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Securities code: 5852
June 2, 2015

To our shareholders:

Arata Takahashi
President, CEO
Ahresty Corporation

[Head Office and Headquarters]
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[Tokyo Headquarters]
2-46-1 Honcho, Nakano-ku, Tokyo

NOTICE OF THE 94th GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 94th General Meeting of Shareholders of Ahresty Corporation (the “Company”) on June 18, 2015, which will be held as described hereunder.

Meeting Details

1. Date and Time: Thursday, June 18, 2015 at 10:00 a.m. (Japan Standard Time)

2. Venue: 4-1-1, Nakano, Nakano-ku, Tokyo
SUNPLAZA 13F Cosmo Hall

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 94th fiscal year (from April 1, 2014 to March 31, 2015) and Reports of Audit on the Consolidated Financial Statements by an Accounting Auditor and the Board of Auditors
2. Non-Consolidated Financial Statements for the 94th fiscal year (from April 1, 2014 to March 31, 2015)

Items to be resolved:

- Proposal 1:** Partial Amendments to the Articles of Incorporation
- Proposal 2:** Election of Five (5) Directors (excluding Directors Serving on the Committee on Audit, etc.)
- Proposal 3:** Election of Four (4) Directors Serving on the Committee on Audit, etc.
- Proposal 4:** Determination of Amounts of Remuneration for Directors (excluding Directors Serving on the Committee on Audit, etc.)
- Proposal 5:** Determination of Amounts of Remuneration for Directors Serving on the Committee on Audit, etc.
- Proposal 6:** Revision to Stock Compensation-Type Stock Options for Directors

*) The shareholders in the name of management trust banks, etc., (including permanent agents) who have applied in advance for the use of the platform for electronic exercise of voting rights, which is managed by ICJ Inc., a joint venture organized by the Tokyo Stock Exchange Group, Inc. and others, may exercise their voting rights on the platform as a method for exercising voting rights by an electronic means.

Reference Document for the General Meeting of Shareholders

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reason for proposal

The Company wishes to make the transition to a company with a Committee on Audit, etc. with a view of enhancing corporate governance further by reinforcing the supervisory functions of the Board of Directors, by making the most of Independent Directors who do not execute business.

On the transition to a Committee on Audit, etc., the Company plans to make partial amendments to the Articles of Incorporation to establish new regulations for Committee on Audit, etc. and deletes the regulations pertaining to Statutory Auditors and Board of Auditors. In accordance with the Revised Companies Act, changes will be made to the scope of directors, etc. who can enter into a limited liability agreement. Also the Company plans to make partial amendments to the Articles of Incorporation to ensure even Directors who do not execute business can adequately fulfill the role expected of them through the conclusion of a limited liability agreement.

2. Details of changes

The details of the changes are as follows.

(Underlined portions are amended)

Present articles	Proposed articles
CHAPTER I GENERAL PROVISIONS	CHAPTER I GENERAL PROVISIONS
Article 1-3 <Omitted> (Organizations)	Article 1-3 <Same as the present> (Organizations)
Article 4 (1) In addition to the General Meeting of Shareholders and Directors, the Company shall have the following organizations. 1. Board of Directors 2. <u>Statutory Auditor</u> 3. <u>Board of Auditors</u> 4. Accounting Auditors	Article 4 (1) In addition to the General Meeting of Shareholders and Directors, the Company shall have the following organizations. 1. Board of Directors (Deleted) 2. <u>Committee on Audit, etc.</u> 3. Accounting Auditors
Article 5 <Omitted>	Article 5 <Same as the present>
CHAPTER II SHARES	CHAPTER II SHARES
Article 6-11 <Omitted>	Article 6-11 <Same as the present>
CHAPTER III GENERAL MEETING OF SHAREHOLDERS	CHAPTER III GENERAL MEETING OF SHAREHOLDERS
Article 12-17 <Omitted>	Article 12-17 <Same as the present>
CHAPTER IV DIRECTORS AND BOARD OF DIRECTORS (Quota)	CHAPTER IV DIRECTORS AND BOARD OF DIRECTORS (Quota)
Article 18 (1) The Company shall have not more than <u>nine (9)</u> Directors. <Newly established>	Article 18 (1) The Company shall have not more than <u>thirteen (13)</u> Directors. (2) <u>Among the directors mentioned in the preceding paragraph, the number of Directors appointed as Directors serving on the Committee on Audit, etc. shall be not more than five (5).</u>
(Method of election)	(Method of election)
Article 19	Article 19

