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Securities Code: 1976

June 8, 2017

To our shareholders:

Toshiteru Otani
President and Representative Director
MEISEI INDUSTRIAL CO., LTD.
1-8-5 Kyomachibori, Nishi-ku, Osaka

Notice of the 75th Annual General Meeting of Shareholders

You are cordially invited to attend the 75th Annual General Meeting of Shareholders of MEISEI INDUSTRIAL CO., LTD. (the “Company”) to be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing. In that case, please review the Reference Documents for General Meeting of Shareholders as stated hereafter, complete the enclosed voting form by indicating your vote of approval or disapproval for each proposal, and return it by mail so that it reaches us by 5:00 p.m. on Wednesday, June 28, 2017 (JST).

- 1. Date and Time:** Thursday, June 29, 2017, at 10:00 a.m. (JST)
- 2. Venue:** ABC Room, Kitahama Forum (3rd floor of Osaka Securities Exchange Building)
1-8-16 Kitahama, Chuo-ku, Osaka, Japan

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report, the Consolidated Financial Statements, and report on the result of the audit by the Financial Auditor and Audit and Supervisory Committee on the Consolidated Financial Statements for the 75th term (April 1, 2016 to March 31, 2017)
2. Report on the Non-consolidated Financial Statements for the 75th term (April 1, 2016 to March 31, 2017)

Matters to be resolved:

- | | |
|-----------------------|--|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Eight Directors (Excluding Directors Who Are Audit and Supervisory Committee Members) |
| Proposal No. 3 | Election of Four Directors Who Are Audit and Supervisory Committee Members |
| Proposal No. 4 | Payment of Retirement Benefits For a Retiring Director (Director Who Is Not an Audit and Supervisory Committee Member) |

If you are attending the meeting in person, please submit the enclosed voting form to the receptionist at the meeting. Should there be any corrections to the Reference Documents for General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, or the Non-consolidated Financial Statements, we will give a notice either in writing by mail or by posting such notice on the Company’s website (<http://www.meisei-kogyo.co.jp>).

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company regards the return of profit to its shareholders as one of the important management policies, maintains a basic principle of paying dividends on a continual and stable basis, and makes a comprehensive judgment as to the appropriation of surplus by taking into consideration, among others, its business performance, financial condition and other data. The internal reserves are to be effectively utilized as part of the management resources of the Company in anticipation of business development in future, for such purposes as strengthening financial conditions and making investments to growing businesses that will enhance the corporate value of the Company, thereby enhancing capital efficiency.

In light of the aforementioned policies, the Company proposes the year-end dividends and other appropriation of surplus for the 75th fiscal year, as follows:

1. Year-end dividends
 - (1) Type of dividend property
Cash
 - (2) Allotment of dividend property and their aggregate amount
¥8 per common share of the Company, totaling ¥414,500,408
As the Company has already paid the interim dividend of ¥6 per share, the annual dividend for the current fiscal year will be ¥14 per share.
 - (3) Effective date of dividends of surplus
June 30, 2017
2. Other appropriation of surplus
 - (1) Item of surplus to be increased and amount of increase
General reserve: ¥2,500,000,000
 - (2) Item of surplus to be decreased and amount of decrease
Retained earnings brought forward: ¥2,500,000,000

Proposal No. 2 Election of Eight Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office of each of the seven Directors (excluding Directors who are also Audit and Supervisory Committee Members, the same applies hereinafter in this proposal) namely, Toshiteru Otani, Shigeru Asakura, Hiroshi Inda, Hideyuki Hayashi, Kiminori Yamashita, Noboru Ozaki and Ikuo Kimata will expire at the conclusion of this meeting, and Noboru Ozaki will retire upon such expiry. Therefore the Company proposes the reelection of the six Directors and an election of two new Directors, totaling eight Directors. Moreover, this proposal has been considered by the Audit and Supervisory Committee, but they have expressed no opinion.

