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Securities Code 7735
June 3, 2019

To Those Shareholders with Voting Rights

Eiji Kakiuchi
Representative Director,
President, Chief Executive Officer
SCREEN Holdings Co., Ltd.
Tenjinkita-machi 1-1, Teranouchi-agaru
4-chome, Horikawa-dori, Kamigyo-ku,
Kyoto, Japan

NOTICE OF THE 78th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 78th Ordinary General Meeting of Shareholders of the Company. The Meeting will be held as described below.

If you are unable to attend the Meeting, you can exercise your voting rights in writing or through electromagnetic devices (Internet, etc.). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. (JST) on June 24, 2019 (Monday).

1. **Date and Time:** Tuesday, June 25, 2019 at 10:00 a.m. (JST)
2. **Place:** 5th Floor of the Head Office Building, SCREEN Holdings Co., Ltd.
Tenjinkita-machi 1-1, Teranouchi-agaru 4-chome, Horikawa-dori,
Kamigyo-ku, Kyoto, Japan
3. **Agenda of the Meeting:**
 - Matters to be reported:** (1) The Business Report, the Consolidated Financial Statements, and results of each audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors for the 78th fiscal term (from April 1, 2018 to March 31, 2019)
 - (2) The Non-consolidated Financial Statements for the 78th fiscal term (from April 1, 2018 to March 31, 2019)
 - Proposals to be resolved:**
 - Proposal No. 1:** Appropriation of Surplus
 - Proposal No. 2:** Election of Nine Directors
 - Proposal No. 3:** Election of Two Corporate Auditors

Notes:

1. Of the documents to be included in this Notice of Convocation, the “Consolidated Statements of Changes in Shareholders’ Equity” and “Notes to the Consolidated Financial Statements” of the Consolidated Financial Statements and the “Statements of Changes in Shareholders’ Equity” and “Notes to the Non-consolidated Financial Statements” of the Non-consolidated Financial Statements are posted on the Company’s website (<https://www.screen.co.jp/>) in accordance with laws and regulations and Article 16 of the Articles of Incorporation of the Company, and are not included in the attached documents of this Notice of Convocation. The Consolidated Statements of Changes in Shareholders’ Equity, the Notes to the Consolidated Financial Statements, the Statements of Changes in Shareholders’ Equity and the Notes to the Non-consolidated Financial Statements are a subset of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor and Corporate Auditors during preparation of the Audit Reports.
2. In the event that the Business Report, the Consolidated Financial Statements, the Non-consolidated Financial Statements and the Reference Documents for the General Meeting of Shareholders are modified, the Company will post such modification on its website (<https://www.screen.co.jp/>).
3. For those attending, please hand in the enclosed Voting Rights Exercise Form at the reception desk on arrival at the Meeting.

Invitation for the Management Conditions Briefing Session

You are cordially invited to attend the Management Conditions Briefing Session, which will be held after the General Meeting of Shareholders in the same venue.

Guidance on Exercise of Voting Rights

Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by the following methods.

Shareholders Who Are Attending the Meeting

Please submit the enclosed Voting Rights Exercise Form at the reception.

Date and Time: 10:00 a.m. on Tuesday, June 25, 2019

Shareholders Who Are Not Attending the Meeting

Exercise of Voting Rights by Writing (Postal Mail)

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by the following deadline.

Deadline for Exercise of Voting Rights: 5:00 p.m. on Monday, June 24, 2019

Exercise of Voting Rights via the Internet, etc.

Please access the Company's designated website for exercise of voting rights (<https://www.web54.net>), use the "Voting Rights Exercise Code" and "Password" stated on the enclosed Voting Rights Exercise Form, and follow the instructions on the screen to indicate your vote for or against the proposals.

Deadline for Exercise of Voting Rights: 5:00 p.m. on Monday, June 24, 2019

(Note) Internet service provider and telecommunications carrier fees (connection fees, etc.) when using the Internet shall be borne by the shareholder.

Exercise of Voting Rights by Smartphone (Smart Voting)

You can exercise your voting rights by scanning the "Voting Rights Exercise Website Login QR Code for Smartphones" stated on the enclosed Voting Rights Exercise Form. This does not require the use of the "Voting Rights Exercise Code" or "Password."

Deadline for Exercise of Voting Rights: 5:00 p.m. on Monday, June 24, 2019

(Note) If you wish to change your vote after exercising your voting rights, you will need to scan the QR code again and enter the "Voting Rights Exercise Code" and "Password" stated on the Voting Rights Exercise Form.

