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Securities Code: 8141

June 7, 2021

To our shareholders:

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

## NOTICE OF THE 68TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

This notice is to inform you of the 68th Ordinary General Meeting of Shareholders of Shinko Shoji Co., Ltd. (the “Company”), which will be held as described below.

From the perspective of preventing the spread of the novel coronavirus disease (COVID-19), the Company requests that shareholders refrain from attending this General Meeting of Shareholders to the extent possible regardless of the condition of one’s health. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights ahead of this General Meeting of Shareholders by postal mail or via the Internet, etc. according to “Exercise of your voting rights” (Japanese only) no later than 5:20 p.m., Thursday, June 24, 2021 (JST).

In addition, the Company has scaled down for this General Meeting and there will only be “20 seats” available. Please understand that, if the number of attendees exceeds that of the seats available, shareholders may be denied entry to the venue.

**1 Date and Time:** Friday, June 25, 2021 at 10:00 a.m. (Opening at 9:00 a.m.) (JST)

**2 Venue:** Shinko Shoji Co., Ltd. Headquarters Meeting Room  
13F Art Village Osaki Central Tower  
1-2-2 Osaki, Shinagawa-ku, Tokyo

### 3 Purposes:

#### Items to be reported:

1. Business Report and Consolidated Financial Statements for the 68th Term (from April 1, 2020 to March 31, 2021), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
2. Non-Consolidated Financial Statements for the 68th Term (from April 1, 2020 to March 31, 2021)

#### Item to be resolved:

- Proposal 1:** Election of ten (10) Directors (including two (2) Outside Directors)  
**Proposal 2:** Partial amendments to the Articles of Incorporation

### 4 Exercise of your voting rights

#### (1) Vote by postal mail

Please indicate your approval or disapproval of the proposals on the enclosed voting form, and return it by postal mail to reach us no later than 5:20 p.m., Thursday, June 24, 2021 (JST).

#### (2) Vote via the Internet, etc.

Please access the indicated website for exercising voting rights from a personal computer, a smartphone or a mobile phone, and register your approval or disapproval of the proposals no later than 5:20 p.m., Thursday, June 24, 2021 (JST).

For details on how to cast votes, please refer to “Guidance of Exercising Voting Rights via the Internet.” (Japanese only)

The Company uses the electronic voting rights exercise platform for institutional investors operated by ICJ, Inc.

## Reference Documents for the General Meeting of Shareholders

**Proposal 1:** Election of ten (10) Directors (including two (2) Outside Directors)

The term will expire for all ten (10) Directors at the conclusion of this General Meeting, and thus, the Company proposes to elect a total of ten (10) Directors.

The candidates for Directors are as follows:

No.	Name	Candidate attributes	Position and responsibilities in the Company	Attendance at Board of Directors' meetings
1	Tatsuya Ogawa	Reappointment	President and Representative Director Responsible for Audit Office, Overseas Sales Promotion Department, and Overseas Affiliated Companies	17/17
2	Junichi Inaba	Reappointment	Managing Director Overall Control of Sales Division and Marketing & Engineering Department, responsible for Sales Support Office, Sales Department 1, Sales Department 2, Sales Department 3, Sales Department 4, New Business Sales Department	17/17
3	Katsuhiko Hosono	Reappointment	Director Responsible for Chubu Tokai Block Department, Amusement Systems Sales Department, EMS Sales Promotion Department, and Commissioned Design Development Department	17/17
4	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	17/17
5	Katsuei Kobayashi	Reappointment	Director Responsible for Devices & Solutions Engineering Department, General Manager of Automotive Solutions Engineering Department	17/17
6	Kunihiro Inoue	Reappointment	Director Responsible for West Japan Block Department, Koshinetsu Block Department, and Electronic Component Sales Promotion Department	13/13
7	Masanori Ishito	New appointment	Administrative Officer Vice in charge of the East Japan Block Department, Sales Department 2, Overseas Sales Promotion Department, and Overseas Affiliated Companies	-
8	Akio Kitai	Reappointment	Director, Executive Adviser	17/17
9	Toshio Oura	Reappointment Outside Independent	Director	17/17
10	Tatsuyoshi Yoshiike	Reappointment Outside Independent	Director	17/17

