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(Stock Exchange Code 4975)  
June 10, 2020

**To Shareholders with Voting Rights:**

Keiji Ozawa  
Representative Director, Chairman and CEO  
JCU CORPORATION  
8-1 Higashiueno 4-chome, Taito-ku,  
Tokyo, Japan

**NOTICE OF  
THE 60TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are cordially notified of the 60th Annual General Meeting of Shareholders of JCU CORPORATION (the "Company"). The meeting will be held for the purposes as described below.

This year, in order to prevent the spread of the novel coronavirus infection, we recommend that you refrain from attending the meeting and exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. on Wednesday, June 24, 2020, Japan time.

- 1. Date and Time:** Thursday, June 25, 2020, at 10:00 a.m. Japan time  
(The reception desk opens at 9:30 a.m.)
- 2. Place:** Conference room at the Head Office of the Company located at  
TIXTOWER UENO 16F, 8-1 Higashiueno 4-chome, Taito-ku, Tokyo, Japan
- 3. Meeting Agenda:**  
**Matters to be reported:**
  1. The Business Report, Consolidated Financial Statements for the Company's 60th Fiscal Year (April 1, 2019- March 31, 2020) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 60th Fiscal Year (April 1, 2019- March 31, 2020)

**Proposals to be resolved:**

- Proposal 1:** Election of nine (9) Directors  
**Proposal 2:** Election of one (1) Audit & Supervisory Board Member

- Of the documents that should be provided along with this convocation, matters that should be included in the Consolidated Statements of Changes in Shareholders' Equity, the Non-Consolidated Statements of Changes in Shareholders' Equity, the Notes to the Consolidated Financial Statements, and the Notes to the Non-Consolidated Financial Statements are posted on the Company's Web site (<https://www.jcu-i.com/>), based on laws and regulations and provisions of the Articles of Incorporation of the Company, therefore these are not included in the attached document to this convocation.

Therefore, the attached Consolidated Financial Statements and Non-Consolidated Financial Statements are part of the Consolidated Financial Statements and Non-Consolidated Financial Statements audited by the Audit & Supervisory Board Members to prepare the audit report and by the Accounting Auditor to prepare the accounting audit report.

- Should the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<https://www.jcu-i.com/>).
- In order to prevent the spread of the novel coronavirus infection, we recommend that you refrain from attending the meeting this year and exercise your voting rights in writing or via the Internet. Shareholders attending the meeting in person are kindly requested to check the status of the infection and their physical condition on the day of the meeting and take measures to prevent infection such as wearing a mask before visiting.

As the seats at the venue will be spaced out widely in order to prevent the spread of the infection, significantly less seating will be available than in other years. Therefore, please note that even if you come to the venue, you may not enter the venue.

## Reference Documents for the General Meeting of Shareholders

### Proposals and References

#### Proposal 1: Election of nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of nine (9) Directors is proposed.

The candidates are as follows:

No.	Name		Positions at the Company	Attendance at the Board of Directors meetings
1	Keiji Ozawa	Reappointment	Representative Director, Chairman and CEO Member, Nomination Advisory Committee	100% (17/17)
2	Masashi Kimura	Reappointment	Representative Director, President and COO	100% (17/17)
3	Rui Tanino	Reappointment	Director and Senior Executive Managing Officer	100% (17/17)
4	Akihisa Omori	Reappointment	Director and Executive Managing Officer	100% (17/17)
5	Takanori Arata	Reappointment	Director and Executive Managing Officer	100% (17/17)
6	Junichi Matsumoto	Reappointment	Director and Executive Managing Officer	100% (17/17)
7	Hirofumi Ikegawa	Reappointment	Director and Executive Managing Officer	100% (17/17)
8	Masahiko Takanaka	Reappointment External Director Independent Officer	External Director Chairman, Nomination Advisory Committee	88% (15/17)
9	Atsushi Shigeta	Reappointment External Director Independent Officer	External Director Acting Chairman, Nomination Advisory Committee	100% (13/13)

