

THE FOLLOWING IS AN ENGLISH TRANSLATION PREPARED FOR THE CONVENIENCE OF THE SHAREHOLDERS AND INVESTORS. THE OFFICIAL TEXT IN JAPANESE OF THE NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HAS BEEN PREPARED IN ACCORDANCE WITH STATUTORY PROVISIONS AND MAILED TO THE RESPECTIVE SHAREHOLDERS SEPARATELY. SHOULD THERE BE ANY INCONSISTENCY BETWEEN THE TRANSLATION AND THE OFFICIAL TEXT IN TERMS OF THE CONTENTS OF THE NOTICE, THE LATTER SHALL PREVAIL. THE COMPANY ACCEPTS NO LIABILITY FOR ANY MISUNDERSTANDING CAUSED BY THE TRANSLATION FOR ANY REASON WHATSOEVER.

Securities Code: 6869
June 2, 2014

Notice of the 47th Ordinary General Meeting of Shareholders

Dear Shareholders:

We would hereby like to inform you that the 47th Ordinary General Meeting of Shareholders (the "Meeting") will be held as follows, and we would be grateful if you could attend the Meeting.

If you are unable to attend the Meeting, you are entitled to vote in writing, or via our online voting website. Please refer to the reference materials contained herein, indicate your approval or disapproval of the items to be resolved in this Meeting on the enclosed ballot form and return it to us by 5:35 p.m. on Thursday, June 19, 2014. As an alternative, you may exercise your voting rights on our designated voting website (<http://www.evotep.jp/>).

Yours faithfully,

Hisashi Ietsugu,
Representative Director, Chairman and CEO
SYSMEX CORPORATION
1-5-1, Wakinohama-Kaigandori,
Chuo-ku, Kobe, Hyogo Prefecture
651-0073, Japan

- 1. Date and Time:** Friday, June 20, 2014, at 10 a.m.
2. Venue: "SHOUN" Room, 4th Floor, Kobe Seishin Oriental Hotel,
5-6-3, Kojidai, Nishi-ku, Kobe, Hyogo Prefecture, Japan
- 3. Agenda:**
- Items to be reported:**
1. Business Report, Consolidated Financial Statements for the 47th fiscal year (from April 1, 2013 to March 31, 2014), as well as Auditing Reports on Consolidated Financial Statements by the Accounting Auditors and by the Board of Corporate Auditors
 2. Non-consolidated Financial Statements for the 47th fiscal year (from April 1, 2013 to March 31, 2014)
- Items to be resolved:**
- Bill No. 1:** Appropriation of Surplus
Bill No. 2: Election of Two (2) Directors
Bill No. 3: Election of One (1) Corporate Auditor

* If you are attending the meeting, please submit the enclosed ballot form to the reception desk at the meeting venue.

* The following matters, however, are posted on our website (<http://www.sysmex.co.jp>) in accordance with applicable laws and regulations and the provision of Article 15 of the Articles of Incorporation, and are not included in this Notice of Convocation:

- 1) Notes to the Consolidated Financial Statements
- 2) Notes to the Non-consolidated Financial Statements

* Amendments to the Reference Materials, Business Report, Non-consolidated Financial Statements or Consolidated Financial Statements, if any, will be posted on our website (<http://www.sysmex.co.jp>).

Reference Materials for the Shareholders' Meeting

Bill No. 1 Appropriation of Surplus

Issues related to the year-end dividend:

Under the Company's basic policy to pay continuous and stable dividends to our shareholders in consideration of our consolidated performance, we will target a consolidated dividend payout ratio of 20%. Based on this policy, the Company would like to pay a year-end dividend of 33 yen per share.

Together with the interim dividend of 21 yen per share, the annual dividend will be 54 yen per share.

(1) Type of dividend

Cash

(2) The appropriation of dividends and its total amount

33 yen per share of the Company's common stock

Total dividend amount 3,417,365,754 yen

(3) Effective date for dividend

June 23, 2014

Bill No. 2 Election of Two (2) Directors

In line with our decision to increase the number of Directors by two (2) persons in order to strengthen our management structure, we would like to ask you to elect two (2) Directors. The terms of office of the newly elected Directors are to expire on the same date as those of the currently serving Directors, pursuant to the provisions of the Company's Articles of Incorporation.

The candidates for Directors are as follows:

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
1	Kaoru Asano (October 19, 1958)	<p>August 1987 Joined the Company</p> <p>April 2005 Executive Vice President of Central Research Laboratories of the Company</p> <p>April 2009 Executive Officer, Executive Vice President of Central Research Laboratories of the Company</p> <p>April 2011 Executive Officer, Executive Vice President of R&D Strategic Planning of the Company</p> <p>April 2013 Senior Executive Officer of the Company (current)</p> <p>(Duties) R&D Strategic Planning</p>	18,700
2	Kenji Tachibana (December 12, 1957)	<p>March 1980 Joined the Company</p> <p>April 2007 Executive Vice President of International Business Management of the Company</p> <p>April 2011 Executive Officer, Executive Vice President of IVD Business Strategy Development of the Company</p> <p>April 2013 Senior Executive Officer of the Company (current)</p> <p>(Duties) Business Strategy Development</p>	10,000

- Notes: 1. All the candidates are to be newly elected as Directors.
2. There is no special interest between each of the candidates and the Company.

Bill No. 3 Election of One (1) Corporate Auditor

Since the term of the Corporate Auditor, Hiromu Fujioka, will expire at the conclusion of the Meeting, we would like to ask you to elect one (1) Corporate Auditor.

In addition, the approval of the Board of Corporate Auditors has already been obtained for this bill.

The candidate for Corporate Auditor is as follows.

Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
Koichi Onishi (July 16, 1947)	July 1971	N/A
	June 2002	
	April 2004	
	April 2007	
	June 2010	
	June 2010	
	June 2013	

- Notes:
1. The candidate is to be newly elected as Corporate Auditor.
 2. There is no special interest between the candidate and the Company.
 3. Koichi Onishi is a candidate for Outside Corporate Auditor. The Company plans to report Koichi Onishi to Tokyo Stock Exchange, Inc., as an Independent Auditor based on the regulations of Tokyo Stock Exchange, Inc..
 4. Koichi Onishi is appointed as a candidate for Outside Corporate Auditor in the hope that he would audit the Company adequately utilizing his abundant experience and deep insight as a corporate manager.