Reappointment                      Candidate for reappointment as Director

New appointment                Candidate for appointment 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 17/17	Apr. 1986      Joined the Company	16,600
		June 2008      Director of the Company	
		Apr. 2013      President and Representative Director of the Company	
		Apr. 2015      President and Representative Director of the Company (responsible for Audit Office, Overseas Sales Promotion Department, and Overseas Affiliated Companies) (present position)	
Reasons for nomination as candidate for Director With lengthy overseas business experience putting to use semiconductor design technologies, especially including his time residing overseas for 20 years, Tatsuya Ogawa produced a track record of rapidly developing overseas businesses. He is knowledgeable in the electronic components industry, is a capable manager with a high degree of insight, and has suitable experience and ability to be a candidate for Director of the Company.			
2	Junichi Inaba (September 2, 1959) Reappointment Status of attendance at Board of Directors' meetings 17/17	Jan. 2011      Joined the Company	14,300
		June 2011      Director of the Company	
		Apr. 2015      Managing Director of the Company	
		Apr. 2021      Managing Director of the Company (Overall Control of Sales Division and Marketing & Engineering Department, responsible for Sales Support Office, Sales Department 1, Sales Department 2, Sales Department 3, Sales Department 4, New Business Sales Department) (present position)	
Reasons for nomination as candidate for Director Junichi Inaba has been engaged for many years in the semiconductor industry at NEC and Renesas Electronics. He also has knowledge of management from his experience as a business operator and as the operator of a company overseas and has suitable experience and ability to be a candidate for Director of the Company.			
3	Katsuhiro Hosono (August 23, 1966) Reappointment Status of attendance at Board of Directors' meetings 17/17	Apr. 1989      Joined the Company	5,500
		Apr. 2007      Branch Manager of the Nagoya office	
		June 2014      Director of the Company	
		Apr. 2021      Director of the Company (responsible for Chubu Tokai Block Department, Amusement Systems Sales Department, EMS Sales Promotion Department, and Commissioned Design Development Department) (present position)	
Reasons for nomination as candidate for Director During his involvement in the amusement industry, which is the Company's core business, Katsuhiro Hosono has demonstrated results in promoting large business developments and, utilizing the knowledge and personal connections he developed during that work, he has produced further results developing the EMS and commissioned design business. He has suitable experience and ability to be a candidate for Director of the Company.			