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	[Reappointment] Keiji Ozawa (October 11, 1950)	<p>April 1974      Joined the Company</p> <p>April 1999      Branch Manager of Osaka Branch</p> <p>January 2002    General Manager of Sales Promotion Department</p> <p>September 2004 Managing Officer and General Manager of Management Planning Office</p> <p>June 2007      Director, Managing Officer and Division Manager of Administration Division</p> <p>June 2008      Director, Senior Executive Managing Officer and Division Manager of Administration Division</p> <p>June 2009      Director, Vice President and Division Manager of Administration Division</p> <p>June 2010      Representative Director, President and COO</p> <p>June 2014      Representative Director and Vice Chairman</p> <p>February 2016 Representative Director, Chairman and CEO (present position)</p> <p>[Significant concurrent positions]</p> <p>Chairman of JCU SHANGHAI TRADING CORPORATION</p> <p>Chairman of JCU TAIWAN CORPORATION</p> <p>Representative Director of JCU KOREA CORPORATION</p> <p>Chairman of JCU SHENZHEN TRADING CORPORATION</p> <p>Chairman of SAKURAROKU SPRING SHANGHAI INTERNATIONAL CO., LTD.</p> <p>Chairman of JCU SURFACE TECHNOLOGY HUBEI CO., LTD.</p>	97,182
<p>(Reasons for selection as candidate for Director)</p> <p>Mr. Keiji Ozawa has held various key positions in the sales and administrative departments. He was appointed as Vice President in 2009, promoted to Representative Director, President and COO in 2010, and assumed the office of Representative Director, Chairman and CEO in February 2016. With his high level of expertise as a top executive and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	[Reappointment] Masashi Kimura (February 9, 1958)	<p>April 1980      Joined EBARA DENSAN LTD.</p> <p>April 2004      General Manager of Printed Circuit Chemicals Department of EBARA DENSAN LTD.</p> <p>April 2010      Joined the Company as General Manager of DENSAN</p> <p>August 2010    Vice President of JCU (THAILAND) CO., LTD.</p> <p>June 2013      Managing Officer</p> <p>April 2016      Managing Officer and Division Manager of Corporate Strategy Office</p> <p>June 2016      Director, Managing Officer and Division Manager of Corporate Strategy Office</p> <p>June 2017      Director, Senior Executive Managing Officer and Division Manager of Corporate Strategy Office</p> <p>February 2018   Director, Senior Executive Managing Officer, Division Manager of Corporate Strategy Office and Division Manager of Administration Division</p> <p>April 2018      Representative Director, President and COO and Division Manager of Corporate Strategy Office</p> <p>April 2019      Representative Director, President and COO (present position)</p> <p>[Significant concurrent positions]  Representative Director and President, JCU (THAILAND) CO., LTD.  Representative Director and President, JCU VIETNAM CORPORATION  Director and President, PT. JCU Indonesia  Director and President, JCU CHEMICALS INDIA PVT. LTD.</p>	9,696
(Reasons for selection as candidate for Director) To revamp the Company's business execution structure in line with the launch of the medium-term management plan "Next 50 Innovation," Mr. Masashi Kimura was appointed as Representative Director, President and COO in April 2018. Mr. Kimura led the formulation of the medium-term management plan. With his leadership, creativity, management capability, high level of expertise and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.			
3	[Reappointment] Rui Tanino (October 2, 1957)	<p>April 1982      Joined Fuji Machinery Mfg. &amp; Electronics Co., Ltd.</p> <p>June 1999      Operating Executive Officer and General Manager of Substrate Sales Headquarters of Fuji Machinery Mfg. &amp; Electronics Co., Ltd.</p> <p>January 2009    Joined the Company as General Manager of New Business Promotion Department</p> <p>March 2010      General Manager of New Business Sales Promotion Department</p> <p>June 2012      Assistant General Manager of New Business Division</p> <p>April 2014      Managing Officer and Assistant General Manager of New Business Division</p> <p>June 2016      Director, Managing Officer and Deputy Division Manager of Sales Division</p> <p>June 2017      Director, Executive Managing Officer and Deputy Division Manager of Sales Division</p> <p>April 2018      Director, Senior Executive Managing Officer and Division Manager of Sales Division (present position)</p>	13,042
(Reasons for selection as candidate for Director) Mr. Rui Tanino has played a central role in the new business operations of the Company and contributed to the diversification of the business management. With his high level of expertise in sales and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	[Reappointment] Akihisa Omori (October 2, 1965)	January 1990    Joined the Company April 2010    Branch Manager of Osaka Branch June 2012    Division Manager of Corporate Strategy Office April 2014    Managing Executive Officer and Division Manager of Corporate Strategy Office June 2014    Director, Managing Officer and Division Manager of Corporate Strategy Office April 2015    President of JCU INTERNATIONAL, INC. (present position) June 2016    Director, Executive Managing Officer April 2019    Director, Executive Managing Officer, R&D Center Manager of R&D Center (present position) [Significant concurrent positions] President of JCU INTERNATIONAL, INC.	9,288
		(Reasons for selection as candidate for Director) Mr. Akihisa Omori has held various key positions mainly in the Company's sales department and also has served as the President of JCU INTERNATIONAL, INC., a subsidiary of the Company. With his high level of expertise in sales and great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.	
5	[Reappointment] Takanori Arata (May 13, 1967)	September 2006    Joined the Company June 2009    General Manager of Accounting Department of Administration Division April 2014    Managing Executive Officer and Division Manager of Administration Division June 2014    Director, Managing Officer and Division Manager of Administration Division April 2015    Director, Managing Officer and Assistant General Manager of Chemical Business Division April 2016    Director, Managing Officer and Deputy Division Manager of Sales Division June 2016    Director, Executive Managing Officer and Deputy Division Manager of Sales Division (present position)	7,520
		(Reasons for selection as candidate for Director) Mr. Takanori Arata has held various positions including General Manager of Accounting Department and Division Manager of Administration Division, and has extensive knowledge of the Company's administrative operations. In addition, in view of his rich experience in international operations, he is currently in charge of controlling domestic and overseas sales/marketing administration in the Sales and Marketing Division. With this high level of expertise and a great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.	

