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Securities Code: 3107 June 7, 2017

To our shareholders:

Yoshihiro Nogami Representative Director, President **Daiwabo Holdings Co., Ltd.** 6-8, Kyutaromachi 3-chome, Chuo-ku, Osaka

NOTICE OF THE 107TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 107th Annual General Meeting of Shareholders of Daiwabo Holdings Co., Ltd. (the "Company"), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights by postal mail or the Internet. Please indicate your approval or disapproval of the proposals on the enclosed voting form after reviewing the attached Reference Documents for the Annual General Meeting of Shareholders, and return it by postal mail or visit the following website (http://www.evote.jp/) to enter your vote no later than 5:30 p.m., Wednesday, June 28, 2017 (Japan Standard Time).

- **1. Date and Time:** Thursday, June 29, 2017 at 10:00 a.m. (Japan Standard Time)
- **2. Venue:** Muto Memorial Hall, 12F, Kokuminkaikan-Sumitomo Seimei Building 1-2, Otemae-2chome, Chuo-ku, Osaka

3. Purposes:

Items to be reported:

- 1. Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements for the 106th Term (from April 1, 2016 to March 31, 2017)
- 2. Results of audit of the Consolidated Financial Statements for the 106th Term by the Accounting Auditor and the Audit & Supervisory Board

Items to be resolved:

Proposal 1:	Appropriation	of Surplus
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- Proposal 2: Consolidation of Shares
- Proposal 3: Partial Amendments to the Articles of Incorporation
- Proposal 4: Election of Nine (9) Directors
- Proposal 5: Election of Two (2) Audit & Supervisory Board Members

4. Other Matters Regarding the Convocation of the Meeting

- (1) If a voting right is exercised both in writing and via the Internet, the vote exercised via the Internet shall be deemed effective.
- (2) If a voting right is exercised multiple times via the Internet, the last vote shall be deemed effective.

Reference Documents for the Annual General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

As our important task for the management is distribution of profits, our basic policy is to distribute profits to our shareholders continuously and stably while maintaining a necessary internal reserve based on performance. With regard to the appropriation of surplus for the current term, in consideration of performance during the current term and also of the fact that the current term marks the 75th anniversary of the founding of the Company, we propose to pay a commemorative dividend in addition to an ordinary dividend, as follows. Matters related to year-end dividends

- (1) Allocation of dividend property and total amount thereof
 10 yen per common share of the Company (an ordinary dividend of 9 yen and a commemorative dividend of
 1 yen for the 75th anniversary of the founding of the Company)
 Total amount of dividends: 1,923,214,760 yen
- (2) Effective date of distribution of dividends of surplus June 30, 2017

Proposal 2: Consolidation of Shares

- 1. Reasons for consolidation of shares
 - Having announced the "Action Plan for Consolidating Trading Units," Japanese stock exchanges are aiming to standardize trading units (the number of shares constituting one unit of shares) of the common shares of domestic listed companies on Japanese stock exchanges at 100 shares by October 1, 2018. The Company, being listed on the Tokyo Stock Exchange, intends to respect the spirit of this initiative, and thus proposes a consolidation of shares in order to maintain the investment unit to the range considered desirable by the stock exchanges (from a minimum of 50,000 yen to less than 500,000 yen), along with a change in the number of shares constituting one unit of shares of the Company's stock from 1,000 shares to 100 shares.
- 2. Details of consolidation of shares
 - Class of shares to be consolidated and consolidation ratio The Company proposes to consolidate 10 shares into 1 share for common shares. If fractions of less than 1 share arise as a result of the consolidation of shares, the Company shall dispose of such fractions all together in accordance with the provisions of the Companies Act, and shall distribute the proceeds of the disposal to the shareholders for which fractions arose, in proportion to the incidence of those fractions.
 - (2) Effective date of the consolidation of shares October 1, 2017
 - (3) Total number of shares authorized to be issued on the effective date 40,000,000 shares

In accordance with the ratio of consolidation of shares, the current 400 million shares will be reduced to 40 million shares.

3. Others

The consolidation of shares in this proposal will be executed provided Proposal 3 "Partial Amendments to the Articles of Incorporation" is approved.

Also, the Company requests that other necessary matters related to the procedure be left to the discretion of the Board of Directors.

