

Note: This document is an excerpt translation from the Japanese original for reference purposes only. In the event of any discrepancy between this translation and the Japanese original, the Japanese original shall prevail. Press Kogyo Co., Ltd. assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

Securities Code: 7246

June 7, 2017

Dear Shareholders,

Hiroshige Kakudo
Representative Director
PRESS KOGYO CO., LTD.
1-1-1 Shiohama, Kawasaki-ku,
Kawasaki-shi, Kanagawa

Notice of the 115th Annual Shareholders' Meeting

You are cordially invited to attend the 115th Annual Shareholders' Meeting of Press Kogyo Co., Ltd. (the "Company") to be held on June 29, 2017 as detailed below.

Details

1. Date and Time: Thursday, June 29, 2017, at 10:00 a.m.
2. Place: Conference Room of the Company's Head Office
1-1-1 Shiohama, Kawasaki-ku, Kawasaki-shi, Kanagawa
3. Purpose of the Meeting
Matters to be reported:
 1. Business Report, Consolidated Financial Statements and Audit Reports of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee for the 115th Fiscal Year (from April 1, 2016 to March 31, 2017)
 2. Non-Consolidated Financial Statements for the 115th Fiscal Year (from April 1, 2016 to March 31, 2017)

Matters to be resolved:

- Proposal 1: Appropriation of Surplus
- Proposal 2: Election of Seven (7) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)
- Proposal 3: Payment of Bonuses to Officers

Reference Documents for the Shareholders' Meeting

Proposal 1: Appropriation of Surplus

Regarding the year-end dividends for the 115th fiscal year, after taking into comprehensive consideration the performance for the current fiscal year and future capital demands among other factors, in accordance with the capital policy of the Company, we propose to pay as described below.

(1) Type of dividend property:

We will pay in money.

(2) Item concerning allocation of dividend property and its total amount:

We propose the year-end dividend of 6 yen per common share of the Company (total amount of dividends: 651,748,062 yen). Since the interim dividend in the amount of 5 yen has been distributed, the annual dividend for the current fiscal year would be 11 yen per share.

(3) Effective date of dividend of surplus:

June 30, 2017

(Reference: 1) Capital policy of the Company

Fundamental policy of Press Kogyo Group is to aim for sustainable growth and increased corporate value over the mid- to long-term through business activities, while maintaining the necessary shareholders' equity level and providing sustainable and stable returns to shareholders.

1. Maintenance of necessary shareholders' equity level

Financial soundness shall be ensured by comprehensively taking into consideration growth investment, response capability toward operating risk, maintenance of ratings, etc.

2. Dividend policy

Dividend amount for each period shall be determined by comprehensively taking into consideration the performance and capital demands among other factors, after setting the consolidated dividend payout ratio of 20% as the mid-term target. Frequency of dividend payments shall be twice a year in principle.

3. Acquisition of treasury stock, etc.

Changes in the business environment shall be responded with flexibility, and financial measures leading to increased corporate value such as acquisition or cancelation of treasury stocks shall be implemented.

(Reference: 2) Change in dividends per share

(Unit: yen)

	112th fiscal year (Fiscal year ended March 31, 2014)	113th fiscal year (Fiscal year ended March 31, 2015)	114th fiscal year (Fiscal year ended March 31, 2016)	115th fiscal year (current) (Fiscal year ended March 31, 2017)
Interim dividends per share	5.00	5.00	5.00	5.00
Year-end dividends per share	5.00	6.00	6.00	6.00 (planned)
Annual dividends per share	10.00	11.00	11.00	11.00 (planned)
Consolidated dividend payout ratio	17.3%	18.8%	21.3%	22.7% (planned)

Note: Year-end dividends per share for the 113th term include 1 yen for the commemorative dividend, commemorating the 90th anniversary of foundation.

Proposal 2: Election of Seven (7) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

All eight (8) Directors (excluding Directors who are Audit & Supervisory Committee Members, hereinafter referred to as “Director(s)”) will retire from office due to expiration of their terms of office at the conclusion of this Shareholders’ Meeting.

Accordingly, we propose the election of seven (7) Directors.

Also, after a review by the Audit & Supervisory Committee, they have expressed the opinion that each candidate in this proposal is qualified.

The candidates for Director are as follows:

No.	Name (Date of birth)	Career summary, position, areas of responsibility in the Company and significant concurrent positions outside the Company	Number of the Company’s shares owned
1 <u>Reelected</u>	Hiroshige Kakudo (June 27, 1950) Attendance at meetings of the Board of Directors 17/17 (100.0%)	<p>April 1973 Joined the Company</p> <p>April 2004 Executive Officer of the Company</p> <p>April 2006 Executive Managing Officer of the Company</p> <p>June 2006 Director, Executive Managing Officer of the Company</p> <p>April 2010 Director, Senior Executive Managing Officer of the Company</p> <p>April 2012 Representative Director, Senior Executive Managing Officer of the Company</p> <p>October 2012 Representative Director, Executive Vice President & CFO of the Company</p> <p>October 2013 Representative Director, President & CEO of the Company (to the present)</p> <p><i>Reasons for nomination as candidate for Director</i></p> <p>Mr. Kakudo has experience mainly in Accounting, Purchasing and Sales Department of the Company and has been engaged in the management of the Company’s subsidiary in the United States for many years. He has deep knowledge and achievements in the Company’s overall business and management. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	165,230
2 <u>Reelected</u>	Masato Saito (October 9, 1952) Attendance at meetings of the Board of Directors 17/17 (100.0%)	<p>April 1975 Joined the Company</p> <p>April 2006 Executive Officer of the Company</p> <p>April 2009 Senior Executive Officer of the Company</p> <p>April 2011 Executive Managing Officer of the Company</p> <p>June 2012 Director, Executive Managing Officer of the Company</p> <p>April 2014 Director, Senior Executive Managing Officer & CFO of the Company (to the present)</p> <p><i>Responsibilities</i></p> <p>In charge of Corporate Administration Division</p> <p><i>Reasons for nomination as candidate for Director</i></p> <p>Mr. Saito has experience mainly in the Accounting Department of the Company and has been engaged in the management of the Company’s subsidiary in Thailand. He has deep knowledge and achievements in the Company’s accounting business and overall management. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	66,200