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	
6	[Reappointment] Junichi Matsumoto (October 30, 1960)	September 1989 April 2007 April 2011 June 2012 April 2014 June 2016 June 2018 April 2019	Joined the Company General Manager of Marketing Strategy Office General Manager of Overseas Business Planning Department of Overseas Business Division General Manager of Overseas Business Promotion Department of Chemical Business Division Managing Officer and Division Manager of Production Division Director, Managing Officer and Division Manager of Production Division Director, Managing Officer and R&D Center Manager of R&D Center Director, Executive Managing Officer and Deputy Division Manager of Sales Division (present position)	25,727
		(Reasons for selection as candidate for Director) Mr. Junichi Matsumoto has led mainly the sales and marketing departments in the Company. After being appointed as Director, he has held various positions including Division Manager of Production Division and R&D Center Manager of R&D Center. With this high level of expertise and a great insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.		
7	[Reappointment] Hirofumi Ikegawa (July 29, 1965)	August 1984 June 2004 June 2008 June 2009 June 2010 November 2013 January 2015 April 2016 April 2018 June 2019	Joined Fuji Machinery Mfg. & Electronics Co., Ltd. Director and General Manager, Administration Division Managing Director and General Manager of Administration Division President and Representative Director Director, Kyoden Co., Ltd. Joined the Company as Branch Manager of Osaka Branch President, JCU TAIWAN CORPORATION Managing Officer Managing Officer and Division Manager of Administration Division Director, Executive Managing Officer and Division Manager of Administration Division (present position)	937
		(Reasons for selection as candidate for Director) Mr. Hirofumi Ikegawa has held various positions after joining the Company, including Branch Manager of Osaka Branch and President of JCU TAIWAN CORPORATION, and was appointed as Division Manager of Administration Division in April 2018. He has extensive knowledge of the administrative operations and broad international experience, in addition to his experience of serving as director before he joined the Company. With his high level of expertise and great insight regarding the overall management, it was determined that he should continue to be a candidate for Director.		

