Note: These documents have been translated from a part of Japanese originals for reference purposes only. In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translations.

(Securities Code: 6787) June 9, 2020

To Shareholders with Voting Rights:

Yuichiro Naya President & CEO Meiko Electronics Co., Ltd. 5-14-15, Ogami, Ayase City, Kanagawa, Japan

### NOTICE OF THE 45TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders,

This is to notify you that the 45th Annual General Meeting of Shareholders of Meiko Electronics Co., Ltd. (the "Company") will be held for the purposes as described below.

You may exercise your voting rights in writing. Please read the Reference Documents for the General Meeting of Shareholders described hereinafter, indicate your approval or disapproval of the proposal on the enclosed Voting Rights Exercise Form, and return it by 5:20 p.m. on Tuesday, June 23, 2020 (JST).

1. Date and Time: Wednesday, June 24, 2020 at 10:00 a.m. (JST)

**2. Place:** 3rd Floor "LA ROSE," Rembrandt Hotel Ebina

2-9-50, Chuo, Ebina City, Kanagawa, Japan

3. Meeting Agenda:

Matters to be reported: The 45th Fiscal Year (from April 1, 2019 to March 31, 2020)

- 1. The Business Report, Consolidated Financial Statements and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
- 2. Non-consolidated Financial Statements

### Proposals to be resolved:

**Proposal No. 1:** Election of Eight (8) Directors

Proposal No. 2: Election of One (1) Audit & Supervisory Board MemberProposal No. 3: Provision of Retirement Allowance to a Retiring Director

It should be noted that the above 1) to 3) sections were part of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board

<sup>1.</sup> If attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk on arrival.

<sup>2.</sup> The following documents are posted (in Japanese only) on the Company's website noted below in accordance with the laws and regulations and the provisions of Article 15 of the Articles of Incorporation, and therefore are not included in this Notice of the Annual General Meeting of Shareholders:

<sup>1)</sup> The section on "Systems to ensure appropriateness of business operations and the operation status of the systems" in the Business Report, 2) Notes to the Consolidated Financial Statements, and 3) Notes to the Non-consolidated Financial Statements.

- Members in preparation of the audit report, and the above 2) and 3) sections were part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor in preparation of the audit report.3. When the Reference Documents for the General Meeting of Shareholders, the Business Report,
- 3. When the Reference Documents for the General Meeting of Shareholders, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements need revisions, the Company will post the revised versions on the Company's website noted below. The Company's website: https://www.meiko-elec.com/ir/stock/meeting.html

# Reference Documents for the General Meeting of Shareholders

### **Proposals and References**

### Proposal No. 1: Election of Eight (8) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Consequently, we hereby propose the election of eight (8) Directors. In order to enhance the function of supervising the execution of operations, the number of Outside Directors among the candidates will be three (3), an increase of one (1) from the current number.

The candidates for Director are as follows:

No.	Name		Current position in the Company
1	Yuichiro Naya	Reappointment	President & CEO
2	Masakuni Shinozaki	Reappointment	Director and Senior Managing Executive Officer
3	Takahiro Matsuda	Reappointment	Director and Managing Executive Officer
4	Junya Wada	Reappointment	Director and Managing Executive Officer
5	Yoon Ho, Shin	Reappointment	Director
6	Nao Tsuchiya	Reappointment Outside Director Independent Director	Outside Director
7	Yosuke Nishiyama	Reappointment Outside Director Independent Director	Outside Director
8	Takashi Harada	New appointment Outside Director Independent Director	Outside Audit & Supervisory Board Member

