Securities Code: 6961 June 7, 2016

To Our Shareholders:

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

# **Enplas Corporation**

Daisuke Yokota, President

# Notice of the 55th Annual Meeting of Shareholders

Enplas Corporation ("Company") hereby notifies and asks shareholders to attend the Company's 55th 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 page 2 by 5:00 p.m., June 28, 2016 (Tuesday).

Sincerely yours,

**1. Date:** 10:00 a.m., June 29 (Wednesday), 2016

2. Venue: 3-1-1 Kawaguchi, Kawaguchi-shi, Saitama

1F, Exhibition Hall, Public Interest Incorporated Foundation

Kawaguchi Cultural Center (Lilia)

3. 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 55th business period (April 1, 2015 to March 31, 2016)
- 2. The non-consolidated financial statements for the 55th business period (April 1, 2015 to March 31, 2016)

#### Items to be resolved:

**Agenda Item No. 1:** Election of Two (2) Directors (excluding Audit Committee members) **Agenda Item No. 2:** Election of One (1) Director who is a Substituting Audit Committee

member

#### 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 return your complete voting rights exercise form so that it will arrive by 5:00 p.m., Tuesday, June 28, 2016.
- (5) Please complete exercising your voting rights through the Internet by 5:00 p.m., Tuesday, June 28, 2016.
- (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 listed on the Company's website; therefore, they are not included among the documents attached to this Notice of the Annual Meeting of the Shareholders, pursuant to applicable laws and regulations, and the "Articles of Incorporation" of the Company:
  - (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 expire at the conclusion of this Annual Meeting of Shareholders. Accordingly, the Company 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)	Brief pr	rofile, position, and responsibility at the Company (Significant concurrent positions)	Number of the Company's shares owned
	Daisuke Yokota (November 4, 1967)	Aug. 1993	Joined the Company	1,502,417 shares
		Apr. 2000	President, ENPLAS (U.S.A.), INC.	
		Jun. 2003	Director, the Company	
		Apr. 2004	Director, General Manger, Engineering Plastic Business Department	
		Apr. 2006	Managing Director, Chief General Manager, Operations,	
			General Manager, Plastic Optics Department	
1		Apr. 2007	Managing Director, Chief General Manager, Operations	
		Apr. 2008	President, the Company (incumbent)	
	Reason for the nomination:  The Company nominated Mr. Daisuke Yokota as a candidate for a Director because he has managed the Company group as President and Representative Director and led the group by demonstrating strong leadership. The Company believes his performance to date, vast knowledge of general corporate management and diverse work experience will contribute to further strengthen the function of the board of directors.			

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)	Jan. 1999 Jul. 2010  Apr. 2012  Jun. 2012  Apr. 2013  Jun. 2013	Joined the Company 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 (incumbent)	11,200 shares		
	Reason for the nomination:  The Company nominated Mr. Takashi Sakai as a candidate for a Director because he has been in charge of the Company's Business Planning Department and he has the ability to execute the Company's business in an efficient manner based on a high-level of expertise in corporate management that he has developed through such experience. The Company believes that his expertise and ability will 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 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.

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

Name (Date of birth)	Brio	Number of the Company's shares owned		
	Apr. 1980	Joined Kantoshinetsu Regional Taxation Bureau		
	Jul. 1999	Coordination Officer, First Division, Urawa Tax Office		
Sakae Ochiai	Jul. 2001	Chief Officer, Third Division, MitoTax Office		
(November 23, 1955)	Jul. 2002	Chief Officer, Fifth Division, Nagano Tax Office	100 -1	
<candidate for="" outside<="" td=""><td>Jul. 2004</td><td>Chief Officer, Second Division, Omiya Tax Office</td><td colspan="2" rowspan="3">100 shares</td></candidate>	Jul. 2004	Chief Officer, Second Division, Omiya Tax Office	100 shares	
Candidate for Outside  Director>	Sep. 2006	Registered as Certified Tax Accountant (incumbent)		
	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 Outside Director who is a substituting Audit Committee member.
- 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.