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
8	[Reappointment] Masahiko Takanaka (August 6, 1951)	<p>October 1976 Passed the National Bar Examination</p> <p>April 1979 Registered as a lawyer (present position)</p> <p>June 2005 Audit &amp; Supervisory Board Member of the Company</p> <p>April 2014 Chairman of Tokyo Bar Association and Vice Chairman of Japan Federation of Bar Associations</p> <p>June 2015 Director of the Company (present position)</p> <p>[Significant concurrent positions]</p> <p>Head of Takanaka Law Office</p> <p>External Director of T&amp;D Asset Management Co., Ltd.</p> <p>Vice Chairperson, the Japan Bar Association</p>	—
	<p>(Reasons for selection as candidate for External Director)</p> <p>As a lawyer, Mr. Masahiko Takanaka is well versed in corporate legal affairs and possesses a sophisticated knowledge and great insight.</p> <p>Based on this knowledge and insight, he has monitored the execution of business of the Company and given the Company precise advice on such matters as early risk identification at the time of business restructuring, employee labor issues, risk identification associated with contracts with business partners, and handling of intellectual property rights issues. He has pointed out issues affecting global business from management perspectives since the stage of formulating the medium-term management plan, and urged the need of understanding the situation in the markets and considering the possibility of business in other regions. At the stage of execution, he has found issues and given advice on their solutions.</p> <p>As the Chairman of the Nomination Advisory Committee, he has formulated the basic policy regarding the appointment of Directors, and compiled the proposals for the appointment, etc. of Representative Directors and Directors based on the evaluation of each Director and Executive Officer. He has made precise and strict recommendations to the management from the standpoint of a lawyer.</p> <p>Although he has not been directly involved in corporate management, for the above reasons, it was determined that he should continue to be a candidate for External Director.</p>		



No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
9	[Reappointment] Atsushi Shigeta (March 31, 1957)	<p>April 1979      Joined The Fuji Bank, Limited (currently Mizuho Bank, Ltd. (MHBK))</p> <p>March 2006     Executive Officer, General Manager of Corporate Banking Division No.7, Mizuho Corporate Bank (currently Mizuho Bank, Ltd. (MHBK))</p> <p>April 2008      Managing Executive Officer</p> <p>May 2010       Senior Managing Director of Tobu Department Store Co., Ltd.</p> <p>May 2011       Representative Director and Senior Managing Executive Officer</p> <p>April 2013       President and Representative Director</p> <p>June 2015       President and Representative Director of Tobu Hotel Management Co., Ltd. (present position)</p> <p>June 2017       Audit &amp; Supervisory Board Member of the Company</p> <p>April 2018       President and Representative Director of Sendai Kokusai Hotel Co., Ltd. (present position)</p> <p>June 2019       Director of the Company (present position)</p> <p>[Significant concurrent positions]</p> <p>President and Representative Director of Tobu Hotel Management Co., Ltd.</p> <p>President and Representative Director of Sendai Kokusai Hotel Co., Ltd.</p>	—
<p>(Reasons for selection as candidate for External Director)</p> <p>Mr. Atsushi Shigeta possesses a high level of expertise and an excellent track record as a top management of business entities. While he was working at a bank, he was in charge of companies in the chemical industry, to which the Company belongs to, as well as food, fisheries, pharmaceuticals, steel, nonferrous metals, cement, pulp and paper, and land, sea, and air transportation industries in Japan, and provided a lot of advice and support on matters including overseas expansion and mergers and acquisitions, mainly in Asia, to solve the management issues of business entities. Overseas, he was in charge of examining various financing including corporate, sovereign (for nations), project, and MBO in Europe, Africa, Middle East, CIS countries, North America and South America, and dealt with risk management in global business. He has given advice useful to the Company from the perspective of stakeholders regarding matters related to corporate governance, new business promotion, country risks in overseas expansion, as well as the ideal personnel system, the pension system, work style reform, etc.</p> <p>As the Acting Chairman of the Nomination Advisory Committee, he has compiled the proposals for the appointment, etc. of Representative Directors and Directors in cooperation with the Chairman based on the evaluation of each Director and Executive Officer from the standpoint of a corporate manager. Therefore, it was determined that he should continue to be a candidate for External Director.</p>			

