

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 4963

March 11, 2019

To our shareholders:

Satoshi Takizawa
Representative Director and President
SEIKO PMC CORPORATION
3-6, Nihonbashi Honcho 3-chome,
Chuo-ku, Tokyo

Notice of the 52nd Annual General Meeting of Shareholders

You are cordially invited to attend the 52nd Annual General Meeting of Shareholders of SEIKO PMC CORPORATION (the “Company”), which will be held as indicated 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 General Meeting of Shareholders, and indicate your approval or disapproval of the proposals in the enclosed voting form and then return the form to the Company by postal mail so that your vote is received by 5:00 p.m. on Monday, March 25, 2019 (JST).

If you attend the meeting in person, you are kindly requested to submit the enclosed voting form at the reception desk.

If you exercise your voting rights by proxy, you may exercise your votes by having one other shareholder of the Company with voting rights act as a proxy on your behalf at the meeting. However, please note that you are required to submit a document certifying the authority of such proxy.

- 1. Date and Time:** Tuesday, March 26, 2019 at 10:00 a.m. (Reception starts at 9:00 a.m.) (JST)
- 2. Venue:** Grand Hall AB, 6th floor, Nomura Conference Plaza Nihonbashi, Nihonbashi Muromachi Nomura Building (YUITO), 4-3 Nihonbashi Muromachi 2-chome, Chuo-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. Business Report, Consolidated Financial Statements and Audit Reports of the Independent Auditor and the Board of Corporate Auditors for the Consolidated Financial Statements for the 52nd Fiscal Year (from January 1, 2018 to December 31, 2018)
2. Non-consolidated Financial Statements for the 52nd Fiscal Year (from January 1, 2018 to December 31, 2018)

Matters to be resolved:

- Proposal No. 1** Election of Ten Directors
Proposal No. 2 Election of Three Corporate Auditors
Proposal No. 3 Election of Two Alternate Corporate Auditors

