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Securities Code: 8141

June 6, 2023

(Commencement date of electronic provision measures: May 30, 2023)

**To our shareholders:**

Tatsuya Ogawa  
President and Representative Director  
**Shinko Shoji Co., Ltd.**  
1-2-2 Osaki, Shinagawa-ku, Tokyo, Japan

**NOTICE OF THE 70TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

This notice is to inform you of the 70th Ordinary General Meeting of Shareholders of Shinko Shoji Co., Ltd. (the “Company”), which will be held as described below.

In convening this year’s General Meeting of Shareholders, the Company has taken electronic provision measures for the information contained in the reference documents for the General Meeting of Shareholders, etc. (“matters subject to electronic provision measures”). Please access the following websites to view the information.

Company website	<a href="https://www.shinko-sj.co.jp/e/">https://www.shinko-sj.co.jp/e/</a> Please access the Company’s website → Select “IR Information” then “Information on General Meeting of Shareholders” to view the information.
Tokyo Stock Exchange website (Search for a listed company)	<a href="https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show">https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show</a> Please access the above Tokyo Stock Exchange website (Search for a listed company) → Enter “Shinko Shoji” in the “Issue name (company name)” field or “8141” in the securities “Code” field to run a search → Select “Basic information” and then “Documents for public inspection/PR information” to view the information.
Website dedicated to notices of general meetings of shareholders	<a href="https://www.smi.shinko-sj.co.jp/ir/">https://www.smi.shinko-sj.co.jp/ir/</a> (available only in Japanese)

If you are not attending the meeting in person, you may exercise your voting rights in writing (by post) or via the Internet, etc. Please review the matters subject to electronic provision measures and the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights ahead of this General Meeting of Shareholders according to “Guide to Exercising Your Voting Rights” (available only in Japanese) no later than 5:20 p.m., Thursday, June 22, 2023 (JST).

**1 Date and Time:** Friday, June 23, 2023 at 10:00 a.m. (Opening at 9:00 a.m.) (JST)

**2 Venue:** 3F, Sirius, Hotel Gajoen Tokyo  
1-8-1 Shimomeguro, Meguro-ku, Tokyo  
(Please refer to the “Guide to the venue of the Ordinary General Meeting of Shareholders” (available only in Japanese) at the end of the document.)

**3 Purposes:**

**Items to be reported:**

1. Business Report and Consolidated Financial Statements for the 70th Term  
(from April 1, 2022 to March 31, 2023), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-Consolidated Financial Statements for the 70th Term (from April 1, 2022 - March 31, 2023)

**Items to be resolved:**

**Proposal 1:** Election of Seven (7) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)

**Proposal 2:** Election of One (1) Director Who Is an Audit and Supervisory Committee Member

**4 Matters Decided in Connection with this Convocation:**

- Pursuant to laws and regulations and Article 16 of the Company’s Articles of Incorporation, among the matters subject to electronic provision measures, the following items are not included in the paper copy to be sent to shareholders who have requested it. Accordingly, the paper copy to be sent to shareholders who have requested it is a portion of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in the preparation of audit reports.
  1. “Systems and Policies of the Company” under the Business Report
  2. “Consolidated Statement of Changes in Net Assets” and “Notes to the Consolidated Financial Statements” under the Consolidated Financial Statements
  3. “Non-Consolidated Statement of Changes in Net Assets” and “Notes to the Non-Consolidated Financial Statements” under the Non-Consolidated Financial Statements
- If you exercise your voting rights both in writing (by post) and via the Internet, etc., the exercise of voting rights via the Internet, etc. shall be deemed valid. In addition, if you exercise your voting rights via the Internet, etc. multiple times, the final exercise of voting rights shall be deemed valid.
- If you do not indicate your approval or disapproval of a proposal in the voting form, it will be treated as if you have indicated your approval.

## Reference Documents for the General Meeting of Shareholders

**Proposal 1:** Election of Seven (7) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)

As the terms of office of all eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting, the Company proposes the election of seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members). The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows.

No.	Name	Candidate attributes	Positions and responsibilities in the Company	Attendance at Board of Directors' meetings
1	Tatsuya Ogawa	[Reappointment]	President and Representative Director Responsible for Audit Office and New Business Sales Department	18/18
2	Katsuhiro Hosono	[Reappointment]	Managing Director Overall Control of Sales Division and Marketing & Engineering Division, responsible for Sales Support Office, Sales Department 3, Chubu Tokai Block Department, Amusement Systems Sales Department, and EMS Sales Promotion Department	18/18
3	Shuji Isshiki	[Reappointment]	Director Overall Control of Administrative Division, responsible for Corporate Planning & Human Resources Department, Information System Office, General Affairs Department, Logistics Department, Domestic Affiliated Companies, and Manager of Accounting Department	18/18
4	Katsuei Kobayashi	[Reappointment]	Director Responsible for Devices & Solutions Engineering Department and Automotive Solutions Engineering Department	18/18
5	Kunihiro Inoue	[Reappointment]	Director Responsible for Sales Department 1, Koshinetsu Block Department, West Japan Block Department, and Electronic Component Sales Promotion Department	18/18
6	Masanori Ishito	[Reappointment]	Director Responsible for Sales Department 2, East Japan Block Department, Overseas Sales Promotion Department, and Overseas Affiliated Companies	18/18
7	Tatsuyoshi Yoshiike	[Reappointment] [Outside] [Independent]	Director	18/18

