

This document is a summary of the press release titled “Notice Regarding Setting of the Record Date for Convening the Extraordinary General Meeting of Shareholders Relating to Approval of the Share Exchange with Alps Electric Co., Ltd., Dividends of Surplus and the Final Examination for the Share Exchange,” which was issued on September 27, 2018. For details, please see the press release.

(Summary) Notice Regarding Setting of the Record Date for Convening the Extraordinary General Meeting of Shareholders Relating to Approval of the Share Exchange with Alps Electric Co., Ltd., Dividends of Surplus and the Final Examination for the Share Exchange

Alpine Electronics, Inc. (the “Company”) hereby announces that the Company has resolved and examined as follows at its board of directors meeting held today.

- (1) The Company has resolved as follows to set the record date for convening an extraordinary general meeting of shareholders (the “Extraordinary General Meeting of Shareholders”) at which the Company will submit a proposal for the approval of a share exchange agreement (the “Share Exchange Agreement”) concerning a share exchange through which Alps Electric Co., Ltd. (“Alps Electric” and, together with the Company, the “Companies”) will become a wholly owning parent company of the Company and the Company will become a wholly owned subsidiary (the “Share Exchange”). It was announced that the Extraordinary General Meeting of Shareholders would be held in mid-December 2018, and the Company will disclose the date as soon as it is determined at a board of directors meeting to be held in the future.

Public notice date: September 28, 2018
Record date: October 15, 2018
Method of public notice: Electronic public notice
(To be posted on the Company’s website: <http://www.alpine.co.jp/>)

It is planned that such proposal is to be submitted to the Extraordinary General Meeting of Shareholders without revising the current share exchange ratio agreed by the Companies in the Share Exchange Agreement (the “Share Exchange Ratio”).

- (2) The Company has resolved to submit a proposal regarding the distribution of surplus (the “Special Dividends”) to the Extraordinary General Meeting of Shareholders, subject to the condition that the proposal of the Share Exchange Agreement will be approved at the Extraordinary General Meeting of Shareholders.

Record date: October 15, 2018
Dividend per share: 100 yen
Total amount of dividends: 6,895 million yen
Effective date: To be determined
Source of dividends: Retained earnings

- (3) Moreover, as the means to take a cautious approach to protect the interests of its minority shareholders, the Company conducted careful discussions and consideration as to whether the Share Exchange is not disadvantageous to the minority shareholders of the Company in light of such factors as confirmation of the details including the updated factors concerning the revised financial forecasts of each of the Company and Alps Electric and the examination of the appropriateness, the details of the analysis of the Share Exchange Ratio by SMBC Nikko Securities Inc., the legal advice from TMI Associates, and the written report (*toshinsho*) received on September 26, 2018 from the third-party committee consisting of five members, to which two new members have been added (collectively, the “Final Examination”).

As a result, the Company concluded that the Share Exchange Ratio is fair on the grounds that (A) in accordance with the analysis of the Share Exchange Ratio by SMBC Nikko Securities Inc., the Share Exchange Ratio is at an appropriate level because it is within the range obtained by the DCF Analysis

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and exceeds the median value of the range obtained by the comparable company analysis, and (B) the financial analysis report received by the third-party committee from YAMADA Consulting Group Co., Ltd. also states that the share exchange ratio exceeds the upper limit of the range obtained by the DCF Analysis and the third-party committee has submitted, taking into account the financial analysis report and other analyses, a written report (*toshinsho*) to the effect that it is considered that the Share Exchange is not disadvantageous to the minority shareholders of the Company.

End