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Securities Code: 7713 August 4, 2022

To Shareholders

Yosuke Kondo, President & CEO SIGMAKOKI CO., LTD. 17-2, Shimotakahagi-shinden, Hidaka-shi, Saitama

Convocation Notice of the 47th Annual General Meeting of Shareholders

We are pleased to announce the 47th Annual General Meeting of Shareholders of SIGMAKOKI CO., LTD. (the "Company"), which will be held as indicated below.

Although the Company will implement appropriate measures to prevent the transmission of the novel coronavirus (COVID-19), in order to prevent the spread of infection, the Company asks that you exercise your voting rights in advance in writing (by postal mail) or via the Internet instead of attending the meeting venue on the date of the General Meeting of Shareholders as much as possible.

You may exercise your voting rights via either of the following methods. Please review the reference documents for the general meeting of shareholders below prior to exercising your voting rights.

Exercise of voting rights in writing (by postal mail)

Please indicate your approval or disapproval on the enclosed voting form and send it by postal mail to arrive at the Company no later than 5:00 p.m., Wednesday, August 24, 2022 (JST).

Exercise of voting rights via the Internet

Please access the dedicated website (https://www.web54.net) and indicate your approval or disapproval by 5:00 p.m., Wednesday, August 24, 2022 (JST).

1 Date and time Thursday, August 25, 2022 at 10:00 a.m. (registration begins at 9:00 a.m.) (JST)

- 3F, Multipurpose Hall, the Company's Head Office/Hidaka Plant
 - 17-2, Shimotakahagi-shinden, Hidaka-shi, Saitama
 - We will have significantly fewer seats than normal at this year's General Meeting of Shareholders to prevent the spread of COVID-19. As a result, it is possible that not everyone who comes to the meeting will be able to enter the venue. In addition, we will not be handing out customary gifts to shareholders in attendance. We appreciate your understanding.

3 Agenda

2 Venue

Reports

- 1. The Business Report, Consolidated Financial Statements, and the Reports of the Accounting Auditors and Audit & Supervisory Board on the Results of Audits of Consolidated Financial Statements for the 47th Fiscal Year (June 1, 2021 to May 31, 2022)
- 2. The Reports of Non-consolidated Financial Statements for the 47th Fiscal Year (June 1, 2021 to May 31, 2022)

Proposals

Proposal No. 1	Partial Amendments to the Articles of Incorporation
Proposal No. 2	Election of Six (6) Directors
Proposal No. 3	Election of One (1) Audit & Supervisory Board Member

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Partial Amendments to the Articles of Incorporation

- 1. Reasons for the amendments
 - (1) In order to clarify the content of the Company's business in consideration of the current state of the Company's business and future expansion, etc., the Company has added business purposes to Article 2 (Purpose) of the current Articles of Incorporation.
 - (2) The revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) are to be enforced on September 1, 2022. Therefore, the Company proposes to make the following amendments to its Articles of Incorporation in preparation for the establishment of a system for providing informational materials for the general meeting of shareholders in electronic format.
 - a. Since it is mandatory to stipulate in the Articles of Incorporation that the Company takes measures to provide information on the reference documents for the general meeting of shareholders, etc., in electronic format, Paragraph 1 of Article 16 (Measures for Electronic Provision, etc.) of the proposed amendment will be newly established.
 - b. Among the matters for which electronic provision measures will be taken regarding the information of the reference documents for the general meeting of shareholders, etc., Paragraph 2 of Article 16 (Electronic Provision Measures, etc.) of the proposed amendment will be newly established in order to limit the scope of matters to be stated in the documents to be delivered to shareholders who have requested them to that specified by the Ordinance of the Ministry of Justice.
 - c. Since Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation will no longer be required once the electronic provision system for shareholder meeting documents is introduced, they will be deleted.
 - d. Supplementary provisions concerning the effect of the above deleted provisions will be established. This supplementary provision shall be deleted after the expiration of the due date.

(Underlined text indicates the amendments)

2. Details of amendments

The details of the amendments are as follows.

	(Underlined text indicates the amendments.)				
Current Articles of Incorporation	Proposed amendments				
(Purpose)	(Purpose)				
Article 2. The purpose of the Company shall be to engage in the	Article 2. The purpose of the Company shall be to engage in the				
following business activities:	following business activities:				
1. to 3. (text omitted)	1. to 3. (unchanged)				
4. Manufacture of medical equipment	4. Manufacture and selling of medical equipment				
5. to 7. (text omitted)	5. to 7. (unchanged)				
(Internet Disclosure and Deemed Provision of Reference					
Documents for the General Meeting of Shareholders, Etc.)					
Article 16. When the Company convenes a general meeting of	(Deleted)				
shareholders, if it discloses information that is to be					
stated or presented in the reference documents for the					
general meeting of shareholders, business report,					
financial statements and consolidated financial					
statements through the internet in accordance with the					
provisions prescribed by the Ordinance of the					
Ministry of Justice, it may be deemed that the					
Company has provided this information to					
shareholders.					

