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(Securities code: 7517)
June 4, 2015

To All Shareholders

Koichi Hosokawa, President
KURODA ELECTRIC Co., Ltd.
4-11-3, Kikawa-higashi,
Yodogawa-ku, Osaka, Japan

NOTICE OF THE 80th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 80th Ordinary General Meeting of Shareholders of the Company. The meeting will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights by either of the following methods. Please review the REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS in the following pages and exercise your voting rights by no later than 5:30 p.m. on Thursday, June 25, 2015.

[Voting by mail]

Please indicate your votes for or against the proposals on the enclosed Voting Rights Exercise Form and return the form by mail by the delivery deadline (the above date and time).

[Voting via the Internet]

Please enter your votes for or against the proposals after reading the “Guidance on the Exercise of Voting Rights via the Internet” (written in Japanese).

- 1. Date and Time** June 26, 2015 (Friday) at 10:00 a.m.
- 2. Place** Meeting room, 5th floor, Head Office of the Company
4-11-3, Kikawa-higashi, Yodogawa-ku, Osaka, Japan
- 3. Agenda of the Meeting**
Matters to be reported:
 1. Business Report and Consolidated Financial Statements for the 80th Fiscal year (from April 1, 2014 to March 31, 2015) and results of audits by the Accounting Auditor and the Audit Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the 80th Fiscal year (from April 1, 2014 to March 31, 2015)

Proposals to be resolved:

Proposal No. 1: Election of Six Directors

Proposal No. 2: Election of One Substitute Outside Director

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- Notes: 1. Shareholders attending the meeting are requested to hand in the Voting Rights Exercise Form at the reception desk of the meeting venue.
2. Shareholders are also requested to bring this Notice when attending the meeting for the purpose of saving paper resources.
3. Subsequent amendments to the REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS and the Attached Documents, if any, will be listed on the Company's website (<http://www.kuroda-electric.co.jp>).

REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS

Proposal and references

Proposal No. 1: Election of Six Directors

All of the Directors of the Company (6 persons) will complete their term of office at the closing of this General Meeting of Shareholders. Consequently, the Company proposes the election of six Directors, including three Outside Directors, based on the determination of the Nominating Committee of the Company.

No.	Name (Date of birth)	Career summary, position, assignment and significant office(s) concurrently held	Number of shares of the Company held
1	Takashi Kaneko (June 7, 1947)	<p>March 1970 Joined the Company</p> <p>June 1999 Director of the Company</p> <p>April 2001 Director, Managing Executive Officer of the Company</p> <p>April 2003 Director and Chief Executive Officer, KURODA TECHNO CO., LTD.</p> <p>April 2004 Director and Managing Operating Officer in charge of legal / intellectual property and general affairs of Administration Department of the Company</p> <p>October 2005 Director, Managing Operating Officer, and General Manager of Administration Department of the Company</p> <p>April 2006 Director and Senior Managing Operating Officer of the Company</p> <p>June 2006 Director, Representative Executive Officer, and Senior Vice President of the Company</p> <p>June 2007 Director, President and Chief Executive Officer of the Company</p> <p>April 2014 Director, Chairman and Chief Executive Officer of the Company (to present)</p>	26,842shares

No.	Name (Date of birth)	Career summary, position, assignment and significant office(s) concurrently held	Number of shares of the Company held
2	Nobuyuki Kuroda (January 13, 1950)	<p>April 1972 Joined the Company</p> <p>April 2003 Operating Officer in charge of general affairs of Administration Department of the Company</p> <p>April 2006 Operating Officer and General Manager of Logistics Department of the Company</p> <p>June 2006 Director, Executive Officer, General Manager of Logistics, and Deputy General Manager of Administration Department of the Company</p> <p>April 2007 Director, Executive Officer, and General Manager of Administration Department of the Company</p> <p>June 2007 Director, Managing Executive Officer, and General Manager of Administration Department of the Company</p> <p>April 2009 Director, Managing Executive Officer, and Chief Officer of Administration Departments of the Company</p> <p>June 2009 Director, Senior Managing Executive Officer, and Chief Officer of Administration Departments of the Company</p> <p>April 2014 Director of the Company (to present)</p>	20,717 shares
3	Koichi Hosokawa (May 5, 1957)	<p>April 1981 Joined the Company</p> <p>June 2007 Executive Officer and Deputy General Manager of Fifth Sales Department of the Company</p> <p>October 2009 Executive Officer in charge of China and Asia of the Company</p> <p>April 2010 Executive Officer, General Manager of Overseas Business Department, and General Manager of Global Strategic Office of the Company</p> <p>April 2011 Executive Officer, General Manager of Management Planning Office, and General Manager of Global Strategic Office of the Company</p> <p>April 2012 Managing Executive Officer, Chief Officer of Overseas Departments, and General Manager of Global Strategic Office of the Company</p> <p>April 2014 President and Chief Operating Officer of the Company</p> <p>June 2014 Director, President and Chief Operating Officer of the Company (to present)</p>	11,561 shares