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Election of Ten Directors

The terms of office of all ten Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of ten Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
1	Satoshi Takizawa (June 29, 1954) Reelection	Apr. 1980 Aug. 1984 Apr. 2003 June 2005 June 2008 June 2011 Mar. 2014 Jan. 2015	Joined Asahi Chemical Industry Co., Ltd. (currently Asahi Kasei Corp.) Joined the Company General Manager of Chiba Laboratory and General Manager of Ichihara Laboratory, Research and Development Division Director, Head of Research and Development Division (General Manager of Chiba Laboratory) Director, Head of Resin Sales Division and Head of Research and Development Division Managing Director, Head of Resin Division and Head of New Business Development Division Representative Director and President, Head of New Business Development Division Representative Director and President (current position)	61,100
<p style="text-align: center;">Reasons for nomination as a candidate</p> <p>Since joining the Company, Mr. Takizawa has served in research and development operations, and subsequently held positions including Head of President's Office, Director and Head of Resin Sales Division, and Managing Director and Head of New Business Development Division. He assumed his current position as Representative Director and President in 2014. He has been nominated as a candidate to continue serving as Director due to his profound expertise regarding technology and his experience managing in a wide range of fields.</p>				
2	Mitsuhiro Murata (September 11, 1960) Reelection	Apr. 1985 Oct. 2008 June 2010 Apr. 2011 June 2011 June 2014 Jan. 2015 Jan. 2017	Joined the Company Head of Sales Department, Paper Chemical Sales Division Associate Director and Deputy Head of Paper Chemical Division and Head of Sales Department, Paper Chemical Division Associate Director and Deputy Head of Paper Chemical Division Director, Head of Paper Chemical Division Director, Head of Paper Chemical Division and Deputy Head of Overseas Business Division Director, Head of Paper Chemical Business Division and Deputy Head of Overseas Business Division Director, Head of Paper Chemical Business Division (current position)	25,900
<p style="text-align: center;">Reasons for nomination as a candidate</p> <p>Since joining the Company, Mr. Murata has engaged in duties on development and sales of paper chemicals, and subsequently held positions including Head of Hokkaido Branch, Head of Tohoku Branch, and Director and Head of Paper Chemical Business Division. He has been nominated as a candidate to continue serving as Director due to his leadership position in the Company's technical sales where he possesses extensive product knowledge and an expansive customer network.</p>				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Seido Kan (March 3, 1960) Reelection	<p>Apr. 1983 Joined The Long-Term Credit Bank of Japan, Ltd.</p> <p>July 1991 Acting General Manager of London Branch</p> <p>Nov. 2005 Deputy Head of Financial Institution Business Division</p> <p>Jan. 2007 Executive Officer of State Street Trust and Banking Co., Ltd.</p> <p>June 2008 Director</p> <p>Oct. 2010 Joined the Company as General Manager of General Affairs and Personnel Department, Administration Division</p> <p>Apr. 2011 Head of General Affairs and Personnel Department, Administration Division</p> <p>Jan. 2012 Head of Business Development Department and Head of Business Management Department, Corporate Planning Division</p> <p>Mar. 2014 Director, Deputy Head of Corporate Planning Division (Head of Business Development Department and Head of Business Management Department)</p> <p>Jan. 2015 Director, Head of Corporate Planning Division (Head of Business Development Department and Head of Business Management Department)</p> <p>Jan. 2017 Director, Head of Overseas Business Division</p> <p>Jan. 2019 Director, Head of Corporate Planning Division (Head of Business Development Department and Head of Business Management Department) and Head of Overseas Business Division (current position)</p> <p>[Significant concurrent positions outside the Company] Chairman, SEIKO PMC (ZHANGJIAGANG) CORPORATION Chairman, Seiko PMC (Shanghai) Commerce & Trading Corporation</p>	9,400
<p>Reasons for nomination as a candidate</p> <p>Mr. Kan previously worked in banking where he gained experience handling a wide range of financial services and postings overseas for many years. Since joining the Company, he has served as Head of General Affairs and Personnel Department, Director and Head of Corporate Planning Division, and Director and Head of Overseas Business Division. He has been nominated as a candidate to continue serving as Director given that he has varied expertise that will be indispensable in bringing about the Company's future business expansion, particularly in terms of arranging partnerships with companies in Japan and overseas, and carrying out M&As.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Satoru Iwata (August 19, 1963) Reelection	<p>Apr. 1992 Joined the Company</p> <p>Oct. 2011 General Manager of New Business Development Division</p> <p>Jan. 2015 Associate Director, Head of New Business Development Division (General Manager of New Business Development Group)</p> <p>Jan. 2017 Associate Director, Head of New Business Development Division and Head of Corporate Planning Division (Head of Business Development Department and Head of Business Management Department)</p> <p>Mar. 2017 Director, Head of New Business Development Division and Head of Corporate Planning Division (Head of Business Development Department and Head of Business Management Department)</p> <p>Jan. 2019 Director, Head of Technology Division (current position)</p>	7,800
<p>Reasons for nomination as a candidate</p> <p>Since joining the Company, Mr. Iwata has engaged in duties on research and development of paper chemicals and on new business development, and subsequently held positions including a group leader in research operations, Director and Head of New Business Development Division, and Head of Corporate Planning Division. He has been nominated as a candidate to continue serving as Director due to his position undertaking a role in spearheading growth of the Company's business ahead, drawing on his profound expertise relating to the Company's technology infrastructure.</p>			
5	Hideki Inouchi (March 18, 1958) Reelection	<p>Apr. 1981 Joined Dainippon Ink & Chemicals Inc. (currently DIC Corporation)</p> <p>Apr. 2005 General Manager of Legal Dept.</p> <p>Apr. 2010 General Manager of General Affairs and HR Dept.</p> <p>Apr. 2012 Executive Officer, in charge of General Affairs and Legal Div. and Kawamura Memorial DIC Museum of Art</p> <p>Jan. 2014 Executive Officer Chairman and General Manager, DIC (China) Co., Ltd. Chairman, DIC (Shanghai) Co., Ltd.</p> <p>Jan. 2018 Joined the Company as Advisor</p> <p>Mar. 2018 Director, Head of Administration Division</p> <p>Sept. 2018 Director, Head of Administration Division (Head of General Affairs and Personnel Department) (current position)</p>	500