Current Articles of Incorporation	Proposed amendments			
	(Measures, etc. for Providing Information in Electronic Format			
(Newly established)	Article 16.			
	1. When the Company convenes a general meeting of shareholders, it shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders,			
	etc. in electronic format.			
	2. Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items			
	designated by the Ordinance of the Ministry of Justic			
	from statements in the paper-based documents to be			
	delivered to shareholders who requested the delivery			
	of paper-based documents by the record date of votir			
	rights.			
(Newly established)	Supplementary Provisions			
	(Transitional Measures on Measures for Providing Information			
	Materials for the General Meeting of Shareholders in Electroni			
	Format)			
(Newly established)	Article 1.			
	1. The deletion of the provision of Article 16 (Internet			
	Disclosure and Deemed Provision of Reference			
	Documents for the General Meeting of Shareholders.			
	Etc.) in the current Articles of Incorporation and the			
	establishment of the new provisions of Article 16			
	(Measures, etc. for Providing Information in Electron			
	Format) in the amended Articles of Incorporation sha			
	be effective from September 1, 2022, the date of			
	enforcement of the revised provisions provided for in			
	the proviso to Article 1 of the Supplementary			
	Provisions of the Act Partially Amending the			
	<u>Companies Act (Act No. 70 of 2019) (hereinafter</u> referred to as the "Date of Enforcement").			
	2. Notwithstanding the provision of the preceding			
	paragraph, the provision of Article 16 of the current Articles of Incorporation (Internet Disclosure and			
	Deemed Provision of Reference Documents for the			
	General Meeting of Shareholders, Etc.) shall remain			
	effective regarding any general meeting of			
	shareholders held on a date within six months from t			
	Date of Enforcement.			
	3. These Supplementary Provisions shall be deleted on			
	<u>the date when six months have elapsed from the Date</u>			
	of Enforcement or three months have elapsed from the			
	date of the general meeting of shareholders in the			
	preceding paragraph, whichever is later.			

Proposal No. 2 Election of Six (6) Directors

The terms of office of all five (5) Directors will expire at the conclusion of this meeting.

In that regard, the Company proposes the election of six (6) Directors (including three (3) Outside Directors), increasing the number of Directors by one (1) to further enhance the management system.

The candidates for Director are as follows:

Candidate No.	Name	Current position and/or responsibility in the Company					
1	Yosuke Kondo	President & CEO	Reelection				
2	Ryoji Nakamura	Director Division Manager of Production Division and Hidaka Plant Manager	Reelection				
3	Yoshinori Tabata	Director Division Manager of Engineering Division and General Manager of Development Department	Reelection				
4	Tsutomu Ozawa	Outside Director	Reelection Outside				
5	Makoto Nozaki	Outside Director	Reelection Outside Independent				
6	Yumiko Matsuo	—	New election Outside Independent				

Reelection: Candidate for reelection as Director

New election: Candidate for new election as Director

Outside: Candidate for Outside Director

Independent: Candidate for Independent Officer

Candidate No.	Name (Date of birth)		Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company						
		Apr. 1991	Joined the Company						
		Apr. 2000	Division Manager of Optical Element Division						
		June 2002	Division Manager of Sales Division						
	Yosuke Kondo	Aug. 2002	Director	1					
	(April 2, 1963)	Sept. 2006	Managing Director	56,500,1					
		Aug. 2011	Senior Managing Director	56,500 shares					
	Reelection	Apr. 2013	Chairman of OptoSigma Corporation						
1		Aug. 2013	Representative Director and Senior Managing						
1		-	Director						
		Aug. 2014	President & CEO (current position)						
	Reasons for nomination as canc	lidate for Directo	r						
	Yosuke Kondo has experience a	s Director of the	Company and of a Group company and he has been	involved in the					
	Group's management for many	years. Currently,	he is contributing to the enhancement of the corpor-	ate value of the					
	Company and the Group as President & CEO of the Company. The Company has appointed him again as candidate for								
	Director because of his deep specialist knowledge and wealth of experience in the optics industry along with his strong								
	results, skills and insight as a corporate manager.								
		Sept. 1988	Joined the Company						
		June 2008	General Manger of Basic Equipment						
			Department						
		June 2010	Deputy Division Manager of Optical						
	Ryoji Nakamura		Equipment Division, General Manager of Opto-						
	(August 10, 1962)		Mechanics Department, and Noto Plant	9,800 shares					
			Manager	,,000 shure.					
	Reelection	Sept. 2012	Executive Officer						
2		Dec. 2013	Division Manager of Production Division						
		May 2014	Division Manager of Production Division and						
			Hidaka Plant Manager (current position)						
		Aug. 2014	Director (current position)						
	Reasons for nomination as candidate for Director								
	Ryoji Nakamura has led the Company's production departments for many years as Division Manager of the Production								
	Division and Director. He is contributing to the improvement of our position as a manufacturer of optical products by								
			e high-quality, high-precision products. The Compa						
	him again as candidate for Director because of his deep specialist knowledge and wealth of experience in the optics industry along with his strong results, skills and insight as a corporate manager.								
	industry along with his strong r	esuits, skills and	insight as a corporate manager.						