(Note) Internet service provider and telecommunications carrier fees (connection fees, etc.) when using the Internet shall be borne by the shareholder.

Handling the Exercise of Voting Rights

- If your voting right is exercised in duplicate in writing (postal mail) and via the Internet, etc., the vote exercised via the Internet, etc. shall be the vote deemed valid.
- If you exercise your voting right multiple times via the Internet, or exercise your voting right in duplicate using a personal computer and smartphone, only the last vote exercised shall be deemed valid.

Inquiries Concerning the Operation Procedures of Personal Computers, etc.

Sumitomo Mitsui Trust Bank Stock Transfer Agency web support (exclusive number)

Toll Free Number: 0120-652-031 (9:00 a.m. to 9:00 p.m. (JST))

For Institutional Investors

Institutional investors may also exercise voting rights through electromagnetic means using the "Electronic Voting Rights Exercise Platform" operated by ICJ, Inc. for this Ordinary General Meeting of Shareholders.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The SCREEN Group works to secure the retained earnings necessary for growth investment and the sound maintenance of a financial base able to respond to future changes in the business environment. Considering this aim and other factors, the SCREEN Group's basic policy is to provide a total consolidated shareholder return ratio of 25% or above.

Based on the policy above, it is proposed that year-end dividends for the 78th fiscal term be distributed as follows:

- (1) Matters concerning the distribution of dividend property to shareholders and its aggregate amount
97 yen per share of common stock of the Company, or 4,535,465,666 yen in an aggregate amount
- (2) Date on which the dividend of surplus becomes effective
June 26, 2019

Proposal No. 2: Election of Nine Directors

The terms of office of nine Directors, namely Messrs. Eiji Kakiuchi, Shin Minamishima, Katsutoshi Oki, Soichi Nadahara, Yoichi Kondo, Kimito Ando, Shosaku Murayama, Shigeru Saito and Makoto Yoda, will expire at the close of this Meeting. Accordingly, the Company proposes election of nine Directors.

The nominees for Director are as follows:

No.	Name	Position and responsibility in the Company	Attendance at Meetings of the Board of Directors
1	Eiji Kakiuchi <u>Reelection</u>	Representative Director President Chief Executive Officer (CEO)	100% (14/14 meetings)
2	Toshio Hiroe <u>New candidate</u>	-	-
3	Katsutoshi Oki <u>Reelection</u>	Managing Director Chief Officer of Sustainability Promotion	100% (14/14 meetings)
4	Soichi Nadahara <u>Reelection</u>	Managing Director Chief Technology Officer (CTO)	100% (14/14 meetings)
5	Yoichi Kondo <u>Reelection</u>	Managing Director Chief Financial Officer (CFO)	100% (14/14 meetings)
6	Kimito Ando <u>Reelection</u>	Director Chief Officer of General Affairs & HR Strategy Chief Officer of Tokyo Representative	100% (14/14 meetings)
7	Shigeru Saito <u>Reelection</u> <u>Outside</u> <u>Independent</u>	Director	100% (14/14 meetings)
8	Makoto Yoda <u>Reelection</u> <u>Outside</u> <u>Independent</u>	Director	100% (11/11 meetings)
9	Hidemi Takasu <u>New candidate</u> <u>Outside</u> <u>Independent</u>	-	-

Note:

Attendance by Mr. Makoto Yoda represents his attendance at Meetings of the Board of Directors held after his assumption of office on June 26, 2018.

No.
1

Eiji Kakiuchi ■ Profile, position and responsibility in the Company

Reelection

Date of Birth

April 3, 1954

**Number of shares of
the Company held**

24,976

April 1981 Joined the Company
April 2005 Corporate Officer
April 2006 Corporate Officer (Senior)
April 2007 Corporate Executive Officer
April 2011 Chief Officer of IR, Security Export Control, GPS and
Group G10
June 2011 Director
April 2014-present: Representative Director
President
April 2016-present: Chief Executive Officer (CEO)

■ Significant concurrent position

Director, SCREEN Semiconductor Solutions Co., Ltd.
Director, SCREEN Graphic Solutions Co., Ltd.
Director, SCREEN Finetech Solutions Co., Ltd.
Director, SCREEN PE Solutions Co., Ltd.
Director, SCREEN Advanced System Solutions Co., Ltd.

