

THE NEW VALUE FRONTIER



Notice of the 62nd Ordinary General Meeting of Shareholders

June 24, 2016

Kyoto, Japan

KYOCERA Corporation

6 Takeda Tobadono-cho, Fushimi-ku, Kyoto, Japan

Please note that this is an English translation of the Japanese original of the Notice of the 62nd Ordinary General Meeting of Shareholders of Kyocera Corporation distributed to shareholders in Japan. The translation is prepared solely for the reference and convenience of foreign shareholders. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

June 3, 2016

To our shareholders

Notice of the 62nd Ordinary General Meeting of Shareholders

This is to inform you that Kyocera Corporation (the “Company”) will hold its 62nd Ordinary General Meeting of Shareholders (the “Meeting”), as described below, which you are cordially invited to attend.

If you are unable to attend the Meeting, please examine the attached reference documents for the General Meeting of Shareholders and exercise your voting rights in written form (voting card) or electronically (via Internet or other means), **no later than 5:30 p.m. Thursday, June 23, 2016, Japan time.**

- 1. Date and Time** 10:00 a.m. on Friday, June 24, 2016, Japan Time
- 2. Venue** 20th Floor Event Hall at the Head Office of the Company,
6 Takeda Tobadono-cho, Fushimi-ku, Kyoto, Japan

3. Purpose of the Meeting

Matters to Be Reported

- (1) Contents of the business report, consolidated financial statements and the audit results of consolidated financial statements by the Accounting Auditor and the Audit & Supervisory Board for the 62nd fiscal year (April 1, 2015 to March 31, 2016)
- (2) Contents of the non-consolidated financial statements for the 62nd fiscal year (April 1, 2015 to March 31, 2016)

Matters to Be Resolved

- Proposal 1 Appropriation of Surplus
- Proposal 2 Election of Six (6) Directors
- Proposal 3 Election of Four (4) Audit & Supervisory Board Members

4. Matters Relating to Exercise of Voting Rights

(1) Method of Exercising Voting Rights in Written Form (Voting Card)

Please indicate your vote “for” or “against” the proposal on the voting card enclosed herewith and ensure it is returned to us no later than the deadline mentioned above.

(2) Method of Exercising Voting Rights Electronically (via Internet or other means)

Please access the website (<http://www.evotep.jp/>) to exercise voting rights through a personal computer, smartphone or mobile phone. Using the code and password written on the voting card enclosed herewith and follow the instructions on the website. Please enter “for” or “against” the proposal no later than the deadline mentioned above.

[Handling in Event Multiple Exercises Voting Rights]

- (1) In the event that any shareholder exercises voting rights in written form (voting card) and electronically (via Internet or other means), the electronically exercised voting rights shall prevail.
- (2) In the event of multiple electronically exercised of voting rights (via Internet or other means) by a shareholder, the last electronically exercised voting right shall prevail.

Truly yours,

Goro Yamaguchi
President and Representative Director
KYOCERA Corporation

Notes:

1. **If you attend the Meeting, please hand the enclosed voting card to the receptionist.**
2. **The accompanying documents for the Notice of the 62nd Ordinary General Meeting of Shareholders are included in the attached “Report for the Year Ended March 31, 2016;” however, the “Notes to Consolidated Financial Statements” and the “Notes to Financial Statements” are available to shareholders on the Company’s website (http://global.kyocera.com/ir/s_info.html), pursuant to the provisions of laws and regulations as well as the Articles of Incorporation of the Company. The “Notes to Consolidated Financial Statements” and the “Notes to Financial Statements” are a part of the Consolidated Financial Statements and the Financial Statements that were audited by Audit & Supervisory Board Members and the Accounting Auditor in preparing the Audit Reports.**
3. **In the event of any changes to the reference documents for the General Meeting of Shareholders, the business report, the financial statements or the consolidated financial statements, the Company shall give notice thereof to shareholders by posting it on the Company’s website (http://global.kyocera.com/ir/s_info.html), which can be accessed via Internet.**

Reference Documents for the General Meeting of Shareholders

Proposals and References are as follows:

Proposal 1 Appropriation of Surplus

The Company believes that the best way to meet shareholders' expectations is to improve the consolidated performance of the Company on an ongoing basis.

The Company has adopted the principal guideline that dividend amounts should be within a range based on net income attributable to shareholders of the Company on a consolidated basis, and has set its dividend policy to maintain a consolidated dividend ratio at a level of approximately 30% or more of consolidated net income. In addition, the Company determines dividend amounts based on an overall assessment, taking into account various factors including the amount of capital expenditures necessary for the medium to long-term growth of the Company.

