

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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

Securities code: 5602
June 8, 2020

To Shareholders with Voting Rights:

Moriyoshi Kushida
President
Kurimoto, Ltd.
1-12-19, Kitahorie, Nishi-ku, Osaka

CONVOCATION NOTICE FOR THE 124TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

We are pleased to inform that the 124th Annual General Meeting of Shareholders of Kurimoto, Ltd. (the “Company”) will be held for the purposes as described below.

Please note that you can exercise your voting rights in writing (voting rights exercise form) or by electromagnetic means (via the Internet, etc.) instead of attending the meeting on the day. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:20 p.m. (JST) on Wednesday, June 24, 2020.

- 1. Date and Time:** Thursday, June 25, 2020 at 10 a.m. (JST) (Reception starts at 9:00 a.m.)
- 2. Place** 7th Floor Meeting Room of the Company
1-12-19, Kitahorie, Nishi-ku, Osaka
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company’s 124th Fiscal Year (April 1, 2019 - March 31, 2020)
 2. Results of audits by the Accounting Auditor of the Consolidated Financial Statements and Non-consolidated Financial Statements and results of audits by the Audit & Supervisory Board of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company’s 124th Fiscal Year (April 1, 2019 - March 31, 2020)
 - Matters to be resolved:**
 - Proposal No. 1** Appropriation of Surplus
 - Proposal No. 2** Election of Eight (8) Directors
 - Proposal No. 3** Election of One (1) Substitute Audit & Supervisory Board Member

4. Exercise of voting rights

(1) Exercise of voting rights in writing (by postal mail)

Please indicate your vote for or against each of the proposals on the enclosed voting rights exercise form and return it by 5:20 p.m., Wednesday, June 24, 2020 (time of receipt).

(2) Exercise of voting rights by electromagnetic means (via the Internet, etc.)

Please read the Instructions for the Exercise of Voting Rights via the Internet (available in Japanese only) and exercise your voting rights by 5:20 p.m., Wednesday, June 24, 2020.

(3) Handling of multiple exercise of voting rights

If you exercise your voting rights both in writing (by postal mail) and via the Internet, the vote placed via the Internet shall be deemed valid.

In addition, if you exercise your voting rights multiple times via the Internet, the most recent vote shall be deemed valid.

- When attending the meeting, please submit the enclosed voting rights exercise form to the reception desk.
- Of the documents to be attached to this Notice, “Systems for Ensuring the Properness of Business Activities and the Operation of the Systems,” “Basic Policy on the Control Over the Company,” and “Corporate Governance Initiatives” in the Business Report, and “Notes to the Consolidated Financial Statements,” which is part of the Consolidated Financial Statements, and “Notes to the Non-consolidated Financial Statements,” which is part of the Non-consolidated Financial Statements, have been posted on the Company’s website (<http://www.kurimoto.co.jp/>) in accordance with laws and regulations and Article 15 of the Articles of Incorporation of the Company, and are therefore not included in the documents attached to this Notice.

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements set forth in the documents attached to this Notice are part of the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members in preparing the audit report and part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor in preparing the independent auditor’s report, respectively.

- Any updates to the Reference Documents for the General Meeting of Shareholders, the Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements will be posted on the Company’s website (<http://www.kurimoto.co.jp/>).
- From this year’s Annual General Meeting of Shareholders, we will not distribute souvenirs to attending shareholders. We appreciate your understanding.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1 Appropriation of Surplus

Matters concerning year-end dividends

In consideration of the business results for this fiscal year, future business development, and other matters, the Company proposes the year-end dividend for the 124th fiscal year as follows.

- (1) Type of dividend property
Cash
- (2) Matters concerning the allocation of dividend property and the total amount thereof
30 yen per share of common stock of the Company
Total amount: 366,557,310 yen
- (3) Effective date of distribution of surplus
June 26, 2020

If this Proposal is approved as originally proposed, the annual dividend including the interim dividend for this fiscal year will be 60 yen per share.

Proposal No. 2 Election of Eight (8) Directors

The terms of office of eight (8) Directors, namely, Moriyoshi Kushida, Motohito Sawai, Hirobumi Okada, Mikio Yaji, Yoshiaki Shingu, Kazutaka Kikumoto, Nobuhiro Otsuki, and Keiko Kondo will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes the election of eight (8) Directors (seven (7) of whom are candidates to be re-elected).