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
4	<p style="text-align: center;">Shuji Isshiki (March 28, 1964) Reappointment Status of attendance at Board of Directors' meetings 17/17</p>	<p>Apr. 1986      Joined The Bank of Yokohama, Ltd. Oct. 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. Apr. 2017      Senior Manager of Corporate Planning Department of Concordia Financial Group, Ltd. (secondment) Oct. 2018      Seconded to the Company Jan. 2019      Joined the Company June 2019      Director of the Company Apr. 2021      Director of the Company (Overall Control of Administrative Division, responsible for Corporate Planning &amp; Human Resources Department, Information System Office, General Affairs Department, Logistics Department, Domestic Affiliated Companies, and Manager of Accounting Department) (present position)</p>	2,100
<p>Reasons for nomination as candidate for Director With over 30 years of experience working at financial institutions, Shuji Isshiki possesses outstanding knowledge coupled with excellent power of inquiry and insight garnered through his involvement in the operations of the entire organization and in procurement planning as the person in charge of the planning department and has suitable experience and ability to be a candidate for Director of the Company.</p>			
5	<p style="text-align: center;">Katsuei Kobayashi (September 19, 1966) Reappointment Status of attendance at Board of Directors' meetings 17/17</p>	<p>Apr. 1990      Joined NEC Corporation Jul. 2000      NEC Electronics Inc. (secondment) Apr. 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 June 2019      Director of the Company (responsible for Devices &amp; Solutions Engineering Department, General Manager of Automotive Solutions Engineering Department) (present position)</p>	800
<p>Reasons for nomination as candidate for Director Katsuei Kobayashi has been engaged for many years in semiconductor design and development and solution development at NEC and Renesas Electronics. He also has knowledge of sales and development management from his experience of being stationed in the U.S. and has suitable experience and ability to be a candidate for Director of the Company overseeing Marketing &amp; Engineering Department.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
6	Kunihiro Inoue (October 11, 1965) Reappointment Status of attendance at Board of Directors' meetings 13/13	Apr. 1988	Joined the Company	2,300
		Apr. 2006	Branch Manager of the Osaka office	
		Apr. 2009	General Manager of West Japan Block Department	
		Apr. 2016	President of SHINKO (PTE) LTD. (secondment)	
		Apr. 2020	Administrative Officer of the Company	
		June 2020	Director of the Company (responsible for West Japan Block Department, Koshinetsu Block Department, and Electronic Component Sales Promotion Department) (present position)	
Reasons for nomination as candidate for Director Kunihiro Inoue possesses a broad range of experience and personal contacts through his extensive involvement as a sales representative in handling automobile-related clients. In addition, he has developed a keen global perspective through his experience as President of an overseas subsidiary, and has suitable experience and ability to be a candidate for Director of the Company.				
7	Masanori Ishito (February 16, 1967) New appointment Status of attendance at Board of Directors' meetings -	Apr. 1989	Joined the Company	-
		Apr. 2008	Branch Manager of the Chiba Office	
		Apr. 2011	President of NOVALUX Shanghai Electronics Limited (secondment)	
		Apr. 2021	Administrative Officer of the Company (Vice in charge of the East Japan Block Department, Sales Department 2, Overseas Sales Promotion Department, and Overseas Affiliated Companies) (present position)	
Reasons for nomination as candidate for Director Masanori Ishito possesses a broad range of experience and personal contacts through his involvement in client operations related to numerous types of industrial equipment in Japan. In addition, he has developed a keen global perspective through his ten years of experience as President of the subsidiary in Shanghai, and has suitable experience and ability to be a candidate for Director of the Company.				
8	Akio Kitai (April 3, 1948) Reappointment Status of attendance at Board of Directors' meetings 17/17	Sep. 1981	Joined the Company	1,367,000
		Jan. 1986	Director of the Company	
		Jan. 1992	Managing Director of the Company	
		June 1993	President and Representative Director of the Company	
		Apr. 2013	Chairman and Representative Director of the Company	
		Apr. 2020	Director, Executive Adviser (present position)	
Reasons for nomination as candidate for Director Akio Kitai has served as President and Representative Director and Chairman, and is knowledgeable about the industry due to his ample experience and broad insight as a manager. The Company continues to nominate him as a candidate for Director of the Company as he is suitable for the sustainable growth of the Group and to improve corporate value further.				

