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Securities code: 7947

June 8, 2017

To our shareholders:

Morimasa Sato  
President and COO  
**FP CORPORATION**  
1-13-15 Akebonocho, Fukuyama-shi, Hiroshima, Japan

## NOTICE OF THE 55TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 55th Ordinary General Meeting of Shareholders of FP CORPORATION (the “Company”), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights using either of the following methods. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:45 p.m. on Tuesday, June 27, 2017 (Japan Standard Time).

Exercise of voting rights in writing

Please indicate your approval or disapproval of each proposal on the enclosed voting form, and return it so that it will be received by us no later than the above date and time.

Exercise of voting rights via the Internet, etc.

Please refer to “Guidance on Methods for Exercise of Voting Rights” and “Instructions for Exercise of Voting Rights via the Internet, etc.” (Japanese only) and access the website designated by the Company for exercising voting rights (<http://www.evotep.jp/>). Follow the on-screen guidance and enter your approval or disapproval of each proposal no later than the above date and time.

1. **Date and Time:** Wednesday, June 28, 2017 at 10:00 a.m. (Japan Standard Time)
2. **Venue:** Conference Room, 4th Floor, Company’s Comprehensive Research Institute  
1-12-17 Akebonocho, Fukuyama-shi, Hiroshima, Japan

### 3. Purposes:

#### Items to be reported:

1. Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 55th Term (from April 1, 2016 to March 31, 2017).
2. The results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee for the 55th Term.

#### Items to be resolved:

- Proposal 1:** Election of thirteen (13) Executive Directors (excluding Executive Directors who are Audit and Supervisory Committee Members)
- Proposal 2:** Payment of retirement benefits to the retiring Executive Directors

## Reference Documents for the General Meeting of Shareholders

### Proposals and References

**Proposal 1:** Election of thirteen (13) Executive Directors (excluding Executive Directors who are Audit and Supervisory Committee Members)

Yasuhiro Komatsu, who served as Executive Director of the Company, passed away on May 23, 2017

The terms of office of all eleven (11) Executive Directors (excluding Executive Directors who are Audit and Supervisory Committee Members; the same applies throughout this proposal) will expire upon the conclusion of the General Meeting of Shareholders.

In that regard, the Company proposes the election of thirteen (13) Executive Directors, increasing the number of Executive Directors by one (1) to enhance the management system in the Board of Directors.

All candidates for Executive Directors in this proposal have been approved by the Audit and Supervisory Committee of the Company.

The candidates for Executive Directors are as follows:

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Morimasa Sato (June 2, 1959) [Reelection]	Apr. 1983    Joined Mitsui & Co., Ltd. June 1998    External Director, the Company Mar. 1999    Retired from Mitsui & Co., Ltd. Apr. 1999    Executive Director, General Manager, Corporate Strategy Office, the Company June 1999    Senior Vice President and Director, Executive General Manager, Corporate Strategy Division, the Company June 2000    Executive Vice President and Director, Executive General Manager, Corporate Strategy Division, the Company June 2001    Deputy President, concurrently Executive General Manager, Corporate Strategy Division, concurrently Head of General Affairs and Personnel Division, Finance and Accounting Division and SCM Division, the Company June 2009    President and COO, the Company (present position)	22,800
2	Tomoki Takanishi (January 11, 1953) [Reelection]	Sept. 1982    Joined the Company June 2005    Executive Director, Executive General Manager, Sales Division 2, the Company June 2010    Senior Vice President and Director, Executive General Manager, Sales Division 2, the Company June 2014    Executive Vice President and Director, Executive General Manager, Sales Division 2, concurrently General Manager of Sales Division 1, the Company (present position)	7,300

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Nobuyuki Nagai (February 21, 1959) [Reelection]	<p>Apr. 1977    Joined the Company</p> <p>June 2007    Executive Director, Deputy Executive General Manager, Manufacturing Division, the Company</p> <p>June 2009    Executive Director, Executive General Manager, Manufacturing Division, the Company</p> <p>June 2014    Senior Vice President and Director, Executive General Manager, Manufacturing Division, the Company</p> <p>June 2016    Executive Vice President and Director, Executive General Manager, Manufacturing Division, the Company (present position)</p>	800
4	Isao Ikegami (January 27, 1959) [Reelection]	<p>Apr. 1982    Joined the Company</p> <p>June 2002    Executive Director, Branch Manager, Tokyo Headquarters, the Company</p> <p>June 2007    Senior Vice President and Director, General Manager, Corporate Planning Department, concurrently Head of Administrative Assistant Department and Tokyo Headquarters, the Company</p> <p>June 2009    Senior Vice President and Director, General Manager, Corporate Planning Department, concurrently Head of Finance and Accounting Division, Administrative Assistant Department and Tokyo Headquarters, the Company</p> <p>June 2012    Senior Vice President and Director, Executive General Manager, Finance and Accounting Division, concurrently General Manager, Corporate Planning Department, concurrently Head of Administrative Assistant Department and Tokyo Headquarters, the Company</p> <p>Apr. 2017    Senior Vice President and Director, Executive General Manager, Finance and Accounting Division, concurrently Head of Corporate Planning Department, Administrative Assistant Department and Tokyo Headquarters, the Company (present position)</p>	5,900

