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Securities Code: 6951
June 9, 2020

To our shareholders:

Gon-emon Kurihara
Chairman & CEO
JEOL Ltd.
3-1-2 Musashino, Akishima, Tokyo

Notice of the 73rd Annual General Meeting of Shareholders

This notice is to inform you of the 73rd Annual General Meeting of Shareholders of JEOL Ltd. (the “Company”), which will be held as indicated below.

Instead of attending the meeting in person, you may exercise your voting rights by using one of the following methods. Please review the attached Referential Documents for General Meeting of Shareholders below and exercise your voting rights.

[Voting in writing]

Please indicate your approval or disapproval on the enclosed voting form, and return the form to us to arrive no later than 5:20 p.m. on Wednesday, June 24, 2020 (JST).

[Voting via the internet]

Please access the voting website designated by the Company (<https://evote.tr.mufg.jp/>) and enter your approval or disapproval for each proposal following the instructions on the screen using the “log-in ID” and the “temporary password” indicated on the voting form no later than 5:20 p.m. on Wednesday, June 24, 2020 (JST).

If you intend to vote via the internet, please refer to “Guide to Exercising Voting Rights via the Internet” on page 55 (in Japanese only).

1. Date and Time: Thursday, June 25, 2020, at 10:00 a.m. (JST)

2. Venue: The Company’s Main Office
3-1-2 Musashino, Akishima, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 73rd fiscal year (from April 1, 2019 to March 31, 2020), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 73rd fiscal year (from April 1, 2019 to March 31, 2020)

Matters to be resolved:

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|-----------------------|---|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Five Directors |
| Proposal No. 3 | Election of One Audit & Supervisory Board Member |
| Proposal No. 4 | Election of One Substitute Audit & Supervisory Board Member |

We ask that shareholders who attend the General Meeting of Shareholders to check the status of the pandemic on the date of the meeting, ascertain their state of health, and take precautions to protect themselves from contacting or spreading the novel coronavirus (COVID-19) infections, such as by wearing a face mask. Furthermore, note that shareholders can exercise their voting rights in writing (by mail) or via the internet, and we ask that they consider this option.

We may also take measures to prevent the spread of the virus at the General Meeting of Shareholders, and we ask for your cooperation in that regard.

We will not be handing out souvenirs to shareholders who attend this year's meeting. Thank you for your understanding.

If you attend the meeting in person, please submit the enclosed voting form at the venue's reception.

If we need to revise the Reference Documents for General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, or the Non-consolidated Financial Statements, we will post the revised content on the Company's website (<https://www.jeol.co.jp>).

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

The basic policy of the Company is to improve its financial position and strengthen its corporate structure, and pay stable, continuous dividends from a long-term perspective. The Company has given consideration to the business performance, financial condition and other data, and it proposes to pay a year-end dividend of ¥12 per share (a total of ¥24 per share for the fiscal year when including the interim dividend).

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property and their aggregate amount
¥12 per common share of the Company
Total dividends: ¥584,862,720
- (3) Effective date of dividends of surplus
June 26, 2020