Pursuant to this policy and based on full year performance through the year ended March 31, 2016, the Company proposes a year-end dividend for the year ended March 31, 2016 in the amount of 50 yen per share. When aggregated with the interim dividend in the amount of 50 yen per share, the total annual dividend will be 100 yen per share, the same amount as the year ended March 31, 2015.

The Company also proposes that funds shall be set aside as General Reserve, taking into account the necessary reserve amounts for creation of new businesses, exploitation of new markets, development of new technologies and acquisition of outside management resources that enable us to achieve stable and sustainable growth of the Company.

The proposed appropriation of surplus is as follows:

1. Matters Relating to Year-end Dividend

(1) Type of Assets Distributed as Dividend:

Cash

(2) Matters Relating to the Appropriation to Shareholders of Assets Distributed as Dividend and Aggregate Amount thereof:

50 yen per share of common stock of the Company.

The aggregate amount thereof shall be 18,342,853,850 yen.

(3) Effective Date of the Distribution of Surplus as Dividend:

June 27, 2016

2. Matters Relating to Appropriation of General Reserve

(1) Category of Surplus to Increase and Amount thereof:

General Reserve: 37,000,000,000 yen.

(2) Category of Surplus to Decrease and Amount thereof:

Unappropriated Retained Earnings: 37,000,000,000 yen.

Proposal 2 Election of Six (6) Directors

The Company proposes that six (6) Directors be elected by the following reasons.

1. Election of Director (except Independent Outside Director)

The organizational structure of the Company is architected by election of the Director who understand the company well from the leader of each business unit. This election supplements four directors who had been retired from March 2015 to March 2016 and is one addition for organizational structure reinforcement. The company proposes that five (5) Directors be newly elected.

2. Election of Independent Outside Director

The Company has two Outside Directors to supervise the management. The Company proposes that one (1) more Independent Outside Director be elected. From this the Company secures the systems more than two Independent Outside Directors required by Corporate governance code Principle 4-8, established by Tokyo Stock Exchange.

Pursuant to Paragraph 2 of Article 21 of the Articles of Incorporation of the Company, the term of the office of the Directors to be elected at this Meeting will expire when the term of the other Directors currently in office expires.

The candidates for the Directors are as follows:

No.	Name (Date of birth)	Career Summary, Position and Area of Responsibility, and Important Concurrent Post		Number of the Company's Shares held
1*	Takashi Kuki (May 15, 1957)	Mar. 1982	Joined the Company	
		Oct. 2003	General Manager of Corporate Sales Group of the Kyocera Mita Corporation (currently Kyocera Document Solutions Corporation)	
		Apr. 2015	Executive Officer of the Company President and Representative Director of the Kyocera Document Solutions Corporation [Present]	1,781
		Apr. 2016	Managing Executive Officer of the Company [Present]	
	Reason of the candidate for Director	Mr. Takashi Kuki is in charge of domestic and international sales about the business of Information Equipment since his joining the company. From 2015, he contributes to global development of the business of Information Equipment as a President and Representative Director of the Kyocera Document Solutions Corporation that is a subsidiary of the Company. The Company nominated him as a Director because the Company believes that he will be adequately capable of accomplishing his duties as a Director of the Company, based on his such experience and exceptional insight.		
2*	Hideo Tanimoto (Mar. 18, 1960)	Mar. 1982	Joined the Company	
		Apr. 2014	General Manager of Corporate Fine Ceramics Group [Present]	
		Apr. 2015	Executive Officer of the Company	1,693
		Apr. 2016	Managing Executive Officer of the Company [Present]	
	Reason of the candidate for Director	Mr. Hideo Tanimoto is in charge of engineering and production of fine ceramics since his joining the Company. From 2014, he contributes to development of the business of Fine Ceramics as a General Manager of Corporate Fine Ceramics Group. The Company nominated him as a Director because the Company believes that he will be adequately capable of accomplishing his duties as a Director of the Company, based on his such experience and exceptional insight.		

