(Securities Code 8103)
June 9, 2017

To Shareholders with Voting Rights:

Nobuhiko Otomo
President
MEIWA CORPORATION
3-1, Marunouchi 3-chome,
Chiyoda-ku, Tokyo, Japan

NOTICE OF
THE FY2016 ANNUAL GENERAL MEETING OF SHAREHOLDERS

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

You are cordially invited to attend the FY2016 Annual General Meeting of Shareholders of MEIWA CORPORATION (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing. In this case, please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and send it so that it is received by 5:30 p.m. on Monday, June 26, 2017, Japan time.

1. **Date and Time:** Tuesday, June 27, 2017 at 10:00 a.m. Japan time
(Reception desk will open at 9:30 a.m.)

2. **Place:** Main conference room (306-ku) at the Company's Headquarters located at Shin Tokyo Bldg., 3F, 3-1, Marunouchi 3-chome, Chiyoda-ku, Tokyo, Japan

3. **Meeting Agenda:**

Matters to be reported:
1. Report on the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the FY2016 (April 1, 2016 - March 31, 2017)
2. Results of Audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

4. **Matters concerning the convocation**

(1) If you exercise your voting rights by proxy, you should appoint as proxy another shareholder with voting rights in the Company. A written letter of proxy should be brought to the meeting and handed to the reception.

(2) In the event of non-uniform exercise of voting rights, please notify the Company in writing to this effect, together with reasoning, at least three days prior to the General Meeting of Shareholders.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company's basic policy is to make stable and continuous distribution of profits, while securing internal reserves necessary for future business development and reinforcement of the corporate structure. Under the said policy, the Company proposes to pay a year-end dividend for the fiscal year under review as follows:

(1) Matters regarding allocation of dividend property to shareholders and the total amount thereof
¥8.0 per share of common stock of the Company
Total amount: ¥334,105,816
(2) Effective date of dividends from surplus
June 28, 2017

Proposal 2: Election of Six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all (7) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members) is proposed.

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

Candidate No.	Name	Position and responsibilities
1	Re-appointment Nobuhiko Otomo	President
2	Re-appointment Akiyuki Igarashi	Managing Director, Executive of Functional Departments and General Manager, Accounting Division
3	Re-appointment Junichi Matsui	Managing Director, Executive of Sales Department
4	Re-appointment Takashi Okubi	Director, General Manager, Osaka Branch
5	Re-appointment Toshifumi Minami	Outside Director (Independent Officer) Attorney-at-law
6	Re-appointment Masato Konno	Outside Director General Manager, Business Development Office, New Business Development Department and General Manager, Phoenix Office for the Chemical Groups at Mitsubishi Corporation

The "Standards for Independence of Outside Officers" of the Company, is disclosed on the following website: http://www.meiwa.co.jp/csr/pdf/guideline.pdf

1	Nobuhiko Otomo	January 11, 1956	[Re-appointment]

▪ Career summary, positions and responsibilities

April 1979	Joined Mitsubishi Corporation
April 2001	Unit Manager, Fluorochemicals Unit
April 2009	President, MC Yamasan Polymers Co., Ltd.
March 2011	Senior Vice President, In charge of Chemicals Division, Head Office, Mitsubishi International Corporation
April 2012	Senior Vice President, In charge of Chemicals Division, Mitsubishi Corporation (Americas)
June 2015	Director, In charge of Corporate Planning, the Company
June 2016	President, the Company (to present)

▪ Number of the Company's shares held	16,000 shares
▪ Attendance at board of directors meetings	13 times / 13 meetings (100%)
▪ Term of office (at the conclusion of the General Meeting of Shareholders)	2 years

▪ Reason for nomination as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members)

For many years, Mr. Otomo has been engaged in the Company's mainstay Chemicals business and also has worked overseas for a long period of time, and through this experience has accumulated in-depth knowledge on corporate management and global insight. After assuming the position of Representative Director, he has utilized his extensive experience and broad insight by leading the initiative in building the business strategy and has displayed great ability in managing the Company overall. The Company nominates Mr. Otomo as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members) as we believe he can further contribute to improving the Group's financial performance and increase corporate value.

▪ Special interest relationships with the Company	None

2	Akiyuki Igarashi	September 28, 1956	[Re-appointment]

▪ Career summary, positions and responsibilities

April 1980	Joined Mitsubishi Corporation
April 2007	Controller, Living Essentials Group
April 2009	Controller, Metals Group
April 2010	General Manager, Metals Group Administration Dept.
June 2010	Exective Officer,CFO,Corporate Administraiton Officer, Metal One Corporaiton, Corporate Administration Division, Metal One Corporation
May 2014	Managing Director; General Manager, Administrative & Accounting Division,, MC FERTICOM Co., Ltd.
June 2016	Managing Director, Executive of Functional Departments and General Manager of Accounting Division (to present)

▪ Significant concurrent positions
Director, Juzen Corporation (Note 1); Director, Meiwa (Shanghai) Corporation (Note 1); Outside Corporate Auditor, Kumi Kasei Co., Ltd. (Note 2)

