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(Stock Exchange Code 4975)
June 7, 2019

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 59TH 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 59th Annual General Meeting of Shareholders of JCU CORPORATION (the “Company”). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing by submitting the Voting Rights Exercise Form. If exercising your voting rights in writing, please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. on Tuesday, June 25, 2019, Japan time.

- 1. Date and Time:** Wednesday, June 26, 2019, 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 59th Fiscal Year (April 1, 2018–March 31, 2019) 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 59th Fiscal Year (April 1, 2018–March 31, 2019)
- Proposals to be resolved:**
- Proposal 1:** Election of nine (9) Directors
- Proposal 2:** Election of one (1) Audit & Supervisory Board Member

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Of the documents that should be provided along with this convocation, matters that should be included in 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.

The Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Company's Audit & Supervisory Board Members and the Accounting Auditor to prepare audit reports are the financial statements included in the attached documents to this convocation, as well as matters that should be included in the Notes to the Consolidated Financial Statements and the Notes to the Non-consolidated Financial Statements.

- 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/>).
- We are advocating the Cool Biz campaign. Shareholders are expected to attend the meeting in casualwear.
- From this year, we will not prepare souvenirs that were provided to the shareholders attending the meeting. We would appreciate your kind understanding.

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 (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>	92,687
<p>(Reasons for selection as candidate for Director)</p> <p>Mr. Keiji Ozawa has held various positions in the sales and administrative departments. He was appointed as Vice President in 2009, and promoted to Representative Director, President and COO in 2010. In view of the sudden passing of Mr. Yoshimasa Kasuya in February 2016, he was appointed as Representative Director, Chairman and CEO of the Company. 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 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]</p> <p>Representative Director and President, JCU (THAILAND) CO., LTD.</p> <p>Representative Director and President, JCU VIETNAM CORPORATION</p> <p>Director and President, PT. JCU Indonesia</p> <p>Director and President, JCU CHEMICALS INDIA PVT. LTD.</p>	6,604
<p>(Reasons for selection as candidate for Director)</p> <p>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.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	[Reappointment] Rui Tanino (October 2, 1957)	<p>April 1982 Joined Fuji Machinery Mfg. & Electronics Co., Ltd.</p> <p>June 1999 Operating Executive Officer and General Manager of Substrate Sales Headquarters of Fuji Machinery Mfg. & 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>April 2016 Managing Officer and Deputy Division Manager of Sales 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>	10,799
<p>(Reasons for selection as candidate for Director)</p> <p>Mr. Rui Tanino has played a central role in the new business operations of the Company, and has contributed to the diversification of the Company's management. In April 2018, he was appointed as Director, Senior Executive Managing Officer and Division Manager of Sales Division, and has led the management as a person responsible for the Company's sales department. With his rich experience to date 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 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 Director, Managing Officer 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.	6,646
		(Reasons for selection as candidate for Director) Mr. Akihisa Omori has held various key positions mainly in the Company's sales department, and is currently the President of JCU INTERNATIONAL, INC., a subsidiary of the Company. In addition, he was appointed as R&D Center Manager of R&D Center in April 2019. With his high level of management expertise 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)	5,859
		(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 his high level of 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 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, Managing Officer and Deputy Division Manager of Sales Division (present position)	24,652
		(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 his high level of insight regarding the Company's overall operations, it was determined that he should continue to be a candidate for Director.		
7	[New appointment] Hirofumi Ikegawa (July 29, 1965)	August 1984 June 2004 June 2008 June 2009 June 2010 November 2013 January 2015 April 2016 April 2018	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 (present position)	—
		(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 rich experience and insight regarding the overall management, it was determined that he should be a candidate for Director.		

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
8	<p>[Reappointment] Masahiko Takanaka (August 6, 1951)</p>	<p>October 1976 Passed the National Bar Examination April 1979 Registered as a lawyer (present position) June 2005 Audit & Supervisory Board Member of the Company April 2014 Chairman of Tokyo Bar Association and Vice Chairman of Japan Federation of Bar Associations June 2015 Director of the Company (present position) [Significant concurrent positions] Head of Takanaka Law Office External Director of T&D Asset Management Co., Ltd.</p>	—
	<p>(Reasons for selection as candidate for External Director) As a lawyer, Mr. Masahiko Takanaka has extensive knowledge of corporate legal affairs, and possesses a high level of professional expertise and insight with regards to legal regulations. Accordingly, he has contributed immensely as an External Director of the Company and in ensuring that decisions made by the Board of Directors are appropriate. In view of his high level of expertise and insight, as well as his actual performance results, it was determined that he should continue to be a candidate for External Director.</p>		

