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Securities code: 6798
June 10, 2024

To Shareholders with Voting Rights:

Yasumitsu Ikeda
President, Chief Executive Officer
and Chief Operating Officer
SMK Corporation
5-5, Togoshi 6-chome,
Shinagawa-ku, Tokyo-to

**NOTICE OF
THE 102nd ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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

We hereby inform you that the 102nd 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.

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 25, 2024 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 102nd Fiscal Year (April 1, 2023 - March 31, 2024) 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 102nd Fiscal Year (April 1, 2023 - March 31, 2024)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Four (4) Directors
Proposal 3: Election of Two (2) Auditors

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, the Auditors and the Accounting Auditor have audited documents subject to audit, including the following matters.
 - (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
50 yen per share of common stock of the Company
Total amount: 319,714,600 yen
As we have paid an interim dividend of 50 yen per share, the annual dividend for the fiscal year under review will amount to 100 yen per share.
2. Effective date of appropriation of surplus
June 26, 2024

Proposal 2: Election of Four (4) Directors

The terms of office of Directors Mr. Yasumitsu Ikeda, Mr. Masanobu Ikee, Mr. Paul Evans and Mr. Toshio Nakamura will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the Company proposes the election of four (4) 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	Yasumitsu Ikeda (February 16, 1963) [Reappointment]	October 1993 June 2002 June 2004 May 2005 June 2006 April 2008 June 2008 April 2012	Joined the Company Vice President Executive Vice President In charge of Corporate Planning Department Director Division Director of Sales Division Director and Executive Deputy President President, Chief Executive Officer and Chief Operating Officer (current position)	48,200
		<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Yasumitsu Ikeda oversees the entire Group, demonstrating strong leadership as President, Chief Executive Officer and Chief Operating Officer. The Company has judged that he will appropriately carry out his duties toward mid- to long-term growth in corporate value of the Group and contribute to the strengthening of the Board of Directors' decision making and supervisory functions, and therefore renominated him as a candidate for a Director.</p>		
2	Masanobu Ikee (January 4, 1956) [Reappointment]	April 1979 April 2012 May 2012 June 2013 June 2018 April 2022 June 2022 April 2023	Joined the Company Senior General Manager of CS Division Chairman, SMK Electronics (Shenzhen) Co., Ltd. Vice President In charge of CS Division Executive Vice President In charge of Technology Division (current position) Director and Executive Deputy President (current position) Chief Technology Officer (current position) In charge of SCI Division (current position)	4,000
		<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Masanobu Ikee has a wealth of experience and accomplishments as a head of overseas manufacturing bases and business departments. Currently, as Director and Executive Deputy President, he oversees matters, including those concerning technology and environment. 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	
3	Paul Evans (November 22, 1961) [Reappointment]	October 1986 April 2000 June 2006 June 2010 April 2012 March 2015 June 2016	Joined SMK Europe N.V. President, SMK Electronics Corporation U.S.A. (current position) Vice President In charge of Sales for Americas Area Business Executive Vice President (current position) President, SMK Europe N.V. In charge of Sales for Europe and Americas Areas Business, the Company (current position) President, SMK Electronics (Europe) Ltd. Director, the Company (current position)	4,300
		<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Paul Evans oversees matters, including those concerning sales in Europe and Americas, and has a wealth of experience and accomplishments in global business. 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>		
4	Toshio Nakamura (July 22, 1946) [Reappointment] [Outside] [Independent]	April 1970 September 1999 June 2000 October 2003 November 2007 June 2011 March 2016 May 2016 June 2016	Joined the Ministry of International Trade and Industry Director-General, the Trade Bureau Commissioner, the Small and Medium Enterprise Agency Secretary-General, the Japan Association for the 2005 World Exposition President, the Japan Chamber of Commerce and Industry and the Tokyo Chamber of Commerce and Industry Outside Director, NGK INSULATORS, LTD. Chairman, National Association of Small and Medium Enterprise Trade Promotion (currently National Association of Small and Medium Enterprise Promotion Organizations) (current position) Outside Director, Aoki Super Co., LTD. (current position) Director, the Company (current position)	3,400
		<p>[Significant concurrent positions]</p> <p>Chairman, the National Association of Small and Medium Enterprise Promotion Organizations Outside Director, Aoki Super Co., LTD.</p> <p>[Reason for nomination as candidate for Outside Director and outline of expected roles]</p> <p>Although he has never been directly involved in corporate management, Mr. Toshio Nakamura has held key positions that contribute to promotion of commerce and industry for many years, including the posts of Director-General of the Trade Bureau at the Ministry of International Trade and Industry and Commissioner of the Small and Medium Enterprise Agency. 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, 2024.
3. Matters concerning the candidate for Outside Director are as follows:
 - (1) Mr. Toshio Nakamura is a candidate for an Outside Director. The Company has registered him as an Independent Director/Auditor with the Tokyo Stock Exchange.
 - (2) 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. Toshio Nakamura 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.
 - (3) Mr. Toshio Nakamura will have served as an Outside Director for eight (8) years at the conclusion of this Annual Shareholders' Meeting.

Proposal 3: Election of Two (2) Auditors

The terms of office of Auditors Mr. Morikazu Fukui and Mr. Naru Nakashima will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the Company proposes the election of two (2) Auditors.

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

The candidates for Auditors are as follows.

No.	Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
1.	Kohei Ohgaki (September 16, 1955) [New appointment]	May 2009 Joined the Company June 2010 Vice President In charge of Corporate Planning Department and General Affairs Department April 2012 Executive Vice President (current position) Chief Financial Officer (current position) In charge of Accounting Department (currently Financial Planning Department) (current position) April 2022 President, Showa Enterprise Co., Ltd. (scheduled to resign in May 2024) April 2024 Public Relations Department, the Company (current position)	2,800
[Reason for nomination as candidate for Auditor] Mr. Kohei Ohgaki has a wealth of knowledge and experience cultivated mainly through oversight of corporate planning, general affairs, and financial divisions and corporate management of a Group company. The Company has judged that he will be able to utilize this experience in audits and appropriately perform his duties as an Auditor, and therefore nominated him as a candidate for an Auditor.			
2.	Naru Nakashima (August 8, 1959) [Reappointment] [Outside] [Independent]	April 1987 Appointed judge of Nagoya District Court April 1988 Registered as an attorney at law April 1990 Established NAKASHIMA Naru Law Office (currently NAKASHIMA Naru Comprehensive Law Office) June 2008 Auditor, the Company (current position) [Significant concurrent positions] Attorney at law, NAKASHIMA Naru Comprehensive Law Office	200
[Reason for nomination as candidate for Outside Auditor] Mr. Naru Nakashima has a wealth of knowledge and experience cultivated through his service as an attorney at law. Although he has never been directly involved in corporate management, he is currently fulfilling his role appropriately as an Outside Auditor of the Company for strengthening corporate governance of the Company. The Company therefore renominated him as a candidate for an Outside Auditor.			

- 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, 2024.
 3. Mr. Naru Nakashima is a candidate for an Outside Auditor. 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. Naru Nakashima 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. Naru Nakashima will have served as an Outside Auditor for sixteen (16) 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	Kohei Ohgaki	Full-Time Auditor	○			○	○	○	
8	Naru Nakashima	Auditor Outside	○				○		○
9	Fumio Nishimura	Auditor Outside	○				○	○	