

To Our Shareholders,

Shigeru Mizoguchi
Representative Director and President
Neturen Co., Ltd.
2-17-1 Higashi-Gotanda, Shinagawa-ku,
Tokyo, Japan

Notice of Convocation of the 107th Ordinary General Meeting of Shareholders

We would like to take this opportunity to express our heartfelt gratitude to you, our shareholders, for your continued support to Neturen Co., Ltd. (the “Company”).

We are pleased to inform you that the 107th Ordinary General Meeting of Shareholders of the Company will be held as set forth below. You are cordially invited to attend the meeting.

In the event that you are unable to attend the meeting, as it is possible to exercise your voting rights in written form or via the Internet, etc., you are kindly requested to review the Reference Materials for the General Meeting of Shareholders set out below and exercise your voting rights by 5:45 p.m. JST, June 26, 2018 (Tuesday) in accordance with information provided below.

Yours very truly,

Notes

- 1. Date and Time:** 10:00 a.m. on June 27, 2018, Wednesday (Registration will start at 9:00 a.m.)
- 2. Venue:** The Company’s conference room, 15th Floor, Oval Court Ohsaki Mark West, 2-17-1 Higashi-Gotanda, Shinagawa-ku, Tokyo
(Please see the access map to the venue at the bottom of this document.)
- 3. Meeting Agenda:**
 - Purpose of the Meeting**
 - Matters to be reported:**
 1. Report on the Business Report, Consolidated Financial Statements and audit results for Consolidated Financial Statements by the independent auditor and the Audit and Supervisory Board for the 107th fiscal year (from April 1, 2017 to March 31, 2018)
 2. Report on Non-consolidated Financial Statements for the 107th fiscal year (from April 1, 2017 to March 31, 2018)
 - Proposals to be resolved:**
 - Proposal 1:** Appropriation of Surplus
 - Proposal 2:** Election of 10 Directors
 - Proposal 3:** Election of 1 Substitute Audit and Supervisory Board Member

4. Guidance to Shareholders for Voting:

- (1) In the case of exercising voting rights in written form
Please send us the enclosed voting rights exercise form indicating your approval or disapproval of each proposal. Such form must be received by the Company by 5:45 p.m., June 26, 2018 (Tuesday).
- (2) In the case of exercising voting rights via the Internet, etc.
Please refer to the “Guide to Exercising Your Voting Rights via the Internet, etc.” described in page 3 and exercise your voting rights by 5:45 p.m., June 26, 2018 (Tuesday).
- (3) In the case of duplicate voting done both in written form and via the Internet, etc., the vote placed via the Internet, etc. will be considered valid. Additionally, in the case of voting twice or more times via the Internet, etc., or by both PC and mobile phone, the last vote will be considered valid.

End

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- If you are attending the meeting, you are kindly requested to submit the enclosed voting rights exercise form to the reception desk at the venue. In addition, to save resources, please bring this Notice of Convocation with you on the day.
 - Among documents to be provided when this Notice of Convocation is given, “Notes to the Consolidated Financial Statements” and “Notes to the Non-Consolidated Financial Statements” are posted on the Company’s website (<http://www.k-neturen.co.jp/>) pursuant to the relevant laws and regulations and Article 16 of the Company’s Articles of Incorporation, and are not attached to this notice.
 - If any circumstance occurs that necessitates amendments to the Reference Materials for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements, matters amended will be posted on the Company’s website (<http://www.kneturen.co.jp/>).

(Information) After the closing of the General Meeting of Shareholders, a social gathering with shareholders will be held at the same venue. You are cordially requested to attend this gathering as well.

Guide to Exercising Your Voting Rights via the Internet, etc.

If you exercise your voting rights via the Internet, etc., please understand the matters described below in advance.

1. Website for exercise of voting rights

Exercising voting rights via the Internet is possible only through the use of the following voting rights exercise website designated by the Company:

Voting Rights Exercise Website Address: <https://www.web54.net>

2. How to Exercise Voting Rights

For those using a PC or mobile phone

Please access the website above, enter the “voting rights exercise code” and “password” indicated on the enclosed voting right exercise form, and follow the instructions on the screen to enter your votes for or against each proposal.