■ Reasons for selection as a candidate for Director

Mr. Eiji Kakiuchi is currently President and has a wealth of management experience and wide insights in domestic and overseas business divisions of the Company, and the Company has judged that he can fulfill his responsibilities and duties as Director to improve corporate value of the Company, and requests his continued election as Director.

No.
2

Toshio Hiroe ■ Profile, position and responsibility in the Company

New Candidate

Date of Birth

May 5, 1959

**Number of shares of
the Company held**

13,367

April 1983 Joined the Company
April 2006 Vice President, Semiconductor Equipment Company
April 2007 Corporate Officer
October 2009 Deputy General Manager, R&D Center
April 2011 Corporate Officer (Senior)
April 2014 President, FPD Equipment Company
August 2014 President, SCREEN Finetech Solutions Co., Ltd.
April 2019-present: Chairman, SCREEN Finetech Solutions Co., Ltd.

■ Significant concurrent position

Chairman, SCREEN Finetech Solutions Co., Ltd.

■ Reasons for selection as a candidate for Director

Mr. Toshio Hiroe has a wealth of experience and wide insights in domestic and overseas business and technology divisions, and the Company has judged that he can fulfill his responsibilities and duties as Director to further improve corporate value of the Company, and requests his election as Director.

No. 3	Katsutoshi Oki	■ Profile, position and responsibility in the Company	
	Reelection	April 1981 March 2009	Joined Nippon Life Insurance Company General Manager, 2nd Corporate Relations Management Department, Nippon Life Insurance Company
	Date of Birth June 2, 1958	April 2011	Joined the Company Deputy General Manager, Business Service Center
	Number of shares of the Company held 7,450	April 2012 June 2013 June 2014-present: October 2014: April 2019-present:	Corporate Executive Officer Director Managing Director Chief Officer of Corporate Strategy Chief Officer of Sustainability Promotion
		■ Reasons for selection as a candidate for Director Mr. Katsutoshi Oki is currently Managing Director and has a wealth of experience and expertise in domestic and overseas areas, making significant contributions to system reforms of the Company. The Company has judged that he can fulfill his responsibilities and duties as Director of the Company, and requests his continued election as Director.	

No. 4	Soichi Nadahara	■ Profile, position and responsibility in the Company	
	Reelection	April 1986 April 2001	Joined TOSHIBA CORPORATION Group Manager, Processing Technology Promotion Center, Semiconductor Company, TOSHIBA CORPORATION
	Date of Birth December 2, 1957	April 2004 October 2004 April 2006 April 2011	Joined the Company Vice President, Semiconductor Equipment Company Corporate Officer Corporate Officer (Senior)
	Number of shares of the Company held 15,151	April 2013-present: June 2014-present:	Chief Technology Officer (CTO) Managing Director
		■ Reasons for selection as a candidate for Director Mr. Soichi Nadahara is currently Managing Director and has a wealth of experience and diverse expertise in technology and development divisions of another company and the Company, and the Company has judged that he can fulfill his responsibilities and duties as Director of the Company, and requests his continued election as Director.	

No. 5	Yoichi Kondo	■ Profile, position and responsibility in the Company	
	Reelection	April 1982	Joined The Bank of Tokyo, Limited (Currently MUFG Bank, Ltd.)
	Date of Birth September 25, 1958	June 2010 June 2013	Corporate Officer, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (Currently MUFG Bank, Ltd.) Joined the Company Corporate Officer (Senior)
	Number of shares of the Company held 4,954	April 2014 June 2014-present:	General Manager, General Administration Division Managing Director Chief Financial Officer (CFO)
		■ Reasons for selection as a candidate for Director Mr. Yoichi Kondo is currently Managing Director and has a wealth of experience in domestic and overseas areas and expertise regarding finance and accounting, and the Company has judged that he can fulfill his responsibilities and duties as Director of the Company, and requests his continued election as Director.	

No.
6

Kimito Ando

■ Profile, position and responsibility in the Company

Reelection

Date of Birth

December 25, 1958

Number of shares of the Company held

6,541

April 1981	Joined the Company
April 2006	President, Human Resources Company
April 2011	Corporate Officer
April 2014	Corporate Officer (Senior)
August 2014	Director, SCREEN Semiconductor Solutions Co., Ltd.
April 2016	Corporate Executive Officer, SCREEN Semiconductor Solutions Co., Ltd.
June 2017-present:	Director Chief Officer of General Affairs & HR Strategy Chief Officer of Tokyo Representative

■ Significant concurrent position

Director, SCREEN Business Support Solutions Co., Ltd.

