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To Shareholders with Voting Rights:

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

We hereby inform you that the 101st Annual General Meeting of Shareholders of SMK Corporation (the “Company”) will be held as described below.

We would like to ask our shareholders for their continued support and encouragement.

Yasumitsu Ikeda
President, Chief Executive Officer
and Chief Operating Officer
SMK Corporation
June 12, 2023

NOTICE OF THE 101st ANNUAL GENERAL MEETING OF SHAREHOLDERS

Measures for electronic provision have been taken for the convocation of this Shareholders’ Meeting, and matters to be provided electronically are posted on the website below.

- The Company’s website: <https://www.smk.co.jp/company/ir/kabunushisokai/> (available in Japanese only)

In addition to the above website, matters to be provided electronically have also been posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (TSE Listed Company Search) below, enter and search for the issue name “SMK” or securities code “6798,” then select “Basic information” and “Documents for public inspection/PR information” to view.

- TSE website (TSE Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

1. Date and Time: Tuesday, June 27, 2023 at 10:00 a.m. Japan time

2. Place: GATE CITY HALL, GATE CITY OHSAKI
1-11-1 Ohsaki, Shinagawa-ku, Tokyo-to

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company’s 101st Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 101st Fiscal Year (April 1, 2022 - March 31, 2023)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Two (2) Directors
Proposal 3: Election of One (1) Auditor

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* Souvenirs will not be provided for shareholders who attend the meeting.

4. Other matters related to this notice of convocation

- (1) If any revisions are made to the matters to be provided electronically, the revised content will be posted on each website listed above.
- (2) The documents sent to shareholders also serve as the documents listing the matters to be provided electronically based on the request for delivery of documents. In accordance with laws and regulations and Article 16 of the Company's Articles of Incorporation, the following matters are omitted. Accordingly, said documents are part of the documents audited by the Auditors and the Accounting Auditor when preparing the audit report.
 - (a) "Business Progress and Results," "Issues to be Addressed," "Status of Assets and Profit and Loss," "Main Business Activities," "Main Sales Offices and Factories," "Status of Employees," "Main Lenders and Amounts Lent," "Matters Concerning Shares," "Main Activities of Outside Officers," "Total Remuneration, etc. of Outside Officers," "Overview of Contents of Limitation of Liability Agreements," "Matters Concerning the Accounting Auditor," and "System to Ensure the Appropriateness of Operations and Operational Status of said System" in the Business Report, (b) Consolidated Financial Statements, (c) Non-consolidated Financial Statements, and (d) Audit Report.

Reference Documents for the Shareholders' Meeting

Proposals and References

Proposal 1: Appropriation of Surplus

Dividends are determined based on consolidated financial results, taking into account medium- to long-term profitability and the status of internal reserves. We would like to propose a year-end dividend for the fiscal year under review as follows.

Matters concerning the year-end dividend

1. Matters concerning the allocation of dividend property to shareholders and total amount thereof
100 yen per share of common stock of the Company
Total amount: 659,686,200 yen
2. Effective date of appropriation of surplus
June 28, 2023

Proposal 2: Election of Two (2) Directors

The terms of office of Directors Mr. Tetsuo Hara and Mr. Kaoru Ishikawa will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the Company proposes the election of two (2) Directors.

The candidates for Directors are as follows.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	<p>Tetsuo Hara (December 20, 1966)</p> <p>[Reappointment]</p>	<p>July 2007 Joined the Company</p> <p>June 2014 Vice President, Deputy Division Director of Sales Division</p> <p>June 2018 Executive Vice President (current position)</p> <p>April 2019 Division Director of Sales Division (current position)</p> <p> In charge of Sales for Asia Area Business (current position)</p> <p>June 2019 Director (current position)</p> <p>April 2021 In charge of Research & Development Center (current position)</p>	5,700
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Tetsuo Hara has a wealth of experience and accomplishments, such as formulating and implementing sales strategies. Matters he oversees include those concerning sales and development of the entire Group. The Company has judged that he will continue to appropriately carry out his duties as a Director and contribute to the strengthening of the Board of Directors' decision making and supervisory functions, and therefore nominated him as a candidate for a Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Kaoru Ishikawa (November 7, 1950) [Reappointment] [Outside] [Independent]	<p>April 1972 Joined the Ministry of Foreign Affairs</p> <p>September 2002 Director-General, International Community Cooperation Department</p> <p>January 2005 Director-General, Economic Affairs Bureau</p> <p>January 2007 Ambassador Extraordinary and Plenipotentiary of Japan to Egypt</p> <p>June 2010 Ambassador Extraordinary and Plenipotentiary of Japan to Canada</p> <p>April 2013 Left the Ministry of Foreign Affairs</p> <p>June 2013 Senior Executive Director, The Japan Forum on International Relations</p> <p>April 2014 Specially Appointed Professor, Kawamura Gakuen Woman's University</p> <p>May 2014 Director, Kawamura Gakuen (current position)</p> <p>June 2015 Director, The Society for Promotion of Japanese Diplomacy (current position)</p> <p>June 2016 Outside Auditor, SHIMIZU CORPORATION (current position)</p> <p>June 2017 Director, the Company (current position)</p> <p>June 2020 Director, Mitsubishi UFJ Foundation (current position)</p> <p>[Significant concurrent positions] Outside Auditor, SHIMIZU CORPORATION Director, Kawamura Gakuen Director, The Society for Promotion of Japanese Diplomacy Director, Mitsubishi UFJ Foundation</p>	1,000
<p>[Reason for nomination as candidate for Outside Director and outline of expected roles] Although he has never been directly involved in corporate management, Mr. Kaoru Ishikawa has deep insight into international affairs and a wealth of experience cultivated as a diplomat. He is expected to advise and supervise the Board of Directors by taking advantage of the expertise and knowledge based on his insight and experience and strengthen the decision making and supervisory functions of the Board. The Company has therefore renominated him as a candidate for an Outside Director.</p>			