Present articles	Proposed articles
<p>(1) A Director shall be elected by a resolution of the shareholders meeting.</p> <p>(2) <Omitted></p> <p>(3) <Omitted></p> <p>(Term)</p> <p>Article 20</p> <p>(1) The term of office of a Director shall expire at the conclusion of the shareholders meeting pertaining to the last business year ending within one (1) year after his/her election.</p> <p><Newly established></p> <p><Newly established></p> <p><Newly established></p> <p>(Remunerations, etc.)</p> <p>Article 21</p> <p>(1) The Remunerations, etc. of a Director shall be determined by resolution of a shareholders meeting.</p> <p>(Representative Director)</p> <p>Article 22</p> <p>(1) The Representative Director shall be appointed by the resolution of Board of Directors.</p> <p>(Director with Title)</p> <p>Article 23</p> <p>(1) The Board of Directors shall, by a resolution, appoint one (1) President. In addition, the Board of Directors may, by a resolution, appoint one (1) Chairman and one (1) or more Vice Presidents, Senior Managing Executive Officers and Managing Executive Officers.</p> <p>(Person having authority to convene and to serve as chairperson of Board of Directors Meeting)</p>	<p>(1) A Director shall be elected by a resolution of the shareholders meeting <u>while making a distinction between Directors serving on the Committee on Audit, etc. and other Directors.</u></p> <p>(2) <Same as the present></p> <p>(3) <Same as the present></p> <p>(Term)</p> <p>Article 20</p> <p>(1) The term of office of a Director (<u>excluding a Director serving on the Committee on Audit, etc.</u>) shall expire at the conclusion of the shareholders meeting pertaining to the last business year ending within one (1) year after his/her election.</p> <p>(2) <u>The term of office of a Director serving on the Committee on Audit, etc. shall expire at the conclusion of the shareholders meeting pertaining to the last business year ending within two (2) years after his/her election.</u></p> <p>(3) <u>The term of office of a Director serving on the Committee on Audit, etc. elected as a Substitute Director to fill a vacancy created by the retirement of a Director serving on the Committee on Audit, etc. before the expiration of his/her term of office shall expire at the expiration of the term of office of the retired Director serving on the Committee on Audit, etc.</u></p> <p>(4) <u>The effective term of pre-elected Substitute Director serving on the Committee on Audit, etc. will be the beginning of the shareholders meeting pertaining to the last business year ending within two (2) years after the conclusion of the shareholders meeting in which his/her election is held.</u></p> <p>(Remunerations, etc.)</p> <p>Article 21</p> <p>(1) The Remunerations, etc. of a Director shall be determined by resolution of a shareholders meeting <u>while making a distinction between Directors serving on the Committee on Audit, etc. and other Directors.</u></p> <p>(Representative Director)</p> <p>Article 22</p> <p>(1) The Representative Director shall be appointed by the resolution of Board of Directors from among Directors (<u>excluding Directors serving on Committee on Audit, etc.</u>).</p> <p>(Director with Title)</p> <p>Article 23</p> <p>(1) The Board of Directors shall, by a resolution, appoint one (1) President <u>from Directors (excluding Directors serving on the Committee on Audit, etc.)</u>. In addition, the Board of Directors may, by a resolution, appoint one (1) Chairman and one (1) or more Vice Presidents, Senior Managing Executive Officers and Managing Executive Officers. <u>from among Directors (excluding a Director serving on the Committee on Audit, etc.)</u>.</p> <p>(Person having authority to convene and to serve as chairperson of Board of Directors Meeting)</p>

