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(Securities Code 6406)
May 31, 2017

To Shareholders with Voting Rights:

Takakazu Uchiyama
Representative Director, President and CEO
Fujitec Co., Ltd.
591-1, Miyata-cho, Hikone, Shiga, Japan

**NOTICE OF
THE 70TH ANNUAL MEETING OF SHAREHOLDERS**

We would like to express our sincere appreciation for your continued support and patronage.

You are hereby cordially invited to attend the 70th Annual Meeting of Shareholders of Fujitec Co., Ltd. (the “Company”). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing (Voting Rights Exercise Form) or electromagnetic method (the Internet, etc.). Please review the attached Reference Documents for the Meeting of Shareholders, review the “Guide to Exercise of Voting Rights” and exercise your voting rights by 5:00 p.m. on Wednesday, June 21, 2017, Japan time.

1. Date and Time: Thursday, June 22, 2017 at 10:00 a.m. Japan time

2. Place: Big Wing Hall at the Head Office located at
591-1, Miyata-cho, Hikone, Shiga, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 70th Fiscal Year (April 1, 2016 - March 31, 2017) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 70th Fiscal Year (April 1, 2016 - March 31, 2017)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of 7 Directors

4. Guide to Exercise of Voting Rights

- (1) If exercising voting rights in writing
Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it such that it is received by 5:00 p.m. on Wednesday, June 21, 2017 Japan time.
- (2) If exercising voting rights via the Internet, etc.
If exercising voting rights via the Internet, etc., please review the “Guide to Exercise of Voting Rights via the Internet, etc.” (page 3) and exercise your voting rights by 5:00 p.m. on Wednesday, June 21, 2017 Japan time.
- (3) If voting rights are exercised in duplicate both in writing and via the Internet, etc., the voting rights exercised via the Internet, etc., shall be deemed valid. Additionally, if voting rights are exercised multiple times via the Internet, etc., the most recent exercise will be deemed valid.

5. Other Matters related to this Notice

Of the documents to be provided with this Notice, “Notes to Consolidated Financial Statements” and “Notes to Non-consolidated Financial Statements” are disclosed on our website (<http://www.fujitec.co.jp/ir>) pursuant to laws and regulations and the Article 16 of the Articles of Incorporation, and are not included in the documents provided with this Notice. Please note that the Consolidated Financial Statements and the Non-consolidated Financial Statements included in the documents provided with this Notice are part of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor and the Audit & Supervisory Board Members in preparation for the Accounting Audit Report and the Audit Report, respectively.

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- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Additionally, persons who are not shareholders, such as proxies who are not shareholders and accompanying guests, may not attend the meeting.
 - ◎ Should the Reference Documents for the Meeting of Shareholders, the Business Report, Consolidated Financial Statements, or the Non-consolidated Financial Statements require revisions, it will be posted on the Company’s website (<http://www.fujitec.co.jp/ir>). (Japanese Only)
 - ◎ As measures to conserve electricity, executives and staff of the Company will be in light attire (“Cool Biz”).
The Company recommends that shareholders also attend in light attire.

Guide to Exercise of Voting Rights via the Internet, etc.

If exercising voting rights via the Internet, etc., please be aware in advance of the following matters:

1. The Voting Rights Exercise Website

The exercise of voting rights via the Internet is only possible via the Voting Rights Exercise Website designated by the Company below.

Voting Right Exercise Website: <http://www.web54.net> (Japanese only)

2. Handling of exercise of voting rights

- (1) If exercising voting rights via the Internet, please use the “Voting Rights Exercise Code” and “Password” displayed on the enclosed Voting Rights Exercise Form and indicate your vote for or against the proposals by following the on-screen guidance.
- (2) The deadline for exercise of voting rights is 5:00 p.m. on Wednesday, June 21, 2017, Japan time, and the Company recommends you exercise early.
- (3) If voting rights are exercised in duplicate both in writing and via the Internet, etc., the voting rights exercised via the Internet, etc., shall be deemed valid. Additionally, if voting rights are exercised multiple times via the Internet, etc., the most recent exercise will be deemed valid.
- (4) Internet service provider and telecommunications carrier fees (connection fees, etc.) incurred when utilizing the Voting Rights Exercise Website shall be borne by the shareholder.

3. Handling of the Password and the Voting Rights Exercise Code

- (1) The password is important information used to confirm that the person casting the vote is the shareholder. Please handle it with care as you would an official stamp or PIN number.
- (2) If incorrect passwords are input more than a certain number of times, it will be disabled. To request the reissuance of a password, please follow the procedures according to the on-screen guidance.
- (3) The Voting Rights Exercise Code displayed on the Voting Rights Exercise Form is valid only for this meeting.

