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Securities Code: 7212

June 7, 2019

To our shareholders:

Yuichi Fukuda
President & CEO
F-TECH INC.
19 Showanuma, Shobucho, Kuki-shi, Saitama

Notice of the 64th Annual General Meeting of Shareholders

You are cordially invited to attend the 64th Annual General Meeting of Shareholders of F-TECH INC. (the “Company”) to be held as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for General Meeting of Shareholders, and exercise your voting rights, so that your vote is received no later than 5:00 p.m. on Tuesday, June 25, 2019 (JST).

1. Date and Time: Wednesday, June 26, 2019, at 10:00 a.m. (reception starts at 9:00 a.m.) (JST)

2. Venue: Momo room, fifth floor, Hotel Rafre Saitama
3-2 Shintoshin, Chuo-ku, Saitama-shi, Saitama

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements, and audit reports by financial auditors and the Board of Auditors of the Consolidated Financial Statements for the 64th fiscal year (from April 1, 2018 to March 31, 2019).
2. The Non-consolidated Financial Statements for the 64th fiscal year (from April 1, 2018 to March 31, 2019).

Matters to be resolved:

- | | |
|-----------------------|--------------------------------|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of 11 Directors |
| Proposal No. 3 | Election of Three Auditors |
| Proposal No. 4 | Payment of Bonuses to Officers |

- When you attend the meeting in person, please submit the enclosed voting form at the reception.
- Any changes in the Reference Documents for General Meeting of Shareholders, Business Report, Consolidated Financial Statements, or Non-consolidated Financial Statements will be posted on the Company’s website.
- Among the documents should be provided with this Notice, the below-mentioned documents are posted on the Company’s website in accordance with laws and regulations, and the provision of Article 17 of the Articles of Incorporation of the Company, and are not included in this Notice. Accordingly, the documents attached to this notice are a part of the Consolidated Financial Statements or the Non-consolidated Financial Statements audited by the auditor in preparing an audit report and by the financial auditor in preparing an accounting audit report.
 - (i) Notes to the Consolidated Financial Statements
 - (ii) Notes to the Non-consolidated Financial StatementsThe Company’s website (<https://www.fttech.co.jp/>)

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The dividend policy of the Company is as stated in the Reference Documents (in Japanese only).

Giving consideration to the future business development, the Company proposes to pay the year-end dividend for the fiscal year under review of JPY10 per share.

Year-end dividends

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property to shareholders and their aggregate amount
JPY10 per common share of the Company
Total amount: JPY187,078,430
- (3) Effective date of dividends of surplus
June 27, 2019

Proposal No. 2 Election of 11 Directors

At the conclusion of this meeting, the terms of office of all 11 Directors will expire.

Therefore, the Company proposes the election of 11 Directors.

The candidates for Director are as follows:

Candidate No.	Name	Current position and responsibilities in the Company	Candidate status
1	Yuichi Fukuda	President & CEO	Reelection
2	Kenichi Ando	Executive Vice President Operating Officer Chief SED Officer and Regional CEO of North America	Reelection
3	Hajime Fujitaki	Director & Managing Officer Division Manager of Sales & Marketing Division and Regional CEO of Asia	Reelection
4	Noriyuki Miyaoka	Director & Managing Officer Division Manager of Purchasing Division	Reelection
5	Shigeharu Tobita	Director & Managing Officer General Manager of Corporate Planning Office and Regional CEO of China	Reelection
6	Yoshinori Furusawa	Director & Managing Officer Division Manager of Research & Development Division	Reelection
7	Mitsuru Takeuchi	Director & Senior Operating Officer Division Manager of Production Planning Division	Reelection
8	Hiroyuki Aoki	Director & Senior Operating Officer Division Manager of Management Planning Division	Reelection
9	Kazuhiko Ogawa	Director & Senior Operating Officer Division Manager of Engineering Division	Reelection
10	Naoko Tomono	Director	Reelection Outside Independent
11	Nobuhiro Koga	Director	Reelection Outside Independent

