

Securities Code: 9419

March 6, 2018

To our shareholders:

Takehiro Ikeda
Founder and CEO
WirelessGate, Inc.
2-2-20 Higashi Shinagawa, Shinagawa-ku, Tokyo

Notice of the 14th Annual General Meeting of Shareholders

You are cordially invited to attend the 14th Annual General Meeting of Shareholders of WirelessGate, Inc. (the “Company”), which will be held as indicated below.

If you are unable to attend the meeting, you may exercise your voting rights through one of the methods below. Please examine the Reference Documents for General Meeting of Shareholders hereafter and exercise your voting rights.

[Voting by mail]

Please indicate your approval or disapproval of the proposals on the enclosed voting form, and return it so that your vote is received by Tuesday, March 27, 2018, at 5:30 p.m. (JST).

[Voting via the internet]

Please access the designated voting website of the Company (<https://www.web54.net>), login by using the voting code and password shown on the enclosed voting form, and cast your vote to approve or disapprove of each proposal by following the instructions on the screen no later than Tuesday, March 27, 2018, at 5:30 p.m. (JST).

- 1. Date and Time:** Wednesday, March 28, 2018, at 10:00 a.m. (JST)
- 2. Venue:** Harbor Circus, 3rd Floor, Dai-ichi Hotel Tokyo SeaFort
2-3-15 Higashi Shinagawa, Shinagawa-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. Business report and consolidated financial statements for the 14th fiscal year (from January 1, 2017 to December 31, 2017), and results of audit of consolidated financial statements by Financial Auditor and the Audit and Supervisory Committee
2. Non-consolidated financial statements for the 14th fiscal year (from January 1, 2017 to December 31, 2017)

Matters to be resolved:

- | | |
|-----------------------|------------------------------------------------------------------------------------------------------------------------|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Four Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members) |
| Proposal No. 3 | Election of Three Members of the Board Who Are Audit and Supervisory Committee Members |
| Proposal No. 4 | Election of One Substitute Member of the Board Who Is an Audit and Supervisory Committee Member |

4. Notice Regarding Exercise of Voting Rights

- (1) If a vote is cast on a proposal both in writing and via the internet, the vote cast via the internet is treated as the valid vote.
- (2) If multiple votes are cast on a proposal via the internet, the last vote cast on the proposal is treated as the valid vote.
- (3) If you are exercising diverse voting rights, please notify the Company of your intention to exercise diverse voting rights and the reason for doing so in writing three days before the General Meeting of Shareholders.

- When you attend the meeting in person, please submit the enclosed voting form to the reception.
- If you will vote through a proxy, your vote may be cast by a proxy who is another shareholder with voting rights and who will attend the General Meeting of Shareholders. Please submit a letter of proxy with your voting form to the reception.
- Any revisions made to Reference Documents for General Meeting of Shareholders, business report, consolidated financial statements and non-consolidated financial statements will be published online on the Company's website (address: <http://www.wirelessgate.co.jp/>, in Japanese only).

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company recognizes the return of profit to its shareholders as a key management priority, and it maintains a basic policy to pay dividends by giving comprehensive consideration to its financial position and operating results as well as overall management while securing the necessary internal reserves to achieve sustaining growth in the future.

In accordance with the above basic policy, the Company proposes to pay year-end dividends for this fiscal year as follows:

Year-end dividends

- (1) Type of dividend property
To be paid in cash.
- (2) Allotment of dividend property and their aggregate amount
¥28 per common share of the Company
Total dividends: ¥294,106,400
- (3) Effective date of dividends of surplus
March 29, 2018

Proposal No. 2 Election of Four Members of the Board (Excluding Members of the Board Who Are Audit and Supervisory Committee Members)

The terms of office of all four Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) will expire at the conclusion of this meeting. Therefore, the Company proposes the election of four Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members).