Present articles	Proposed articles
<p>Article 24 <Omitted> (Convocation notice regarding Board of Directors Meeting)</p> <p>Article 25 (1) A convocation notice of Board of Directors Meeting shall be dispatched to each Director <u>and each Statutory Auditor</u> three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgency. (2) A Board of Directors Meeting may be held without carrying out the convocation procedure upon the consent of all Directors <u>and Statutory Auditors.</u></p> <p><Newly established></p> <p>(Method of resolution of Board of Directors Meeting)</p> <p>Article 26 <Omitted> (Omission of resolution of Board of Directors Meeting)</p> <p>Article 27 (1) If all Directors agree, in writing or by means of electromagnetic record, to a matter to be resolved at a Board of Directors meeting (Directors who are entitled to participate in the resolution), it shall be deemed that the resolution to approve the matter to be resolved has been adopted by the Board of Directors. <u>However, this shall not apply if a Statutory Auditor states objections.</u></p> <p>Article 28-29 <Omitted> (Exemption of Directors from Liabilities)</p> <p>Article 30 (1) <Omitted> (2) Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Independent Directors</u> to the effect that their liability for damages provided for in Article 423, paragraph 1 of the Companies Act shall be limited; provided, however, that the maximum amount of the liability under such agreements shall be the higher of (a) a predetermined amount that is at least 4,000,000 yen or (b) the amount prescribed by laws and regulations.</p>	<p>Article 24 <Same as the present> (Convocation notice regarding Board of Directors Meeting)</p> <p>Article 25 (1) A convocation notice of Board of Directors Meeting shall be dispatched to each Director <u>no later than</u> three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgency. (2) A Board of Directors Meeting may be held without carrying out the convocation procedure upon the consent of all Directors.</p> <p><u>(Delegation of decision regarding execution of important duties)</u></p> <p>Article 26 (1) Pursuant to the provisions of Article 399-13, <u>Paragraph 6 of the Companies Act, the Company may delegate all or part of a decision regarding execution of important duties (excluding matters set forth in items of Article 399-13, Paragraph 5 of the Companies Act) to a Director by resolution of the Board of Directors.</u></p> <p>(Method of resolution of Board of Directors Meeting)</p> <p>Article 27 <Same as the present> (Omission of resolution of Board of Directors Meeting)</p> <p>Article 28 (1) If all Directors agree, in writing or by means of electromagnetic record, to a matter to be resolved at a Board of Directors meeting (Directors who are entitled to participate in the resolution), it shall be deemed that the resolution to approve the matter to be resolved has been adopted by the Board of Directors.</p> <p>Article 29-30 <Same as the present> (Exemption of Directors from Liabilities)</p> <p>Article 31 (1) <Same as the present> (2) Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Directors (excluding Directors who do not execute business)</u> to the effect that their liability for damages provided for in Article 423, paragraph 1 of the Companies Act shall be limited; provided, however, that the maximum amount of the liability under such agreements shall be the higher of (a) a predetermined amount that is at least 4,000,000 yen or (b) the amount prescribed by laws and regulations.</p>

Present articles	Proposed articles
<p style="text-align: center;">CHAPTER V <u>STATUTORY AUDITORS AND BOARD OF AUDITORS</u></p> <p>(Quota) <u>Article 31</u> (1) <u>The number of Statutory Auditors of the Company shall be four (4) or less.</u></p> <p>(Method of Election) <u>Article 32</u> (1) <u>Statutory Auditors shall be elected by a resolution of the shareholders meeting.</u> (2) <u>A resolution for the election of Statutory Auditor shall be adopted at which shareholders holding one-third (1/3) or more of voting rights of the shareholders entitled to vote shall be present, by a majority of the voting rights of the shareholders present.</u></p> <p>(Term of Office) <u>Article 33</u> (1) <u>The term of office of a Statutory Auditor shall expire at the conclusion of the shareholders meeting pertaining to the last business year ending within four (4) years after his/her election.</u> (2) <u>The term of office of a Statutory Auditor who is elected as a substitute shall expire at such time as the term of office of the retired Statutory Auditor would expire.</u></p> <p>(Remuneration, etc.) <u>Article 34</u> (1) <u>The Remunerations, etc. of the Statutory Auditors shall be determined by resolution of a shareholders meeting.</u></p> <p>(Standing Statutory Auditors) <u>Article 35</u> (1) <u>The Board of Auditors shall select the Standing Statutory Auditor(s) from among the Statutory Auditors.</u></p> <p>(Convocation Notice Regarding Board of Auditors Meeting) <u>Article 36</u> (1) <u>A convocation notice of Board of Auditors Meeting shall be dispatched to each Statutory Auditor no later than three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgency.</u> (2) <u>A Board of Auditors Meeting may be held without carrying out the convocation procedure upon the consent of all the Statutory Auditors.</u></p> <p>(Method of Resolution of Board of Auditors) <u>Article 37</u> (1) <u>The resolution of the Board of Auditors shall be approved by majority voting among the Statutory Auditors unless otherwise provided for by law or regulations.</u></p> <p>(Minutes of Board of Auditors Meeting) <u>Article 38</u></p>	<p style="text-align: center;">CHAPTER V <u>COMMITTEE ON AUDIT, ETC.</u></p> <p><Deleted></p> <p><Deleted></p> <p><Deleted></p> <p><Deleted></p> <p>(Standing Member of the Committee on Audit, etc.) <u>Article 32</u> (1) <u>The Committee on Audit, etc. may select the Standing Member(s) of the Committee on Audit, etc. from among the Members of Committee on Audit, etc.</u></p> <p>(Convocation Notice Regarding Committee on Audit, etc. Meeting) <u>Article 33</u> (1) <u>A convocation notice of Committee on Audit, etc. Meeting shall be dispatched to each Member of the Committee on Audit, etc. no later than three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgency.</u> (2) <u>A Committee on Audit, etc. Meeting may be held without carrying out the convocation procedure upon the consent of all Members of Committee on Audit, etc.</u></p> <p>(Method of Resolution of Committee on Audit, etc.) <u>Article 34</u> (1) <u>The resolution of the Committee on Audit, etc. shall be approved at which a majority of the Members of the Committee on Audit, etc. entitled to participate in the voting shall be present, by a majority of the Members of the Committee on Audit, etc. present.</u></p> <p>(Minutes of Committee on Audit, etc. Meeting) <u>Article 35</u></p>