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company		Number of the Company's shares owned
1	<p>Yuichi Fukuda (December 1, 1967)</p> <p>[Tenure as Director] 15 years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection</p>	<p>Dec. 1994</p> <p>Jun. 2004</p> <p>Jun. 2008</p> <p>Mar. 2010</p> <p>Apr. 2012</p> <p>Apr. 2013</p> <p>Apr. 2014</p> <p>Apr. 2015</p> <p>[Significant concurrent positions outside the Company] None</p>	<p>Joined the Company</p> <p>Director</p> <p>Director & Senior Managing Officer</p> <p>Division Manager of Management Planning Division</p> <p>Chief Sales & Marketing Officer and Regional CEO of North America</p> <p>Chief Domestic Business Officer</p> <p>Executive Vice President</p> <p>President & CEO (current position)</p>	302,300 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Since becoming President & CEO in April 2015, Yuichi Fukuda has adequately performed his duties in critical management decision-making and supervising business execution with strong leadership and decisiveness nurtured through his abundant experience as well as numerous achievements. The Company has nominated him again as Director in order to increase the Company group's corporate value and enable its continuous growth. He is scheduled to assume the position as President & CEO when reelected as Director.</p>				
2	<p>Kenichi Ando (August 18, 1952)</p> <p>[Tenure as Director] Three years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection</p>	<p>Apr. 1976</p> <p>Mar. 2010</p> <p>Apr. 2012</p> <p>Jun. 2013</p> <p>Apr. 2014</p> <p>Apr. 2016</p> <p>Apr. 2016</p> <p>Jun. 2016</p> <p>Apr. 2017</p> <p>[Significant concurrent positions outside the Company] None</p>	<p>Joined the Company</p> <p>President of F&P MFG., INC.</p> <p>President of F&P AMERICA MFG., INC.</p> <p>Regional CEO of North America of the Company</p> <p>Managing Officer</p> <p>Executive Vice President</p> <p>Chief SED Officer</p> <p>Executive Vice President Operating Officer (current position)</p> <p>Chief SED Officer and Regional CEO of North America (current position)</p>	8,000 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Kenichi Ando has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of sales & marketing, engineering and development areas globally as Vice President Operating Officer, and leverages his experience of working as a president of overseas sites in his concurrent post of Regional CEO of North America. Therefore, the Company has nominated him again as Director. He is scheduled to assume the position as Executive Vice President Operating Officer when reelected as Director.</p>				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company		Number of the Company's shares owned
3	<p>Hajime Fujitaki (October 7, 1959)</p> <p>[Tenure as Director] Seven years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 17 attended/18 held (94%)</p> <p>Reelection</p>	<p>Aug. 1981</p> <p>Jun. 2004</p> <p>May 2008</p> <p>Apr. 2012</p> <p>Jun. 2012</p> <p>Apr. 2013</p> <p>Apr. 2016</p> <p>Apr. 2017</p> <p>[Significant concurrent positions outside the Company] None</p>	<p>Joined the Company</p> <p>Senior Operating Officer of the Company</p> <p>President of F&P AMERICA MFG., INC.</p> <p>Division Manager of Quality Assurance Division of the Company</p> <p>Director & Managing Officer (current position)</p> <p>Division Manager of Production Planning Division</p> <p>Division Manager of Sales & Marketing Division</p> <p>Division Manager of Sales & Marketing Division and Regional CEO of Asia (current position)</p>	9,600 shares
		<p>[Reasons for nomination as candidate for Director] Hajime Fujitaki has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of matters of sales & marketing area as Managing Officer, and leverages his experience of working as a president of overseas sites in his concurrent post of Regional CEO of Asia. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Managing Officer when reelected as Director.</p>		
4	<p>Noriyuki Miyaoka (September 10, 1958)</p> <p>[Tenure as Director] Seven years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 17 attended/18 held (94%)</p> <p>Reelection</p>	<p>Apr. 2011</p> <p>Mar. 2012</p> <p>Apr. 2012</p> <p>Jun. 2012</p> <p>Apr. 2015</p> <p>Apr. 2016</p> <p>[Significant concurrent positions outside the Company] None</p>	<p>Joined the Company</p> <p>General Manager of Corporate Planning Office</p> <p>Senior Operating Officer</p> <p>Director & Senior Operating Officer</p> <p>Director and Managing Officer (current position)</p> <p>Division Manager of Purchasing Division (current position)</p>	2,900 shares