Reappointment	Candidate for reappointment as Director
Outside	Candidate for Outside Director
Independent	Independent officer as prescribed by the Tokyo Stock Exchange

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
1	Tatsuya Ogawa (December 17, 1963)  [Reappointment]  [Status of attendance at Board of Directors' meetings] 18/18	April 1986 November 1996 April 2006 June 2008 April 2013 October 2022	Joined the Company President of NOVALUX EUROPE LTD. (secondment) President of Novalux Hong Kong Electronics Ltd. (secondment) Director of the Company President and Representative Director of the Company President and Representative Director of the Company (responsible for Audit Office and New Business Sales Department) (present position)	19,200
		[Reasons for nomination as candidate for Director] After being stationed at overseas subsidiaries for about 20 years, Tatsuya Ogawa has garnered extensive experience at overseas businesses that utilize semiconductor design technologies. During this period, for 10 years, he served as President of local subsidiaries, and produced a track record of rapidly developing the overseas business and contributing to the strengthening of the revenue foundation. As he is knowledgeable about the electronics industry and has management capabilities with a high degree of insight, he can be expected to respond promptly and optimally to diversifying management issues and further improve corporate value. Therefore, he has been nominated as a candidate for Director.		
2	Katsuhiro Hosono (August 23, 1966)  [Reappointment]  [Status of attendance at Board of Directors' meetings] 18/18	April 1989 April 2007 June 2014 October 2022	Joined the Company Branch Manager of Nagoya Office Director of the Company Managing Director of the Company (Overall Control of Sales Division and Marketing & Engineering Division, responsible for Sales Support Office, Sales Department 3, Chubu Tokai Block Department, Amusement Systems Sales Department, and EMS Sales Promotion Department) (present position)	6,800
		[Reasons for nomination as candidate for Director] Katsuhiro Hosono has been involved in sales related to OA equipment and the assembly business for many years since joining the Company, and has a track record of significantly developing the amusement business, in particular. He is currently working on strengthening the revenue foundation as Managing Director in charge of the entire Sales Division and Marketing & Engineering Division. Drawing on advanced knowledge, abundant experience, and extensive connections garnered through such career, he can be expected to realize further business expansion and full execution of the medium-term management plan during this period of reform in the electronics industry. Therefore, he has been nominated as a candidate for Director.		

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
3	Shuji Isshiki (March 28, 1964)  [Reappointment]  [Status of attendance at Board of Directors' meetings] 18/18	April 1986	Joined The Bank of Yokohama, Ltd.	4,700
		October 2009	Deputy Manager of Financial Market Department of The Bank of Yokohama, Ltd.	
		May 2012	Deputy Manager, in charge of ALM, Corporate Planning Department of The Bank of Yokohama, Ltd.	
		April 2017	Senior Manager of Corporate Planning Department of Concordia Financial Group, Ltd. (secondment)	
		January 2019	Joined the Company	
		June 2019	Director of the Company	
		April 2021	Director of the Company (Overall Control of Administrative Division, responsible for Corporate Planning & Human Resources Department, Information System Office, General Affairs Department, Logistics Department, Domestic Affiliated Companies, and Manager of Accounting Department) (present position)	
[Reasons for nomination as candidate for Director] With over 30 years of experience working at financial institutions, Shuji Isshiki has abundant experience in the planning department, including the formulation of investment and procurement plans for the entire bank and the formulation of strategies for market departments. He is in charge of the overall Administrative Division at the Company in a wide range of areas such as corporate planning, financial strategy, and risk management, and is working on improving corporate value by strengthening corporate governance. Drawing on advanced knowledge garnered through such career, he can be expected to respond promptly and appropriately to diversifying management issues. Therefore, he has been nominated as a candidate for Director.				
4	Katsuei Kobayashi (September 19, 1966)  [Reappointment]  [Status of attendance at Board of Directors' meetings] 18/18	April 1990	Joined NEC Corporation	1,000
		July 2000	NEC Electronics Inc. (secondment)	
		April 2011	Senior Manager of Automotive Electronics Control Systems Marketing Department, Automotive Systems Division, Renesas Electronics Corporation	
		June 2013	Joined the Company	
		June 2019	Director of the Company	
		April 2023	Director of the Company (responsible for Devices & Solutions Engineering Department and Automotive Solutions Engineering Department) (present position)	
[Reasons for nomination as candidate for Director] Katsuei Kobayashi has been engaged for many years in semiconductor development and solution development at NEC and Renesas Electronics. Furthermore, he has knowledge of development and sales management on the global stage from his experience of being stationed in the U.S. He can be expected to respond promptly and accurately during this period of reform in the electronics industry, which includes IoT, AI, and the rapid shift of automobiles to electric vehicles. Therefore, he has been nominated as a candidate for Director.				