4. Inquiries regarding how to operate the system on your personal computer

- (1) If you are unsure about how to operate your personal computer with regard to the exercise of voting rights on the website, please contact the following.
Sumitomo Mitsui Trust Bank, Stock Transfer Agency Web Support, Dedicated line
0120-652-031 (hours of operation: 9:00 a.m. to 9:00 p.m.; 7 days a week)
- (2) For other inquiries, please contact the following:
 - a. Shareholders with an account at a securities company
Please contact the securities company with which you have transactions.
 - b. Shareholders without an account at a securities company (shareholders with a special account)
Sumitomo Mitsui Trust Bank, Stock Transfer Agency Administration Center
0120-782-031 (hours of operation: 9:00 a.m. to 5:00 p.m.; excluding weekends and holidays)

5. Use of the Electronic Voting Rights Exercise Platform (for institutional investors)

For institutional investors, voting rights for this meeting may also be exercised via electromagnetic method utilizing the “Electronic Voting Rights Exercise Platform” operated by ICJ, Inc.

Reference Documents for the Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

For the appropriation of surplus, the Company proposes the following.

With regard to profit distribution, our basic policy for paying dividends is to regard enhancement of the return of profit to our shareholders as our top management priority, while at the same time, we balance the need to retain internal reserves to ensure the long-term stability of the Company's foundation.

Concerning year-end dividends, in consideration of the consolidated business results for the fiscal year under review, the Company proposes ¥15 per share. As a result, in combination with the interim dividend of ¥15, annual dividends will be ¥30 per share.

- (1) Type of dividend property
Cash
- (2) Matters regarding the allotment of dividend property and the total amount
¥15 per share of common stock of the Company Total amount: ¥1,215,909,210
- (3) Effective date for distribution of dividends
Friday, June 23, 2017

Proposal 2: Election of 7 Directors

The terms of office of 7 Directors will expire at the conclusion of this meeting. Accordingly, the election of 7 Directors is proposed.

