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Securities Code: 7718
May 8, 2017

Dear Shareholders with Voting Rights:

STAR MICRONICS CO., LTD.
20-10, Nakayoshida, Suruga-ku,
Shizuoka-shi, Shizuoka Prefecture,
Japan

NOTICE OF THE 92nd ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 92nd 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 by paper ballot or via the Internet, etc. Please review the Reference Documents for General Meeting of Shareholders, and return the enclosed Voting Rights Exercise Form with your vote so as to arrive by 5:00 p.m. on Wednesday, May 24, 2017.

Very truly yours,

Mamoru Sato
President and CEO

The 92nd Ordinary General Meeting of Shareholders

- 1. Date and Time:** 10:00 a.m., Thursday, May 25, 2017.
 - 2. Place:** Conference Room, Head Office of the Company
20-10, Nakayoshida, Suruga-ku, Shizuoka-shi, Shizuoka Prefecture
 - 3. Agenda of the Meeting:**
 - Matters to be reported:**
 1. Business Report, Consolidated Financial Statements for the 92nd Fiscal Term (from March 1, 2016 to February 28, 2017) and results of audits by the Accounting Auditor and Audit & Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the 92nd Fiscal Term (from March 1, 2016 to February 28, 2017)
 - Proposals to be resolved:**
 - Proposal 1:** Appropriation of Surplus
 - Proposal 2:** Election of four (4) Directors (excluding Directors who serve as an Audit & Supervisory Committee Member)
- ◎ For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival at the meeting.
- ◎ If there is any modification in the Reference Documents for General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements, the modified matter will be posted on our Internet website (<http://www.star-m.jp/eng/index.html>).

Reference Documents for General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

We position the return and distribution of profits to shareholders as an important management priority. For this fiscal year, we intend to implement the basic policy of a dividend payout ratio (consolidated) of 40% or more while taking into consolidated DOE (Dividend on Equity Ratio).

Based on the above policy, we propose to pay a year-end cash dividend for this fiscal year of ¥24 per share. Due to this, because interim dividends of ¥24 per share have already been paid, annual dividends will be ¥48 per share, an increase of ¥2 per share from the previous fiscal year.

1. Class of dividend assets

Money

2. Matters concerning the allotment of dividend assets to shareholders and total amount
¥24 per share of common stock of the Company (annual dividend including the interim dividend is ¥48 per share)

Total amount of dividends: ¥894,996,144

3. The date when dividend of surplus becomes legally valid

May 26, 2017

Proposal 2: Election of four (4) Directors (excluding Directors who serve as an Audit & Supervisory Committee Members)

The terms of office of all of four (4) Directors (excluding Directors who serve as an Audit & Supervisory Committee Members) will expire at the conclusion of this meeting. Accordingly, election of the following four (4) Directors (excluding Directors who serve as an Audit & Supervisory Committee Members) is proposed.

Moreover, for this proposal, we have received opinions from the Audit & Supervisory Committee that all nominees for Director are qualified.

The nominees for Directors (excluding Directors who serve as an Audit & Supervisory Committee Members) are as follows:

No.	Name (Date of Birth)	Career summary, status and assignment at the Company, and important concurrent positions	Number of shares of the Company held
1.	Reelection Hajime Sato (December 23, 1951)	<p>April 1975 Enters the Company as an employee</p> <p>March 1992 Manager, Presidential Office</p> <p>October 1993 General Manager, General Affairs Department</p> <p>May 1995 Director of the Company</p> <p>June 1995 General Manager, IS Department</p> <p>August 1996 General Manager, Human Resources Department</p> <p>May 1999 General Manager, Finance & Accounting Department</p> <p>September 1999 Senior General Manager, General Administration Headquarters</p> <p>May 2000 Senior General Manager, Electronic Products Group Headquarters</p> <p>May 2002 Managing Director of the Company</p> <p>May 2006 Senior Managing Director of the Company</p> <p>May 2009 Representative Director, President and CEO of the Company</p> <p>March 2017 Representative Director, Chairman of the Board of Directors of the Company (to present)</p>	105,400
<p>[Reasons for deciding a nominee for a Director]</p> <p>Mr. Hajime Sato has extensive experience gained while serving as one of the Company's managers for a long period of time, and from May 2009, as President and CEO, he has shown strong leadership and decision-making capabilities based on his high level of knowledge and track record with regard to management. From March 2017, as Chairman of the Board of Directors, he has been fulfilling his responsibilities appropriately in the overall management of the Group as well as in the operation of the Board of Directors. For these reasons, the Company judges that he is eligible to be a Director of the Company, and would like to reelect him as a Director.</p>			

