

(TRANSLATION FOR REFERENCE ONLY)

Securities code : 4298  
June 29, 2021

To Our Shareholders :

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

**PROTO CORPORATION**

President : Kenji Kamiya

**NOTICE OF RESOLUTIONS OF  
THE 43<sup>rd</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We hereby notify you that the following were reported and resolved at the 43<sup>rd</sup> Ordinary General Meeting of Shareholders of PROTO CORPORATION (the “Company”), held on June 29, 2021.

**DESCRIPTION**

**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 43<sup>rd</sup> Fiscal Year (from April 1, 2020 to March 31, 2021)

2. Report on the Contents of the Non-Consolidated Financial Statements for the 43<sup>rd</sup> Fiscal Year (from April 1, 2020 to March 31, 2021)

We reported the details of above 1. and 2.

**Matters to be Resolved:**

**Proposal No.1:** Partial Amendments to Articles of Incorporation

The proposal was approved and resolved as originally proposed. The “Company” amended mainly Purpose to Articles 2.

**Proposal No.2:** Election of Twelve (12) Directors

The proposal was approved and resolved as originally proposed. Messrs. Hiroichi Yokoyama, Kenji Kamiya, Motohisa Yokoyama, Mitsuhiro Munehira, Toru Shiraki, Noriyuki Udo, Shigeyoshi Shimizu, Akihiro Matsuzawa, Mss. Yumiko Sakurai, Eriko Kitayama, Kazuko Kawai, Miho Mori were elected as Directors and have assumed their positions. Mss. Yumiko Sakurai, Eriko Kitayama, Kazuko Kawai, Miho Mori are Outside Directors, stipulated in Article 2, item 15 of the “Company Law”.

**Proposal No.3:** Election of Two (2) Corporate Auditors

The proposal was approved and resolved as originally proposed. Messrs. Shinji Yamada and Arata Tominaga were elected as Corporate Auditors and have assumed their positions. Messrs. Shinji Yamada and Arata Tominaga are Outside Corporate Auditors, stipulated in Article 2, item 16 of the “Company Law”

**Proposal No.4:** Awarding Retirement Benefits to Retiring Corporate Auditor

The proposal was approved and resolved as originally proposed. Consequently, retirement benefits shall be awarded to retiring Corporate Auditor Jun Arai according to the standards specified by the “Company” in recognition of services during their respective tenures. The specific amount, period, and method of payment, etc. shall be consulted by Corporate Auditors.

-----  
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
President	:	Kenji Kamiya
Senior Managing Director	:	Mitsuhiro Munehira
Senior Managing Director	:	Motohisa Yokoyama
Managing Director	:	Toru Shiraki
Managing Director	:	Noriyuki Udo

-----