		<p>[Reasons for nomination as candidate for Director] Noriyuki Miyaoka has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of matters of purchasing area both domestically and overseas as Managing Officer, and possesses abundant experience as well as numerous achievements. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Managing Officer when reelected as Director.</p>		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company		Number of the Company's shares owned
5	<p>Shigeharu Tobita (March 21, 1964)</p> <p>[Tenure as Director] Two years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 17 attended/18 held (94%)</p> <p>Reelection</p>	<p>Sep. 1985</p> <p>Jun. 2009</p> <p>Jun. 2009</p> <p>May 2012</p> <p>Jun. 2013</p> <p>Apr. 2017</p> <p>Apr. 2017</p> <p>Jun. 2017</p> <p>[Significant concurrent positions outside the Company] None</p>	<p>Joined the Company</p> <p>Senior Operating Officer</p> <p>Deputy Division Manager of Management Planning Division</p> <p>General Manager of F-Tech Zhongshan Inc.</p> <p>Regional CEO of China of the Company</p> <p>Managing Officer</p> <p>General Manager of Corporate Planning Office and Regional CEO of China (current position)</p> <p>Director & Managing Officer (current position)</p>	9,500 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Shigeharu Tobita has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of matters of corporate planning as Managing Officer, and leverages his experience of working as a president of overseas sites in his concurrent post of Regional CEO of China. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Managing Officer when reelected as Director.</p>				
6	<p>Yoshinori Furusawa (October 6, 1959)</p> <p>[Tenure as Director] Five years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection</p>	<p>Apr. 2013</p> <p>Apr. 2014</p> <p>Jun. 2014</p> <p>Apr. 2018</p> <p>[Significant concurrent positions outside the Company] None</p>	<p>Joined the Company as Senior Operating Officer</p> <p>Division Manager of Research & Development Division (current position)</p> <p>Director & Senior Operating Officer</p> <p>Director & Managing Officer (current position)</p>	5,400 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Yoshinori Furusawa has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of matters of research & development area both domestically and overseas as Managing Officer, and possesses abundant experience as well as numerous achievements. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Managing Officer when reelected as Director.</p>				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
7	<p>Mitsuru Takeuchi (July 25, 1962)</p> <p>[Tenure as Director] Three years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection</p>	<p>Apr. 1985 Joined the Company</p> <p>Apr. 2011 Deputy Division Manager of Engineering Division</p> <p>Apr. 2012 Senior Operating Officer</p> <p>Apr. 2012 Division Manager of Engineering Division</p> <p>Apr. 2016 Division Manager of Production Planning Division (current position)</p> <p>Jun. 2016 Director & Senior Operating Officer (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	2,900 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mitsuru Takeuchi has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of matters of the production planning area as Senior Operating Officer. He possesses in-depth knowledge and achievements on production technologies from his experience in the engineering area both domestic and overseas. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Senior Operating Officer when reelected as Director.</p>			
8	<p>Hiroyuki Aoki (October 12, 1958)</p> <p>[Tenure as Director] Three years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection</p>	<p>Aug. 2015 Joined the Company as Deputy Division Manager of Management Planning Division</p> <p>Apr. 2016 Senior Operating Officer</p> <p>Apr. 2016 Division Manager of Management Planning Division (current position)</p> <p>Jun. 2016 Director & Senior Operating Officer (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	3,200 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Hiroyuki Aoki has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of matters of management planning area as Senior Operating Officer. He has experience in the business process re-engineering, corporate analysis, and internal governance areas and possesses in-depth knowledge and achievement. He leverages them in the management planning area he is currently in charge of. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Senior Operating Officer when reelected as Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