* It is also possible to use a mobile phone with a barcode reading function to read the “QR Code®” on the right and access the voting rights exercise website.

(QR Code is a registered trade mark of Denso Wave Inc.)



3. Handling of exercise of voting rights

- (1) You will be able to exercise your voting rights until 5:45 p.m., June 26, 2018 (Tuesday). We would appreciate your exercise at your earliest convenience.
- (2) In the case of duplicate voting done both in written form and via the Internet, etc., the vote placed via the Internet, etc. will be considered valid. Additionally, in the case of voting twice or more times via the Internet, etc., or duplicate voting done both via PC and mobile phone, the last vote will be considered valid.
- (3) Fees charged by internet service providers and telecommunications carriers (such as connection charges) associated with using the voting rights exercise website are to be borne by the shareholder.
- (4) Depending on the Internet user environment, etc. of your PC or mobile phone, you may not be able to use the voting rights exercise website.

4. Handling of password and voting rights exercise code

- (1) Password is important information used to confirm that the person voting is a legitimate shareholder. Please handle it carefully as in the case of seals and personal identification numbers.
- (2) If you input your password incorrectly more than a certain number of times, your password will be rendered unusable. If you wish to have a new password issued, please follow the instructions on the screen.
- (3) The voting rights exercise code indicated in the voting rights exercise form is valid only for this General Meeting of Shareholders.

5. Contact information regarding how to operate PCs and the like

- (1) If you have any questions about how to operate your PC and the like in connection with exercise of your voting rights on the above website, please contact the following:

Sumitomo Mitsui Trust Bank, Stock Transfer Agency Web Support, Dedicated line
[Telephone] 0120 (652) 031 (hours of operation: 9:00 a.m. to 9:00 p.m.)

- (2) For other inquiries, please contact the following:
 - i. Shareholders who hold an account with a securities company
Shareholders who hold an account with a securities company are requested to contact the securities company they have transactions with.
 - ii. Shareholders who do not hold an account with a securities company (shareholders who hold a special account)
Sumitomo Mitsui Trust Bank, Stock Transfer Agency Administration Center
[Telephone] 0120 (782) 031 (hours of operation: 9:00 a.m. to 5:00 p.m.; excluding Saturdays, Sundays and holidays)

6. Use of the Electronic Voting Rights Exercise Platform (for institutional investors)

Institutional investors may opt to exercise their voting rights for this General Meeting of Shareholders electronically via the “Electronic Voting Rights Exercise Platform” operated by ICJ, Inc.

7. System Requirements

If exercising voting rights via the Internet, etc., please review the following points concerning your system.

If using a personal computer

(1) The screen resolution must be 800 × 600 pixels (SVGA) or higher.

(2) An Internet browser and PDF viewer must be installed.

(Operation has been confirmed using the following combinations.)

OS	Web browser	PDF file viewer
Windows Vista®	Internet Explorer® Ver.7~9	Adobe® Reader® Ver.9
Windows® Ver.7	Internet Explorer® Ver.8~11	Adobe® Reader® Ver.11
Windows® Ver.8.1	Internet Explorer® Ver.11	Adobe® Reader® Ver.11

* Windows, Windows Vista, and Internet Explorer are registered trademarks or trademarks of Microsoft Corporation (the U.S.) in the U.S. and other countries.

* Adobe and Reader are registered trademarks or trademarks of Adobe Systems Incorporated in the U.S. and other countries.

(3) If a “pop-up blocker” function is active on your Internet browser or as an add-in, etc. please disable (or temporarily disable) this function, and permit the use of “cookies” on the website in your privacy settings.

(4) If you are unable to connect to the above website, Internet communications may be restricted owing to settings related to firewalls, proxy servers, security software, etc., so please check these settings.

End

Reference Materials for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

1. Matters related to year-end dividends

In addition to the policy of continuing stable distribution of dividends, the Company has adopted the approach of appropriating surplus according to its business performance, and its basic policy is to determine dividends, taking into consideration the business environment surrounding the Neturen Group, its financial standing and other factors.