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
9	[New appointment] 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>March 2016 Audit & Supervisory Board Member of Tokyo Tatemono Real Estate Sales Co., Ltd. (present position)</p> <p>June 2017 Audit & Supervisory Board Member of the Company (present position)</p> <p>April 2018 President and Representative Director of Sendai Kokusai Hotel Co., Ltd. (present position)</p> <p>[Significant concurrent positions]</p> <p>President and Representative Director of Tobu Hotel Management Co., Ltd.</p> <p>Audit & Supervisory Board Member of Tokyo Tatemono Real Estate Sales 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 served as President and Representative Director of Tobu Department Store Co., Ltd., and currently serves as President and Representative Director of Tobu Hotel Management Co., Ltd. He was appointed as Audit & Supervisory Board Member of the Company in June 2017 and has contributed to maintaining and strengthening the audit structure of the Company. Going forward, as the Company believes that he will fully contribute to the Company's management from the standpoint of External Director with his abundant experience and track record as a management executive of business entities, it was determined that he should 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 four (4) 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 Audit & Supervisory Board Member of the Company. At the conclusion of this year's Annual General Meeting of Shareholders, Mr. Shigeta's term of office as External Audit & Supervisory Board Member will be two (2) years.
4. The Company has appointed Mr. Masahiko Takanaka as an Independent Officer prescribed by Tokyo Stock Exchange and submitted a notification of the appointments to said Exchange. If his reelection is approved, the Company plans to continue appointing him as an Independent Officer and to submit a notification of the appointments to said Exchange. Also, if this proposal for the election of Mr. Atsushi Shigeta is approved, the Company plans to appoint Mr. Shigeta as an Independent Officer and submit a notification of such appointment to said Exchange as well.
5. The Company has agreements with Mr. Masahiko Takanaka 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 External Director Mr. Masahiko Takanaka is reelected, the Company plans to continue the same agreement with him. Also, if this proposal for the election of Mr. Atsushi Shigeta is approved, the Company plans to conclude a same agreement with him.

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

Audit & Supervisory Board Member Mr. Atsushi Shigeta will resign 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 candidate for External Audit & Supervisory Board Member Ms. Koyuri Kawato will be elected as a substitute for Audit & Supervisory Board Member Mr. Atsushi Shigeta. Therefore, pursuant to the provision of the Article of Incorporation of the Company, her term of office shall be until the expiration of the term of office of the resigning Audit & Supervisory Board Member.

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
[New appointment] Koyuri Kawato (July 5, 1968)	March 1994 Registered as a certified public accountant (present position) January 2001 Registered as a certified public tax accountant (present position) [Significant concurrent positions] Representative, Kawato Certified Public Accountant Office	—
(Reasons for selection as candidate for External Audit & Supervisory Board Member) As a certified public accountant and certified public tax accountant, Ms. Koyuri Kawato has extensive knowledge of finance, accounting and tax affairs, and possesses high expertise, rich experience and insight. As her insight and experience accumulated to date are judged to contribute to the strengthening of the audit structure of the Company, the Company nominates her as a candidate for External Audit & Supervisory Board Member.		

(Notes)

1. There is no special interest between the candidate for Audit & Supervisory Board Member and the Company.
2. Ms. Koyuri Kawato is a candidate for External Audit & Supervisory Board Member of the Company.
3. Although Ms. Koyuri Kawato does not have experience of being involved in corporate management other than as an external officer, the Company determined that she will be able to fulfill her duties as External Audit & Supervisory Board Member appropriately for the reasons stated in "Reasons for selection as candidate for External Audit & Supervisory Board Member" above.
4. If this proposal for the election of Ms. Koyuri Kawato is approved, the Company plans to appoint Ms. Kawato as an Independent Officer prescribed by Tokyo Stock Exchange and submit a notification of the appointment to said Exchange.
5. If this proposal for the election of Ms. Koyuri Kawato is approved, the Company plans to conclude an agreement with her to limit her liability under Article 423, Paragraph 1 of the Companies Act, pursuant to the provisions of Article 427, Paragraph 1 of said Act, with the maximum amount of liability under the agreement being the minimum amount stipulated by Article 425, Paragraph 1 of said Act.