

[Translation for Reference and Convenience Purposes Only]

Please note that the following is an unofficial English translation of Japanese original text of the Notice of Convocation of the 78th Ordinary General Meeting of Shareholders of Kurita Water Industries Ltd. The Company provides this translation for reference and convenience purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities Code: 6370
June 6, 2014

Dear Shareholders

Toshiyuki Nakai
President and Representative Director
Kurita Water Industries Ltd.
10-1, Nakano 4-chome, Nakano-ku, Tokyo

NOTICE OF CONVOCATION OF THE 78th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby provide notice that the 78th Ordinary General Meeting of Shareholders of Kurita Water Industries Ltd. (the "Company") shall be held as described below and request your attendance thereat.

If you are unable to attend on the day of the meeting, you may exercise your voting rights in writing or via the Internet. Please review the attached REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS described hereinafter, and exercise your voting rights in one of the ways below.

For your exercise of voting rights in writing, please indicate your approval or disapproval for each of the proposals listed on the enclosed Voting Rights Exercise Form and return the form to the Company.

For your exercise of voting rights via the Internet, please read carefully the Guide to Exercise Voting Rights via the Internet on page 44 of the Japanese original, and input your vote of approval or disapproval for each of the proposals.

In whichever way you choose, you are requested to exercise your voting rights so that your mail or Internet results reach us no later than 5:15 p.m. on Thursday, June 26, 2014.

The time and date, place and objectives of this meeting, etc., are as described on page 2.

If you intend to attend the meeting, we request that you submit the enclosed Voting Rights Exercise Form to the reception desk at the meeting.

Any persons other than the shareholders who are entitled to exercise their voting rights (e.g., proxies who are not shareholders and companions, etc.) are not allowed to enter the place of this meeting.

The Company participates in the Electronic Voting Platform operated by ICJ, Inc.

If there are any corrections to the REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS, the Business Report, the Consolidated Financial Statements and/or the Non-Consolidated Financial Statements, such corrections will be posted on the Company's Web site (<http://www.kurita.co.jp/>).

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1. Time and Date: 10 a.m., Friday, June 27, 2014

2. Place: 10F Auditorium
Kurita Water Industries Ltd.,
Nakano Central Park East,
10-1, Nakano 4-chome, Nakano-ku, Tokyo

3. Objectives of the Meeting:

- Reports:**
1. Reports on Business Report and Consolidated Financial Statements, as well as Results of the Audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 78th Fiscal Year (From April 1, 2013, to March 31, 2014)
 2. Reports on Non-Consolidated Financial Statements for the 78th Fiscal Year (From April 1, 2013, to March 31, 2014)

Agenda:

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Election of Ten (10) Directors

Proposal No. 3: Election of One (1) Substitute Member of the Audit & Supervisory Board

4. Other Matters regarding the Convocation of the General Meeting of Shareholders

If your voting rights are exercised in duplicate in writing and via the Internet:

The exercise of your voting rights that reaches the Company last shall be deemed valid.

Provided, however, that in the event your Voting Rights Exercise Form and your exercise via the Internet reach the Company on the same date, the exercise of your voting rights via the Internet shall be deemed valid.

REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS

Proposals and References

Proposal No. 1: Appropriation of Surplus

1. Fiscal Year-End Dividends

The Company's basic policy is to pay stable dividends on an ongoing basis.

For the fiscal year ended March 31, 2014, the Company proposes to distribute the year-end dividend as described below to meet the continued support and expectations of shareholders while taking into consideration earnings performance.

(1) Type of Property for Dividends:

Money

(2) Allotment of Property for Dividends and Total Amount Thereof:

¥22 per share of the Company's common stock for a total of ¥2,621,596,318

The Company proposes that the year-end dividend per share be ¥22 per share, an increase of ¥1 per share from a year earlier.

The Company's annual dividend for the fiscal year under review would be ¥44 per share, including ¥22 per share distributed as an interim dividend, an increase of ¥1 per share from a year earlier.

(3) Effective Date of the Distribution of Surplus:

June 30, 2014

2. Other Matters Regarding the Appropriation of Surplus

For the fiscal year ended March 31, 2014, the Company proposes to break partially into the general reserve as described below in order to eliminate negative retained earnings brought forward, which arose from the cancellation of treasury stock, and execute the distribution of dividends stably at the same time.

(1) Item of Decreasing Surplus and its Amount

General reserve:

¥17,600,000,000

(2) Item of Increasing Surplus and its Amount

Retained earnings brought forward:

¥17,600,000,000

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Proposal No. 2: Election of Ten (10) Directors

The term of office of all nine (9) current Directors will expire at the conclusion of the 78th Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of ten (10) Directors, increasing the number of Directors by one (1) to strengthen the management system.

