Securities Code: 6961 June 1, 2017

To Our Shareholders:

2-30-1 Namiki, Kawaguchi-shi, Saitama

### **Enplas Corporation**

Daisuke Yokota, President

# Notice of the 56th Annual Meeting of Shareholders

Enplas Corporation ("Company") hereby notifies and asks shareholders to attend the Company's 56th Annual Meeting of Shareholders as described below.

If you are unable to attend the meeting on the date, you may also exercise your voting rights in writing or through the Internet. We kindly request you to read the following Reference Document for the Annual Meeting of Shareholders, and exercise your voting rights in accordance with the guidance on pages 2 hereof by 5:00 p.m., June 22, 2017 (Thursday).

Sincerely yours,

Date:	10:00 a.m., June 23 (Friday), 2017		
Venue:	3-1-1 Kawaguchi, Kawaguchi-shi, Saitama 1F, Exhibition Hall, Public Interest Incorporated Foundation Kawaguchi Cultural Center (Lilia)		
Purposes:			
Items to be reported:	1. The business report, the consolidated financial statements, and the results of consolidated financial statement audits by the Accounting Auditor and the Audit Committee for the 56th business period (April 1, 2016 to March 31, 2017)		
	2. The non-consolidated financial statements for the 56th business period (April 1, 2016 to March 31, 2017)		
Items to be resolved:			
Agenda Item No. 1:	Election of Two (2) Directors (excluding Audit Committee members)		
Agenda Item No. 2:	Election of Three (3) Directors who are Audit Committee members		
Agenda Item No. 3:	Election of One (1) Director who is a Substituting Audit Committee member		
	Venue: Purposes: Items to be reported: Items to be resolved: Agenda Item No. 1: Agenda Item No. 2:		

#### 4. Information on Exercise of Voting Rights.

- (1) If your voting rights are exercised through a voting rights exercise form, and you submit a voting rights exercise form without indicating your vote for or against each of the proposals, your vote will be counted as "in favor" for all proposals.
- (2) If your voting rights are exercised both by a voting rights exercise form and through the Internet, voting through the Internet shall prevail.
- (3) If your voting rights are exercised more than once through the Internet, your final vote shall prevail.
- (4) Please complete and send back your voting rights exercise form to make sure it is received by the Company by 5:00 p.m., Thursday, June 22, 2017.
- (5) Please exercise your voting rights through the Internet by 5:00 p.m., Thursday, June 22, 2017.
- (6) If you do not attend the Annual Meeting of Shareholders, you may attend through another shareholder holding voting rights of the Company as your proxy; provided, however, that a document verifying the proxy must be submitted.

#### 5. Information on Exercise of Voting Rights through the Internet

(1) For exercising your voting rights, please access the Website for Voting Rights Exercise below from a PC, cellular phone or smartphone, read the "Notes" on the voting rights exercise form, enter the voting rights exercise code and password, and follow the instructions on the screen.

#### Website for Voting Rights Exercise http://www.tosyodai54.net

(2) Please note that for the access to the "Website for Voting Rights Exercise," communication charges for telephone, etc. and access charges for providers will be borne by each shareholder.

For Inquiries about exercise of voting rights through the Internet Administrator of Shareholder Registry: Tokyo Securities Transfer Agent Co., Ltd. Phone: 0120-88-0768 (Toll free) Business Hours: 9:00 – 21:00

#### 6. Information on Disclosure on the Internet

- (1) Among the documents that should be attached to the Notice of the Annual Meeting of Shareholders, the following matters are provided on the Company's website pursuant to applicable laws and regulations, and the "Articles of Incorporation" of the Company; therefore, they are not attached to this Notice of the Annual Meeting of the Shareholders:
  - (a) System to Ensure Appropriateness of Operations of the Company
  - (b) Basic Policy for Controlling the Company
  - (c) Notes to the Consolidated Financial Statements
  - (d) Notes to Specific Items of the Non-consolidated Financial Statements

Of the documents above, "System to Ensure Appropriateness of Operations of the Company" and "Basic Policy for Controlling the Company" have been audited as part of the business report when the Audit Committee prepared the audit report.

