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(Stock Exchange Code 7613) March 8, 2018

To Shareholders with Voting Rights:

Shiro Murai Chairman SIIX Corporation 1-4-9, Bingo-machi, Chuo-ku, Osaka

# NOTICE OF

# THE 26TH ANNUAL GENERAL SHAREHOLDER'S MEETING

#### Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 26th Annual General Shareholder's Meeting of SIIX Corporation (the "Company"). The meeting will be held for the purposes described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Shareholder's Meeting, and exercise your voting rights in the manner described hereafter by 5:30 p.m. (Japan time) on Wednesday, March 28, 2018.

1. Date and Time:	Thursday, March 29, 2018 at 10:00 a.m. Japan time			
2. Place:	Crystal room on 2nd floor of Viale Osaka at 3-1-3, Azuchi-machi, Chuo-ku, Osaka-shi, Osaka			
3. Meeting Agenda:				
Matters to be reported	: 1. The Business Report, Consolidated Financial Statements and			
	Non-consolidated Financial Statements for the Company's 26th Fiscal Year			
	(January 1, 2017 - December 31, 2017)			
	2. Results of audits of the Consolidated Financial Statements by the Accounting			
	Auditor and the Audit & Supervisory Board			
Proposals to be resolved	d:			
Proposal 1:	Appropriation of Surplus			
<b>Proposal 2:</b>	Partial Amendment to Articles of Incorporation			
Proposal 3:	Election of One (1) Audit & Supervisory Board Member			
4. Guide to the exercise of voting rights				
(1) To exercise your voting rights in writing				

- Please indicate your vote for or against on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. (Japan time) on Wednesday, March 28, 2018.
- (2) To exercise your voting rights via the Internet, etc. If you exercise your voting rights via the Internet, etc., please review the "Guide to the Exercise of Voting Rights via the Internet, etc." on pages 3 and 4 of the Attached Documents, and exercise your voting rights by 5:30 p.m. (Japan time) on Wednesday, March 28, 2018.
- (3) In cases of multiple exercise of voting rights in which votes are received both in writing and via the Internet, etc., the vote exercised via the Internet, etc. shall be considered the valid vote. Additionally, in cases of multiple exercise of voting rights via the Internet, etc., the latest vote exercised shall be considered the valid vote.

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. The reception desk is scheduled to open at 9:00 a.m.
- Should the Reference Documents for the General Shareholder's Meeting, Business Report, Non-consolidated Financial Statements or Consolidated Financial Statements require revisions by the day before the General Shareholder's Meeting, the revised versions will be posted on the Company's website (<u>http://www.siix.co.jp/</u>).
- Please note that the Company does not distribute gifts to shareholders who attend the meeting.

# **Reference Documents for the General Shareholder's Meeting**

## **Proposals and References**

### **Proposal 1:** Appropriation of Surplus

Matters concerning the year-end dividend

In line with the basic policy of ensuring continuous and stable profit distribution to shareholders, the Company proposes the year-end dividend for the fiscal year under review as described below, taking into consideration the internal reserves for future business development and reinforcement of the management base, as well as our business results for the fiscal year under review.

(1) Type of dividend property

Cash

(2) Matters concerning the allotment of dividend property to shareholders and the total amount thereof In light of the Company's business results for the fiscal year under review and future business development, etc., the Company proposes the payment of a dividend of 26 yen per share. (Total dividend payment: 640,329,820 yen)
As a result, the Company's annual dividend will be 52 year per share including the interim dividend of

As a result, the Company's annual dividend will be 52 yen per share including the interim dividend of 26 yen per share paid in September 2017.

(3) Effective date of dividend from surplus March 30, 2018

## Proposal 2: Partial Amendment to Articles of Incorporation

- 1. Reasons for proposal
- (1) In order to clarify the management responsibilities of Directors and establish a management structure capable of responding promptly to changes in the business environment, the term of office of Directors shall be reduced from two years to one year, and the necessary amendment shall be made to Article 19 (Term of Office) of the Company's current Articles of Incorporation. With regard to the terms of office of Directors appointed at the 25th Annual General Shareholder's Meeting held on March 30, 2017, supplementary provisions shall be established to clarify that the previous provisions shall apply.
- (2) In order to be able to carry out a flexible capital policy and dividend policy, Article 29 (Decision-making Body for Dividends of Surplus) and Article 30 (Record Date of Dividends of Surplus) shall be established upon the amendment to enable the payment of dividends from surplus to be carried out by resolution of the Board of Directors as well as by resolution of the General Shareholder's Meeting. Additionally, in accordance with this, Article 29 (Dividends of Surplus) and Article 30 (Acquisition of Treasury Stock), which partly overlap with the newly established provisions, shall be deleted and the necessary amendment shall be made to the current Article 31 (Prescription Period of Dividends) of the Articles of Incorporation.
- 2. Description of the amendment

