

Securities Code: 8584

June 10, 2020

To our shareholders:

Toru Yamazaki, President
JACCS CO., LTD.
2-5 Wakamatsu-cho, Hakodate, Hokkaido
(Principal Executive Office: 1-18 Ebisu 4-chome,
Shibuya-ku, Tokyo)

Notice of the 89th Annual General Meeting of Shareholders

We hereby notify you that the 89th Annual General Meeting of Shareholders of JACCS CO., LTD. (the “Company”) will be held as stated below.

In prioritizing the stable use of the venue taking into account the spread of the novel coronavirus disease (COVID-19), we will hold the meeting in Tokyo this year. Please note that the meeting venue differs from that of the previous years. The number of seats at the venue will be limited in association with this change. We ask for your understanding as it is possible that we may not be able to prepare enough seats and you may not be allowed to enter the venue.

We kindly ask you to review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights in writing (by mail) or via the internet, etc.

[Voting in writing]

Indicate your vote of approval or disapproval on the enclosed voting form, and send it to arrive no later than 6:00 p.m. on Thursday, June 25, 2020 (JST).

[Voting via the internet]

Enter your vote of approval or disapproval on the voting site designated by the Company (<https://evote.tr.mufg.jp/>) no later than 6:00 p.m. on Thursday, June 25, 2020 (JST).

* If there are significant changes to the management of the General Meeting of Shareholders due to the impact of the spread of COVID-19, they will be posted on the Company’s website.

1. **Date and Time:** Friday, June 26, 2020 at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)
2. **Venue:** “Large Conference Room,” 9th floor, Principal Executive Office of the Company
Ebisu Neonato Building, 1-18 Ebisu 4-chome, Shibuya-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. Business Report, Consolidated Financial Statements and Reports of Audit on Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board for the 89th fiscal year (April 1, 2019 to March 31, 2020)
2. Non-consolidated Financial Statements for the 89th fiscal year (April 1, 2019 to March 31, 2020)

Matters to be resolved:

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| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of 11 Directors |
| Proposal No. 3 | Election of Two Audit & Supervisory Board Members |

4. Information Regarding the Exercise of Voting Rights

- (1) If you exercise your voting rights both in writing and via the internet, etc., then only the vote cast via the internet, etc. shall be deemed valid.
- (2) If you exercise your voting rights via the internet, etc. multiple times, then only the last vote cast shall be deemed valid.

- When attending the meeting in person, please submit the enclosed voting form to reception.
- Please be aware that persons who are not shareholders such as proxies and accompanying persons may not attend the General Meeting of Shareholders.
- The meeting will be conducted in light attire (cooler business attire with no neckties), and shareholders are requested to wear light attire as well.
- Any updates to the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements will be posted on the Company's website.
- The following matters among documents to be provided with this Notice of the General Meeting of Shareholders are posted on the Company's website on the internet, pursuant to the relevant laws and regulations and the provision of Article 16 of the Company's Articles of Incorporation, and are not included to this notice. Therefore, the documents provided with this notice constitute a part of the documents audited by the Audit & Supervisory Board Members and the Financial Auditor when preparing audit reports.
 1. Systems to ensure that Directors perform their duties in compliance with relevant laws and regulations and the Articles of Incorporation, and other systems to ensure properness of operations of the Company
 2. Notes to Consolidated Financial Statements
 3. Notes to Non-consolidated Financial Statements

The Company website: (<https://www.jaccs.co.jp/corporate/ir/stock/meeting/index.html>)

- Please note that our staff at the venue may be required to wear masks in order to prevent the spread of COVID-19. The shareholders may be asked to wear masks and take other precautions when inside the venue of the General Meeting of Shareholders.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company positions returning profits to shareholders as one of its most important management issues, and its basic policy is to provide dividends based on comprehensive consideration of continued stable dividends and business performance.

The Company has given consideration to the business performance of the current fiscal year, its financial condition and future business expansion, and it proposes to pay a year-end dividend of ¥50 per share for the current fiscal year.

Year-end dividends

- Type of dividend property
Cash
- Allotment of dividend property to shareholders and their aggregate amount
¥50 per common share of the Company
Total dividends: ¥1,728,533,750
- Effective date of dividends of surplus
June 29, 2020

Proposal No. 2 Election of 11 Directors

The terms of office of all 12 Directors will expire at the conclusion of this meeting. In that regard, the Company proposes the election of 11 Directors.