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Shoji Uegakiuchi (March 9, 1957) [Reelection]	<p>Apr. 1979    Joined the Company</p> <p>June 2000    Executive Director, Deputy Executive General Manager, East Sales Division, the Company</p> <p>June 2005    Executive Director, Executive General Manager, SCM Division, the Company</p> <p>Aug. 2007    Executive Director, Executive General Manager, SCM Division, concurrently Deputy Executive General Manager, Purchasing Division, the Company</p> <p>June 2008    Executive Director, the Company, concurrently President, FP Logistics Corporation</p> <p>June 2009    Executive Director, the Company, concurrently President, FP Logistics Corporation, concurrently Deputy President, I-Logic Co., Ltd.</p> <p>Jan. 2010    Executive Director, the Company, concurrently Advisor, International Package Co., Ltd. (presently FPCO International Package Co., Ltd.)</p> <p>Oct. 2010    President, International Package Co., Ltd. (presently FPCO International Package Co., Ltd.)</p> <p>June 2014    Senior Vice President and Director, Executive General Manager, Sales Division 1, the Company (present position)</p>	18,900
6	Kazuyuki Yasuda (December 9, 1955) [Reelection]	<p>Sept. 1979    Joined the Company</p> <p>June 2003    Executive Director, General Manager, New Information System Preparation Office, the Company</p> <p>June 2008    Executive Director, Executive General Manager, SCM Division, the Company</p> <p>June 2009    Executive Director, Executive General Manager, SCM Division, concurrently Head of Information and Computer System Department, the Company</p> <p>Apr. 2012    Executive Director, Executive General Manager, SCM Division, concurrently General Manager, Group Company SCM Department, concurrently Head of Information and Computer System Department, the Company</p> <p>June 2014    Senior Vice President and Director, Executive General Manager, SCM Division, concurrently General Manager, Group Company SCM Department, concurrently Head of Information and Computer System Department, the Company</p> <p>Apr. 2015    Senior Vice President and Director, Executive General Manager, SCM Division, concurrently Head of Information and Computer System Department, the Company (present position)</p>	5,700

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
7	Koji Oka (January 18, 1964) [Reelection]	<p>Apr. 1986    Joined the Company</p> <p>June 2007    Executive Director, General Manager, Tokyo Sales Department 1, concurrently General Manager, Product Development Planning Department, the Company</p> <p>Apr. 2011    Executive Director, General Manager, Tokyo Sales Department 1, concurrently General Manager, Sales Information and Store Sales Department, concurrently Head of Product Development Planning Department, the Company</p> <p>Apr. 2012    Executive Director, General Manager, Tokyo Sales Department 1, concurrently Head of Sales Information and Store Sales Department and Product Development Planning Department, the Company</p> <p>Apr. 2014    Executive Director, Head of Tokyo Sales Department 1, Sales Information and Store Sales Department, and Product Development Planning Department, the Company (present position)</p>	3,600
8	Osamu Sato (August 7, 1957) [Reelection]	<p>Nov. 1980    Joined the Company</p> <p>June 2010    Executive Director, General Manager, Tokyo Sales Department 2, the Company</p> <p>Apr. 2012    Executive Director, General Manager, National Sales Department, the Company</p> <p>Apr. 2016    Executive Director, Head of National Sales Department, the Company (present position)</p>	27,400
9	Hidetoshi Nagao (June 4, 1961) [Reelection]	<p>Apr. 1987    Joined the Company</p> <p>June 2001    Branch Manager, Osaka Branch, the Company</p> <p>July 2005    Executive General Manager, Sales Division 2, concurrently Branch Manager, Osaka Branch, the Company</p> <p>Jan. 2012    General Manager, Personnel Department, the Company</p> <p>Apr. 2014    Operating Officer, General Manager, Personnel Department, the Company</p> <p>July 2014    Operating Officer, General Manager, Personnel Department, concurrently General Manager, Administrative Assistant Department, the Company</p> <p>June 2015    Executive Director, Executive General Manager, General Affairs and Personnel Division, concurrently General Manager, Personnel Department and Administrative Assistant Department, the Company</p> <p>Apr. 2017    Executive Director, Executive General Manager, General Affairs and Personnel Division, concurrently General Manager, Administrative Assistant Department, the Company (present position)</p>	9,800