■ Reasons for selection as a candidate for Director

Mr. Kimito Ando is currently Director and has a variety of experience and wide insights in the Company's businesses and its General Administration Division, and has led business as an executive of core business companies. The Company has judged that he can fulfill his responsibilities and duties as Director with high ethics to contribute to the strengthening of the Business Operating Company's corporate governance as Chief Officer of CSR, etc., and requests his continued election as Director.

No.
7

Shigeru Saito

■ Profile, position and responsibility in the Company

Reelection

Outside

Independent

Date of Birth

January 26, 1957

Number of shares of the Company held

1,339

November 1979	Joined TOSE CO., LTD. Head of Development Division, TOSE CO., LTD.
October 1985	Director, TOSE CO., LTD.
February 1987	President, TOSE CO., LTD.
September 2004	President and CEO, TOSE CO., LTD.
June 2013-present:	Director of the Company
December 2015	Chairman and CEO, TOSE CO., LTD.
-present:	
June 2017-present:	Outside Director, Wacoal Holdings Corp.

■ Significant concurrent position

Chairman and CEO, TOSE CO., LTD.
Outside Director, Wacoal Holdings Corp.

■ Reasons for selection as a candidate for Outside Director

Mr. Shigeru Saito is currently Outside Director and serves as Chairman and CEO at another company, and based on his accumulated wealth of knowledge and experience, the Company has judged that he can further improve the supervisory functions of management by expressing opinions from various viewpoints, and requests his continued election as Outside Director.

No.
8

Makoto Yoda

■ Profile, position and responsibility in the Company

Reelection

Outside

Independent

Date of Birth

January 24, 1950

**Number of shares of
the Company held**

600

March 1972

Joined Japan Storage Battery Co., Ltd.
(Currently GS Yuasa International Ltd.)

June 2004

President, GS Yuasa Power Supply Co., Ltd.
(Currently GS Yuasa International Ltd.)

June 2006

President, GS Yuasa Corporation

October 2007

Chief Executive Officer (CEO), GS Yuasa Corporation

June 2015

Chairman, GS Yuasa Corporation

Chairman, GS Yuasa International Ltd.

May 2016

Chairman, Kyoto Industrial Association, Inc.

June 2017-present:

Advisor, GS Yuasa Corporation

June 2018-present:

Director of the Company

■ Significant concurrent position

Advisor, GS Yuasa Corporation

■ Reasons for selection as a candidate for Outside Director

Mr. Makoto Yoda is currently Outside Director, and has a wealth of insights as a manager for many years, and based on his diverse experiences, including as Chairman of Kyoto Industrial Association, Inc., the Company has judged that he can further improve the supervisory functions of management by expressing opinions from various viewpoints, and requests his continued election as Outside Director.

No.
9

Hidemi Takasu

■ Profile, position and responsibility in the Company

New candidate

Outside

Independent

Date of Birth

January 5, 1948

**Number of shares of
the Company held**

1,000

March 1971

Joined Toyo Electronics Industry Corporation
(Currently ROHM Co., Ltd.)

June 1997

Director and Deputy General Manager, ULSI Research &
Development Headquarters, ROHM Co., Ltd.

June 2009

Managing Director and General Manager, LSI General
Headquarters, in charge of Research & Development
Headquarters, ROHM Co., Ltd.

October 2009

Managing Director and General Manager, Research &
Development Headquarters, ROHM Co., Ltd.

May 2013

Managing Director in charge of Quality and General
Manager, Research & Development Headquarters, ROHM
Co., Ltd.

July 2013

Managing Director in charge of Business Creation and
Quality, ROHM Co., Ltd.

August 2017

Advisor, Samco Inc.

October 2018-present: Substitute Corporate Auditor, Samco Inc.

■ Significant concurrent position

Colleague, ROHM Co., Ltd.

Substitute Corporate Auditor, Samco Inc.

■ Reasons for selection as a candidate for Outside Director

Mr. Hidemi Takasu has a wealth of management experience as an officer in charge of technology at another company as well as strong relationship with domestic and overseas universities. Based on his wealth of knowledge and expertise, the Company has judged that he can further improve the supervisory functions of management by expressing opinions from various viewpoints, and requests his election as Outside Director.