No.	Name (Date of birth)	Career summary, position, areas of responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
3 <u>Reelected</u>	Yasuhiko Ikeda (September 14, 1953) Attendance at meetings of the Board of Directors 17/17 (100.0%)	<p>April 1977 Joined the Company</p> <p>April 2008 Executive Officer of the Company</p> <p>April 2010 Senior Executive Officer of the Company</p> <p>April 2011 Executive Managing Officer of the Company</p> <p>June 2012 Director, Executive Managing Officer of the Company</p> <p>April 2016 Director, Senior Executive Managing Officer of the Company (to the present)</p> <p><i>Responsibilities</i> In charge of Corporate Planning Division Overseeing of Overseas Operations</p> <p><i>Reasons for nomination as candidate for Director</i> Mr. Ikeda has experience mainly in the Overseas Operation and Management Planning Department of the Company and has deep knowledge and achievements in the Company's overseas business and overall management. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	60,700
4 <u>Reelected</u>	Tetsushi Mino (April 24, 1957) Attendance at meetings of the Board of Directors 17/17 (100.0%)	<p>April 1980 Joined the Company</p> <p>April 2009 Executive Officer of the Company</p> <p>April 2012 Senior Executive Officer of the Company</p> <p>April 2013 Executive Managing Officer of the Company</p> <p>June 2013 Director, Executive Managing Officer of the Company (to the present)</p> <p><i>Responsibilities</i> In charge of Business Development and Administration Division</p> <p><i>Reasons for nomination as candidate for Director</i> Mr. Mino has experience mainly in the Sales and Purchasing Department of the Company and has deep knowledge and achievements in the Company's sales and purchasing business. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	41,500
5 <u>Reelected</u>	Satoru Murayama (October 9, 1956) Attendance at meetings of the Board of Directors 17/17 (100.0%)	<p>April 1980 Joined the Company</p> <p>April 2009 Executive Officer of the Company</p> <p>April 2012 Senior Executive Officer of the Company</p> <p>April 2013 Executive Managing Officer of the Company</p> <p>June 2013 Director, Executive Managing Officer of the Company (to the present)</p> <p><i>Responsibilities</i> In charge of Engineering & Development Division</p> <p><i>Reasons for nomination as candidate for Director</i> Mr. Murayama has experience mainly in the Design and Engineering Department of the Company and has deep knowledge and achievements in the Company's engineering & development business. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	41,400

No.	Name (Date of birth)	Career summary, position, areas of responsibility in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
6 Reelected	Kazuhiko Onami (September 10, 1955) Attendance at meetings of the Board of Directors 14/14 (100.0%)	<p>April 1982 Joined the Company</p> <p>April 2010 Executive Officer of the Company</p> <p>April 2013 Senior Executive Officer of the Company</p> <p>April 2014 Executive Managing Officer of the Company</p> <p>June 2016 Director, Executive Managing Officer of the Company (to the present)</p> <p><i>Responsibilities</i></p> <p>Overseeing of Accounting Dept. and Financial Dept.</p> <p>In charge of Personnel Dept. and Employee Relations Dept.</p> <p>Principal of Press Kogyo Technical Junior College and Press Kogyo Training School</p> <p><i>Reasons for nomination as candidate for Director</i></p> <p>Mr. Onami has experience mainly in the Sales and Accounting Department of the Company and has been engaged in the management of the Company's subsidiary in the United States. He has deep knowledge and achievements in the Company's sales and accounting business and overall management. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	35,700
7 Reelected	Noriaki Endo (March 4, 1957) Attendance at meetings of the Board of Directors 13/14 (92.9%)	<p>April 1975 Joined the Company</p> <p>April 2010 Executive Officer of the Company</p> <p>April 2012 Senior Executive Officer of the Company</p> <p>April 2014 Executive Managing Officer of the Company</p> <p>June 2016 Director, Executive Managing Officer of the Company (to the present)</p> <p><i>Responsibilities</i></p> <p>In charge of Manufacturing Division</p> <p><i>Reasons for nomination as candidate for Director</i></p> <p>Mr. Endo has experience mainly in the Factory Department of the Company and has deep knowledge and achievement in the Company's manufacturing business. Based on such experience and knowledge, the Company has judged that he is able to make decisions relating to execution of important business and supervise the management, and continues to nominate him as candidate for Director.</p>	36,300

Note: There are no special interests between each of the candidates and the Company.

Proposal 3: Payment of Bonuses to Officers

Taking into consideration the performance of the current fiscal year, among other factors, we propose to pay “Bonuses to officers” at the amount of 130,000 thousand yen to eight (8) Directors (excluding Directors who are Audit & Supervisory Committee Members, hereinafter referred to as “Director(s)”) in office as of the end of the current fiscal year.

Note that the Company plans to entrust the decision of individual amounts to be paid to each Director to the discretion of the Board of Directors.

Regarding the amount of remuneration to be paid to Directors, a resolution that this amount should not exceed 400 million yen per year (provided that this amount does not include the employee salary portion) was passed at the 114th Annual Shareholders’ Meeting held on June 29, 2016. We request that shareholders approve this proposal in a separate frame from the aforementioned annual remuneration amount.

Also, after a review by the Audit & Supervisory Committee, they have expressed the opinion that this proposal is appropriate.