The candidates for Director are as follows:

| Candidate No. | Name (Date of Birth) | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | Number of the Company's shares owned |
|---------------|--------------------------------------|---|--------------------------------------|
| 1 | Toshiteru Otani (January 1, 1945) | <p>Mar. 1968 Joined the Company</p> <p>June 1991 Director, Division Manager of Business Administration Division, and Department Manager of Environment Control Department</p> <p>Sept. 1991 Director Representative Director of MEISEI INTERNATIONAL PTE. LTD.</p> <p>Apr. 1995 Director, Head of Tokyo Branch, and Department Manager of Tokyo Sales Department of the Company</p> <p>Apr. 1997 Director and Division Manager of Tokyo Division</p> <p>Dec. 1999 Director, General Manager of Sales Business Unit, and Division Manager of Sales Division</p> <p>Apr. 2000 Managing Director, in charge of supervising General Administration Department and Finance Department, and responsible for Quality Control Department and Audit Office</p> <p>June 2001 President and Representative Director (current position)</p> | 148,527 shares |

| Candidate No. | Name (Date of Birth) | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | Number of the Company's shares owned |
|---------------|-------------------------------------|--|--------------------------------------|
| 2 | Shigeru Asakura (March 7, 1948) | <p>Mar. 1970 Joined the Company</p> <p>June 2001 Director, Division Manager of Sales Division, and in charge of Quality Control Department</p> <p>Apr. 2007 Director, Division Manager of Sales Division, in charge of Procurement Department, and Project Director of Tangguh Project</p> <p>June 2009 Director, Senior Executive Officer, Division Manager of Sales Division, and in charge of Environment Operations Division</p> <p>June 2011 Director, Senior Executive Officer, Division Manager of Construction Division, Department Manager of Procurement Department, in charge of Hamamatsu Factory and Procurement Department, Project Director of PNG Project, and Project Director of Nigeria Project</p> <p>June 2013 Managing Director, Senior Executive Officer, Division Manager of Branch Administration Division and Procurement Department, Project Director of PNG Project, and Project Director of Nigeria Project</p> <p>Apr. 2015 Managing Director, Senior Executive Officer, Division Manager of Branch Administration Division and Procurement Department (current position)</p> <p><Significant concurrent positions outside the Company> Director of NIPPON KEICAL LIMITED</p> | 53,606 shares |
| 3 | Hiroshi Inda (December 21, 1950) | <p>June 1974 Joined the Company</p> <p>Apr. 2003 Department Manager of Finance Department</p> <p>June 2005 Director, Department Manager of Finance Department, and in charge of General Administration Department and Affiliated Companies</p> <p>June 2009 Director, Executive Officer, Department Manager of Finance Department, and in charge of General Administration Department and Affiliated Companies</p> <p>June 2014 Director, Senior Executive Officer, Department Manager of Finance Department, and in charge of General Administration Department and Affiliated Companies</p> <p>Apr. 2017 Director, Senior Executive Officer, and in charge of Finance Department, General Administration Department and Affiliated Companies (current position)</p> <p><Significant concurrent positions outside the Company> Representative Director of PT. MEISEI INDONESIA Representative Director of MEISEI INTERNATIONAL CO., LTD. Director of Meisei Kenko Co., Ltd. Director of MEISEI INTERNATIONAL PTE. LTD.</p> | 42,797 shares |

