

June 6, 2018

To Our Shareholders:

Jun Kato, President

Elematec Corporation

3-5-27 Mita, Minato-ku, Tokyo

Notice of Convocation of the 72nd Ordinary General Meeting of Shareholders

First, we would like to express our sincere gratitude for your continued support.

You are cordially invited to attend the 72nd Ordinary General Meeting of Shareholders of the Company.

The meeting will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing. Please review the attached Reference Documents for the General Meeting of Shareholders and indicate your vote for or against the proposals in the enclosed Voting Form and return it to us, ensuring that it arrives by 5:30 p.m. (at the close of our business hours) on Thursday, June 21, 2018 (Japan time).

- 1. Date and Time:** Friday, June 22, 2018 at 10:00 a.m.
- 2. Venue:** 36F (Garnet 36), Main Tower, Shinagawa Prince Hotel
10-30 Takanawa 4-chome, Minato-ku, Tokyo
(Please note that the floor number and name of the venue differ, although the hotel is the same as last year.)
- 3. Agenda:**
Matters to be reported:
 1. Business Report and Consolidated Financial Statements for the 72nd Fiscal Year (from April 1, 2017 to March 31, 2018), results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 2. Non-consolidated Financial Statements for the 72nd Fiscal Year (from April 1, 2017 to March 31, 2018)

Proposals to be resolved:

- | | |
|---------------------------|---|
| Agenda Item No. 1: | Election of Nine Directors |
| Agenda Item No. 2: | Election of Two Audit & Supervisory Board Members |
| Agenda Item No. 3: | Election of an Accounting Auditor |

If you are attending the Meeting in person, please submit the enclosed Voting Form to the receptionist at the venue.

If any amendments are made to the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and/or Non-consolidated Financial Statements, such amendments will be posted on the Company's website (<http://www.elematec.com>).

Reference Documents for the General Meeting of Shareholders

Agenda Item No. 1: Election of Nine Directors

The term of office of all of the current nine Directors will expire at the close of this General Meeting of Shareholders. Accordingly, we propose the election of nine Directors.

The candidates for Directors are as follows.

| No. | Name (Date of birth) | Career summary, position, and assignment at the Company, and significant concurrent positions | Number of shares of the Company held |
|-----|-----------------------------------|---|--------------------------------------|
| 1 | Jun Kato (August 3, 1955) | April 1979 Joined Super Resin, Inc. June 1985 Joined Yamato Inc. June 1986 Joined the Company January 2002 General Manager of Marketing & Development Department, the Company April 2002 Executive Officer, General Manager of Marketing & Development Department, the Company April 2005 Executive Managing Officer, Chief Division Officer of Marketing Division, the Company June 2007 Executive Managing Director, Chief Division Officer of Marketing Division, the Company April 2009 Senior Managing Director, the Company April 2011 Executive Vice President, the Company June 2012 President, the Company (to the present) | 41,500 shares |
| 2 | Nobuo Suzuki (October 9, 1958) | March 1977 Joined the Company April 2005 General Manager of Marketing & Development Department, Marketing Division, the Company April 2008 Executive Officer, General Manager of Marketing & Development Department, Marketing Division, the Company April 2009 Executive Managing Officer, General Manager of Marketing & Development Department, the Company October 2009 Executive Managing Officer, Chief Division Officer of Development Division, the Company April 2012 Senior Managing Officer, the Company June 2015 Senior Managing Director, the Company December 2015 Senior Managing Director, General Manager of Customer Parts Sales Department, the Company April 2016 Senior Managing Director, the Company (to the present) | 19,400 shares |

