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Stock Exchange Code 6590
June 6, 2022

To Shareholders with Voting Rights:

Keigo Imamura
Representative Director,
President and Chief Executive Officer
SHIBAURA MECHATRONICS CORPORATION
2-5-1, Kasama, Sakae-ku, Yokohama-shi, Kanagawa, Japan

**NOTICE OF
THE 113rd ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

The 113rd Annual General Meeting of Shareholders of SHIBAURA MECHATRONICS CORPORATION (the “Company”) will be held for the purposes as described below.

For this year’s General Meeting of Shareholders, in light of preventing the spread of COVID-19, the Company requests that shareholders exercise your voting rights in writing or via the Internet, etc. in advance as much as possible, and refrain from attending the General Meeting of Shareholders.

If you can exercise your voting rights in advance, please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights no later than 5:00 p.m. on Wednesday, June 22, 2022, Japan time.

1. Date and Time: Thursday, June 23, 2022 at 10:00 a.m. Japan time

2. Place: Conference room at the Company located at
2-5-1, Kasama, Sakae-ku, Yokohama-shi, Kanagawa, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 113rd Fiscal Year (April 1, 2021–March 31, 2022) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 113rd Fiscal Year (April 1, 2021–March 31, 2022)

Proposals to be resolved:

Proposal 1: Partial Amendments to the Articles of Incorporation

Proposal 2: Election of 6 Directors

Proposal 3: Payment of Bonuses to Officers

- ◎ **In the event that any modification is required of the Notice, it will be disclosed immediately on the Company's website (<https://www.shibaura.co.jp/>).**
- ◎ **Please note that details of the resolutions of this General Meeting of Shareholders will be posted on the above website after the meeting is concluded.**

At the 113rd Annual General Meeting of Shareholders, to prevent the spread of COVID-19, we would like to inform all shareholders of the following details. We appreciate the understanding and cooperation of our shareholders in this matter.

<Request to shareholders>

- For this year's General Meeting of Shareholders, in light of preventing the spread of infection, the Company requests once again that shareholders exercise your voting rights in writing or via the Internet, etc. as much as possible, and refrain from attending the General Meeting of Shareholders.

<Notices for attending the General Meeting>

- To ascertain the number of shareholders who will be attending in advance, **we request that shareholders who are attending, register on our website (<https://www.shibaura.co.jp/ir/general.html>) by 5:00 p.m. on Wednesday, June 22, 2022, Japan time.**
- Please bring and wear a face mask.
- Those who have symptoms of possible infection of COVID-19 (fever, cough, fatigue, difficulty in breathing, taste/smell disorder, etc.) within 7 days, or have been in close contact with someone with COVID-19, may be refused admission. We request that shareholders whom this is applicable to, report this information to the staff at the reception desk. Additionally, temperatures will be taken when entering the venue.
- The measures listed above may change depending on factors such as the status of the spread of infection leading up to the date of the General Meeting of Shareholders and the content of announcements by the Japanese government. Please check the information posted on our website following any relevant developments.

<Measures to prevent the spread of infection on the day of the meeting>

- Alcohol-based disinfectants will be available in various parts of the venue.
- Officers and organizing staff members of the Company will wear face masks during the meeting after their confirmation of own physical condition including taking their temperature.
- From the perspective of preventing the spread of infection and ensuring business continuity for the Company, there is a possibility that only some officers of the Company will be in attendance.
- We kindly ask for your understanding that we will not:
 - 1) arrange waiting rooms for shareholders and provide beverages
 - 2) hold social gathering with shareholders that was scheduled for after the meeting
 - 3) distribute souvenirs to our shareholders

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

The amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, the Articles of Incorporation of the Company shall be amended as follows.

- (1) The proposed Article 16, Paragraph 1 provides that information contained in the reference materials for the general meeting of shareholders, etc. shall be provided electronically.
- (2) The purpose of the proposed Article 16, Paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
- (3) The provisions related to the internet disclosure and deemed provision of the reference materials for the general meeting of shareholders, etc. (Article 16 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
- (4) In line with the above establishment and deletion of the provisions, supplementary provisions related to the effective date, etc. shall be established.

