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Code No: 7906
June 8, 2020

3-23-13 Yushima, Bunkyo-ku, Tokyo, Japan
YONEX CO., LTD.
President and Representative Director
Kusaki Hayashida

Notice of the 63rd Ordinary General Meeting of Shareholders

Dear Shareholders:

We hereby announce the 63rd Ordinary General Meeting of Shareholders of YONEX CO., LTD. (the “Company”) will be held as described below

In order to prevent the spread of the novel coronavirus disease (COVID-19), this year we ask you to reconsider your plans to attend the meeting, giving top priority to the safety of all shareholders, and to exercise your voting rights in writing. Please indicate your vote of approval or disapproval of each proposal on the enclosed voting form, and return the form to us by postal mail so that it arrives by 5:30 p.m. on Monday, June 22, 2020 (JST).

- 1. Date and Time:** Tuesday, June 23, 2020 at 10:00 a.m.
(Reception desk is scheduled to open at 9:00 a.m.)
- 2. Location:** 3-23-13 Yushima, Bunkyo-ku, Tokyo, Japan
YONEX CO., LTD., Head Office, Conference Room, 7th Floor
(Please note the location is different from last year)
- 3. Agenda of the Meeting:**
 - Items to be reported:**
 1. Business Report, Consolidated Financial Statements, and the audit reports on Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board Members for the 63rd fiscal year (from April 1, 2019 to March 31, 2020)
 2. Non-consolidated Financial Statements for the 63rd fiscal year (from April 1, 2019 to March 31, 2020)
 - Items to be resolved:**
 - Proposal 1.** Appropriation of Surplus
 - Proposal 2.** Election of three (3) Audit & Supervisory Board Members

4. Disclosure on the Internet:

Among the documents to be provided to this notice, the items below are posted on the Company's website pursuant to laws and regulations, as well as Article 14 of the Company's Articles of Incorporation, and are accordingly not included in the attached Reference Documents for the General Meeting of Shareholders.

- 1) Consolidated Statements of Changes in Equity and Notes to Consolidated Financial Statements
- 2) Non-Consolidated Statements of Changes in Equity and Notes to Non-Consolidated Financial Statements

Accordingly, the Consolidated Financial Statements and the Non-Consolidated Financial Statements attached to this Notice are only part of the Consolidated Financial Statements and the Non-Consolidated Financial Statements audited by the Accounting Auditor and the Audit & Supervisory Board Members.

■ Notice Concerning the Novel Coronavirus (COVID-19) ■

- We kindly ask you to consider not attending the meeting in person and instead exercise your voting rights in writing to prevent the spread of COVID-19.
- Any shareholders who attend the meeting in person are asked to cooperate with body temperature screening, wearing a mask and using hand sanitizer.
- This year, no gifts will be distributed to attending shareholders. If any major changes occur regarding the situation, we will announce it on the Company's website (<https://www.yonex.co.jp>).

Dress code for the General Meeting of Shareholders will be Business Casual.

If any revision is made with regard to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements and/or the Consolidated Financial Statements, the Company will post such revision on the Company's website.

The Company's website: <https://www.yonex.co.jp/company/en/>

Reference Documents for the General Meeting of Shareholders

Proposal 1. Appropriation of Surplus

We propose that the appropriation of surplus be made as follows.

1. Matters regarding the year-end dividend

The Company views profit distribution to shareholders as its key management priorities and its basic policy is to maintain a stable and appropriate level of dividends for shareholders.

It is proposed that the year-end dividend for the 63rd fiscal year be paid as follows in consideration of the fiscal year's operating results and future business environment.

(1) Type of dividend property

Cash

(2) Matters regarding allocation of dividend property and total amount thereof

It is proposed that the dividends be 2.50 yen per common share of the Company.

Accordingly, the total amount of dividends would be 219,151,833 yen.

(3) Effective date of the dividends from surplus

It is proposed to set the effective date to be June 24, 2020.