<p>Reasons for nomination as a candidate</p> <p>Mr. Inouchi has engaged in wide-ranging duties mainly in the legal affairs, personnel and general affairs domains at DIC Corporation, the parent company of the Company, and has also served as its General Manager of Legal Dept., General Manager of General Affairs and HR Dept., Executive Officer in charge of General Affairs and Legal Div., and Chairman and General Manager of its subsidiaries in China. Since joining the Company, he has been serving as Director and Head of Administration Division. He has been nominated as a candidate to continue serving as Director given that he possesses profound expertise with respect to overall administrative duties indispensable for strengthening the company's business infrastructure.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
6	Shigeru Miyazaki (July 27, 1957) Reelection	Apr. 1982 Joined the Company	14,600
		Oct. 2009 General Manager of China Business Office, China Business Division	
Apr. 2011 General Manager of Production Division			
Apr. 2012 General Manager of Iwai Plant, Production Division			
Apr. 2013 General Manager of Production Management Department, Production Division			
Jan. 2015 Head of Production Management Department, Resin Business Division			
May 2016 Head of China Business Office, Overseas Business Division			
Jan. 2018 Associate Director, Head of Production Division (Head of Production Management Department)			
Mar. 2018 Director, Head of Production Division (Head of Production Management Department) (current position)			
Reasons for nomination as a candidate			
Since joining the Company, Mr. Miyazaki has gained experience performing various duties mainly involving production operations. He spearheaded the launch and operations of a new factory in China, then served as General Manager of a domestic plant and Head of Production Management Department in the Resin Business Division, and subsequently acted as General Manager at subsidiaries in China. He has been nominated as a candidate to continue serving as Director due to his abundant experience in management of the overall manufacturing system, in addition to his widespread knowledge regarding manufacturing processes.			
7	Yusuke Tsuchiyama (June 27, 1963) New election	Apr. 1987 Joined Seiko Chemical Industries Co., Ltd.	8,262
		Jan. 2015 Head of Sales Management Department, Resin Business Division, the Company	
Jan. 2018 Associate Director, Head of Resin Business Division (Head of Sales Management Department) (current position)			
Reasons for nomination as a candidate			
Since joining the Company, Mr. Tsuchiyama has engaged in resin sales and has served in positions that include Head of Sales Management Department and Associate Director and Head of Resin Business Division. He has been nominated as a new candidate for Director due to his extensive product knowledge and expansive customer network, along with his expertise and experience which enable him to take on leadership of the Company's resin business.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
8	Kazuo Hatakenaka (July 22, 1958) New election	Apr. 1982 Joined Dainippon Ink & Chemicals Inc. (currently DIC Corporation)	-
		Apr. 2008 Senior Manager of Sulfurized Chemical Sales Dept. Apr. 2010 Senior Manager of Functional Additives Sales Dept. Apr. 2012 General Manager of Advanced Polymer Sales Div. Jan. 2016 Executive Officer, General Manager of Liquid Crystal Materials Product Div. and Senior Manager of Liquid Crystal Materials Product Jan. 2018 Managing Executive Officer, President of Fine Chemicals Business Unit and General Manager of Liquid Crystal Materials Product Div. Jan. 2019 Managing Executive Officer, President of Functional Products Business Group and General Manager of Performance Material Products Div. (current position)	
[Significant concurrent positions outside the Company] Managing Executive Officer, President of Functional Products Business Group and General Manager of Performance Material Products Div., DIC Corporation			
Reasons for nomination as a candidate As Managing Executive Officer of DIC Corporation, the parent company of the Company, Mr. Hatakenaka serves as President of Functional Products Business Group (current position) overseeing the Company's business. He has been nominated as a new candidate for Director in order to help achieve operational synergies with the parent company, in addition to carrying out supervision with respect to the Company's management acting as a representative of the Company's shareholders.			
9	Hideji Harada (August 29, 1950) Reelection	Apr. 1973 Joined The Fuji Bank, Ltd. (currently Mizuho Bank, Ltd.)	-
		Nov. 1986 Joined McKinsey & Company May 1989 Joined S.G. Warburg & Co., Ltd. (currently UBS Securities Japan Co., Ltd.) June 1990 Director of Corporate Finance Department (in charge of M&A) Jan. 1992 Tokyo Branch Manager, INDOSUEZ ADVISERS PACIFIC Pte, Ltd. Sept. 1994 Joined KORN/FERRY INTERNATIONAL Nov. 1997 Partner Feb. 2012 Outside Director of KOJITUSANSO CO., Ltd. Mar. 2015 Director (Outside), the Company (current position)	
Reasons for nomination as a candidate Mr. Harada has been nominated as a candidate to continue serving as Independent Director (Outside) in order to have him continuously advise on management of the Company from a standpoint independent of management and properly supervise business execution, on the basis of his longstanding experience in the realms of consulting services and financial institutions.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
10	Keiji Taga (July 25, 1950) Reelection	<p>Apr. 1973 Joined Japan Development Bank (currently Development Bank of Japan Inc.)</p> <p>Oct. 1999 Head of Urban Development Department</p> <p>June 2002 General Manager of General Affairs Department</p> <p>June 2004 Associate Director</p> <p>Oct. 2008 Director and Managing Executive Officer</p> <p>June 2009 Representative Director and Vice President, Tokyo Ryutsu Center Inc.</p> <p>June 2009 Representative Director and President, TRC Service Co., Ltd.</p> <p>June 2013 Representative Director and President, Tokyo Ryutsu Center Inc.</p> <p>June 2013 Director, TRC Service Co., Ltd.</p> <p>Mar. 2016 Director (Outside), the Company (current position)</p> <p>June 2017 Director and Chairman, DBJ Asset Management Co., Ltd.</p>	—
<p>Reasons for nomination as a candidate</p> <p>Mr. Taiga has been nominated as a candidate to continue serving as Independent Director (Outside) in order to have him continuously advise on management of the Company from a standpoint independent of management and properly supervise business execution, drawing on his extensive expertise regarding Japanese industry and his considerable insight as a manager, formed on the basis of his experience serving in key positions in government-affiliated financial institutions.</p>			