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
9	Toshio Oura (December 20, 1948) Reappointment Outside Independent Status of attendance at Board of Directors' meetings 17/17	Apr. 1971	Joined MITSUI-SOKO Co., Ltd.	-
		June 2003	Director of MITSUI-SOKO Co., Ltd.	
		Apr. 2006	Managing Director of MITSUI-SOKO Co., Ltd.	
		June 2008	Director of MITSUI-SOKO Co., Ltd. and President of MITSUI WAREHOUSE TERMINAL SERVICE CO., LTD.	
		Jul. 2011	Adviser of MITSUI-SOKO Co., Ltd.	
		Jul. 2013	Retired Adviser of MITSUI-SOKO Co., Ltd.	
		June 2015	Director of the Company (present position)	
		Reasons for nomination as candidate for Outside Director and overview of expected roles Toshio Oura has extensive experience in company management both as an Officer and President, has a wide range of insights, and is a person we can recommend to contribute to expanding shareholder interests and maximizing corporate value. He has suitable experience and ability to be a candidate for Outside Director of the Company. In addition, if the candidate is elected, the Company expects him to fulfill his duties, including making important management decisions and supervising the execution of business, and plans for him to 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.		
10	Tatsuyoshi Yoshiike (May 9, 1952) Reappointment Outside Independent Status of attendance at Board of Directors' meetings 17/17	Apr. 1975	Joined HIOKI E.E. CORPORATION	-
		Mar. 1995	Director, Director of Sales & Marketing of HIOKI E.E. CORPORATION	
		Mar. 1997	Director and Managing Executive Officer, Director of Sales & Marketing of HIOKI E.E. CORPORATION	
		Mar. 2003	Director and Managing Executive Officer, Director of Administration of HIOKI E.E. CORPORATION	
		Mar. 2005	President & CEO of HIOKI E.E. CORPORATION	
		Feb. 2013	Chairman and Director of HIOKI E.E. CORPORATION	
		Feb. 2015	Retired from Director of HIOKI E.E. CORPORATION	
		June 2015	Assumed office as Outside Director of CHINO CORPORATION (present position)	
		June 2016	Director of the Company (present position) [Significant concurrent positions outside the Company] Outside Director of CHINO CORPORATION	
		Reasons for nomination as candidate for Outside Director and overview of expected roles Tatsuyoshi Yoshiike has experience and track record as President of the listed company, and is knowledgeable in the electronics industry. He has suitable experience and ability to be a candidate for Outside Director of the Company. In addition, if the candidate is elected, the Company expects him to fulfill his duties, including making important management decisions and supervising the execution of business, and plans for him to 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.		

- Notes:
1. Masanori Ishito is a new candidate for Director.
  2. There is no special interest between the candidates and the Company.
  3. Toshio Oura and Tatsuyoshi Yoshiike are candidates for Outside Directors.
  4. The term of office for Toshio Oura as the Company's Outside Director will have been six years at the conclusion of this General Meeting.
  5. The term of office for Tatsuyoshi Yoshiike as the Company's Outside Director will have been five years at the conclusion of this General Meeting.
  6. The Company has registered Toshio Oura and Tatsuyoshi Yoshiike to the Tokyo Stock Exchange as independent officers as prescribed by the Tokyo Stock Exchange.
  7. 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:** Partial amendments to the Articles of Incorporation

(1) Reasons for proposal

- 1) In order to enhance the convenience of public inspection and to streamline procedures for public notices, the Company proposes to change the method of public notice from being given in “The Nikkei” newspaper to being given in electronic public notices. In the meantime, measures for when the Company is unable to give an electronic public notice because of any unavoidable reason shall be provided.
- 2) In consideration of the accessibility of the Internet and in accordance with the provisions prescribed by the Ordinance of the Ministry of Justice, the Company proposes to establish regulations for deemed provision for internet disclosure of Reference Documents for the General Meeting of Shareholders, etc. Accordingly, numbering of articles starting from Articles 16 of the current Articles of Incorporation shall be adjusted.

(2) Content of amendments

The content of the amendments made are as follows:

(Amended contents are underlined.)

Current Articles of Incorporation	Proposed amendment
<p>(Method of Public Notice) Article 5 Public notices of the Company shall be <u>given in “The Nikkei” newspaper.</u></p>	<p>(Method of Public Notice) Article 5 <u>The method of public notices of the Company shall be made by electronic public notices. However, if the Company is unable to give an electronic public notice because of an accident or any other unavoidable reason, methods of giving public notices in “The Nikkei” newspaper or in official gazettes may be taken.</u></p>
<p>(Newly established)</p> <p>Article 16 to Article 47 (Omitted)</p>	<p><u>(Internet Disclosure and Deemed Provision of Reference Documents of the General Meeting of Shareholders, Etc.)</u> Article 16 <u>When the Company convenes a General Meeting of Shareholders, if it discloses information that is to be stated or indicated in the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements through the internet in accordance with the provisions prescribed by the Ordinance of the Ministry of Justice, it may be deemed that the Company has provided this information to shareholders.</u></p> <p>Article 17 to Article 48 (Unchanged)</p>