2. Other matters relating to the surplus

In order to enable flexible implementation of capital policy in response to changes in the future business environment, the Company wishes to reverse part of the general reserve in accordance with Article 452 of the Companies Act.

(1) Item of surplus to be increased and amount

Retained earnings brought forward	2,000,000,000 yen
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(2) Item of surplus to be decreased and amount

General reserve	2,000,000,000 yen
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Proposal 2. Election of three (3) Audit & Supervisory Board Members

The terms of office of three (3) Audit & Supervisory Board Members will expire at the conclusion of this meeting.

Accordingly, it is proposed that three (3) Audit & Supervisory Board Members be elected.

The Board of Audit & Supervisory Board Members has consented to this proposal.

The candidates for Audit & Supervisory Board Members are as follows:

Candidate number	Name	Position at the Company			
1	Yoshinori Takahashi	Full-time Audit & Supervisory Board Member	Re-elected		
2	Haruhiko Maruyama	Audit & Supervisory Board Member	Re-elected	External	Independent
3	Ritsuko Ota	Audit & Supervisory Board Member	Re-elected	External	Independent

Re-elected: Re-elected candidate for Audit & Supervisory Board Member	External: Candidate for External Audit & Supervisory Board Member	Independent: "Independent Auditor" as provided for by the stock exchange
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(TRANSLATION FOR REFERENCE PURPOSE ONLY)

Candidate number	Name (Date of birth)	Career summary and position at the Company (Significant concurrent positions outside the Company)			Number of Company shares held
1	Yoshinori Takahashi (November 12, 1955)	April	1978	Joined Mitsui Bank (currently Sumitomo Mitsui Banking Corporation)	– shares
		July	2006	Temporarily transferred to the Company from Sumitomo Mitsui Banking Corporation Head of Internal Audit Division of the Company	
		July	2007	Joined the Company	
		June	2016	Audit & Supervisory Board Member of the Company (to present)	
(Reasons for nomination) Mr. Yoshinori Takahashi has a thorough knowledge of the Company’s business, organization, and business processes, etc., due to his experience working as head of Internal Audit Division of the company. He is expected to make audits more effective by appropriately gathering information inside the Company and liaising with External Directors and External Audit & Supervisory Board Members, and the Internal Audit Division. He has been nominated again as a candidate for Audit & Supervisory Board Member in anticipation that he will carry out audit operations appropriately.					
2	Haruhiko Maruyama (April 4, 1958)	August	1988	Registered as certified public tax accountant	– shares
		June	2012	External Audit & Supervisory Board Member of the Company (to present)	
(Reasons for nomination) Mr. Haruhiko Maruyama has never been involved in the management of a company. However, he has expert knowledge of accounting and taxation as a tax accountant. Due to his profound knowledge of this field, he has been nominated again as a candidate for External Audit & Supervisory Board Member in anticipation that he will carry out audit operations appropriately.					
3	Ritsuko Ota (November 19, 1957)	April	1981	Joined the Tokyo Regional Tax Bureau	– shares
		July	2017	Head of Third Large Enterprise Examination Department of the Tokyo Regional Tax Bureau	
		July	2018	Retired	
		August	2018	Registered as certified public tax accountant	
		June	2019	External Audit & Supervisory Board Member of the Company (to present)	
(Significant concurrent positions outside the Company) External Audit & Supervisory Board Member of Yamatane Corporation					
(Reasons for nomination) Ms. Ritsuko Ota does not have any corporate management experience, but has gained adequate knowledge about corporate management through participating in tax administration over the years. Accordingly, she has been nominated again as a candidate for External Audit & Supervisory Board Member in anticipation that she will carry out audit operations appropriately.					