Proposal 3: Partial Amendments to the Articles of Incorporation

- 1. Reasons for the proposal
 - (1) In addition to amending Article 6 of the current Articles of Incorporation in order to reduce the total number of authorized shares in accordance with the ratio of consolidation of shares, this also amends Article 8 of the current Articles of Incorporation to reduce the number of shares constituting one unit of shares from 1,000 to 100, provided Proposal 2 "Consolidation of Shares" is approved. Furthermore, supplementary provisions shall be established to the effect that this amendment comes into

Furthermore, supplementary provisions shall be established to the effect that this amendment comes into force on the effective date of the consolidation of shares, namely October 1, 2017, and that after the effective date is past, these supplementary provisions shall be deleted.

(2) Following the "Act for Partial Amendment of the Companies Act" (Act No. 90 of 2014) came into effect on May 1, 2015, by which limited liability agreements between the Company and Directors who are not executive directors, etc. and the Company and Audit & Supervisory Board Members who are not Outside Audit & Supervisory Board Members were newly recognized, the Company proposes to amend Article 24 and Article 30 of the current Articles of Incorporation in order that such Directors and Audit & Supervisory Board Members are able to perform in their expected roles to the best of their abilities. In addition, the agreement of each Audit & Supervisory Board Member has been obtained for the

In addition, the agreement of each Audit & Supervisory Board Member has been obtained for the amendment of Article 24 of the current Articles of Incorporation.

2. Details of the amendments

Details of the amendments are as follows.

	(Amended portions are underlined)
Current Articles of Incorporation	Proposed amendments
Chapter 2	Chapter 2
Shares	Shares
(Total Number of Shares Authorized to Be Issued)	(Total Number of Shares Authorized to Be Issued)
Article 6	Article 6
The total number of shares authorized to be issued by the	The total number of shares authorized to be issued by the
Company shall be <u>400,000,000</u> shares.	Company shall be <u>40,000,000</u> shares.
(Number of Shares Constituting One Unit of Shares)	(Number of Shares Constituting One Unit of Shares)
Article 8	Article 8
The number of shares constituting one unit of shares of the	The number of shares constituting one unit of shares of the
Company shall be <u>1,000</u> shares.	Company shall be <u>100</u> shares.
Chapter 4	Chapter 4
Directors and Board of Directors	Directors and Board of Directors
Article 24	Article 24
(Limiting Liability of Outside Directors)	(Limiting Liability of Directors)
Pursuant to the provisions of Article 427, paragraph 1 of the	Pursuant to the provisions of Article 427, paragraph 1 of the
Companies Act, the Company may conclude an agreement with	Companies Act, the Company may conclude an agreement with
an Outside Director limiting their liability for damages under	a Director (excluding executive directors, etc.) limiting their
Article 423, paragraph 1 of said Act. However, the maximum	liability for damages under Article 423, paragraph 1 of said
amount of liability under such an agreement shall be limited to	Act. However, the maximum amount of liability under such an
the amount provided for in laws and regulations.	agreement shall be limited to the amount provided for in laws
	and regulations.

Current Articles of Incorporation	Proposed amendments
Chapter 5	Chapter 5
Audit & Supervisory Board Members and Audit & Supervisory	Audit & Supervisory Board Members and Audit & Supervisory
Board	Board
Article 30	Article 30
(Limiting Liability of Outside Audit & Supervisory Board	(Limiting Liability of Audit & Supervisory Board Members)
<u>Members</u>)	
Pursuant to the provisions of Article 427, paragraph 1 of the	Pursuant to the provisions of Article 427, paragraph 1 of the
Companies Act, the Company may conclude an agreement with	Companies Act, the Company may conclude an agreement with
an Outside Audit & Supervisory Board Member limiting their	an Audit & Supervisory Board Member limiting their liability
liability for damages under Article 423, paragraph 1 of said	for damages under Article 423, paragraph 1 of said Act.
Act. However, the maximum amount of liability under such an	However, the maximum amount of liability under such an
agreement shall be limited to the amount provided for in laws	agreement shall be limited to the amount provided for in laws
and regulations.	and regulations.
(Newly established)	Supplementary Provision
	The amendments to Article 6 and Article 8 shall come into force
	<u>on October 1, 2017.</u>
	This supplementary provision shall be deleted upon effectuation
	of the amendments.