Candidate No.	Name (Date of birth)		mary, position and responsibility in the Company, icant concurrent positions outside the Company	Number of the Company's shares owned	
		Apr. 1990	Joined the Company	011100	
		June 2003	Deputy Division Manager of Development Division		
		June 2006	Executive Officer		
		Dec. 2008	Deputy Division Manager of Optical System		
			Equipment Division		
		Apr. 2010	Deputy Division Manager of System Products Division		
	Yoshinori Tabata	June 2011	General Manager of Optical System		
	(April 16, 1969)		Department	11,600 shares	
	Reelection	Dec. 2013	Deputy Division Manager of Sales Division		
2	Keelection	June 2015	Deputy Division Manager of Sales Division and in charge of Development Department		
3		June 2017	Division Manager of Engineering Division		
		Aug. 2017	Director (current position)		
		Apr. 2018	Director of OptoSigma Corporation		
		June 2019	Division Manager of Engineering Division and		
			General Manager of Development Department		
			of the Company (current position)		
	because of his deep specialist skills and insight as a corpora		ealth of experience in the optics industry along with	his strong results,	
		Apr. 1984	Joined HAMAMATSU PHOTONICS K.K.		
		June 2015	19th Department Manager, First Manufacturing Department, Electron Tube Division		
		Oct. 2018	General Manager of First Manufacturing Department, Electron Tube Division		
	Tsutomu Ozawa (October 8, 1961)	Aug. 2020	Outside Director of the Company (current position)		
		Oct. 2020	General Manager of Electron Tube Business	- shares	
	Reelection		Planning Department, Electron Tube Division,		
4	Outside		HAMAMATSU PHOTONICS K.K. (current position)		
4		Significant co	oncurrent positions outside the Company		
		General Man	ager of Electron Tube Business Planning		
		Department, Electron Tube Division, HAMAMATSU PHOTONICS K.K.			
	Reasons for nomination as can				
	-	-	being directly involved in corporate management, he		
	_		nning Department, Electron Tube Division, HAMA		
			ompany. The Company has appointed him again as a		
			d knowledge, a wealth of experience, and high insig		
		company's mana	gement as well as provide supervision and advice on	the Company's	
	management execution.				

Candidate No.	Name (Date of birth)		Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company				
5	Makoto Nozaki (July 27, 1975) Reelection Outside Independent	Representativ Accountant O Partner of Ma	akoto Inheritance Administrative Scrivener Office	- shares			
	Representative Director of Heartful Support Co., Ltd. Reasons for nomination as candidate for Outside Director and overview of expected roles Nozaki Makoto has deep specialized knowledge and a wealth of experience as a tax accountant and administrative scrivener, as well as a high level of insight into corporate management, such as establishing a business company and serving as its Representative Director. The Company has appointed him again as a candidate for Outside Director because it expects to continue to receive supervision and advice from him on the Company's management execution from a professional perspective with an independent standpoint. If appointed, he will be involved as a member of the voluntary Compensation Committee using his objective and neutral standpoint in determining the remuneration, etc. of the Company's officers. In addition, as a member of the voluntary Nominating Committee, he will be similarly involved in the election and dismissal of the Company's officers.						

