

[Translation]

Hitachi, Ltd.
6-6, Marunouchi 1-chome
Chiyoda-ku, Tokyo

May 26, 2017

Notice of the 148th Annual General Meeting of Shareholders

Dear Shareholders:

You are cordially invited to attend the 148th Annual General Meeting of Shareholders of Hitachi, Ltd. (Securities identification code: 6501; the "Company") to be held as follows:

In the event you are not able to attend, it is requested that you review the Reference Documentation for Annual General Meeting of Shareholders on pages 3 through 12 and exercise your voting rights by 5:00 p.m. of June 20, 2017 (Tuesday), as it is possible to exercise your voting rights in writing or via the Internet.

1. Date and Time **Wednesday, June 21, 2017 at 10:00 a.m. (Reception Start: 9:00 a.m.)**

2. Location **Tokyo Dome City Hall (East side of Tokyo Dome Hotel)**
3-61, Koraku 1-chome, Bunkyo-ku, Tokyo

3. Agenda

Reporting Matter

Report on the Business Report, Financial Statements, and Consolidated Financial Statements for the 148th Business Term (from April 1, 2016 to March 31, 2017), and the results of the audit on the Consolidated Financial Statements by the Accounting Auditors and the Audit Committee

Matter to Be Resolved

<Proposal>

Item Election of 13 Directors due to expiration of the term of office of all Directors

4. Matters Concerning Exercise of Voting Rights

- (1) In exercising your voting rights in writing, you will be deemed to have approved the proposal, should no indication be made on the voting form of whether you approve or disapprove the agenda item.
- (2) Should you exercise your voting rights via the Internet, your vote via the Internet will be deemed to be the official indication of your intent, even if you mail your voting form.
- (3) You may appoint only one proxy who exercises your voting rights on your behalf; provided, however, that such proxy must be a shareholder of the Company entitled to vote. In so doing, a document certifying the power of representation is required to be submitted to the Company.

Very truly yours,

Toshiaki Higashihara
President & CEO and Director

When attending the Annual General Meeting of Shareholders, you are requested to submit the enclosed voting right card at the reception.

Business Report, Financial Statements, Consolidated Financial Statements and the audit report thereof are stated in "Report on the 148th Business Term." However, part of the aforementioned documents shall be provided to the shareholders for their review by posting on the Company's website (<http://www.hitachi.co.jp/smeet/index.html>) instead, subject to the provisions of the Articles of Incorporation of the Company as well as the relevant laws and regulations.

This notice and "Report on the 148th Business Term" are also posted on the same Company's website.

In the event the Business Report, Financial Statements, Consolidated Financial Statements or Reference Documentation for the Annual General Meeting of Shareholders need to be modified in the period from the dispatch of this notice to the preceding day of the Annual General Meeting, the Company will post such modification on its website as above.



On the day of the meeting, the air conditioning will be set at a higher room temperature in order to cooperate in conserving electricity. Accordingly, the Company's staffs may be dressed in light clothing. We appreciate your understanding. For your information, please note that no gift or meal for attendants will be provided.


Reference Documentation


<Proposal>


Item Election of 13 Directors due to expiration of the term of office of all Directors


Due to expiration of the term of office of all Directors at the close of this Meeting, it is proposed that 13 Directors be elected. The Company has proposed the following 13 nominees for Directors (including 9 outside directors) to reflect global and diverse viewpoints to the management as well as to maintain and reinforce functions of supervision of management.



