Securities Code: 1963
June 4, 2015

JGC CORPORATION
2-2-1, Ohtemachi, Chiyoda-ku
Tokyo 100-0004, Japan
Masayuki Sato
Chairman and Representative Director

To the Shareholders of JGC CORPORATION (the "Company")

NOTICE OF THE 119th ORDINARY GENERAL SHAREHOLDERS' MEETING

Your attendance is respectfully requested at the 119th Ordinary General Shareholders' Meeting to be held as stated below.

In the event that you are unable to attend, you may exercise your voting rights in either of the following methods. In this case, please review the attached reference documents and exercise your voting rights by 6:00 p.m., Thursday, June 25, 2015.

- In writing:
  Please indicate your approval or disapproval on the enclosed Certificate for the Exercise of Voting Rights and return it to the Company so that it can reach the Company by the above deadline.
- Via the Internet:
  Please read "Exercise of Voting Rights via Electronic Voting Platform" on page 9 and exercise your voting rights by the above deadline.

Details

1. Date and time: Friday, June 26, 2015, at 10:00 a.m. (Opening time: 9:00 a.m.)
2. Location: Meeting Room of JGC CORPORATION
   Queen's Tower A, 6th floor
   2-3-1, Minato Mirai, Nishi-ku
   Yokohama, Kanagawa, Japan
3. Agenda:

Items to Report:

1. Business Report, Consolidated Financial Statements and the Independent Auditors' and the Audit & Supervisory Boards' Reports on Consolidated Financial Statements for the 119th fiscal period from April 1, 2014 to March 31, 2015.
2. Non-Consolidated Financial Statements for the 119h fiscal period from April 1, 2014 to March 31, 2015.

Items for Resolution:

1. Approval of Appropriation of Retained Earnings
2. Appointment of 9 Directors

(Notification)

- Attendees are kindly requested to submit their Certificate for the Exercise of Voting Rights to the reception desk staff on the day of the meeting.
- If any amendment is made to the Reference Documents for the General Shareholders' Meeting, the Business Report, the Consolidated and/or the Non-Consolidated Financial Statements, the amended information will be disclosed on the Company's Web site (http://www.jgc.com /).

Items for Resolution and Reference Material

1. Approval of Appropriation of Retained Earnings

The Company has established the dividend policy by taking into consideration profit sharing with shareholders, strengthening our capital base and investing so as to both expand our business fields and increase our technological advantage, aiming for a dividend payout ratio of 25% of current net profit on a consolidated basis.

In accordance with this dividend policy, the Company proposes to appropriate retained earnings in the following way:

1. Items relating to fiscal year-end dividends
   (1) Type of dividend
   Cash
   (2) Dividend amount to be allocated
   Per share of common stock: ¥21.00
   Total: ¥5,299,168,728
   (3) Effective date of dividends from retained earnings
   June 29, 2015

2. Items relating to the appropriation of retained earnings
   (1) Item and amount of increase in retained earnings
   General reserve: ¥12,000,000,000
   (2) Item and amount of decrease in retained earnings
   Retained earnings brought forward: ¥12,000,000,000

[Reference] Basic policy on the appropriation of profits

1. Dividend policy

The Company is committed to enhancing corporate value by developing its global businesses, while placing management priority on sharing profits with shareholders.

With regard to a specific dividend policy, the Company has a policy of appropriating profits by setting a medium-to long-term target dividend payout ratio, considering the strengthening of our capital base and investing so as to both expand our business fields and increase our technological advantage, while linking the dividend to the performance of the Company for each period to ensure that appropriate returns are paid to shareholders.

In the medium-term management plan "NEW HORIZON 2015" for the period of five years from fiscal 2011, the dividend payout ratio is aimed for 25% of current net profit on a consolidated basis because the Company is committed to enhancing its corporate value as the Company and its group companies (the "JGC Group") by strengthening domestic subsidiaries and increasing the scale of business investment and service businesses, as well as developing its core Engineering, Procurement and Construction (EPC) businesses.

2. Basic principles for equity ratio and retained earnings

For EPC businesses, the core businesses of the Company, there is an increasing number of projects whose orders exceed 100 billion yen, which is in line with the recent trend of an increase in large-scale projects. Therefore, it is increasingly important for the Company to establish a solid financial base, as well as to enhance its equity capital so that it is not affected by changes in the financial markets, to obtain the trust of its customers and to operate projects smoothly. For these purposes, into the foreseeable future, JGC Group aims to maintain a stable equity capital ratio of 50% or higher by flexibly responding to the changing environment surrounding its businesses.

