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Stock Exchange Code 6407
June 3, 2020

To Shareholders with Voting Rights:

Kazunori Kajimoto
President
CKD Corporation
250, Uji 2-chome, Komaki, Aichi, Japan

**NOTICE OF
THE 100TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continuous support.

The 100th Annual General Meeting of Shareholders of CKD Corporation (the “Company”) will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. (Japan time) on Thursday, June 18, 2020 in accordance with the following procedures.

- 1. Date and Time:** Friday, June 19, 2020 at 10:00 a.m. Japan time
- 2. Place:** Large Conference Room
1st floor of Headquarters Building, Headquarters, Komaki Factory
250, Uji 2-chome, Komaki, Aichi, Japan
(The venue is different from the previous year’s meeting.)
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business report, Consolidated Financial Statements for the Company’s 100th Fiscal Year (April 1, 2019 – March 31, 2020) and the results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 100th Fiscal Year (April 1, 2019 - March 31, 2020)**Proposals to be resolved:**
 - Proposal 1:** Election of Seven (7) Directors
 - Proposal 2:** Election of Two (2) Audit & Supervisory Board Members

- As a preventive measure for the spread of Novel Coronavirus Disease 2019, shareholders attending the meeting are requested to cooperate in wearing facial masks and using alcohol sanitizer. We will measure the body temperature of shareholders at the reception desk, and those who appear to be unwell may be asked to refrain from entering the venue. We ask for your kind understanding in advance.
- Our staff attending to their duties at the meeting will wear facial masks. We appreciate your understanding.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Kindly note that we will be in light clothing (cool business attire) in consideration for the environment. We would appreciate if the shareholders will attend the meeting in light clothing.
- Of the documents to be included in this Notice, Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements are posted on the Company's website (<https://www.ckd.co.jp/>) pursuant to laws and regulations and provisions of Article 15 of the Company's Articles of Incorporation, and therefore are not provided in this Notice. The Consolidated Financial Statements and Non-consolidated Financial Statements that were audited by the Accounting Auditor and the Audit & Supervisory Board Members consist of every document provided in this Notice as well as Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements.
- Should the Reference Documents for the General Meeting of Shareholders, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<https://www.ckd.co.jp/>).

Reference Documents for the General Meeting of Shareholders

Proposal 1: Election of Seven (7) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this Annual General Meeting of Shareholders.

Therefore, we propose to elect seven (7) Directors.

The candidates for Director are as follows:

No.	Name	Position and Responsibilities in the Company	Status of attendance at Board of Directors meetings
1	Kazunori Kajimoto (Re-election)	President	100% (11/11)
2	Katsuhito Okuoka (Re-election)	Representative Director and Senior Managing Executive Officer In charge of Quality and Environment General Manager, Components Business Division	100% (11/11)
3	Shinji Yuhara (Re-election)	Director & Executive Officer General Manager, Sales and Marketing Division	100% (11/11)
4	Katsunori Hayashida (Re-election)	Director & Executive Officer General Manager, Automatic Machinery Business Division	100% (9/9)
5	Junichi Kagawa (Re-election) (Outside Director candidate) (Independent Director candidate)		100% (11/11)
6	Noriko Asai (Re-election) (Outside Director candidate) (Independent Director candidate)		100% (11/11)
7	Kazumasa Uemura (Re-election) (Outside Director candidate) (Independent Director candidate)		100% (11/11)

* The attendance status for Katsunori Hayashida is for meetings after he assumed office on June 21, 2019.

No.	Name (Date of birth)	Past experience, positions and responsibilities		Number of shares of the Company held
1	<p>Kazunori Kajimoto (November 22, 1956)</p> <p>Re-election</p> <p>Years in office as Director: 16 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (11/11)</p>	<p>April 1980</p> <p>June 2004</p> <p>June 2005</p> <p>June 2008</p>	<p>Joined the Company</p> <p>Director & Executive Officer General Manager, Sales and Marketing Division</p> <p>Director & Managing Executive Officer General Manager, Sales and Marketing Division</p> <p>President (to present)</p> <p>Reason for selection as candidate for Director Mr. Kazunori Kajimoto has long experience in overseeing sales divisions as well as abundant experience and broad insight as a corporate executive. We propose his re-election as Director because we believe he will contribute to our management by utilizing the above.</p>	64,229
2	<p>Katsuhito Okuoka (August 23, 1967)</p> <p>Re-election</p> <p>Years in office as Director: 4 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (11/11)</p>	<p>April 1991</p> <p>October 2008</p> <p>June 2014</p> <p>June 2015</p> <p>June 2016</p> <p>June 2018</p> <p>June 2019</p>	<p>Joined the Company</p> <p>General Manager, Production Control Department, Komaki Plant - General & Control Equipment, Production and Engineering Division</p> <p>Deputy General Manager, Components Business Division General Manager, Administration Department</p> <p>Executive Officer General Manager, Components Business Division</p> <p>Director & Executive Officer In charge of Quality and Safety General Manager, Components Business Division</p> <p>Director & Managing Executive Officer, in charge of Quality Management General Manager, Components Business Division</p> <p>Representative Director and Senior Managing Executive Officer, in charge of Quality and Environment, General Manager, Components Business Division (to present)</p> <p>Reason for selection as candidate for Director Mr. Katsuhito Okuoka has abundant experience and broad insight in overseeing production divisions. We propose his re-election as Director because we believe he will contribute to our management by utilizing the above.</p>	19,006