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
5	Kunihiro Inoue (October 11, 1965)  [Reappointment]  [Status of attendance at Board of Directors' meetings] 18/18	April 1988 April 2006 April 2009 April 2016 June 2020 October 2022	Joined the Company Branch Manager of Osaka Office General Manager of West Japan Block Department President of SHINKO (PTE) LTD. (secondment) Director of the Company Director of the Company (responsible for Sales Department 1, Koshinetsu Block Department, West Japan Block Department, and Electronic Component Sales Promotion Department) (present position)	3,300
		<p>Reasons for nomination as candidate for Director</p> <p>Since joining the Company, Kunihiro Inoue has been involved in sales related to automotive electronic components for many years and also served as President of an overseas subsidiary. He is currently strengthening the revenue foundation as Director of sales departments related to OA equipment, industrial equipment, and automotive electronic components, as well as a sales promotion department for electronic components. Drawing on advanced knowledge, abundant experience, and extensive connections garnered through such career, he can be expected to realize further business expansion and full execution of the medium-term management plan during this period of reform in the electronics industry. Therefore, he has been nominated as a candidate for Director.</p>		
6	Masanori Ishito (February 16, 1967)  [Reappointment]  [Status of attendance at Board of Directors' meetings] 18/18	April 1989 April 2008 April 2011 June 2021	Joined the Company Branch Manager of Chiba Office President of NOVALUX Shanghai Electronics Limited (secondment) Director of the Company (responsible for Sales Department 2, East Japan Block Department, Overseas Sales Promotion Department, and Overseas Affiliated Companies) (present position)	3,900
		<p>[Reasons for nomination as candidate for Director]</p> <p>Since joining the Company, Masanori Ishito has been involved in sales related to industrial equipment for many years, and also served as President of an overseas subsidiary for ten years. He is currently implementing initiatives for global business development as Director in charge of sales departments related to industrial equipment and automotive electronic components as well as overseas subsidiaries. Drawing on advanced knowledge, abundant experience, and extensive connections garnered through such career, he can be expected to realize further business expansion and full execution of the medium-term management plan during this period of reform in the electronics industry. Therefore, he has been nominated as a candidate for Director.</p>		

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
7	Tatsuyoshi Yoshiike (May 9, 1952)  [Reappointment] [Outside] [Independent]  [Status of attendance at the Board of Directors' meetings] 18/18	<p>April 1975      Joined HIOKI E.E. CORPORATION</p> <p>March 1995      Director, Director of Sales &amp; Marketing of HIOKI E.E. CORPORATION</p> <p>March 1997      Director and Managing Executive Officer, Director of Sales &amp; Marketing of HIOKI E.E. CORPORATION</p> <p>March 2003      Director and Managing Executive Officer, Director of Administration of HIOKI E.E. CORPORATION</p> <p>March 2005      President &amp; CEO of HIOKI E.E. CORPORATION</p> <p>February 2013    Chairman and Director of HIOKI E.E. CORPORATION</p> <p>February 2015    Retired from Director of HIOKI E.E. CORPORATION</p> <p>June 2015        Outside Director of CHINO CORPORATION (present position)</p> <p>June 2016        Outside Director of the Company (present position)</p> <p>[Significant concurrent positions outside the Company] Outside Director of CHINO CORPORATION</p>	-
<p>[Reasons for nomination as candidate for Outside Director and overview of expected roles]</p> <p>Tatsuyoshi Yoshiike has experience and track record as President of the listed company, and is knowledgeable in the electronics industry. He is a person who can expand shareholder interests and provide advice drawing on his abundant knowledge and experience. Based on these reasons, the Company expects him to provide useful opinions and guidance regarding the Company's management from an objective perspective as an independent Outside Director. In addition, if the candidate is elected, he will be involved in selecting candidates for the Company's officers and determining compensation, etc. of officers from an independent standpoint as a member of the Nominating and Compensation Committee.</p>			

- Notes:
1. There is no special interest between the candidates and the Company.
  2. Tatsuyoshi Yoshiike is a candidate for Outside Director.
  3. The term of office for Tatsuyoshi Yoshiike as the Company's Outside Director will have been seven years at the conclusion of this General Meeting.
  4. The Company has registered Tatsuyoshi Yoshiike to the Tokyo Stock Exchange as an independent officer as prescribed by the Tokyo Stock Exchange.
  5. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insurance policy covers an insured's losses (including defense costs and amount of indemnification) incurred from litigation claims for damages, etc. (including shareholder lawsuits) arising from the insured's assumption of liability during the term of the policy. (However, performance of an illegal act with full knowledge of its illegality is excluded.) If each candidate is elected and assumes office as Director, they will be included as an insured in this insurance policy. In addition, when the insurance policy is renewed, the Company plans to renew the policy with the same terms.



