

Note: This document is an English Translation of the “Notice of the 6th Ordinary General Meeting of Shareholders (Dai-6-ki Teiji Kabunushi Sokai Shoshu Go-Tsuchi),” and prepared solely for the convenience of shareholders who are non-Japanese speakers. In the event of any discrepancy between this translated document and the Japanese original document, the Japanese original text shall prevail. UACJ Corporation does not guarantee the accuracy and/or the completeness of the translation and shall have no liability for any errors or omissions therein.

(Securities Code: 5741)

May 31, 2019

Dear shareholders:

Miyuki Ishihara, Member of the Board President  
**UACJ Corporation**  
1-7-2 Otemachi, Chiyoda-ku, Tokyo

## Notice of the 6th Ordinary General Meeting of Shareholders

- 1. Date and Time:** Thursday, June 20, 2019, at 10:00 a.m. (JST)
- 2. Venue:** 3rd Floor, Tokyo Sankei Building (Rooms 301-303, Otemachi Sankei Plaza)  
1-7-2 Otemachi, Chiyoda-ku, Tokyo

### 3. Purpose of the Meeting

#### Matters to be reported:

1. Reports on Business Report, Consolidated Financial Statements, and Report on Audit Results of Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 6th fiscal term (from April 1, 2018 to March 31, 2019)
2. Reports on Non-consolidated Financial Statements for the 6th fiscal term (from April 1, 2018 to March 31, 2019)

#### Matters to be resolved:

- Proposal No. 1**      Dividends of Surplus  
**Proposal No. 2**      Election of Twelve (12) Directors

If you are unable to attend the meeting in person, you may exercise your voting rights via electronic means, such as the internet, or by mail. Please review the “Reference Documents for the General Meeting of Shareholders” attached to this notice, and make sure that your votes are submitted no later than 5:45 p.m. on Wednesday, June 19, 2019 (JST).

### 4. Matters Related to the Exercise of Voting Rights

If you exercise your voting rights redundantly by voting via electronic means, such as the internet, and by mailing of the voting form, the electronic vote will be counted as the valid vote.

If you vote electronically, such as via the internet, multiple times, the last vote will be counted as the valid vote.

- A commemorative gift for the General Meeting of Shareholders has not been prepared. We ask for your understanding.
- If you attend the meeting in person, you are kindly requested to submit the enclosed voting form at the reception desk.
- The reception desk will be crowded immediately prior to the start of the meeting, so you are advised to arrive early (the reception will begin at 9:00 a.m.).
- If you require sign language interpretation or use of a wheelchair, please notify UACJ Corporation (the “Company”) in advance so that arrangements can be made (please call +81-3-6202-2601).
- Any modification or change that may be required in the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, or the Non-consolidated Financial Statements will be notified on the Company’s website. (<https://www.uacj.co.jp>)

## Reference Documents for the General Meeting of Shareholders

### Proposals and Reference Information

#### Proposal No. 1 Dividends of Surplus

The Company acknowledges that distribution of dividends is essential to rewarding shareholders. The Company determines dividends by taking into consideration comprehensive factors including trends in financial performance, investment to improve corporate value, securing funds for research and development to enhance competitiveness, and reinforcing the Company's financial standing, while the Company seeks stable and continuous dividend distribution as its basic policy.

The Company proposes to pay ¥60 per share as a year-end dividend for this fiscal term.

Matters related to the year-end dividends

1. Type of dividend property  
Cash
2. Matters concerning the allotment of dividend property to shareholders and total amount thereof  
¥60 per common share of the Company  
Total payment: ¥2,894,210,760
3. Effective date of dividends of surplus  
June 21, 2019

**Proposal No. 2** Election of Twelve (12) Directors

At the conclusion of this meeting, the terms of office of all twelve (12) Directors will expire. Therefore, the Company proposes the election of twelve (12) Directors based on the opinion from the Nomination and Remuneration Advisory Committee.

The candidates for Directors are as follows:

Candidate No.	Name	Current position and responsibilities in the Company	Notes
1	Miyuki Ishihara	Representative Director & President	Reelection
2	Takayoshi Nakano	Representative Director and Senior Managing Executive Officer In charge of related businesses	Reelection
3	Mizuho Taneoka	Representative Director and Senior Managing Executive Officer In charge of Chief Executive of Flat Rolled Products Division	Reelection
4	Kazuhisa Shibue	Director and Senior Managing Executive Officer In charge of Research & Development Division Director	Reelection
5	Kiyoshi Tanaka	Director and Managing Executive Officer	Reelection
6	Katsuyasu Niibori	Director and Managing Executive Officer	Reelection
7	Teruo Kawashima	Managing Executive Officer In charge of Finance and Accounting Department and Corporate Communication Department	New election
8	Akito Imaizumi	Director and Executive Officer In charge of Internal Auditing Department, Corporate Strategy Department, and UACJ Way Promotion Department	Reelection
9	Toshio Suzuki	Outside Director	Reelection Outside Independent
10	Ryoko Sugiyama	Outside Director	Reelection Outside Independent
11	Takahiro Ikeda	Outside Director	Reelection Outside Independent
12	Akio Sakumiya	Outside Director	Reelection Outside Independent