9	<p>Kazuhiko Ogawa (September 9, 1962)</p> <p>[Tenure as Director] Three years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection</p>	<p>Apr. 1986 Joined the Company</p> <p>Jan. 2005 General Manager of Manufacturing Department of Kuki Plant</p> <p>Apr. 2012 President of F&P MFG., INC.</p> <p>Apr. 2016 Senior Operating Officer of the Company</p> <p>Apr. 2016 Division Manager of Engineering Division (current position)</p> <p>Jun. 2016 Director & Senior Operating Officer (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	3,400 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Kazuhiko Ogawa has properly performed his duties in critical management decision-making and supervising business execution as Director. Also, he has been in charge of the engineering area as Senior Operating Officer. He possesses in-depth knowledge and achievements from the experience in manufacturing and production technology areas, and has also served as a president of overseas sites. Therefore, the Company has nominated him again as Director. He is also scheduled to assume the position as Senior Operating Officer when reelected as Director.</p>			
10	<p>Naoko Tomono (August 25, 1964)</p> <p>[Tenure as outside Director] Two years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 18 attended/18 held (100%)</p> <p>Reelection Outside Independent</p>	<p>Apr. 1988 Joined Sogo & Seibu Co., Ltd. (formerly Seibu Department Store Co., Ltd.)</p> <p>Dec. 2008 Registered as an attorney at law (Daini Tokyo Bar Association)</p> <p>Jan. 2009 Joined T and T PARTNERS LAW OFFICE (formerly Takagi Yoshiko LAW OFFICE) (current position)</p> <p>Jun. 2016 Outside Director of Taisei Lamick Co., Ltd. (current position)</p> <p>Jun. 2017 Outside Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Partner of T and T PARTNERS LAW OFFICE Outside Director of Taisei Lamick Co., Ltd.</p>	– shares
<p>[Reasons for nomination as candidate for outside Director]</p> <p>Naoko Tomono has no experience of involvement in company management except as an outside officer, but she has an objective viewpoint and abundant experience from her many years working in business and as a lawyer, and has been judged to be able to appropriately perform the duties, such as supervising the business execution of Directors of the Company. Therefore, the Company has again nominated her as outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
11	<p>Nobuhiro Koga (April 26, 1955)</p> <p>[Tenure as outside Director] One year, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings (fiscal year under review)] 13 attended/14 held (93%)</p> <p>Reelection Outside Independent</p>	<p>Apr. 1996 Associate Professor, Faculty of Fundamental Engineering (formerly Department of Mechanical Engineering), Nippon Institute of Technology</p> <p>Apr. 2002 Professor, Faculty of Fundamental Engineering (formerly Department of Mechanical Engineering) (current position)</p> <p>Apr. 2013 Chairman, Industry-University Cooperation and Entrepreneurial Education Center (current position)</p> <p>May 2016 Director, Association of Saishin Collabo Sangakukan industry-academic-government collaboration (current position)</p> <p>Jun. 2018 Outside Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Professor, Faculty of Fundamental Engineering, Nippon Institute of Technology Chairman, Industry-University Cooperation and Entrepreneurial Education Center, Nippon Institute of Technology Director, Association of Saishin Collabo Sangakukan industry-academic-government collaboration</p>	– shares
<p>[Reasons for nomination as candidate for outside Director] Nobuhiro Koga has no experience of involvement in company management except as an outside officer, but he has abundant knowledge, experience, and an objective viewpoint as a university professor specializing in mechanical engineering. Therefore, the Company has judged him to be able to appropriately perform the duties, such as supervising the business execution of Directors of the Company, and has again nominated him as outside Director.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Naoko Tomono and Nobuhiro Koga are candidates for outside Director.
 3. The Company has entered into agreements with Naoko Tomono and Nobuhiro Koga to limit their liability for damages under Article 423, paragraph 1 of the Companies Act, pursuant to the stipulations of Article 427, paragraph 1 of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph 1 of the same Act. If their reelection is approved, the Company plans to renew the agreements with them.
 4. Naoko Tomono and Nobuhiro Koga satisfy the requirements of the Company's "Independence Criteria for Outside Officers." Furthermore, they satisfy the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and the Company has submitted notification to the aforementioned exchange concerning their appointment as independent officers. If their reelection is approved, the Company plans to continue their registration as independent officers.