| No. | Name (Date of birth) | Career summary, position, and assignment at the Company, and significant concurrent positions | Number of shares of the Company held |
|-----|---------------------------------------|---|--------------------------------------|
| 3 | Akira Yokode (June 18, 1961) | <p>April 1984 Joined T. CHATANI & Co., Ltd.</p> <p>May 1988 Joined ROHM Co., Ltd.</p> <p>March 2001 Joined Toyota Tsusho Corporation (“Toyota Tsusho”)</p> <p>April 2006 General Manager of Section 1 Electronics Department, Toyota Tsusho</p> <p>June 2006 Managing Director, TOMEN DEVICES CORPORATION</p> <p>June 2008 General Manager of Electronics Device Department, Toyota Tsusho</p> <p>April 2011 General Manager of Electronics Department, Toyota Tsusho</p> <p>April 2012 Executive Managing Officer, the Company</p> <p>June 2012 Executive Managing Director, the Company</p> <p>April 2018 Senior Managing Director, the Company (to the present)</p> | 70 shares |
| 4 | * Atsushi Shimizu (May 7, 1962) | <p>April 1985 Joined Toyota Tsusho Corporation (“Toyota Tsusho”)</p> <p>April 2010 General Manager of Affiliate Planning & Administration Department, Toyota Tsusho</p> <p>April 2011 General Manager of Finance Department, Toyota Tsusho</p> <p>May 2015 Executive Vice President, Toyota Tsusho Asia Pacific Pte. Ltd.</p> <p>April 2018 Executive Managing Officer in charge of Corporate Planning & Human Resources Development Department, the Company (to the present)</p> | - shares |

| No. | Name (Date of birth) | Career summary, position, and assignment at the Company, and significant concurrent positions | Number of shares of the Company held |
|-----|--|--|--------------------------------------|
| 5 | * Sei Kawafuji (February 25, 1969) | <p>April 1991 Joined Sumitomo Bank, Limited (currently Sumitomo Mitsui Banking Corporation).</p> <p>August 2005 Joined the Company.</p> <p>April 2012 General Manager of Administrative Department, the Company</p> <p>April 2014 Chief Division Officer of Administrative Division and General Manager of Personnel Department, the Company</p> <p>April 2016 Executive Officer, Chief Division Officer of Administrative Division and General Manager of Personnel Department, the Company</p> <p>July 2016 Executive Officer, Chief Division Officer of Administrative Division, General Manager of Finance & Business Administrative Department and General Manager of Personnel Department, the Company</p> <p>April 2017 Executive Officer, Chief Division Officer of Corporate Division, the Company</p> <p>April 2018 Executive Managing Officer in charge of Overall Personnel Affairs, General Affairs, and Legal Affairs, the Company (to the present)</p> | 5,700 shares |
| 6 | * Mitsuhiro Tsubakimoto (October 15, 1959) | <p>April 1983 Joined Tomen Corporation (currently Toyota Tsusho Corporation).</p> <p>April 2009 General Manager of Fine Chemicals Department, Toyota Tsusho</p> <p>April 2012 Executive Officer, Officer Responsible for Global Strategy and Management, Toyota Tsusho</p> <p>April 2013 Executive Officer of Chemicals and Electronics Division, Toyota Tsusho</p> <p>April 2015 Executive Officer of Chemicals and Electronics Division Deputy Chief Division Officer of Chemicals and Electronics Division, Toyota Tsusho</p> <p>April 2016 Executive Officer, Regional Chief Operating Officer for East Asia; Chairman of Toyota Tsusho (China) Co., Ltd; General Manager of Beijing Liaison Office, Toyota Tsusho</p> <p>April 2017 Managing Executive Officer, Regional Chief Operating Officer for East Asia; Chairman of Toyota Tsusho (China) Co., Ltd; General Manager of Beijing Liaison Office, Toyota Tsusho</p> <p>April 2018 Managing Executive Officer, Chief Division Officer of Chemicals and Electronics Division, Toyota Tsusho (to the present)</p> | - shares |

| No. | Name (Date of birth) | Career summary, position, and assignment at the Company, and significant concurrent positions | Number of shares of the Company held |
|-----|--|---|--------------------------------------|
| 7 | * Yasuhiro Kakiyama (March 17, 1963) | <p>April 1985 Joined Toyota Tsusho Corporation (“Toyota Tsusho”)</p> <p>April 2003 Director, TOYOTA TSUSHO ELECTRONICS CORPORATION (currently NEXTY Electronics Corporation)</p> <p>April 2007 Senior Managing Director, TOYOTA TSUSHO ELECTRONICS CORPORATION (currently NEXTY Electronics Corporation)</p> <p>April 2010 President, Managing Director, TOYOTA TSUSHO (SINGAPORE) PTE. LTD.</p> <p>April 2012 Executive Vice President, Toyota Tsusho Asia Pacific Pte. Ltd.</p> <p>April 2015 Department Manager, Green Mobility & ITS Business Department, Toyota Tsusho</p> <p>April 2017 Executive Officer, Head of Electronics SBU & General Manager of Electronic Business Department, Toyota Tsusho</p> <p>June 2017 Director, the Company (to the present)</p> <p>Director, TOMEN DEVICES CORPORATION (to the present)</p> <p>April 2018 Executive Officer, Division Officer of Chemicals & Electronics Division, Senior General Manager (Electronics & Multimedia SBU), Toyota Tsusho (to the present)</p> <p>[Major positions at other companies] Director, TOMEN DEVICES CORPORATION</p> | - shares |
| 8 | Sosuke Seki (June 29, 1966) | <p>April 1993 Registered as attorney-at-law (member of Tokyo Bar Association) (to the present)</p> <p>January 2004 Opened Ginza Prime Law Office (to the present)</p> <p>June 2007 Audit & Supervisory Board Member, the Company</p> <p>June 2015 Director, the Company (to the present)</p> <p>[Major positions at other companies] External Director, Shobunsha Publications, Inc.</p> | - shares |