The candidates are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Takakazu Uchiyama (July 16, 1951)	<p>April 1976 Joined the Company December 1978 Director December 1981 Managing Director November 1989 Senior Managing Director June 1992 Executive Vice President June 2000 Chairman of the Board and Representative Director June 2002 Representative Director and President (to the present) July 2005 Chief Executive Officer (to the present) April 2010 General Manager of Global Business HQ (to the present) April 2016 Regional Director - East Asia (to the present) October 2016 General Manager of Japan Business HQ (to the present) [Significant concurrent positions] Representative Director and President of Uchiyama International, Limited</p>	329,261
<p>[Reasons for selection as a candidate for Director] As Mr. Takakazu Uchiyama has deep insight stemming from his experience in the control of Japan and overseas businesses in addition to the management of subsidiaries of the Company such as those in the Americas etc., the Company has judged that going forward he will continue to contribute to the global group business management of the Company.</p>			
<p>(Note) Mr. Takakazu Uchiyama is the Representative Director and President of Uchiyama International, Limited, and there are transactional relationships for building leases such as offices and those used for employee dormitories between the Company and Uchiyama International, Limited and its subsidiaries. The transaction amount for the 70th fiscal year is stated on "Matters for Disclosure on the Internet regarding the 70th Annual Meeting of Shareholders" page 13 "Notes on transactions with related parties." (Japanese only)</p>			
2	Takao Okada (February 4, 1954)	<p>April 1976 Joined the Company April 2007 Operating Officer April 2009 Executive Operating Officer April 2012 Senior Executive Operating Officer (to the present) April 2012 Deputy General Manager of Japan Business HQ (to the present) June 2012 Director (to the present) January 2015 Deputy General Manager of Global Operations HQ October 2015 Regional Director - China (to the present) April 2016 President of Company subsidiary Fujitec Shanghai Sourcing Center Co., Ltd. April 2016 Deputy General Manager of Global Business HQ and General Manager of Global Operations HQ and General Manager of Purchasing HQ of the Company (to the present)</p>	18,544
<p>[Reasons for selection as a candidate for Director] As Mr. Takao Okada has deep insight stemming from his experience in the control of Japan and overseas businesses in addition to the management of a subsidiary of the Company in East Asia, the Company has judged that going forward he will continue to contribute to the global group business management of the Company.</p>			
<p>(Note) There are no special conflicts of interest between Mr. Takao Okada and the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
3	*Yoshiichi Kato (May 9, 1954)	March 1977	Graduated from School of Business Administration, Kobe University	8,123
		April 1977	Joined the Company	
		April 2011	Operating Officer and Deputy General Manager of Finance HQ and Manager of Accounting Department	
		April 2012	General Manager of Finance HQ (to the present)	
		June 2012	Director of Company subsidiary Fujitec America Inc. (to the present)	
			Director of Company subsidiary Fujitec Taiwan Co., Ltd. (to the present)	
		April 2013	Executive Operating Officer of the Company	
		April 2017	Senior Executive Operating Officer (to the present)	
[Reasons for selection as a candidate for Director] As Mr. Yoshiichi Kato has deep insight stemming from his experience in the control of the Company's finance in Japan and abroad in addition to the management of a subsidiary of the Company in Americas and East Asia, the Company has judged that he will contribute to the global group business management of the Company.				
(Note) There are no special conflicts of interest between Mr. Yoshiichi Kato and the Company.				
4	*Takashi Asano (March 11, 1954)	March 1977	Graduated from Faculty of Engineering, Shinshu University	4,678
		April 1977	Joined the Company	
		April 2012	Operating Officer and Vice President of Company subsidiary Fujitec America Inc.	
		October 2012	General Manager of Product Development HQ, Global Business HQ of the Company (to the present)	
		April 2013	Executive Operating Officer	
		October 2013	President of Company subsidiary Fujitec Shanghai Technologies Co., Ltd. (to the present)	
		April 2017	Senior Executive Operating Officer of the Company (to the present)	
[Reasons for selection as a candidate for Director] As Mr. Takashi Asano has deep insight stemming from his experience in the control of the Company's product development in Japan and abroad in addition to the management of a subsidiary of the Company in Americas and East Asia, the Company has judged that he will contribute to the global group business management of the Company.				
(Notes) There are no special conflicts of interest between Mr. Takashi Asano and the Company.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
5	Yasuo Hanakawa (February 3, 1945)	April 1968 June 1992 June 1997 June 1998 September 2003 April 2004 June 2007	Joined The Long-Term Credit Bank of Japan, Limited General Manager of Asset Management Planning Division Managing Director of Dai-ichi Securities Co., Ltd. Managing Director of Nissay Asset Management Corporation Professor at the Faculty of Management of Nagoya University of Commerce & Business Professor at the Faculty of Accounting & Finance of Nagoya University of Commerce & Business Director of the Company (to the present)	11,689
[Reasons for selection as a candidate for Outside Director] As Mr. Yasuo Hanakawa has been involved in corporate management for many years and served as a university professor in business administration, etc., the Company has judged that going forward he will continue to provide beneficial recommendations and advice to the management of the Company based on his accumulated knowledge.				
(Notes) 1. Mr. Yasuo Hanakawa is a candidate for Outside Director. 2. There are no special conflicts of interest between Mr. Yasuo Hanakawa and the Company. 3. The term of office of Mr. Yasuo Hanakawa as Director will be 10 years at the conclusion of this meeting. 4. Mr. Yasuo Hanakawa is an independent director provided by Tokyo Stock Exchange, Inc., and if he is elected as originally proposed and assumes the position, he will continue to be an independent director.				