- Notes:
1. Within the past five years, Hideki Inouchi has served as a person executing business in DIC Corporation, which is the parent company of the Company. The said company is the parent company holding 54.51% of the Company's share, and there is a business relationship for product sales etc. between the Company and the said company.
 2. Kazuo Hatakenaka is currently serving as a person executing business in DIC Corporation, which is the parent company of the Company. There is a business relationship for product sales etc. between the Company and the said company.
 3. There is no special interest between any other candidates for Director and the Company.
 4. Hideji Harada and Keiji Taga are candidates for Director (Outside).
 5. Hideji Harada and Keiji Taga are currently serving as Director (Outside) of the Company, and their terms of office as Director (Outside) will have been four years and three years, respectively, at the conclusion of this meeting.
 6. The Company has entered into agreements with Hideji Harada and Keiji Taga to limit their liability under Article 423, paragraph 1 of the Companies Act to the sum of the amounts provided for in Article 425, paragraph 1 of the same Act if they have acted in good faith and without gross negligence. If Hideji Harada and Keiji Taga are reelected, the Company plans to continue the same limited liability agreement with each one of them. If Kazuo Hatakenaka is elected, the Company plans to enter into the same limited liability agreement with him.
 7. Since Hideji Harada and Keiji Taga satisfy the requirements for an independent director as provided for by Tokyo Stock Exchange, Inc., the Company has submitted notification to the aforementioned exchange concerning their designation as independent directors. If their reelection is approved, the Company plans for their designation as independent directors to continue.
 8. With respect to each Director's responsibility in the Company as of December 31, 2018, please refer to the Business Report (this information is only available in Japanese)