Candidates for the role of Members of the Board (excluding Members of the Board who are Audit and Supervisory Committee Members) are as follows:

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	Takehiro Ikeda (April 12, 1972)	<p>Apr. 1999 Joined NTT Mobile Communications Network, Inc. (currently NTT DOCOMO, Inc.)</p> <p>Jan. 2004 Established TripletGate, Inc. (currently the Company), Founder and President</p> <p>Dec. 2010 Founder and CEO</p> <p>Nov. 2012 Member of the Board of Wireless Marketing Lab, Inc. (current position)</p> <p>Oct. 2014 Founder and CEO of the Company (current position)</p> <p>Sept. 2016 President and CEO of LTE-X Inc. (current position)</p>	689,569 shares
<p>Reasons for nomination</p> <p>Takehiro Ikeda (doctor of engineering) established the Company in January 2004. Ever since, he has supervised the management for 14 years and contributed to the dramatic growth of the wireless communications business that the Group has been developing. The Company judges that his management performance and high level of insight and leadership in our business are and will be necessary for the improvement of the corporate value and sustaining growth of the Group. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board.</p>			

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
2	Minoru Harada (July 19, 1965)	Apr. 1990	Joined Manufacturers Hanover Bank (currently JPMorgan Chase Bank, N.A.)	198,969 shares
		Jan. 1997	Joined NEC Planning Research, Ltd. (currently NEC Management Partner, Ltd.)	
		Oct. 1998	Joined Lycos Japan, Inc. (currently Rakuten, Inc.)	
		Nov. 1999	Joined Livedoor Co., Ltd. (currently NHN Techorus Corp.)	
		June 2000	Joined Cprod, Inc., Senior Manager and Member of the Board and COO	
		Jan. 2004	Established TripletGate, Inc. (currently the Company), Member of the Board	
		Dec. 2010	COO and Member of the Board, and Head of Sales and Marketing Group	
		Nov. 2012	President of Wireless Marketing Lab, Inc. (current position)	
		Mar. 2014	Resigned as COO and Member of the Board of the Company	
		Mar. 2015	CAO and Member of the Board (current position)	
		Mar. 2016	Outside Member of the Board of Fon Japan Co., Ltd. (current position)	
		Sept. 2016	Auditor of LTE-X Inc. (current position)	
	Reasons for nomination Minoru Harada has participated in management of the Group as a co-founder since the Company was established in January 2004, and has contributed to the dramatic growth of the wireless communications business that the Group has been developing. The Company judges that his management performance and high level of insight and skill in our business are and will be necessary for improvement of the corporate value and sustaining growth of the Group. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board.			
3	Satoshi Kojima (February 1, 1974)	Apr. 1996	Joined RyuSyo Industrial Co., Ltd. (currently Rexam Co., Ltd.)	22,112 shares
		Sept. 1999	Joined DISCO Inc.	
		Oct. 2010	Joined TripletGate, Inc. (currently the Company), Manager of Corporate Management Group	
		Mar. 2011	Member of the Board and Head of Corporate Management Group	
		Nov. 2012	Auditor of Wireless Marketing Lab, Inc. (current position)	
		Mar. 2014	CFO and Member of the Board, and Head of Corporate Management Group of the Company	
		Apr. 2014	CFO and Member of the Board, and Head of Administration Department	
		Mar. 2015	CFO and Member of the Board, Corporate Officer, and Head of Administration Department (current position)	
	Reasons for nomination Satoshi Kojima joined the Company in October 2010, and he is currently participating in management of the Group as CFO and Member of the Board, Corporate Officer, and Head of the Administration Department. The Company believes that his high level of insight and skill in accounting, finance and corporate management greatly contributed to taking the Company stocks public on the Tokyo Stock Exchange Mothers market and to a market modification to the first section of the Tokyo Stock Exchange, and also judges that such capabilities of his are and will be necessary for improvement of the corporate value and sustaining growth of the Group. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board.			

