

(Translation)

(TSE 1st: 2767)

June 22, 2016

Dear shareholders:

16-17 Nampeidai-cho, Shibuya-ku, Tokyo
FIELDS CORPORATION
President & COO: Tetsuya Shigematsu

NOTICE OF RESOLUTIONS THE 28TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We would like to notify you that the following reports and resolutions were approved at the 28th Annual General Meeting of Shareholders of the Company, held today.

Matters to be reported:

- 1. Report on the Business Report and the Consolidated Financial Documents for the 28th fiscal period (commencing on April 1, 2015 and ended on March 31, 2016), and on the audit findings for the Consolidated Financial Documents for the 28th fiscal period from the accounting auditor and the board of auditors.**
- 2. Report on the Financial Documents for the 28th fiscal period (commencing on April 1, 2015 and ended on March 31, 2016)**

The contents of the above matters to be reported were duly reported.

Matters to be resolved:

Proposal 1: Disposition of Surplus

As proposed, it was decided to pay dividends amounting to 25 yen per common share.

Proposal 2: Partial Amendment to the Articles of Incorporation

The proposal was approved and the changes are as follows

1. The purpose of establishing the new position of Vice Chairman, as an executive director, in Article 21 of the current Articles of Incorporation (Representative Directors and Executive Directors) in order to strengthen and enhance the management structure.
2. The Act for Partial Revision of the Companies Act (Act No. 90 of 2014) came into force. As a consequence, in the current Articles of Incorporation, necessary changes will be made to Article 27(Exemption of Directors from Liability) and Article 36 (Exemption of Auditors from Liability) to facilitate the right people being invited to the positions and to ensure that the Company is able to adequately fulfill its expected roles.

Proposal 3: Election of a Director

The proposal was approved, and Ei Yoshida was selected and appointed to his post as director.

Proposal 4: Election of three Auditors

The proposal was approved, and Kenichi Ikezawa, Yoshika Furuta and Koichiro Nakamoto were selected and appointed to their posts as auditors.