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(Stock Exchange Code 7705)

June 8, 2020

To Shareholders with Voting Rights:

Yoshihiro Nagami
President
GL Sciences Inc.
6-22-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo

**NOTICE OF
THE 53rd ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage. We extend our deepest sympathy to those affected with COVID-19, those involved, and those affected by the spread of infection, and we hope for the earliest possible recovery.

We are pleased to inform you that the 53rd Annual General Meeting of Shareholders of GL Sciences Inc. (the “Company”) will be held for the purposes as described below.

This year, as we consider the prevention of the spread of COVID-19 and the safety of our shareholders as top priorities, we kindly ask you to exercise your voting rights in writing as much as possible. Please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form, and return it by mail so that it arrives at the Company no later than 5:15 p.m. Japan time on Wednesday, June 24, 2020.

- 1. Date and Time:** Thursday, June 25, 2020 at 10:30 a.m. Japan time
(Reception starts at 9:50 a.m.)
- 2. Place:** Bellesalle Shinjuku Grand, Conference Center
5F, Sumitomo Fudosan Shinjuku Grand Tower
8-17-1, Nishi-shinjuku, Shinjuku-ku, Tokyo, Japan
- 3. Meeting Agenda:**
 - Matters to be reported:**
 1. The Business Report, Consolidated Financial Statements for the Company’s 53rd Fiscal Year (April 1, 2019 to March 31, 2020) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 53rd Fiscal Year (April 1, 2019 to March 31, 2020)
 - Proposals to be resolved:**
 - Proposal 1:** Appropriation of Surplus
 - Proposal 2:** Election of Five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)
 - Proposal 3:** Election of One (1) Substitute Director who is an Audit and Supervisory Committee Member

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- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
You can also exercise your voting rights in advance by mailing your Voting Rights Exercise Form. This year, please use this method as much as possible.
 - ◎ Should the Reference Documents for the General Meeting of Shareholders and the Appendix

require revisions, the revised versions will be posted on the Company's website (<https://www.gls.co.jp/>).

- ◎ Of the documents to be provided, the matters listed below are posted on the Company's website (<https://www.gls.co.jp/>) in accordance with the provisions of laws and regulations as well as Article 14 of the Company's Articles of Incorporation and therefore are not provided in the Appendix to this Notice of Convocation.

- 1) Consolidated Statement of Changes in Equity
- 2) Notes to Consolidated Financial Statements
- 3) Non-consolidated Statement of Changes in Equity
- 4) Notes to Non-consolidated Financial Statements

The above-mentioned documents are part of the documents audited by the Audit and Supervisory Committee in preparing the Audit Report and by the Accounting Auditor in preparing the Accounting Audit Report.

Notice Regarding Measures against COVID-19

- ◎ We were planning to distribute souvenirs to shareholders attending the meeting, but in order to prevent the spread of infection, we will cancel the distribution this year. In addition, as in the previous year, we will not hold a reception for shareholders after the conclusion of the Annual General Meeting of Shareholders. We appreciate the understanding of our shareholders.
- ◎ This time, in terms of infection prevention, we will also cancel the briefing session of the Overview of this Year's Plan, which we used to hold until last year.

<To shareholders attending the meeting>

- ◎ We would like to ask all attending shareholders to check the status of the epidemic situation of COVID-19 and their health condition as of the date of the Annual General Meeting of Shareholders, give attention to infection prevention, and come to the venue.
- ◎ In order to prevent the spread of infectious diseases including COVID-19, all attending shareholders will have their temperatures measured at the reception of the Annual General Meeting of Shareholders. Depending on the result of temperature check, we are afraid we may not accept your entrance to the venue.
- ◎ We would like to ask all attending shareholders to wear masks and cooperate with sanitizing their hands using alcohol sanitizers set at the venue.
- ◎ Employees engaged in the operation of the Annual General Meeting of Shareholders will take measures such as wearing masks to prevent the spread of infectious diseases.

Should there be any major change in the operation of the Annual General Meeting of Shareholders due to future circumstances, information will be posted on the following website.

https://www.gls.co.jp/company/ir/shareholder_meeting.html

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company has been working to increase its internal reserves to achieve business growth and strengthen the management foundation in a dramatically changing business environment. In this context, our basic policy is to maintain stable dividends from a long-term perspective in order to meet the trust of shareholders. Based on this policy, it is proposed that the year-end dividend for the fiscal year ended March 31, 2020 be paid as follows.

1. Matters concerning year-end dividends
 - (1) Type of dividend property
Cash
 - (2) Matters related to the allotment of dividend property to shareholders and the total amount thereof
30 yen per share of common stock of the Company
Total amount: 307,796,970 yen
 - (3) Effective date of distribution of surplus
June 26, 2020
2. Other matters concerning appropriation of surplus
Not applicable

Proposal 2: Election of Five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members) is proposed.