Present articles	Proposed articles
<p>(1) As for minutes of <u>Board of Auditors Meeting</u> shall be prepared in accordance with the provisions of Ministry of Justice ordinance such as date and time, location, procedures of agenda and its results. Minutes shall be prepared by in writing or by means of electronic or magnetic record.</p> <p><u>(Exemption of Statutory Auditors from Liability)</u> <u>Article 39</u></p> <p>(1) Pursuant to the provisions of <u>Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt Statutory Auditors (including former Statutory Auditors) from their liability for damages as long as there are good faith and no gross negligence regarding the Statutory Auditor's performance of duties, provided for in Article 423, paragraph 1 of the Companies Act to the extent prescribed by laws and regulations.</u></p> <p>(2) Pursuant to the provisions of <u>Article 427, paragraph 1 of the Companies Act, the Company may enter into agreements with Outside Statutory Auditors to the effect that their liability for damages provided for in Article 423, paragraph 1 of the Companies Act shall be limited; provided, however, that the maximum amount of the liability under such agreements shall be the higher of (a) a predetermined amount that is at least 4,000,000 yen or (b) the amount prescribed by laws and regulations.</u></p> <p style="text-align: center;">CHAPTER VI ACCOUNTING AUDITORS</p> <p>Article <u>40-41</u> <Omitted> (Remuneration, etc.)</p> <p>Article <u>42</u></p> <p>(1) Remuneration, etc. of Accounting Auditor(s) shall be determined by the representative Director(s) with the consent of the <u>Board of Auditors</u>.</p> <p>(Exemption of Accounting Auditors from Liabilities)</p> <p>Article <u>43</u> <Omitted></p> <p style="text-align: center;">CHAPTER VII ACCOUNTING</p> <p>Article <u>44-47</u> <Omitted></p> <p style="text-align: center;"><Newly established></p>	<p>(1) As for minutes of <u>Committee on Audit, etc. Meeting</u> shall be prepared in accordance with the provisions of Ministry of Justice ordinance such as date and time, location, procedures of agenda and its results. Minutes shall be prepared by in writing or by means of electronic or magnetic record.</p> <p><Deleted></p> <p style="text-align: center;">CHAPTER VI ACCOUNTING AUDITORS</p> <p>Article <u>36-37</u> <Same as the present> (Remuneration, etc.)</p> <p>Article <u>38</u></p> <p>(1) Remuneration, etc. of Accounting Auditor(s) shall be determined by the representative Director(s) with the consent of the <u>Committee on Audit, etc.</u></p> <p>(Exemption of Accounting Auditors from Liabilities)</p> <p>Article <u>39</u> <Same as the present></p> <p style="text-align: center;">CHAPTER VII ACCOUNTING</p> <p>Article <u>40-43</u> <Same as the present></p> <p style="text-align: center;">Supplementary Provision</p> <p><u>(Transitional measures concerning exemption from liability of Members of Board of Auditors)</u> <u>Pursuant to the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt Statutory Auditors (including former Statutory Auditors) from their liability for damages arising from their failure to perform their duties to the extent prescribed by laws and regulations regarding conduct carried out before the partial changes to the Articles of Incorporation resolved at the 94th General Meeting of Shareholders take effect.</u></p>

Proposal 2: Election of Five (5) Directors (excluding Directors Serving on the Committee on Audit, etc.)