<Independence Criteria for Outside Officers>

The Company has established the following independence criteria for selecting candidates for independent outside Director and independent outside Auditor. The highest priority is given to the requirement that there be no conflict of interest between outside Directors and general shareholders, and those falling under any of the following criteria shall not be deemed to be independent.

- (1) A person who is currently falling under any of (i) to (viii)
 - (i) A business executive of the Company group
 - (ii) An entity or its business executive where the Company group is a major business partner, and that has derived 2% or more of its annual consolidated net sales from transactions with the Company group in the most recent business year
 - (iii) An entity or its business executive that is major business partner of the Company group, with the Company group having derived 2% or more of its annual consolidated net sales from transactions with the entity in the most recent business year
 - (iv) An entity or its business executive that is an important provider of funds for the Company, such that the value of funds provided to the Company group is 2% or more of the Company group's consolidated total assets
 - (v) A major shareholder of the Company (who owns 10% or more of the voting rights, whether directly or indirectly), or its business executive
 - (vi) A certified public accountant, or employee, partner or staff of an audit corporation, serving as financial auditor to the Company group
 - (vii) A certified public accountant, tax accountant, legal specialist or other consultant who obtain monetary and other financial benefits amounting to JPY10 million or more in annual compensation excluding officers' compensation from the Company group (including the person belonging to the organization if the one who received the relevant property is an organization such as corporation, association and offices)
 - (viii) A person who belongs to legal offices, audit corporations, tax accountant offices or consulting companies that receive monetary consideration or other property from the Company group amounting to 2% or more of their annual consolidated net sales
- (2) A person who have fallen under (ii) - (viii) over the previous five years
- (3) Spouse or persons within the second degree of kinship of a person falling under the above criteria (only in cases where a person is in a position of importance)
- (4) A person whose tenure as an outside officer totals more than eight years

Established on November 5, 2015

- Notes:
1. "Business executive" shall mean an executive director, executive officer, operating officer, manager or other such employee. (Excluding Auditors)
 2. "The Company group" shall mean the Company and the subsidiaries of the Company.
 3. "Position of importance" shall mean a director, operating officer, person of the level of general manager, certified public accountant of an audit corporation or accountant office, or attorney at law belonging to any kind of legal firm (including so-called associates).

Proposal No. 3 Election of Three Auditors

At the conclusion of this general meeting of shareholders, the terms of office of Auditors Masao Toyoda, Yasuyuki Ikezawa, and Akira Tonishi will expire.

Therefore, the Company proposes the election of three Auditors.

Moreover, the consent of the Board of Auditors has been obtained for this proposal.