No.	Name (Date of birth)	Career summary, position, assignment and significant office(s) concurrently held	Number of shares of the Company held
4	Kunio Tsuneyama (November 5, 1947)	<p>October 1973 Joined Tsuji Audit Corporation (subsequently MISUZU Audit Corporation)</p> <p>September 1980 Joined Musashi Audit Corporation (currently Ernst & Young ShinNihon LLC)</p> <p>March 1982 Established Tsuneyama Certified Public Accountant Office Assumed office as President, Tsuneyama Certified Public Accountant Office (to present)</p> <p>April 1988 Established Tsuneyama Kunio Certified Public Tax Accountant Office Assumed office as President, Tsuneyama Kunio Certified Public Tax Accountant Office</p> <p>October 2005 Assumed office as Supervising Officer, TOP REIT, Inc. (to present)</p> <p>March 2012 Established Certified Public Tax Accountant Corporation Tsuneyama Sogo Accounting Office Assumed office as Partner, Certified Public Tax Accountant Corporation Tsuneyama Sogo Accounting Office (to present)</p> <p>June 2012 Director of the Company (to present)</p>	—
5	Shigetoshi Okada (April 16, 1950)	<p>April 1975 Joined Honda Motor Co., Ltd.</p> <p>October 1995 General Manager of Quality Development Division of Honda of the U.K. Manufacturing Ltd.</p> <p>June 1999 General Manager of Quality Assurance Office, Parts Operations of Honda Motor Co., Ltd.</p> <p>March 2002 Retired from Honda Motor Co., Ltd.</p> <p>April 2002 Joined Nissin Kogyo Co., Ltd.</p> <p>June 2002 Director of Nissin Kogyo Co., Ltd.</p> <p>April 2006 Director and Managing Officer for Production Operations and Regional Operations (Eastern Asia) of Nissin Kogyo Co., Ltd.</p> <p>April 2007 Director and Senior Managing Officer for Business Management Operations and Regional Operations (U.S. and Europe) of Nissin Kogyo Co., Ltd.</p> <p>June 2009 Retired as Director and assumed office as an Advisor of Nissin Kogyo Co., Ltd.</p> <p>April 2010 Retired from Nissin Kogyo Co., Ltd.</p> <p>June 2013 Director of the Company (to present)</p>	—

No.	Name (Date of birth)	Career summary, position, assignment and significant office(s) concurrently held	Number of shares of the Company held
6	<u>Newly appointed</u> Atsushi Yamashita (March 5, 1958)	<p>April 1988 Registered as an attorney at law (Daini Tokyo Bar Association)</p> <p>April 1988 Joined Nishi, Tanaka & Takahashi</p> <p>January 1997 Partner, Nishi, Tanaka & Takahashi</p> <p>May 2001 Joined Tanaka & Akita (currently Clifford Chance Law Office), Partner</p> <p>May 2011 Joined K&L Gates LLC, Partner</p> <p>October 2014 Joined Sonderhoff & Einsel Law and Patent Office, Partner (to present)</p>	—