The Company will make the transition to a company with a Committee on Audit, etc. on condition that “Proposal 1: Partial Amendments to the Articles of Incorporation” is approved and adopted. Accordingly, we request the election of 5 Directors (excluding Directors serving on the Committee on Audit, etc.). Note that the resolution related to this proposal will take effect only when the resolution related to Proposal 1 takes effect.

The candidates for Directors (excluding those appointed as Members of the Committee on Audit, etc.) are as follows:

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company’s shares held
1	Arata Takahashi (November 2, 1955)	<p>April 1979 Joined Ahresty Corporation</p> <p>October 1986 Director, Ahresty Wilmington Corporation</p> <p>June 1987 Director, Ahresty Corporation</p> <p>May 1994 Chairman, Ahresty Wilmington Corporation</p> <p>June 1995 Senior Managing Executive Officer, Ahresty Corporation</p> <p>June 1997 Vice President, Ahresty Corporation</p> <p>October 1997 President, Ahresty Corporation (current position)</p> <p>June 2001 Director, Kyoto Die Casting Co., Ltd.</p> <p>July 2001 Executive Officer, Ahresty Corporation</p> <p>June 2003 Senior Executive Officer, Ahresty Corporation</p> <p>June 2005 President, CEO, Ahresty Corporation (current position)</p>	915,021
2	Hiroshi Ishimaru (December 28, 1956)	<p>April 1981 Joined Ahresty Corporation</p> <p>August 1997 President, Ahresty Wilmington Corporation</p> <p>March 2001 General Manager of International Business Office and General Manager of Engineering Dept., Ahresty Corporation</p> <p>July 2001 Executive Officer, Ahresty Corporation</p> <p>May 2003 General Manager, China Project, Ahresty Corporation</p> <p>September 2003 Director, President of Guangzhou Ahresty Casting Co., Ltd.</p> <p>March 2007 Executive Officer, Ahresty Corporation</p> <p>April 2010 Chief, Quality Assurance Command, Ahresty Corporation</p> <p>June 2010 Director, Ahresty Corporation (current position)</p> <p>April 2011 Managing Executive Officer, Ahresty Corporation</p> <p>June 2011 Senior Managing Executive Officer, Ahresty Corporation (current position)</p> <p>April 2013 Chief, General Administrative Command, Ahresty Corporation (current position)</p>	3,600

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held
3	Kenichi Nonaka (January 28, 1949)	<p>April 1967 Joined, Ahresty Corporation</p> <p>June 1991 Director and General Manager, Administration Dept., Ahresty Kumamoto Corporation</p> <p>July 1994 General Manager, Quality Management Dept. and TQM Promotion Office, Ahresty Corporation</p> <p>January 1999 General Manager, General Affairs Dept.</p> <p>May 1999 General Manager, General Affairs Dept. and Management Planning Office.</p> <p>March 2001 President, Ahresty Wilmington Corporation</p> <p>July 2001 Executive Officer, Ahresty Corporation</p> <p>January 2005 Senior Executive Officer, General Manager, Toyohashi Plant, Ahresty Corporation</p> <p>June 2005 Executive Officer, Ahresty Corporation</p> <p>October 2008 President, Ahresty Wilmington Corporation</p> <p>January 2011 Chief, Manufacturing Command (current position)</p> <p>April 2011 Managing Executive Officer, Ahresty Corporation</p> <p>June 2011 Director, Ahresty Corporation (current position) Senior Managing Executive Officer, Ahresty Corporation (current position)</p>	8,500
4	Shinichi Gamou (August 18, 1955)	<p>October 1982 Joined Sugahara Precision Industry Co., Ltd. (current Ahresty Yamagata Corporation)</p> <p>May 2002 Director, General Manager of Plant, Sugahara Precision Industry Co., Ltd.</p> <p>April 2008 President, Ahresty Yamagata Corporation</p> <p>October 2011 Executive Officer, Ahresty Corporation Director, President of Guangzhou Ahresty Casting Co., Ltd. (current position)</p> <p>April 2013 Managing Executive Officer, Ahresty Corporation (current position)</p> <p>June 2013 Director, Ahresty Corporation (Current position)</p>	1,100
5	* Naoyuki Kaneta (April 26, 1964)	<p>April 1983 Joined Ahresty Corporation</p> <p>June 2006 General Manager of Nishi Nippon Die Casting Sales Dept.</p> <p>March 2007 Executive Officer, Ahresty Corporation Deputy Chief, Sales Command, General Manager of Die Casting Sales Dept., Ahresty Corporation.</p> <p>May 2008 Chief, Sales Command, Ahresty Corporation (current position)</p> <p>April 2011 Managing Executive Officer, Ahresty Corporation (current position)</p>	10,500