No.	Name (Date of Birth)	Position and Responsibilities at the Company, and Other Principal Positions Held	Brief Biography	Share Ownership
1	Baba Kalyani (Jan. 7, 1949) 	Outside Director, Hitachi, Ltd. Chairman & Managing Director, Bharat Forge Limited (India) Director, AB SKF (Sweden)*	4/1972 Joined Bharat Forge Limited (India) 10/1983 Joint Managing Director, Bharat Forge Limited 6/1994 Managing Director, Bharat Forge Limited 8/1997 Chairman & Managing Director, Bharat Forge Limited (currently in office) 6/2016 Director, Hitachi, Ltd. (currently in office)	Shares 1,000
[Reason for selection as Outside Director nominee] Mr. Kalyani was selected as an outside director nominee, since he was expected to reinforce the functional aspects of the Company's Board of Directors by supervising the execution of duties by Executive Officers and others from an independent perspective as well as reflecting his global viewpoint to the Company's Board of Directors based on his rich experience and insight as the top executive of a major global company. It has been one year since he assumed office as the Company's outside director.				
2	Cynthia Carroll (Nov. 13, 1956) 	Outside Director, Hitachi, Ltd. (Member of Nominating Committee)	10/1991 General Manager, Foil Products, Alcan Inc. (Canada) 1/1996 Managing Director, Aghinish Alumina Ltd., Alcan Inc. 10/1998 President, Bauxite, Alumina and Speciality Chemicals, Alcan Inc. 1/2002 President & CEO, Primary Metal Group, Alcan Inc. 3/2007 CEO, Anglo American plc. (UK) (Retired in April 2013) 6/2013 Director, Hitachi, Ltd. (currently in office)	Shares 3,000
[Reason for selection as Outside Director nominee] Ms. Carroll was selected as an outside director nominee, since she was expected to reinforce the functional aspects of the Company's Board of Directors by supervising the execution of duties by Executive Officers and others from an independent perspective as well as reflecting her global viewpoint to the Company's Board of Directors based on her rich experience and insight as the top executive of major global companies. It has been four years since she assumed office as the Company's outside director.				

No.	Name (Date of Birth)	Position and Responsibilities at the Company, and Other Principal Positions Held	Brief Biography		Share Ownership
3	Sadayuki Sakakibara (Mar. 22, 1943) 	Outside Director, Hitachi, Ltd. (Member of Nominating Committee and Compensation Committee) Chief Senior Advisor, Chief Senior Counselor, Toray Industries, Inc. Outside Director, Nippon Telegraph and Telephone Corporation Chairman, Japan Business Federation	4/1967	Joined Toyo Rayon Co., Ltd. (current Toray Industries, Inc.)	Shares 36,000
			6/1996	Vice President (Member of the Board), Toray Industries, Inc.	
			6/1998	Senior Vice President (Member of the Board), Toray Industries, Inc.	
			6/1999	Senior Vice President (Member of the Board and Member of the Executive Committee), Toray Industries, Inc.	
			6/2001	Executive Vice President and Representative Member of the Board, Toray Industries, Inc.	
			6/2002	President and Representative Member of the Board, Toray Industries, Inc.	
			6/2010	Chairman of the Board and Representative Member of the Board, Toray Industries, Inc.	
			6/2013	Director, Hitachi, Ltd. (currently in office)	
			6/2014	Chairman of the Board, Toray Industries, Inc.	
			6/2015	Chief Senior Advisor, Chief Senior Counselor, Toray Industries, Inc. (currently in office)	
[Reason for selection as Outside Director nominee] Mr. Sakakibara was selected as an outside director nominee, since he was expected to reinforce the functional aspects of the Company's Board of Directors by supervising the execution of duties by Executive Officers and others from an independent perspective based on his rich experience and insight as the top executive of a major global company. It has been four years since he assumed office as the Company's outside director.					