The candidates for Auditor are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
1	<p>Masao Toyoda (October 11, 1953) [Tenure as Auditor] Two years, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings] 18 attended/18 held (100%)</p> <p>[Attendance at Board of Auditors Meetings] 12 attended/12 held (100%)</p> <p>Reelection</p>	<p>Jun. 1981 Joined the Company</p> <p>Oct. 2005 President of F&P GEORGIA MFG., INC.</p> <p>Jun. 2008 Director & Managing Officer</p> <p>Mar. 2009 Division Manager of Sales & Marketing Division</p> <p>Apr. 2012 Division Manager of Management Planning Division</p> <p>Apr. 2014 Director & Senior Managing Officer</p> <p>Apr. 2016 General Manager of Corporate Planning Office</p> <p>Jun. 2017 Standing Statutory Auditor (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	12,900 shares
<p>[Reasons for nomination as candidate for Auditor] Masao Toyoda has served as Division Manager of various divisions such as Sales & Marketing, Management Planning and Corporate Planning, in addition to having served as a president of overseas sites, and has an extensive knowledge and experience. Based on his professional experience to date, he has been judged to be able to continue appropriately performing the supervision of the Company's management. Therefore, the Company has nominated him as Auditor.</p>			
2	<p>Yasuyuki Ikezawa (July 20, 1957)</p> <p>[Tenure as Auditor] One year, as of the conclusion of this general meeting</p> <p>[Attendance at Board of Directors Meetings] 14 attended/14 held (100%)</p> <p>[Attendance at Board of Auditors Meetings] 9 attended/9 held (100%)</p> <p>Reelection</p>	<p>Apr. 1980 Joined the Company</p> <p>Apr. 2002 Department Manager of Administration Department, Development Planning Office</p> <p>Jun. 2004 Department Manager of Administration Department, Kuki Plant</p> <p>Apr. 2013 Director of F&P MFG., INC.</p> <p>May 2016 Managing Director of F&P MFG., INC.</p> <p>Jun. 2018 Standing Statutory Auditor (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	5,300 shares
<p>[Reasons for nomination as candidate for Auditor] Yasuyuki Ikezawa possesses long experience in the management area at production sites, both domestic and overseas, and extensive knowledge and achievements that includes serving in such positions as Managing Director of overseas sites. Based on his professional experience to date, he has been judged to be able to appropriately continue performing the supervision of the Company's management from an objective viewpoint. Therefore, the Company has nominated him as Auditor.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company	Number of the Company's shares owned
3	Hiroshi Takahashi (December 18, 1947) [Tenure as outside Auditor] – years [Attendance at Board of Directors Meetings] – [Attendance at Board of Auditors Meetings] – New election Outside Independent	Aug. 1985 Professor, Faculty of Law, The University of Tokyo Dec. 1998 Director of Non-life Insurance Policy-holders Protection Corporation of Japan (current position) Apr. 2007 Executive Vice President of The University of Tokyo May 2009 Professor Emeritus of The University of Tokyo Jun. 2009 Special Counsel of Mori Hamada & Matsumoto Feb. 2010 Director of Japan Institute of Business Law (current position) Jun. 2017 Chairperson of Egusa Foundation for International Cooperation in the Social Sciences (current position) Apr. 2018 Advisor of Atsumi & Sakai (current position) [Significant concurrent positions outside the Company] Director of Non-life Insurance Policy-holders Protection Corporation of Japan Director of Japan Institute of Business Law Chairperson of Egusa Foundation for International Cooperation in the Social Sciences Advisor of Atsumi & Sakai	– shares
[Reasons for nomination as candidate for outside Auditor] Hiroshi Takahashi has no experience of involvement in company management, but he has abundant knowledge as a lawyer over many years and an objective viewpoint nurtured through serving as Directors of a number of corporation bodies, and he has been judged to be able to appropriately perform the duties, such as supervising the business execution of Directors of the Company. Therefore, the Company has nominated him as a candidate for outside Auditor.			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Hiroshi Takahashi is a candidate for outside Auditor.
 3. If Hiroshi Takahashi is elected, the Company plans to enter into an agreement with him to limit his liability for damages under Article 423, paragraph 1 of the Companies Act, pursuant to the stipulations of Article 427, paragraph 1 of the same Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph 1 of the same Act.
 4. Hiroshi Takahashi satisfies the requirements of the Company's "Independence Criteria for Outside Officers." Furthermore, he satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and the Company plans to submit notification to the aforementioned exchange concerning his appointment as an independent officer.

Proposal No. 4 Payment of Bonuses to Officers

Giving consideration to the operating performance of the Company during the fiscal year under review, the Company proposes to pay total JPY35 million as bonuses to 11 Directors and four Auditors (JPY31 million to nine Directors and JPY4 million to two Auditors excluding outside Officers) in office as of the end of the fiscal year under review.