

(TRANSLATION FOR REFERENCE ONLY)

Securities code : 4298
June 27, 2014

To Our Shareholders :

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

PROTO CORPORATION

President : Kenji Kamiya

**NOTICE OF RESOLUTIONS OF
THE 36th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We hereby notify you that the following were reported and resolved at the 36th Ordinary General Meeting of Shareholders of PROTO CORPORATION (the "Company"), held on June 27, 2014.

DESCRIPTION

- Report:**
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)
- We reported the details of above 1. and 2.

Resolution:

Proposal No.1: Election of Twelve (12) Directors

The proposal was approved and resolved as originally proposed. Messrs. Hiroichi Yokoyama, Tatsuzo Irikawa, Kenji Kamiya, Minoru Saito, Fujio Iimura, Motohisa Yokoyama, Mitsuhiro Munehira, Atsuya Okimura, Susumu Kuramoto, Toru Shiraki, Shigeyoshi Shimizu and Ms. Yumiko Sakurai were elected as Directors and have assumed their positions. Ms. Yumiko Sakurai is Outside Director, stipulated in Article 2, item 15 of the "Company Law".

Proposal No.2: Election of One (1) Corporate Auditor

The proposal was approved and resolved as originally proposed. Mr. Takayuki Suzuki was newly elected as Corporate Auditor and has assumed his position. Mr. Takayuki Suzuki is Outside Corporate Auditor, stipulated in Article 2, item 16 of the "Company Law".

At the Board of Directors Meeting held after the conclusion of the Ordinary General Meeting of Shareholders, the following Representative Directors and Directors with titles were selected and assumed their respective positions.

Chairman	:	Hiroichi Yokoyama
Vice Chairman	:	Tatsuzo Irikawa
President	:	Kenji Kamiya
Vice President	:	Minoru Saito
Senior Managing Director	:	Fujio Iimura
Managing Director	:	Motohisa Yokoyama
Managing Director	:	Mitsuhiro Munehira
Managing Director	:	Atsuya Okimura