- Notes: 1. Newly appointed indicates a candidate to be posted as a Director of the Company for the first time.
2. No conflict of interest exists between the Company and the above candidates for Directors.
3. Mr. Kunio Tsuneyama, Mr. Shigetoshi Okada, and Mr. Atsushi Yamashita are the candidates for Outside Directors stipulated in Article 2, Paragraph 3, Item 7 of Ordinance for Enforcement of the Companies Act.
- (1) Mr. Kunio Tsuneyama, a candidate for Director, has expertise as a supervising officer of an investment corporation, is closely acquainted with affairs in corporate accounting and finance as a certified public accountant and certified tax accountant, has considerable knowledge and experience with respect thereto, and has adequate expertise in finance and accounting. In light of his past and current activities in and outside the Company, we judge that he can engage in the supervision of management from an independent standpoint as a supervisor of business execution in the Company. Consequently, we nominate him as a candidate for Outside Director. In accordance with the designation required by the Tokyo Stock Exchange, the Company has filed with TSE a notification on an independent officer to certify that Mr. Kunio Tsuneyama is an independent officer subject to no possible conflicts of interest with general shareholders. His current term of office as Outside Director will reach three years at the closing of this General Meeting of Shareholders.

- (2) Mr. Shigetoshi Okada, a candidate for Director, has abundant experience and considerable knowledge as a corporate businessperson. In light of his past and current activities in and outside the Company, we judge that he can engage in the supervision of management from an independent standpoint as a supervisor of business execution in the Company. Consequently, we nominate him as a candidate for Outside Director.

In accordance with the designation required by the Tokyo Stock Exchange, the Company plans to file with TSE a notification on an independent officer to certify that Mr. Shigetoshi Okada is an independent officer subject to no possible conflicts of interest with general shareholders.

His current term of office as Outside Director will reach two years at the closing of this General Meeting of Shareholders.

- (3) Mr. Atsushi Yamashita, a candidate for Director, is closely acquainted with affairs in corporate law as an attorney at law and has considerable knowledge and experience with respect thereto. In light of his past and current activities in and outside the Company, we judge that he can engage in the supervision of management from a standpoint independent from the business executives of the Company. Consequently, we nominate him as a candidate for Outside Director.

In accordance with the designation required by the Tokyo Stock Exchange, the Company plans to file with TSE a notification on an independent officer to certify that Mr. Atsushi Yamashita is an independent officer subject to no possible conflicts of interest with general shareholders.

Proposal No. 2: Election of One Substitute Outside Director

To prepare for the contingency where the number of outside auditors falls below the required number stipulated by laws and ordinances, the Company proposes the election of one Substitute Outside Director, an officer to stand ready as a substitute for Mr. Kunio Tsuneyama, Mr. Shigetoshi Okada, or Mr. Atsushi Yamashita, subject to the approval of Proposal No. 1 as proposed.

This proposal is based on the determination of the Nominating Committee of the Company.

The candidate for Substitute Outside Director is as follows:

Name (Date of birth)	Career summary and significant office(s) concurrently held	Number of shares of the Company held
Teruo Saito (April 21, 1959)	April 1983 Joined Dai Nippon Printing Co., Ltd. April 1992 Registered as an attorney at law (Tokyo Bar Association) April 1992 Joined Matsuo and Kosugi October 2000 Joined Coudert Brothers Law Firm October 2001 Admitted to the New York State Bar November 2002 Joined Dorsey & Witney Tokyo / Kyo Sogo Law Offices November 2004 Joined City-Yuwa Partners, Partner May 2007 Retired from City-Yuwa Partners June 2007 Joined General Electric International Inc., Senior Legal Counsel January 2009 Joined Shinsei Bank, Limited, General Manager of Legal Division June 2012 Retired from Shinsei Bank, Limited April 2013 Professor of Meiji University Law School (to present)	—

- Notes: 1. No conflict of interest exists between the Company and Mr. Teruo Saito.
2. Mr. Teruo Saito is qualified as a candidate for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act.
3. Mr. Teruo Saito is closely acquainted with affairs in corporate law as an attorney at law and has considerable knowledge and experience with respect thereto. Based on this, we judge that he can engage in the supervision of management from an independent standpoint as a supervisor of business execution in the Company. Consequently, we nominate him as a candidate for Substitute Outside Director.