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
3	<p>Shinji Yuhara (June 10, 1963)</p> <p>Re-election</p> <p>Years in office as Director: 2 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (11/11)</p>	<p>April 1986 Joined the Company</p> <p>October 2007 General Manager, Nagoya Sales Department, Nagoya Branch, Sales and Marketing Division</p> <p>May 2012 Osaka Branch Manager Sales and Marketing Division</p> <p>June 2013 Executive Officer Osaka Branch Manager, Sales and Marketing Division</p> <p>April 2014 Executive Officer Deputy General Manager, Sales and Marketing Division</p> <p>April 2015 Executive Officer General Manager, Sales and Marketing Division</p> <p>June 2018 Director & Executive Officer General Manager, Sales and Marketing Division (to present)</p> <p>Reason for selection as candidate for Director Mr. Shinji Yuhara has abundant experience and broad insight in overseeing sales divisions. We propose his re-election as Director because we believe he will contribute to our management by utilizing the above.</p>	19,549
4	<p>Katsunori Hayashida (April 2, 1961)</p> <p>Re-election</p> <p>Years in office as Director: 1 year (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (9/9)</p>	<p>April 1984 Joined the Company</p> <p>June 2006 General Manager, Production Department, Automatic Machinery Business Division</p> <p>May 2009 General Manager, Battery Engineering Department, Automatic Machinery Business Division</p> <p>April 2011 General Manager, Procurement Department, Purchasing Division</p> <p>June 2018 Executive Officer General Manager, Automatic Machinery Business Division</p> <p>June 2019 Director & Executive Officer General Manager, Automatic Machinery Business Division (to present)</p> <p>Reason for selection as candidate for Director Mr. Katsunori Hayashida has abundant experience and broad insight in overseeing automatic machineries divisions. We propose his re-election as Director because we believe he will contribute to our management by utilizing the above.</p>	11,290
5	<p>Junichi Kagawa (September 19, 1950)</p> <p>Re-election Outside Director candidate Independent Director candidate</p> <p>Years in office as Director: 8 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (11/11)</p>	<p>April 1977 Joined NGK SPARK PLUG CO., LTD.</p> <p>June 2003 Director</p> <p>June 2007 Managing Director</p> <p>June 2009 Senior Managing Director</p> <p>June 2011 Advisor & Senior Technical Executive</p> <p>June 2012 Director, the Company (to present)</p> <p>July 2014 Commissioned by NGK SPARK PLUG CO., LTD. (to present)</p> <p>Reason for selection as candidate for Outside Director Mr. Junichi Kagawa has long experience in technology development divisions as well as abundant experience and broad insight as a corporate executive. We propose his re-election as Director because we believe he will appropriately perform his duties as Outside Director.</p>	1,000

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
6	<p>Noriko Asai (July 25, 1964)</p> <p>Re-election Outside Director candidate Independent Director candidate</p> <p>Years in office as Director: 5 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (11/11)</p>	<p>April 1997 Research Assistant, School of Economics, Nagoya University</p> <p>March 1999 Received Ph.D. (Economics)</p> <p>April 2003 Assistant Professor, School of Management, Chukyo University</p> <p>April 2007 Professor, School of Management of Chukyo University (to present)</p> <p>June 2015 Director, the Company (to present)</p> <p>Reason for selection as candidate for Outside Director Ms. Noriko Asai has high academic knowledge and abundant experience as a university professor specializing in management. We propose her re-election as Director because we believe she will appropriately perform her duties as Outside Director.</p>	0
7	<p>Kazumasa Uemura (May 20, 1957)</p> <p>Re-election Outside Director candidate Independent Director candidate</p> <p>Years in office as Director: 3 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (11/11)</p>	<p>March 1990 Received Ph.D. (Medicine) from Nagoya University</p> <p>August 2005 Professor, Medical Education Center, School of Medicine, Nagoya University</p> <p>April 2009 Advisor to President, Nagoya University</p> <p>April 2017 Professor, Faculty of Health and Medical Sciences of Aichi Shukutoku University (to present)</p> <p>May 2017 Professor Emeritus of Nagoya University (to present)</p> <p>June 2017 Director, the Company (to present)</p> <p>Reason for selection as candidate for Outside Director Mr. Kazumasa Uemura has high academic knowledge, as well as abundant experience including cultivating human resources, as a university professor specializing in medicine and medical studies. We propose his re-election as Director because we believe he will appropriately perform his duties as Outside Director.</p>	0