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company		Number of the Company's shares held
1	Miyuki Ishihara (July 9, 1957) Reelection  Tenure as Director 4 years Record of attendance at Board of Directors meetings 16 / 16	Apr. 1981 Oct. 2012 Oct. 2013 June 2015 Apr. 2017 Apr. 2018 June 2018	Joined Sumitomo Light Metal Industries, Ltd. Executive Officer Executive Officer of the Company Director and Executive Officer Director and Managing Executive Officer Director Representative Director & President (current position)	3,541 shares
	<p>[Reasons for nomination as a candidate for Director] As Representative Director and President of the Company, Mr. Ishihara has exercised strong leadership and exhibited outstanding business execution capabilities in his management of the Company and the Group. Along with the extensive experience in the Company's business, he has accurately identified complex events from a broad standpoint and has made appropriate judgment. Consequently, the Company has determined that he is qualified to continue serving as Director and nominates him as a candidate for Director.</p>			
2	Takayoshi Nakano (May 11, 1955) Reelection  Tenure as Director 9 years Record of attendance at Board of Directors meetings 16 / 16	Apr. 1978 Apr. 2004 June 2009 June 2010 June 2012 June 2013 Apr. 2015 June 2018	Joined Nippon Steel Corporation (currently NIPPON STEEL CORPORATION) General Manager of European Office Advisor of the Company Director Managing Director Director and Managing Executive Officer Director and Senior Managing Executive Officer Representative Director and Senior Managing Executive Officer (current position) Significant concurrent positions outside the Company President of Tri-Arrows Aluminum Holding Inc.	6,100 shares
	<p>[Reasons for nomination as a candidate for Director] Mr. Nakano has long been active in planning division and overseas business division operations and has exercised strong leadership in the global development, including M&amp;As, of the Company and the Group as Representative Director and Senior Managing Executive Officer. He has been in charge of related businesses since April 2019. Along with the extensive experience described above, he has identified the core management issues and has led the strategy formulation. Consequently, the Company has determined that he is qualified to continue serving as Director and nominates him as a candidate for Director.</p>			
3	Mizuho Taneoka (May 24, 1956) Reelection  Tenure as Director 2 years Record of attendance at Board of Directors meetings 16 / 16	Apr. 1980 Sept. 2010 Oct. 2012 Oct. 2013 Apr. 2017 June 2017 Apr. 2018 June 2018	Joined Sumitomo Corporation Joined Sumitomo Light Metal Industries, Ltd. Executive Officer Executive Officer of the Company Managing Executive Officer Director and Managing Executive Officer Director and Senior Managing Executive Officer Representative Director and Senior Managing Executive Officer (current position)	4,042 shares
	<p>[Reasons for nomination as a candidate for Director] Mr. Taneoka has long been active in sales division operations and has exercised strong leadership in business operations of the Company and the Group as Representative Director and Senior Managing Executive Officer and Chief Executive of the Flat Rolled Products Division since June 2018. Along with the extensive experience described above, he has encouraged innovative measures addressing management issues and has promoted the transformation. Consequently, the Company has determined that he is qualified to continue serving as Director and nominates him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company		Number of the Company's shares held
4	Kazuhisa Shibue (August 10, 1955) Reelection  Tenure as Director 5 years Record of attendance at Board of Directors meetings 16 / 16	Apr. 1980 Apr. 2010 Oct. 2013 June 2014 Apr. 2017	Joined Sumitomo Light Metal Industries, Ltd. Executive Officer Managing Executive Officer of the Company Director and Managing Executive Officer Director and Senior Managing Executive Officer (current position)	6,845 shares
	<p>[Reasons for nomination as a candidate for Director] Mr. Shibue has long been active in R&amp;D division operations and has exercised strong leadership in developing new technologies and products. He was appointed Director, Senior Managing Executive Officer and Chief Executive of the Research and Development Division in April 2018. Along with the extensive experience described above, he has made appropriate judgment about management issues with calmness and boldness. Consequently, the Company has determined that he is qualified to continue serving as Director and nominates him as a candidate for Director.</p>			
5	Kiyoshi Tanaka (May 5, 1958) Reelection  Tenure as Director 9 years Record of attendance at Board of Directors meetings 16 / 16	Apr. 1981 June 2010 June 2013	Joined Furukawa Electric Co., Ltd. Director of the Company Director and Managing Executive Officer (current position)  Significant concurrent positions outside the Company President and Member of the Board of UACJ Extrusion Corporation	3,800 shares
	<p>[Reasons for nomination as a candidate for Director] Mr. Tanaka has long been active in sales division operations and has exercised strong leadership in establishing the global sales structure of the Company and the Group as Director and Managing Executive Officer since June 2013. Along with the extensive experience described above, he has committed himself to delivering on management strategies and achieving goals, and has achieved results of them. Consequently, the Company has determined that he is qualified to continue serving as Director and nominates him as a candidate for Director.</p>			
6	Katsuyasu Niibori (August 9, 1958) Reelection  Tenure as Director 2 years Record of attendance at Board of Directors meetings 12 / 12 (After his appointment as Director)	Apr. 1982 June 2007  June 2012  June 2013  Apr. 2017 June 2018	Joined Furukawa Electric Co., Ltd. General Manager of Planning Department of the Company Director and Deputy General Manager of Sales and Marketing Division and General Manager of Global Sales & Marketing Department Executive Officer and General Manager of Integration Promotion Department Managing Executive Officer Director and Managing Executive Officer (current position)  Significant concurrent positions outside the Company Member of the Board, President & CEO of UACJ Foil Corporation	3,400 shares
	<p>[Reasons for nomination as a candidate for Director] Mr. Niibori has long been active in sales division and planning division operations, and has exercised strong leadership in establishing the global sales structure of the Company and the Group, as well as in formulating and promoting management plans. He was appointed Director and Managing Executive Officer in June 2018. Along with the extensive experience described above, he has led the organization by cultivating the environment that allows employees to utilize their different talents and involving surrounding people with his unifying force. Consequently, the Company has determined that he is qualified to continue serving as Director and nominates him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company		Number of the Company's shares held
7	Teruo Kawashima (December 21, 1959) New election	Apr. 1982	Joined Sumitomo Light Metal Industries, Ltd.	2,773 shares
		Apr. 2007	General Manager of Finance and Accounting Department	
		Apr. 2013	Executive Officer and Vice Chief Executive of Corporate Administrative Division	
		Oct. 2013	Executive Officer of the Company	
		Apr. 2019	Managing Executive Officer (current position)	
		Significant concurrent positions outside the Company CEO of UACJ North America Inc.		
	[Reasons for nomination as a candidate for Director] Mr. Kawashima has long been active in accounting and finance division operations and has exercised strong leadership in overseeing financial strategies of the Company and the Group. Since April 2019, he has been in charge of the Accounting Department and the Corporate Communication Department as Managing Executive Officer. Along with the extensive experience described above, he has effectively identified core businesses issues, and based on performances that he has brought changes by creative thinking, the Company has determined that he is qualified to serve as a Director and nominates him as a candidate for Director.			
8	Akito Imaizumi (October 24, 1960) Reelection  Tenure as Director 1 year Record of attendance at Board of Directors meetings 12 / 12 (After his appointment as Director)	Apr. 1983	Joined Sumitomo Light Metal Industries, Ltd.	2,125 shares
		Sept. 2012	General Manager of Planning & Control Department, Corporate Administrative Division	
		Oct. 2013	General Manager of Corporate Planning Department of the Company	
		Apr. 2014	Executive Officer and General Manager of Corporate Planning Department	
		June 2018	Director and Executive Officer (current position)	
	[Reasons for nomination as a candidate for Director] Mr. Imaizumi has long been active in accounting and planning division operations and has exercised strong leadership in formulating and promoting management plans for the Company and the Group. Since April 2019, he has been in charge of the Internal Auditing Department, Corporate Strategy Department, and UACJ Way Promotion Department. Along with the extensive experience described above, he has flexibly and appropriately addressed issues even in difficult situations. Consequently, the Company has determined that he is qualified to continue serve as Director and nominates him as a candidate for Director.			
9	Toshio Suzuki (May 19, 1947) Reelection Outside Independent  Tenure as Director 5 years and 9 months Record of attendance at Board of Directors meetings 16 / 16	Apr. 1988	Assistant Professor of University of Tokyo	1,600 shares
		June 1994	Professor	
		Apr. 1995	Professor of Graduate School	
		Mar. 2012	Retired from University of Tokyo	
		June 2012	Professor Emeritus of University of Tokyo (current position)	
		Oct. 2013	Outside Director of the Company (current position)	
	[Reasons for nomination as a candidate for outside Director] Mr. Suzuki does not have corporate managerial experience, but since his appointment as Director, he has provided valuable advice regarding the Company's overall management from an objective perspective based on extensive academic experience as a professor emeritus, and has fulfilled its supervisory function appropriately through the Board of Directors. The Company has determined that he is qualified to continue serving as outside Director and nominates him as a candidate for outside Director. Furthermore, the Company has judged that Mr. Suzuki is independent from the Company and there would be no possibility of a conflict of interest with general shareholders.			

