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(Stock Exchange Code 4095)
June 11, 2021

To Shareholders with Voting Rights:

Kazuichi Satomi
Chairman
Nihon Parkerizing Co., Ltd.
1-15-1 Nihonbashi, Chuo-ku, Tokyo

NOTICE OF CONVOCATION OF THE 136th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

We are pleased to notify you that the 136th Annual General Meeting of Shareholders of Nihon Parkerizing Co., Ltd. (the "Company") will be held for the purposes described below.

You may exercise your voting rights in writing by mailing the Voting Rights Exercise Form, or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights, no later than 5:15 p.m. Japan time on June 28, 2021.

- 1. Date and Time:** Tuesday, June 29, 2021 at 10:00 a.m. Japan time (Reception opens at 9:00 a.m.)
- 2. Place:** Conference room on the 2nd floor of the Parker Building located at 1-15-1, Nihonbashi, Chuo-ku, Tokyo, Japan
- 3. Agenda:**
 - Matters to be reported:**
 1. The Business Report, Consolidated Financial Statements for the Company's 136th Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 136th Fiscal Year (April 1, 2020 - March 31, 2021)

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of 6 Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)
- Proposal No. 3:** Election of 2 Directors Who Serve as Audit and Supervisory Committee Members
- Proposal No. 4:** Election of 1 Substitute Director Who Serves as Audit and Supervisory Committee Member

- * When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- * Of the documents to be provided along with this Notice of the General Meeting of Shareholders, Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements are posted on the Company's website (<https://www.parker.co.jp/>) on the Internet, in accordance with provisions of laws and regulations as well as Article 16 of the Company's Articles of Incorporation and therefore are not included in the attachments to this Notice.

The attachments to this Notice of the General Meeting of Shareholders and the documents posted on the above website are the documents audited by the Audit and Supervisory Committee and the Accounting Auditor when preparing the Audit Report and Independent Auditor's Report, respectively.

- * Any revisions to the Reference Documents for the General Meeting of Shareholders or their attachments will be posted on the Company's website (<https://www.parker.co.jp/>) on the Internet.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The Company deems returning profits to shareholders as one of its important management issues, and it determines the distribution of profits by comprehensively considering performance trends, payout ratio, and the level of internal reserves necessary for future business development.

We will strive to meet our shareholders' expectations by continuing to pay stable dividends with consideration for future business development and revenue levels, aiming for a consolidated dividend payout ratio of around 25%.

Based on the dividend policy described above, we plan to appropriate surplus in the fiscal year under review as follows.

To further enhance the return of profits to shareholders, we propose to pay a year-end dividend for the fiscal year under review of 14 yen per share described below. As a result, the annual dividend including the interim dividend will be 26 yen per share, a 2-yen increase from the previous fiscal year.

1. Items concerning year-end dividend

(1) Type of dividend property

Cash

(2) Items concerning allocation of dividend property to shareholders and the total amount thereof

14 yen per share of common stock in the Company

Total amount: 1,683,505,670 yen

(3) Effective date of appropriation of surplus

June 30, 2021

2. Matters concerning appropriation of surplus

(1) Items of surplus to be increased and the amount thereof

General reserve: 5,100,000,000 yen

(2) Items of surplus to be decreased and the amount thereof

Retained earnings brought forward: 5,100,000,000 yen

Proposal No. 2: Election of 6 Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)

The terms of office of all 6 Directors (excluding Directors who serve as Audit and Supervisory Committee Members) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of 6 Directors (excluding Directors who serve as Audit and Supervisory Committee Members) is proposed.

The candidates for Directors (excluding Directors who serve as Audit and Supervisory Committee Members) are as follows.

No.	Name	Position in the Company and areas of responsibility	Attendance at the Board of Directors meetings
1	Reappointment Kazuichi Satomi	Chairman	100% (12/12)
2	Reappointment Mitsuru Matsumoto	President	100% (12/12)
3	Reappointment Hiroyasu Tamura	Director and General Manager of Administration Div.	100% (12/12)
4	Reappointment Masayuki Yoshida	Director and General Manager of Technical Div./Central Research Laboratories	100% (12/12)
5	Reappointment Shimako Emori	<u>Outside</u> <u>Independent</u> Outside Director (Independent officer)	100% (12/12)
6	Reappointment Tatsuya Mori	<u>Outside</u> <u>Independent</u> Outside Director (Independent officer)	100% (12/12)