2. Details of amendments

The details of the amendments are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p><u>(Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.)</u> Article 16 The Company may, when convening a <u>general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the reference materials for the general meeting of shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the internet in accordance with the provisions provided in the Ordinance of the Ministry of Justice.</u></p>	<p>(Deleted)</p>
<p><u>(Newly established)</u></p>	<p><u>(Measures for Electronic Provision, Etc.)</u> Article 16 The Company shall, when convening a <u>general meeting of shareholders, provide information contained in the reference materials for the general meeting of shareholders, etc. electronically.</u></p>

	<p>2. <u>Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.</u></p>
<p><u>(Newly established)</u></p>	<p><u>Supplementary provisions</u></p> <p>1. <u>The revision of Article 16 of the Articles of Incorporation shall come into effect on September 1, 2022, the date of enforcement of the amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the “Effective Date”).</u></p> <p>2. <u>Notwithstanding the provisions of the preceding paragraph, Article 16 of the Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.</u></p> <p>3. <u>These supplementary provisions shall be deleted after the lapse of six months from the Effective Date or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.</u></p>

Proposal 2: Election of 6 Directors

The terms of office of all 6 Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of 6 Directors.

The candidates for Director are as follows:

No.	Name	Expertise	Current positions and responsibilities at the Company
1	Keigo Imamura [Reappointment]	[Corporate management] [Technology]	Representative Director, President and Chief Executive Officer
2	Kenichi Ikeda [Reappointment]	[Corporate management] [Accounting]	Director and Executive Vice President, Executive General Manager of Corporate Management Division and General Affairs & Human Resources Division
3	Yoshiaki Kurokawa [Reappointment]	[Corporate management] [Technology]	Director and Senior Vice President, Executive General Manager of Fine Mechatronics Division
4	Kazutoshi Horiuchi [New appointment]	[Corporate management] [Marketing & Sales]	Vice President, Deputy Executive General Manager of Mechatronics System Division
5	Tomoko Inaba [Reappointment] [Outside] [Independent]	[Law] [Diversity]	Director
6	Yuichiro Takada [Reappointment] [Outside] [Independent]	[Corporate management]	Director

(Note) The definitions of the descriptions of expertise are as follows:

[Corporate management]: A person who has ever assumed office as an executive director or a vice president in the Company or any other company and is deemed to have knowledge and experience of corporate management

[Technology]: A person who has ever belonged to a technical affairs division in the Company and is deemed to have knowledge and experience of technology related to the business of the Company

[Accounting]: A person who has ever belonged to accounting/financial divisions in the Company or any other company and is deemed to have knowledge and experience of finance/accounting

[Marketing & Sales]: A person who has ever belonged to marketing & sales divisions in the Company and is deemed to have knowledge and experience of sales and marketing related to the business of the Company

[Law]: A person who is a qualified attorney and deemed to have knowledge and experience of law/compliance

[Diversity]: A person with diversity in attributes, such as gender, race, nationality, etc.

