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(Stock Exchange Code 7105)
June 9, 2016

To Shareholders with Voting Rights:

Hideaki Ninomiya
President and CEO
Mitsubishi Nichiyu Forklift Co., Ltd.
2-1-1, Higashi-kotari,
Nagaokakyo City, Kyoto

**NOTICE OF
THE 115TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

You are cordially invited to attend the 115th Annual General Meeting of Shareholders of Mitsubishi Nichiyu Forklift Co., Ltd. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting on this date, 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 proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by 4:45 p.m. on Tuesday, June 28, 2016, Japan time.

1. Date and Time: Wednesday, June 29, 2016 at 10:00 a.m. Japan time

2. Place: Main hall at the Corporate Headquarters located at
2-1-1, Higashi-kotari, Nagaokakyo City, Kyoto, Japan

3. Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 115th Fiscal Year (April 1, 2015 - March 31, 2016) and results of audits by the Accounting Auditor and the Audit and Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 115th Fiscal Year (April 1, 2015 - March 31, 2016)

Proposals to be resolved:

- Proposal 1:** Dividend of Surplus
Proposal 2: Partial Amendment to Articles of Incorporation
Proposal 3: Election of Seven (7) Directors
Proposal 4: Election of Two (2) Audit and Supervisory Board Members

We appreciate your continued confidence in our Company and look forward to seeing you at Mitsubishi Nichiyu Forklift Co., Ltd., General Offices on June 29.

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Should the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements and Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (<http://www.nmf.co.jp>).
- If you wish to make a diverse exercise of your voting rights, please notify the Company of your intention and the reason therefor in writing not later than three (3) days before the Annual General Meeting of Shareholders.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Dividend of Surplus

It is a policy of the Company to maintain a balance between the enhancement of dividends for its shareholders and internal reserves required for establishing business infrastructure that appropriately reflects earnings in a given fiscal year.

For the fiscal year ended March 31, 2016, it is proposed that year-end dividends be distributed as follows, in light of the performance for the fiscal year and business development going forward.

1. Type of Dividends

Cash

2. Allotment of dividend assets and total amount of dividends

As stated in the Business Report, the Company was able to maintain the trend of increased profits for the fiscal year ended March 31, 2016, and in accordance with its basic policy, the Company proposes an increase of one yen per share, and to pay 11 yen per share of common stock of the Company and 11 yen per share of Class A stock of the Company.

Total amount of dividends: 1,170,478,606 yen

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|--------------------|------------------|--|
| (1) Common stock: | 11 yen per share | (Amount of dividends: 815,456,422 yen) |
| (2) Class A stock: | 11 yen per share | (Amount of dividends: 355,022,184 yen) |

3. Date that the dividend of surplus becomes effective

June 30, 2016

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

Following the enforcement of the “Act for Partial Revision of the Companies Act” (Act No. 90 of 2014) on May 1, 2015, it has become possible for the Company to enter into liability limitation agreements with Directors who are not Executive Directors, etc., and Audit and Supervisory Board Members who are not External Audit and Supervisory Board Members. Accordingly, it is proposed that necessary amendments be made to current Article 30 and Article 40 in order for such Directors and Audit and Supervisory Board Members to be able to fully play the roles expected of them.

With respect to the amendment to Article 30 of the Articles of Incorporation, the consent of each Audit and Supervisory Board Members has been obtained.

2. Details of amendments

The proposed amendments to the Articles of Incorporation are as follows:

