

This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

July 30, 2015

To Those Shareholders with Voting Rights

Seiichiro Akutsu
President
Takara Printing Co., Ltd.
28-8, Takada 3-chome, Toshima-ku,
Tokyo

NOTICE OF THE 78th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 78th Ordinary General Meeting of Shareholders of the Company. The meeting will be held as described below.

If you are unable to attend the meeting, please review the Reference Documents for the General Meeting of Shareholders (the following pages 2 to 9), and place your vote by no later than 6:00 p.m. on Thursday, August 20, 2015, in reference to the “Guidance for the Exercise of Voting Rights” (which is omitted from this English translation), either by returning the enclosed Voting Rights Exercise Form with your selections, or by electronic means including the use of the Internet.

1. Date and Time 10:00 a.m., Friday, August 21, 2015

2. Place Ballroom Fuji, Hotel Metropolitan Tokyo 3F
6-1, Nishi-Ikebukuro 1-chome, Toshima-ku, Tokyo

3. Agenda of the Meeting:

- Matters to be reported:** (1) Business Report and Consolidated Financial Statements for the 78th Fiscal Term (from June 1, 2014 to May 31, 2015) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
(2) Non-consolidated Financial Statements for the 78th Fiscal Term (from June 1, 2014 to May 31, 2015)

Proposals to be resolved:

- Proposal No. 1:** Partial Amendments to the Articles of Incorporation
Proposal No. 2: Election of Eight Directors
Proposal No. 3: Election of Three Corporate Auditors
Proposal No. 4: Granting of Retirement Benefits to Retiring Corporate Auditor

-
- Notes: 1. If you plan to attend the meeting, please hand in your Voting Rights Exercise Form at the front desk when you arrive at the venue.
2. Subsequent amendments to the Reference Documents for the General Meeting of Shareholders and the Attached Documents (if any) will be listed on the Company’s website (<http://www.takara-print.co.jp/>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Partial Amendments to the Articles of Incorporation

1. Reasons for the Proposal

The Company proposes the addition of a business with respect to Article 2 (Purpose) of the current Articles of Incorporation with the aim of responding to diversification of business in the future.

2. Details of the Proposed Amendments

The details of the current Articles of Incorporation and the proposed amendments thereto are as follows:

(Underlined portions are amended.)

Current Articles of Incorporation	Proposed Amendments
Article 2. (Purpose) The purpose of the Company shall be to engage in the following businesses. (1) – (14) (Omitted) (Newly established)	Article 2. (Purpose) (Unchanged) (1) – (14) (Unchanged) <u>(15) Worker dispatching service and employment agency service</u>
<u>(15)</u> (Omitted)	<u>(16)</u> (Unchanged)

Proposal No. 2: Election of Eight Directors

All of the seven (7) Directors will complete their terms of office at the closing of this General Meeting of Shareholders. Consequently, the Company proposes the election of eight (8) Directors by increasing the number of Directors by one (1) in order to further strengthen the management structure.

The candidates for Directors are as follows:

Name (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
1. Seiichiro Akutsu (December 17, 1953)	January 1986 May 1989 July 1991 August 1991 October 1996 August 1997 October 1997 August 2002	Joined the Company General Manager, President Office of the Company General Manager, General Planning Department of the Company Director and General Manager, General Planning Department of the Company Director and General Manager, Accounting Department of the Company Managing Director and General Manager, Accounting Department of the Company Managing Director and Division Manager, Administration Division of the Company President and Representative Director of the Company (current position)	22,972 shares
2. Kouji Aoki (June 17, 1953)	April 1978 April 1993 September 1999 August 2000 August 2005 August 2006 August 2008 July 2010 July 2013 July 2015	Joined the Company General Manager, Osaka Branch of the Company General Manager, Business Planning Department of the Company Director and General Manager, Production Department of the Company Managing Director and General Manager, Production Department of the Company Director, Managing Executive Officer and General Manager, Business Planning Department of the Company Director, Managing Executive Officer and General Manager, Business Planning Department in charge of XBRL Section of the Company Director, Managing Executive Officer and General Manager, Business Planning Department in charge of IFRS Section, XBRL Section and IT Service Business of the Company Director, Managing Executive Officer and General Manager, Business Planning Department, in charge of Business Development Department, XBRL Section, Business Management Department and IT Service Department of the Company Director, Managing Executive Officer and General Manager, Business Planning Department, in charge of Business Development Department, Business Management Department and IT Service Department of the Company (current position)	29,177 shares

