

Securities Code: 5715

June 6, 2018

To our shareholders:

Naohisa Miyakawa  
President & Representative Director  
**Furukawa Co., Ltd.**  
2-3 Marunouchi 2-chome, Chiyoda-ku, Tokyo

### **Notice of the 151st Annual Shareholders' Meeting**

You are cordially invited to attend the 151st Annual Shareholders' Meeting of Furukawa Co., Ltd. (the "Company"), which will be held as indicated below.

If you are unable to attend the meeting, we kindly request that you exercise your voting rights after reviewing the Reference Documents for Shareholders' Meeting, either by returning the enclosed voting form indicating approval or disapproval or by electronic means (via the Internet, etc.) to reach us no later than 5:00 p.m. on Wednesday, June 27, 2018 (JST).

**1. Date and Time:** Thursday, June 28, 2018, at 10:00 a.m. (JST)

**2. Venue:** 3rd floor, Company's Conference Room, Marunouchi-Nakadori Bldg.  
2-3 Marunouchi 2-chome, Chiyoda-ku, Tokyo

### **3. Purpose of the Meeting**

#### **Matters to be reported:**

1. Business Report, Consolidated Financial Statements and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 151st fiscal year (from April 1, 2017 to March 31, 2018)
2. The Non-Consolidated Financial Statements for the 151st fiscal year (from April 1, 2017 to March 31, 2018)

#### **Matters to be resolved:**

**Proposal** Appropriation of Surplus

### **4. Information on the Exercise of Voting Rights, etc.:**

1. If you wish to exercise your voting rights by mail:

Please indicate approval or disapproval on the voting form, and post it in the envelope provided without affixing a stamp.

Voting deadline: Please ensure that it reaches us by 5:00 p.m. on June 27, 2018 (Wednesday).

2. If you wish to exercise your voting rights over the Internet:

Please access the voting website (<https://www.web54.net>) from your PC or smartphone, enter the voting code and password indicated on the voting form, and then follow the instructions on the screen for indicating approval or disapproval.

Voting deadline: Please ensure that you exercise your voting rights by 5:00 p.m. on June 27, 2018 (Wednesday).

3. Shareholders who have an account with a trust bank, etc. (include standing proxies) may use, in addition to voting via the Internet, the electronic voting platform operated by ICJ, Inc., a joint-venture company of the Tokyo Stock Exchange, Inc., to exercise voting rights at the Annual Shareholders' Meeting by applying in advance to use the platform.

1. When you attend the meeting, we kindly request that you submit the enclosed voting form to the receptionist at the venue.

For the purpose of saving resources, please bring this Notice with you to the meeting.

2. If you exercise your voting rights by proxy, you can delegate your voting rights to one (1) proxy who is a shareholder of the Company with voting rights. In such case, please have the proxy submit a document evidencing the authority of proxy to the receptionist at the venue.

3. If there are any revisions to the Reference Documents for Shareholders' Meeting, Business Report, and/or Consolidated and Non-Consolidated Financial Statements, such revisions will be posted on the Company's website.

The Company's website (Information Page of Shareholders' Meeting)

[http://www.furukawakk.co.jp/ir/stock/meeting\\_info.html](http://www.furukawakk.co.jp/ir/stock/meeting_info.html) (Japanese)

<http://www.furukawakk.co.jp/e/ir/> (English)

## Reference Documents for Shareholders' Meeting

### **Proposal**     Appropriation of Surplus

The Company proposes the following appropriation of retained earnings.

#### Year-end dividends

The Company shall seek to enhance returns to shareholders, while adopting the fundamental policy of allocating profits from a comprehensive viewpoint, including the primary consideration of capital investments that are essential for securing earnings and internal reserves required for R&D, as well as business prospects in the coming years and various other matters.

Taking into account such factors as the Company's business results for the current fiscal year and future business development, the Company proposes to appropriate retained earnings in the form of year-end dividends for the 151st fiscal year as follows.

1. Type of dividend property  
Cash
2. Allotment of dividend property and their aggregate amount  
¥50.00 per common share of the Company\*  
Total dividends: ¥2,020,180,200
3. Effective date of dividends of surplus  
June 29, 2018

\* The Company conducted a consolidation of common shares at a rate of one (1) share for every ten (10) shares effective on October 1, 2017. When calculated based on the state after the share consolidation, year-end dividends of the previous fiscal year is fifty (50) yen per year, and there is no substantial change in the year-end dividends between the previous fiscal year and the current fiscal year.