Proposal No. 2 Election of Five Directors

At the conclusion of this meeting, the terms of office of five Directors, Gon-emon Kurihara, Toyohiko Tazawa, Atsushi Seki, Satoshi Nagakubo, and Koji Nakao will expire. Therefore, the Company proposes the election of five Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Gon-emon Kurihara (May 27, 1948) Reelection	Apr. 1971 Joined the Company June 2002 Director and General Manager of Medical Sales Division June 2004 Managing Director in charge of Sales June 2005 Senior Managing Director and General Manager of Sales Operations June 2006 Director & Senior Executive Officer in charge of Analytical Instruments Business and General Manager of Sales Operations June 2007 Representative Director & Executive Vice President in charge of Analytical Instruments Business and General Manager of Sales Operations June 2008 Representative Director and President Apr. 2012 Representative Director and President in charge of Overall Management and Management Strategy Planning June 2019 Representative Director, Chairman & CEO, in charge of Overall Management (to the present)	23,300 shares
[Reasons for nomination as candidate for Director] Gon-emon Kurihara appropriately fulfills his current role as Representative Director, Chairman & CEO of the Company, and possesses an extensive career, experience and insight. As he can be expected to lead the further development of the Group, the Company nominated him as candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	<p style="text-align: center;">Toyohiko Tazawa (January 9, 1957)</p> <p style="text-align: center;">Reelection</p>	<p>Feb. 1984 Joined the Company</p> <p>June 2011 Corporate Officer and General Manager of SA Business Unit</p> <p>June 2013 Executive Officer in charge of Advanced & Fundamental Technology Center, EC, SA, SM, & IB Business Units, SA & SM Design Division, and General Manager of IB Business Unit</p> <p>June 2016 Director & Executive Officer in charge of R & D Management Center, Design Management & Cost Center, Application Management Department, Advanced & Fundamental Technology Center, Scanning System Business Operations, EC, EM, & MS Business Units, and 3D Additive Manufacturing Business Project</p> <p>Apr. 2018 Director & Executive Officer in charge of Administration of Development Technology, Intellectual Property, R & D Management Center, Application Management Department, Advanced & Fundamental Technology Center, EC & MS Business Units, and 3D Additive Manufacturing Business Project</p> <p>June 2018 Director & Senior Executive Officer in charge of Administration of Development Technology, Intellectual Property, R & D Management Center, Application Management Department, Advanced & Fundamental Technology Center, EC & MS Business Units, and 3D Additive Manufacturing Business Project</p> <p>Apr. 2019 Director & Senior Executive Officer in charge of Administration of Development Technology, Intellectual Property, R & D Management Center, Application Management Department, Advanced & Fundamental Technology Center, EX & MS Business Units, and 3D Additive Manufacturing Business Project (to the present)</p> <p>(Significant concurrent positions outside the Company) Director of JEOL RESONANCE Inc.</p>	6,600 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Toyohiko Tazawa appropriately fulfills his current role as Director & Senior Executive Officer of the Company, and possesses an extensive career, experience and insight. As he can be expected to lead the further development of the Group, the Company nominated him as candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Atsushi Seki (September 13, 1959) Reelection	Apr. 1983 Joined the Company Apr. 2012 General Manager of General Affairs Division June 2014 Corporate Officer and General Manager of General Affairs Division Apr. 2015 Corporate Officer, General Manager of General Affairs Division, and General Manager of Internal Auditing Division Apr. 2018 Corporate Officer in charge of General Affairs and General Manager of Internal Auditing Division June 2018 Director & Executive Officer in charge of General Affairs and General Manager of Internal Auditing Division (to the present)	4,400 shares
		[Reasons for nomination as candidate for Director] Atsushi Seki appropriately fulfills his current role as Director & Executive Officer of the Company, and possesses an extensive career, experience and insight. As he can be expected to lead the further development of the Group, the Company nominated him as candidate for Director.	
4	Satoshi Nagakubo (April 23, 1947) Reelection Outside Independent	June 2001 Executive Officer of Nissho Iwai Corporation (currently Sojitz Corporation) June 2003 President & CEO of NITEC Corporation (currently Sojitz Machinery Corporation) June 2009 Director and Chairman of Sojitz Machinery Corporation Oct. 2012 Adviser of the Company Jan. 2015 Representative Director and President of HR Consultant Co., Ltd. (to the present) June 2016 Outside Director of the Company (to the present) (Significant concurrent positions outside the Company) Representative Director and President of HR Consultant Co., Ltd.	2,900 shares
		[Reasons for nomination as candidate for outside Director] Satoshi Nagakubo possesses an extensive career, experience and insight, as a person who can impartially judge whether or not decisions made by the Board of Directors are appropriate. Accordingly, focusing on objectivity and neutrality, the Company nominated him as candidate for outside Director.	
5	Koji Nakao (February 8, 1947) Reelection Outside Independent	June 2007 Director and Senior Managing Executive Officer of Terumo Corporation June 2010 Director and Executive Vice President May 2011 Chairman of the Board Apr. 2013 Chairman of The Japan Federation of Medical Devices Associations Aug. 2013 Director of Japan Biodesign (currently Biodesign Japan) Feb. 2017 Representative of Art Management Shimanami (to the present) June 2018 Outside Director of the Company (to the present) Nov. 2019 Advisor to Biodesign Japan (to the present) (Significant concurrent positions outside the Company) Advisor to Biodesign Japan Representative of Art Management Shimanami	2,000 shares
		[Reasons for nomination as candidate for outside Director] Koji Nakao possesses an extensive career, experience and insight, as a person who can impartially judge whether or not decisions made by the Board of Directors are appropriate. Accordingly, focusing on objectivity and neutrality, the Company nominated him as candidate for outside Director.	