| No. | Name (Date of birth) | Career summary, position, and assignment at the Company, and significant concurrent positions | Number of shares of the Company held |
|-----|--------------------------------|--|--------------------------------------|
| 9 | Yozo Suzuki (April 7, 1947) | <p>April 1970 Joined Casio Computer Co., Ltd. (“Casio”)</p> <p>June 1995 Director, Casio</p> <p>June 1998 Managing Director, Casio</p> <p>June 2007 Senior Managing Director, Casio</p> <p>April 2009 Advisor, Casio</p> <p>April 2011 Executive Officer, SOLE Co., Ltd. (“SOLE”)</p> <p>November 2013 Representative Director & President, SOLE (to the present)</p> <p>June 2016 Director, the Company (to the present)</p> | - shares |

(Notes)

1. A person marked with an asterisk (*) is a candidate for a new Director.
2. There are no special interests between any of the above Director candidates and the Company.
3. Sosuke Seki and Yozo Suzuki are candidates for External Directors.
4. Positions and titles of two Director candidates, Mitsuhiro Tsubakimoto and Yasuhiro Kakihara, as executive officers at Toyota Tsusho Corporation, the Company’s parent company, and its subsidiaries are described in the above “Career summary, position, and assignment at the Company, and significant concurrent positions.”
5. The reasons for the election of the candidates for Director and External Director are as follows:
 - (1) Director candidates
 - [1] Jun Kato has engaged in sales, development, and marketing operations since he joined the Company in 1986, and has held positions including General Manager of Marketing & Development Department, Chief Division Officer of Marketing Division, Chief Division Officer of Sales Division, and President’s Assistant General Manager as Executive Officer and Director. Since 2012, he has served as President (present post) with extensive experience of the Group’s operations and insights into the Group’s overall management. Accordingly, the Company has proposed him as a candidate for re-election as Director.
 - [2] Nobuo Suzuki has been engaged in sales, development, and marketing operations since he joined the Company in 1977, and has held positions such as General Manager of Marketing & Development Department, Chief Division Officer of Sales Division, and Chief Division Officer of Marketing Division as Executive Officer. Since 2015, he has served as Senior Managing Director (present post) using his considerable experience of the Group’s operations. Accordingly, the Company has proposed him as a candidate for re-election as Director.
 - [3] Since joining Toyota Tsusho Corporation in 2001, Akira Yokode has been engaged mainly in electronics businesses, and has held positions such as General Manager of Section 1 Electronics Department, and General Manager of Electronics Device Department at Toyota Tsusho. Since the Company entered into a capital and business alliance agreement with Toyota Tsusho in 2012, he has served as Senior Managing Director of the Company (present post). The Company has proposed him as a candidate for re-election as Director so that the Company’s management may benefit from his extensive experience of a general trading company and the Group as well as insights into global business operations.