The candidates for Director are as follows:

Candidate No.	Name	Position and responsibilities in the Company	
1	Yasuyoshi Itagaki	Chairman (Representative Director) (CEO)	Reelection
2	Toru Yamazaki	President (Representative Director) (COO)	Reelection
3	Minekazu Sugano	Director and Senior Managing Executive Officer (CFO) (Supervisor of Information Systems)	Reelection
4	Hitoshi Chino	Director and Managing Executive Officer (Supervisor of Credit Management and Credit Screening and Operation)	Reelection
5	Takashi Saitou	Director and Managing Executive Officer (Supervisor of Accounting and Finance and Compliance)	Reelection
6	Shigeki Ogata	Director and Managing Executive Officer (Supervisor of Corporate Planning Department)	Reelection
7	Kenichi Oshima	Director and Managing Executive Officer (Supervisor of General Affairs and Personnel)	Reelection
8	Ryo Murakami	Senior Executive Officer (Deputy General Manager of Business Strategy Department and Supervisor of Credit Business)	New election
9	Kuniaki Hara	Outside Director	Reelection Outside Independent
10	Masahito Suzuki	Outside Director	Reelection Outside Independent
11	Junko Nishiyama	Outside Director	Reelection Outside Independent

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	Yasuyoshi Itagaki (Feb. 25, 1955) Reelection	June 1979	Joined the Company	19,400 shares
		June 2005	Executive Officer and General Manager of Kyushu Area	
		June 2008	Senior Executive Officer and Supervisor of Credit Card Business	
		Oct. 2008	Senior Executive Officer and Supervisor of Sales Planning of Business Strategy Department	
		June 2010	Director and Senior Executive Officer (Supervisor of General Affairs and Personnel)	
		June 2011	Director and Senior Executive Officer (Supervisor of Corporate Planning)	
		June 2012	President (Representative Director, CEO and COO)	
		June 2018	Chairman, (Representative Director, CEO) (to present)	
[Reasons for nomination as candidate for Director] Mr. Itagaki was appointed as President of the Company in 2012, and has been leading the management and the direction of what the whole JACCS Group strives to for many years. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Company's management, based on his extensive specialized knowledge related to company management and supervisory capabilities.				
2	Toru Yamazaki (June 17, 1959) Reelection	Apr. 1982	Joined the Company	7,200 shares
		Oct. 2009	Executive Officer and General Manager of First Sales Promotion Department of Business Strategy Department	
		Oct. 2011	Executive Officer and General Manager of Shopping Credit Promotion Department of Business Strategy Department	
		June 2012	Executive Officer and General Manager of Chubu Area	
		June 2013	Senior Executive Officer and General Manager of Kinki Area	
		June 2015	Senior Executive Officer and General Manager of Shutoken Area	
		June 2016	Director and Senior Executive Officer (Supervisor of Corporate Planning)	
		June 2017	Director and Managing Executive Officer (Supervisor of Corporate Planning)	
June 2018	President, (Representative Director, COO) (to present)			
[Reasons for nomination as candidate for Director] Mr. Yamazaki has taken a leading role in the JACCS Group's medium-term business plan based on his wealth of experience and broad knowledge. Since his appointment as President of the Company in 2018, he has demonstrated strong leadership in the implementation of the Company's plans. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Company's management.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Minekazu Sugano (Aug. 5, 1956) Reelection	Apr. 1979	Joined the Company	13,900 shares
		Oct. 2005	General Manager of Accounting Department	
		Apr. 2007	General Manager of Revenue Management Department	
		June 2011	Director and Senior Executive Officer (Supervisor of Revenue Management and General Manager of Revenue Management Department)	
		Oct. 2011	Director and Senior Executive Officer (Supervisor of Accounting and Finance and General Manager of Finance Department)	
		June 2013	Director and Senior Executive Officer (Supervisor of Information Systems)	
		June 2014	Director and Managing Executive Officer (Supervisor of Information Systems)	
		June 2016	Director and Managing Executive Officer (Supervisor of Accounting and Finance and Information Systems)	
		June 2017	Director and Senior Managing Executive Officer (Supervisor of Accounting and Finance and Information Systems) (CFO)	
		June 2019	Director and Senior Managing Executive Officer (Supervisor of Information Systems) (CFO) (to present)	
[Reasons for nomination as candidate for Director] Mr. Sugano has been the administrative head of the accounting and finance divisions and the information system division for many years. He has committed to maintaining a stable and sound financial position for the Company and strengthening its IT strategy with a focus on future growth. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Company's management.				
4	Hitoshi Chino (Mar. 26, 1958) Reelection	Apr. 1981	Joined the Company	9,600 shares