No.	Name (Date of birth)	Career summary, positions and responsibilities and significant concurrent positions		Attendance at Board of Directors	of the
1	Reappointment  Yuichiro Naya (December 9, 1943)	March 1982  March 1997  December 1998  July 2005  June 2006  [Significant cond Director, Meiko Chairman of the	Established the Company Representative Director and President Representative Director and President, Multi Tech Co., Ltd. (currently Meiko Tech Co., Ltd.) Representative Director and President, Yamagata Meiko Electronics Co., Ltd. Board President, Meiko Electronics (Guangzhou Nansha) Co., Ltd. Board President, Meiko Electronics (Wuhan) Co., Ltd. President & CEO, the Company (current position) current positions] Elec. Hong Kong. Co., Ltd. Board, Meiko Electronics Vietnam Co., Ltd. Board, Meiko Electronics Thang Long Co., Ltd.	15/16 (93.8%)	4,703,448
2	Reappointment  Masakuni Shinozaki (October 19, 1952)	October 1989 April 2007 April 2009 May 2011 June 2011 February 2014	Joined the Company Executive Officer, the Company General Manager of Sales Headquarters and General Manager of Asia Sales Department, Meiko Electronics (Guangzhou Nansha) Co., Ltd. Managing Executive Officer, the Company Deputy General Manager and General Manager of Sales Headquarter, Meiko Electronics (Guangzhou Nansha) Co., Ltd. Senior Managing Executive Officer, the Company Director and Senior Managing Executive Officer, the Company (current position) General Manager, Sales Headquarters, the Company (current position)	16/16 (100%)	21,291
3	Reappointment Takahiro Matsuda (May 29, 1958)	April 1983 April 2010 June 2012 April 2016 August 2016 April 2017 June 2017 November 2018	Joined the Company Executive Officer, the Company Plant Manager, Meiko Electronics (Wuhan) Co., Ltd. Director and General Manager, Meiko Electronics (Wuhan) Co., Ltd. Senior Executive Officer, the Company General Manager, Quality Assurance Headquarters, the Company Managing Executive Officer, the Company General Manager, General Affairs Headquarters, the Company Representative Director and President, Yamagata Meiko Electronics Co., Ltd. Director and Managing Executive Officer, the Company (current position) General Manager, Engineering Headquarters, the Company (current position)	16/16 (100%)	11,710

No.	Name (Date of birth)	Career summary, positions and responsibilities and significant concurrent positions		Number of the Company's shares held
4	Reappointment  Junya Wada (March 6, 1961)	April 1984 Joined Victor Company of Japan, Limited April 2008 Joined the Company June 2010 Plant Manager, Meiko Electronics (Guangzhou Nansha) Co., Ltd.  June 2012 Executive Officer, the Company General Director and Plant Manager, Meiko Electronics Vietnam Co., Ltd.  February 2014 General Manager, Quality Assurance Headquarters, the Company April 2016 Senior Executive Officer, the Company August 2016 Director and General Manager, Meiko Electronics (Guangzhou Nansha) Co., Ltd.  April 2017 Managing Executive Officer, the Company Board President, Meiko Electronics (Guangzhou Nansha) Co., Ltd. (current position) Board President, Meiko Electronics (Wuhan) Co., Ltd. (current position)  June 2017 Director and Managing Executive Officer, the Company (current position)  [Significant concurrent positions] Board President, Meiko Electronics (Guangzhou Nansha) Co., Ltd. Board President, Meiko Electronics (Wuhan) Co., Ltd.	16/16 (100%)	1,720
5	Reappointment  Yoon Ho, Shin (August 28, 1952)	August 1989 Joined Samsung Heavy Industries Co., Ltd May 1995 Transferred to SAMSUNG JAPAN CORPORATION December 2000 Transferred to Samsung Electro-Mechanics Manager, Sales Team, Substrate Business Department May 2006 Established Dapara Tech Co., Ltd. President (current position) June 2014 Director, the Company (current position)  [Significant concurrent positions] President, Dapara Tech Co., Ltd.	13/16 (81.3%)	-