The candidates for Director are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Moriyoshi Kushida (May 24, 1954)	<p>April 1979 Joined the Company</p> <p>October 2000 General Manager, Technology Management Department, Steel Structure Division</p> <p>June 2004 Director and General Manager, Technology Development Division; Assistant General Manager, Business Planning Division; General Manager, New Business Promotion Headquarters; in charge of technology and equipment</p> <p>June 2010 Managing Director and General Manager, Technology Development Headquarters; in charge of technology and equipment</p> <p>June 2013 Senior Managing Director, in charge of the pipe system business, production, technology and equipment</p> <p>April 2014 Senior Managing Director, in charge of the pipe system business, production, technology and equipment</p> <p>April 2016 President (to present)</p> <p>Reasons for selection as a candidate for Director Since assuming office of Director in June 2004, Mr. Kushida has been deeply involved in the Group's technology development and investment plan as Director in charge of technology and equipment. In addition to his achievements as Director in charge of each segment, he has served as Managing Director and Senior Managing Director, and has also led the Group as President from April 2016. The Company nominates him as a candidate for Director since it believes that he can continue to contribute to the Group's management based on his wealth of experience and achievements, as well as strong leadership.</p>	14,197 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Hirobumi Okada (June 21, 1955)	<p>April 1981 Joined the Company</p> <p>April 2002 General Manager, Metal Forming Machinery Department, Technology Production Headquarters, Machinery Division</p> <p>January 2008 Executive Officer and General Manager, Machinery Division</p> <p>June 2008 Director and General Manager, Plant Engineering & Machinery Headquarters</p> <p>June 2015 Managing Director, in charge of machinery system business, and technology development</p> <p>April 2016 Managing Director, in charge of machinery system business, equipment, and development project</p> <p>April 2018 Senior Managing Director, in charge of technology, overseas, equipment and Composite Project Division</p> <p>June 2018 Director & Senior Managing Executive Officer, in charge of technology, overseas, equipment and Composite Project Division (to present)</p> <p>Reasons for selection as a candidate for Director Mr. Okada has a wealth of knowledge in the plant engineering & machinery business, based on his experience such as General Manager of Machinery Division, and since assuming office of Director in June 2008 and Managing Director in June 2015, he has contributed significantly to the growth of machinery system business segment and technology development. Since April 2016, he had been in charge of equipment and development project in addition to machinery system business segment, and assumed office of Senior Managing Director in April 2018, and contributed to the management of the Group. The Company nominates him as a candidate for Director since it believes that he can continue to contribute to the Group's management based on his experience, achievements and a high degree of insight related to the areas he is in charge of and management.</p>	11,106 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Mikio Yaji (February 13, 1955)	<p>August 1979 Joined the Company</p> <p>July 2000 General Manager, Corporate Planning Department, Ductile Iron Pipe Division</p> <p>April 2011 Executive Officer and General Manager, Ductile Iron Pipe Division, Pipe System Business Headquarters</p> <p>June 2014 Director, in charge of the pipe system business</p> <p>April 2016 Director, in charge of the pipe system business, industrial materials business, and legal affairs</p> <p>June 2017 Managing Director, in charge of the pipe system business and legal affairs</p> <p>April 2018 Managing Director, in charge of the pipe system business, legal affairs, human resources and general affairs; General Manager, Osaka Head Office</p> <p>June 2018 Director & Managing Executive Officer, in charge of the pipe system business, legal affairs, human resources and general affairs; General Manager, Osaka Head Office</p> <p>April 2019 Director & Managing Executive Officer, in charge of the pipe system business, legal affairs, human resources and general affairs (to present)</p> <p>Reasons for selection as a candidate for Director</p> <p>Mr. Yaji has a wealth of knowledge in the pipe system business, based on his experience such as General Manager of Ductile Iron Pipe Division, and since assuming office of Director in June 2014, he has contributed significantly to the development of the pipe system business. He has contributed to the Group's management as Director in charge of industrial materials business segment and legal affairs in addition to pipe system business segment since April 2016, as Managing Director since June 2017, and as Managing Director newly in charge of human resources and general affairs in addition to pipe system business segment and legal affairs since April 2018. The Company nominates him as a candidate for Director since it believes that he can continue to contribute to the Group's management based on his experience, achievements and a high degree of insight related to the areas he is in charge of and management.</p>	6,984 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Yoshiaki Shingu (July 21, 1957)	<p>April 1983 Joined the Company</p> <p>March 2002 General Manager, Sasebo Metal Co., Ltd.</p> <p>June 2005 President, Kurimoto Mech Co., Ltd.</p> <p>October 2009 Executive Officer and General Manager, Materials & Machinery Division, Plant Engineering & Machinery Headquarters</p> <p>June 2013 Director, in charge of management control, quality control, and auditing; General Manager, Osaka Head Office</p> <p>April 2016 Director, in charge of human resources, general affairs, safety and health, quality control, and production; General Manager, Osaka Head Office</p> <p>April 2018 Director, in charge of machinery system business, quality control, safety and health, and production</p> <p>June 2018 Director & Senior Executive Officer, in charge of machinery system business, quality control, safety and health, and production (to present)</p> <p>Reasons for selection as a candidate for Director Having served as General Manager, Materials & Machinery Division, and President of a group company, Mr. Shingu has a wealth of experience in management. Since assuming office of Director in June 2013, he has contributed to the Group's management as Director in charge of management control, including human resources, general affairs, safety, quality control and production, and as Director overseeing machinery system business segment, quality control, safety and health, and production from April 2018. The Company nominates him as a candidate for Director since it believes that he can continue to contribute to the Group's management based on his experience, achievements and a high degree of insight related to the areas he is in charge of and management.