Name (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
3. Yoshinori Tamura (January 6, 1957)	April 1980	Joined Japan Securities Dealers Association Corporation (currently Japan Securities Dealers Association)	6,875 shares
	September 1999	Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC) General Manager, Promotion Department for Initial Public Offering	
	June 2000	Director of Nippon First Securities Co., Ltd.	
	July 2001	Joined the Company Corporate Advisor of the Company	
	August 2001	General Manager, IPO Support Section of the Company	
	August 2004	Director and General Manager, IPO Support Section of the Company	
	August 2006	Director, Managing Executive Officer and General Manager, Disclosure Research Department III of the Company	
	July 2010	Director, Managing Executive Officer and General Manager, Disclosure Research Department I in charge of CSR of the Company	
	July 2013	Director and Managing Executive Officer, General Manager, CSR Department, in charge of Disclosure Research Department I and Disclosure Research Department II of the Company	
	July 2015	Director and Managing Executive Officer, General Manager, CSR Department, General Manager, Disclosure Research Department I and General Manager, Disclosure Research Department II of the Company (current position)	

Name (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
4. Eiichi Kashima (September 25, 1955)	February 1988 October 1997 September 1998 September 2004 August 2006 July 2009 July 2010 July 2013 August 2013 July 2014	Joined the Company General Manager, Accounting Department of the Company General Manager, General Affairs Department of the Company General Manager, General Planning Department and General Affairs Department of the Company Executive Officer and General Manager, General Affairs and Personnel Department of the Company Executive Officer and General Manager, Disclosure Business Department I of the Company Executive Officer and General Manager, Disclosure & IR Business Department II and Disclosure & IR Business Department IV of the Company Managing Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office Director, Managing Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office Director, Managing Executive Officer and General Manager, Production Department of the Company (current position)	7,550 shares
5. Akira Tsuda (June 15, 1944)	April 1968 December 1987 June 1989 June 1996 June 1997 April 1999 May 2002 June 2003 June 2005 June 2005 April 2009 June 2009 August 2009 June 2015 (significant concurrent positions) External Director of Hitachi Capital Corporation Outside Director of Torishima Pump Mfg. Co., Ltd.	Joined Nomura Securities Co., Ltd. Director of Nomura Securities Co., Ltd. Managing Director of Nomura Securities Co., Ltd. Representative Director and Senior Managing Director of Nomura Securities Co., Ltd. Representative Director and Senior Managing Director of Japan Associated Finance Co., Ltd. (currently JAFECO Co., Ltd.) Vice President and Representative Director of JAFECO Co., Ltd. Chairman and Director of Nomura Investor Relations Co., Ltd. Chairman and Executive Officer of Nomura Investor Relations Co., Ltd. President and Representative Director of Nippon Venture Capital Co., Ltd. External Director of Hitachi Capital Corporation (current position) Director of Nippon Venture Capital Co., Ltd. Outside Auditor of Torishima Pump Mfg. Co., Ltd. Director and Executive Officer of the Company (current position) Outside Director of Torishima Pump Mfg. Co., Ltd. (current position)	1,000 shares