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Satoshi Nagakubo and Koji Nakao are the candidates for outside Director.
 3. Satoshi Nagakubo and Koji Nakao are currently outside Directors of the Company, and at the conclusion of this meeting, their tenure as outside Director will have been four years and two years, respectively.
 4. The Company has entered into an agreement with Satoshi Nagakubo and Koji Nakao to limit their liability for damages under Article 423, paragraph (1) of the Companies Act, pursuant to the provisions of Article 427, paragraph (1) of the same Act. If the reelection of Satoshi Nagakubo and Koji Nakao is approved as originally proposed, the Company plans to renew this agreement with them. The maximum amount of liability for damages under this agreement shall be the amount prescribed in laws and regulations.
 5. The Company has submitted notification to the Tokyo Stock Exchange of the appointment of Satoshi Nagakubo and Koji Nakao, as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their appointment as independent officers to continue.

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

The term of office of Audit & Supervisory Board Member Kazunori Fukushima will expire at the conclusion of this meeting. Therefore, the Company proposes the election of one 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 summary and position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
Kazunori Fukushima (August 1, 1957) Reelection	Apr. 1980 Joined the Company Apr. 2011 General Manager of R&D Management Center June 2013 Corporate Officer and General Manager of R&D Management Center Apr. 2015 Corporate Officer, Assistant Position in charge of Brand Strategy Planning, General Manager of R&D Management Center Apr. 2016 Corporate Officer, Councillor of Internal Auditing Division June 2016 Audit & Supervisory Board Member (full-time) (to the present)	4,000 shares
[Reasons for nomination as candidate for Audit & Supervisory Board Member] Kazunori Fukushima appropriately fulfills his current role as full-time Audit & Supervisory Board Member of the Company, and possesses an extensive career, experience and insight. As he will be the person who can impartially judge whether or not the execution of duties of management is appropriate, the Company nominated him as candidate for Audit & Supervisory Board Member.		

Note: There is no special interest between the candidate and the Company.

Proposal No. 4 Election of One Substitute Audit & Supervisory Board Member

Kazuyuki Nakanishi was elected as a substitute Audit & Supervisory Board Member at the 72nd Annual General Meeting of Shareholders and the term of effect of his elected status will end upon the commencement of this meeting. Accordingly, the Company requests approval for the election of one substitute Audit & Supervisory Board Member to be ready to fill a vacant position should the number of Audit & Supervisory Board Members fall below the number required by laws and regulations.

The election of substitute Audit & Supervisory Board Member can be nullified by resolution of the Board of Directors if the consent of the Audit & Supervisory Board has been obtained; provided, however, that it is only in a time before assuming office of Audit & Supervisory Board Member.

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

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

Name (Date of birth)	Career summary (Significant concurrent positions outside the Company)	Number of the Company's shares owned
<p>Kazuyuki Nakanishi (June 16, 1967)</p> <p>Outside Independent</p>	<p>Apr. 1995 Registered as an attorney at law, and joined Tanabe & Partners (to the present)</p> <p>Apr. 2007 Chairman of Companies Act Research Committee, General Law Research Institute in Dai-Ichi Tokyo Bar Association</p> <p>May 2010 Outside Director of RENOWN INCORPORATED</p> <p>June 2012 Outside Audit & Supervisory Board Member of ODELIC CO., LTD.</p> <p>June 2017 Outside Audit & Supervisory Board Member of VAZ, inc.</p> <p>Oct. 2017 Temporary Committee Member of Audit Standard Committee, Business Accounting Council of Financial Services Agency (to the present)</p> <p>Mar. 2018 Outside Director (Auditor) of Global Link Management Inc. (to the present)</p> <p>(Significant concurrent positions outside the Company) Partner of Tanabe & Partners Outside Director (Auditor) of Global Link Management Inc.</p>	<p>0 shares</p>
<p>[Reasons for nomination as candidate for substitute outside Audit & Supervisory Board Member]</p> <p>Kazuyuki Nakanishi is an attorney at law, as a person who can impartially judge whether or not the execution of duties of management is legal. Accordingly, focusing on objectivity and neutrality, the Company nominated him as candidate for substitute outside Audit & Supervisory Board Member. Kazuyuki Nakanishi has never in the past been directly involved in the management of a company except as an outside officer. However, the Company judges that he will appropriately fulfill his duties as an outside Audit & Supervisory Board Member as he is well versed in corporate legal affairs as an attorney at law, and he possesses sufficient insight to audit the management of companies.</p>		

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Kazuyuki Nakanishi is a candidate for substitute outside Audit & Supervisory Board Member.
 3. If Kazuyuki Nakanishi assumes the office of outside Audit & Supervisory Board Member, the Company plans to enter into an agreement with him to limit his liability for damages under Article 423, paragraph (1) of the Companies Act, pursuant to the provisions of Article 427, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement shall be the amount prescribed in laws and regulations.
 4. Kazuyuki Nakanishi satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange, and the Company plans to designate him as an independent officer if he assumes the office of outside Audit & Supervisory Board Member.