No.	Name (Date of birth)	Career Summary, Position and Area of Responsibility, and Important Concurrent Post		Number of the Company's Shares held
3*	Koichi Kano (Sep. 21, 1961)	Mar. 1985	Joined the Company	3,055
		Jun. 2005	General Manager of Circuit Device Division	
		Apr. 2012	General Manager of Corporate Development Group [Present]	
		Apr. 2013	Executive Officer of the Company	
		Apr. 2015	Senior Executive Officer of the Company	
		Apr. 2016	Managing Executive Officer of the Company [Present]	
	Reason of the candidate for Director	Mr. Koichi Kano is in charge of international sales and general manager of production of electronic devices since his joining the Company. From 2012, he contributes to development of domestic and foreign subsidiaries with his appropriate leading as General Manager of Corporate Development Group. The Company nominated him as a Director because the Company believes that he will be adequately capable of accomplishing his duties as a Director of the Company, based on his such experience and exceptional insight.		
4*	John Sarvis (Mar. 4, 1950)	Dec. 1973	Joined AVX Corporation	1,812 (ADR)
		Mar. 2005	Officer of the Ceramics Division of AVX Corporation	
		Apr. 2015	President, Chief Executive Officer and Director of AVX Corporation [Present]	
	Reason of the candidate for Director	Mr. John Sarvis is in charge of Officer of Ceramic Capacitor Division of AVX Corporation, that is a subsidiary of the Company in United States of America, for many years. From 2015, he contributes to development of AVX Corporation as a Chief Executive Officer and Director. The Company nominated him as a Director because the Company believes that he will be adequately capable of accomplishing his duties as a Director of the Company, based on his such experience and exceptional insight.		
5*	Robert Whisler (Feb. 17, 1953)	Mar. 1981	Joined Kyocera America Inc.	3,573 (ADR)
		Sep. 2000	President and Director of Kyocera America Inc.	
		Jun. 2005	Executive Officer of the Company [Present]	
		Apr. 2016	President and Director of Kyocera International Inc. [Present]	
	Reason of the candidate for Director	Mr. Robert Whisler contributes to development of semiconductor package business as a President and Director of Kyocera America Inc. that is a subsidiary of the Company in United States of America, for many years. From 2016, he serves as a President and Director of Kyocera International Inc. that is a holding company and headquarters of subsidiaries in north America. The Company nominated him as a Director because the Company believes that he will be adequately capable of accomplishing his duties as a Director of the Company, based on his such experience and exceptional insight.		

No.	Name (Date of birth)	Career Summary, Position and Area of Responsibility, and Important Concurrent Post	Number of the Company's Shares held
6*	Atsushi Aoyama (Aug. 2, 1960)	Apr. 1985 Joined Mitsubishi Research Institute, Inc. May 1995 Researcher of Imperial College London Oct. 1999 Associate Professor of Resources science Laboratory, Tokyo Institute of Technology Apr. 2005 Professor of Graduate School of Technology Management, Ritsumeikan University [present]	0
	Reason of the candidate for Outside Director	The Company nominated Mr. Atsushi Aoyama as a Director because the Company believes that he will be capable of providing advice and undertaking supervision of general corporate activities as an Outside Director of the Company, based on his abundant experience and exceptional insight about area of Technology Management that study companies who make much of technology development and innovation.	

Notes:

1. Asterisks (*) above denote new candidates.
2. Mr. John Sarvis is Director, Chief Executive Officer and President of AVX Corporation, with which the Company engages in transactions relating to supply and purchase of electronic devices.
3. There is no special interest between the other candidates and the Company.
4. The number of shares of the Company owned by the candidates for the Directors above is as of March 31, 2016 and it includes their ownership in the Stock Purchase Plan for Kyocera Group Executives.
5. Candidates who substantively own common stock of the Company by way of American Depositary Receipts (ADRs) are as follows:

Mr. John Sarvis	1,812 shares of common stock of the Company (1,812 ADRs)
Mr. Robert Whisler	3,573 shares of common stock of the Company (3,573 ADRs)
6. Matters with respect to the candidate for an Outside Director are as follows:
 - (1) Mr. Atsushi Aoyama is candidate for Outside Director.
 - (2) The Company enters into an agreement with Mr. Atsushi Aoyama, regarding the limitation of his liability for damages due to negligence in the performance of his duties, in accordance with the provisions of the Companies Act and the Articles of Incorporation of the Company. The amount of his liability, as set under such agreement, shall be limited to the smallest amount specified in the applicable laws and regulations.
 - (3) The Company will designate Mr. Atsushi Aoyama as an independent Director as provided for the rules Tokyo Stock Exchange upon his election as an Outside Director.

Proposal 3 Election of Four (4) Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Messrs. Osamu Nishieda, Yoshinori Yasuda and Nichimu Inada will expire at the conclusion of the Meeting. And Audit & Supervisory Board Members Messrs. Yoshihiro Kano, Kouji Mae and Yasunari Koyano are resigned. Accordingly, the Company proposes that four (4) Audit & Supervisory Board Members be elected. Among candidates Messrs. Itsuki Harada and Masaaki Akiyama have high expertise on finance and accounting. From this the Company secures Audit & Supervisory Board Member who has appropriate expertise on finance and accounting required by Corporate Governance Code Principle 4-11.

The Audit & Supervisory Board has consented to the proposal.