- [4] Since joining Toyota Tsusho Corporation in 1985, Atsushi Shimizu has been engaged mainly in finance and planning businesses, and has held positions such as General Manager of Affiliate Planning & Administration Department, and General Manager of Finance Department at Toyota Tsusho. He has extensive experience of a general trading company as well as insights into global business operations. The Company believes that he will use his insights in the Group's management, and fulfill his duties as Directors adequately, so it has proposed making them candidates for Directors.
 - [5] Sei Kawafuji has work experience at a major financial institution. He has been engaged in administration divisions in general since he joined the Company in 2005, and has held positions such as General Manager of Finance & Business Administrative Department, General Manager of Personnel Department, Chief Division Officer of Administrative Division, and Chief Division Officer of Corporate Division. He has extensive experience of the Group's operations and insights into administrative and management operations. The Company believes that he will use his insights in the Group's management, and fulfill his duties as Directors adequately, so it has proposed making them candidates for Directors..
 - [6] Director candidates, Mitsuhiro Tsubakimoto and Yasuhiro Kakihara, have wide experience and broad insights gained over many years at Toyota Tsusho Corporation and other companies. Yasuhiro Kakihara has served as Director of the Company since 2017, providing advice and recommendations to ensure the adequacy and appropriateness of the Company's management decision-making. Accordingly, the Company has proposed making him a candidate for re-election as Director. Mitsuhiro Tsubakimoto has broad insights gained at the Company. The Company believes that he will use his insights into the Company in the Company's management, and fulfill his duties as Director adequately, so it has proposed making him a new candidate for Director.
- (2) External Director candidates
- [1] Sosuke Seki has extensive insights and experience as a lawyer and stated his opinions from an independent position as the Company's External Audit & Supervisory Board Member and External Director, fulfilling his duties sufficiently, although he has not been directly involved in corporate management. Accordingly, the Company has proposed making him a candidate for re-election as External Director.
 - [2] Yozo Suzuki has wide experience gained from his long-term service in the electronics industry and working at Casio Computer Co., Ltd. and other companies and broad insights into the overall management development at Casio. He has provided advice and recommendations to ensure the adequacy and appropriateness of the Company's management. Accordingly, the Company believes that he will fulfill his duties as External Director, so it has proposed making him a candidate for re-election as External Director.
6. Number of years since each candidate for External Director was appointed Audit & Supervisory Board Member and External Director
The term of office of Sosuke Seki as Audit & Supervisory Board Member will be eight years and term of office as External Director will be three years at the conclusion of this General Meeting of Shareholders.
7. Number of years since each candidate for External Director was appointed External Director
The term of office of Yozo Suzuki as External Director will be two years at the conclusion of this General Meeting of Shareholders.
8. Limited liability agreement
- (1) The Company has concluded agreements with Yasuhiro Kakihara, Sosuke Seki, and Yozo Suzuki to limit their respective liabilities for damages to the minimum amount provided by Article 425 (1) of the Companies Act. The Company plans to extend the aforementioned limited liability agreements if reappointment of these three candidates is approved.
 - (2) If the election of Mitsuhiro Tsubakimoto is approved, the Company plans to enter into an agreement with him to limit his liabilities to the minimum amount provided by Article 425 (1) of the Companies Act.
9. The Company has filed a notice with Tokyo Stock Exchange, inc. stating that Sosuke Seki and Yozo Suzuki are independent officers pursuant to the regulations, and if their election is approved the Company plans to re-register them as independent officers.

Agenda Item No. 2: Election of Two Audit & Supervisory Board Members

Audit & Supervisory Board Member Masakazu Tsunefuka will resign at the close of this General Meeting of Shareholders. Accordingly, in order to strengthen the structure of the Audit & Supervisory Board, we propose the election of two Audit & Supervisory Board Members by adding one more person.

The Audit & Supervisory Board's consent has been obtained for this Proposal.

The candidates for Audit & Supervisory Board Member are as follows.

| No. | Name (Date of birth) | Career summary, position at the Company, and significant concurrent positions | Number of shares of the Company held |
|-----|--|---|--------------------------------------|
| 1 | * Atsuo Isogami (March 2, 1960) | <p>April 1983 Joined Sumitomo Metal Mining Co., Ltd.</p> <p>April 2002 Executive Officer, the Company</p> <p>June 2002 Director, Executive Officer, the Company</p> <p>April 2003 Executive Managing Director, the Company</p> <p>April 2005 Vice President & CFO, the Company</p> <p>April 2009 Executive Vice President, the Company (to the present)</p> | 22,000 shares |
| 2 | * Yoshihiro Shiji (October 14, 1955) | <p>April 1978 Joined Toyota Tsusho Corporation ("Toyota Tsusho").</p> <p>March 1993 Vice President, Toyota Motor Hungary KFT.</p> <p>March 2001 General Manager of Automobile parts Department, Toyota Tsusho</p> <p>April 2004 General Manager of Global Logistics Management Department, Toyota Tsusho</p> <p>April 2006 General Manager of Logistics Business Department, Toyota Tsusho</p> <p>April 2007 Senior Vice President, Toyota Tsusho America, Inc.</p> <p>April 2012 Project General Manager of New Business Development Department (Director), Toyota Tsusho Corporation</p> <p>June 2014 Audit & Supervisory Board Member(full time), Toyota Tsusho (to the present)</p> | - shares |