No.	Name (Date of birth)	Care	er summary, positions and responsibilities and significant concurrent positions	Attendance at Board of Directors	Number of the Company's shares held
6	Reappointment Outside Director Independent Director Nao Tsuchiya (October 23, 1973)	May 2016 November 2016 April 2018 June 2018 April 2020 [Significant conduction of Ms. Nao Tsuchit Co., Ltd. following statement of the conduction of the con	Registered with the DAI-ICHI TOKYO BAR ASSOCIATION Joined Hayabusa International Law Office (currently Hayabusa Asuka Law Offices) Partner, Hayabusa Asuka Law Offices Outside Audit & Supervisory Board Member, C'BON COSMETICS Co., Ltd. Partner, PwC Legal Japan Joined LAC Co., Ltd. Executive Officer and General Manager of Legal Division, LAC Co., Ltd. Executive Officer, General Manager of Legal Division and Head of Intellectual Property Department, LAC Co., Ltd. Outside Director, the Company (current position) General Manager of Legal Division and Head of Intellectual Property Department, LAC Co., Ltd. (current position) current positions] ya is expected to become Part-time Director of LAC ing the 13th Annual General Meeting of Shareholders scheduled for June 19, 2020.	16/16 (100%)	-

[Reasons for nomination as a candidate for Outside Director]

Ms. Nao Tsuchiya has provided appropriate advice and supervision from an objective and professional perspective based on her extensive experience and expertise in corporate legal affairs gained through her career as an executive officer at another company and an attorney-at-law. The Company hopes that she will continue to reflect her knowledge in the management of the Company. Therefore, the Company proposes her renomination as an Outside Director. The term of office of Ms. Nao Tsuchiya as Outside Director will be two (2) years at the conclusion of this Annual General Meeting of Shareholders.

No.	Name (Date of birth)	Care	er summary, positions and responsibilities and significant concurrent positions	Attendance at Board of Directors	Number of the Company's shares held
7	Reappointment Outside Director Independent Director Yosuke Nishiyama (August 3, 1954)	June 2019  * The "former K refers to Kyocers Kyocers SLC Te	Joined Sanoyas Dock Co., Ltd. Joined IBM Japan Plant Manager, Shiga Yasu Plant, IBM Japan Transferred to Kyocera SLC Technologies Corp. Director and General Manager of SLC Division Director and Managing Executive Officer, and General Manager of Production Division, Kyocera SLC Technologies Corp. Director and Senior Managing Executive Officer, Kyocera SLC Technologies Corp. Transferred to former Kyocera Circuit Solutions, Inc. (merged with Kyocera SLC Technologies Corp. in October 2014) (*) Representative Director and President Director and General Manager, Technological Development Headquarters, Kyocera Circuit Solutions, Inc. (consolidated into KYOCERA Corporation through an absorption-type merger in April 2016) Deputy General Manager, Technological Development Department, Organic Materials & Parts Headquarters, KYOCERA Corporation Part-time Advisor, Socionext Inc. (current position) Part-time Director, Tsujiko Co., Ltd. (current position) Part-time Director, Nihon Advanced Agri Co., Ltd. (current position) Outside Director, the Company (current position)	13/13 (100%)	-

[Reasons for nomination as a candidate for Outside Director]

Mr. Yosuke Nishiyama has provided appropriate advice and supervision based on his extensive experience and expertise gained through his career as an executive director and a representative director and president at other companies in the field of the Printed Circuit Board. The Company hopes that he will continue to reflect his knowledge in the management of the Company. Therefore, the Company proposes his renomination as an Outside Director. The term of office of Mr. Yosuke Nishiyama as Outside Director will be one (1) year at the conclusion of this Annual General Meeting of Shareholders.