Of the documents above, "Notes to the Consolidated Financial Statements" and "Notes to Specific Items of the Non-consolidated Financial Statements" have been audited as part of the consolidated and the non-consolidated financial statements when the Audit Committee and the Accounting Auditor prepared the audit report.

- (2) If there are any revisions to the Reference Document for the Annual Meeting of Shareholders, the business report, and/or the consolidated and the non-consolidated financial statements, such revisions will be listed on the Company's website.
- (3) The voting results will be posted on the Company's website in lieu of sending written notice of voting results to shareholders.

The Company's website: http://www.enplas.co.jp

When attending the meeting, we kindly request that you submit the enclosed voting rights exercise form to the receptionist at the venue.

## Reference Document for Annual Meeting of Shareholders

#### **Meeting Agenda and Reference Matters**

Agenda Item No. 1:Election of Two (2) Directors (excluding Audit Committee members)The terms of office for all current two (2) Directors (excluding Audit Committee members) will<br/>expire at the conclusion of this Annual Meeting of Shareholders. Accordingly, the Company<br/>requests the election of two (2) Directors (excluding Audit Committee members).

This item was discussed by the Audit Committee and no objection was raised. The candidates for Directors (excluding Audit Committee members) are as follows.

Candidate No.	Name (Date of birth)	Briefpr	ofile, position, and responsibility at the Company (Significant concurrent positions)	Number of the Company's shares owned	
1	Daisuke Yokota (November 4, 1967) <reappointment></reappointment>	Aug. 1993 Apr. 2000 Jun. 2003 Apr. 2004 Apr. 2006 Apr. 2007 Apr. 2008	Joined the Company President, ENPLAS (U.S.A.), INC. Director, the Company Director, General Manger, Engineering Plastic Business Department Managing Director, Chief General Manager, Operations, General Manager, Plastic Optics Department Managing Director, Chief General Manager, Operations President, the Company (incumbent)	1,502,417 shares	
	Number of years in service: 14 at the conclusion of this Annual Meeting of Shareholders Attendance of the Board of Directors meetings: 12 out of the 12 meetings (100%) Reason for the nomination: Mr. Daisuke Yokota has managed the Company group by demonstrating strong leadership since his appointment as President and Representative Director. The Company nominated him as a candidate for a Director because it appreciates his global business performance and vast knowledge and experience of general corporate management and thus expects he will continue to contribute to the Company's sustainable growth and enhancement of corporate value.				

Candidate No.	Name (Date of birth)	Brief profile, position, and responsibility at the Company (Significant concurrent positions)		Number of the Company's shares owned	
2	Takashi Sakai (June 6, 1955) < Reappointment >	Jan. 1999 Jun. 2004 Jul. 2010 Apr. 2012 Jun. 2012 Apr. 2013 Jun. 2013 Apr. 2015	Joined the Company Director, In Charge of Business Planning, Midium Term Management Plan Promotion, IR Director, Managing Officer, Chief General Manager, Business Strategy Department, In charge of Finance and Accounting Department Director, Managing Officer, Chief General Manager, Business Planning Department, In charge of Finance and Accounting Department Director, Managing Officer, Business Planning Department, In charge of Corporate Communications IR Department and Finance and Accounting Department Director, Managing Officer, Chief General Manager, Business Planning Department Director, Senior Managing Officer, Chief General Manager, Business Planning Department (incumbent) Head, Corporate Center	11,600 shares	
	Number of years in service: 13 at the conclusion of this Annual Meeting of Shareholders Attendance of the Board of Directors meetings: 12 out of the 12 meetings (100%) Reason for the nomination: The Company nominated Mr. Takashi Sakai as a candidate for a Director because he, as a person in charge of the Company's Business Planning Department, has a high-level of expertise in corporate management that he has developed through vast and adequate work experience as to business strategy, finance and accounting, human resources, risk management, etc. and thus the Company expects that he will continue to contribute to its sustainable growth and enhancement of its corporate value.				

(Notes) There are no special conflicts of interest between any of the candidates and the Company.

Agenda Item No. 2: Election of Three (3) Directors who are Audit Committee members

The terms of office for all current three (3) Directors who are Audit Committee members will expire at the conclusion of this Annual Meeting of Shareholders. Accordingly, the Company requests the election of three (3) Directors who are Audit Committee members.