(Notes)

1. A person marked with an asterisk (*) is a candidate for a new Audit & Supervisory Board Member.
2. There are no special interests between Audit & Supervisory Board Member candidates and the Company.
3. Positions and titles of Audit & Supervisory Board Member candidate, Yoshihiro Shiji, as an executive officer at Toyota Tsusho Corporation and its subsidiaries are described in the above “Career summary, position at the Company, and significant concurrent positions.”
4. The reasons for the election of candidates for Audit & Supervisory Board Member are as follows:
 - (1) Atsuo Isogami was engaged in various operations including administration and accounting, information strategy, treasury, corporate planning, and IR from 2002, and has served as Executive Vice President (present post) since 2005. The Company has proposed him as a new candidate for election as Director so that the Company’s management may benefit from his extensive experience of the Group’s operations and insights into administrative and management operations.
 - (2) Yoshihiro Shiji has extensive experience gained from his long-term service at Toyota Tsusho Corporation as well as a wide range of insights as a full-time corporate auditor. The Company believes that he will fulfill his duties adequately by using his experience and insights, so it has proposed making him a new candidate for Audit & Supervisory Board Member.
5. Yoshihiro Shiji is scheduled to retire from the post of full-time corporate auditor at the conclusion of the 97th Ordinary General Meeting of Shareholders of Toyota Tsusho Corporation scheduled to be held on June 21, 2018.
6. Limited liability agreement
If the election of Atsuo Isogami and Yoshihiro Shiji is approved, the Company plans to enter into an agreement with them to limit their liabilities to the minimum amount provided by Article 425 (1) of the Companies Act.

Agenda Item No. 3: Election of an Accounting Auditor

The term of office of the Company's accounting auditor, Ernst & Young ShinNihon LLC, will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company's Audit & Supervisory Board, as a result of comprehensive consideration in accordance with the "Accounting Auditor's Evaluation and Selection Criteria", etc. including the relevant audit corporation, propose the election of PricewaterhouseCoopers Aarata LLC as a new Accounting Auditor.

In addition, the reason for the election of PricewaterhouseCoopers Aarata LLC as the candidate for the Accounting Auditor is that, as a result of a comprehensive consideration of the quality control system and independence, etc. of the relevant audit corporation in addition to the fact that the efficient audit works can be expected, etc., the Audit & Supervisory Board judged the relevant audit corporation would be duly qualified.

The candidate for Accounting Auditor is as follows.

(As of March 31, 2018)

| Name | PricewaterhouseCoopers Aarata LLC | |
|--|---|---|
| Office locations | Main office | Otemachi Park Building, 1-1-1 Otemachi, Chiyoda-ku, Tokyo |
| | Other offices | Nagoya, Osaka, Fukuoka |
| History | June 2006 | Establishment of "Aarata Kansa Hojin" (currently PricewaterhouseCoopers Aarata) (as a member firm in Japan of PricewaterhouseCoopers (PwC) global network) |
| | July 2006 | Commencement of operations |
| | July 2015 | Changed the corporate name in Japanese to "PwC Aarata Kansa Hojin". Renamed PwC Aarata institution. |
| | July 2016 | Converted to a limited liability audit corporation. Changed the corporate name to "PwC Aarata Yugen Sekinin Kansa Hojin" (English name : PricewaterhouseCoopers Aarata LLC) |
| Outline | Capital | One billion yen |
| | Number of persons | |
| | Partners | 130 people |
| | Certified public accountants | 886 people |
| | Junior certified public accountants - those who passed all subjects | 507 people |
| | USCPA and other professional staff | 826 people |
| | Clerical staff | 509 people |
| | Total | 2,858 people (as of June 30, 2017) |
| Companies to which an audit has been performed | 1,128 companies (as of June 30, 2017) | |

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