Candidate No.	Name (Date of birth)		Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company owned					
6	Yumiko Matsuo (January 13, 1965) New election Outside Independent	Apr. 1990 Sept. 1995 June 1997 Jan. 2010 June 2016 Dec. 2018 June 2020	 Admitted to practice law in Japan and registered with the Daini Tokyo Bar Association Joined Anderson Mori & Rabinowitz (currently Anderson Mori & Tomotsune) Admitted to practice law in the State of New York, the United States Joined Hirakawa, Sato & Kobayashi (currently City-Yuwa Partners) Registered with the Kanagawa Bar Association Joined Minato International Law Office (current position) Outside Director (Audit & Supervisory Committee Member) of SDS Biotech K.K. Outside Director (Audit & Supervisory Committee Member) of KAWASUMI LAROP ATORIES, INC. (aurrently SP 					
0		Nov. 2020	LABORATORIES, INC. (currently SB- KAWASUMI LABORATORIES, INC.) Outside Director (Audit & Supervisory Committee Member) of TRANSACTION Co., Ltd. (current position)					
		Significant concurrent positions outside the Company						
			Outside Director of Triumfield Holdings Co., Ltd. Outside Director (Audit & Supervisory Committee Member) of					
		TRANSACTION Co., Ltd.						
	Reasons for nomination as can		Director and overview of expected roles					
	Although Yumiko Matsuo has never been engaged in corporate management directly other than as an outside officer,							
			e as an attorney-at-law who has been involved in co					
	for many listed companies and global companies, and also has a high level of insight into corporate governance, having							
	served as an Outside Director (Audit & Supervisory Committee member) of listed companies. The Company has							
	**		r because it expects to continue to receive supervision					
			om a professional perspective with an independent s	-				
			the voluntary Compensation Committee using her of	-				
			of the Company's officers. In addition, as a member	-				
Notes 1.	There is no special interest bet		volved in the election and dismissal of the Company andidates and the Company	5 Office18.				
2.	-	-	latsuo are candidates for Outside Director.					
3.			or of the Company, and at the conclusion of this m	eeting, his tenure as				
0.	Outside Director will have bee			ieeeiiig, iiis teiture us				
4.		-	or of the Company, and at the conclusion of this m	eeting, his tenure as				
	Outside Director will have bee			0,				
5.		-	Manager of a business division of HAMAMATSU	PHOTONICS K.K.,				
	which is the Company's major business with HAMAMATSU account for approximately 12	shareholder (ration PHOTONICS K.I 2 million yen of	b of voting rights held: 14.11%; as of May 31, 2022) K. concerning the sale of optical components, etc. Sin the Company's net sales (less than 2% of consolid prisk of Tsutomu Ozawa affecting management dec	The Company does the these transactions lated net sales in the				

requests for his election as an Outside Director.6. Makoto Nozaki and Yumiko Matsuo are candidates for Outside Director and candidates for independent officer pursuant to the rules of the Tokyo Stock Exchange.

Company's business operations and there is no risk of a conflict of interest with shareholders. As a result, the Company

7. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Tsutomu Ozawa and Makoto Nozaki 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 laws and regulations. If their reelections are approved, the Company plans to renew the aforementioned agreements with them.

If Yumiko Matsuo is elected as Outside Director, the Company plans to conclude the same aforementioned agreements with her.

8. The Company has concluded a directors and officers liability insurance policy with an insurance company stipulated in Article 430-3, paragraph (1) of the Companies Act. The insured are those who hold the positions of Director, Audit & Supervisory Board Member, and Executive Officer of the Company. The policy covers the insured's damages and litigation expenses incurred by the insured due to claims for damages arising from an act committed by an insured person based on their position as an officer of the Company, and the Company will cover the insured's insurance premiums in full. If each candidate assumes the office as Director, they will be included as the insured in the policy. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.

Proposal No. 3 Election of One (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board member Shuichi Yamaguchi will expire at the conclusion of this meeting.