| Candidate No. | Name (Date of Birth) | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | Number of the Company's shares owned |
|---------------|--|---|--------------------------------------|
| 4 | Hideyuki Hayashi (March 6, 1955) | <p>Sept. 1980 Joined the Company</p> <p>Apr. 2006 Department Manager of Osaka Engineering Department</p> <p>June 2013 Director, Executive Officer, Division Manager of Engineering Division, and in charge of Environment Operations Division and Quality & Safety Control Department</p> <p>Apr. 2017 Director, Executive Officer, Division Manager of Engineering Division, Department Manager of Tokyo Engineering Department, and in charge of Environment Operations Division and Quality & Safety Control Department (current position)</p> | 10,100 shares |
| 5 | Kiminori Yamashita (August 25, 1952) | <p>Mar. 1971 Joined the Company</p> <p>Apr. 2009 Branch Manager of Kinki & Chubu Branch</p> <p>June 2011 Executive Officer, Branch Manager of Kinki & Chubu Branch</p> <p>June 2015 Director, Executive Officer, Deputy Division Manager of Branch Administration Division, and Branch Manager of Kinki & Chubu Branch</p> <p>Apr. 2017 Director, Executive Officer, Deputy Division Manager of Branch Administration Division (current position)</p> <p><Significant concurrent positions outside the Company> Director of NIPPON KEICAL LIMITED</p> | 16,400 shares |
| 6 | Ikuo Kimata (March 1, 1955) | <p>Mar. 1973 Joined the Company</p> <p>Apr. 1993 Manager of Toyama Sales Office of Kinki & Chubu Branch of Osaka Affiliate</p> <p>Apr. 1997 Manager of Nagoya Sales Office of Kinki & Chubu Branch of Osaka Division</p> <p>Apr. 2012 Temporary assignment to Meisei Kenko Co., Ltd. (Representative Director)</p> <p>June 2016 Director, Executive Officer, Division Manager of Construction Division, and in charge of Hamamatsu Factory (current position)</p> <p><Significant concurrent positions outside the Company> Director of Meisei Kenko Co., Ltd.</p> | 2,261 shares |
| 7 | * Yoshimasa Noshi (April 25, 1953) | <p>Mar. 1976 Joined the Company</p> <p>Nov. 2004 Branch Manager of Chugoku & Shikoku Branch</p> <p>June 2007 Director, Division Manager of Branch Administration Division</p> <p>June 2009 Director, Executive Officer, Division Manager of Branch Administration Division</p> <p>June 2013 Executive Officer, Project Manager of Cryogenic Carriers</p> <p>Aug. 2015 Executive Officer, Project Manager of Cryogenic Carriers, Department Manager of Cryogenic Carriers Engineering (current position)</p> | 16,000 shares |

| Candidate No. | Name (Date of Birth) | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | Number of the Company's shares owned |
|---------------|---|--|--------------------------------------|
| 8 | * Motoshi Shinohara (July 24, 1963) | <p>Mar. 1986 Joined the Company</p> <p>July 2007 Branch Manager of Chugoku & Shikoku Branch</p> <p>Aug. 2008 Deputy Department Manager of Sales Development Department, and Deputy Department Manager of Procurement Department</p> <p>Apr. 2011 General Manager of Environmental Operation Division and Department Manager of Environment Department</p> <p>June 2013 Executive Officer, Division Manager of Environment Operations Division and Department Manager of Environment Department (current position)</p> | 8,000 shares |

- Notes:
1. New candidates are indicated by an asterisk (*).
 2. There is no special interest between any of the candidates and the Company.

Proposal No. 3 Election of Four Directors Who Are Audit and Supervisory Committee Members

The term of office of each of the four Directors who are Audit and Supervisory Committee Members namely, Kenji Kouda, Kyoichi Uemura, Hideyuki Yoshitake and Mikio Mishina will expire at the conclusion of this meeting, therefore the Company proposes the election of the four Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

Candidates for the role of Director who is an Audit and Supervisory Committee Member are as follows:

| Candidate No. | Name (Date of Birth) | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | Number of the Company's shares owned |
|---------------|------------------------------------|--|--------------------------------------|
| 1 | Kenji Kouda (February 5, 1952) | Mar. 1974 Joined the Company Dec. 2002 Manager of Toyama Sales Office of Chubu Branch Apr. 2008 Manager of Matsuyama Sales Office of Chugoku & Shikoku Branch June 2012 Full-time Audit & Supervisory Board Member June 2015 Director (Full-time Audit and Supervisory Committee Member) (current position) <Significant concurrent positions outside the Company> Auditor, Yoshimine Co., Ltd. Auditor, Meisei Kenko Co., Ltd. | 7,964 shares |
| 2 | Kyoichi Uemura (March 29, 1940) | Apr. 1970 Registered and commencement of Certified Public Accountant Business Aug. 1970 Registered and commencement of Certified Tax Accountant Business Opened and Director of Certified Public Accountant, Certified Tax Accountant Kyoichi Uemura Office (current position) June 1995 Audit & Supervisory Board Member of the Company July 2007 Representative of Osaka Audit Corporation July 2009 Representative of Seiko Audit Corporation (current position) June 2015 Outside Director (Audit & Supervisory Committee Member) of the Company (current position) <Significant concurrent positions outside the Company> Director of Certified Public Accountant, Certified Tax Accountant Kyoichi Uemura Office Representative of Seiko Audit Corporation Outside Audit & Supervisory Board Member of Asakawagumi Co., Ltd. | 0 shares |