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
10	Kenji Kobayashi (October 7, 1964) [Reelection]	<p>Apr. 1987    Joined the Company</p> <p>Apr. 2007    General Manager, Tokyo Sales Department 6, the Company</p> <p>Apr. 2009    Senior Vice President and Director, Miyako Himo Co., Ltd. (presently FPCO Miyako Himo Co., Ltd.)</p> <p>Apr. 2014    Operating Officer, Integrated Manager for East Japan, concurrently General Manager, Tokyo Sales Department 4, the Company</p> <p>Apr. 2016    Operating Officer, Integrated Manager for Kinki, concurrently General Manager, Kinki Sales Department 3, the Company</p> <p>June 2016    Executive Director, Integrated Manager for Kinki, concurrently General Manager, Kinki Sales Department 3, the Company</p> <p>Apr. 2017    Executive Director, Integrated Manager for Kinki, the Company (present position)</p>	3,800
11	Takehiko Tawara (October 11, 1957) [New Election]	<p>Apr. 1980    Joined the Company</p> <p>July 2003    General Manager, Chubu and Shikoku Sales Department 1, the Company</p> <p>July 2005    General Manager, Kyushu Sales Department and Chubu and Shikoku Sales Department 1, the Company</p> <p>Apr. 2014    Operating Officer, Integrated Manager for Chubu, Shikoku and Kyushu, concurrently General Manager, Kyushu Sales Department, the Company (present position)</p>	11,200
12	Iwao Fukiyama (November 12, 1958) [New Election]	<p>Dec. 1982    Joined the Company</p> <p>May 2006    Plant Manager, Kanto Shimodate Plant, the Company</p> <p>Jan. 2013    Assistant Executive General Manager, Manufacturing Division, the Company</p> <p>Apr. 2014    Operating Officer, Assistant Executive General Manager, Manufacturing Division, the Company</p> <p>July 2014    Operating Officer, Deputy Executive General Manager in charge of the western area, Manufacturing Division, the Company</p> <p>Aug. 2015    Operating Officer, Deputy Executive General Manager in charge of the eastern area, Manufacturing Division, the Company (present position)</p>	—
13	Kimiko Nishimura (July 22, 1955) [New Election]	<p>July 2014    Joined the Company</p> <p>Operating Officer, Deputy Executive General Manager, General Affairs and Personnel Division, concurrently Head of Special Case Subsidiaries and Workplaces Offering Type A Continuous Employment Support, and Environment Management Department, the Company</p> <p>June 2015    Operating Officer, Deputy Executive General Manager, General Affairs and Personnel Division, concurrently Head of Special Case Subsidiaries and Workplaces Offering Type A Continuous Employment Support, Environment Management Department and Judicial Affairs &amp; Compliance Department, the Company</p>	—

(Notes) 1. None of the candidates have any sort of vested interest in the Company.

2. The reasons for nominating new candidates for Executive Directors are as follows:
- Takehiko Tawara has plentiful business experience and knowledge cultivated during many years in the sales related area of the Company and the Company has determined that he has the capacity befitting the Company's Executive so the Company requests his election as Executive Director.
  - Iwao Fukiyama has plentiful general manufacturing experience and knowledge cultivated during many years in the production related area of the Company, and the Company has determined that he has the capacity befitting the Company's Executive so the Company requests his election as Executive Director.
  - Kimiko Nishimura has proven plentiful experience and in-depth knowledge in management of general affairs and personnel, environmental management, judicial affairs and compliance, and special case subsidiaries and work place offering type A continuous employment support since she joined the Company, and the Company has determined that she has the capacity befitting the Company's Executive so the Company requests her election as Executive Director.

**Proposal 2:** Payment of retirement benefits to the retiring Executive Directors

The Company seeks to pay retirement benefits to the late Executive Director Yasuhiro Komatsu, who passed away on May 23, 2017, and the retiring Executive Director Yoshitaka Ezaki, whose term of office will expire at the conclusion of the General Meeting of Shareholders, within the scope of a reasonable amount dictated by the Company's designated standards in order to reward them for their services, and asks that the specific payment amount, timing, and method, etc. be left to deliberation by the Board of Directors.

The Audit and Supervisory Committee of the Company has concluded that this proposal is appropriate.

Career summaries of the retiring Executive Directors are as follows:

Name	Career summary	
Yasuhiro Komatsu	July 1962	President, the Company
	June 2009	Chairman and CEO, the Company
	May 2017	Deceased
Yoshitaka Ezaki	June 2008	Executive Director, the Company
	June 2014	Senior Vice President and Director, the Company
	June 2015	Executive Vice President and Director, the Company (present position)