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Stock Exchange Code 6407  
June 5, 2019

**To Shareholders with Voting Rights:**

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

**NOTICE OF  
THE 99TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are cordially invited to attend the 99th Annual General Meeting of Shareholders of CKD Corporation (the "Company"). The meeting 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 20, 2019 in accordance with the following procedures.

- 1. Date and Time:** Friday, June 21, 2019 at 10:00 a.m. Japan time
- 2. Place:** The Grand Court III  
7th floor, ANA Crowne Plaza Hotel Grand Court Nagoya  
1-1-1 Kanayama-cho, Naka-ku, Nagoya, Japan  
(Please refer to the Guide Map for the Venue of the Meeting attached at the end of this document.)
- 3. Meeting Agenda:**
  - Matters to be reported:**
    1. The Business report, Consolidated Financial Statements for the Company's 99th Fiscal Year (April 1, 2018 – March 31, 2019) 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 99th Fiscal Year (April 1, 2018 - March 31, 2019)
  - Proposals to be resolved:**
    - Proposal 1:** Partial Revision of Articles of Incorporation
    - Proposal 2:** Election of Eight (8) Directors

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Reception will open at 9:00 a.m.
- Kindly note that we will be in light clothing (cool business attire). 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: Partial Revision of Articles of Incorporation

(1) Reason for Proposal

To reorganize and revise the business purposes in Article 2 (Purposes) of the current Articles of Incorporation, in order to clarify the business content in line with the Company's current business activities.

(2) Details of changes

The details of changes are as follows.

(Underlined parts indicate changes.)

Current Articles of Incorporation	Proposed Changes
<p style="text-align: center;">CHAPTER 1 GENERAL PROVISIONS</p> <p>Article 1 &lt;Omitted&gt;</p> <p>(Purposes)</p> <p>Article 2 The purposes of the Company shall be to engage in the following businesses:</p> <p>(1) Manufacture and sale of machinery for the manufacture of <u>lamps and tubes and semiconductors, electronics application machinery</u> and other industrial automation machinery as well as equipment and component thereof.</p> <p><u>(2) Manufacture and sale of various automatic packaging machinery, equipment and components.</u></p> <p><u>(3) Manufacture and sale of labor-saving machinery, tools and scales related thereto.</u></p> <p><u>(4) Manufacture and sale of pneumatic, hydraulic, and other fluid control components, control equipment and system equipment related thereto.</u></p> <p style="text-align: center;">&lt;Newly established&gt;</p> <p>(5) Design and installation of above various <u>labor-saving machinery and equipment as well as technical instructions related thereto.</u></p>	<p style="text-align: center;">CHAPTER 1 GENERAL PROVISIONS</p> <p>Article 1 &lt;Unchanged&gt;</p> <p>(Purposes)</p> <p>Article 2 The purposes of the Company shall be to engage in the following businesses:</p> <p>(1) Manufacture and sale of <u>automatic packaging machinery, battery manufacturing machinery, image processing and inspection equipment,</u> and other industrial automation machinery as well as equipment and component thereof.</p> <p style="text-align: right;">&lt;Deleted&gt;</p> <p style="text-align: right;">&lt;Deleted&gt;</p> <p>(2) Manufacture and sale of pneumatic components, <u>fluid control components, electric motion systems and components, and other industrial components,</u> and system components related thereto.</p> <p><u>(3) Development and sale of industrial-use software and supply of information processing service.</u></p> <p><u>(4) Design, installation, lease, maintenance, and technical instructions related to machinery, equipment, components, parts, and software relating to those set forth above.</u></p>

Current Articles of Incorporation	Proposed Changes
<p><u>(6) Development of software or device relating to computer system, and supply, maintenance, sale, lease and guidance of information treatment service.</u></p> <p><u>(7) Manufacture, sale and lease of various automatic vending machines and parts related thereto.</u></p> <p><u>(8) Manufacture and sale of weaving machines and parts related thereto.</u></p> <p>(9) Purchase and sale of merchandise relating to those set forth above.</p> <p>(10) All other business incidental or related to those set forth above.</p> <p>(11) Investment to those doing business related to the preceding items.</p> <p>Article 3 to Article 40 &lt;Omitted&gt;</p>	<p>&lt;Deleted&gt;</p> <p>&lt;Deleted&gt;</p> <p>&lt;Deleted&gt;</p> <p>(5) Purchase and sale of products related to the preceding items.</p> <p>(6) All other business incidental or related to those set forth above.</p> <p>(7) Investment to those doing business related to the preceding items.</p> <p>Article 3 to Article 40 &lt;Unchanged&gt;</p>

Proposal 2: Election of Eight (8) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this Annual General Meeting of Shareholders.