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p>(Agreement to limit liabilities of <u>External Directors</u>) Article 30. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>External Directors</u> to limit their liabilities for damages under Article 423, Paragraph 1 of the same Act, provided, however, that the maximum amount of liabilities under the agreement shall be the amount stipulated by laws and regulations.</p>	<p>(Agreement to limit liabilities of <u>Directors</u>) Article 30. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Directors</u> (<u>excluding Executive Directors, etc.</u>) to limit their liabilities for damages under Article 423, Paragraph 1 of the same Act, provided, however, that the maximum amount of liabilities under the agreement shall be the amount stipulated by laws and regulations.</p>
<p>(Agreement to limit liabilities of <u>External Audit and Supervisory Board Members</u>) Article 40. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>External Audit and Supervisory Board Members</u> to limit their liabilities for damages under Article 423, Paragraph 1 of the same Act, provided, however, that the maximum amount of liabilities under the agreement shall be the amount stipulated by laws and regulations.</p>	<p>(Agreement to limit liabilities of <u>Audit and Supervisory Board Members</u>) Article 40. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Audit and Supervisory Board Members</u> to limit their liabilities for damages under Article 423, Paragraph 1 of the same Act, provided, however, that the maximum amount of liabilities under the agreement shall be the amount stipulated by laws and regulations.</p>

Proposal 3: Election of Seven (7) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders.

Accordingly, the election of seven (7) Directors is proposed, with the number of Directors reduced by two (2) to enhance the efficiency of the management structure.

The candidates are as follows:

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
1	Hideaki Ninomiya (February 13, 1951)	<p>Apr. 2002 Senior General Manager of Corporate Planning & Administration Division, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2003 Deputy Head of General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Oct. 2003 President, Mitsubishi Caterpillar Forklift America Inc.</p> <p>Apr. 2007 Senior Vice President, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2009 Joined the Company Advisor, the Company</p> <p>Jun. 2009 Senior Managing Director, the Company</p> <p>Jun. 2010 Head of Administration Headquarters, the Company</p> <p>Jun. 2011 President, the Company (to present)</p> <p>Jun. 2015 CEO, the Company (to present) In charge of Administration Headquarters, the Company (to present) Head of Administration Headquarters, the Company (to present)</p> <p>Mar. 2016 Director, Mitsubishi Heavy Industries Forklift & Engine Turbocharger Holdings, Ltd. (to present)</p>	35,700	None
<p>[Reason for nomination as Director]</p> <p>Mr. Hideaki Ninomiya has been engaged in the forklift business for many years. His management execution skills are excellent, with many accomplishments and a wealth of experience including engaging in the management of an overseas subsidiary. Continuing forward, we anticipate that he will conduct managerial decision making and supervision, and help unify the corporate group, which is why we have nominated him as a candidate for Director.</p>				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
2	Hitoshi Matsumoto (September 27, 1951)	<p>Apr. 2002 General Manager of Industrial Vehicles Sales Department, Industrial Vehicles Division, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2006 President, Mitsubishi Caterpillar Forklift Europe B.V.</p> <p>Jun. 2008 Joined the Company Executive Officer, the Company Deputy Head of Overseas Business Headquarters, the Company</p> <p>Mar. 2009 President, Shanghai Nichiyu Forklift Manufacturing Co., Ltd.</p> <p>Jun. 2009 Head of Overseas Business Headquarters, the Company</p> <p>Jun. 2010 Director, the Company Deputy Head of Sales and Marketing Headquarters, the Company</p> <p>Apr. 2013 Director, the Company (to present) Senior Executive Officer, the Company In charge of Overseas Sales and Marketing Headquarters, the Company (to present) Head of Overseas Sales and Marketing Headquarters, the Company (to present)</p> <p>Jun. 2014 President, Mitsubishi Heavy Industries Forklift (Dalian) Co., Ltd. (to present)</p> <p>Jun. 2015 Senior Vice President, the Company (to present)</p> <p>[Significant concurrent positions] President of Mitsubishi Heavy Industries Forklift (Dalian) Co., Ltd.</p>	12,900	None
<p>[Reason for nomination as Director]</p> <p>Mr. Hitoshi Matsumoto has executed operations in overseas sales and marketing for many years. In addition to his many accomplishments and wealth of experience, he has keen insight about management. Continuing forward, we anticipate that he will conduct managerial decision making and supervision, which is why we have nominated him as a candidate for Director.</p>				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
3	Masanori Kagami (January 6, 1952)	<p>Oct. 2008 Division Head, General Manager of Service Division, Domestic Service Headquarters, the Company</p> <p>Apr. 2009 General Manager of Customer Service Department, Nichiyu MHI Forklift Co., Ltd.</p> <p>Jun. 2009 Executive Officer, the Company Executive Officer, Nichiyu MHI Forklift Co., Ltd. Deputy Head of Sales and Marketing Headquarters, Nichiyu MHI Forklift Co., Ltd.</p> <p>Jun. 2010 Director, the Company President and CEO, Nichiyu MHI Forklift Co., Ltd.</p> <p>Apr. 2013 Director, the Company (to present) Senior Executive Officer, the Company In charge of Domestic Sales and Marketing Headquarters, the Company (to present) Head of Domestic Sales and Marketing Headquarters, the Company (to present)</p> <p>Apr. 2014 Division Head, General Manager of Market Development Division, Domestic Sales and Marketing Headquarters, the Company</p> <p>Jul. 2014 Division Head, General Manager of Domestic Customer Service Division, Domestic Sales and Marketing Headquarters, the Company</p> <p>Jun. 2015 Senior Vice President, the Company (to present)</p>	18,500	None
<p>[Reason for nomination as Director]</p> <p>Mr. Masanori Kagami has executed operations in domestic sales and marketing for many years. In addition to his many accomplishments and wealth of experience, he has keen insight about management. Continuing forward, we anticipate that he will conduct managerial decision making and supervision, which is why we have nominated him as a candidate for Director.</p>				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
4	Yuichi Mano (June 25, 1963)	Jul. 1996 Assistant to General Manager of Product Support Division, Mitsubishi Caterpillar Forklift America Inc. Apr. 2003 Chief of Planning & Accounting Department, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2004 Chief of Business Strategy Group, Logistics Equipment Department, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2009 Deputy General Manager of Logistics Equipment Department, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Oct. 2011 General Manager of Forklift Sales Department, Forklift Business Division, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2013 Director and Senior Executive Officer, the Company (to present) General Manager of Corporate Planning Office, the Company Jul. 2014 President, Mitsubishi Caterpillar Forklift Europe B.V. (to present) [Significant concurrent positions] President of Mitsubishi Caterpillar Forklift Europe B.V.	1,500	None
[Reason for nomination as Director] Mr. Yuichi Mano has gained extensive knowledge about the business in Europe through working in business management at Mitsubishi Caterpillar Forklift Europe B.V., and has keen insight about management. Continuing forward, we anticipate that he will conduct managerial decision making and supervision, which is why we have nominated him as a candidate for Director.				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
5	Takayuki Kato (June 13, 1946)	Apr. 1969 Joined Shimadzu Corporation Apr. 1996 General Manager of Fluidics Equipment Department, Shimadzu Corporation Jun. 1999 Executive Officer, Shimadzu Corporation Jun. 2001 Director, Shimadzu Corporation Jun. 2005 Managing Director, Shimadzu Corporation Jun. 2007 Senior Managing Director, Assistant to President, in charge of Manufacture and Information System, Shimadzu Corporation Jun. 2009 Senior Managing Director, in charge of Risk Management and CS, Senior General Manager of Production Support Division, Shimadzu Corporation Jun. 2010 President, Shimadzu System Development Corporation (to present) Jun. 2015 Director, the Company (to present) [Significant concurrent positions] President of Shimadzu System Development Corporation	0	See Note 1 below.
<p>[Reason for nomination as Director]</p> <p>Based on his abundant knowledge and experience that he has cultivated in business management, we anticipate that Mr. Takayuki Kato will execute supervision and provide sound advice from an objective standpoint for the general management of the Company, which is why we have nominated him as a candidate for External Director.</p> <p>He has been the Company's External Director since June 2015, and will have been in this position for one year at the conclusion of this year's Annual General Meeting of Shareholders.</p>				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
6	Ken Okochi (May 23, 1951)	<p>Apr. 1974 Joined Mitsubishi Corporation</p> <p>Nov. 1984 Assistant to President, Machinery Distribution, Inc. (US)</p> <p>May 1994 Executive Vice President, in charge of Marketing, Mitsubishi Caterpillar Forklift America Inc.</p> <p>Apr. 2001 Manager of Rental & Construction Machinery Business Unit, Mitsubishi Corporation</p> <p>Dec. 2002 Retired from Mitsubishi Corporation</p> <p>Oct. 2008 Assistant to Officer, Caterpillar Japan Ltd.</p> <p>Apr. 2010 General Manager of Overseas Business Department, AICHI CORPORATION</p> <p>Jun. 2015 Director, the Company (to present)</p>	0	None
<p>[Reason for nomination as Director]</p> <p>Based on his abundant knowledge in business management and experience in the forklift industry, we anticipate that Mr. Ken Okochi will execute supervision and provide sound advice from an objective standpoint for the general management of the Company, which is why we have nominated him as a candidate for External Director.</p> <p>He has been the Company's External Director since June 2015, and will have been in this position for one year at the conclusion of this year's Annual General Meeting of Shareholders.</p>				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common stock)	Special interests with the Company
7	Yuichi Makimura (November 27, 1955) Newly appointed	<p>Apr. 2009 General Manager of Nuclear Energy Business Department, Nuclear Energy Systems Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2011 General Manager of Planning & Administration Department, Nuclear Energy Systems Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2013 Substitute Head of Nuclear Energy Systems Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Oct. 2013 Substitute Senior General Manager of Nuclear Energy Systems Division of Energy & Environment, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2014 Deputy Head of Global Business Headquarters and General Manager of Business Risk Management Department, Mitsubishi Heavy Industries, Ltd.</p> <p>Oct. 2015 Senior Vice President, Head of Global Business Headquarters, Mitsubishi Heavy Industries, Ltd.</p> <p>Mar. 2016 Managing Director, Mitsubishi Heavy Industries Forklift & Engine Turbocharger Holdings, Ltd. (to present) Director, UniCarriers Holdings Corporation (to present) Director, UniCarriers Corporation (to present)</p> <p>[Significant concurrent positions] Managing Director of Mitsubishi Heavy Industries Forklift & Engine Turbocharger Holdings, Ltd.</p>	0	See Note 2 below.
<p>[Reason for nomination as Director]</p> <p>Mr. Yuichi Makimura has gained a wealth of knowledge and keen insight about management through working in business management at Mitsubishi Heavy Industries, Ltd. We anticipate that he will conduct managerial decision making and supervision from shareholders' viewpoint on the Company, which is why we have nominated him as a candidate for Director.</p>				