▪ Number of the Company's shares held	600 shares
▪ Attendance at board of directors meetings	10 times / 10 meetings (100%) (Note 3)
▪ Term of office (at the conclusion of the General Meeting of Shareholders)	1 year

▪ Reason for nomination as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members)

Mr. Igarashi has extensive experience in the finance and accounting operation of trading companies. In addition to his in-depth insight in finance and accounting, he also has extensive experience in overall corporate management, by having been engaged in the management of several companies. After assuming the position of Director, he has utilized the experience gained through his career and insight by planning, deliberating and executing business strategies, while overseeing the execution. The Company nominates Mr. Igarashi as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members) as we believe he can further contribute to improving the Group's financial performance and increase corporate value.

▪ Special interest relationships with the Company	None

3	Junichi Matsui	December 5, 1951	[Re-appointment]

▪ Career summary, positions and responsibilities

April 1975	Joined MEIWA CORPORATION
July 2001	General Manager, Petroleum Department
May 2002	Deputy General Manager, Fuel Division
June 2005	Deputy General Manager, Petroleum Division
April 2006	Chief Representative for China; President, Meiwa (Shanghai) Corporation
June 2008	Director; Chief Representative for China; President, Meiwa (Shanghai) Corporation
April 2009	Director; General Manager, Chemicals Division
June 2011	Managing Director, General Manager, Chemicals Division
April 2013	Managing Director, General Manager, Chemicals Division and Petroleum Products Division
April 2014	Managing Director, Executive of Sales Department, General Manager, Chemicals Division and Petroleum Products Division
April 2016	Managing Director, Executive of Sales Department (to present)

▪ Significant concurrent positions
Director, Juzen Corporation (Note 1)

▪ Number of the Company's shares held	21,600 shares
▪ Attendance at board of directors meetings	13 times / 13 meetings (100%)
▪ Term of office (at the conclusion of the General Meeting of Shareholders)	9 years

▪ Reason for nomination as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members)

For many years, Mr. Matsui has been engaged in petroleum products related business, and after assuming the position of Director, he served as the Executive Chief Representative of the Group's Chinese subsidiary and contributed to expanding transactions of petroleum products in China, the Group's key strategic country. Following that, he took on overall responsibility for the Company's mainstay chemical and petroleum products business, and is now currently overseeing the sales department. Mr. Matsui has actively provided valuable suggestions and advice on the Group's important managerial issues, and has guided the Company to adapt to changes in the global environment. The Company believes he can further contribute to improving the financial performance and corporate value of the Group by utilizing his broad experience and knowledge, therefore we nominate Mr. Matsui as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members).

▪ Special interest relationships with the Company	None

4	Takashi Okubi	June 6, 1956	[Re-appointment]

▪ Career summary, positions and responsibilities

April 1980	Joined Mitsubishi Kasei Corporation
May 1999	Group Manager, Terephthalic Acid Dept., Fiber Intermediates Company, Mitsubishi Chemical Corporation
November 2002	Executive Vice President, Sam Nam Petrochemical, Co., Ltd.
April 2007	General Manager, Phenol & Polycarbonate Dept., Polymer Division, Mitsubishi Chemical Corporation
April 2010	Associated Director, Osaka Branch Office, Mitsubishi Chemical Corporation
April 2013	Chairman and President, Mitsubishi Chemical China Commerce Ltd.
June 2015	Director, General Manager, Osaka Branch, the Company (to present)

▪ Number of the Company's shares held	8,000 shares
▪ Attendance at board of directors meetings	13 times / 13 meetings (100%)
▪ Term of office (at the conclusion of the General Meeting of Shareholders)	2 years

▪ Reason for nomination as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members)

Mar many years, Mr. Okubi has been engaged in the Company's mainstay chemicals related-business, and has extensive experience and expert knowledge in China, the Company's key strategic country. After assuming the position of Director, he has been overseeing the overall business in western Japan, as the General Manager of the Osaka Branch. He has contributed to expanding the business through community-based marketing, and strengthening relationships with leading companies in the local area. Mr. Okubi has actively provided valuable suggestions and advice on the Group's important managerial issues and the Company believes he can further contribute to improving the financial performance and corporate value of the Group by utilizing his broad experience and knowledge, therefore we nominate Mr. Okubi as a candidate for Director (excluding Directors who are Audit and Supervisory Committee Members).