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
10	<p>Ryoko Sugiyama (July 27, 1955) Reelection Outside Independent</p> <p>Tenure as Director 4 years Record of attendance at Board of Directors meetings 13/16</p>	<p>May 1996 Established Sugiyama &amp; Kurihara Environmental Consultants, Inc., Representative Director</p> <p>Dec. 1997 Director of Gifu Shimbun</p> <p>Dec. 1999 Director of Gifu Broadcasting System, Inc. (current position)</p> <p>Aug. 2007 Director of Sugiyama &amp; Kurihara Environmental Consultants, Inc. (current position)</p> <p>Dec. 2009 Owner of Gifu Shimbun</p> <p>Apr. 2010 Professor, Fuji Tokoha University (currently Tokoha University) Faculty of Social and Environmental Studies (resigned in March 2017)</p> <p>June 2010 Outside Director of Lecip Holdings Corporation</p> <p>May 2014 Owner, Director and Chairman of Gifu Shimbun</p> <p>June 2015 Outside Director of the Company (current position)</p> <p>Jan. 2016 Representative Director of non-government incorporated foundation (currently public interest incorporated foundation) Gifu Sugiyama Memorial Foundation (current position)</p> <p>June 2016 Outside Director and Audit &amp; Supervisory Committee Member of Lecip Holdings Corporation (current position)</p> <p>June 2017 Outside Director of Kurita Water Industries Ltd. (current position)</p> <p>Dec. 2018 Owner and Representative Director of Gifu Shimbun (current position)</p> <p>Significant concurrent positions outside the Company Owner and Representative Director of Gifu Shimbun Representative Director of public interest incorporated foundation Gifu Sugiyama Memorial Foundation Outside Director and Audit &amp; Supervisory Committee Member of Lecip Holdings Corporation Outside Director of Kurita Water Industries Ltd.</p>	1,100 shares
<p>[Reasons for nomination as a candidate for outside Director] Since appointment as Director, Ms. Sugiyama has provided valuable advice regarding the Company's overall management based on extensive academic experience as a university professor and experience as a director involved in corporate management, and has fulfilled its supervisory function appropriately through the Board of Directors. The Company has determined that she is qualified to continue serving as outside Director and nominates her as a candidate for outside Director. Furthermore, the amounts of transactions with Gifu Shimbun, public interest incorporated foundation Gifu Sugiyama Memorial Foundation, Lecip Holdings Corporation, and Kurita Water Industries Ltd. (collectively, the "Concurrent Entities") are less than 0.1% of total consolidated sales of the Company and of the Concurrent Entities, respectively. For that reason, neither of the Concurrent Entities falls upon the specified associated service provider, and therefore, the Company has judged that Ms. Sugiyama is independent from the Company and there would be no possibility of a conflict of interest with general shareholders.</p>			