Proposal 4: Election of Nine (9) Directors

The terms of office of all nine (9) current Directors will expire at the close of this Annual General Meeting of Shareholders. The Company proposes that nine (9) Directors be elected. The candidates for Directors are as follows:

No.	Name (Date of birth)		er summary, position and responsibilities nt concurrent positions outside the Company)	Number of the Company's shares	
1	Masaaki Sakaguchi (October 3, 1947)	Audit & Super INFORMATIO	Joined the Company Director of the Company Managing Director of the Company Director Executive Managing Officer of the Company Representative Director, President Chief Executive Managing Officer of the Company Representative Director, Chairman of the Company (present position) oncurrent positions outside the Company] rvisory Board Member, DAIWABO ON SYSTEM CO., LTD. rvisory Board Member, O-M Ltd.	held 146,000 shares	
	Company and has knowledge of the has served as Representative D	work experience ousiness in gene Director, Preside	rector) ce through being involved mainly in Fiber Business eral, global business management, administration an ent of the Company since 2010 and Representative I pany is re-nominating him as a candidate for Director	d operation work as Director, Chairman	
2	Yoshihiro Nogami (December 25, 1949)	Apr. 1973 Jan. 2006 June 2006 Jan. 2008 Apr. 2009 June 2009 June 2011 June 2015 [Significant cc President and	Joined the Company Joined DAIWABO INFORMATION SYSTEM CO., LTD. Director of DAIWABO INFORMATION SYSTEM CO., LTD. Managing Director of DAIWABO INFORMATION SYSTEM CO., LTD. President and CEO of DAIWABO INFORMATION SYSTEM CO., LTD. (present position) Executive Managing Officer of the Company Director Executive Managing Officer of the Company Director Senior Executive Managing Officer of the Company Representative Director, President Chief Executive Managing Officer of the Company (present position)	89,000 shares	
	CO., LTD. (The reason for nominating as a candidate for Director) Yoshihiro Nogami has extensive work experience through being involved mainly in Fiber Busine Company, and since 2006, in IT Infrastructure Distribution Business, etc. He has knowledge of buglobal business management, administration and operation work as he has been involved in corpor President and CEO of DAIWABO INFORMATION SYSTEM CO., LTD. since 2009 and as Rep President Chief Executive Managing Officer of the Company since 2015. Therefore, the Company as a candidate for Director.				

		Apr. 1972 June 2003 June 2007 June 2010	Joined the Company Director of the Company Director Executive Managing Officer of the Company Representative Director Senior Executive Managing Officer of the Company		
3	Koichi Kita (November 3, 1948)	Director, DA	Appointed as Representative of Audit Room of the Company (present position) Appointed as Representative of Intellectual Property Department of the Company (present position) Appointed as Representative of Secretarial Department of the Company (present position) Representative Director, Vice President Executive Managing Officer of the Company (present position) Appointed as Representative of Tokyo Office of the Company (present position) concurrent positions outside the Company] IWABO INFORMATION SYSTEM CO., LTD.	114,000 shares	
H		a candidate for D	irector) ugh being involved mainly in Corporate Planning wo		
I	the Company and has full knowledge of business management, planning and control work, as he has served as Representative Director Senior Executive Managing Officer of the Company and President of Daiwabo Co., Ltd., which controls Fiber Business, since 2010, in addition to which he has served as Representative Director, Vice President Executive Managing Officer of the Company since 2016. Therefore, the Company is re-nominating him as a candidate				