- Notes: 1. Newly selected candidates for Directors are marked with an asterisk (*).
2. There are no conflicts of interest between each candidate and the Company.

Proposal 3: Election of Four (4) Directors Serving on the Committee on Audit, etc.
 The Company will make the transition to a company with a Committee on Audit, etc. on condition that “Proposal 1: Partial Amendments to the Articles of Incorporation” is approved and adopted. Accordingly, we request the election of five (4) Directors serving on Committee on Audit, etc. Note that the resolution related to this proposal will take effect only when the resolution related to Proposal 1 takes effect.

The Committee on Audit, etc. has approved this proposal.

The candidates for Directors serving on Committee on Audit, etc. are as follows:

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held
1	Yasuo Kenmoku (August 14, 1946)	April 1965 Joined Ahresty Corporation January 1990 Director, Ahresty Kumamoto Corporation December 1995 Director, Ahresty Wilmington Corporation January 1999 Director, Ahresty Tochigi Corporation January 2000 Director, Sugahara Precision Industry Co., Ltd. (Current Ahresty Yamagata Corporation) June 2003 President, Ahresty Yamagata Corporation June 2008 Statutory Auditor, Ahresty Corporation (current position)	1,100
2	Tadao Saotome (January 15, 1933)	March 1978 Registered as a Certified Tax Accountant June 2002 Statutory Auditor, Ahresty Corporation (current position)	—
3	Akihiko Shido (January 30, 1943)	April 1968 Joined Yorozu Automobile Works (current Yorozu Corporation) June 1983 Director, Yorozu Automobile Works June 1992 Executive Senior Managing Director, Yorozu Corporation June 1996 Vice President, Yorozu Corporation June 1998 President, Yorozu Corporation June 2001 President & CEO/COO, Yorozu Corporation June 2007 Outside Statutory Auditor, Ahresty Corporation (current position) June 2008 Chairman of Yorozu Corporation (current position) Chief Executive Officer of Yorozu Corporation (current position) (Important Co-Assignment) Chairman and CEO, Yorozu Corporation, Yorozu Tochigi Corporation, Yorozu Oita Corporation, Yorozu Aichi Corporation, Shonai Yorozu Corporation, Yorozu Engineering Corporation, Yorozu Service Corporation and Yorozu JBM Automotive Tamil Nadu Private Limited.	29,200

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held
4	Shozo Hamamura (August 4, 1954)	<p>April 1981 Joined Nippon Light Metal Company, Ltd.</p> <p>April 1986 Seconded to Alcan Australia Ltd.</p> <p>October 2001 General Manager of Sales Dept., Metal Alloy & Industrial Parts Div., Nippon Light Metal Company, Ltd.</p> <p>April 2007 Executive Officer, General Manager of Sales Dept., Nikkei MC Aluminium Co., Ltd.</p> <p>September 2008 President, Nikkei MC Aluminum Thailand Co., Ltd.</p> <p>February 2010 General Manager of Environment, Health and Safety Control Office, Nikkei MC Aluminium Co., Ltd.</p> <p>April 2010 President, Nikkei MC Aluminum Co., Ltd. (current Position)</p> <p>April 2015 Officer, Nippon Light Metal Holdings Company, Ltd. (current position) Director and Executive Officer, Nippon Light Metal Company, Ltd. (current position)</p>	—