▪ Special interest relationships with the Company	None

5	Toshifumi Minami	November 26, 1947	[Re-appointment] [Outside Director] [Independent Officer]

▪ Career summary, positions and responsibilities

April 1972	Assistant Judge , Osaka District Court
April 1990	Judge, Tokyo High Court
September 1993	Presiding Judge, Tokyo District Court
April 1998	Presiding Judge, Yokohama District Court
April 2001	Deputy Chief Judge, Tokyo District Court
July 2002	Chief Judge, Tokushima District Court; Director, Tokushima Family Court
February 2004	Chief Judge, Kyoto Family Court
July 2005	Presiding Judge, Tokyo High Court
March 2011	Deputy President, Tokyo High Court
November 2012	Retired from Tokyo High Court
February 2013	Attorney-at-law, City-Yuwa Partners (to present)
June 2013	Director, the Company (to present)

▪ Significant concurrent positions
Attorney-at-law, City-Yuwa Partners

▪ Number of the Company's shares held	-
▪ Attendance at board of directors meetings	13 times / 13 meetings (100%)
▪ Term of office (at the conclusion of the General Meeting of Shareholders)	4 years

▪ Reason for nomination as a candidate for Outside Director (excluding Directors who are Audit and Supervisory Committee Members)

Mr. Minami had long been served as a judge and accumulated extremely deep insight and abundant experience in laws and regulations. Having assumed the position of as Director, he has actively provided valuable suggestions and advice on overall important managerial issues of the Company, in addition to matters concerning laws and regulations. The Company nominates Mr. Minami as an Outside Director, who is not an Audit and Supervisory Committee Member because we believe that he is suitable to continue supervising the Company's management. Although he has not been engaged in corporate management other than serving as an Outside Director or an Outside Auditor, the Company believes that he can appropriately fulfill his role as an Outside Director, who is not an Audit and Supervisory Committee Member for above reasons.

▪ Matters Related to the Independence

The Company has designated him as an Independent Officer in accordance with the regulations of Tokyo Stock Exchange and registered therein. If he is re-elected as Director, the Company will continue to designate him as an Independent Officer.

Although he belongs to City-Yuwa Partners as an attorney-at-law, there is no trading relationship between City-Yuwa and the Company.

▪ Special interest relationships with the Company	None

▪ Outline of the limited liability contract

Pursuant to the provisions of Article 427, Paragraph (1) of the Companies Act and the Articles of Incorporation, the Company has entered into a liability limitation agreement with Mr. Minami, under which the liability for damages set forth in Article 423, Paragraph (1) of the Companies Act shall be limited to the prescribed 8 million yen, or an amount provided for in laws and regulations, whichever is higher. In the event that he is re-elected and re-appointed as Director, the agreement will be continued.

6	Masato Konno	Born February 1, 1962	[Re-appointment] [Outside Director]

▪ Career summary, positions and responsibilities

April 1985	Joined Mitsubishi Corporation
June 1999	PVC Unit
July 2004	President, ACLO Compounders Inc.
April 2009	General Manager, Mitsubishi Corporation, Petrochemical Intermediates Dept.
January 2013	General Manager, Functional Product Development Office. Commodity Chemicals Division A
April 2016	General Manager, Phoenix Dept. & General Manager, Functional Product Development Office, Functional Chemicals Div.
April 2017	General Manager, Phoenix Office. & General Manager, Business Development Office. New Business Development Dept.

▪ Significant concurrent positions
General Manager, Phoenix Office, New Business Development Department, Chemicals Group; General Manager, New Business Development Office, Chemicals Group, Mitsubishi Corporation

▪ Number of the Company's shares held	-
▪ Attendance at board of directors meetings	10 times / 10 meetings (100%) (Note 3)
▪ Term of office (at the conclusion of the General Meeting of Shareholders)	1 year

▪ Reason for nomination as a candidate for Outside Director (excluding Directors who are Audit and Supervisory Committee Members)
Mr. Konno has gained extensive experience and insight in the chemicals related-business of trading companies through his execution of business at Mitsubishi Corporation over the years. After assuming the position of Director, he has been utilizing his experience and knowledge, and added value by actively providing suggestions and advice on the Company's important managerial issues and the Company believes he is suitable to continue supervising the Company's management. Therefore, the Company nominates Mr. Konno as an Outside Director, who is not an Audit and Supervisory Committee Member.

▪ Matters Related to the Independence
Because Mr. Konno is involved with the business operation of Mitsubishi Corporation, which is the Company's major shareholder, the Company has not designated him as an independent officer in accordance with the regulations of Tokyo Stock Exchange. Although the Company has business transactions for merchandise with Mitsubishi Corporation, it represents less than 0.1% (annual average) of the Company's consolidated sales for the last three fiscal years. Therefore, we believe that there is nothing significant that would cause special interests to arise and he shall have no conflict of interest with the general shareholders of the Company.

▪ Special interest relationships with the Company	None

▪ Outline of the limited liability contract
In the event that he is elected and appointed as Director, pursuant to the provisions of Article 427, Paragraph (1) of the Companies Act and the Articles of Incorporation, the Company will enter into a liability limitation agreement with Mr. Konno, under which the liability for damages set forth in Article 423, Paragraph (1) of the Companies Act shall be limited to the prescribed 8 million yen, or an amount provided for in laws and regulations, whichever is higher. In the event that he is re-elected and re-appointed as Director, the agreement will be continued.

(Notes)
1. It is the Company's consolidated subsidiary.
2. It is the Company's equity method affiliate.
3. Ten meetings of the Board of Directors were held after the appointment of Mr. Akiyuki Igarashi and Mr. Masato Konno as Directors.