We propose to add one (1) Director, and to elect eight (8) 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% (13/13)
2	Katsuhito Okuoka (Re-election)	Director & Managing Executive Officer In charge of Quality Management General Manager, Components Business Division	100% (13/13)
3	Masafumi Kokubo (Re-election)	Director & 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	100% (11/11)
4	Shinji Yuhara (Re-election)	Director & Executive Officer General Manager, Sales and Marketing Division	100% (11/11)
5	Katsunori Hayashida (New election)	Executive Officer General Manager, Automatic Machinery Business Division	-
6	Junichi Kagawa (Re-election) (Outside Director candidate) (Independent Director candidate)		100% (13/13)
7	Noriko Asai (Re-election) (Outside Director candidate) (Independent Director candidate)		100% (13/13)
8	Kazumasa Uemura (Re-election) (Outside Director candidate) (Independent Director candidate)		92% 12/13

\* The attendance status for both Masafumi Kokubo and Shinji Yuhara are for meetings after they assumed office on June 22, 2018.

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		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: 15 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (13/13)</p>	<p>April 1980</p> <p>June 2004</p> <p>June 2005</p> <p>June 2008</p>	<p>Joined the Company</p> <p>Director &amp; Executive Officer General Manager, Sales and Marketing Division</p> <p>Director &amp; 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 election as Director because we believe he will contribute to our management by utilizing the above.</p>	60,199
2	<p>Katsuhito Okuoka (August 23, 1967)</p> <p>Re-election</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% (13/13)</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>Joined the Company</p> <p>General Manager, Production Control Department, Komaki Plant - General &amp; 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 &amp; Executive Officer In charge of Quality and Safety General Manager, Components Business Division</p> <p>Director &amp; Managing Executive Officer, in charge of Quality Management 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 election as Director because we believe he will contribute to our management by utilizing the above.</p>	14,983
3	<p>Masafumi Kokubo (March 9, 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% (11/11)</p>	<p>April 1983</p> <p>October 2005</p> <p>October 2008</p> <p>September 2012</p> <p>June 2015</p> <p>June 2018</p>	<p>Joined the Company</p> <p>General Manager, Sales and Planning Department, Sales and Marketing Division</p> <p>Chairman and President, TAIWAN CKD CORPORATION</p> <p>General Manager, Corporate Planning Department</p> <p>Executive Officer General Manager, Corporate Planning Department</p> <p>Director &amp; 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 Director Mr. Masafumi Kokubo has abundant experience in overseeing the sales division and corporate planning division, as well as overseas experience. We propose his election as Director because we believe he will contribute to our management by utilizing the above broad insight.</p>	13,749

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	<p>Shinji Yuhara (June 10, 1963)</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% (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 &amp; 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 election as Director because we believe he will contribute to our management by utilizing the above.</p>	15,549
5	<p>Katsunori Hayashida (April 2, 1961)</p> <p>New election</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 (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 election as Director because we believe he will contribute to our management by utilizing the above.</p>	7,660
6	<p>Junichi Kagawa (September 19, 1950)</p> <p>Re-election Outside Director candidate Independent Director candidate</p> <p>Years in office as Director: 7 years (At the conclusion of this Annual General Meeting of Shareholders)</p> <p>Status of attendance at Board of Directors meetings 100% (13/13)</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 &amp; 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 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 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, responsibilities and significant concurrent positions	Number of shares of the Company held
7	<p>Noriko Asai (July 25, 1964)</p> <p>Re-election Outside Director candidate Independent Director candidate</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% (13/13)</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 Director Ms. Noriko Asai has high academic knowledge and abundant experience as a university professor specializing in management. We propose her election as Director because we believe she will appropriately perform her duties as Outside Director.</p>	0
8	<p>Kazumasa Uemura (May 20, 1957)</p> <p>Re-election Outside Director candidate Independent Director candidate</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 92% (12/13)</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 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 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.