No.	Name (Date of birth)	Care	er summary, positions and responsibilities and significant concurrent positions	Attendance at Board of Directors	Number of the Company's shares held
8	New appointment Outside Director Independent Director Takashi Harada (February 13, 1956)	May 2017 June 2019 [Significant cond Outside Audit & time)	Joined Sony Corporation Director, Sony France S.A., Alsace Office General Manager, Corporate Workplace Solutions Department, Sony Corporation Headquarters Full-time Audit & Supervisory Board Member, Sony Energy Devices Corporation Audit & Supervisory Board Member, Sony Olympus Medical Solutions Inc. (concurrent position) Full-time Audit & Supervisory Board Member, Sony Mobile Communications Inc. (concurrent position) Outside Audit & Supervisory Board Member, the Company (current position) Outside Audit & Supervisory Board Member, Kantatsu Co., Ltd. Outside Audit & Supervisory Board Member, ASOVIEW Inc. Full-time Outside Audit & Supervisory Board Member, Kantatsu Co., Ltd. (current position) current positions] Supervisory Board Member, Kantatsu Co., Ltd. (full-	16/16 (100%)	-

[Reasons for nomination as candidate for Outside Director]

Outline of liability limitation agreement

Mr. Takashi Harada has extensive experience in management as an audit & supervisory board member of other companies and deep understanding of the Company's business based on his experience gained through his career as an Outside Audit & Supervisory Board Member of the Company. The Company hopes that he will provide appropriate advice and supervision for the management of the Company based on his knowledge. Therefore, the Company proposes his nomination as an Outside Director.

Though Mr. Takashi Harada is currently Outside Audit & Supervisory Board Member of the Company, he will have held the position for four years at the conclusion of this General Meeting of Shareholders and his term of office as Audit & Supervisory Board Member will expire.

#### Notes:

- 1. The Company has a business relationship with Dapara Tech Co., Ltd., where Mr. Yoon Ho, Shin, a candidate for Director, is President. There are no special interests between any of the other candidates and the Company.
- 2. The number of the Company's shares held is valid as of March 31, 2020 and includes the number of the Company's shares held by the officer shareholding association of the Company.
- 3. Ms. Nao Tsuchiya, Mr. Yosuke Nishiyama and Mr. Takashi Harada are candidates for Outside Director. The Company has registered Ms. Nao Tsuchiya and Mr. Yosuke Nishiyama as independent officers as stipulated by the rules of Tokyo Stock Exchange. If their nominations are approved, the Company will continue to register them as independent officers. Additionally, if the nomination of Mr. Takashi Harada is approved, the Company will register him as an independent officer.
- The Company has entered into a liability limitation agreement with Mr. Yoon Ho, Shin, Ms. Nao Tsuchiya and Mr. Yosuke Nishiyama that limits their liability as stipulated by Article 423, Paragraph 1 of the Companies Act in accordance with Article 427, Paragraph 1 of the said Act and with the provisions of the Articles of Incorporation of the Company. If their nomination is approved, the company will continue the said liability limitation agreement with them. Under the agreement, their liability for damages as stipulated by Article 423, Paragraph 1 of the said Act shall be limited to five million yen (¥5,000,000) or an amount stipulated by laws and regulations, whichever is higher. Additionally, the Company has entered into the same liability limitation agreement with Mr. Takashi

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Harada as Outside Audit & Supervisory Board Member. If his nomination is approved, the Company will enter into a new liability limitation agreement with him as Outside Director that limits his

- liability for damages with the same content as the Company has entered into with Mr. Yoon Ho, Shin, Ms. Nao Tsuchiya and Mr. Yosuke Nishiyama as described above.
- 5. The attendance at Board of Directors excludes their participation in written resolutions. The attendance of Mr. Takashi Harada at Board of Directors refers to his attendance as an Outside Audit & Supervisory Board Member at Board of Directors.

## Proposal No. 2: Election of One (1) Audit & Supervisory Board Member

The term of office of Mr. Takashi Harada as an Audit & Supervisory Board Member will expire at the conclusion of this Annual General Meeting of Shareholders. Consequently, we hereby propose the election of one (1) Audit & Supervisory Board Member.