Proposal No. 2 Election of Three Corporate Auditors

The terms of office of all three Corporate Auditors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Corporate Auditors.

The candidates for Corporate Auditor are as follows:

In addition, the consent of the Board of Corporate Auditors has been obtained for this proposal.

Candidate No.	Name (Date of birth)	Career summary and position in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
1	Masaaki Seto (October 24, 1958)	Apr. 1983	Joined the Company	17,300
	New election	Jan. 2015	Head of General Affairs and Personnel Department, Administration Division	
	Reasons for nomination as a candidate			
	Mr. Seto has been nominated as a new candidate for Corporate Auditor upon the Company having deemed him capable of properly carrying out business and accounting audits, based on his experience serving as Head of General Affairs and Personnel Department and General Manager of Accounting Department at the Company, his professional experience at numerous workplaces including plants and laboratories, and his extensive insight regarding the Company.			
2	Masamichi Komuro (April 30, 1949)	Apr. 1996	Professor, Faculty of Economics, Keio University	-
	Reelection	Oct. 2009	Dean, Faculty of Economics, Keio University Board of Trustee, Keio-gijyuku	
		June 2011	Corporate Auditor (Outside), the Company (current position)	
		Sept. 2011	Professor, Faculty of Economics, Keio University	
		Apr. 2015	Emeritus Professor (current position)	
	Reasons for nomination as a candidate			
	Mr. Komuro has not been involved in the management of a company, but as a university professor he has extensive academic knowledge and expertise regarding economic activity. As such, he has been nominated as a candidate to continue serving as Corporate Auditor (Outside), upon the Company having deemed him suitable as Corporate Auditor (Outside) of the Company.			

Candidate No.	Name (Date of birth)	Career summary and position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned	
3	Minoru Teramae (July 11, 1951) New election	Apr. 1975	Joined Housing Construction Division, Housing Bureau, Ministry of Construction	-
		Dec. 2000	Director for Policy Planning, Minister's Secretariat, Ministry of Construction	
		Jan. 2001	Director for Policy Planning, Policy Division, Policy Bureau, Ministry of Land, Infrastructure, Transport and Tourism	
		July 2002	Manager of Housing Production Division, Housing Bureau	
		July 2003	Senior Executive, Association of New Urban Housing Technology	
		July 2011	Deputy Mayor of Himeji City	
		Sept. 2015	Director and Vice President, Himeji Cable Television Co., Ltd.	
		June 2017	Advisor, Shinnihon Kanzai Corporation (current position)	
		June 2017	Advisor, Shinnihon Reform Corporation (current position)	
		July 2017	Advisor, Yamashita Sekkei, Inc. (current position)	
Reasons for nomination as a candidate				
Mr. Teramae has not been directly involved in the management of a company, but has served in various key positions in public service and possesses extensive expertise in abundance. As such, he has been nominated as a new candidate for Corporate Auditor (Outside), upon the Company having deemed him suitable as Corporate Auditor (Outside) of the Company.				