This agenda item has been approved by the Audit Committee.

The candidates for Directors who are Audit Committee members are as follows.

Candidate No.	Name (Date of birth)	Brief profile, position, and responsibility at the Company (Significant concurrent positions)		Number of the Company's shares owned		
		Jun. 1978	Joined Texas Instruments Incorporated			
		Mar. 1981	President, Faber Young International Inc.			
	Yoong Yoon Liong (March 21, 1951)	Oct. 2001	Vice President, Asia Central, AMP Manufacturing Singapore Pte Ltd., AMP Singapore Pte. Ltd. (AMP: current Tyco Electronics)			
	<reappointment></reappointment>	May. 2006	CEO, Carmel Manufacturing Singapore	—		
		Jun. 2009	President, Golden Bridge Electech Inc.			
	<candidate for<br="">Outside Director&gt;</candidate>	Feb. 2011	Managing Director, ML Tech Solutions (incumbent)			
1			Business Consultant (incumbent)			
1		Jun. 2014	Outside Director, the Company (incumbent)			
	Number of years in service: 3 at the conclusion of this Annual Meeting of Shareholders Attendance of the Board of Directors meetings: 12 out of the 12 meetings (100%) Attendance of the Audit Committee meeting: 15 out of the 15 meetings (100%) Reason for the nomination:					
	The Company nominated Mr. Yoong Yoon Liong as a candidate for an Outside Director because he has held important positions at electronic components manufactures and has wide experience and knowledge of business management in the Asia region. The Company believes that he will continue to provide valuable opinion and advice regarding the management of the Group.					

Candidate No.	Name (Date of birth)	Brief profile, position, and responsibility at the Company (Significant concurrent positions)		Number of the Company's shares owned		
		Apr. 1971	Joined Nissei Sangyo (current Hitachi High- Technologies Corporation)			
		Oct. 2001	General Manager, Electronic Device Department, Hitachi High-Technologies			
		Apr. 2003	Vice General Manager, Sales Department of Industrial Materials			
	Masanori Kazamaki (March 8, 1949)	Apr. 2005	Chief General Manager, Sales Department of Industrial Materials			
		Jun. 2005	Board Member, Chief General Manager, Sales Department of Industrial Materials			
	<reappointment></reappointment>	Apr. 2008	Managing Officer	—		
			Managing Officer,			
	<candidate for<="" td=""><td>Apr. 2010</td><td>President, West Japan Branch,</td><td></td></candidate>	Apr. 2010	President, West Japan Branch,			
	Outside Director>		Branch Manager, Kansai Branch			
2			Managing Officer,			
		Apr. 2011	Vice General Manager, Sales Headquarters,			
			Branch Manager, Kansai Branch			
		Apr. 2012	Special Assignment Advisor, the Company			
		Mar. 2013	Retired from Special Assignment Advisor			
		Jun. 2015	Outside Director, the Company (incumbent)			
	Number of years in service: 2 at the conclusion of this Annual Meeting of Shareholders					
	Attendance of the Board of Directors meetings: 12 out of the 12 meetings (100%)					
	Attendance of the Audit Committee meeting: 15 out of the 15 meetings (100%)					
	Reason for the nomination:					
	The Company nominated Mr. Masanori Kazamaki as a candidate for an Outside Director because he has assumed important positions at Hitachi High-Technologies Corporation and has wide knowledge and experience in the resin material industry. The Company believes that he will continue to leverage such knowledge and experience to supervise the management of the Group.					

Candidate No.	Name (Date of birth)	Briefpro	ofile, position, and responsibility at the Company (Significant concurrent positions)	Number of the Company's shares owned	
110.	Ichiro Hasegawa (December 24, 1955) <reappointment></reappointment>	Jul. 2003 Apr. 2006 Jun. 2006 Jun. 2012 Apr. 2013 Apr. 2015	Joined the Company Chief General Manager, Semiconductor Peripherals Business Department Director and Officer, Chief General Manager, Semiconductor Peripherals Business Department Director and Officer in charge of General Affairs Department Director and Officer Head, Business Planning Control Headquarters Local Service Center Director and Officer in charge of Internal Audit	5,300 shares	
3		Jun. 2015	Office Director, the Company (incumbent)		
	Number of years in service: 5 at the conclusion of this Annual Meeting of Shareholders Attendance of the Board of Directors meetings: 12 out of the 12 meetings (100%) Attendance of the Audit Committee meeting: 15 out of the 15 meetings (100%) Reason for the nomination: The Company nominated Mr. Ichiro Hasegawa as a candidate for a Director because he has been engaged in administrative operations in the Company and its group company, and has accumulated abundant experience in business management and wide knowledge in broad areas of compliance, while having proactively endeavored to improve the Company's governance as a Director who also serves as an Audit Committee member. The Company expects that he will continue to contribute to ensuring appropriate supervision and sound business management of the Company.				