</p>	7,084 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Kazutaka Kikumoto (April 14, 1956)	<p>November 1982 Joined the Company</p> <p>April 2002 General Manager, Katano Factory, Construction Materials Division</p> <p>April 2005 General Manager, Administration Department, Construction Materials Division</p> <p>April 2009 General Manager, Engineering Headquarters, Construction Materials Division</p> <p>April 2011 Executive Officer and General Manager, Plastic Products Division, Industrial Construction Materials Business Headquarters</p> <p>June 2017 Director, in charge of industrial materials business, and Technology Development Division</p> <p>April 2018 Director, in charge of industrial materials business, Technology Development Division, and logistics</p> <p>June 2018 Director & Senior Executive Officer, in charge of industrial materials business, Technology Development Division, and logistics (to present)</p> <p>Reasons for selection as a candidate for Director Mr. Kikumoto has a wealth of work experience in the industrial materials business segment, and since assuming office of Director in June 2017, he has contributed significantly to the development of the industrial materials business segment and Technology Development Division. Since April 2018, he has newly been in charge of logistics in addition to the to the industrial materials business segment and Technology Development Division, and contributed to the Group’s management. The Company nominates him as a candidate for Director since it believes that he can continue to contribute to the Group’s management based on his experience, achievements and a high degree of insight related to the areas he is in charge of and management.</p>	3,788 shares
6	Nobuhiro Otsuki (November 13, 1949)	<p>April 1972 Joined Inabata & Co., Ltd.</p> <p>July 1987 President, Inabata Singapore (Pte.) Ltd.</p> <p>June 1996 Director and General Manager, Overseas Headquarters, Inabata & Co., Ltd.</p> <p>June 2000 Managing Director</p> <p>June 2003 Director & Managing Executive Officer</p> <p>June 2008 Representative Director & Managing Executive Officer</p> <p>June 2010 Representative Director & Senior Managing Executive Officer</p> <p>January 2017 Advisor, NIPPO CO., LTD. (to present)</p> <p>June 2019 Outside Director, the Company (to present)</p> <p>Reasons for selection as a candidate for Outside Director Mr. Otsuki has served in prominent positions in the areas of synthetic resin, information electronics, chemicals, etc., including Director of a specialized trading company at which he expanded the areas of business to include overseas market and other realms. The Company nominates him as a candidate for Outside Director since it believes that, based on his achievements, he can provide advice to the management from an objective standpoint independent from the management team, that will contribute to the Group’s management as a whole, especially the “enhancement of the management structure and ensurance of diversity” and the “reinforcement of corporate governance” of the Company.</p>	121 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	Keiko Kondo (January 5, 1963)	<p>April 1985 Assistant to Professor, Kyushu University Faculty of Law</p> <p>April 2009 Chief Organizer, Cooperative Research Association, Nagoya Institute of Technology</p> <p>April 2011 Visiting Professor, Center for Collaborative Research and Development, Nagoya Institute of Technology</p> <p>September 2012 Visiting Researcher, University of Oxford</p> <p>April 2015 Matching Planner and Manager Promoting Industry-academia-government Collaboration, Japan Science and Technology Agency</p> <p>April 2018 Coordinator for Industry/Academia Collaboration, Academic Research Support Center, Meijo University (to present)</p> <p>June 2019 Outside Director, the Company (to present)</p> <p>Reasons for selection as a candidate for Outside Director Ms. Kondo has multifaceted and professional insight into industry-academia-government collaboration activities which she cultivated throughout her experience serving as the Head of Secretariat of a university research institute, visiting professor, and Matching Planner and nano-tech manager at Japan Science and Technology Agency. She is also well versed in global affairs including the state of overseas researchers, based on a wealth of her experience overseas. The Company nominates her as a candidate for Outside Director since it believes that she can continue to contribute to the Group's management, as her external perspective based on her achievements is valuable for the Group's management as a whole, especially the "promotion of diversity" and the promotion of "industry-academia-government collaboration activities," and as she has been providing advice to the management from an objective standpoint independent from the management team as an external expert. Although she has never been directly involved in corporate management, the Company believes that she can appropriately execute her duties as Outside Director based on the above reasons.</p>	121 shares
8	* Akitoshi Oda (July 24, 1961)	<p>April 1984 Joined the Company</p> <p>April 2005 General Manager, Business Planning Division, Planning Headquarters</p> <p>October 2006 General Manager, Technology Management Department, Technology Development Headquarters</p> <p>July 2012 General Manager, Human Resource Development Department</p> <p>July 2014 General Manager, Human Resource Department</p> <p>July 2016 General Manager, Corporate Planning Division</p> <p>June 2017 Executive Officer and General Manager, Corporate Planning Division</p> <p>April 2019 Senior Executive officer, in charge of finance and corporate planning; General Manager, Corporate Planning Division</p> <p>April 2020 Senior Executive officer, in charge of finance and corporate planning (to present)</p> <p>Reasons for selection as a candidate for Director Since joining the Company, Mr. Oda has worked in areas such as sales, business strategies, technology planning, human resources, and human resource development, and therefore has a wide range of knowledge. He has contributed significantly to the Group's development as Executive Officer since June 2017, and as Senior Executive officer in charge of operations related to management planning, management control, and finance since April 2019. The Company nominates him as a candidate for Director since it believes that he can contribute to the Group's management based on his experience, achievements and a high degree of insight related to the areas he is in charge of and management.</p>	575 shares