- Notes: 1. There are no special interests between the Company and any of the candidates for Board Member of Audit & Supervisory Board Members.
2. Mr. Haruhiko Maruyama and Ms. Ritsuko Ota are nominated as a candidate for External Audit & Supervisory Board Members.
3. The term of office of Mr. Haruhiko Maruyama as External Audit & Supervisory Board Members of the Company will be one (8) years at the conclusion of this Ordinary General Meeting of Shareholders. The term of office of Ms. Ritsuko Ota as External Audit & Supervisory Board Members of the Company will be one (1) year at the conclusion of this Ordinary General Meeting of Shareholders.
4. The Company has submitted notification to the Tokyo Stock Exchange, Inc. that Mr. Haruhiko Maruyama and Ms. Ritsuko Ota have been designated as “independent auditors” as provided for by the aforementioned exchange. If the two candidates are reelected, the Company plans to continue their appointment as “independent auditors”.
5. Pursuant to Article 427, paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Yoshinori Takahashi, Mr. Haruhiko Maruyama and Ms. Ritsuko Ota as Audit & Supervisory Board Members to limit their liability for damages under Article 423, paragraph 1 of the Companies Act. If the three candidates are reelected, the Company plans to renew this agreement with them.

[Reference] Independence Standards for External Directors and
External Audit & Supervisory Board Members of the Company

Yonex (“the Company”) defines its standard for independence of External Directors and External Audit & Supervisory Board Members as follows.

They are deemed to maintain independence from the Company if none of the following conditions is found to apply from a survey conducted by the Company to a reasonably possible extent.

1. Persons engaged in business execution*1) of the Company or the Company’s subsidiary (collectively, “the Group”), or persons who have been engaged in business execution of the Group at any time during the past 10 years.
2. Major shareholders (a shareholder holding 10% or more of voting rights including direct and indirect holdings) of the Group or persons engaged in business execution of such shareholders.
3. Persons engaged in an incorporated entity or other organization of which the Group holds 10% or more of voting rights (including direct and indirect holdings).
4. Major business partners of the Group or persons engaged in business execution of such business partners to which the Group provides products or services for which the transaction value in the most recent fiscal year exceeds 2% of the Group’s annual consolidated sales.
5. Parties for whom the Group is a major business partner or persons engaged in business execution of such parties that provide the Group with products or services for which the transaction value in the most recent fiscal year exceeds 2% of such business partner group’s annual consolidated sales
6. Persons engaged in business execution of a major incorporated entity from which the Group has borrowings *2).
7. Persons belonging to an auditing firm performing statutory audits of the Group, and have been in charge of the audit of the Group (except for subservient role).
8. Consultants, or legal or accounting professionals compensated with large amounts of money or deriving other financial benefits *3), other than as remuneration of Director or Audit & Supervisory Board Member, from the Group (if these financial benefits are received by incorporated entity such as consulting firm, law firm or accounting firm, or other organization such as union, this item refers to a person engaged in business execution of such organization).
9. Persons receiving donations or grants above a certain threshold *4) from the Group (If the donations or grants are received by an incorporated entity, partnership or other organization, this item refers to a person engaged in business execution of such organization).
10. Persons engaged in business execution of an incorporated entity or other organization accepting directors from the Group.
11. Persons to whom any of items 2 through 10 apply during the most recent 3 years.
12. Spouse or relatives within the second degree of kinship to a person to whom any of items 1 through 11 apply (Limited to a person in an important position). *5)

*1) “Persons engaged in business execution” refers to executive directors, executive officers, persons in roles equivalent to these and employees engaged in an incorporated entity or other organization. If it is necessary to judge independence of external audit & supervisory board members, it includes nonexecutive directors.

*2) “Major incorporated entity from which the Group has borrowings” refers to financial institutions or major creditors upon which the Group is dependent, and is essential for the Company’s financing.

*3) “Large amounts of money or other financial benefits” refers to amounts in excess of the higher of 10 million yen per person, or 2% of total income of such organization for the most recent fiscal year.

*4) “Donations or grants above a certain threshold” refers to donations or grants in excess of the higher of 10 million yen or 30% of total expense of such organization for the most recent fiscal year.

*5) “Persons in an important position” refers to executive directors, executive officers, corporate executives; employees in a management position at the level of department head or higher.