		June 2006	Executive Officer and General Manager of Credit Card Promotion Department of Business Strategy Department	
		Oct. 2008	Executive Officer and General Manager of Hokkaido Area	
		Oct. 2010	Executive Officer and General Manager of Kita-Kanto Area	
		June 2012	Senior Executive Officer and Supervisor of Credit Screening and Operation	
		June 2016	Managing Executive Officer and Deputy General Manager of Business Strategy Department	
		June 2018	Director and Managing Executive Officer (Deputy General Manager of Business Strategy Department, and Supervisor of Credit Card and Payments Business)	
		June 2019	Director and Managing Executive Officer (Supervisor of Credit Management and Credit Screening and Operation) (to present)	
		[Reasons for nomination as candidate for Director] Mr. Chino has contributed to the expansion of revenue base in domestic business as the administrative head of the sales division. He currently serves as the head of the claims management and credit screening divisions, which are the lifelines of the Company. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Company's management, based on his extensive knowledge and outstanding leadership.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
5	Takashi Saitou (Feb. 13, 1960) Reelection	Apr. 1983	Joined The Mitsubishi Bank, Limited (currently MUFG Bank, Ltd.)	5,000 shares
		June 2010	Executive Officer in charge of East Japan Area Branches of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)	
		May 2011	Executive Officer and Manager of Corporate Administration Division	
		June 2012	Director and President of Chitose Kosan Co., Ltd.	
		June 2016	Adviser of the Company	
		June 2016	Senior Executive Officer and General Manager of Audit Office	
		June 2017	Director and Managing Executive Officer (Supervisor of Compliance, General Affairs and Personnel)	
		June 2018	Director and Managing Executive Officer (Supervisor of Compliance, General Affairs and Personnel, and Credit Screening and Operation Department)	
		Feb. 2019	Director and Managing Executive Officer (Supervisor of Compliance, Credit Screening and Operation, and General Affairs and Personnel)	
		June 2019	Director and Managing Executive Officer (Supervisor of Accounting and Finance and Compliance) (to present)	
[Reasons for nomination as candidate for Director] Mr. Saitou has wealth of experience and knowledge at financial institutions for many years. Since his appointment as a Director of the Company in 2017, he has supervised multiple divisions. He has been nominated as a candidate for Director because the Company deems that his broad knowledge and experience continue to be essential for the Company's management.				
6	Shigeki Ogata (Feb. 4, 1960) Reelection	Oct. 1985	Joined the Company	9,200 shares
		June 2010	Executive Officer and General Manager of Corporate Planning Department	
		June 2013	Director and Senior Executive Officer (Supervisor of Accounting and Finance and General Manager of Finance Department)	
		Apr. 2015	Director and Senior Executive Officer (Supervisor of Accounting and Finance)	
		June 2016	Director and Senior Executive Officer (Supervisor of Credit Screening and Operation)	
		June 2018	Director and Managing Executive Officer (Supervisor of Corporate Planning and Group Strategic Business)	
		Apr. 2019	Director and Managing Executive Officer (Supervisor of Corporate Planning) (to present)	
[Reasons for nomination as candidate for Director] Mr. Ogata is committed to the development of the Group and to appropriate decision-making, implementing reforms of the Company's cost structure and organizational reform, based on the expert knowledge and a wealth of experience gained through the performance of his duties. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Company's management.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
7	Kenichi Oshima (December 17, 1959) Reelection	Apr. 1982	Joined the Company	7,000 shares
		Oct. 2011	Executive Officer and General Manager of Credit Management Department)	
		June 2013	Senior Executive Officer and Supervisor of Credit Management Department	
		June 2015	Senior Executive Officer and General Manager of Hokkaido Area	
		June 2016	Senior Executive Officer and Supervisor of Information Systems	
		June 2019	Director and Managing Executive Officer (Supervisor of General Affairs and Personnel) (to present)	
[Reasons for nomination as candidate for Director] Mr. Oshima has principally been involved with the Claims Management Section, and has devoted significant attention to the reform and improvement of the Company's claims management systems. Since 2016 he has been in charge of Information Systems and has implemented business reform and low-cost operation through active IT strategies. He has been nominated as a candidate for Director because the Company deems that he continues to be essential for the Company's management, such as through his work to promote working method reform.				
8	Ryo Murakami (Sept. 4, 1962) New election	Apr. 1985	Joined the Company	3,000 shares