Notes:

1. Candidate with an asterisk (*) by his name is newly elected candidate for Director.
2. There are no special interests between the Company and each of the candidates for Director.
3. Each of the candidates for Director is determined by resolution of the Board of Directors' meeting based on the opinions of the Nomination and Remuneration Advisory Committee, chaired by an Outside Director.

4. Mr. Nobuhiro Otsuki and Ms. Keiko Kondo are candidates for Outside Director. In addition, Mr. Nobuhiro Otsuki and Ms. Keiko Kondo currently serve as Outside Directors of the Company, and their term of office as Outside Director will be one (1) year, respectively, at the conclusion of this Annual General Meeting of Shareholders.
5. The Company has entered into a liability limitation agreement with Mr. Nobuhiro Otsuki and Ms. Keiko Kondo based on Article 29 of the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act to limit the liability for damages provided in Article 423, Paragraph 1 of the Act. If the re-election of each candidate is approved, the Company plans to continue the said agreement. The amount of liability for damages under such agreements shall be limited to the amount stipulated in Article 425, Paragraph 1, Item 1 (3) of the Act.
6. The Company has registered Mr. Nobuhiro Otsuki and Ms. Keiko Kondo as independent directors as stipulated in the rules of the Tokyo Stock Exchange. If the re-election of each candidate as Outside Director is approved, the Company will continue to report them to the said Exchange as independent directors.
7. The number of shares of the Company held by the candidates includes their shareholdings in Kurimoto Officers' Shareholding Association.

Proposal No. 3 Election of One (1) Substitute Audit & Supervisory Board Member

The election of substitute Audit & Supervisory Board Member Mr. Hideyo Akamatsu will lose its effect at the start of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of one (1) substitute Audit & Supervisory Board Member in order to prepare for cases where the number of Audit & Supervisory Board Members falls below that stipulated by laws and regulations.

Prior consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for substitute Audit & Supervisory Board Member is as follows.

Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
Hideyo Akamatsu (February 6, 1949)	November 1973 Joined Nishihyogo Shinkin Bank November 1977 Joined Shinwa Audit Corporation (currently KPMG AZSA LLC) November 1982 Established Akamatsu Certified Public Accountant Office January 2000 Participated in the establishment of Shinmei Audit Corporation November 2001 Representative Partner (to present) June 2013 Outside Audit & Supervisory Board Member, the Company June 2017 Retired from the position of Outside Audit & Supervisory Board Member Reasons for selection as a candidate for substitute Audit & Supervisory Board Member Mr. Akamatsu has accounting knowledge and a wealth of experience cultivated from working as a certified public accountant. The Company nominates him as a candidate for substitute Outside Audit & Supervisory Board Member since it believes that he can provide objective advice on the Group's management as a whole from an independent and neutral standpoint. Although he has never been directly involved in corporate management, the Company believes that he can appropriately execute his duties as Outside Audit & Supervisory Board Member based on the above reasons.	0 shares

Notes:

1. There are no special interests between the candidate for substitute Audit & Supervisory Board Member and the Company.
2. Mr. Hideyo Akamatsu is a candidate for substitute Outside Audit & Supervisory Board Member.
3. If Mr. Hideyo Akamatsu is elected as Outside Audit & Supervisory Board Member, the Company plans to enter into a liability limitation agreement with him based on Article 39 of the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act to limit the liability for damages provided in Article 423, Paragraph 1 of the Act to the amount stipulated in Article 425, Paragraph 1, Item 1 (3) of the Act.
4. Mr. Hideyo Akamatsu satisfies the requirements for an independent auditor as stipulated in the rules of the Tokyo Stock Exchange. If he assumes the office of Outside Audit & Supervisory Board Member, the Company plans to notify him as independent auditor to the said Exchange.