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held (hundred shares)
1	Keigo Imamura (September 30, 1962) [Reappointment]	April 1985 Joined Toshiba Corporation August 1996 Joined the Company April 2009 General Manager of Bonder Department, SAGAMINO Operations April 2011 Deputy Executive General Manager of Production & Procurement Division and General Manager in charge of Mechatronics System Equipment June 2014 Director, Executive General Manager of Production & Procurement Division January 2015 Director, Executive General Manager of Production & Procurement Division and General Manager in charge of Fine Mechatronics Equipment, Fine Mechatronics Division June 2017 Senior Vice President, Deputy Executive General Manager of Fine Mechatronics Division June 2019 Director and Senior Vice President, Executive General Manager of Fine Mechatronics Division June 2020 Director and Executive Vice President, Executive General Manager of Fine Mechatronics Division June 2021 Representative Director, President and Chief Executive Officer To present	35
<p>[Reason for nomination] The term of office of Mr. Keigo Imamura as Company's Director will be three years at the conclusion of this General Meeting of Shareholders, of which one year serving as Representative Director of the Company. He served as Representative Director, President and Chief Executive Officer of the Company and the Group, and took charge of the management and supervised it properly. The Company nominates him as a candidate for Director, because it believes that he is qualified to continue serving as Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held (hundred shares)
2	Kenichi Ikeda (February 13, 1963) [Reappointment]	April 1985 Joined Toshiba Corporation May 2001 Assistant to General Manager of Accounting Department, Semiconductor Company, Toshiba Corporation May 2006 Counselor of Public Relations Office Group (in charge of IR), Toshiba Corporation May 2009 Assistant to General Manager of Accounting Department, Semiconductor Company, Toshiba Corporation June 2012 Group Leader of Management Audit Group (in charge of Management Audit Division 4), Toshiba Corporation April 2015 Assistant to President of Electric Power System Company, Toshiba Corporation July 2017 Deputy Executive General Manager of Corporate Management Division, the Company October 2017 Vice President, Deputy Executive General Manager of Corporate Management Division June 2018 Director and Vice President, Executive General Manager of Corporate Management Division June 2019 Director and Senior Vice President, Executive General Manager of Corporate Management Division June 2021 Director and Executive Vice President, Executive General Manager of Corporate Management Division April 2022 Director and Executive Vice President, Executive General Manager of Corporate Management Division and General Affairs & Human Resources Division To present [Significant concurrent positions] Joint Representative Director, SHIBAURA MECHATRONICS KOREA CO., LTD.	22
[Reason for nomination] The term of office of Mr. Kenichi Ikeda as the Company's Director will be four years at the conclusion of this General Meeting of Shareholders. Mr. Kenichi Ikeda has management experience as the Company's Director. Currently, he is serving as the operating officer in the fields of corporate planning, accounting, finance, and general affairs in the position of Executive General Manager of Corporate Management Division and General Affairs & Human Resources Division, and conducting business execution and management oversight appropriately. The Company nominated him as a candidate for Director because it believes that he is qualified to continue serving as Director.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held (hundred shares)
3	Yoshiaki Kurokawa (February 13, 1966) [Reappointment]	April 1988 Joined the Company April 2010 Manager of Technology Group 2, Fine Mechatronics Division July 2015 Deputy General Manager in charge of Fine Mechatronics Equipment, Fine Mechatronics Division April 2017 General Manager in charge of Semiconductor Manufacturing Equipment, Fine Mechatronics Division May 2018 Deputy Executive General Manager of Fine Mechatronics Division June 2019 Vice President, Deputy Executive General Manager of Fine Mechatronics Division April 2021 Vice President, Executive General Manager of Fine Mechatronics Division June 2021 Director and Senior Vice President, Executive General Manager of Fine Mechatronics Division To present	10
	[Reason for nomination] The term of office of Mr. Yoshiaki Kurokawa as the Company's Director will be one year at the conclusion of this General Meeting of Shareholders. Mr. Yoshiaki Kurokawa has management experience as the Company's Director. Currently, he is serving as the operating officer for business operations in the position of Executive General Manager of Fine Mechatronics Division, and conducting business execution and management oversight appropriately. The Company nominated him as a candidate for Director because it believes that he is qualified to continue serving as Director.		
No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held (hundred shares)
4	Kazutoshi Horiuchi (April 8, 1969) [New appointment]	April 1993 Joined the Company April 2010 Chief Specialist of Marketing & Sales Department 1 of Fine Mechatronics Division April 2013 Senior Manager of Marketing & Sales Department 1 of Fine Mechatronics Division April 2015 Deputy Executive General Manager of Fine Mechatronics Division June 2019 Vice President, Deputy Executive General Manager of Fine Mechatronics Division April 2022 Vice President, Deputy Executive General Manager of Mechatronics System Division To present	10
	[Reason for nomination] Mr. Kazutoshi Horiuchi has ample experience in the field of sales and marketing. Currently, he is conducting business execution in the position of Deputy Executive General Manager of Mechatronics System Division. The Company nominated him as a candidate for Director because it can expect him to contribute to business execution and management oversight by leveraging his experience and knowledge gained in his career and thus it believes that he is qualified to serve as Director.		