		Oct. 2012	Executive Officer and General Manager of Shopping Credit Promotion Department	
		June 2016	Senior Executive Officer and General Manager of Chubu Area	
		June 2018	Senior Executive Officer and Supervisor of Credit Business of Business Strategy Department	
		June 2019	Senior Executive Officer, Deputy General Manager of Business Strategy Department, and Supervisor of Credit Business (to present)	
[Reasons for nomination as candidate for Director] Mr. Murakami has been in charge of the sales division, particularly the Credit Business for many years, and made solid achievements with his high competence in sales and leadership. He has also fully demonstrated his ability in the Business Strategy Department, which is currently under his responsibility. He has been nominated as a new candidate for Director because the Company deems that he is suitable for Director of the Company based on his strong sense of responsibility as well as his excellence in achievements, ability and personality.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
9	Kuniaki Hara (Jan. 8, 1947) Reelection Outside Independent	Apr. 1971	Joined Tohmatsu Awoki & Co. (currently Deloitte Touche Tohmatsu LLC)	- shares
		Sept. 1978	Passed the third stage examination of Certified Public Accountant Examination and registered as Certified Public Accountant	
		June 1997	General Manager of Corporate Planning Division of Tokyo Office of Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)	
		June 2001	General Manager of Management and Finance Division (CFO)	
		June 2007	General Manager of Reputation & Risk Division (CRO) Global Board Member of Deloitte Touche Tohmatsu Ltd.	
		July 2012	Established Kuniaki Hara Accounting Office (to present)	
		June 2014	Outside Corporate Auditor of Ryohin Keikaku Co., Ltd.	
		June 2014	Outside Director of the Company (to present)	
		[Reasons for nomination as candidate for outside Director] Mr. Hara has never in the past been involved in the management of a company. However, he has a wealth of experience and broad insight as a CPA in Japan and overseas, and he plays a vital role in determining the important matters of the Group and overseeing business execution. He has been nominated as a candidate for outside Director because the Company deems that he continues to be essential for the Company's management.		
10	Masahito Suzuki (Sept. 9, 1957) Reelection Outside Independent	Apr. 1980	Joined Kirin Brewery Company, Limited	- shares
		Mar. 2007	Seconded to Kirin Beverage Company, Limited General Manager of Accounting Department	
		Mar. 2008	Executive Officer and General Manager of Corporate Planning Department	
		Mar. 2009	Director of the Board and General Manager of Corporate Planning Department	
		Mar. 2012	Director of the Board & CFO of Kirin Holdings Company, Limited	
		Mar. 2013	Director of the Board & CFO of Kirin Holdings Company, Limited Director of the Board of Kirin Company, Limited	
		Mar. 2014	Audit & Supervisory Board Member of Kirin Holdings Company, Limited Audit & Supervisory Board Member of Kirin Company, Limited	
		June 2018	Outside Director of WORLD CO., LTD. (to present)	
		June 2018	Outside Director of AJIS Co., Ltd. (to present)	
		June 2018	Outside Director of the Company (to present)	
		(Significant concurrent positions outside the Company) Outside Director of WORLD CO., LTD. Outside Director of AJIS Co., Ltd.		
		[Reasons for nomination as candidate for outside Director] Mr. Suzuki has a wealth of experience and a high level of insight into general management through his service in the planning and accounting divisions, as well as audit business, at a major liquor manufacturer. He has been nominated as a candidate for outside Director because the Company deems that he continues to be essential for the Company's management, playing a vital role in determining the important matters of the Group and overseeing business execution.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
11	Junko Nishiyama (Jan. 10, 1957) Reelection Outside Independent	Apr. 1979 Joined Lion Fat and Oil Co., Ltd. (currently Lion Corporation) Mar. 2006 Executive General Manager of Purchasing Headquarters of Lion Corporation Mar. 2007 Product Purchasing Manager, Production Department, Production Division 2 Jan. 2009 Head of Container and Packaging Technologies, Research and Development Jan. 2014 General Manager of CSR Mar. 2015 Audit & Supervisory Board Member Mar. 2019 Independent Director of EBARA CORPORATION (to present) June 2019 Outside Director of the Company (to present) (Significant concurrent positions outside the Company) Independent Director of EBARA CORPORATION	- shares
[Reasons for nomination as candidate for outside Director] Ms. Nishiyama has a wealth of experience in major healthcare companies and a high level of insight into management in general. She has been nominated as a candidate for outside Director because the Company deems that she continues to be essential for the Company's management, playing a vital role in determining the important matters of the Group and overseeing business execution.			