No.	Name (Date of Birth)	Career summary, status and assignment at the Company, and important concurrent positions		Number of shares of the Company held
2.	Reelection Mamoru Sato (January 5, 1960)	July 1984 June 2004 May 2008 March 2009 March 2012 May 2012 May 2014 March 2017	Enters the Company as an employee Executive Manager, Sales and Marketing Department, Special Products Division Director of the Company Deputy General Manager, Special Products Division General Manager, Special Products Division Executive Officer of the Company Senior Vice General Manager, General Administration Headquarters General Manager, General Administration Headquarters Managing Director of the Company Representative Director, President and CEO of the Company (to present)	60,100
	[Reasons for deciding a nominee for a Director] In addition to his extensive experience and track record gained while carrying out business execution at the Special Products Division and the General Administration Headquarters, Mr. Mamoru Sato possesses knowledge of management gained primarily from his experience engaging in management as a Managing Director for both of these organizations. Also, from March 2017, as President and CEO, he has been the driving force in the overall management of the Group. For these reasons, the Company judges that he is eligible to be a Director of the Company, and would like to reelect him as a Director.			
3.	Reelection Hiroshi Tanaka (August 6, 1954)	August 1980 June 2001 September 2004 May 2006 May 2007 May 2008 March 2012 May 2014	Enters the Company as an employee Executive Manager, Sales and Marketing Department, Machine Tools Division, Mechanical Products Group Headquarters Executive Manager, Sales and Marketing Department, Machine Tools Division Director of the Company, Deputy General Manager, Machine Tools Division, Executive Manager, Sales and Marketing Department, Machine Tools Division General Manager, Machine Tools Division, Mechanical Products Group Headquarters General Manager, Machine Tools Division Executive Officer of the Company Managing Director of the Company (to present)	15,500
	(Important concurrent positions) President, Star CNC Machine Tool Corp. President, Star Micronics AG President, Star Micronics GB Ltd. Director, Star Micronics GmbH Chairman of the Board of Directors, Shanghai Xingang Machinery Co., Ltd.			
[Reasons for deciding a nominee for a Director] In addition to his extended experience and track record gained through business execution at the Machine Tools Division for a long period of time, with his experience of being engaged in management as a Managing Director and other experience, Mr. Hiroshi Tanaka possesses knowledge of management with regard to our Machine Tools Division and Precision Products Division. For these reasons, the Company judges that he is eligible to be a Director of the Company, and would like to reelect him as a Director.				

No.	Name (Date of Birth)	Career summary, status and assignment at the Company, and important concurrent positions	Number of shares of the Company held
4.	Reelection Outside Independent Seigo Iwasaki (October 8, 1946)	<div> <div>March 1996</div> <div>Director, Shizuoka Gas Company, Ltd.</div> </div> <div> <div>March 2000</div> <div>Managing Director, Shizuoka Gas Company, Ltd.</div> </div> <div> <div>March 2001</div> <div>Senior Managing Director, Shizuoka Gas Company, Ltd.</div> </div> <div> <div>March 2006</div> <div>Representative Director, President, Shizuoka Gas Company, Ltd</div> </div> <div> <div>January 2011</div> <div>Representative Director, Chairman of the Board of Directors, Shizuoka Gas Company, Ltd. (to present)</div> </div> <div> <div>May 2014</div> <div>Outside Director of the Company (to present)</div> </div> <div> <div>June 2015</div> <div>Outside Director, Murakami Corporation (to present)</div> </div> <div> <div>(Important concurrent positions)</div> <div>Chairman of the Board of Directors and Representative Director, Shizuoka Gas Company, Ltd.</div> <div>Outside Director, Murakami Corporation</div> </div>	3,600
[Reasons for deciding a nominee for an Outside Director] Mr. Seigo Iwasaki is the Representative Director of Shizuoka Gas Company, Ltd. The Company would like to elect him as an Outside Director in the hope that he will continue to utilize his abundant experience and broad knowledge as a business manager in the Company's adequate decision making process and supervision of the Directors' business execution.			

Notes:

1. No conflict of interest exists between the Company and the above nominees for Directors.
2. Mr. Seigo Iwasaki is a nominee for Outside Director.
3. Mr. Seigo Iwasaki is an Outside Director of the Company at present, and his incumbent term of office as Outside Director will be three years as of the conclusion of this General Meeting of Shareholders.
4. The Company has designated and reported to the Tokyo Stock Exchange, Inc. that Mr. Seigo Iwasaki is an Independent Director as set forth in the Regulations of the Tokyo Stock Exchange. Furthermore, proposed agenda pass in its original form, he is to remain as an Independent Director.
5. Pursuant to the provisions of paragraph 1, Article 427 of the Companies Act, the Company has entered into an agreement with Mr. Seigo Iwasaki to limit liability due to negligence of duties; provided, however, that the limit on liability under the relevant agreement shall be an amount set forth by law. Furthermore, should this proposed agenda pass in its original form, the Company will plan to sustain such current agreement with him.

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