The candidates for Director are as follows:

No.	Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held	Number of the Shares of the Company Held
1	Toshiyuki Nakai (August 1, 1954) [Reappointment]	<p>Apr. 1979 Joined Kurita Water Industries Ltd.</p> <p>Jun. 2003 General Manager of Planning Dept., Corporate Planning Division</p> <p>Jun. 2005 Director</p> <p>Apr. 2006 General Manager of Corporate Planning Division</p> <p>Jun. 2007 General Manager of Sales Group II, Facilities Division</p> <p>Jun. 2009 Retired from the position of Director, Kurita Water Industries Ltd.</p> <p>Jun. 2009 President and Representative Director, Kurita Engineering Co., Ltd.</p> <p>Jun. 2011 President and Representative Director (Current position)</p>	29,000 shares
2	Kaoru Kajii (July 29, 1951) [Reappointment]	<p>Apr. 1974 Joined Kurita Water Industries Ltd.</p> <p>Apr. 2003 General Manager of Engineering Dept. I, Operations Control and Procurement Division</p> <p>Jun. 2005 Director</p> <p>Jun. 2005 General Manager of Operations Control and Procurement Division</p> <p>Apr. 2006 General Manager of Production Group, 1st Facilities Division</p> <p>Apr. 2009 General Manager of Facilities Production Division</p> <p>Jun. 2009 Managing Director (Current position)</p> <p>Jun. 2011 General Manager of Research and Development Division</p> <p>Jun. 2013 General Manager of Facilities Division and General Manager of Ultra Pure Water Supply Group, Facilities Division (Current position)</p>	26,400 shares
3	Kouichi Iioka (March 5, 1953) [Reappointment]	<p>Apr. 1975 Joined Kurita Water Industries Ltd.</p> <p>Apr. 2001 General Manager of Petroleum & Steel Industries Promotion Dept., Chemicals I Group, Chemical Service Division</p> <p>Jun. 2005 Executive Officer</p> <p>Jun. 2005 General Manager of No. 1 Chemicals I Group, Chemicals and Maintenance Services Division</p> <p>Jun. 2007 Director</p> <p>Jun. 2009 General Manager of Facilities for General Industry Group, 1st Facilities Division</p> <p>Jun. 2011 Retired from the position of Director, Kurita Water Industries, Ltd.</p> <p>Jun. 2011 President and Representative Director, Kuritec Service Co., Ltd.</p> <p>Jun. 2013 Managing Director (Current position)</p> <p>Jun. 2013 General Manager of Chemicals Division (Current position)</p>	15,900 shares

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4	Kiyoshi Itou (March 8, 1956) [Reappointment]	Apr. 1979 Jun. 2003 Jun. 2007 Jun. 2009 Jun. 2009 Jun. 2013 Jun. 2013	Joined Kurita Water Industries Ltd. General Manager of Personnel and Labor Relations Dept., Administrative Division Executive Officer Director General Manager of Administrative Division Managing Director (Current position) General Manager of Corporate Planning Division (Current position)	17,100 shares
5	Takahito Namura (November 27, 1953) [Reappointment]	Apr. 1977 Apr. 2000 Apr. 2009 Apr. 2009 Jun. 2011 Apr. 2012	Joined Kurita Water Industries Ltd. General Manager of Sales Dept. III, Chemicals I Group, Chemical Service Division Executive Officer General Manager of 3rd Group, Chemicals Division Director (Current position) General Manager of Sales Group I, Chemicals Division (Current position)	8,700 shares
6	Youichi Kurokawa (July 24, 1959) [Reappointment]	Apr. 1984 Apr. 2006 Apr. 2009 Jun. 2009 Jun. 2011 Jun. 2011 Jun. 2013	Joined Kurita Water Industries Ltd. General Manager of Planning Dept., Corporate Planning Division Executive Officer General Manager of Planning and Coordination Dept., Chemicals Division Director (Current position) General Manager of Corporate Planning Division General Manager of Facilities Production Division (Current position)	3,900 shares
7	Toshitaka Kodama (February 3, 1955) [New appointment]	Apr. 1977 Apr. 2000 Apr. 2006 Jan. 2009 Dec. 2009 Apr. 2011 Apr. 2011 Apr. 2012 Jun. 2013	Joined Kurita Water Industries Ltd. General Manager of Environmental Sales Dept. I, Environmental Water Treatment Division General Manager of Plant Marketing Dept. III, Plant Group, 2nd Facilities Division President of KURITEC (SHANGHAI) CO.,LTD. General Manager of Ultra Pure Water Supply Dept., Ultra Pure Water Supply Group, 2nd Facilities Division Executive Officer (Current position) General Manager of Water Treatment Facilities Group, Facilities Division Assistant to General Manager of Facilities Division (overseeing China) General Manager of Global Business Group, Facilities Division (Current position)	2,500 shares
8	Yoshio Yamada (June 18, 1958) [New appointment]	Apr. 1982 Apr. 2004 Apr. 2009 Jun. 2011 Jun. 2011 Jun. 2013	Joined Kurita Water Industries Ltd. General Manager of Paper and Pulp Project, No. 1 Chemicals I Group, Chemicals and Maintenance Services Division General Manager, 3rd Group, Chemicals Division Executive Officer (Current position) General Manager of Planning and Coordination Dept., Chemicals Division General Manager of Sales Group II, Chemicals Division (Current position)	3,500 shares

