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[Document Name]	Extraordinary Report
[Filed with]	The Director-General of the Kanto Local Finance Bureau
[Filing Date]	June 19, 2014
[Company Name]	FIELDS CORPORATION
[Name and Title of Representative]	President & COO: Takashi Oya
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[Name of Contact Person]	Hideaki Hatanaka, Executive Officer; General Manager, Corporate Communications Office
[Places where the Document is Available for Public Inspection]	Tokyo Stock Exchange Inc. (2-1 Nihombashi Kabuto-cho, Chuo-ku, Tokyo)

## 1. Reason for submitting the Extraordinary Report

Given that resolutions were made for the matters to be resolved at the Annual General Meeting of Shareholders held on June 18, 2014 (the “Meeting”), Fields Corporation (the “Corporation”) submits this Extraordinary Report under the provisions of Article 24-5, Paragraph 4, of the Financial Instruments and Exchange Act of Japan and Article 19, Paragraph 2, Item 9-2, of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc.

## 2. Matters reported

(1) Date when the Meeting was held: June 18, 2014

(2) Matters resolved

Proposal 1: Disposition of Surplus

- a. Matters concerning the distribution of surpluses to shareholders as dividends and the total amount of dividends  
25 yen per share  
Total amount of dividend assets: 829,595,000 yen
- b. Effective Date  
June 19, 2014

Proposal 2: Partial Amendments to the Articles of Incorporation

- a. In order to continuously loan business funds to subsidiaries and affiliates, “loan of money and mediation of money loans” shall be added to the business purposes specified in Article 2 of the Articles of Incorporation and the numbering shall be adjusted accordingly.
- b. To enhance and reinforce management structure, the number of directors specified in Article 18 of the Articles of Incorporation shall be increased from no more than 11 directors to no more than 15 directors.

Proposal 3: Election of Three (3) Directors

Kenichi Ozawa, Teruo Fujishima and Nobuyuki Kikuchi were elected as directors.

Proposal 4: Revision of Director Compensation

Director compensation shall be increased from no more than 800 million yen annually (of which amount, no more than 50 million yen shall be for compensation to outside directors) to no more than 1,100 million yen annually (of which amount, no more than 50 million yen shall be for compensation to outside directors).

(3) Number of voting rights concerning the indication of “For,” “Against” or “Abstention” for each proposal; requirements for approving the proposals; and results of resolutions

Matters to be resolved:	For (Number)	Against (Number)	Abstention (Number)	Approval conditions	Results of vote and approval (opposition) percentage (%)
Proposal 1: Disposition of Surplus	266,262	2,128	0	(Note) 1	Approved 99.21
Proposal 2: Partial Amendments to the Articles of Incorporation	251,355	17,035	0	(Note) 2	Approved 93.65
Proposal 3: Election of Three (3) Directors					
Kenichi Ozawa	250,754	17,635	0	(Note) 3	Approved 93.43
Teruo Fujishima	260,739	7,650	0		Approved 97.15
Nobuyuki Kikuchi	245,805	22,584	0		Approved 91.59
Proposal 4: Revision of Director Compensation	250,603	17,787	0	(Note) 1	Approved 93.37

(Notes)

1. Based on the approval of the majority of shareholders in attendance.
2. Based on the attendance of at least one-third of shareholders with voting rights and the approval of at least two-thirds of shareholders in attendance.
3. Based on the attendance of at least one-third of shareholders with voting rights and the approval of the majority of shareholders in attendance.

(4) Reason why a portion of the voting rights held by the shareholders present at the Meeting was not added:

The required majority approval or disapproval for each proposal was met by aggregating the votes exercised prior to the Meeting and votes of shareholders present at the Meeting for which the Corporation was able to confirm the indication as to each proposal. Therefore, of the voting rights held by shareholders present at the Meeting, the number of voting rights concerning the indication of “For,” “Against” or “Abstention” as to each proposal for which the Corporation was not able to verify was not added.