In addition, as a general rule, with respect to “stable distribution of dividends,” the Company has set the lower limit of 10 yen per annum for the time being, and with respect to “appropriating surplus according to its business performance,” set a target of consolidated dividend ratio at 30% or higher.

Based on the above policies, the Company plans to distribute year-end dividends for the 107th fiscal year as described below.

(1) Kind of property for dividends

Cash

(2) Matters related to allotment of property for dividends to shareholders and its total amount

11 yen per share of common stock of the Company

Total amount: 451,083,424 yen

(Note) The annual dividend including an interim dividend for the fiscal year under review will be 22 yen per share.

(3) Effective date for distribution of dividends from surplus

June 28, 2018

2. Matters related to appropriation of surplus

(1) Item and the amount of surplus to be increased

General reserve:	1,000,000,000 yen
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(2) Item and the amount of surplus to be decreased

Retained earnings carried forward:	1,000,000,000 yen
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Proposal 2: Election of 10 Directors

Upon the closing of this Ordinary General Meeting of Shareholders, all nine Directors will complete their term of office. Accordingly, the election of 10 Directors is proposed.

Note that Ms. Yasuko Teraura and Mr. Mineo Hanai are the candidates for Outside Directors.

The candidates for Directors are as follows:

Candidates for Directors

No.	Name (Date of birth)	Career summary, positions, assignments and status of other important positions concurrently assumed	No. of the Company's shares owned by the candidate	Special interest between the Company and the candidate
1	<p>Reelection</p> <p>Shigeru Mizoguchi (September 1, 1953)</p> <p>Attendance to the meetings of the Board of Directors: 100% (16/16)</p>	<p>April 1977 Joined the Company</p> <p>June 2007 Director</p> <p>April 2011 Managing Director</p> <p>April 2013 Senior Managing Director</p> <p>June 2014 Representative Director and President</p> <p>April 2018 Representative Director and President; In charge of Human Resources Headquarters and Business Planning and Development Headquarters</p> <p>To present</p>	30,993 shares	Not applicable
<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Representative Director and President in June 2014, Mr. Shigeru Mizoguchi has actively and appropriately fulfilled his roles of directing management as a whole and supervising business execution, including leading the promotion of the Group's long-term management vision and 13th medium-term management plan, and the formulation of the 14th medium-term management plan.</p> <p>Additionally, Mr. Mizoguchi possesses the ability to recognize and solve management issues, including implementing restructuring and promoting innovative management in an optimal manner for the Group as a whole, and therefore the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>				
2	<p>Reelection</p> <p>Katsumi Omiya (March 24, 1960)</p> <p>Attendance to the meetings of the Board of Directors: 87.5% (14/16)</p>	<p>April 1983 Joined the Company</p> <p>June 2012 Director</p> <p>June 2016 Managing Director; supervising facilities; General Manager, Specialty Steel & Wire Products Division; General Manager, TQM Promotion Office</p> <p>To present</p> <p>[Status of other important concurrent positions]</p> <p>Representative Director and President, Neturen America Corporation; Representative Director and President, Neturen Czech s.r.o.; Representative Director and President, Neturen Takuto Procurement Co., Ltd.</p>	18,231 shares	Not applicable
<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Director in June 2012, Mr. Katsumi Omiya has served in important positions in the Electric Equipment Department of the IH Division, the Procurement Headquarters, and the Specialty Steel & Wire Products Division, and has utilized his abundant operational knowledge and experience to contribute to resolving management issues by promoting business expansion in Japan and overseas as well as improvement of profitability. In addition, Mr. Omiya has actively and appropriately operated businesses in an optimal manner for the Group as a whole, while recognizing issues at overseas business sites as well as domestic sites.</p> <p>For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>				