(Notes)

1. Mr. Takayuki Kato is President of Shimadzu System Development Corporation, and the Company purchases raw materials and finished products from its parent, Shimadzu Corporation.
2. Mr. Yuichi Makimura is Managing Director of the Company's parent, Mitsubishi Heavy Industries Forklift & Engine Turbocharger Holdings, Ltd. On February 6, 2013, Mitsubishi Heavy Industries, Ltd. became the parent of the Company by acquiring 49.4% of the voting rights of the Company. Subsequently, all common stock and Class A stock of the Company held by Mitsubishi Heavy Industries, Ltd. were transferred, effective March 31, 2016, to Mitsubishi Heavy Industries Forklift & Engine Turbocharger Holdings, Ltd., which is a wholly-owned subsidiary of Mitsubishi Heavy Industries, Ltd., and since the same date, Mitsubishi Heavy Industries Forklift & Engine Turbocharger Holdings, Ltd. has directly held the shares of the Company, while Mitsubishi Heavy Industries, Ltd. has indirectly held the shares of the Company. A comprehensive capital and business partnership relationship exists between the Company and Mitsubishi Heavy Industries, Ltd., in which the Company commissions the production of finished products, parts for finished products and other components to Mitsubishi Heavy Industries, Ltd., and the Company is supplied by Mitsubishi Heavy Industries, Ltd., of such products.
3. No special interests exist between each of the candidates and the Company other than the above.
4. Messrs. Takayuki Kato and Ken Okochi are candidates for External Directors
5. Upon their election as External Directors on June 26, 2015, the Company entered into agreements with Messrs. Takayuki Kato and Ken Okochi to limit their liabilities for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under such agreements was the amount stipulated by laws and regulations. If they are re-elected, the Company plans to renew the same agreements with them.
6. Upon their election as External Directors on June 26, 2015, the Company registered Messrs. Takayuki Kato and Ken Okochi as Independent Directors with the Tokyo Stock Exchange, Inc.
7. If the election of Mr. Yuichi Makimura, who is scheduled to be appointed Non-Executive Director, is approved, and on the condition that Proposal 2 "Partial Amendment to Articles of Incorporation" is approved, the Company plans to enter into an agreement with him to limit his liabilities for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under the agreement will be the amount stipulated by laws and regulations.