In that regard, the Company proposes the election of One (1) Audit & Supervisory Board Member.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summ	ary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
	Apr. 1978	Joined Kantoshinetsu Regional Taxation Bureau	
	July 2009	Deputy District Director of Nishikawaguchi Tax Office	
	July 2011	Special Examiner (assets) of Kawaguchi Tax Office	
	July 2013	National Tax Agency Commissioner's Secretariat, Internal Inspector, Kantoshinetsu Regional Taxation Bureau	
	July 2014	National Tax Agency Commissioner's Secretariat, Senior Internal Inspector, Kantoshinetsu Regional Taxation Bureau	
	July 2015	Director (Property Valuation), First Taxation Department, Kantoshinetsu Regional Taxation Bureau	
	July 2016	District Director of Honjo Tax Office	
	July 2017	Director, Health and Welfare Division, Management and Co-ordination Department, Kantoshinetsu Regional Taxation Bureau	
Misugi Kumazaki (July 27, 1959)	July 2018	Director, Tax Counsel Office, Management and Co- ordination Department, Kantoshinetsu Regional Taxation Bureau	
New election	July 2019	District Director of Kawagoe Tax Office	- shares
Outside Independent	July 2020	Retired from Kantoshinetsu Regional Taxation Bureau	
	Aug. 2020	Registered as a certified public tax accountant Established Kumazaki Misugi Certified Public Tax Accountant Office	
	Apr. 2021	Representative (current position) Deputy Chief, Office of Rulings and Legal Affairs, Kantoshinetsu Association of Certified Public Tax Accountant (current position)	
	June 2021	Auditor, Social Welfare Corporation SHOTOKUKAI (current position)	
	June 2022	Outside Director of Maezawa Kyuso Industries Co., Ltd. (current position)	
	Significant co	ncurrent positions outside the Company	
	Representative	e of Misugi Certified Public Tax Accountant Office	
	Outside Direc	tor of Maezawa Kyuso Industries Co., Ltd.	
		, Office of Rulings and Legal Affairs, Kantoshinetsu	
		f Certified Public Tax Accountant	
	date for Outside Au	cial Welfare Corporation SHOTOKUKAI dit & Supervisory Board Member l in corporate management directly other than as an outside	e officer, she held
		long period of time, and has deep expertise and a wealth of	
		ndidate for Outside Audit & Supervisory Board Member b	
		audits and guidance regarding the legality of the Compan	
		nted, she will be involved as a member of the voluntary Co	
Committee using her objective a	nd neutral standpoir	nt in determining the remuneration, etc. of the Company's	officers. In addition,

Committee using her objective and neutral standpoint in determining the remuneration, etc. of the Company's officers. In addition, as a member of the voluntary Nominating Committee, she will be similarly involved in the election and dismissal of the Company's

officers

Notes 1. There is no special interest between the candidate and the Company.

2. Misugi Kumazaki is a candidate for Outside Audit & Supervisory Board Member and a candidate for independent officer pursuant to the rules of the Tokyo Stock Exchange.

3. If the election of Misugi Kumazaki is approved, the Company plans to enter into a limited liability agreement with her pursuant to the provisions of Article 427, paragraph (1) to limit her liability for damages pursuant to the provisions of Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under laws and regulations.

4. The Company has concluded a directors and officers liability insurance policy with an insurance company stipulated in Article 430-3, paragraph (1) of the Companies Act. The insured are those who hold the positions of Director, Audit & Supervisory Board Member, and Executive Officer of the Company. The policy covers the insured's damages and litigation expenses incurred by the insured due to claims for damages arising from an act committed by an insured person based on their position as an officer of the Company, and the Company will cover the insured's insurance premiums in full. If she assumes the office as Audit & Supervisory Board Member, Misugi Kumazaki will be included as an insured in the policy. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.

Reference

Skills matrix of Directors and Audit & Supervisory Board Members after the conclusion of this meeting

- The Company has, as follows, defined the skills (knowledge, abilities, and experience) necessary to ensure the effectiveness of the Board of Directors from the perspective of judging important matters such as management strategy and supervising the execution of duties.
- If Proposal No. 2 Election of Six (6) Directors and Proposal No. 3 Election of One (1) Audit & Supervisory Board Member are approved as originally proposed, the composition of the Board of Directors will be as follows.

					(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Posi- tion	No.	r	Jame	Areas in charge of	Corporate management	Production, technology and R&D	Sales, corporate planning and marketing	Treasury, accounting and finance	Personnel, labor and human resources develop- ment	Legal, governance and risk management	strategy, and	International business and globaliza- tion	ESG, sustainabi- lity and diversity
	1	Yosuke Kondo	Execution of business	General manage- ment	•	•	•	•	•	•	•	•	
	2	Ryoji Nakamura	Execution of business	Production		•			•				
Director	3	Yoshinori Tabata	Execution of business	Engineering and develop- ment		•	•		•				
tor	4	Tsutomu Ozawa	Outside			•							
	5	Makoto Nozaki	Independent/ Outside		•			•		•			
	6	Yumiko Matsuo	Independent/ Outside							•		•	•
S Bo	1	Kenji Ueno	Independent/ Outside					•		•			
Audit & uperviso ard Men	2	Koichi Nagumo	Outside		•				•	•			•
Audit & Supervisory Board Member	3	Misugi Kumazaki	Independent/ Outside					•		•			
er													

* The above table does not represent all the knowledge and experience of each person.

* With regard to Executive Directors, the fields in which further development of skill is expected in the future are described by the \Box .