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(Stock Exchange Code 7105)
June 9, 2017

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 116TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

You are cordially invited to attend the 116th 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 Wednesday, June 28, 2017, Japan time.

1. Date and Time: Thursday, June 29, 2017 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 116th Fiscal Year (April 1, 2016 - March 31, 2017) 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 116th Fiscal Year (April 1, 2016 - March 31, 2017)

Proposals to be resolved:

- Proposal 1:** Dividend of Surplus
Proposal 2: Partial Amendments to Articles of Incorporation
Proposal 3: Election of Seven (7) Directors

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, 2017, 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 regrettably recorded a decline in profits for the fiscal year ended March 31, 2017. However, in accordance with its basic policy, the Company proposes to pay 11 yen per share of common stock of the Company and 11 yen per share of Class A stock of the Company, the same level as the previous fiscal year.

Total amount of dividends: 1,170,631,407 yen

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|--------------------|------------------|--|
| (1) Common stock: | 11 yen per share | (Amount of dividends: 842,229,223 yen) |
| (2) Class A stock: | 11 yen per share | (Amount of dividends: 328,402,184 yen) |

3. Date that the dividend of surplus becomes effective

June 30, 2017

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

Following the conversion of UniCarriers Corporation into a wholly-owned subsidiary, in order to clarify the contents of its businesses in line with the current status of the Group's business, it is proposed that necessary amendments be made to the current Articles of Incorporation, including additions to the purpose of businesses provided for in Article 3 of the current Articles of Incorporation.

2. Details of amendments

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

(Note: In case that change in original Japanese text does not effect a substantial change in the meaning, no change is made in English translation.)

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p>(Purpose) Article 3. The purpose of the Company is to engage in the following businesses:</p> <p>(1) Manufacture, sale, and repair of hauling equipment for industrial use such as forklifts, transport machinery and equipment such as conveyers, elevators, and pallets, and components thereof;</p> <p>(2) Manufacture, sale, and repair of machinery and equipment for logistics distribution system and storage system equipment thereof, and components thereof;</p> <p style="text-align: center;">(New)</p> <p>(3) Manufacture, sale, and repair of film/fiber/printing automatic winding machinery, locomotives, monorail cars, measuring instruments, and components thereof;</p> <p>(4) Sale and repair of used industrial hauling equipment such as used forklifts and components thereof;</p> <p>(5) Manufacture, sale, and repair of floor surface cleaning machines, floor surface washing machines, environmental equipment such as waste treatment equipment, and components thereof;</p> <p>(6) Rental and lease services for products referred to in any of the foregoing items;</p> <p>(7) Manufacture, sale, and repair of electrical equipment such as chargers and motors and components thereof;</p> <p>(8) Contracting for design, execution, and supervision of civil engineering work, building work, steel structure construction work, equipment installation work, electrical work, and telecommunication construction work;</p>	<p>(Purpose) Article 3. The purpose of the Company is to engage in the following businesses:</p> <p>(1) (Unchanged)</p> <p>(2) (Unchanged)</p> <p>(3) <u>Manufacture, sale, and repair of civil engineering and construction machinery, agricultural and forestry machinery, and components thereof;</u></p> <p>(4) (Unchanged)</p> <p>(5) Sale and repair of used industrial hauling equipment such as used forklifts, <u>used civil engineering and construction machinery, used agricultural and forestry machinery,</u> and components thereof;</p> <p>(6) (Unchanged)</p> <p>(7) (Unchanged)</p> <p>(8) Manufacture, sale, and repair of electrical equipment such as chargers and motors, <u>industrial engines, transmissions,</u> and components thereof;</p> <p>(9) (Unchanged)</p>

Current Articles of Incorporation	Proposed amendments
<u>(9)</u> Design, production, and sale of computer hardware and development and sale of software;	<u>(10)</u> (Unchanged)
<u>(10)</u> Non-life insurance agency business, insurance agency business pursuant to the Automobile Liability Security Act, and business relating to life insurance canvassing;	<u>(11)</u> (Unchanged)
<u>(11)</u> Worker dispatching business	<u>(12)</u> (Unchanged)
<u>(12)</u> Providing guidance and holding workshops and seminars relating to the handling, etc., of products referred to in any of the foregoing items; and	<u>(13)</u> (Unchanged)
<u>(13)</u> Any and all business activities incidental or relating to any of the foregoing items.	<u>(14)</u> (Unchanged)

Proposal 3: Election of Seven (7) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of seven (7) Directors is proposed.