(Notes)

1. Special interests between the candidates for Directors and the Company
 - (1) Mr. Junichi Kagawa is commissioned by NGK SPARK PLUG CO., LTD. The Company and NGK SPARK PLUG CO., LTD. have a business transaction relationship in selling manufactured goods, etc. However, the percentage of the amount of such transaction is less than 0.2% of the consolidated net sales of the Company and NGK SPARK PLUG CO., LTD.
 - (2) There are no special interests between the other candidates and the Company.
2. Remarks in relation to the candidates for Outside Directors are stated below.

Limitation Liability Agreement with Outside Directors

The Company entered into an agreement with Mr. Junichi Kagawa, Ms. Noriko Asai and Mr. Kazumasa Uemura to limit their liabilities pursuant to Article 423, Paragraph 1 of the Companies Act to the minimum extent stipulated by Article 425, Paragraph 1 of the Companies Act. Subject to the approval of their reelection, the Company intends to continue the agreements with each of them.
3. Mr. Junichi Kagawa, Ms. Noriko Asai and Mr. Kazumasa Uemura are candidates for independent directors as stipulated by financial instruments exchanges.

Proposal 2: Election of Two (2) Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members, Mr. Shigeru Ohmori and Mr. Naotaka Nanya, will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, we propose to elect two (2) Audit & Supervisory Board Members.

This proposal has already been approved by the Audit & Supervisory Board.

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

No.	Name (Date of birth)	Past experience and positions	Number of shares of the Company held
1	Masafumi Kokubo (March 9, 1961) New election Status of attendance at Board of Directors meetings 100% (11/11)	<p>April 1983 Joined the Company</p> <p>October 2005 General Manager, Sales and Planning Department, Sales and Marketing Division</p> <p>October 2008 Chairman and President, TAIWAN CKD CORPORATION</p> <p>September 2012 General Manager, Corporate Planning Department</p> <p>June 2015 Executive Officer</p> <p>June 2018 General Manager, Corporate Planning Department Director & Executive Officer In charge of Profit and Budget</p> <p>June 2019 General Manager, Corporate Planning Department General Manager, Security Export Control Office General Manager, Internal Control and Auditing Office Director & Managing Executive Officer In charge of Profit and Budget General Manager, Corporate Planning Department General Manager, Security Export Control Office General Manager, Internal Control and Auditing Office (to present)</p> <p>Reason for selection as candidate for Audit & Supervisory Board Member Mr. Masafumi Kokubo has abundant experience in overseeing the sales division, including those at overseas bases and Corporate Planning Department. We propose his election as Audit & Supervisory Board Member because we believe he will appropriately audit our management by utilizing the above experience and insight.</p>	17,749
2	Shuzo Hashimoto (April 5, 1956) New election Outside Audit & Supervisory Board Member candidate Independent Audit & Supervisory Board Member candidate	<p>April 1987 Registered as attorney-at-law Joined Oguri Law Office</p> <p>April 1992 Established Hashimoto Law Firm, Director (to present)</p> <p>April 2004 Vice Chairman, Nagoya Bar Association (currently Aichi Bar Association)</p> <p>Reason for selection as candidate for Outside Audit & Supervisory Board Member Mr. Shuzo Hashimoto has abundant experience and professional expertise as an attorney-at-law. We propose his election because we believe he will appropriately perform his duties as Outside Audit & Supervisory Board Member.</p>	0

(Notes)

1. There are no special interests between each candidate and the Company.
2. Remarks in relation to the candidate for Outside Audit & Supervisory Board Member are stated below.
Limitation Liability Agreement with Outside Audit & Supervisory Board Member
Subject to the approval of the election of Mr. Shuzo Hashimoto, the Company intends to enter into an agreement with him to limit his liabilities pursuant to Article 423, Paragraph 1 of the Companies Act to the minimum extent stipulated by Article 425, Paragraph 1 of the Companies Act.
3. Mr. Shuzo Hashimoto is a candidate for independent Audit & Supervisory Board Member as stipulated by financial instruments exchanges.