- Notes:
1. The Company plans to make the transition to a Company with a Committee on Audit, etc. Consequently, the candidates are to be newly elected as directors serving on the Committee on Audit, etc.
 2. There are no conflicts of interest between each candidate and the Company.
 3. Messrs. Tadao Saotome, Akihiko Shido and Shozo Hamamura are candidates for Independent Directors.
 4. The Company designated Messrs. Tadao Saotome and Akihiko Shido as Independent Directors pursuant to the provisions of Tokyo Stock Exchange, and registered them as Independent Directors to the Exchange.
 5. Since Mr. Shozo Hamamura meets the requirements for Independent Director as provided for in the regulations of the Tokyo Stock Exchange, the Company plans to designate him as an Independent Director and will register him with the Exchange.
 6. Although Mr. Tadao Saotome has not been directly involved in corporate management other than being an Independent Director, he has been selected as a candidate for Independent Director since he is a Certified Tax Accountant and has long-standing experience and knowledge as a tax accountant. Therefore, it is judged that he would appropriately execute his duties as Independent Director and we would propose his election.
 7. Messrs. Akihiko Shido and Shozo Hamamura has been selected as a candidate for Independent Director due to their abundant experience and insights in business management. Therefore, it is judged that they would appropriately execute their duties as Independent Directors and we would propose their election.
 8. Messrs. Tadao Saotome and Akihiko Shido are currently the Outside Statutory Auditors of the Company. The term of office of Mr. Tadao Saotome as Outside Statutory Auditor shall be thirteen (13) years, and that of Mr. Akihiko Shido shall be eight (8) years at the conclusion of this General Meeting of Shareholders.
 9. If the candidates are elected as Directors serving on the Committee on Audit, etc., the Company, based on the provision of Article 427, paragraph 1, will enter into agreements with them to limit their liability for damages as stipulated in Article 423, paragraph 1 of the Companies Act., on the condition that "Proposal 1: Partial Amendments to the Articles of Incorporation" is approved and adopted as proposed. The maximum amount of the liability for damages shall be the higher of 4,000,000 yen, or the minimum liability amount as stipulated in Article 425, paragraph 1.

Proposal 4: Determination of Amounts of Remuneration, etc. for Directors (excluding Directors Serving on the Committee on Audit, etc.)

At the 85th General Meeting of Shareholders held on June 23, 2006, the Company obtained the shareholders' approval for the amount of remuneration for Directors, i.e., no more than 200 million yen per year. However, the Company will make the transition to a company with a Committee on Audit, etc. once Proposal 1 is approved and adopted. Accordingly, as provided for under Article 361, Paragraph 1 and 2 of the Companies Act, the Company proposes to abolish the current remuneration amount and, taking into account factors such as general economic conditions, increase it to no more than 250 million yen for Directors (excluding those serving on the Committee on Audit, etc.).

The amount of remuneration for Directors (excluding those serving on the Committee on Audit, etc.) does not include salaries for Directors who concurrently work as employees.

The number of Directors is currently 5 (of which 1 is Independent Director) and it will also be 5 once the Proposal 1 and 2 are approved and adopted.

Proposal 5: Determination of Amounts of Remuneration, etc. for Directors Serving on the Committee on Audit, etc.

At the 85th General Meeting of Shareholders held on June 23, 2006, the Company obtained the shareholders' approval for the amount of remuneration for Directors, i.e., no more than 60 million yen per year. However, the Company will make the transition to a company with a Committee on Audit, etc. once Proposal 1 is approved and adopted. Accordingly, as provided for under Article 361, Paragraph 1 and 2 of the Companies Act, the Company proposes to change the current remuneration amount to no more than 70 million yen for Directors serving on the Committee on Audit, etc., taking into account factors such as general economic conditions.

Although the number of Directors is currently 4 (of which 2 are Independent Directors), it will also be 4 once the Proposal 1 and 3 are approved and adopted.