Proposal 4: Election of Two (2) Audit and Supervisory Board Members

The terms of office of two Statutory Auditors, namely Messrs. Yoshimi Manaka and Masanori Koguchi, will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of two (2) Auditors is proposed.

The consent of the Audit and Supervisory Board has been obtained with regard to this proposal.

The candidates are as follows:

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common shares)	Special interests with the Company
1	Norio Konishi (December 3, 1951) Newly appointed	Apr. 2004 General Manager of Administration Group, MHI Forklift Sales Co., Ltd. Apr. 2009 General Manager of Administration Division, Nichiyu MHI Forklift Co., Ltd. Jun. 2012 Executive Officer, Nichiyu MHI Forklift Co., Ltd. Apr. 2013 Deputy Head of Administration Headquarters, the Company (to present) In charge of Administration Division and Human Resources Division (to present) Jun. 2013 Executive Officer, the Company Jun. 2015 Senior Executive Officer, the Company (to present)	900	None
[Reason for nomination as Audit and Supervisory Board Member] Mr. Norio Konishi has built a wealth of experience and achieved many accomplishments through executing operations in administration, etc. for many years. We anticipate that he will strengthen our auditing functions, which is why we have nominated him as a candidate for Audit and Supervisory Board Members.				

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned (Common shares)	Special interests with the Company
2	Takumi Saito (January 19, 1949) Newly appointed	Apr. 2000 General Manager of Industrial Vehicles Sales Department, Industrial Vehicles Division, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2001 Senior General Manager of Industrial Vehicles Division and General Manager of Industrial Vehicles Sales Department, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2002 General Manager of Overseas Business Department, Overseas Strategy Headquarters, Mitsubishi Heavy Industries, Ltd. Jun. 2003 President, Mitsubishi Heavy Industries America, Inc. Apr. 2007 Senior Vice President, Mitsubishi Heavy Industries, Ltd. Head of Overseas Strategy Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2010 Retired from Mitsubishi Heavy Industries, Ltd.	0	None
<p>[Reason for nomination as Audit and Supervisory Board Member]</p> <p>Mr. Takumi Saito has gained a wealth of experience and extensive insight through executing operations in the industrial vehicle sectors and as a director and a senior vice president at Mitsubishi Heavy Industries, Ltd. We anticipate that he will help with auditing from an expert perspective, which is why we have nominated him as a candidate for External Audit and Supervisory Board Member.</p>				

(Notes)

1. There are no special interests between each candidate and the Company.
2. Mr. Takumi Saito is a candidate for External Audit and Supervisory Board Member.
3. If the election of Mr. Takumi Saito is approved, the Company plans to enter into an agreement with him to limit his liabilities for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under the agreement will be the amount stipulated by laws and regulations.
4. If the election of Mr. Norio Konishi is approved, and on the condition that Proposal 2 "Partial Amendment to Articles of Incorporation" is approved, the Company plans to enter into an agreement with him to limit his liabilities for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under the agreement will be the amount stipulated by laws and regulations.