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held (hundred shares)
5	Tomoko Inaba (July 22, 1966) [Reappointment] [Outside] [Independent]	<p>April 1996 Registered as an attorney (Daini Tokyo Bar Association) Joined Hikari Sogoh Law Offices</p> <p>January 2002 Joined Tanso & Yamamoto (currently InfoTech Law Offices)</p> <p>June 2013 Established SHOU LAW OFFICE</p> <p>October 2013 Registered as a patent attorney</p> <p>June 2015 Outside Director, the Company</p> <p>August 2017 Joined TATSUMURA LAW OFFICE</p> <p>To present</p>	—
	<p>[Reason for nomination and outline of expected roles]</p> <p>The term of office of Ms. Tomoko Inaba as the Company's Outside Director will be seven years at the conclusion of this General Meeting of Shareholders. Although Ms. Tomoko Inaba has no experience in being directly involved in corporate management, she leverages her experience and knowledge as an attorney to conduct management oversight and important decision-making. The Company nominated her as a candidate for Outside Director because it believes that she is qualified to continue serving as Outside Director.</p> <p>The Company expects that Ms. Tomoko Inaba will give effective advice on the general management in the position of Independent Outside Director and contribute to enhancing the corporate governance further not only in the meetings of the Board of Directors but also through her various activities including those in the Personnel and Remuneration Advisory Committee, which acts as an independent voluntary advisory body concerning nomination and remuneration-related matters of Directors and Vice Presidents.</p>		
6	Yuichiro Takada (August 8, 1954) [Reappointment] [Outside] [Independent]	<p>April 1978 Joined Mitsui Bank, Ltd. (currently Sumitomo Mitsui Banking Corporation)</p> <p>April 2008 Managing Executive Officer, Sumitomo Mitsui Banking Corporation</p> <p>October 2009 Director and Vice President, Nikko Cordial Corporation (currently SMBC Nikko Securities Inc.)</p> <p>April 2012 Chairman and Representative Director, Sakura Information Systems Co., Ltd.</p> <p>June 2016 Outside Auditor, TAKAOKA TOKO CO., LTD.</p> <p>June 2018 Outside Director, the Company</p> <p>To present</p> <p>[Significant concurrent positions] Outside Director (Audit and Supervisory Committee Member), TAKAOKA TOKO CO., LTD.</p>	—
	<p>[Reason for nomination and outline of expected roles]</p> <p>The term of office of Mr. Yuichiro Takada as the Company's Outside Director will be four years at the conclusion of this General Meeting of Shareholders. Having assumed important positions such as representative director at other companies, he has ample management experience, and leverages his experience and knowledge gained in his career to conduct management oversight and important decision-making. The Company nominated him as a candidate for Outside Director because it believes that he is qualified to continue serving as Outside Director.</p> <p>The Company expects that Mr. Yuichiro Takada will give effective advice on the general management in the position of Independent Outside Director and contribute to enhancing the corporate governance further not only in the meetings of the Board of Directors but also through her various activities including those in the Personnel and Remuneration Advisory Committee, which acts as an independent voluntary advisory body concerning nomination and remuneration-related matters of Directors and Vice Presidents.</p>		

(Notes)

1. There are no special interests between the candidates and the Company.
2. The number of shares of the Company held by each candidate includes shares held through Shibaura Mechatronics Officers' Shareholding Association.
3. Ms. Tomoko Inaba and Mr. Yuichiro Takada are candidates for Outside Director.
4. Ms. Tomoko Inaba and Mr. Yuichiro Takada are Independent Directors prescribed by the provisions of the Tokyo Stock Exchange. If they assume office as Outside Directors, they will continue their role as Independent Directors.
5. With the expectation that Outside Directors can fully fulfill their roles, the Company has entered into an agreement

with current Outside Directors, namely Ms. Tomoko Inaba and Mr. Yuichiro Takada, to limit their liability for payment of damages to the Company to the amount stipulated by laws and regulations. If they assume office as Outside Directors, the Company plans to continue the said liability limitation agreement with them.

6. The Company has entered into a directors and officers liability insurance agreement with an insurance company. The insurance agreement covers damages that may arise when the insured assume liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. If the candidates assume office as Director, they will be included as the insured under this insurance agreement. In addition, the Company plans to renew this insurance agreement with the same contents at the time of next renewal.

Proposal 3: Payment of Bonuses to Officers

Taking into consideration the performance of the current term, the Company proposes to pay bonuses at the total amount of ¥33,700 thousand to 5 Directors (excluding Outside Directors).

In proposing this matter to this General Meeting of Shareholders, the Company has obtained findings from the Personnel and Remuneration Advisory Committee to the effect that such payment for Directors is appropriate and based on policy for determining remuneration, etc. for individual officers established by the Company, per discussions carried out by the said committee, whose membership mainly consists of Independent Outside Directors.

The Company requests that decisions on specific amounts, timing and method of payment, etc., for each Director be left to deliberation by the Board of Directors.

(Notes)

1. The number of persons to receiving the bonuses includes 1 Director who retired from office at the conclusion of the 112nd Annual General Meeting of Shareholders held on June 24, 2021.
2. An overview of the Company's policy for determining matters pertaining to remuneration, etc. for individual officers is as presented in the reference documents section of the Notice of the 113rd Annual General Meeting of Shareholders (in Japanese), under "4. Matters concerning company officers," "(4) Remuneration, etc. for Directors and Corporate Auditors pertaining to the fiscal year under review," "iv. Matters concerning the policy for determining matters of remuneration, etc. for individual officers" (page 15).