- Notes:
1. There are no special interests between the candidates and the Company.
 2. The number of shares of the Company held includes the number of unit shares held under the name of Officers Shareholding Association as of March 31, 2023.
 3. Mr. Kaoru Ishikawa is a candidate for an Outside Director. The Company has registered him as an Independent Director/Auditor with the Tokyo Stock Exchange.
 4. Based on the provisions of the Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Kaoru Ishikawa to limit his liability for damages to the amount stipulated by laws and regulations. If his reelection is approved, the Company intends to continue the said agreement.
 5. Mr. Kaoru Ishikawa will have served as an Outside Director for six (6) years at the conclusion of this Annual Shareholders' Meeting.

Proposal 3: Election of One (1) Auditor

The term of office of Auditor Mr. Fumio Nishimura will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the Company proposes the election of one (1) Auditor.

The approval of the Board of Auditors has been obtained for this proposal.

The candidate for Auditor is as follows.

Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
Fumio Nishimura (October 15, 1957) [Reappointment] [Outside] [Independent]	April 1981 Joined Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.) May 2001 General Manager, Himonya Branch Office March 2005 General Manager, Tsukiji Branch April 2007 General Manager, Nakano-Ekimae Branch September 2008 General Manager, Omiya Branch June 2010 Managing Executive Officer, MST Insurance Service Co., Ltd. June 2011 Senior Managing Director, MST Insurance Service Co., Ltd. June 2013 Managing Director, NIPPON CARBIDE INDUSTRIES CO., INC. June 2016 Representative Director and Senior Managing Executive Officer, NIPPON CARBIDE INDUSTRIES CO., INC. June 2018 Advisor, NIPPON CARBIDE INDUSTRIES CO., INC. June 2019 Outside Audit & Supervisory Board Member, Kyosan Electric Manufacturing Co., Ltd. (current position) June 2019 Auditor, the Company (current position) [Significant concurrent positions] Outside Audit & Supervisory Board Member, Kyosan Electric Manufacturing Co., Ltd.	0
[Reason for nomination as candidate for Outside Auditor] Mr. Fumio Nishimura has a wealth of knowledge and experience cultivated through his work at a financial institution, as well as a high level of insight into corporate management. The Company has judged that he will be able to utilize this experience in audits and appropriately perform his duties as an Outside Auditor, and therefore renominated him as a candidate for an Outside Auditor.		

- Notes:
1. There are no special interests between the candidate and the Company.
 2. Mr. Fumio Nishimura is a candidate for an Outside Auditor. The Company has registered him as an Independent Director/Auditor with the Tokyo Stock Exchange.
 3. Based on the provisions of the Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Fumio Nishimura to limit his liability for damages to the amount stipulated by laws and regulations. If his reelection is approved, the Company intends to continue the said agreement.
 4. Mr. Fumio Nishimura will have served as an Outside Auditor for four (4) years at the conclusion of this Annual Shareholders' Meeting.

[Reference] Skill matrix of Directors and Auditors (planned) after this Annual General Meeting of Shareholders

If Proposals 2 and 3 are approved as originally proposed at this Annual General Meeting of Shareholders, the main expertise of each Director and Auditor will be as follows.

No.	Name	Positions	Main expertise possessed by Directors and Auditors						
			Management	Technology development	Sales and marketing	Global	Legal affairs (compliance)	Finance and accounting	Environment and society
1	Yasumitsu Ikeda	President, Chief Executive Officer and Chief Operating Officer	○		○	○			
2	Masanobu Ikeo	Director and Executive Deputy President, Chief Technology Officer	○	○					○
3	Paul Evans	Director	○		○	○			
4	Tetsuo Hara	Director	○	○	○				
5	Toshio Nakamura	Director Outside	○			○			○
6	Kaoru Ishikawa	Director Outside	○			○			○
7	Morikazu Fukui	Full-Time Auditor Outside	○			○	○	○	
8	Naru Nakashima	Auditor Outside	○				○		○
9	Fumio Nishimura	Auditor Outside	○				○	○	