No.	Name (Date of Birth)	Position and Responsibilities at the Company, and Other Principal Positions Held	Brief Biography	Share Ownership
4	<p>George Buckley (Feb. 23, 1947)</p> 	<p>Outside Director, Hitachi, Ltd.</p> <p>Chairman, Smiths Group plc (UK)*</p> <p>Chairman of the Board, Stanley Black & Decker, Inc. (USA)*</p> <p>Director, PepsiCo, Inc. (USA)*</p>	<p>2/1993 Chief Technology Officer, Motors, Drives and Appliances, Emerson Electric Company (USA)</p> <p>9/1994 President, US Electrical Motors, Emerson Electric Company (USA)</p> <p>7/1997 President, Mercury Marine Division and Corporate Vice President, Brunswick Corporation (USA)</p> <p>4/2000 President and Chief Operating Officer, Brunswick Corporation (USA)</p> <p>6/2000 Chairman and Chief Executive Officer, Brunswick Corporation (USA)</p> <p>12/2005 Chairman of the Board, President and Chief Executive Officer, 3M Company (USA)</p> <p>2/2012 Executive Chairman of the Board, 3M Company (USA) (Retired in May 2012)</p> <p>6/2012 Chairman, Arle Capital Partners Limited (UK) (Retired in December 2015)</p> <p>Director, Hitachi, Ltd. (currently in office)</p>	<p>Shares</p> <p>19,000</p>
<p>[Reason for selection as Outside Director nominee]</p> <p>Mr. Buckley was selected as an outside director nominee, since he was expected to reinforce the functional aspects of the Company's Board of Directors by supervising the execution of duties by Executive Officers and others from an independent perspective as well as reflecting his global viewpoint to the Company's Board of Directors based on his rich experience and insight as the top executive of major global companies.</p> <p>It has been five years since he assumed office as the Company's outside director.</p>				

No.	Name (Date of Birth)	Position and Responsibilities at the Company, and Other Principal Positions Held	Brief Biography	Share Ownership
10	Kazuyuki Tanaka (Apr. 29, 1953) 	Director, Hitachi, Ltd. (Member of Audit Committee) Chairman of the Board, Hitachi Chemical Company, Ltd.	4/1977 Joined Hitachi Chemical Company, Ltd. 4/2005 Executive Officer, Hitachi Chemical Company, Ltd. 4/2006 Senior Executive Director, Hitachi Media Electronics Co., Ltd. 6/2006 Representative Director and President, Hitachi Media Electronics Co., Ltd. 4/2008 Vice President and Executive Officer, Hitachi Chemical Company, Ltd. 4/2009 Representative Executive Officer, President & Chief Executive Officer, Hitachi Chemical Company, Ltd. 6/2009 Director, Representative Executive Officer, President & Chief Executive Officer, Hitachi Chemical Company, Ltd. 4/2016 Chairman of the Board, Hitachi Chemical Company, Ltd. (currently in office) 6/2016 Director, Hitachi, Ltd. (currently in office)	Shares 13,000
[Reason for selection as Director nominee] Mr. Tanaka has rich experience and a proven performance record in the area of business management, having been engaged in the management of Group companies for many years. Mr. Tanaka was selected as a director nominee, since he was expected to reinforce the decision-making and supervisory functions of the Board of Directors by participating in the determination of Group management policies and the supervision of the execution of duties by Executive Officers and others based on his experience and performance record.				

No.	Name (Date of Birth)	Position and Responsibilities at the Company, and Other Principal Positions Held	Brief Biography	Share Ownership
11	Hiroaki Nakanishi (Mar. 14, 1946) 	Chairman of the Board and Representative Executive Officer, Hitachi, Ltd. (Member of Nominating Committee)	4/1970 Joined Hitachi, Ltd. 6/2003 Vice President and Executive Officer 4/2004 Senior Vice President and Executive Officer 6/2005 Chairman and Chief Executive Officer, Hitachi Global Storage Technologies, Inc. (Retired as CEO in March 2009) 4/2006 Executive Vice President and Executive Officer, Hitachi, Ltd. (Retired in December 2006) 4/2009 Representative Executive Officer, Executive Vice President and Executive Officer, Hitachi, Ltd. Chairman of the Board, Hitachi Global Storage Technologies, Inc. (Retired in March 2010) 4/2010 Representative Executive Officer and President, Hitachi, Ltd. 6/2010 Representative Executive Officer, President and Director, Hitachi, Ltd. 4/2014 Representative Executive Officer, Chairman & CEO and Director, Hitachi, Ltd. 4/2016 Chairman of the Board and Representative Executive Officer, Hitachi, Ltd. (currently in office)	Shares 139,000
	<p>[Reason for selection as Director nominee]</p> <p>Mr. Nakanishi has rich experience and a proven performance record, having been engaged in business management in the fields of information & telecommunication systems business, social infrastructure business and hard disk drives business, both at the Company and at overseas Group companies, as well as in the promotion of the Group's global business development. He has been engaged in the management of the Company since April 2010 as President, and as Chairman and CEO since April 2014. He has been serving as Chairman of the Board and Representative Executive Officer since April 2016. Mr. Nakanishi was selected as a director nominee, since he was expected to promote information sharing and draw on his rich experience and performance record to reinforce the decision-making function of the Board of Directors as a member of the Board.</p>			