(Notes)

1. There is no special interest between each candidate for Director and the Company.
2. Mr. Masahiko Takanaka is a candidate for External Director. Mr. Takanaka is currently an External Director of the Company. At the conclusion of this year's Annual General Meeting of Shareholders, Mr. Masahiko Takanaka's term of office as External Director will be five (5) years. In addition, Mr. Masahiko Takanaka was an External Audit & Supervisory Board Member of the Company from June 2005 to June 2014.
3. Mr. Atsushi Shigeta is a candidate for External Director. Mr. Shigeta is currently an External Director of the Company. At the conclusion of this year's Annual General Meeting of Shareholders, his term of office as External Director will be one (1) year. In addition, Mr. Atsushi Shigeta was an External Audit & Supervisory Board Member of the Company from June 2017 to June 2019.
4. The Company has appointed Mr. Masahiko Takanaka and Mr. Atsushi Shigeta as Independent Officers prescribed by Tokyo Stock Exchange and submitted a notification of the appointments to said Exchange. If their reelection is approved, the Company plans to continue appointing them as Independent Officers and to submit a notification of the appointments to said Exchange.
5. The Company has agreements with Mr. Masahiko Takanaka and Mr. Atsushi Shigeta to limit their liabilities under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the

amount stipulated by Article 425, Paragraph 1 of said Act. If the candidates for External Directors Mr. Masahiko Takanaka and Mr. Atsushi Shigeta are reelected, the Company plans to continue the same agreement with them.

**Proposal 2:** Election of one (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Mr. Takashi Nakazawa will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of one (1) Audit & Supervisory Board Member is proposed.

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

The candidate is as follows:

Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
[Reappointment] Takashi Nakazawa (February 8, 1951)	April 1974      Joined the Company April 1999      General Manager of Nagoya Branch April 2003      Assistant General Manager of Sales and Marketing Headquarters September 2004      Executive Officer and Assistant General Manager of Sales and Marketing Headquarters June 2007      Director, Executive Officer and General Manager of Chemical Sales and Marketing Headquarters June 2008      Director, Managing Executive Officer and General Manager of Chemical Sales and Marketing Headquarters June 2010      Managing Director, Managing Executive Officer and General Manager of Domestic Sales and Marketing Headquarters June 2012      Managing Director, Managing Executive Officer and General Manager of Procurement Headquarters June 2014      Advisor June 2016      Full-time Audit & Supervisory Board Member (present position)	52,000
(Reasons for selection as candidate for Audit & Supervisory Board Member) Mr. Takashi Nakazawa has held positions of General Manager of Nagoya Branch, General Manager of Chemical Sales and Marketing Headquarters, and General Manager of Procurement Headquarters, and possesses rich business experience and great insight regarding the Company's overall operations. In addition to the high ethical standards and fair and impartial judgment required of an Audit & Supervisory Board Member, he has the experience and insight necessary to carry out appropriate audits of the management of the Company. As the Company believes that he will be able to appropriately supervise the management of the entire Group from an objective standpoint, it was determined that he should continue to be a candidate for Audit & Supervisory Board Member.		

(Notes)

1. There is no special interest between the candidate for Audit & Supervisory Board Member and the Company.
2. The Company has an agreement with Mr. Takashi Nakazawa to limit his liabilities under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the amount stipulated by Article 425, Paragraph 1 of said Act. If the candidate for Audit & Supervisory Board Member Mr. Takashi Nakazawa is reelected, the Company plans to continue the same agreement with him.