

(TRANSLATION FOR REFERENCE ONLY)

Securities code : 4298
June 5, 2014

To Our Shareholders :

23-14, Aoi 1-chome, Naka-ku, Nagoya, Japan

PROTO CORPORATION

President : Kenji Kamiya

NOTICE OF THE 36th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 36th Ordinary General Meeting of Shareholders of PROTO CORPORATION (the “Company”) to be held as set forth below.

If you are unable to attend the meeting in person, you can exercise your voting rights in writing. Please review the “Reference Documents for the Ordinary General Meeting of Shareholders,” indicate your votes for or against each of the proposals on the enclosed Voting Rights Exercise Form, and return the form by no later than Thursday, June 26, 2014 at 6:00 p.m.

Meeting Details

1. Date and Time: Friday, June 27, 2014 at 10:00 a.m.

2. Place: CASTLE PLAZA , 4F, “HOUOU”
3-25, Meieki 4-chome, Nakamura-ku, Nagoya, Japan

3. Objectives of Meeting:

Matters to be reported:

1. Report on the Contents of the Business Reports, the Consolidated Financial Statements and the Results of the Auditing of the Consolidated Financial Statements by Accounting Auditor and the Board of Corporate Auditors for the 36th Fiscal Year (from April 1, 2013 to March 31, 2014)
2. Report on the Contents of the Non-Consolidated Financial Statements for the 36th Fiscal Year (from April 1, 2013 to March 31, 2014)

Matters to be resolved:

- Proposal No.1:** Election of Twelve (12) Directors
Proposal No.2: Election of One (1) Corporate Auditor

4. Matters Determined concerning the Convocation:

The following items are published on the internet website(Japanese version only) (URL: <http://www.proto-g.co.jp/IR/library/soukaidata.html>) pursuant to the relevant laws and Article 15 of Incorporation of the Company.

Accordingly, these items are not included in the Attached Document.

- ① Notes to Consolidated Financial Statements
- ② Notes to Non-Consolidated Financial Statements

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- ⊙ If you attend the meeting in person, please submit the enclosed Exercise of Voting Rights Form to the receptionist at the meeting.
 - ⊙ If revisions to the contents of the “Reference Documents for the Ordinary General Meeting of Shareholders,” the “Business Reports,” the “Non-Consolidated Financial Statements” and the “Consolidated Financial” are required, the “Company” shall publish a notification on the website of the “Company” at the following URL: <http://www.proto-g.co.jp/IR/library/soukaidata.html> (Japanese version only)
 - ⊙ We do not hold the “Social Gathering of Shareholders,” please acknowledge it beforehand.
 - ⊙ We cancel the presentation of a gift to the shareholders who attend the Ordinary General Meeting of Shareholders, please acknowledge it beforehand.