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

No.	Name (Date of birth)	Career Summary, Position and Area of Responsibility, and Important Concurrent Post		Number of the Company's Shares held
1	Osamu Nishieda (Jan. 10, 1943)	Apr. 1975	Admitted to be the Bar, Registered in the Osaka Bar Association [Present]	
		Feb. 1986	Legal Counsel to the Company [Present]	579,513
		Jun. 1993	Audit & Supervisory Board Member of the Company [Present]	
	Reason of the candidate for Audit & Supervisory Board Member	The Company nominated Mr. Osamu Nishieda as an Audit & Supervisory Board Member because the Company believes that he will be capable of conducting a general audit of corporate activities as an Audit & Supervisory Board Member continuously based on his familiarity with the Company's internal affairs and his abundant knowledge and experience as an attorney at law.		
2*	Itsuki Harada (Aug. 5, 1955)	Mar. 1980	Joined the Company	
		Oct. 1996	General Manager of Accounting Div. of Dongguan Shilong Kyocera Optics Co., Ltd. (currently Dongguan Shilong Kyocera Co., Ltd.)	361
		Apr. 2010	General Manager of Corporate Global Audit Division [Present]	
	Reason of the candidate for Audit & Supervisory Board Member	Mr. Itsuki Harada experienced an accounting division for many years. After that he is in charge of General Manager of Corporate Global Audit Division. The Company nominated Mr. Itsuki Harada as an Audit & Supervisory Board member because the Company believes that he will be capable of conducting a general audit of corporate activities as an Audit & Supervisory Board Member, based on his such abundant experiences and exceptional insight about finance and accounting.		

No.	Name (Date of birth)	Career Summary, Position and Area of Responsibility, and Important Concurrent Post		Number of the Company's Shares held
3*	Hitoshi Sakata (Jan. 22, 1953)	Apr. 1985	Admitted to be the Bar, Registered in the Kyoto Bar Association [Present]	0
		Jul. 1995	Partner of the Oike Law Office [Present]	
		Feb. 2010	Visiting Researcher of Faculty of Law, University of Cambridge	
		Apr. 2011	Professor of Graduate School of Law, Doshisha University (Doshisha Law School)	
		Jun. 2013	Outside Director of Nippon Shinyaku Co., Ltd. [Present]	
	Reason of the candidate for outside Audit & Supervisory Board Member	The Company nominated Mr. Hitoshi Sakata as an Outside Audit & Supervisory Board Member because the Company believes that he will be capable of conducting a general audit of the Company's global corporate activities as an Audit & Supervisory Board Member based on his abundant knowledge and experience as an attorney at law and his familiarity with the field of company legal affairs including Companies Act and overseas intellectual property.		
4*	Masaaki Akiyama (Jan. 4, 1945)	Oct. 1968	Joined Tomishima Audit Corporation (Currently Ernst & Young ShinNihon LLC)	0
		Mar. 1973	Registration as certified public accountant	
		Sep. 2010	Outside Audit & Supervisory Board Member of Joyful Honda Co., Ltd. [Present]	
		Apr. 2011	Supervisory Officer of United Urban Investment Corporation [Present]	
	Reason of the candidate for outside Audit & Supervisory Board Member	The Company nominated Mr. Masaaki Akiyama as an Outside Audit & Supervisory Board Member because the Company believes that he will be capable of conducting a general audit of the Company's corporate activities as an Audit & Supervisory Board Member based on exceptional insight about finance and accounting as a certified public accountant and his abundant experiences.		

Notes:

1. Asterisks (*) above denote new candidates.
2. The Company has a retainer agreement with the candidate Mr. Osamu Nishieda to retain him as the Company's legal Counsel. There are no special interests between either of the other candidates and the Company.
3. The number of shares of the Company owned by the candidates for the Audit & Supervisory Board Member above is as of March 31, 2016 and it includes their ownership in the Stock Purchase Plan for Kyocera Group Executives and the Stock Purchase Plan for Employees.
4. Matters with respect to the candidate for an Outside Audit & Supervisory Board Member are as follows:
 - (1) Messrs. Hitoshi Sakata and Masaaki Akiyama are candidates for Outside Audit & Supervisory Board Members.
 - (2) The Company believes that Mr. Masaaki Akiyama will be adequately capable of accomplishing his duties as an Outside Audit & Supervisory Board Member of the Company, because he is familiar with corporate accounting as a certified public accountant despite his lack of experience in corporate management.
 - (3) The Company enters into an agreement with Messrs. Hitoshi Sakata and Masaaki Akiyama, regarding the limitation of their liability for damages due to negligence in the performance of their duties, in

accordance with the provisions of the Companies Act and the Articles of Incorporation of the Company. The amount of their liability, as set under such agreement, shall be limited to the smallest amount specified in the applicable laws and regulations.

- (4) The Company will designate Messrs. Hitoshi Sakata and Masaaki Akiyama as Independent Directors as provided for the rules Tokyo Stock Exchange upon their election as an Outside Director.

- END -