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Masamichi Komuro and Minoru Teramae are candidates for Corporate Auditor (Outside).
 3. Masamichi Komuro is currently serving as Corporate Auditor (Outside) of the Company, and at the conclusion of this meeting, his tenure as Corporate Auditor (Outside) will have been seven years and nine months.
 4. The Company has entered into agreement with Masamichi Komuro to limit his liability under Article 423, paragraph 1 of the Companies Act to the sum of the amounts provided for in Article 425, paragraph 1 of the same Act if they have acted in good faith and without gross negligence. If Masamichi Komuro is reelected, the Company plans to continue the same limited liability agreement with him. If Masaaki Seto and Minoru Teramae are elected, the Company plans to enter into the same limited liability agreement with each one of them.
 5. Since Masamichi Komuro satisfies the requirements for an independent director as provided for by Tokyo Stock Exchange, Inc., the Company has submitted notification to the aforementioned exchange concerning his designation as an independent director. If his reelection is approved, the Company plans for his designation as an independent director to continue. Furthermore, Minoru Teramae satisfies the requirements for an independent director as provided for by Tokyo Stock Exchange, Inc., and the Company plans to submit notification to the aforementioned exchange concerning his designation as an independent director if his election is approved.

Proposal No. 3 Election of Two Alternate Corporate Auditors

The Company requests approval for the election of two Alternate Corporate Auditors to be ready to fill a vacant position should the number of Corporate Auditors fall below the number required by laws and regulations.

The candidates for Alternate Corporate Auditor are as follows. Kenichiro Kato is the candidate for a substitute to the Corporate Auditor other than Corporate Auditor (Outside) and Yutaka Miyoshi is the candidate for a substitute to the Corporate Auditor (Outside).

The validity of the election of Alternate Corporate Auditor can be nullified by resolution of the Board of Directors if the consent of the Board of Corporate Auditors has been obtained; provided, however, that it is only in a time before assuming office as Corporate Auditor.

In addition, the consent of the Board of Corporate Auditors has been obtained for this proposal.

The candidates for Alternate Corporate Auditor are as follows:

Candidate No.	Name (Date of birth)	Career summary and position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned	
1	Kenichiro Kato (August 13, 1964)	Apr. 1987	Joined Dainippon Ink & Chemicals Inc. (current DIC Corporation)	400
		Oct. 2007	General Manager in charge of Related Business, Purchasing & Logistics Administration Planning Department	
		Apr. 2008	Director, General Manager of General Affairs Department, DIC LIFETEC Co., Ltd.	
		Dec. 2009	General Manager in charge of Functional Products Planning Administration Department, DIC Corporation	
		Apr. 2010	General Manager in charge of Corporate Auditors Office	
		July 2016	Joined the Company as Head of Accounting Department, Corporate Planning Division	
		Jan. 2017	Head of Accounting Department, Administration Division (current position)	
Reasons for nomination as a candidate				
Mr. Kato has been nominated as a candidate for Alternate Corporate Auditor based on his professional experience in Corporate Auditors Office and Accounting Department, and based on his considerable expertise with respect to accounting and audit duties.				
2	Yutaka Miyoshi (November 26, 1968)	Apr. 1995	Registered as an attorney at law, Tokyo Bar Association	-
		Apr. 1995	Joined Mori Sogo (currently Mori Hamada & Matsumoto) (current position)	
		May 2004	Registered as an attorney at law in the State of New York (current position)	
Reasons for nomination as a candidate				
Mr. Miyoshi has not been involved in the management of a company, but has experience and legal knowledge as an attorney at law specializing in corporate legal affairs. As such, he has been nominated as a candidate for Alternate Corporate Auditor, upon the Company having deemed him suitable as Corporate Auditor (Outside) of the Company.				

- Notes:
1. Yutaka Miyoshi is the partner of Mori Hamada & Matsumoto, and there is a relationship for consulting agreement between the Company and the said law firm.
 2. There is no special interest between Kenichiro Kato and the Company.
 3. If Kenichiro Kato and Yutaka Miyoshi assume the office as Corporate Auditor, the Company plans to enter into agreements with them to limit their liability under Article 423, paragraph 1 of the Companies Act to the sum of the amounts provided for in Article 425, paragraph 1 of the same Act if they have acted in good faith and without gross negligence.