**Proposal 2:** Election of One (1) Director Who Is an Audit and Supervisory Committee Member

To strengthen the audit system, the Company proposes to increase the number of Directors who are Audit and Supervisory Committee Members by one (1) and elect one (1) Director who is an Audit and Supervisory Committee Member. The Audit and Supervisory Committee has given its consent to this proposal.

The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
<p>Kazue Tanaka (September 4, 1960)</p> <p>[New appointment] [Outside] [Independent]</p> <p>[Status of attendance at Board of Directors' meetings] -/-</p> <p>[Status of attendance at Audit and Supervisory Committee meetings] -/-</p>	<p>September 1985    Joined KPMG Peat Marwick (currently KPMG Tax Corporation)</p> <p>December 1985    Passed certified tax accountant examination</p> <p>August 1988        Joined Koji Ohtake Tax Accountant Office</p> <p>June 1993           Registered as certified tax accountant</p> <p>January 2020       Established Kazue Tanaka Tax Accountant Office (present position)</p> <p>[Significant concurrent positions outside the Company] Director of Kazue Tanaka Tax Accountant Office</p>	<p style="text-align: center;">-</p>
<p>[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and outline of expected roles]</p> <p>Kazue Tanaka has a high level of expertise in tax affairs and finance based on her abundant experience as a certified tax accountant. Although she has never been directly involved in corporate management, if she is elected, she can be expected to perform duties such as making decisions on important matters in management and supervising the execution of business. Therefore, she has been nominated as a candidate for Outside Director who is an Audit and Supervisory Committee Member. Furthermore, she is expected to be involved in the selection of officer candidates and the determination of officer compensation, etc. from an independent standpoint, as a member of the Nominating and Compensation Committee.</p>		

New appointment    Candidate for appointment as Director  
 Outside                    Candidate for Outside Director  
 Independent            Independent officer as prescribed by the Tokyo Stock Exchange

- Notes:
1. There is no special interest between the candidate and the Company.
  2. Kazue Tanaka is a new candidate for Outside Director who is an Audit and Supervisory Committee Member.
  3. The Company plans to register Kazue Tanaka to the Tokyo Stock Exchange as an independent officer as prescribed by the said Exchange.
  4. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insurance policy covers an insured's losses (including defense costs and amount of indemnification) incurred from litigation claims for damages, etc. (including shareholder lawsuits) arising from the insured's assumption of liability during the term of the policy. (However, performance of an illegal act with full knowledge of its illegality is excluded.) If the candidate is elected and assumes office as Director,

she will be included as an insured in this insurance policy. In addition, when the insurance policy is renewed, the Company plans to renew the policy with the same terms.

(Reference)

[Skills Matrix of Directors]

The expertise and experience of Directors will be as follows if Proposal 1 and Proposal 2 are approved and passed as originally proposed.

Name	Audit and Supervisory Committee Member	Years in Office	Age	Gender	Corporate Management	International Experience	Sales & Marketing	Technology & Manufacturing	Finance & Accounting	HR & Labor	Legal & Risk Management
Tatsuya Ogawa		15	59	Male	○	○	○				
Katsuhiro Hosono		9	56	Male	○		○	○			
Shuji Isshiki		4	59	Male					○	○	○
Katsuei Kobayashi		4	56	Male		○	○	○			
Kunihiro Inoue		3	57	Male	○	○	○				
Masanori Ishito		2	56	Male	○	○	○				
Tatsuyoshi Yoshiike	(Outside)	7	71	Male	○		○	○	○		
Fumitaka Yuge	○	1	62	Male	○	○	○		○		
Toshihiko Ishihara	○ (Outside)	1	70	Male	○				○	○	
Yoshiteru Sakamaki	○ (Outside)	1	42	Male						○	○
Kazue Tanaka	○ (Outside)	-	62	Female					○	○	

- Notes:
1. The years in office and ages stated are as of the conclusion of this General Meeting of Shareholders.
  2. Fumitaka Yuge, Toshihiko Ishihara, and Yoshiteru Sakamaki have served as Corporate Auditors for two years, three years, and two years, respectively, in the past.