No.	Name (Date of birth)		eer summary, position and responsibilities	Number of the Company's shares	
	(Date of birth)	(signific	(significant concurrent positions outside the Company)		
		Mar. 1989	Joined DAIWABO INFORMATION SYSTEM CO., LTD.		
		June 2002	Director of DAIWABO INFORMATION SYSTEM CO., LTD.		
		June 2005	Managing Director of DAIWABO INFORMATION SYSTEM CO., LTD.		
		June 2007	Senior Managing Director of DAIWABO INFORMATION SYSTEM CO., LTD.		
			(present position)		
		Apr. 2009	Executive Managing Officer of the Company		
	Tatsuya Yasunaga (May 21, 1957)	June 2009	Director Executive Managing Officer of the Company	59,000 share	
		June 2015	Appointed as General Manager of IT		
4			Infrastructure Distribution Business of the		
4			Company		
			(present position)		
		June 2016	Director Senior Executive Managing Officer of		
			the Company		
			(present position)		
			concurrent positions outside the Company]		
			Senior Managing Director, DAIWABO INFORMATION		
	SYSTEM CO., LTD. (The reason for nominating as a candidate for Director)				
		-	ce through being involved mainly in IT Infrastructure		
	-		ble to apply his experience and knowledge gained wh		
			RMATION SYSTEM CO., LTD. since 2007 and Geompany since 2015, to execute the business. Therefore	-	
	re-nominating him as a candid		Simpany since 2013, to execute the business. Therefore	ie, the Company is	
		Apr. 1974	Joined the Company		
		June 2003	Director of the Company		
		June 2003	Executive Managing Officer of the Company		
		June 2007	Director Executive Managing Officer of the		
		2010	Company		
		June 2011	Appointed as General Manager of Fiber		
	Hideki Monzen		Business of the Company	<i></i>	
	(July 16, 1951)		(present position)	64,000 shares	
		June 2016	Director Senior Executive Managing Officer of		
5			the Company		
5			(present position)		
		[Significant of	[Significant concurrent positions outside the Company]		
		Senior Mana	Senior Managing Director, Daiwabo Co., Ltd.		
		President, Da	niwabo Polytec Co, Ltd.		
	(The reason for nominating as a candidate for Director)				
	Hideki Monzen has extensive work experience through being involved mainly in Fiber Business since he joined the				
		-	d knowledge gained while he has been involved in co	-	
	management as President of a fiber business company in the group and served as General Manager of Fiber Business of				
	I the Company since 2011 to e	xecute the busines	s. Therefore, the Company is re-nominating him as a	candidate for	
	Director.	leeute the submet	s. Therefore, the company is to nonlinuting min us a	culture for	

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares held
6		Apr. 1981Joined O-M Ltd.June 2010Director of O-M Ltd.June 2011Managing Officer of the CompanyJune 2012Director Executive Managing Officer of the Company Director Executive Managing Officer, O-M Ltd.	
	Yuji Sawaki (March 11, 1959)	June 2016 Director Senior Executive Managing Officer the Company (present position) Appointed as General Manager of Industrial Machinery Business of the Company (present position) President of O-M Ltd.	32,200 shares
	(present position) [Significant concurrent positions outside the Company] President of O-M Ltd. (The reason for nominating as a candidate for Director) Yuji Sawaki has extensive work experience through being involved mainly in Industrial Machinery Bu		
	5	to apply his experience and knowledge gained while serving sir ger of Industrial Machinery Business of the Company, to execut	
		pominating him as a candidate for Director.	e the busiless.
		Apr. 1985 Joined DAIWABO INFORMATION SYST	EM
		CO., LTD. June 2006 Director of DAIWABO INFORMATION SYSTEM CO., LTD.	
*7		Apr. 2012 Managing Director of DAIWABO INFORMATION SYSTEM CO., LTD. (present position)	
	Yukihiro Nishimura (June 14, 1961)	June 2012 Executive Managing Officer of the Company (present position)	51,000 shares
		June 2015 Appointed as Deputy General Manager of IT Infrastructure Distribution Business of the Company (present position)	
		[Significant concurrent positions] [Significant concurrent positions outside the Company] Managing Director, DAIWABO INFORMATION SYSTEM CO., LTD.	
	Business since he joined the Co Managing Director of DAIWA	ve work experience through being involved mainly in IT Infrast mpany, and is able to apply his experience and knowledge gaine 30 INFORMATION SYSTEM CO., LTD. since 2012 and Depu usiness of the Company since 2015, to execute the business. The	ed while he has served as ity General Manager of

No.	Name (Date of birth)		eer summary, position and responsibilities ant concurrent positions outside the Company)	Number of the Company's shares held
8	Aj Ju Ju Kazuhisa Kogo (July 20, 1950) M Ju		Joined Tokuyama Soda Co., Ltd. (Current Tokuyama Corporation) Director of Tokuyama Corporation Representative Director and President of Tokuyama Corporation Representative Director and Chairman of Tokuyama Corporation Director of the Company (Outside Director) (present position)	11,000 shares
	-	to the business a imulated as man	and financial management of the Company by using ager of other listed companies. Therefore, the Com	
9	Kenichi Dohi (January 28, 1950)	Apr. 1973 Apr. 2004 Aug. 2007 June 2016	Joined SUMITOMO CORPORATION Representative Director and President of Sumisho Textile Co., Ltd. (Current Sumitex International Company Limited) Representative Director and President of SUMISHO MONTBLANC Co., Ltd. Director of the Company (Outside Director) (present position)	0 shares
	expects that he will contribute t	wledge and expo the business ar	utside Director) erience, accumulated as manager of other companie nd financial management of the Company by using nating him as a candidate for Outside Director.	
	 Newly nominated candidate for None of the above candidates h 	ave any conflict	s of interest with Daiwabo Holdings Co., Ltd.	