- (Notes)
1. There are no special conflicts of interest between the candidates and the Company.
 2. Ms. Shimako Emori and Mr. Tatsuya Mori are candidates for Outside Directors. The Company has designated them as independent officers as stipulated under the regulations of Tokyo Stock Exchange, Inc., and registered them as such at the exchange. If their elections are approved, the Company intends to continue their designation as independent officers.
 3. Ms. Shimako Emori and Mr. Tatsuya Mori are currently serving as Outside Directors of the Company. They will have held the position thereof for two years at the conclusion of this year's Annual General Meeting of Shareholders.
 4. Pursuant to Article 427, Paragraph 1 of the Companies Act and the provisions of the Articles of Incorporation of the Company, the Company has entered into limited liability agreements with Ms. Shimako Emori and Mr. Tatsuya Mori to limit their liability for damages prescribed under Article 423, Paragraph 1 of the Companies Act. If their election is approved, the Company intends to continue the said agreements with them.
 5. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, to insure all Directors of the Company. The insurance contract covers damages that may be incurred by the insured Directors as a result of assuming liability for the execution of their duties or receiving claims related to the pursuit of such liability. If each candidate is reappointed, he or she will be included as the insured. In addition, the Company plans to renew the said insurance contract with the same contents at the time of the next renewal.

No.	Name (Date of birth)	Past experience, position in the Company, areas of responsibility and significant concurrent positions	Number of shares of the Company held
1	Kazuichi Satomi (December 8, 1947) <u>Reappointment</u>	April 1985 Joined the Company	438,866
		July 1987 Director of the Company	
		January 2000 Managing Director of the Company	
June 2003 Senior Managing Director of the Company			
June 2005 Vice President of the Company			
April 2011 President of the Company			
		June 2017 Chairman of the Company (to present)	
		Attendance at the Board of Directors meetings	100% (12/12)
		[Reason for nomination as candidate for Director] Mr. Kazuichi Satomi has led overall management of the Company for many years since taking office as Director in 1987. We have deemed that he is an appropriate person to continue supervising the execution of business and enhance the corporate value of the Company, based on these experiences and achievements. Therefore, we nominate him as a candidate for Director.	
2	Mitsuru Matsumoto (July 9, 1947) <u>Reappointment</u>	April 1974 Joined NIPPON STEEL CORPORATION (currently NIPPON STEEL CORPORATION)	4,000
		September 1997 Joined Nippon Steel Information and Communication Systems Inc. (currently NS Solutions Corporation)	
		March 2004 Joined Nittetsu Hitachi Systems Engineering, Inc.	
April 2005 Deputy General Manager of Sales Administration Div. of Nittetsu Hitachi Systems Engineering, Inc.			
May 2013 Retired from Nittetsu Hitachi Systems Engineering, Inc.			
June 2017 Outside Director (Audit and Supervisory Committee Member) of the Company			
		June 2020 President of the Company (to present)	
		Attendance at the Board of Directors meetings	100% (12/12)
		[Reason for nomination as candidate for Director] Mr. Mitsuru Matsumoto has made efforts to improve the corporate governance and compliance structure as an Audit and Supervisory Committee Member of the Company. Since assuming office as President in June 2020, he has led overall management. We have deemed that he is an appropriate person to continue supervising the execution of business and enhance the corporate value of the Company, based on these experiences and achievements. Therefore, we nominate him as a candidate for Director.	
3	Hiroyasu Tamura (June 5, 1960) <u>Reappointment</u>	April 1983 Joined the Company	17,900
		December 2009 General Manager of Accounting Dept. of the Company	
		June 2015 Director and General Manager of Administration Div. of the Company (to present)	
		Attendance at the Board of Directors meetings	100% (12/12)
		[Reason for nomination as candidate for Director] Mr. Hiroyasu Tamura has a wealth of business experience in the finance and accounting fields, and oversees the Administration Division. We have deemed that he is an appropriate person to continue to take charge of management of the Company, based on these experiences and achievements. Therefore, we nominate him as a candidate for Director.	