No.	Name (Date of birth)	Career summary, positions, assignments and status of other important positions concurrently assumed	No. of the Company's shares owned by the candidate	Special interest between the Company and the candidate
3	<p style="text-align: center;"><u>Reelection</u></p> <p>Tetsuji Murata (December 29, 1959)</p> <p>Attendance to the meetings of the Board of Directors: 100% (16/16)</p>	<p>April 1982 Joined the Company June 2014 Director April 2018 Director; General Manager, IH Division; General Manager, Sales Department, IH Division; General Manager, IH Division Heat Treatment Education Center To present</p> <p>[Status of other important concurrent positions] Representative Director and President, Neturen Heat Treat Co., Ltd.; President, Neturen (China) Slewing Bearing Co., Ltd.; President, Guangzhou Fengdong Neturen Co., Ltd.; Representative Director and President, PT. Neturen Indonesia; Representative Director and President, Neturen Mexico, S.A. de C.V.</p>	7,631 shares	Not applicable
<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Director in June 2014, Mr. Tetsuji Murata has utilized his abundant knowledge and experience, including supervising the Sales Department of the IH Division and overseeing the Business Development Division, to contribute to resolving the Company's management's issues through such means as expanding sales in Japan and overseas, promoting business expansion and profitability improvements as well as appropriately responding to rapid changes in the management environment, which led to the ensuring of stable earnings.</p> <p>For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>				
4	<p style="text-align: center;"><u>Reelection</u></p> <p>Tomokatsu Yasukawa (January 6, 1963)</p> <p>Attendance to the meetings of the Board of Directors: 100% (16/16)</p>	<p>April 1986 Joined the Company June 2012 Director June 2014 Director; supervising safety, health and environmental affairs; General Manager, Administrative Headquarters To present</p> <p>[Status of other important concurrent positions] Representative Director and President, Neturen Meinan Co., Ltd.</p>	18,297 shares	Not applicable
<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Director in June 2012, Mr. Tomokatsu Yasukawa has supervised the Administrative Headquarters, and has utilized his operational knowledge and experience to contribute to resolving the Company's management issues by promoting operational reform, in addition to appropriately planning and promoting measures to enhance corporate value.</p> <p>For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>				

No.	Name (Date of birth)	Career summary, positions, assignments and status of other important positions concurrently assumed	No. of the Company's shares owned by the candidate	Special interest between the Company and the candidate
5	<p><u>Reelection</u></p> <p>Takashi Suzuki (June 29, 1962)</p> <p>Attendance to the meetings of the Board of Directors: 100% (16/16)</p>	<p>April 1985 Joined the Company</p> <p>June 2016 Director; Deputy General Manager, Specialty Steel & Wire Products Division; General Manager, Global Procurement Headquarters; General Manager, Purchasing Department of Specialty Steel & Wire Products Division</p> <p>To present</p>	5,914 shares	Not applicable
<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Director in June 2016, Mr. Takashi Suzuki has utilized his abundant specialist knowledge and experience developed through his duties in the Specialty Steel & Wire Products Division and the Procurement Headquarters to contribute to resolving the Company's management issues by promoting the construction of supply chains in Japan and overseas, in addition to appropriately formulating procurement policies tailored to the environment. For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>				
6	<p><u>Reelection</u></p> <p>Nobumoto Ishiki (October 9, 1959)</p> <p>Attendance to the meetings of the Board of Directors: 100% (13/13)</p>	<p>April 1982 Joined TRW Automotive Japan Co., Ltd.</p> <p>February 2001 Joined Colin Corporation (currently, Fukuda Colin Co., Ltd.)</p> <p>April 2001 Joined the Company</p> <p>February 2006 Joined Toyo Fastener Co., Ltd.</p> <p>April 2007 Joined the Company</p> <p>June 2017 Director</p> <p>October 2017 Director; General Manager, Product Engineering Headquarters; Deputy General Manager, IH Division; General Manager, Heating Machine Department, IH Division; General Manager, Production Engineering Development Department, Product Engineering Headquarters</p> <p>To present</p>	1,210 shares	Not applicable
<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Director in June 2017, Mr. Nobumoto Ishiki has utilized his abundant specialist knowledge and experience through his duties in the Product Engineering Headquarters to contribute to resolving the Company's management issues by promoting the development of new products and operations related to technological innovation, in addition to appropriately planning and promoting the increased use of the IoT, AI, and other types of new technology. For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>				