6	Terumichi Saeki (December 28, 1942)	April 1968 July 1973 April 2002 April 2004 October 2005 June 2006 June 2009 June 2010 June 2012 June 2014 March 2016	Registered as an attorney (Osaka Bar Association) Established and Partner Attorney of Yashiro, Saeki & Nishigaki Law Firm (currently Kitahama Partners) (to the present) President of Osaka Bar Association, Vice President of Japan Federation of Bar Associations and Director of Kinki Federation of Bar Associations Auditor of Kyoto University Chairperson of Osaka Prefectural Bid Monitoring Committee Director of GLORY LTD. Audit & Supervisory Board Member of the Company Outside Director of IwaiCosmo Holdings, Inc. (to the present) Outside Corporate Auditor of Watabe Wedding Corporation (to the present) Director of the Company (to the present) Outside Audit & Supervisory Board Member of Toyo Tire & Rubber Co., Ltd. (to the present)	5,583
[Significant concurrent positions] Partner Attorney, Kitahama Partners Outside Director of IwaiCosmo Holdings, Inc. Outside Corporate Auditor of Watabe Wedding Corporation Outside Audit & Supervisory Board Member of Toyo Tire & Rubber Co., Ltd.				
[Reasons for selection as a candidate for Outside Director] As Mr. Terumichi Saeki has been involved in corporate law, etc., as an attorney for many years and served as an outside executive, the Company has judged that going forward he will continue to provide beneficial recommendations and advice to the management of the Company based on his accumulated knowledge.				
(Notes) 1. Mr. Terumichi Saeki is a candidate for Outside Director. 2. The term of office of Mr. Terumichi Saeki as Director will be 3 years at the conclusion of this meeting. 3. Mr. Terumichi Saeki serves as Partner Attorney at Kitahama Partners to which the Company consigns legal administration of individual items. The amount of compensation paid to said law firm for the 70th fiscal year is ¥2 million. Additionally, Mr. Terumichi Saeki serves as Outside Audit & Supervisory Board Member of Toyo Tire & Rubber Co., Ltd., and there are transactional relationships for orders for installation and maintenance, etc. and materials procurement of the Company's products such as elevators between the Company and Toyo Tire & Rubber Co., Ltd. and its subsidiaries. The amount of net sales to Toyo Tire & Rubber Co., Ltd. during the 70th fiscal year of the Company was less than ¥1 million, and the amount procured from subsidiaries of Toyo Tire & Rubber Co., Ltd. was ¥23 million. Further, Mr. Terumichi Saeki serves as Outside Corporate Auditor of Watabe Wedding Corporation, and there are transactional relationships for orders for installation and maintenance, etc. of the Company's products such as elevators between the Company and subsidiaries of Watabe Wedding Corporation. The amount of net sales to said company during the 70th fiscal year of the Company was ¥9 million. Mr. Terumichi Saeki is also an independent director provided by Tokyo Stock Exchange, Inc., and if he is elected as originally proposed and assumes the position, he will continue to be an independent director.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
7	*Nobuki Sugita (August 9, 1954)	<p>March 1977 Graduated from Department of Mathematics, the Faculty of Science, the University of Tokyo</p> <p>April 1977 Entered the Economic Planning Agency (Planning Division, National and Regional Planning Bureau)</p> <p>June 1995 Chief, Office of Public Affairs, Planning Division, Director General's Secretariat at the Economic Planning Agency</p> <p>July 2001 Director of Gifu Prefecture (President of the Gifu Economic and Industrial Promotion Center)</p> <p>August 2005 Assistant Vice Minister, Minister's Secretariat, Ministry of Foreign Affairs (responsible for Economic Cooperation Bureau and International Cooperation Bureau)</p> <p>August 2009 Professor at the Faculty of School of Economics, Nagoya University</p> <p>September 2012 Director-General for Policy Planning, Ministry of Land, Infrastructure, Transport and Tourism (responsible for policy evaluation and logistics policy)</p> <p>June 2013 President of Economic and Social Research Institute, Cabinet Office, Government of Japan</p> <p>April 2014 Professor at the Hosei Graduate School of Regional Policy Design</p> <p>April 2015 Professor at the College of Economics, Ritsumeikan University (to the present)</p> <p>[Significant concurrent positions] Professor at the College of Economics, Ritsumeikan University</p>	0
<p>[Reasons for selection as a candidate for Outside Director]</p> <p>As Mr. Nobuki Sugita has served for many years as a university professor in fields such as economics and important posts in ministries such as those related to economies, and the Company has judged that he will provide beneficial recommendations and advice to the management of the Company based on his accumulated knowledge. Although Mr. Nobuki Sugita has no past experience in corporate management, the Company has judged, for the reasons mentioned above, that he is able to appropriately carry out the duties of an Outside Director.</p>			
<p>(Notes) 1. Mr. Nobuki Sugita is a candidate for Outside Director.</p> <p>2. Mr. Nobuki Sugita serves as Professor at Ritsumeikan University, and there are transactional relationships for orders for installation and maintenance, etc. of the Company's products such as elevators between the Company and a subsidiary of the Ritsumeikan Trust which administers Ritsumeikan University. The amount of net sales to said company during the 70th fiscal year of the Company was ¥8 million.</p> <p>3. If Mr. Nobuki Sugita is elected as originally proposed and assumes the position, he will be an independent director as provided by Tokyo Stock Exchange, Inc.</p>			

- (Note) 1. The number of shares of the Company held by each candidate includes portions held by the candidate in the Executive Shareholding Association or in the Employee Shareholding Association of the Company as of March 31, 2017.
2. * indicates a new candidate for Director.