials Division of the Company | |
| Reasons for nomination as a candidate for Director Mr. Satoshi Watanabe is in charge of electronics materials as the Division Director of the Electronics Materials Division of the Company. We propose that he be elected as Director because, based on his abundant experience, solid track history of performance, and wide-ranging knowledge and insight, we expect he can contribute to the Group’s sustainable growth and to boosting corporate value. | | | | |
| 8 | Osamu Tanaka (August 12, 1952) [Reelection] [Outside Director] [Independent Director] | April 1980 June 2007 June 2015 to present | Registered as an attorney (Daiichi Tokyo Bar Association) Outside Audit & Supervisory Board Member of the Company Outside Director of the Company | 15,000 |
| | | Reasons for nomination as a candidate for Outside Director Mr. Osamu Tanaka possesses expert knowledge, experience, etc., gained as an attorney. We propose that he be elected as Outside Director because we expect he can strengthen corporate governance at the Group by offering opinions from a compliance perspective concerning the general management of the Group. The Company judges that although Mr. Tanaka has no experience in participating in the management of companies other than serving as outside officer, he will be able to execute the duties of Outside Director adequately because of the above reasons. | | |

| No. | Name (Date of Birth) | Career Summary, Positions and Areas of Responsibility in the Company (Significant Concurrent Positions) | Ownership of the Company's Shares |
|-----|--|---|-----------------------------------|
| 9 | Yoichi Nagahama (January 1, 1950) [Reelection] [Outside Director] [Independent Director] | <p>April 1973 Joined Fujikura Electric Wire Corporation (present Fujikura Ltd.)</p> <p>July 1999 Manager of Accounting Department of Fujikura Ltd.</p> <p>June 2003 Member of the Board of Fujikura Ltd.</p> <p>April 2005 Member of the Board and Manager of Management Planning Office of Fujikura Ltd.</p> <p>April 2006 Member of the Board and Managing Executive Officer, Manager of Corporate Planning Office of Fujikura Ltd.</p> <p>April 2008 Member of the Board and Managing Executive Officer, Chief of Staff Division, Manager of Corporate Planning Office, and Manager of Export Administration Office of Fujikura Ltd.</p> <p>April 2009 President & CEO & Representative Director of Fujikura Ltd.</p> <p>April 2014 President & CEO & Representative Director and Chief of the Power & Telecommunication Systems Company of Fujikura Ltd.</p> <p>April 2016 Chairman & Representative Director of Fujikura Ltd.</p> <p>June 2018 Advisor of Fujikura Ltd.</p> <p>June 2019 to present Outside Director of the Company (Significant Concurrent Position)</p> <p>Outside Director of FUJIKURA COMPOSITES Inc.</p> | 1,000 |
| | <p>Reasons for nomination as a candidate for Outside Director</p> <p>Mr. Yoichi Nagahama served as President & CEO & Representative Director at Fujikura Ltd. He has abundant experience and a solid track history of performance in corporate management, etc., and he possesses wide-ranging knowledge and insight. We propose that he be elected as Outside Director because we expect he can strengthen corporate governance at the Group by offering opinions concerning the general management of the Group.</p> | | |

Notes:

1. Mr. Osamu Tanaka and Mr. Yoichi Nagahama are candidates for Outside Directors.
2. Mr. Osamu Tanaka belongs to Abe & Tanaka Law Offices. Although the Company has entered into the legal advisory contracts with Abe & Tanaka Law Offices, the remuneration amount is less than 5 million yen per annum.
Mr. Osamu Tanaka will have served as Outside Director of the Company for five years upon the conclusion of this General Meeting of Shareholders.
3. On August 31, 2018 it was disclosed that cases of impropriety related to the quality control of a portion of products were found to exist at Fujikura Ltd., where Mr. Yoichi Nagahama served as President & CEO & Representative Director and Chairman & Representative Director.
Mr. Yoichi Nagahama will have served as Outside Director of the Company for one year upon the conclusion of this General Meeting of Shareholders.
4. The other candidates do not have any special interest with the Company.
5. The Company entered into an agreement with Mr. Osamu Tanaka and Mr. Yoichi Nagahama to limit his liability for damages as prescribed in Article 423, Paragraph 1 of the Companies Act pursuant to Article 427, Paragraph 1 of the same law, and the maximum amount of liability for damages based on these agreements shall be the amount prescribed in laws and regulations. If they are reelected, the Company will continue the said agreements.
6. Mr. Osamu Tanaka and Mr. Yoichi Nagahama have been designated as independent directors by the Company in accordance with the provisions of the Tokyo Stock Exchange and notification thereof has been provided to the aforementioned stock exchange.
If they are reelected, the Company will continue to designate them as independent directors.