No.	Name (Date of birth)	Career summary, positions, assignments and status of other important positions concurrently assumed	No. of the Company's shares owned by the candidate	Special interest between the Company and the candidate
7	<p>Reelection</p> <p>Yoshitaka Misaka (September 27, 1958)</p> <p>Attendance to the meetings of the Board of Directors: 100% (13/13)</p>	<p>April 1982 Joined the Company</p> <p>February 2005 Earned a doctoral degree in Engineering at Keio University</p> <p>June 2017 Director</p> <p>April 2018 Director; General Manager, Research and Development Headquarters; General Manager, Material Engineering Department, Research and Development Headquarters</p> <p>To present</p>	2,010 shares	Not applicable
	<p>Reasons for nomination as a candidate for Director</p> <p>Since his appointment as Director in June 2017, Mr. Yoshitaka Misaka has utilized his abundant specialist knowledge and experience in research, development, and engineering to contribute to resolving the Company's management issues by promoting the development of new technology and products, in addition to appropriately planning and promoting an expansion in the scope of technology for further evolution.</p> <p>For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his continued appointment.</p>			
8	<p>New election</p> <p>Nobuhiro Murai (April 24, 1961)</p>	<p>April 1986 Joined Sumitomo Metal Industries, Ltd. (currently, Nippon Steel & Sumitomo Metal Corporation)</p> <p>February 2000 Earned a doctoral degree in Engineering at Waseda University</p> <p>April 2017 Joined the Company</p> <p>April 2018 Executive Officer; General Manager, Quality Assurance Headquarters</p> <p>To present</p>	37 shares	Not applicable
	<p>Reasons for nomination as a candidate for Director</p> <p>Mr. Nobuhiro Murai is a new candidate for Director. He has been involved in the development of steel bars and wire materials over many years, and possesses extremely advanced specialist knowledge as represented by his acquisition of an Engineering Doctorate. In addition, Mr. Murai possesses a high level of ability to participate in management backed by his past services in important positions, together with excellent character and a high level of insight. He is a valuable person who has contributed to resolving the Company's management issues, including creating a Quality Assurance Division which are equipped with a leading function and flexibility, as Deputy General Manager since last year.</p> <p>For these reasons, the Company has judged that he is appropriately qualified as a Director of the Company, and proposes his appointment.</p>			

No.	Name (Date of birth)	Career summary, positions, assignments and status of other important positions concurrently assumed	No. of the Company's shares owned by the candidate	Special interest between the Company and the candidate
9	<p><u>Reelection</u> <u>Outside officer</u> <u>Independent officer</u></p> <p>Yasuko Teraura (October 16, 1970)</p> <p>Attendance to the meetings of the Board of Directors: 100% (16/16)</p>	<p>April 2000 Registered as attorney (Dai-Ichi Tokyo Bar Association)</p> <p>October 2006 Qualified as attorney, State of New York, U.S.</p> <p>March 2010 Established Endeavour Law Office; Partner, Endeavor Law Office</p> <p>June 2014 Director, the Company</p> <p>To present</p> <p>[Status of other important concurrent positions] Partner, Endeavour Law Office</p>	2,993 shares	Not applicable
<p>Reason for nomination as candidate for Outside Director</p> <p>Since her appointment as Outside Director in June 2014, Ms. Yasuko Teraura has utilized her specialist knowledge and experience as an attorney to contribute to ensuring the appropriateness of the Board of Directors' decision-making by actively offering suggestions and providing advice from a position independent from the Company. In addition, she has provided appropriate advice regarding the active participation of women and other measures to ensure more diverse work styles.</p> <p>For these reasons, the Company has judged that she is appropriately qualified as an Outside Director of the Company, and proposes her continued appointment.</p>				
10	<p><u>Reelection</u> <u>Outside officer</u> <u>Independent officer</u></p> <p>Mineo Hanai (July 19, 1947)</p> <p>Attendance to the meetings of the Board of Directors: 100% (13/13)</p>	<p>April 1972 Joined Nippondenso Co., Ltd. (currently, Denso Corporation)</p> <p>March 2000 Earned a doctoral degree in Engineering at Nagoya Institute of Technology</p> <p>June 2006 Senior Managing Director, Denso Corporation</p> <p>June 2008 Representative Director and President, Asmo Co., Ltd.</p> <p>June 2017 Director, the Company</p> <p>To present</p>	473 shares	Not applicable
<p>Reason for nomination as candidate for Outside Director</p> <p>Since his appointment as Outside Director in June 2017, Mr. Mineo Hanai has utilized his abundant experience and achievements as a manager, in addition to specialist knowledge regarding the manufacturing industry, provided advice on management issues from a position independent from the Company, and thus contributed to strengthening corporate governance. In addition, he has appropriately provided advice regarding visions for future technology, etc.</p> <p>For these reasons, the Company has judged that he is appropriately qualified as an Outside Director of the Company, and proposes his continued appointment.</p>				