The Audit and Supervisory Committee reviewed the status of execution of duties, performance and other matters during the fiscal year under review for each of the candidates in a comprehensive manner, and as a result, judged that the candidates are suitable for serving as the Company's 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	Yoshihiro Nagami (August 12, 1959)	<p>April 1982 Joined the Company</p> <p>April 2006 Manager, Sales Section 2, Osaka Branch Office</p> <p>April 2007 Manager attached to Sales Division</p> <p>October 2007 Seconded overseas; Executive Vice President, SHIMADZU-GL SCIENCES (SHANGHAI) LABORATORY SUPPLIES CO., LTD.</p> <p>July 2012 Operating Officer, in charge of overseas, the Company</p> <p>October 2012 Operating Officer; Deputy Executive Senior Manager, Sales Division</p> <p>April 2013 Operating Officer; Deputy Executive Senior Manager, Sales Division; Chief Manager, Affiliated-Abroad Company Administrative Office</p> <p>June 2013 Director; Executive Senior Manager, Sales Division; Chief Manager, Sales Administration Dept.; Chief Manager, Affiliated-Abroad Company Administrative Office</p> <p>July 2013 Director; Executive Senior Manager, Sales Division; Chief Manager, Affiliated-Abroad Company Administrative Office</p> <p>April 2015 Director; Chief Manager, Management Planning Office, the Company</p> <p>Director, GL Solutions Inc.</p> <p>June 2015 President; Chief Manager, Internal Audit Office; Chief Manager, Management Planning Office, the Company</p> <p>July 2015 President; Chief Manager, Internal Audit Office</p> <p>April 2018 President</p> <p>October 2018 President, GL Sciences (Shanghai) Limited (incumbent)</p> <p>June 2019 President; Chief Manager, Management Planning Office, the Company</p> <p>July 2019 President (incumbent)</p>	26,182 shares
[Reason for nomination as candidate for Director] Mr. Yoshihiro Nagami is responsible for overall management as the Company's President. He has a wealth of knowledge and insight through his experience in domestic and overseas sales. Therefore, the Company judges that he is capable of appropriately fulfilling duties as a Director of the Company, and thus nominates him as a candidate for Director.			
[Special interests between the candidate for Director and the Company] None			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
2	Shoichi Ryo (December 21, 1955)	April 1979	Joined the Company	27,166 shares
		October 1991	Manager, Tsukuba Sales Office	
April 2003	Manager, Yokohama Sales Office			
January 2008	Chief Manager, Domestic Sales Dept., Sales Division			
April 2012	Operating Officer; Executive Senior Manager, Sales Division			
April 2013	Operating Officer; Executive Senior Manager, Sales Division; Chief Manager, Sales Administration Dept.			
June 2013	Director; Executive Senior Manager, General Technical Division; Chief Manager, Customer Support			
April 2014	Director; Executive Senior Manager, General Technical Division			
June 2015	Executive Director; Executive Senior Manager, General Technical Division			
April 2017	Executive Director; Executive Senior Manager, Production Division (incumbent)			
[Reason for nomination as candidate for Director] Mr. Shoichi Ryo is thoroughly conversant with the market through his many years of experience in domestic sales. He also has in-depth knowledge and insight about R&D through his experience as the person responsible for the R&D and technical sectors. Currently, as the person responsible for the production sector, he is spearheading the Company's management. The Company judges that he is capable of appropriately fulfilling duties as a Director of the Company, and thus nominates him as a candidate for Director.				
[Special interests between the candidate for Director and the Company] None				
3	Toshio Kurokawa (September 12, 1958)	April 1981	Joined the Company	35,273 shares
		April 2005	Deputy Manager, Kita kanto Sales Office	
November 2005	Manager, Kita kanto Sales Office			
December 2011	Chief Manager, Management Planning Office			
July 2012	Operating Officer; Chief Manager, Management Planning Office			
April 2013	Director, GL Solutions Inc.			
June 2013	Director; Chief Manager, Management Planning Office			
April 2015	Director; Executive Senior Manager, Sales Division; Chief Manager, Affiliated-Abroad Company Administrative Office			
April 2016	Director; Executive Senior Manager, Sales Division (incumbent)			
October 2018	Director, GL Sciences (Shanghai) Limited (incumbent)			
[Reason for nomination as candidate for Director] Mr. Toshio Kurokawa is thoroughly conversant with the market through his many years of experience in domestic sales. He also has in-depth knowledge and insight about the Company's overall management through his experience as Chief Manager of Management Planning Office and Affiliated-Abroad Company Administrative Office. Currently, as the person responsible for the sales sector, he is spearheading the Company's management. The Company judges that he is capable of appropriately fulfilling duties as a Director of the Company, and thus nominates him as a candidate for Director.				
[Special interests between the candidate for Director and the Company] None				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company
4	Takao Tamura (January 1, 1958)	December 1981	Joined the Company	27,146 shares
		April 2005	Manager, Customer Support	
		October 2006	Manager, LC Section, Customer Support	
		April 2012	Chief Manager, Instruments R&D Dept.; Manager, Instruments R&D Section, General Technical Division	
		July 2013	Operating Officer; Chief Manager, Instruments R&D Dept.	
		April 2015	Operating Officer; Chief Manager, Customer Support; Manager, LC Section	
		April 2017	Operating Officer; Executive Senior Manager, General Technical Division; Chief Manager, Customer Support, the Company	
			Director, FL Holdings Co., Ltd. Director, FLOM, Inc. (incumbent)	
		June 2017	Director; Executive Senior Manager, General Technical Division; Chief Manager, Customer Support, the Company	
		April 2019	Director; Executive Senior Manager, General Technical Division (incumbent)	
[Reason for nomination as candidate for Director] Mr. Takao Tamura has many years of experience in customer support sections as well as in the R&D sector. He has in-depth knowledge and experience concerning the Company's products and the needs of both the developers and users. Currently, as the person responsible for the technical sector, he is spearheading the Company's management. The Company judges that he is capable of appropriately fulfilling duties as a Director of the Company, and thus nominates him as a candidate for Director.				
[Special interests between the candidate for Director and the Company] None				
5	Osamu Serizawa (May 25, 1960)	April 1983	Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)	1,336 shares
		May 2009	General Manager, Kanda-Ekimae Branch	
		September 2011	General Manager, On-site Credit Supervision Office, Credit Division	
		June 2013	Audit & Supervisory Board Member, SEIKAGAKU CORPORATION	
		June 2014	Director; General Manager, Business Administration Dept., SEIKAGAKU CORPORATION	
		April 2017	Advisor to Administrative Division, the Company	
		June 2018	Director, Executive Senior Manager, Administrative Division (incumbent)	
		October 2018	Director, GL Sciences (Shanghai) Limited (incumbent)	
[Reason for nomination as candidate for Director] Mr. Osamu Serizawa worked at listed companies, including a financial institution. He has abundant managerial experience and a wealth of knowledge and experience concerning financial and administrative aspects. The Company judges that he is capable of appropriately fulfilling duties as a Director of the Company, and thus nominates him as a candidate for Director.				
[Special interests between the candidate for Director and the Company] None				