| Candidate No. | Name (Date of Birth) | Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company | Number of the Company's shares owned |
|---------------|--|---|--------------------------------------|
| 3 | Hideyuki Yoshitake (November 1, 1936) | <p>Apr. 1955 Hired by Osaka National Taxation Bureau, National Taxation Bureau</p> <p>July 1994 District Director, Minami Tax Office</p> <p>July 1995 Retired from above</p> <p>Sept. 1995 Registered and commencement of Tax Accounting Business</p> <p>Opened and Director of Yoshitake Tax Accounting Office (current position)</p> <p>June 1997 Audit & Supervisory Board Member of the Company</p> <p>June 2015 Outside Director (Audit and Supervisory Committee Member) of the Company (current position)</p> <p><Significant concurrent positions outside the Company></p> <p>Director of Yoshitake Tax Accounting Office</p> <p>Outside Audit & Supervisory Board Member of HI-LEX CORPORATION</p> | 0 shares |
| 4 | Mikio Mishina (August 15, 1950) | <p>Apr. 1974 Joined The Daiwa Bank, Ltd. (Current Resona Bank, Limited)</p> <p>May 2000 Doujima Branch Manager</p> <p>June 2003 Full-time Managing Audit & Supervisory Board Member of KEYENCE CORPORATION</p> <p>July 2005 Director and Primary school principal, Shijonawate Gakuen</p> <p>Sept. 2009 Assistant to President of Namitei Co., Ltd.</p> <p>June 2015 Outside Director (Audit and Supervisory Committee Member) of the Company (current position)</p> | 0 shares |

- Notes:
- There is no special interest between any of the candidates and the Company.
 - Kyoichi Uemura, Hideyuki Yoshitake and Mikio Mishina are candidates for Outside Directors.
 - Reasons why they are candidates for Outside Director and reasons why it was judged that they are capable of appropriately fulfilling duties as Outside Directors
None of the candidates for Outside Director have been involved in the management of the company directly, but both Kyoichi Uemura and Hideyuki Yoshitake have extensive knowledge on finance and accounting as certified public accountants and tax accountants, and Mikio Mishina has extensive insight in addition to his many years of extensive experience in financial institutions. Judging from the viewpoint of legality and validity, we have decided that they are capable of appropriately fulfilling duties as Outside Directors regarding our business execution, and the Company asks for their reelection.
 - Number of years since taking office as a Director who is an Audit and Supervisory Committee Member
Kyoichi Uemura, Hideyuki Yoshitake and Mikio Mishina are currently Outside Directors who are Audit and Supervisory Committee Members of the Company, and at the conclusion of this meeting, their tenure will have been two years. In addition, Koichi Uemura and Hideyuki Yoshitake have been officers who were not executives (Corporate Auditors) of the Company in the past.
 - Summary of details of limited liability agreement
Pursuant to Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Kyoichi Uemura, Hideyuki Yoshitake and Mikio Mishina, to limit their liability for damages under Article 423, paragraph 1 of the Companies Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph 1 of the Companies Act. If the reelection of them is approved, the Company plans to continue the aforementioned agreements with them.
 - The Company has submitted notification to the Financial Instruments Exchange that Kyoichi Uemura, Hideyuki Yoshitake and Mikio Mishina have been designated as independent officers as provided for by the aforementioned exchange. If the reelection of each Director is approved, the Company plans for their designation as independent officers to continue.

Proposal No. 4 Payment of Retirement Benefits For a Retiring Director (Director Who Is Not an Audit and Supervisory Committee Member)

Noboru Ozaki, who has been serving as Director (Director who is not an Audit and Supervisory Committee Member) will retire from his office at the conclusion of this meeting. The Company proposes to pay him, as have been the precedent, a reasonable amount of retirement benefits based on the standards set by the Company in appreciation of his service rendered to the Company. The Company also proposes that the actual amount, time frame, methods and other matters related to the payment be left to the discretion of the Board of Directors.

Career summary of the retiring Director is as follows:

| Name | Career summary |
|--------------|--|
| Noboru Ozaki | June 2015 Director of the Company (current position) |