No.	Name (Date of Birth)	Position and Responsibilities at the Company, and Other Principal Positions Held	Brief Biography		Share Ownership
12	Toyoaki Nakamura (Aug. 3, 1952) 	Director, Hitachi, Ltd. (Member of Audit Committee) Director, Hitachi High-Technologies Corporation Director, Hitachi Metals, Ltd.	4/1975 Joined Hitachi, Ltd. 1/2006 General Manager, Finance Department I, Hitachi, Ltd. 4/2007 Representative Executive Officer, Senior Vice President and Executive Officer, Hitachi, Ltd. 6/2007 Representative Executive Officer, Senior Vice President and Executive Officer, and Director, Hitachi, Ltd. 6/2009 Representative Executive Officer, Senior Vice President and Executive Officer, Hitachi, Ltd. 4/2012 Representative Executive Officer, Executive Vice President and Executive Officer, Hitachi, Ltd. 4/2016 Associate, Hitachi, Ltd. 6/2016 Director, Hitachi, Ltd. (currently in office)		Shares 69,000
	[Reason for selection as Director nominee] Mr. Nakamura has rich experience and a proven performance record, having been engaged in operations in such areas as accounting and financial affairs and management at the Company. Mr. Nakamura was selected as a director nominee, since he was expected to reinforce the supervisory functions of the Company's Board of Directors by supervising the execution of duties by Executive Officers and others based on his rich experience and a proven performance record.				
13	Toshiaki Higashihara (Feb. 16, 1955) 	Representative Executive Officer, President & CEO and Director, Hitachi, Ltd. (Member of Compensation Committee)	4/1977 Joined Hitachi, Ltd. 4/2007 Vice President and Executive Officer 4/2008 President, Hitachi Power Europe GmbH 4/2010 Representative Executive Officer, President and Chief Executive Officer, Hitachi Plant Technologies, Ltd. 6/2010 President and Representative Director, Hitachi Plant Technologies, Ltd. 4/2011 Vice President and Executive Officer, Hitachi, Ltd. 4/2013 Senior Vice President and Executive Officer, Hitachi, Ltd. 4/2014 Representative Executive Officer and President & COO, Hitachi, Ltd. 6/2014 Representative Executive Officer, President & COO and Director, Hitachi, Ltd. 4/2016 Representative Executive Officer, President & CEO and Director, Hitachi, Ltd. (currently in office)		Shares 62,000
	[Reason for selection as Director nominee] Mr. Higashihara has rich experience and a proven performance record, having been engaged in business management in a broad range of fields, including social infrastructure business and power systems business, both at the Company and at Group companies, as well as in the promotion of the Group's global business development. He has been engaged in the management of the Company as President & COO since April 2014 and as President & CEO since April 2016. Mr. Higashihara was selected as a director nominee, since he was expected to continue to promote information sharing and draw on his rich experience and performance record to reinforce the decision-making function of the Board of Directors as a member of the Board.				