Name (Date of Birth)	Career summary and status of significant concurrent positions	Number of shares of the Company held
6. Toshitsugu Shimizu (September 14, 1950)	<p>April 1974 Joined Tokyo Stock Exchange, Inc.</p> <p>June 2002 Executive Officer of Tokyo Stock Exchange, Inc.</p> <p>June 2002 Director of Japan Securities Clearing Corporation (concurrent post)</p> <p>June 2003 President and Representative Director of Japan Securities Settlement & Custody, Inc. (concurrent post)</p> <p>June 2006 Senior Executive Officer of Tokyo Stock Exchange, Inc.</p> <p>August 2007 Senior Executive Officer of Tokyo Stock Exchange Group, Inc.</p> <p>August 2008 Director of the Company (current position)</p> <p>June 2009 Outside Director of Japan Commodity Clearing House (current position)</p> <p>June 2013 Outside Director of Tokyo Commodity Exchange, Inc. (current position)</p> <p>(significant concurrent positions)</p> <p>Outside Director of Japan Commodity Clearing House</p> <p>Outside Director of Tokyo Commodity Exchange, Inc.</p>	0 shares
7. Atsuo Takahashi (November 12, 1940)	<p>April 1964 Joined the Ministry of Finance</p> <p>June 1988 Director of Coordination Division, Banking Bureau</p> <p>June 1989 Director General, Tokai Local Finance Bureau</p> <p>June 1990 Director General, Kinki Local Finance Bureau</p> <p>June 1991 Deputy Director General, Banking Bureau</p> <p>June 1993 Director General, Customs and Tariff Bureau</p> <p>July 1994 Governor, Development Bank of Japan Inc.</p> <p>July 1998 Served as Regular Member Governor, Special Member Governor and Vice-Chairman of Japan Securities Dealers Association</p> <p>April 2004 Commissioner of Certified Public Accountants and Auditing Oversight Board</p> <p>July 2005 Chairman of Japan Securities Research Institute</p> <p>November 2007 Chairman of Japan Investor Protection Fund</p> <p>August 2010 Director of the Company (current position)</p> <p>June 2011 Special Advisor of Japan Securities Research Institute</p> <p>June 2012 Outside Director of KYOKUTO SECURITIES CO., LTD. (current position)</p> <p>June 2012 Outside Director of AIZAWA SECURITIES CO., LTD. (current position)</p> <p>June 2013 Outside Corporate Auditor of TAKAGI SECURITIES CO., LTD. (current position)</p> <p>May 2015 President, Japan Tariff Association (current position)</p> <p>(significant concurrent positions)</p> <p>Outside Director of KYOKUTO SECURITIES CO., LTD.</p> <p>Outside Director of AIZAWA SECURITIES CO., LTD.</p> <p>Outside Corporate Auditor of TAKAGI SECURITIES CO., LTD.</p> <p>President, Japan Tariff Association</p>	0 shares

Name (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
8. Tetsuo Imai (January 17, 1957) Newly appointed	April 1981	Joined The Mitsui Trust Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)	1,800 shares
	November 2004	General Manager, Abeno Branch, The Chuo Mitsui Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)	
	April 2007	Joined the Company Senior Manager, Disclosure Business Department I of the Company	
	August 2007	General Manager, Disclosure Sales Promotion Department of the Company	
	August 2008	Executive Officer and General Manager, Disclosure Sales Promotion Department of the Company	
	July 2010	Executive Officer and General Manager, Disclosure & IR Business Department III of the Company and in charge of Sapporo Branch Office	
	July 2014	Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office (current position)	

- Notes: 1. No conflict of interest exists between the Company and the above candidates for Directors.
2. Mr. Toshitsugu Shimizu and Mr. Atsuo Takahashi are the candidates for Outside Directors. The Company has appointed them as independent directors who have no potential conflicts of interest with general shareholders as defined by Tokyo Stock Exchange, and submitted notification of their appointment to the said exchange.
3. The reasons why the Company appoints Mr. Toshitsugu Shimizu and Mr. Atsuo Takahashi as candidates to become Outside Directors and their terms of office as Outside Directors are as follows.
- (1) Mr. Toshitsugu Shimizu has superior insight and broad experience with regard to security markets closely connected with disclosure operations. We believe that he will give valuable advice on our management as an Outside Director.
His current term of office as an Outside Director will reach seven years at the closing of this General Meeting of Shareholders.
- (2) Mr. Atsuo Takahashi has considerable experience and insights with regard to security markets closely connected with disclosure operations. We believe that he will give valuable advice on our management as an Outside Director based on his experience, etc.
His current term of office as an Outside Director will reach five years at the closing of this General Meeting of Shareholders.

Proposal No. 3: Election of Three Corporate Auditors

Corporate Auditors Mr. Yutaka Onishi and Mr. Daisuke Yamagami will complete their terms of office at the closing of this General Meeting of Shareholders and Corporate Auditor Mr. Mikio Akiyama will resign at the closing of this General Meeting of Shareholders. Consequently, the Company proposes the election of three (3) Corporate Auditors.