3. Kazuhisa Kogo and Kenichi Dohi are candidates for Outside Director.

4. The Company has assigned and registered Kazuhisa Kogo as Independent Officer qualified under the regulations of the Tokyo Stock Exchange. While Tokuyama Corporation is a client of our subsidiary, Daiwabo Rayon Co., Ltd., the trading performance result with Tokuyama Corporation is less than 0.1% of consolidated sales of the Company for the current term. Therefore, Kazuhisa Kogo meets the Standard of Independence as set forth by the Company.

5. The Company has assigned and registered Kenichi Dohi as Independent Officer under the regulations of the Tokyo Stock Exchange. While Sumitex International Company Limited and SUMISHO MONTBLANC Co., Ltd. are clients of our subsidiaries, DAIWABO INFORMATION SYSTEM CO., LTD., Daiwabo Neu Co., Ltd. and Daiwabo Progress Co., Ltd., the total trading performance result with them is less than 0.1% of consolidated sales of the Company for the current term. Therefore, Kenichi Dohi meets the Standard of Independence as set forth by the Company.

6. Kazuhisa Kogo will have served as Outside Director of the Company for two (2) years upon the close of this Annual General Meeting of Shareholders.

7. Kenichi Dohi will have served as Outside Director of the Company for one (1) year upon the close of this Annual General Meeting of Shareholders.

8. In order for the Outside Director to fully fulfill his/her expected role, Article 24 of the current Article of Incorporation provides that the Company may enter into an agreement with the Outside Director to limit his/her liability for damages to the Company caused by his/her negligence. The Company has entered into such agreement with Kazuhisa Kogo and Kenichi Dohi to limit their liability up to the amount stipulated by applicable laws and regulations. If the reelections of both Kazuhisa Kogo and Kenichi Dohi are approved, the Company intends to continue the aforesaid liability limitation agreement with both of them.

Proposal 5: Election of Two (2) Audit & Supervisory Board Members

As the terms of office of Audit & Supervisory Board Members Etsuji Kanaya and Hisashi Fujiki will both expire at the close of this Annual General Meeting of Shareholders. The Company proposes that two (2) Audit and Supervisory Board Members be elected.

In addition, the prior agreement of the Audit & Supervisory Board has been obtained for the submission of this proposal.