Notes:

1. Messrs. Baba Kalyani, Sadayuki Sakakibara, George Buckley, Harufumi Mochizuki, Takatoshi Yamamoto, Philip Yeo and Hiroaki Yoshihara and Meses. Cynthia Carroll and Louise Pentland are nominees who fulfill the qualification requirements to be outside director nominees as provided for in Article 2, Paragraph 3, Item 7 of the Enforcement Regulations of the Companies Act. The Company has reported all of them as independent directors to the Japanese stock exchanges where the Company is listed.
2. The Company maintains a limited liability agreement (hereinafter referred to as "Agreement") with Messrs. Baba Kalyani, Sadayuki Sakakibara, George Buckley, Harufumi Mochizuki, Takatoshi Yamamoto, Philip Yeo, Hiroaki Yoshihara, Kazuyuki Tanaka and Toyoaki Nakamura and Meses. Cynthia Carroll and Louise Pentland. The general intent of the Agreement is to limit the liability of Directors provided for in Article 423, Paragraph 1 of the Companies Act to the aggregate amount of each item stipulated under Article 425, Paragraph 1 of the Companies Act. The Agreement will be renewed should the aforementioned individuals be reappointed at this Meeting.
3. Mitsui O.S.K. Lines, Ltd., where Mr. Sadayuki Sakakibara served as an outside director until June 2014, was found to have committed a breach of Antimonopoly Act concerning the transactions of Specific Vehicle Transportation Business, in the cease and desist order along with order for payment of surcharge issued to other companies in March 2014 by the Japan Fair Trade Commission. Mr. Sakakibara has been constantly expressing his opinions at the company's Board of Directors with a view to strengthening its compliance and risk management structures. On receiving the report on the aforementioned facts and the progress thereafter, etc., Mr. Sakakibara engaged in the deliberation on the preventative measures, etc. while expressing various suggestions and opinions for further enhancing the company's internal control system.
4. Mr. Hiroaki Yoshihara served as Non-Executive Director (a similar position to outside director under the Companies Act) at the Company's overseas subsidiaries from September 2008 to March 2012.
5. In the event this agenda is approved, the members and the chair of the committees are expected to be as follows:

Nominating Committee	Harufumi Mochizuki (Chair), Cynthia Carroll, Sadayuki Sakakibara, Hiroaki Nakanishi
Audit Committee	Hiroaki Yoshihara (Chair), Harufumi Mochizuki, Takatoshi Yamamoto, Kazuyuki Tanaka, Toyoaki Nakamura
Compensation Committee	Harufumi Mochizuki (Chair), Sadayuki Sakakibara, Takatoshi Yamamoto, Toshiaki Higashihara
6. The Company has business relations, including the Company's purchasing of products of Toray Industries, Inc. and Toray's purchasing of the Company's products, with Toray where Mr. Sadayuki Sakakibara is currently serving as Chief Senior Advisor, Chief Senior Counselor. The amount of transactions for fiscal 2016, however, is minimal (less than 1%) compared with the consolidated revenues of either party. In addition, the Company pays membership fees, etc. to the Japanese Business Federation, where Mr. Sakakibara is currently serving as Chairman. The amount of transactions in fiscal 2016, however, is minimal (less than 1%) compared with the ordinary revenues of the Japanese Business Federation.
7. The Company has no business relationships with Bharat Forge Limited, where Mr. Baba Kalyani is currently serving as Chairman & Managing Director, with PayPal Holdings, Inc., where Ms. Louise Pentland is currently serving as Executive Vice President, Chief Business Affairs and Legal Officer, with Tokyo Small and Medium Business Investment & Consultation Co., Ltd., where Mr. Harufumi Mochizuki is currently serving as President and Representative Director, with SPRING Singapore, where Mr. Philip Yeo is currently serving as Chairman and with Economic Development Innovations Singapore Pte. Ltd., where Mr. Philip Yeo is currently serving as Chairman of the Board.
8. Mr. Hiroaki Yoshihara served as Vice Chairman of KPMG International until April 2007. However, the Accounting Auditors of the Company do not belong to the KPMG Group. In addition, there is no contractual relationship between Mr. Yoshihara and the Company in relation to accounting and other professional services or consulting services, etc.
9. The positions with * in "Other Principal Positions Held" of each nominee are similar positions in each of the foreign corporations to outside director under the Companies Act.