(Note) The number of shares of the Company held by candidates for Directors is as of March 31, 2020 and includes the number of shares held in the name of the Company's Director Shareholding Association.

Proposal 3: Election of One (1) Substitute Director who is an Audit and Supervisory Committee Member

In order to ensure that the number of incumbent Audit and Supervisory Committee Members does not fall below that required by laws and regulations, the election of one (1) substitute Director who is an Audit and Supervisory Committee Member is proposed.

The effectiveness of the election in this Proposal may be cancelled by a resolution of the Board of Directors, only before the candidate assumes the position of Director who is an Audit and Supervisory Committee Member.

The Audit and Supervisory Committee has previously given its approval to this proposal.

The candidate for substitute Director who is an Audit and Supervisory Committee Member is as follows.

Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	
Kazuya Ishikawa (September 20, 1956)	April 1980	Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)	-
	July 2001	General Manager, Atsugi Branch	
	April 2004	General Manager, Yotsuya Branch	
	April 2007	General Manager, Oomori Branch	
	May 2009	Joined MST Insurance Service Co., Ltd.	
	October 2017	Managing Executive Officer, Deputy General Manager, Administration Division, MST Insurance Service Co., Ltd.	
	June 2019	Director and Full-time Audit and Supervisory Committee Member, Techno Quartz Inc. (incumbent)	
[Reason for nomination as candidate for substitute Audit and Supervisory Committee Member (Outside Director)] Mr. Kazuya Ishikawa has significant knowledge about finance and accounting through his career at financial institutions for many years and the Company judges that he is capable of appropriately fulfilling his duties in the Company's audit and supervision, and thus nominates him as a candidate for substitute Audit and Supervisory Committee Member.			
[Special interests between the candidate for substitute Audit and Supervisory Committee Member (Outside Director) and the Company] None			

(Notes)

1. Mr. Kazuya Ishikawa is a candidate for substitute Audit and Supervisory Committee Member (candidate for Outside Director).
2. If Mr. Kazuya Ishikawa assumes the position of Audit and Supervisory Committee Member, the Company intends to enter into an agreement with him in accordance with the Company's Articles of Incorporation to limit his liability to the amount stipulated by laws and regulations.
3. If Mr. Kazuya Ishikawa assumes the position of Audit and Supervisory Committee Member, the Company intends to submit him as an independent director to the Tokyo Stock Exchange and submit a notification of the appointment to the said Exchange.

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