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)</p> <p>Mar. 2016 Director, Mitsubishi Heavy Industries Forklift, Engine & Turbocharger Holdings, Ltd. (to present)</p> <p>Jan. 2017 Director, UniCarriers Corporation</p> <p>May 2017 President, UniCarriers Corporation (to present) CEO, UniCarriers Corporation (to present)</p> <p>[Significant concurrent positions] President & CEO of UniCarriers Corporation</p>	39,700	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	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>	20,400	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
3	Takayuki Kato (June 13, 1946)	<p>Apr. 1969 Joined Shimadzu Corporation</p> <p>Apr. 1996 General Manager of Fluidics Equipment Department, Shimadzu Corporation</p> <p>Jun. 1999 Executive Officer, Shimadzu Corporation</p> <p>Jun. 2001 Director, Shimadzu Corporation</p> <p>Jun. 2005 Managing Director, Shimadzu Corporation</p> <p>Jun. 2007 Senior Managing Director, Assistant to President, in charge of Manufacture and Information System, Shimadzu Corporation</p> <p>Jun. 2009 Senior Managing Director, in charge of Risk Management and CS, Senior General Manager of Production Support Division, Shimadzu Corporation</p> <p>Jun. 2010 President, Shimadzu System Development Corporation (to present)</p> <p>Jun. 2015 Director, the Company (to present)</p> <p>[Significant concurrent positions] President of Shimadzu System Development Corporation</p>	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 again 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 two years 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
4	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 again 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 two years 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
5	Takashi Mikogami (March 19, 1956) Newly appointed	Apr. 2007 General Manager of Turbocharger Engineering Department, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2010 Deputy Head of General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2011 General Manager of Turbocharger Business Department, General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2012 Deputy Head of General Machinery & Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd. Apr. 2013 Director, the Company Senior Vice President, Mitsubishi Heavy Industries, Ltd. Apr. 2014 Senior General Manager of Quality Control Division, Deputy Head of the Machinery, Equipment & Infrastructure Domain, Mitsubishi Heavy Industries, Ltd. Apr. 2015 Head of Sagamihara Machinery Works, Mitsubishi Heavy Industries, Ltd. Apr. 2016 Executive Vice President, Mitsubishi Heavy Industries, Ltd. Jun. 2016 Resigned as Director, the Company Jun. 2016 Senior Executive Vice President, Mitsubishi Heavy Industries Forklift, Engine & Turbocharger Holdings, Ltd. (to present) Jan. 2017 Director, UniCarriers Corporation (to present) [Significant concurrent positions] Senior Executive Vice President of Mitsubishi Heavy Industries Forklift, Engine & Turbocharger Holdings, Ltd.	0	See Note 2 below.
[Reason for nomination as Director] Mr. Takashi Mikogami has gained a wealth of knowledge and keen insight into corporate management through participating in management at Mitsubishi Heavy Industries, Ltd. and Mitsubishi Heavy Industries Forklift, Engine & Turbocharger Holdings, Ltd. We anticipate that he will conduct managerial decision making and supervision taking into account shareholders' viewpoint, 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
6	<p>Shinji Fujita (February 14, 1960)</p> <p>Newly appointed</p>	<p>Apr. 2005 Chief of Product Planning Office, Industrial Machinery Engineering Division, NISSAN MOTOR CO., LTD.</p> <p>Oct. 2010 General Manager of Product Development Division, Nissan Forklift Co., Ltd.</p> <p>Apr. 2013 Vice President, General Manager of Research and Development Division, UniCarriers Corporation (to present)</p> <p>Oct. 2013 Senior Vice President, UniCarriers Corporation (to present)</p> <p>Jun. 2014 Director, UniCarriers Corporation</p> <p>Aug. 2014 General Manager of Purchasing Division, UniCarriers Corporations</p> <p>Oct. 2015 General Manager of Global R&D Center, Research and Development Division, UniCarriers Corporation (to present)</p> <p>General Manager of R&D Onomichi Center, Research and Development Division, UniCarriers Corporation (to present)</p> <p>[Significant concurrent positions] Senior Vice President of UniCarriers Corporation General Manager of Research and Development Division of UniCarriers Corporation</p>	0	None
<p>[Reason for nomination as Director]</p> <p>Mr. Shinji Fujita has gained a wealth of knowledge and keen insight into corporate management through participating in management at UniCarriers Corporation. 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
7	Hiroaki Yamamoto (November 8, 1965) Newly appointed	<p>Jul. 2011 Chief of Corporate Legal & Planning Group, Legal Affairs Department, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2012 Manager of Corporate Legal & Planning Group, Legal Affairs Department, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2013 Manager of Corporate Planning Group, Legal & General Affairs Department, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2014 Manager of Corporate Management Group, Legal & General Affairs Department, Mitsubishi Heavy Industries, Ltd.</p> <p>Apr. 2015 Deputy General Manager of Corporate Planning Department, Business Strategy Office, Mitsubishi Heavy Industries, Ltd.</p> <p>Jan. 2017 General Manager of Corporate Planning Department, Business Strategy Office, Mitsubishi Heavy Industries, Ltd. (to present)</p> <p>[Significant concurrent positions] General Manager of Corporate Planning Department, Business Strategy Office of Mitsubishi Heavy Industries, Ltd.</p>	0	See Note 3 below.
<p>[Reason for nomination as Director]</p> <p>Mr. Hiroaki Yamamoto has gained a wealth of knowledge and keen insight about management through experience at legal and business strategy divisions of 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. Takashi Mikogami is Senior Executive Vice President 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. 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 (currently, holding 50.9% of the voting rights 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 procures them from Mitsubishi Heavy Industries, Ltd.
3. Mr. Hiroaki Yamamoto is General Manager of Corporate Planning Department, Business Strategy Office of Mitsubishi Heavy Industries, Ltd. The comprehensive capital and business partnership relationship exists between the Company and said company as stated in Note 2. above.
4. No special interests exist between each of the candidates and the Company other than the above.
5. Messrs. Takayuki Kato and Ken Okochi are candidates for External Director.
6. 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.
7. 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.
8. If the election of Mr. Hiroaki Yamamoto 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.