- (Notes) 1. The Company has registered candidates Ms. Yasuko Teraura and Mr. Mineo Hanai as independent officer based on the stipulations of Tokyo Stock Exchange, Inc.
2. Candidate Ms. Yasuko Teraura is currently an Outside Director of the Company, and the number of years since her appointment as Outside Director shall be four years at the conclusion of this General Meeting of Shareholders.

3. Candidate Mr. Mineo Hanai is currently an Outside Director of the Company, and the number of years since his appointment as Outside Director shall be one year at the conclusion of this General Meeting of Shareholders.
4. At the time of their appointment as Director, the Company entered into agreements with candidates Ms. Yasuko Teraura and Mr. Mineo Hanai as provided for in the Company's Articles of Incorporation, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act to limit their liability pursuant to Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liability pursuant to the agreement is the amount stipulated by laws and regulations. If the reappointment of Ms. Teraura and Mr. Hanai is approved, the Company intends to continue these agreements.

Proposal 3: Election of 1 Substitute Audit and Supervisory Board Member

The Company proposes that one Substitute Audit and Supervisory Board Member be elected to prepare for cases of insufficiency in the number of Audit and Supervisory Board Members as set forth in relevant laws and regulations.

In addition, this proposal has already been approved by the Audit and Supervisory Board.

The candidate for Substitute Audit and Supervisory Board Member is as follows:

Candidate for Substitute Audit and Supervisory Board Member

Name (Date of birth)	Career summary, positions, assignments and status of other important positions concurrently assumed	No. of the Company's shares owned by the candidate	Special interest between the Company and the candidate
<div style="border: 1px solid black; padding: 2px; width: fit-content; margin-bottom: 5px;">Outside officer</div> Daisuke Takahashi (February 27, 1980)	October 2005 Registered as Attorney-at-Law (Dai-Ichi Tokyo Bar Association) October 2005 Joined Shinwa Sogo Law Office September 2014 Partner, Shinwa Sogo Law Office To present [Status of other important concurrent positions] Partner, Shinwa Sogo Law Office	0 shares	Not applicable
<p>Reasons for nomination as a candidate for Outside Director</p> <p>Mr. Daisuke Takahashi possesses specialist knowledge and experience, etc. as an attorney, and the Company has judged that he will be able to execute his duties appropriately as an Outside Audit and Supervisory Board Member.</p> <p>For these reasons, the Company intends for him to utilize his specialist knowledge and experience, etc. as an attorney in the audit operations of the Company, and proposes his appointment.</p>			

- (Notes) 1. Candidate Mr. Daisuke Takahashi will be elected as a Substitute Outside Audit and Supervisory Board Member. If he is appointed as an Audit and Supervisory Board Member, the Company intends to register him as an Independent officer based on the stipulations of Tokyo Stock Exchange, Inc.
2. Mr. Daisuke Takahashi is a candidate for Substitute Outside Audit and Supervisory Board Member. At the time of his appointment as Audit and Supervisory Board Member, the Company intends to enter into an agreement with candidate Mr. Daisuke Takahashi as provided for in the Company's Articles of Incorporation, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act to limit his liability pursuant to Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liability pursuant to the agreement shall be the amount stipulated by laws and regulations.

End