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
11	<p>Takahiro Ikeda (July 9, 1951) Reelection Outside Independent</p> <p>Tenure as Director 1 year Record of attendance at Board of Directors meetings 12 / 12 (After his appointment as Director)</p>	<p>Apr. 1975      Joined Mitsubishi Chemical Industries Limited (currently Mitsubishi Chemical Corporation)</p> <p>Apr. 2006      Executive Officer and Deputy Division General Manager of Polymer Division of Mitsubishi Chemical Corporation (currently Mitsubishi Chemical Corporation)</p> <p>Apr. 2007      Executive Officer and General Manager of Chemical Division</p> <p>July 2008      Director and President of Dia Chemical Co., Ltd.</p> <p>June 2010      Managing Executive Officer of Mitsubishi Rayon Co., Ltd. (currently Mitsubishi Chemical Corporation)</p> <p>Apr. 2013      Director of the Board and Managing Executive Officer</p> <p>Mar. 2015      Advisor (resigned in March 2016)</p> <p>Apr. 2016      Executive Advisor of ITOCHU CHEMICAL FRONTIER Corporation (resigned in March 2018)</p> <p>May 2017      Representative Director of TI Associate Co., Ltd. (current position)</p> <p>June 2018      Outside Director of the Company (current position)</p> <p>Significant concurrent positions outside the Company Representative Director of TI Associate Co., Ltd.</p>	300 shares
<p>[Reasons for nomination as a candidate for outside Director] Mr. Ikeda has served as a director of a major chemical manufacturer, has gained extensive experience through his involvement in the management of said company as well as the management of the group companies of said company. The Company has determined that he continues to be qualified to fulfill its supervisory function appropriately through the Board of Directors, in addition to utilizing his extensive perspectives on management that have been acquired over the course of his career and providing valuable advice regarding the Company's overall management, and nominates him as a candidate for outside Director. Furthermore, the amounts of transactions with Mitsubishi Chemical Corporation, ITOCHU CHEMICAL FRONTIER Corporation, and TI Associate Co., Ltd. (collectively, the "Concurrent Entities") are less than 0.2% of total consolidated sales of the Company and of the Concurrent Entities, respectively. For that reason, neither of the Concurrent Entities falls upon the specified associated service provider, and therefore, the Company has judged that Mr. Ikeda is independent from the Company and there would be no possibility of a conflict of interest with general shareholders.</p>			



Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
12	Akio Sakumiya (September 10, 1952) Reelection Outside Independent  Tenure as Director 1 year Record of attendance at Board of Directors meetings 10 / 12 (After his appointment as Director)	Apr. 1975      Joined Tateisi Electronics Manufacturing Company (currently OMRON Corporation) June 2003      Executive Officer, General Manager of Amusement Equipment Business Division of OMRON Corporation, and President and CEO of OMRON Ichinomiya Co., Ltd. (currently OMRON AMUSEMENT CO., Ltd.) Apr. 2009      Executive Officer, Company President of Electronic Components Business Company of OMRON Corporation June 2010      Managing Executive Officer, Company President of Electronic and Mechanical Components Company June 2011      Senior Managing Director June 2014      Director and Executive Vice President (resigned June 2017) Mar. 2018      Outside Audit & Supervisory Board Member of Asahi Glass Co., Ltd. (currently AGC Inc.) (current position) June 2018      Outside Director of the Company (current position) Significant concurrent positions outside the Company Outside Audit & Supervisory Board Member of AGC Inc.	100 shares
<p>[Reasons for nomination as a candidate for outside Director]</p> <p>Mr. Sakumiya has served as a director and executive vice president of a major electronic components manufacturer, has gained extensive experience and knowledge in corporate governance through his involvement in the management of said company and the group companies of said company, as well as through serving as a committee member and vice chairperson of various advisory committees relating to human resources and remuneration for directors and like of said company. The Company has determined that he continues to be qualified to fulfill its supervisory function appropriately through the Board of Directors, in addition to providing valuable advice regarding the Company's overall management, and nominates him as a candidate for outside Director. Furthermore, the amounts of transactions with OMRON Corporation and AGC Inc. (collectively, the "Concurrent Entities") are less than 0.1% of total consolidated sales of the Company and of the Concurrent Entities, respectively. For that reason, neither of the Concurrent Entities falls upon the specified associated service provider, and therefore, the Company has judged that Mr. Sakumiya is independent from the Company and there would be no possibility of a conflict of interest with general shareholders.</p>			

- Notes:
1. There are no special interests between any of the candidates and the Company.
  2. Matters regarding candidates for outside Director
    - (1) Mr. Toshio Suzuki, Ms. Ryoko Sugiyama, Mr. Takahiro Ikeda and Mr. Akio Sakumiya are candidates for outside Director.
    - (2) The Company has provided notice to the Tokyo Stock Exchange for appointing Mr. Toshio Suzuki, Ms. Ryoko Sugiyama, Mr. Takahiro Ikeda and Mr. Akio Sakumiya as independent directors of the Company. If re-elected, they will remain independent directors.
    - (3) Mr. Toshio Suzuki, Ms. Ryoko Sugiyama, Mr. Takahiro Ikeda and Mr. Akio Sakumiya are currently outside Directors of the Company. At the conclusion of this meeting, their tenures since assuming office as outside Directors will have been five years and nine months, four years, one year and one year, respectively.
    - (4) The Company has entered into limited liability agreements with Mr. Toshio Suzuki, Ms. Ryoko Sugiyama, Mr. Takahiro Ikeda and Mr. Akio Sakumiya pursuant to the Articles of Incorporation limiting their liability to pay compensation for damage to the total amount specified in Article 425, paragraph 1 of the Companies Act. If they are re-elected, the Company plans to maintain this agreement.