Notice of Annual General Meeting of Shareholders for Fiscal 2016(64th Business Year)

Dear Shareholders,

Please be advised that the 63rd general meeting of shareholders of NIPRO CORPORATION (the “Company”) will be held on the date and at the place designated below; we request your attendance.

In the event you cannot attend the meeting personally, you may exercise your voting right by submitting your proxy via the form or the Internet attached to this Notice. Please read the enclosed reference document for the general meeting, fill in your vote “For” or “Against” each agenda to be resolved at the general meeting, affix your signature or personal seal, and return the completed proxy so that we receive it by 17:00 on June 27, 2017 (Monday).

Notice

1. Date and Time: June 28, 2017 (Wednesday), at 10:00 a.m.
2. Place of meeting: Kusatsu NIPRO HALL
   3023, Noji-cho, Kusatsu City, Shiga Prefecture
3. Meeting Agenda
   Reports
   1. Business report for fiscal 2016 (the 64th business year of NIPRO) from April 1, 2016 to March 31, 2017, consolidated financial statements for fiscal 2016 and report by independent auditing firm and council of statutory auditors on the Company consolidated financial statements for fiscal 2016
   2. The Company financial statements for fiscal 2016 (the 64th business year of it) from April 1, 2016 to March 31, 2017

Matters Resolved
   Agenda No. 1 Disposition of surpluses
   Agenda No. 2 Election of one (1) Reserve Statutory Auditor

We request that shareholders who are attending the meeting personally also complete the enclosed proxy form and hand it to the receptionist on the meeting day.

Based on the laws and regulations and Article 16 of Company’s Articles of Incorporation, the following matters will be announced on the Internet Website of NIPRO CORPORATION. Therefore, these matters are not described in the attached document of this notice.

① consolidated statement of changes in net assets
② notes to consolidated financial statements
③ statement of changes in net assets
④ notes to non-consolidated financial statements
And, we audited the above matters(①,②,③and④) as part of non-consolidated and consolidated financial statements when our auditor and accounting auditor made the audit report.

If, after this Notice, any modification or change is made to the enclosed reference document for the general meeting of shareholders, business report, non-consolidated and consolidated financial statements, it will be announced on the Internet Website of NIPRO CORPORATION.

Website of NIPRO CORPORATION  https://www.nipro.co.jp/ir/stock/meeting.html
Guidance on the Exercise of Voting Rights via the Internet

Please confirm the following items before exercising your voting rights via the Internet.

Website for the exercise of voting rights

http://www.it-soukai.com/

- Upon accessing the above URL, you will be guided to the website for the exercise of voting rights operated by Mizuho Trust & Banking Co., Ltd.
- Depending on your browser or Internet user environment, you may be unable to exercise your voting rights via the website for the exercise of voting rights.
- The cost of Internet access (access fees to providers, telecommunications fees, etc.) shall be borne by the shareholders.

Procedures for exercising your voting rights

1. Visit the website  http://www.it-soukai.com/
2. Log-in  Enter the Voting Right Exercise Code provided on the Voting Right Exercise Form
3. Change your password

Upon taking the above steps, please exercise your voting rights by following the instructions on the screen.

Handling when voting rights are exercised two or more times.

* If you exercise your voting rights both in writing and via the Internet, your Internet vote will be counted as the valid vote.
* If you exercise your voting rights more than once via the Internet, the last vote will be counted as the valid vote.

Reference for exercising voting rights via the Internet

Mizuho Trust & Banking Co., Ltd. Stock Transfer Agency Department
Tell Free only from Japan: 0120-768-524
[9:00 a.m. to 9:00 p.m. Japan time (excluding Saturdays, Sundays and national holidays)]
Reference to a General Meeting of Shareholders

Matters to be resolved and relevant information

Proposal No. 1  Disposition of surpluses
The Company has a business policy that emphasizes distribution of profit to shareholders. The Company endeavors, from a long-range perspective, to strengthen the structure of the development, production and sales departments, with the aim of improving the profitability of its businesses. At the same time, the Company employs a rational profit distribution system, under which profit is distributed on the basis of the operational results for the year. At this term, we take into consideration the balance of surplus and inside reservation fund with checking the future’s business development and our fund’s demand on the basis of the above-mentioned policy, and we cope with disposition of surpluses as follows.

1. Year-end dividends
   (1) Description of dividends : Cash
   (2) Allotment of dividends to shareholders, and aggregate amount
       21.50 yen per common share of the Company.
       Total: 3,582,317,272 yen
       Combined with the interim dividends of 7.50 yen per share already paid, the annual dividend for the year ended March 31, 2017 will be 29 yen per share.
   (3) Effective date of profit distribution : June 29, 2017

2. Other information relating to the disposition of surpluses
   (1) Increased surplus items and their amount
       General reserve : 6,900,000,000 yen
   (2) Decreased surplus items and their amount
       Earned surpluses carried forward : 6,900,000,000 yen

Proposal No.2  Election of one (1) Reserve Statutory Auditor
We should be prepare for a vacancy that may result in non-compliance with the Statutory Auditor number, one (1) reserve Statutory Auditor should be elected. Presentation of this matter at the general meeting of shareholders has been approved by the Council of Statutory Auditors. The profile of the reserve Statutory Auditor nominee is as follows.
<table>
<thead>
<tr>
<th>Name</th>
<th>Date of birth</th>
<th>Brief history of career and the important career in other companies</th>
<th>Number of Company shares owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>Shigeru Yanagase</td>
<td>(May 2, 1947)</td>
<td>Apr.2003 Manager of Special equipment Division of Nippon Sheet Glass Company, Ltd Resigned the same company (to present) ● The reason for the Substitute Auditor candidates He has an excellent insight and wealth of experience gained in the former job. Also, we can expect proper guidance and management for the business administration from an objective standpoint to him. That’s why he is the Substitute Auditor candidates.</td>
<td>- shares</td>
</tr>
</tbody>
</table>

Notes:
1. There is no special relation between the nominee and the Company.
2. Mr. Shigeru Yanagase is a nominee as reserve Outside Statutory Auditor.
3. If Mr. Shigeru Yanagase is elected as an Auditor, we would sign a contract which limits the liability for damages as specified in article 423 paragraph 1of the Companies Act based on article 427 paragraph 1of the same regulations with him.
And, the maximum amount of liability for damages based on this contract is the minimum liability amount determined by lows and regulations.