	(Underlined parts indicate amendments)		
Current Articles of Incorporation	Proposed amendment		
Chapter 4 Directors and Board of Directors	Chapter 4 Directors and Board of Directors		
Article 19 (Term of Office)	Article 19 (Term of Office)		
(1) The term of office of Directors shall	(1) The term of office of Directors shall		
expire at the conclusion of the Annual	expire at the conclusion of the Annual		
General Shareholder's Meeting for the	General Shareholder's Meeting for the		
last business year ending within $2$	last business year ending within 1 year		
years following their election.	following their election.		
(2) The term of office of Directors who	(2) The term of office of Directors who		
are elected to fill a vacancy or to	are elected to fill a vacancy or to		
increase the number of Directors shall	increase the number of Directors shall		
be the remainder of the term of office	be the remainder of the term of office		
of other incumbent Directors.	of other incumbent Directors.		
(New)	Supplementary Provision		
	Notwithstanding the provisions of Article 19, the		
	term of office of Directors elected at the 25th		
	Annual General Shareholder's Meeting held on		
	March 30, 2017 shall expire at the conclusion of		
	the Annual General Shareholder's Meeting held in		
	<u>2019.</u>		
	This provision shall be deleted upon its expiration.		

Current Articles of Incorporation	Proposed amendment		
Chapter 7 Accounts	Chapter 7 Accounts		
Article 29 (Dividends of Surplus)	(Deleted)		
(1) A year-end dividend may be paid to			
shareholders or registered pledgees of			
shares appearing or recorded in the			
Register of Shareholders at the end of			
each business year by resolution of the			
Board of Directors.			
(2) In addition to the preceding paragraph,			
an interim dividend may be paid to			
shareholders or registered pledgees of			
shares appearing or recorded in the			
Register of Shareholders on June 30 of			
each year by resolution of the Board of			
Directors.			
Article 30 (Acquisition of Treasury Stock)	(Deleted)		
Treasury stock may be acquired by means			
of market transactions and the like by			
resolution of the Board of Directors.			
(New)	Article 29 (Decision-making Body for Dividends		
	<u>of Surplus)</u>		
	(1) Matters regarding dividends of surplus		
	stipulated in the respective items of		
	Article 459, Paragraph 1 of the		
	Companies Act may be decided by		
	resolution of the Board of Directors,		
	except as otherwise provided by laws		
	and regulations.		
	(2) In addition to the preceding paragraph,		
	the Company may pay dividends from		
	surplus by stipulating the record date.		
(New)	Article 30 (Record Date of Dividends of Surplus)		
	(1) The record date for payment of		
	dividends shall be December 31 of each		
	<u>year.</u>		
	(2) The record date for payment of interim		
	dividends shall be June 30 of each year.		
	(3) In addition to the preceding paragraphs,		
	the Company may pay dividends from		
	surplus by stipulating the record date.		

Current Articles of Incorporation	Proposed amendment		
Article 31 (Prescription Period of Dividends)	Article 31 (Prescription Period of Dividends)		
The Company shall be relieved from its	The Company shall be relieved from its		
obligation to pay year-end dividend or	obligation to pay dividends if, in cases		
interim dividend that remains unclaimed	where the dividend property is distributed		
for a period of three years from the date	in cash, the payment thereof remains		
of commencement of the payment.	unclaimed for a period of three years		
	from the date of commencement of the		
	payment.		

### **Proposal 3:** Election of One (1) Audit & Supervisory Board Member

Mr. Koji Tomiyama, an Audit & Supervisory Board Member, will resign at the conclusion of this General Shareholder's Meeting. Accordingly, the election of one (1) Audit & Supervisory Board Member as a replacement is proposed.

Name (Date of birth)		Past experience, positions, and significant concurrent positions	Number of shares of the Company held
*Izumi Tejima (July 1, 1956)	April 1980 May 2009 June 2011 February 2014 June 2015 March 2018 [Significant concurre • Audit & Su (scheduled)	pervisory Board Member, SAKATA INX CORPORATION	0

The candidate for Audit & Supervisory Board Member is as follows. The Audit & Supervisory Board has given its consent to this proposal.

(Notes)

1. The asterisk (\*) indicates a new candidate for Audit & Supervisory Board Member.

 As the above candidate will be elected as replacement for an Audit & Supervisory Board Member, his term of office will be the remaining term of office of his predecessor, pursuant to the provisions of the Company's Articles of Incorporation.

3. There are no special interests between the candidate for Audit & Supervisory Board Member and the Company.

4. Mr. Izumi Tejima has considerable experience and extensive knowledge as a result of his overseas postings, and his appointment as an External Auditor is proposed in the expectation that he will oversee management overall and provide effective advice.

5. If the candidate, Mr. Izumi Tejima, is elected, in accordance with the provisions of the Company's Articles of Incorporation, the Company, pursuant to Article 427, Paragraph 1 of the Companies Act, plans to enter into an agreement with him to limit the liability for damages set forth in Article 423, Paragraph 1 of the same Act. Based on this agreement, the limit of liability for damages is the sum of the amounts specified in Article 425, Paragraph 1 of the Companies Act.