Retained earnings will be used effectively as capital to bring further growth to the Company by strengthening and expanding the EPC businesses, establishment of project execution base, developing new technologies, and increasing business investment and service businesses, based on the medium-term management plan starting from fiscal 2011, while giving consideration to the business trends mentioned above.

2. Appointment of 9 Directors

At the conclusion of the 119th Ordinary General Shareholders' Meeting, the tenure of office of all 10 directors will expire. Accordingly, it is proposed that the following 9 nominees be appointed as directors.

The candidates for appointment as director are as follows:

	Name (Date of Birth)	Career Summary, Status, Responsibility or Significant Positions Concurrently Held	Company Shares Held
1	Masayuki Sato (May 18, 1955) Reappointment Term of office as a Director: 5 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1979 Joined JGC CORPORATION Jul. 2009 Executive Officer, General Manager, Finance & Accounting Division Jul. 2010 Director and CFO, Senior General Manager, Finance & Accounting Division Jul. 2011 Managing Director and CFO, Senior General Manager, Corporate Administrative & Financial Affairs Division Jun. 2012 Executive Vice President and CFO, Senior General Manager, Corporate Administrative & Financial Affairs Division Apr. 2013 Executive Vice President and CFO, Senior General Manager, Corporate Administrative & Financial Affairs Division and Senior Manager, Security Management Office Jun. 2014. Chairman and Representative Director (current post)	9,000 shares
2	Koichi Kawana (April 23, 1958) Reappointment Term of office as a Director: 6 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1982 Joined JGC CORPORATION Jul. 2007 Executive Officer, General Manager, Business Development & Promotion Division, Global Marketing Division Aug. 2007 Executive Officer, Senior General Manager, Business Development & Promotion Division, Global Marketing Division Jul. 2009 Managing Director, Senior General Manager, Global Marketing Division Jul. 2010 Executive Vice President, Representative Director Jul. 2011 President and COO, Representative Director Jun. 2012 President and Representative Director (current post)	17,000 shares

	Name (Date of Birth)	Career Summary, Status, Responsibility or Significant Positions Concurrently Held	Company Shares Held
3	Yutaka Yamazaki (February 22, 1953) Reappointment Term of office as a Director: 10 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1978 Joined JGC CORPORATION Jul. 2005 Director, Senior General Manager, Engineering Division Jun. 2006 Managing Director, Senior General Manager, Engineering Division Aug. 2007 Managing Director and CIO, Senior General Manager, Technology & Engineering Division Jul. 2009 Managing Director, Senior General Manager, International Project Division Jun. 2011 Senior Managing Director, Senior General Manager, International Project Division Jul. 2013 Executive Vice President, Director Jun. 2014 Director, Senior Executive Vice President (current post)	29,270 shares
4	Tsutomu Akabane (March 10, 1955) Reappointment Term of office as a Director: 6 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1977 Joined JGC CORPORATION Aug. 2007 Executive Officer, General Manager, No. 1 Project Division Jul. 2009 Director, Deputy General Manager, International Project Division Jul. 2010 Managing Director, General Manager, International Project Division Jul. 2012 Senior Managing Director, General Manager, International Project Division Jul. 2013 Senior Managing Director, Senior General Manager, No.2 Project Division Jul. 2014 Director, Executive Vice President, Senior General Manager, No.2 Business Division (current post)	19,000 shares
5	Hideaki Miura (October 17, 1951) Reappointment Term of office as a Director: 6 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1975 Joined JGC CORPORATION Aug. 2007 Executive Officer, General Manager, Engineering Division, Technology & Engineering Division Jul. 2008 Senior Executive Officer, General Manager, Technology & Engineering Division Jul. 2009 Managing Director and CIO, Senior General Manager, Engineering Division Jun. 2011 Managing Director, Senior General Manager, Engineering Division Jul. 2014 Director, Senior Executive Officer (current post)	11,000 shares