No.	Name (Date of birth)	Past experience, position in the Company, areas of responsibility and significant concurrent positions		Number of shares of the Company held
4	Masayuki Yoshida (August 9, 1962) <u>Reappointment</u>	April 1987	Joined the Company	3,766
		April 2012	General Manager of First Research Center, Central Research Laboratories of the Company	
		June 2013	President of PARKER SURFACE TECHNOLOGIES (SHANGHAI) CO., LTD.	
June 2017	Director and General Manager of Central Research Laboratories of the Company			
April 2018	Director and General Manager of Technical Div./Central Research Laboratories of the Company (to present)			
Attendance at the Board of Directors meetings		100% (12/12)		
[Reason for nomination as candidate for Director] Mr. Masayuki Yoshida has extensive expertise and advanced insight into technological development in the chemicals business, and is overseeing the Technical Division. We have deemed that he is an appropriate person to continue to take charge of management of the Company, based on these experiences and achievements. Therefore, we nominate him as a candidate for Director.				
5	Shimako Emori (October 28, 1965) <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	October 2002	Registered as Attorney-at-law	0
		September 2004	Registered as Patent Attorney	
		March 2009	Established Ocean Law Offices (to present)	
April 2009	Associate Professor of Komazawa University Law School			
April 2017	Professor of Komazawa University Law School			
June 2019	Outside Director of the Company (to present)			
Attendance at the Board of Directors meetings		100% (12/12)		
[Reason for nomination as candidate for Outside Director and a summary of expected roles] Ms. Shimako Emori has expertise and a wealth of experience as an attorney-at-law. We expect her to continue to provide appropriate advice for strengthening the supervisory functions against the Board of Directors and compliance structure. Therefore, we nominate her as a candidate for Outside Director.				
6	Tatsuya Mori (March 25, 1968) <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	December 2002	Joined Aozora Bank, Ltd.	0
		July 2006	Joined Japan Asia Investment Company, Limited	
		May 2010	Joined New Horizon Capital Co., Ltd.	
November 2012	Established Office-Prifiss (to present)			
June 2019	Outside Director of the Company (to present)			
Attendance at the Board of Directors meetings		100% (12/12)		
[Reason for nomination as candidate for Outside Director and a summary of expected roles] Mr. Tatsuya Mori has a wealth of experience and extensive knowledge in corporate management gained through his involvement in the management of several business corporations as a management consultant. We expect him to continue to provide appropriate advice for strengthening the supervisory functions of the Board of Directors and corporate governance structure. Therefore, we nominate him as a candidate for Outside Director.				

Proposal No. 3: Election of 2 Directors Who Serve as Audit and Supervisory Committee Members

The terms of office of Mr. Masaharu Kubota and Mr. Koji Chika, Directors who serve as Audit and Supervisory Committee Members, will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of 2 Directors who serve as Audit and Supervisory Committee Members is proposed.

The approval of the Audit and Supervisory Committee has been obtained for this proposal.

The candidates for Directors who serve as Audit and Supervisory Committee Members are as follows.

No.	Name (Date of birth)	Past experience, position, areas of responsibility and significant concurrent positions		Number of shares of the Company held
1	Masaharu Kubota (May 20, 1958) <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	April 1989	Registered as Attorney-at-law Joined Daini Tokyo Bar Association	0
		April 1990	Chief of Jingumae Law Office (to present)	
		June 2019	Outside Director (Audit and Supervisory Committee Member) of the Company (to present)	
		Attendance at the Board of Directors meetings		
Attendance at the Audit and Supervisory Committee meetings		100% (14/14)		
[Reason for nomination as candidate for Outside Director who serves as Audit and Supervisory Committee Member and a summary of expected roles] Mr. Masaharu Kubota has expertise and a wealth of experience as an attorney-at-law. We expect him to continue to appropriately execute his duty as an Audit and Supervisory Committee Member from an independent standpoint. Although he has never been involved in corporate management directly, we nominate him as a candidate for Outside Director who serves as Audit and Supervisory Committee Member, based on the reasons stated above.				
2	Koji Chika (June 16, 1962) <u>Reappointment</u> <u>Outside</u> <u>Independent</u>	March 2013	Executive Officer and General Manager of Marketing Planning Dept. of Nippon Life Insurance Company	0
		March 2015	Executive Officer and Deputy General Manager of Customer Service Headquarters of Nippon Life Insurance Company	
		March 2017	Managing Executive Officer and General Manager of Head Office Osaka Corporate Marketing Dept. of Nippon Life Insurance Company	
		April 2019	Representative Director and Vice President of SEIWA BUSINESS LINK CO. LTD	
June 2019	Outside Director (Audit and Supervisory Committee Member) of the Company (to present)			
April 2020	Representative Director and President of SEIWA BUSINESS LINK CO. LTD (to present)			
Attendance at the Board of Directors meetings		100% (12/12)		
Attendance at the Audit and Supervisory Committee meetings		100% (14/14)		
[Reason for nomination as candidate for Outside Director who serves as Audit and Supervisory Committee Member and a summary of expected roles] Mr. Koji Chika has a wealth of experience and extensive knowledge in corporate management. We expect him to continue to appropriately execute his duty as an Audit and Supervisory Committee Member from an independent standpoint. Therefore, we nominate him as a candidate for Outside Director who serves as Audit and Supervisory Committee Member.				