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
4	* Motoki Shimao (February 28, 1972)	Apr. 1995 Joined Takaoka Co., Ltd. Sept. 1996 Joined Gateway Japan, Inc. Oct. 2000 Joined Plat'Home Co., Ltd. Aug. 2001 Joined SCM Microsystems Japan, Inc. May 2003 Joined i-Call, Inc. June 2007 Joined Thirdnetworks Co., Ltd Nov. 2012 Member of the Board of Wireless Technology Lab, Inc. Mar. 2014 Joined the Company Oct. 2014 Head of Technical Department Mar. 2015 Corporate Officer and Head of Technical Department (current position) Sept. 2016 Member of the Board of LTE-X Inc. (current position)	- shares
Reasons for nomination Motoki Shimao has been involved in the construction and operation of the Company's core systems, and the development, etc. of its services for 11 years in the positions of the Company's business partner, Member of the Board of a subsidiary, and Corporate Officer of the Company. The Company judges that his high level of insight and skill in technology are and will be necessary for improvement of the corporate value and sustaining growth of the Group. Therefore, the Company proposes his election as a candidate to serve as a new Member of the Board.			

- Notes:
1. The candidate marked with an asterisk (*) is a new candidate for Member of the Board.
 2. There is no special interest between any of the candidates and the Company.
 3. "Number of the Company's shares owned" is current as of December 31, 2017.

Proposal No. 3 Election of Three Members of the Board Who Are Audit and Supervisory Committee Members

The terms of office of all three Members of the Board who are Audit and Supervisory Committee Members will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Members of the Board who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidates for the role of Member of the Board who is an Audit and Supervisory Committee Member are as follows:

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	Hidenori Wakamoto (October 9, 1944)	<p>Apr. 1967 Joined Dai-ichi Bank, Ltd. (currently Mizuho Bank, Ltd.)</p> <p>Nov. 1989 Joined Goldman Sachs (Japan) Ltd. (currently Goldman Sachs Japan Co., Ltd.)</p> <p>July 1994 Joined Morgan Stanley Japan Limited (currently Morgan Stanley MUFG Securities Co., Ltd.)</p> <p>June 2000 Vice President of TRANS GENIC INC.</p> <p>Mar. 2002 Member of the Board and General Manager of Administration Division of AnGes MG, Inc. (currently AnGes, Inc.)</p> <p>Apr. 2004 Member of the Board of TripletGate, Inc. (currently the Company)</p> <p>Dec. 2004 Member of the Board of GenoDive Pharma Inc. (current position)</p> <p>Mar. 2009 Full-Time Auditor of TripletGate, Inc. (currently the Company)</p> <p>Jan. 2014 Member of the Board of TAK-Circulator Corporation (current position)</p> <p>Mar. 2016 Member of the Board of the Company [Full-Time Audit and Supervisory Committee Member] (current position)</p>	10,000 shares
<p>Reasons for nomination</p> <p>Hidenori Wakamoto has served as a Member of the Board of the Company for approximately five years, a Full-Time Auditor for approximately seven years, and a Full-Time Audit and Supervisory Committee Member for approximately two years.</p> <p>He has a wealth of experience and knowledge concerning the Company's business, and the Company expects he will contribute to maintaining and heightening the transparency and soundness of management as well as contributing to enhance corporate governance, including the appropriateness of decision making of the Company. Therefore, the Company proposes his election as a candidate to continue serving as a Member of the Board who is an Audit and Supervisory Committee Member.</p>			

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
2	Tatsuo Watanabe (June 11, 1964)	Apr. 1987	Joined Sumitomo Life Insurance Company	- shares
		June 2001	Member of the Board of Site Design K.K.	
		June 2004	Full-Time Auditor of All About, Inc. (current position)	
		June 2004	Auditor of SD Holdings Co., Ltd.	
		Mar. 2005	Auditor of Design Exchange Co., Ltd.	
		June 2007	Member of the Board of Wavelock Holdings Co., Ltd.	
		Mar. 2012	Outside Member of the Board of the Company	
		Mar. 2014	Resigned as Outside Member of the Board	
		Sept. 2014	Outside Member of the Board of internet infinity Inc. (current position)	
		Mar. 2015	Outside Member of the Board of the Company	
		Mar. 2016	Outside Member of the Board [Audit and Supervisory Committee Member] (current position)	
Reasons for nomination as candidate for outside Member of the Board See Note 3.				
3	Yasuhiro Nishi (May 8, 1959)	Apr. 1982	Joined The Industrial Bank of Japan, Limited	- shares
		June 1999	CFO and Member of the Board of Internet Initiative Japan Inc.	
		Mar. 2005	Member of the Board and General Manager of Administrative Management Department of AUCNET INC.	
		Mar. 2009	CFO, Vice President and Member of the Board of VeriSign Japan K.K. (currently Symantec Website Security G.K.)	
		Mar. 2012	CFO and Corporate Officer of Japan Display Inc.	
		Mar. 2016	Outside Member of the Board of the Company [Audit and Supervisory Committee Member] (current position)	
		Jan. 2017	Chief Executive Officer of TAK-Circulator Corporation (current position)	
Reasons for nomination as candidate for outside Member of the Board See Note 4.				