	Name (Date of Birth)	Career Summary, Status, Responsibility or Significant Positions Concurrently Held	Company Shares Held
6	Satoshi Sato (August 19, 1957) Reappointment Term of office as a Director: 4 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1980 Joined JGC CORPORATION Jul. 2010 Executive Officer, General Manager, International Project Division Jun. 2011 Director, General Manager, International Project Division Jul. 2012 Managing Director, General Manager, International Project Division Jul. 2013 Managing Director, Senior General Manager, No.1 Project Division Jul. 2014 Director, Senior Executive Officer (current post)	5,000 shares
7	Hiroyuki Miyoshi (March 21, 1959) Reappointment Term of office as a Director: 2 years (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1982 Joined JGC CORPORATION Jul. 2012 Executive Officer, General Manager, Project Division, International Project Division Jul. 2013 Director, General Manager, No.1 Project Division Jul. 2014 Director, Senior Executive Officer, Senior General Manager, Global Marketing Division (current post)	2,000 shares
8	Masanori Suzuki (October 9, 1954) Reappointment Term of office as a Director: 1 year (As of the conclusion of this Ordinary General Shareholders' Meeting)	Apr. 1978 Joined the Ministry of International Trade and Industry, or MITI (currently the Ministry of Economy, Trade and Industry, or METI) Jun. 2004 Director-General, Business Environment Department, Small and Medium Enterprise Agency Dec. 2005 Deputy Secretary General, Office of Promotion of Reform of Special Corporations, etc., Secretariat of the Headquarters for the Promotion of Administrative Reform, Cabinet Secretariat Jul. 2007 Vice Director-General for Nuclear and Industrial Safety Agency Jul. 2008 Director-General, Industrial Science and Technology Policy and Environment Bureau Jul. 2010 Director-General, Manufacturing Industries Bureau Aug. 2011 Commissioner, Small and Medium Enterprise Agency Oct. 2013 Adviser, JGC CORPORATION Jun. 2014 Outside Director, NAGANO KEIKI CO., LTD. (current post) Jul. 2014 Director, Executive Officer, General Manager, Global Marketing Division (current post)	0 share

	Name (Date of Birth)	Career Summary, Status, Responsibility or Significant Positions Concurrently Held	Company Shares Held
9	Candidate for an Outside Director Shigeru Endo (October 16, 1948) Reappointment Term of office as a Director: 2 years (As of the conclusion of this Ordinary General Shareholders' Meeting) Percentage of attendance at Board of Directors' Meetings during the 119th fiscal period: 95.4% (21/22 times)	Apr. 1974 Joined the Ministry of Foreign Affairs Apr. 2001 Director-General, Middle Eastern and African Affairs Bureau Feb. 2002 Director-General, Consular and Migration Affairs Department Aug. 2003 Ambassador to The Permanent Mission of Japan to the United Nations and Other International Organizations in Geneva and Consul General, Consulate General of Japan in Geneva Mar. 2007 Ambassador extraordinary and plenipotentiary to the Republic of Tunisia Jul. 2009 Ambassador extraordinary and plenipotentiary to Saudi Arabia Oct. 2012 Retired from the Ministry of Foreign Affairs Jun. 2013 Outside Director, JGC CORPORATION (current post) Jun. 2013 Outside Director, IINO KAIUN KAISHA, LTD. (current post) Apr. 2014 Special Assistant to the Minister for Foreign Affairs (current post)	0 share

Notes: 1. There is no particular interest between any of the candidates and the Company.

2. Term of office refers to the number of consecutive years from the time of the latest appointment as a Director until the conclusion of this Ordinary General Shareholders' Meeting.

3. Shigeru Endo is a candidate for an Outside Director.

4. Reasons for nominating Shigeru Endo as an Outside Director, the limitation of liability contract and the number of years from the time of appointment as Director of the Company.

(1) Reasons for nominating him as an Outside Director

Shigeru Endo is nominated as an Outside Director because the Company expects that he would be able to perform his expected duties as an Outside Director appropriately. The Company believes he would do so by making the most of his affluent international experience and knowledge accumulated in his career as a diplomat, providing accurate advice and opinions for the management and business of the Company and exerting a supervisory function from an independent standpoint even though he does not have experience being directly involved in corporate management. He satisfies the requirements of an Independent Executive pursuant to the provision of the Tokyo Stock Exchange, and if his nomination as candidate is approved, the Company will continue to designate him as an Independent Executive.

(2) Limitation of liability contract with an Outside Director

The Company signed a contract with Shigeru Endo to limit the liability for damages stipulated in Article 423, Paragraph 1 of the Companies Act pursuant to the Articles of Incorporation of the Company so that the Outside Director can perform his expected duties sufficiently. If the nomination of the candidate is approved, the Company will continue this contract.

The maximum amount of liability for damages under the relevant contract is the minimum amount of liability set forth in the law.

(3) Number of years from the time of appointment as director of the Company

Shigeru Endo is currently an Outside Director of the Company and his term of office will be two years at the conclusion of the 119th Ordinary General Shareholders' Meeting.

[Exercise of Voting Rights via Electronic Voting Platform]

Institutional investors may use "Electronic Voting Platform" operated by Investor Communication Japan, Inc. (ICJ, Inc.) as a means of exercising voting rights via the Internet.