Proposal 6: Revision to Stock Compensation-Type Stock Options for Directors

1. Reasons for the proposal

The Company obtained the shareholders' approval regarding the remuneration of the Company's Directors and Statutory Auditors at the 93rd General Meeting of Shareholders held on June 19, 2014, i.e., apart from annual remuneration for Directors and Statutory Auditors, the total number of Stock Acquisition Rights would be equivalent to no more than a total of 35million yen per year for Directors (excluding Independent Directors) and no more than a total of 6 million yen per year for Statutory Auditors (excluding Outside Statutory Auditors) determined by multiplying the fair value per unit on the allotment date based primarily on the Black-Scholes model by the number of the Stock Acquisition Rights. However, the Company will make the transition to a company with a Committee on Audit, etc. once Proposal 1 "Partial Amendments to the Article of Incorporation" is approved and adopted. Accordingly, we would like obtain approval for the revision of the current remuneration, i.e., apart from annual remuneration for the Directors (excluding those serving on the Committee on Audit, etc.) and Directors serving on the Committee on Audit, etc. and taking into account factors such as general economic conditions, the total number of the Stock Acquisition Rights shall be equivalent to no more than a total of 45 million yen per year for Directors excluding those serving on the Committee on Audit, etc. (excluding Independent Directors) and no more than a total of 8 million yen per year for Directors serving on the Committee on Audit, etc. (excluding Independent Directors), as determined by multiplying the fair value per unit on the allotment date based primarily on the Black-Scholes model by the number of the Stock Acquisition Rights.

Once Proposal 1, 2 and 3 are approved and adopted as proposed, the number of Directors excluding those serving on the Committee on Audit, etc. (excluding Member of the Committee on Audit, etc.) will be 5 while the number of Directors serving on the Committee on Audit, etc. will be 4 (of which 3 are Independent Directors).

The Company judges that the revision of the remuneration is significant since it reflects the Directors' contribution to the Company's long term growth while the Directors will be able to share not only the benefits of higher share prices but also risks of lower share prices with the Shareholders.

2. Details of the Stock Subscription Rights

Details of the Stock Subscription Rights to be granted to Directors are as follows:

- (1) Type and number of shares to be issued upon the exercise of Stock Subscription Rights
Total number of the Stock Subscription Rights

Total number of the Stock Subscription Rights to be allocated within one year after the date of the General Meeting of Shareholders for each business year shall be equivalent to no more than a total of 45 million yen per year for Directors excluding those serving on the Committee on Audit, etc. (excluding Independent Directors) and no more than a total of 8 million yen per year for Directors serving on the Committee on Audit, etc. as determined by multiplying the fair value per unit on the allotment date based primarily on the Black-Scholes model by the number of the Stock Subscription Rights.

Type and number of shares to be issued upon the exercise of Stock Subscription Rights
The type of shares to be issued for the Stock Subscription Rights shall be common stock, and the number of shares to be issued for one Stock Subscription Right shall be 100 shares.

In the event that adjustments of the Number of Shares Granted are needed due to a merger, corporate split, stock split (including allotment of shares without contribution) or stock consolidation, the Company makes the required adjustments.

- (2) The value of property to be contributed upon exercise of the Stock Subscription Rights
The value of property to be contributed upon exercise of the Stock Subscription Rights shall be the amount obtained by multiplying the exercise price of one yen by the number of shares to be issued upon exercise of each Stock Subscription Right.
- (3) Period when the Stock Subscription Rights can be exercised
The period for exercising the Stock Subscription Rights shall be within 30 years from the day after the Stock Subscription Rights are granted.
- (4) Restriction on acquisition of Stock Subscription Rights by transfer
Any transfer of Stock Subscription Rights requires approval by resolution of the Company's Board of Directors.
- (5) Terms and conditions for exercising the Stock Subscription Rights
 - (A) If a Stock Subscription Rights Holder holds a position as one of the Company's Directors, the Holder cannot exercise his/her subscription right.
 - (B) If a Stock Subscription Rights Holder does not give up his/her position as the Company's Director and cannot exercise his/her subscription rights before the date corresponding to one year before the last day of the exercise period, he/she can exercise the Stock Subscription Rights until the last day of the exercise period as stipulated by the above (3).
 - (C) If a proposal for a merger agreement under which the Company ceases to exist, a proposal for a share exchange agreement under which the Company becomes a wholly owned subsidiary, or a proposal for the approval of a share-transfer plan is approved at the General Meeting of Shareholders, Stock Subscription Rights can be exercised only for 15 days from the day after the proposal is approved.
 - (D) Other terms and conditions for exercising the Stock Subscription Rights shall be determined at the Board of Director's Meeting where subscription details for the Stock Subscription Rights are determined.