(Notes) 1. There are no special conflicts of interest between the candidates and the Company.

- Mr. Masaharu Kubota and Mr. Koji Chika are candidates for Outside Directors. The Company has designated them as independent officers as stipulated under the regulations of Tokyo Stock Exchange, Inc., and registered them as such at the exchange. If their election is approved, the Company intends to continue their designation as independent officers.
- Pursuant to Article 427, Paragraph 1 of the Companies Act and the provisions of the Articles of Incorporation of the Company, the Company has entered into limited liability agreements with Mr. Masaharu Kubota and Mr. Koji Chika to limit their liability for damages prescribed under Article 423, Paragraph 1 of the Companies Act. If their election is approved, the Company intends to continue the said agreements with them.
- The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, to insure all Directors of the Company. The insurance contract covers damages that may be incurred by the insured Directors as a result of assuming liability for the execution of their duties or receiving claims related to the pursuit of such liability. If both Mr. Masaharu Kubota and Mr. Koji Chika are reappointed, they will be included as the insured. In addition, the Company plans to renew the said insurance contract with the same contents at the time of the next renewal.

Proposal No. 4: Election of 1 Substitute Director Who Serves as Audit and Supervisory Committee Member

In order to prepare for a contingency in which the number of Directors who serve as Audit and Supervisory Committee Members falls short of the requisite number stipulated by laws and regulations, the election of 1 substitute Director who serves as Audit and Supervisory Committee Member is proposed.

The approval of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for substitute Director who serves as Audit and Supervisory Committee Member is as follows.

Name (Date of birth)	Past experience, position, areas of responsibility and significant concurrent positions	Number of shares of the Company held
Shigetaka Hazeyama (February 4, 1974) <u>Outside</u> <u>Independent</u>	October 1997 Joined Chuo Audit Corporation April 2001 Registered as Certified public accountant January 2007 Established Hazeyama Certified Public Accountant Office (to present)	0
<p>[Reason for nomination as candidate for substitute Outside Director who serves as Audit and Supervisory Committee Member and a summary of expected roles]</p> <p>Mr. Shigetaka Hazeyama has extensive expertise and experience in finance and accounting as a certified public accountant, and we expect him to appropriately execute his duty as an Audit and Supervisory Committee Member. Although he has never been involved in corporate management directly, we nominate him as a candidate for substitute Outside Director who serves as Audit and Supervisory Committee Member, based on the reasons stated above.</p>		

- (Notes)
1. There are no special conflicts of interest between the candidate and the Company.
 2. Mr. Shigetaka Hazeyama is a candidate for substitute Outside Director who serves as Audit and Supervisory Committee Member.
 3. If Mr. Shigetaka Hazeyama assumes office as Director who serves as Audit and Supervisory Committee Member, the Company intends to register him as an independent officer with Tokyo Stock Exchange, Inc.
 4. If Mr. Shigetaka Hazeyama assumes office as Director who serves as Audit and Supervisory Committee Member, pursuant to Article 427, Paragraph 1 of the Companies Act and the provisions of the Articles of Incorporation of the Company, the Company intends to enter into a limited liability agreement with him to limit his liability for damages prescribed under Article 423, Paragraph 1 of the Companies Act.
 5. The Company has entered into a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, to insure all Directors of the Company. The insurance contract covers damages that may be incurred by the insured Directors as a result of assuming liability for the execution of their duties or receiving claims related to the pursuit of such liability. If Mr. Shigetaka Hazeyama assumes office as Director who serves as Audit and Supervisory Committee Member, he will be included as the insured. In addition, the Company plans to renew the said insurance contract with the same contents at the time of the next renewal.