The Board of Corporate Auditors has already approved this proposal.

The candidates for Corporate Auditors are as follows:

Name (Date of Birth)	Career summary and status of significant concurrent positions	Number of shares of the Company held
1. Yutaka Onishi (May 9, 1956)	April 1989 Registered as attorney at law August 1994 Corporate Auditor of the Company (current position) (significant concurrent position) Attorney at law, Maruichi Sogo Law Firm	0 shares
2. Daisuke Yamagami (November 24, 1946)	November 1975 Joined Tokyo Office, Tohmatsu Awoki & Co. (currently Deloitte Touche Tohmatsu LLC) September 1981 Registered as a certified public accountant July 1990 Registered as a partner of Deloitte Touche Tohmatsu (currently Deloitte Touche Tohmatsu LLC) August 2000 Head of Yamagami CPA Office (current position) March 2001 Auditor of Odawara Engineering Co., Ltd. June 2001 Outside Corporate Auditor of NIHON TOKUSHU TORYO CO., LTD. (current position) August 2003 Corporate Auditor of the Company (current position) March 2015 Outside Corporate Auditor of ROYAL ELECTRIC CO., LTD. (current position) March 2015 Corporate Auditor of Odawara Engineering Co., Ltd. (current position) (significant concurrent positions) Head of Yamagami CPA Office Corporate Auditor of Odawara Engineering Co., Ltd. Outside Corporate Auditor of NIHON TOKUSHU TORYO CO., LTD. Outside Corporate Auditor of ROYAL ELECTRIC CO., LTD.	0 shares
3. Aritsune Hiramatsu (March 11, 1954) Newly appointed	June 1982 Joined Fujikura Electric Wire Ltd. (currently Fujikura Ltd.) April 1996 Senior Manager, General Affairs Department of Fujikura Ltd. March 2002 Joined the Company Deputy Manager of Commercial Code Research Department of the Company September 2004 General Manager, Commercial Code Research Department of the Company August 2006 Executive Officer and General Manager of Disclosure Research Department II of the Company July 2015 Senior Manager, Personnel Department of the Company (current position)	4,620 shares

Notes: 1. No conflict of interest exists between the Company and the above candidates for Corporate Auditors.

2. Mr. Yutaka Onishi and Mr. Daisuke Yamagami are the candidates for Outside Corporate Auditors. The Company has appointed them as independent directors who have no potential conflicts of interest with general shareholders as defined by Tokyo Stock Exchange, and submitted notification of their appointment to the said exchange.

3. The reasons why the Company appoints Mr. Yutaka Onishi and Mr. Daisuke Yamagami as candidates to become Outside Corporate Auditors and their terms of office as Outside Corporate Auditors are as follows.

(1) Mr. Yutaka Onishi has never been involved in corporate management. As an attorney at law,

however, he has detailed expertise of corporate legal affairs, etc. Therefore, we believe that he will continue to make use of his expertise for audits of the Company.

His term of office as an Outside Corporate Auditor will reach twenty-one years at the closing of this General Meeting of Shareholders.

- (2) Mr. Daisuke Yamagami has never been involved in corporate management. As a certified public accountant, however, he has detailed expertise of corporate accounting, etc. and experience as an Outside Corporate Auditor at several other companies. Therefore, we believe that he will continue to make use of his expertise and experience for audits of the Company.

His term of office as an Outside Corporate Auditor will reach twelve years at the closing of this General Meeting of Shareholders.

Proposal No. 4: Granting of Retirement Benefits to Retiring Corporate Auditor

Corporate Auditor Mr. Mikio Akiyama will resign at the closing of this General Meeting of Shareholders. To express appreciation for the services he has rendered for the Company, the Company intends to pay him an appropriate amount of retirement benefits under the applicable standard specified by the Company. The Shareholders are requested to leave the specific amount, time, and method of granting of the retirement benefits to the discretion of the deliberation of the Corporate Auditors.

The career summary of the retiring Corporate Auditor is as follows:

Name	Career summary	
Mikio Akiyama	August 2010	Full-time Corporate Auditor of the Company (current position)