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Tatsuo Watanabe and Yasuhiro Nishi are candidates for outside Member of the Board.
 3. The Company has nominated Tatsuo Watanabe as a candidate for outside Member of the Board because he has a wealth of experience and a broad range of knowledge as an officer of other listed companies, and it expects he will contribute to maintaining and heightening the transparency and soundness of management as well as contributing to enhance corporate governance through his advice from a diverse perspective, including the appropriateness of decision making of the Company.
 4. The Company has nominated Yasuhiro Nishi as a candidate for outside Member of the Board because he has a wealth of experience and a broad range of knowledge as an officer appointed to multiple listed companies in the past and as a corporate manager, and it expects he will contribute to maintaining and heightening the transparency and soundness of management as well as contributing to enhance corporate governance through his advice from a diverse perspective, including the appropriateness of decision making of the Company.
 5. Tatsuo Watanabe is currently an outside Member of the Board of the Company who is an Audit and Supervisory Committee Member, and at the conclusion of this meeting, his tenure as outside Member of the Board will have been a total of five years including the period prior to the transition to a company with an Audit and Supervisory Committee.
 6. Yasuhiro Nishi is currently an outside Member of the Board of the Company who is an Audit and Supervisory Committee Member, and at the conclusion of this meeting, his tenure will have been two years.
 7. The Company has entered into an agreement with each of the candidates to limit their liability under Article 423, paragraph 1 of the Companies Act pursuant to the provisions of Article 427, paragraph 1 of the same Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the amount provided for under Article 425,

paragraph 1 of the Companies Act. If the reelection of the candidates is approved, the Company plans to renew this agreement with each of them.

8. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Tatsuo Watanabe and Yasuhiro Nishi have been appointed as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their appointment as independent officers to continue.
9. “Number of the Company’s shares owned” is current as of December 31, 2017.

Proposal No. 4 Election of One Substitute Member of the Board Who Is an Audit and Supervisory Committee Member

The Company proposes the election of one substitute Member of the Board who is an Audit and Supervisory Committee Member to be ready to fill a vacant position should the number of Members of the Board who are Audit and Supervisory Committee Members fall below the number required by laws and regulations.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for the role of substitute Member of the Board who is an Audit and Supervisory Committee Member is as follows:

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
Rie Aoki (October 9, 1970)	<p>Oct. 1995 Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC)</p> <p>July 2000 Joined Daiwa Securities SB Capital Markets Co., Ltd. (current Daiwa Securities Co., Ltd.)</p> <p>Apr. 2004 Established Aoki Certified Public Accountant Office, President (current position)</p> <p>June 2010 Outside Audit and Supervisory Board Member of Drecom Co., Ltd.</p> <p>Nov. 2013 Full-Time Audit & Supervisory Board Member of Geniece, Inc. (current position)</p> <p>June 2015 Member of the Board (Audit and Supervisory Committee Member) of Drecom Co., Ltd. (current position)</p>	- shares

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Rie Aoki is a candidate for substitute outside Member of the Board.
 3. The Company has nominated Rie Aoki as a candidate for substitute outside Member of the Board because she has expert knowledge and experience as a certified public accountant, and it expects she will be useful in enhancing the corporate governance of the Company. She has never in the past been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as a Member of the Board who is an Audit and Supervisory Committee Member based on the above reasons.
 4. If Rie Aoki is elected as a Member of the Board who is an Audit and Supervisory Committee Member, pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company plans to enter into an agreement with her to limit her liability under Article 423, paragraph 1 of the same Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the amount provided for under Article 425, paragraph 1 of the Companies Act.