(Notes) 1. Messrs. Yoong Yoon Liong and Masanori Kazamaki are registered as Independent Officer with the Tokyo Stock Exchange.

- 2. The Group is engaged in raw material-related business transactions with Hitachi High-Technologies Corporation, for which Mr. Masanori Kazamaki worked until March, 2013. However, since the amount of the transactions is less than 1% of the consolidated sales of each side, they have no significant impact on his independence. There are no special conflicts of interest between any of the other candidates and the Company.
- 3. Messrs. Yoong Yoon Liong and Masanori Kazamaki are candidates for a Director who is an Audit Committee member and Outside Director.
- 4. The Company has entered into an agreement to limit liability for damages with each of Messrs. Yoong Yoon Liong, Masanori Kazamaki and Ichiro Hasegawa for the purpose of limiting their such liabilities as provided for in Paragraph 1 of Article 423 of the Companies Act in accordance with the Company's Articles of Incorporation and Paragraph 1 of Article 427 (1) of the Companies Act. The maximum liability under the said agreements is the amount provided for laws and regulations. When Messrs. Yoong Yoon Liong, Masanori Kazamaki and Ichiro Hasegawa are reappointed upon approval of this agenda, the Company will renew the said agreements with each of them.

**Agenda Item No. 3:** Election of One (1) Director who is a Substituting Audit Committee member To prepare for a case in which the number of Audit Committee members falls short of the number stipulated by applicable laws and regulations, the Company requests the election of one (1) Director who is a substituting Audit Committee member.

This agenda item has been approved by the Audit Committee.

The candidate for Director who is a substituting Audit Committee member is as follows.

Name (Date of birth)	Bri	Number of the Company's shares owned	
	Apr. 1980	Joined Kantoshinetsu Regional Taxation Bureau	
Sakae Ochiai	Jul. 1999	Coordination Officer, First Division, Urawa Tax Office	
(November 23, 1955)	Jul. 2001	Chief Officer, Third Division, MitoTax Office	
<reappointment></reappointment>	Jul. 2002	Chief Officer, Fifth Division, Nagano Tax Office	100 shares
	Jul. 2004	Chief Officer, Second Division, Omiya Tax Office	
<candidate for="" outside<="" td=""><td>Sep. 2006</td><td>Registered as Certified Tax Accountant (incumbent)</td><td></td></candidate>	Sep. 2006	Registered as Certified Tax Accountant (incumbent)	
Director>	Jun. 2007	Outside Corporate Auditor, the Company	
	June 2015	Retired from Outside Corporate Auditor, the Company	

Reason why the Company nominated him as a candidate for an Outside Director and believes that he will be able to properly perform his duties:

The Company nominated Mr. Sakae Ochiai as a candidate for a substituting Outside Director because he is a Certified Tax Accountant and has wide expertise and experience of finance and accounting. The Company believes that he will be able to contribute to enhancing the Company's audit function leveraging his expertise and experience. Also, because he is independent from the management of the Company, the Company nominated him as a candidate for a Director who is a substituting Audit Committee member and a substituting Outside Director.

(Notes) 1. There are no special conflicts of interest between the candidate and the Company.

- 2. Mr. Sakae Ochiai is a candidate for a Director who is a substituting Audit Committee member and Outside Director.
- 3. If Mr. Sakae Ochiai is formally appointed as a Nonexecutive Director, the Company will enter into an agreement with him in accordance with the articles of incorporation of the Company and Article 427 (1) of the Companies Act to the effect that his liability for damages under Article 423 (1) of the Companies Act shall be limited to the amount specified by applicable laws and regulations.