

Securities Code: 6929  
March 8, 2021

Nippon Ceramic Co., Ltd.  
176-17, Hirooka, Tottori-shi, Tottori, Japan  
Shinichi Taniguchi, President and CEO

## Notice of the 46th Ordinary General Meeting of Shareholders

Dear shareholders,

We hereby give notice that the 46th Ordinary General Meeting of Shareholders shall be convened as outlined below.

Rather than attending in person, shareholders can exercise their voting rights in writing. We request you to review the attached Reference Documents for the General Meeting of Shareholders and indicate your agreement or disagreement with the proposals on the enclosed voting card. Please return this card to ensure it arrives no later than 3:00 pm on Thursday, March 25, 2021.

### Details

**1. Time & Date:**

Friday, March 26, 2021, 10:00 a.m., Japan time. (Registration begins at 9:00 a.m.)

**2. Venue:** Torigin Cultural Hall (Tottori Prefectural Culture Hall), Conference Room 2  
101-5, Shotokucho, Tottori-shi, Tottori, Japan

**3. Purposes:**

**Items to Be Reported:**

1. Business Report, Consolidated Financial Statements, and Auditing Reports of Accounting Auditor and Audit & Supervisory Committee for Consolidated Financial Statements, for the 46th fiscal year (January 1 to December 31, 2020)
2. Financial statements for the 46th fiscal year (January 1 to December 31, 2020)

**Matters to Be Voted On:**

Proposal: Election of three (3) Directors (excluding Directors who are Members of the Audit and Supervisory Committee)

Notes:

\*Among the documents that are to be attached to this notice, the following have not been included because these have been posted on the Company's website, which is listed below, in accordance with legal statutes and with the provisions of Article 18 of the Company's Articles of Incorporation. Therefore, the documents attached to this notice constitute only part of the audited Consolidated Financial Statements and Business Report prepared by the Audit and Supervisory Board for the internal audit report and part of the audited Consolidated Financial Statements and other financial documents prepared by the Independent Auditor for the Independent Auditor's Report.

- Company structure and policy in the Business Report
- Consolidated Statement of Changes in Shareholders' Equity in the Consolidated Financial Statements and Notes to the Consolidated Financial Statements
- Statement of Changes in Shareholders' Equity in the Non-Consolidated Financial Statements and Notes to the Non-Consolidated Financial Statements

\*Attendees are requested to hand over the attached voting card at the conference hall registration desk.

\*In the event that the reference materials for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, or the Financial Documents are revised, such revisions shall be posted on the website below.

<Requests to shareholders who attend>

- Souvenirs and beverages will not be provided this year in order to reduce the risk of infection. In addition, the briefing session after the General Meeting of Shareholders will be cancelled this year. Your cooperation is appreciated.
- The seats in the venue will be set apart from each other to enable social distancing. As a result, there will be fewer seats available this year compared to previous years. Please note that admission may be restricted.
- Your temperature will be checked at the entrance to the venue with a thermal imaging camera. If you feel unwell, for instance, if you have a temperature of 37.5 degrees or higher, you may be asked to refrain from entering the venue.
- Please wear a mask and use the alcohol-based hand sanitizer provided at the venue.
- Company officers and staff who attend the general meeting of shareholders will all wear masks.
- If there is any major change in the arrangements for the General Meeting of Shareholders due to future circumstances, this will be announced on the website below.

Company's website (<https://www.nicera.co.jp/>).

## Reference Materials for the General Meeting of Shareholders

### Proposal : Election of three (3) Directors (excluding Directors who are Members of the Audit and Supervisory Committee)

At the close of this General Meeting of Shareholders, the terms of office three (3) Directors (excluding Directors who are Members of the Audit and Supervisory Committee) will expire. Therefore, we propose the appointment of three (3) Directors (excluding Directors who are Members of the Audit and Supervisory Committee). Moreover, with respect to this proposal, we have received the approval of all of the Director candidates from the Audit and Supervisory Committee.

The candidates for Director (excluding Directors who are Members of the Audit and Supervisory Committee) position are as follows:

Candi-date number	Name (Date of birth)	Background, positions and responsibilities, and major concurrent positions	Number of Company shares owned
1	<b>Shinichi Taniguchi</b> (February 26, 1973) [Reappointment]	July 1996      Joined the Company  March 2002    Director of the Company  April 2002     Concurrently, Executive Officer of the Company (Current position)  January 2003   General Manager, Shanghai Nicera Sensor Co., Ltd.  March 2006     Senior Managing Director of the Company  March 2009     Representative Director of the Company (Current position)  April 2011      Concurrently, Head of the General Affairs Department of the Company (Current position)  February 2012   Concurrently, Head of the Corporate Planning Division of the Company  February 2014   President and CEO of the Company (Current position)  <b>[Other major concurrent positions]</b> President and CEO, Taniguchi Kosan Co., Ltd. President and CEO, Nicera Kosan Co., Ltd. Chairperson, Kunshan Nicera Electrical Appliance Co., Ltd.	455,225 shares
<b>[Reasons for Nomination]</b> Mr. Shinichi Taniguchi has a wealth of experience in all areas of the Company, including production, development, sales, and overseas operations. He has led the Company as Representative Director since 2009, during which he guided the Group's management team and worked diligently to develop the Group's business. We nominate him as a candidate for reelection as Director because his wealth of experience and knowledge is deemed to be essential to the sustained improvement of the corporate value of Company.			

Candi-date number	Name (Date of birth)	Background, positions and responsibilities, and major concurrent positions	Number of Company shares owned
2	<b>Eiki Fujiwara</b> (November 18, 1961) [Reappointment]	June 1992      Joined the Company	1,000 shares
		April 2000      General Manager, Technology Group, Module Department	
April 2007      Executive Officer in charge of the Module Department of the Company			
March 2016      Concurrently, Director and Executive Officer of the Company (Current positions)			
January 2017      Head of the Module Department, Infrared Sensor Department, MEMS Research Department, and Module and Infrared Sensor Sales Management Department of the Company			
July 2018      Head of the Infrared Sensor Department of the Company (Current positions)			
<p><b>[Reasons for Nomination]</b> Mr. Eiki Fujiwara, as the head of the Infrared Sensor Department and Module and IR sensor sales department has been contributing to the growth of the Company's sales and profits through his work in research and development. We nominate him as a candidate for reelection as Director because his wealth of experience and knowledge is deemed to be essential to the sustained improvement of the corporate value of Company.</p>			
3	<b>Haruko Kawasaki</b> (November 8, 1964) [Reappointment]	April 1987      Joined San-in Godo Bank	461,125 shares
		March 2013      Director of the Company (Current position)	
January 2014      Resigned from San-in Godo Bank			
March 2019      Head of the Corporate Planning Division of the Company(Current position)			
<p><b>[Reasons for Nomination]</b> Ms. Haruko Kawasaki has long experience working for a financial institution and possesses considerable knowledge of finance and accounting. We nominate her as a candidate for reelection as Director because her wealth of experience and knowledge is deemed to be essential to the sustained improvement of the corporate value of Company</p>			

Note: There are no conflicts of interest between the Company and any of the candidates.