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9	Michiya Kadota (February 16, 1959) [New appointment]	Apr. 1983 Apr. 2006 Apr. 2008 Apr. 2012 Jun. 2013 (Significant Position Concurrently Held) President and Representative Director, Kurita Sogo Service Co., Ltd. (Planned)	Joined Kurita Water Industries Ltd. General Manager of Business Process Reengineering Dept., Corporate Planning Division General Manager of Internal Auditing Dept. General Manager of Finance and Accounting Dept., Administrative Division (Current position) Executive Officer (Current position)	1,100 shares
10	Seiji Nakamura (April 28, 1942) [Reappointment] [Candidate for an External Director] [Independent Officer]	Apr. 1965 Jun. 1992 Jun. 1994 Jun. 1994 Jun. 1995 Jun. 1996 Jun. 1998 Jun. 2000 Jul. 2003 Apr. 2007 Apr. 2012 Jun. 2013	Joined Former Mitsui O. S. K. Lines, Ltd. (currently Mitsui O.S.K. Lines, Ltd.) General Manager of Finance Division Director General Manager of Accounting Division General Manager of Corporate Planning Division Managing Director Senior Managing Director and Representative Director Executive Vice President and Representative Director President and Representative Director, MOL Ferry Co., Ltd. Member of the Policy Board of Bank of Japan Retired from Member of the Policy Board of the Bank of Japan Director of Kurita Water Industries Ltd. (Current position)	3,700 shares
<p>Notes Concerning the Candidate for External Director</p> <ul style="list-style-type: none"> · Mr. Nakamura had been active in a domain other than the Company's business activities, and therefore the Company's judgment was that he would appropriately perform the duties of an External Director by taking advantage of his valuable expertise and experience for the Company's corporate management. · His term of office as an External Director of the Company will be one (1) year as of the conclusion of this Ordinary General Meeting of Shareholders. · The Company has entered into an agreement with Mr. Nakamura that limits liability for damages stipulated in Paragraph 1, Article 423 of the Companies Act in accordance with the provisions of the Articles of Incorporation thereof based on the provisions of Paragraph 1, Article 427 of the Act. The amount stipulated in Paragraph 1, Article 425 of the Act has been set as the maximum liability for damages based on this agreement. The Company intends to continue this agreement in case this proposal is approved at this Meeting and Mr. Nakamura is reappointed as an External Director of the Company. · The Company has notified the Tokyo Stock Exchange, Inc. of the appointment of Mr. Nakamura as an Independent Officer as set forth under regulations thereof. If Mr. Nakamura's reappointment as an External Director is approved at this Meeting, he will remain in office as an Independent Officer of the Company. 				

Notes:

1. No special interest exists between the Company and any of the above ten (10) candidates for Director.
2. Michiya Kadota plans to assume the position of President and Representative Director of Kurita Sogo Service Co., Ltd. on June 26, 2014.

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Proposal No. 3: Election of One (1) Substitute Member of the Audit & Supervisory Board

To prepare for the case where the number of Member of the Audit & Supervisory Board of the Company lacks in the number set forth by the relevant laws and regulations, the Company proposes that Yoshihiro Tsuji be elected as a Substitute Member of the Audit & Supervisory Board.

The Audit & Supervisory Board has given its prior consent to this Proposal.

The candidate for Substitute Member of the Audit & Supervisory Board is as follows:

Name (Date of Birth)	Brief Personal History and Significant Positions Concurrently Held	Number of the Shares of the Company Held
Yoshihiro Tsuji (June 7, 1961) [Candidate for a Substitute External Member of the Audit & Supervisory Board]	Apr. 1994 Registered as an attorney Jun. 2001 Jointly established DAIICHI-CHUO LAW OFFICE (Current position) Jun. 2006 Substitute Member of the Audit & Supervisory Board, Kurita Water Industries Ltd. (Current position) (Significant Positions Concurrently Held) Attorney, DAIICHI-CHUO LAW OFFICE	0 shares

Notes Concerning the Candidate for a Substitute External Member of the Audit & Supervisory Board

- The Company judged that Mr. Tsuji would appropriately perform the duties of an External Member of the Audit & Supervisory Board by taking advantage of his expertise and wealth of knowledge about corporate legal affairs as an attorney for the Company's audits.
- Mr. Tsuji had not previously engaged in corporate management in ways other than acting as an external director or an external member of the Audit & Supervisory Board. However, the Company judged that he would appropriately perform the duties of an External Member of the Audit & Supervisory Board in the Company's audits because he has expertise and sufficient insight in corporate legal affairs as an attorney.
- Mr. Tsuji satisfies the requirements of an Independent Auditor as set forth under the regulations of Tokyo Stock Exchange, Inc.

Note: No special interest exists between the Company and the above candidate for Substitute Member of the Audit & Supervisory Board.