Notes:

1. Of Director nominees, Messrs. Shigeru Saito, Makoto Yoda and Hidemi Takasu are nominated as Outside Director. The Company has reported Messrs. Shigeru Saito and Makoto Yoda to Tokyo Stock Exchange Group, Inc. as an independent director/auditor. They will continuously serve as an independent director/auditor if they are re-elected as proposed. Additionally, if Mr. Hidemi Takasu is elected as proposed, the Company intends that he will also serve as an independent director/auditor.
2. There is no special interest between the Director nominees and the Company.
3. The number of years for which the Outside Director nominees have served as Director of the Company
 - (1) Mr. Shigeru Saito will have served as Director of the Company for six years at the close of this Meeting.
 - (2) Mr. Makoto Yoda will have served as Director of the Company for one year at the close of this Meeting.
4. Limitation of Liability Agreement with Outside Directors
The Company has concluded a Limitation of Liability Agreement with Messrs. Shigeru Saito and Makoto Yoda to limit their liability as prescribed in the provision of Article 423, Paragraph 1 of the Company Law pursuant to Article 427, Paragraph 1 of the Company Law. Under the agreement, their liability for damages shall be limited within the amount prescribed by laws and regulations. When Messrs. Shigeru Saito and Makoto Yoda are elected as proposed, their agreement will be renewed. Additionally, when Mr. Hidemi Takasu is elected as proposed, the Company intends to enter into a similar agreement to limit his liability for damages.
5. Director nominee Mr. Eiji Kakiuchi is scheduled to resign from Director of respective companies as provided in significant concurrent position above as of the close of this year's general meeting of shareholders of respective companies. Director nominee Mr. Toshio Hiroe is scheduled to assume positions of Director of such respective companies upon approval of such respective general meeting of shareholders, and is scheduled to resign from the position of Chairman for SCREEN Finetech Solutions Co., Ltd.

Proposal No. 3: Election of Two Corporate Auditors

Corporate Auditor Mr. Tatsuo Miyawaki will resign at the close of this Meeting. In addition, the term of Corporate Auditor Mr. Akio Umeda will expire at the close of this Meeting. Accordingly, the Company proposes election of two Corporate Auditors.

The nominee for Corporate Auditor Mr. Hirofumi Ota will be appointed as a substitute of Corporate Auditor Mr. Tatsuo Miyawaki. His term will expire at the end of retiring Corporate Auditor's term pursuant to the Articles of Incorporation of the Company.

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

The nominees for Corporate Auditor are as follows:

No. 1	Hirofumi Ota	■ Profile and position in the Company
	New candidate	April 1981 April 2005
	Date of birth June 17, 1957	Joined the Company General Manager, Finance & Accounting Department, Accounting Company General Manager, Finance & Accounting Group, Business Service Center April 2014 General Manger, Finance & Accounting Group, General Administration Division
	Number of shares of the Company held 1,200	October 2014-present April 2016-present General Manager, Finance & Accounting Department Corporate Officer
		■ Reasons for selection as a candidate for Corporate Auditor Mr. Hirofumi Ota has experienced the accounting operations of the Company for many years, and has professional knowledge regarding finance and accounting. Based on this wealth of experience and expertise, the Company has judged that he can appropriately fulfill his duties and responsibilities as Corporate Auditor, and requests his election.
No. 2	Akio Umeda	■ Profile and position in the Company
	Reelection	April 1985 October 2003 October 2005 October 2009 April 2014 April 2015 June 2015-present
	Date of birth August 31, 1961	Joined The Daiwa Bank, Ltd. (Currently Resona Bank Ltd.) General Manager, IR Office, Planning Division, Resona Holdings, Inc. General Manager, Corporate Communications Division, Resona Holdings, Inc. General Manager, Osaka Public Affairs Division, Resona Bank, Ltd. Manager, Human Resources Division, Resona Bank, Ltd. Joined the Company Assistant to Chief Officer of General Affairs & Human Resources Corporate Auditor
	Number of shares of the Company held 1,179	
		■ Reasons for selection as a candidate for Corporate Auditor Mr. Akio Umeda is currently Corporate Auditor, and has a wealth of experience and knowledge accumulated over planning and IR operations in domestic and overseas at another company. Based on this experience and expertise, the Company has judged that he can appropriately fulfill his duties and responsibilities as Corporate Auditor, and requests his continued election.

Notes:

1. There is no special interest between the Corporate Auditor nominees and the Company.
2. Corporate Auditor nominee Mr. Hirofumi Ota has experienced the accounting operations of the Company for many years, and has extensive knowledge regarding finance and accounting.