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. Kuniaki Hara, Masahito Suzuki and Junko Nishiyama are candidates for outside Director.
 3. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Kuniaki Hara, Masahito Suzuki, and Junko Nishiyama have been appointed as independent officers as provided for by the aforementioned exchange. If they are reelected, the Company plans to continue to designate them as independent officers.
 4. Kuniaki Hara, Masahito Suzuki, and Junko Nishiyama are currently outside Directors of the Company, and at the conclusion of this meeting, their tenures as outside Directors will have been six years for Kuniaki Hara, two years for Masahito Suzuki, and one year for Junko Nishiyama.
 5. The Company has entered into a limited liability agreement with each of current outside Directors. If the reelection of Kuniaki Hara, Masahito Suzuki, and Junko Nishiyama is approved and adopted, the Company plans to renew the limited liability agreement of the same content with each of them.
 6. Junko Nishiyama is expected to assume the office of outside Corporate Auditor of TODA CORPORATION at the General Meeting of Shareholders scheduled to be held in late-June, 2020.

Proposal No. 3 Election of Two Audit & Supervisory Board Members

The term of office of Audit & Supervisory Board Members Atsushi Hazawa and Shinji Murakami will expire at the conclusion of this meeting. Therefore, the Company proposes the election of two Audit & Supervisory Board Members.

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

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

Candidate No.	Name	Position in the Company	
1	Terukazu Shimokawa	Executive Officer and General Manager of Kyushu Area	New election
2	Shinji Murakami	Outside Audit & Supervisory Board Member	Reelection Outside Independent

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Terukazu Shimokawa (Feb. 6, 1964) New election	<div> <div>Apr. 1987</div> <div>Joined the Company</div> </div> <div> <div>Apr. 2015</div> <div>General Manager of Credit Screening and Operation Department</div> </div> <div> <div>June 2015</div> <div>Executive Officer and General Manager of Credit Screening and Operation Department</div> </div> <div> <div>June 2017</div> <div>Executive Officer and General Manager of Kyushu Area (to present)</div> </div>	- shares
	[Reasons for nomination as candidate for Audit & Supervisory Board Member] Mr. Shimokawa has supervised sales, personnel, and systems divisions, and has been in charge of business reform for many years. He has been nominated as a new candidate for Audit & Supervisory Board Member because the Company deems that his experience can be utilized in the Group's audit, based on his wealth of experience and broad knowledge.		
2	Shinji Murakami (Feb. 28, 1950) Reelection Outside Independent	<div> <div>Nov. 1977</div> <div>Joined Tohmatsu Awoki & Co. (currently Deloitte Touche Tohmatsu LLC)</div> </div> <div> <div>Aug. 1985</div> <div>Registered as Certified Public Accountant</div> </div> <div> <div>June 2007</div> <div>General Manager of Operation Management Division</div> </div> <div> <div>Apr. 2014</div> <div>General Manager of Operation Management Division of Tohmatsu Challenged Co., Ltd.</div> </div> <div> <div>July 2015</div> <div>Established Murakami Certified Public Accountant Licensed Office (to present)</div> </div> <div> <div>June 2016</div> <div>Outside Audit & Supervisory Board Member (to present)</div> </div>	- shares
	[Reasons for nomination as candidate for outside Audit & Supervisory Board Member] Mr. Murakami has never in the past been directly involved in the management of a company. However, he has a wealth of experience and expert knowledge as a CPA. Since his appointment as an outside Audit & Supervisory Board Member of the Company in 2016, he has utilized his experience in the Company's audit system. Therefore, he has been nominated as a candidate for Audit & Supervisory Board Member.		

- Notes:
1. There is no special interest between any of the candidates for Audit & Supervisory Board Member and the Company.
 2. Shinji Murakami is a candidate for outside Audit & Supervisory Board Member.
 3. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Shinji Murakami has been appointed as an independent officer as provided for by the aforementioned exchange. If he is reelected, the Company plans to continue to designate him as an independent officer.
 4. The Company has entered into a limited liability agreement with Shinji Murakami. If his reelection is approved and adopted, the Company plans to renew the limited liability agreement of the same content with him.
 5. If the election of Terukazu Shimokawa is approved and adopted, the Company plans to enter into a limited liability agreement with him.
 6. Shinji Murakami is currently an outside Audit & Supervisory Board Member of the Company, and at the conclusion of this meeting, his tenure as Audit & Supervisory Board Member will have been four years.