			held	
Yoshinobu Hiraoka (April 2, 1957)	Apr. 1980 Apr. 2005 June 2013 Sept. 2016	Joined the Company General Manager of Intellectual Property Department of the Company Director and President of Daiwa Do Brasil Textil Ltda. Resigned as Director and President of Daiwa Do Brasil Textil Ltda. (present position)	21,000 share:	
(The reason for nominating as a candidate for Audit & Supervisory Board Member) Yoshinobu Hiraoka has extensive work experience through being involved mainly in Intellectual Property Business since he joined the Company and is able to apply his experience and knowledge gained abroad while serving since 2013 as President of an overseas fiber business company in the group, to the auditing of the Company. Therefore, the				
Hisashi Fujiki (April 15, 1951)	Apr. 1983 Apr. 1985 Apr. 2008 June 2011 June 2013 June 2017	Registered at the Osaka Bar Association Established Fujiki Law Office (Current Fujiki Shinsei Law Office) Auditor of Incorporated Foundation, Institute for Environmental Management, Osaka (Current General Incorporated Foundation, Institute for Environmental Management) (present position) Corporate Auditor of SG Holdings Co., Ltd. (External Corporate Auditor) Corporate Auditor of Sagawa Express Co., Ltd. (External Corporate Auditor) (present position) Audit & Supervisory Board Member of the Company (Outside Audit & Supervisory Board Member) (present position) Scheduled to resign as Auditor of General Incorporated Foundation, Institute for	0 shares	
(The reason for nominating as a candidate for Outside Audit & Supervisory Board Member) Hisashi Fujiki has extensive work experience and wide-ranging knowledge as an attorney and a specialist in legal matters, and the Company expects that he will reflect such experience and knowledge fairly and neutrally in the auditing of the Company. Therefore, the Company is re-nominating him as a candidate for Outside Audit & Supervisory Board Member. Moreover, although he has never been directly involved in the management of a company, the Company judges he will appropriately fulfill his duties as Outside Audit & Supervisory Board Member for the reasons given above.				
	(April 2, 1957) (The reason for nominating as a Yoshinobu Hiraoka has extensis since he joined the Company ar as President of an overseas fibe Company is nominating him as Hisashi Fujiki (April 15, 1951) (The reason for nominating as a Hisashi Fujiki has extensive we matters, and the Company expe auditing of the Company. Ther Supervisory Board Member. Ma the Company judges he will ap reasons given above.	(April 2, 1957)Sept. 2016(The reason for nominating as a candidate for A Yoshinobu Hiraoka has extensive work experier since he joined the Company and is able to appl as President of an overseas fiber business compa Company is nominating him as a candidate for A Apr. 1983 Apr. 1985 Apr. 1985 Apr. 2008Hisashi Fujiki (April 15, 1951)June 2011Hisashi Fujiki (April 15, 1951)June 2013(The reason for nominating as a candidate for O Hisashi Fujiki has extensive work experience ar matters, and the Company expects that he will r auditing of the Company. Therefore, the Company Supervisory Board Member. Moreover, althoug the Company judges he will appropriately fulfill reasons given above.	Yoshinobu Hiraoka (April 2, 1957) June 2013 Director and President of Daiwa Do Brasil Textil Ltda. Sept. 2016 Resigned as Director and President of Daiwa Do Brasil Textil Ltda. (The reason for nominating as a candidate for Audit & Supervisory Board Member) Yoshinobu Hiraoka has extensive work experience through being involved mainly in Intellectual President of an overseas fiber business company in the group, to the auditing of the Company and is able to apply his experience and knowledge gained abroad while as President of an overseas fiber business company in the group, to the auditing of the Company to company is nominating him as a candidate for Audit & Supervisory Board Member. Apr. 1983 Registered at the Osaka Bar Association Apr. 1985 Apr. 1985 Established Fujiki Law Office (Current Fujiki Shinsei Law Office) Apr. 2008 Auditor of Incorporated Foundation, Institute for Environmental Management) (present position) June 2011 Corporate Auditor) Line 2013 Audit & Supervisory Board Member of the Company (Outside Audit & Supervisory Board Member) Une 2013 Audit & Supervisory Board Member of the Company (Outside Audit & Supervisory Board Member) Une 2017 Scheduled to resign as Auditor of General Incorporate Auditor, Institute for Environmental Management (The reason for nominating as a candidate for Outside Audit & Supervisory Board Member) Incorporate Foundation, Institute for Environmental Management (The reason for n	

The candidates for Audit & Supervisory Board Members are as follows:

Yoshinobu Hiraoka is scheduled to be appointed Audit & Supervisory Board Member of Daiwabo Co., Ltd. on June 28, 2017.

4. Hisashi Fujiki is a candidate for Outside Audit & Supervisory Board Member.

Also, the Company has assigned and registered Hisashi Fujiki as an Independent Officer under the regulations of the Tokyo Stock Exchange. While Sagawa Express Co., Ltd. is a client of our three subsidiaries such as DAIWABO INFORMATION SYSTEM CO., LTD. the total trading performance result with them is less than 0.3% of consolidated

sales of the Company for the current term. Therefore, Hisashi Fujiki meets the Standard of Independence as set forth by the Company.

- 5. Hisashi Fujiki will have served as Audit & Supervisory Board Member of the Company for four (4) years upon the close of this Annual General Meeting of Shareholders.
- 6. In order for the Outside Audit & Supervisory Board Member to fully fulfill his/her expected role, Article 30 of the current Article of Incorporation provides that the Company may enter into an agreement with the Outside Audit & Supervisory Board Member to limit his/her liability for damages to the Company caused by his/her negligence. The Company has entered into such agreement with Hisashi Fujiki to limit his liability up to the amount stipulated by applicable laws and regulations. If Hisashi Fujiki's reelection is approved, the Company intends to continue the aforesaid liability limitation agreement with him.