The Audit & Supervisory Board has previously given its approval to this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)		Career summary and positions	Attendance at Board of Directors	OI the
New appointment  Outside Audit & Supervisory Board Member  Independent Audit & Supervisory Board  Hiroshi Miyauchi (July 17, 1956)	August 2016 April 2017 July 2017 * "Toshiba Stor career summa Toshiba Elect Memory Corp	Joined Toshiba Corporation General Manager, Semiconductor Business Group, Intellectual Property Div., Toshiba Corporation General Manager, Intellectual Property Division, Toshiba Corporation Director & General Manager, Intellectual Property Division. Toshiba Corporation Chief Fellow, R&D Technology Division, Toshiba Corporation Part-time Contract Employee, Toshiba Materials Co., Ltd. (current position) Part-time Contract Employee, Toshiba Storage & Electronic Devices Solutions Company (*) Part-time Contract Employee, Kioxia Corporation (*) (current position) Part-time Contract Employee, Toshiba Electronic Devices & Storage Corporation (*) (current position) age & Electronic Devices Solutions Company" in the ry was spun off as Toshiba Memory Corporation and ronic Devices & Storage Corporation. Toshiba		-

[Reasons for nomination as candidate for Outside Audit & Supervisory Board Member]

Mr. Hiroshi Miyauchi has extensive experience and expertise in the fields of electronic components and intellectual property rights gained through his career at other companies and the Company hopes that he will use his knowledge in the audit of the Company. Therefore, the Company proposes his nomination as an Outside Audit & Supervisory Board Member.

#### Notes:

- 1. There are no special interests between Mr. Hiroshi Miyauchi and the Company.
- 2. Mr. Hiroshi Miyauchi is a candidate for Outside Audit & Supervisory Board Member. If the nomination of Mr. Hiroshi Miyauchi is approved, the Company will register him as an independent officer as stipulated by the rules of Tokyo Stock Exchange.
- 3. Outline of liability limitation agreement
  If the nomination of Mr. Hiroshi Miyauchi is approved, the Company will enter into a liability
  limitation agreement with him that limits his liability as stipulated by Article 423, Paragraph 1 of the
  Companies Act in accordance with Article 427, Paragraph 1 of the said Act and with the provisions of
  the Articles of Incorporation of the Company. Under the agreement, his liability for damages as
  stipulated by Article 423, Paragraph 1 of the said Act shall be limited to five million yen (¥5,000,000)
  or an amount stipulated by laws and regulations, whichever is higher.

(Reference)
Composition of the Audit & Supervisory Board following the nomination of Mr. Hiroshi Miyauchi

Name		Position at the Company
Toyohiko Tsuyuki	Non-elected	Audit & Supervisory Board Member (full-time)
Takayuki Satoh	Non-elected Outside Audit & Supervisory Board Member Independent Audit & Supervisory Board Member	Outside Audit & Supervisory Board Member
Hiroshi Miyauchi	New appointment Outside Audit & Supervisory Board Member Independent Audit & Supervisory Board Member	Outside Audit & Supervisory Board Member

### Proposal No. 3: Provision of Retirement Allowance to a Retiring Director

Director, Mr. Takahide Hirayama, will retire due to expiration of his term of office at the conclusion of this Annual General Meeting of Shareholders. Accordingly, in order to reward him for his contribution to the Company during his term, the Company proposes to provide a retirement allowance within the range pursuant to the internal rules of the Company. The Company will leave the details regarding the specific amount, the time and the method of provision to the Board of Directors to decide.

As a part of management reforms, the Company has discontinued the system for retirement allowance for Officers based on the resolution of the Board of Directors meeting held on June 23, 2003 and not increased any reserve for the Officers' retirement allowance since then. Therefore the retirement allowance proposed to be provided is for the period from which Mr. Takahide Hirayama assumed office as Director, up until the Annual General Meeting of Shareholders held on June 27, 2003.

Career summary of the retiring Director is as follows:

Name	Career summary	
Takahide Hirayama	June 2000 July 2005 January 2006 April 2020	Director, the Company Director and Managing Executive Officer, the Company Director and Senior Managing Executive Officer, the Company Director, the Company (current position)