(Reference) Composition of officers (after June 19, 2020)

Each Company Director and Audit & Supervisory Board Member elected by the approval for Proposal 1 and Proposal 2 has the following diversity and expertise. The below list does not cover all the expertise possessed by each officer.

	Name	Independence (Outside)	Corporate management	Manufacturing, technology, research and development	Sales and marketing	Finance and accounting	Legal affairs	Risk, compliance, corporate governance	International experience	Gender
Directors	Kazunori Kajimoto		●		●	●		●	●	Male
	Katsuhito Okuoka		●	●				●		Male
	Shinji Yuhara				●					Male
	Katsunori Hayashida			●	●			●	●	Male
	Junichi Kagawa	●	●	●	●		●	●	●	Male
	Noriko Asai	●		●	●			●		Female
	Kazumasa Uemura	●	●					●	●	Male
Audit & Supervisory Board Members	Masafumi Kokubo		●		●	●	●	●	●	Male
	Koichi Hayashi	●	●			●		●	●	Male
	Takeshi Sawaizumi	●	●			●		●		Male
	Shuzo Hashimoto	●					●	●		Male

(Reference)

Criteria for judging the independence of Outside Directors and Outside Audit & Supervisory Board Members of the Company

The Company deems an outside officer or a candidate for outside officer to be independent from the Company if the officer or the candidate are judged to have no risk of generating conflicts of interest with ordinary shareholders of the Company. “No risk of generating conflicts of interest with ordinary shareholders of the Company” refers to the case where an outside officer or a candidate for outside officer is deemed not to fall under any of the following items.

- (1) A person for which the Company and/or its affiliate (collectively, the “Group”) is a major business partner
- (2) A major shareholder (Note 1) of the Company or a person executing the operations (“Executing Person”) thereof (Note 2)
- (3) A person in which the Group holds 10% or more of the total voting rights directly or indirectly, or an Executing Person thereof
- (4) A major business partner (Note 3) of the Group or an Executing Person thereof
- (5) A person who belongs to an audit firm which is an Accounting Auditor of the Company or its consolidated subsidiary
- (6) A consultant, an attorney, a certified public accountant, or a person providing other professional services who has received a large amount of money or other properties (Note 4) from the Group, other than as compensation for being a Director or Audit & Supervisory Board Member (if the recipient of such properties is a corporation, partnership or any other organization, such as a consulting firm, law office and accounting office, this item applies to any person belonging to such organization)
- (7) A person who has received a large amount of donations (Note 5) from the Group (if the recipient of such donations is a corporation, partnership or an organization, this item applies to an Executing Person of such organization)
- (8) An Executing Person of a company that elects an Executing Person of the Group as its officer
- (9) A person that falls under any of the above items 2 to 8 in the past three (3) years
- (10) If a person that falls under any of the above items 1 to 8 is a significant person (Note 6), a spouse or a relative within the second degree of kinship thereof
- (11) Other than the requirements set forth in the above, a person who is at risk of generating conflicts of interest with ordinary shareholders and is reasonably deemed to be in a situation where he/she is unable to perform duties as an independent outside officer

(Notes)

1. “A major shareholder” refers to a shareholder who holds 10% or more of voting rights under the name of itself or another person at the end of the most recent fiscal year of the Company.
2. “Executing Person” refers to an executive director, executive officer, operating officer, and a person equivalent thereto as well as an employee of a corporation or an organization. A non-executive director shall be also included in the above in case of judging the independence of an Outside Audit & Supervisory Board Member.
3. As to “a major business partner,” the significance of such transaction for the Group and for the major business partner shall be assessed using an appropriate index, and an outline of the result thereof shall be disclosed, so that the Company may practically determine the degree of risk of generating conflicts of interest.
A major business partner refers to a person who makes payment to the Company that accounts for 2% or more of the Company’s annual consolidated net sales in the most recent fiscal year.
4. As to “a large amount of money and other properties,” the significance of such money and properties for the Group and for the recipient shall be assessed using an appropriate index, and an outline of the result thereof shall be disclosed.
5. As to “a large amount of donations,” the significance of such donation for the Group and for the recipient shall be assessed using an appropriate index, and an outline of the result thereof shall be disclosed.
6. “A significant person” refers to an executive director, executive officer, operating officer or an employee who is in an upper management position such as department manager or higher.