

Securities code: 8283

May 31, 2018

To our shareholders:

Kunio Ninomiya
Representative Director, President
PALTAC CORPORATION
2-46 Honmachibashi, Chuo-ku
Osaka City, Osaka Prefecture

Notice of Convocation of the 90th Ordinary General Meeting of Shareholders

You are cordially invited to attend the 90th Ordinary General Meeting of Shareholders of PALTAC CORPORATION (the “Company”), which will be held as described below.

If you are unable to attend the Meeting in person, you may exercise your voting rights in writing or via the Internet. Please review the appended Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. on Thursday, June 21, 2018.

Meeting Details

- 1. Date and time:** Friday, June 22, 2018 at 10:00 a.m.
(Reception desk opens at 9:00 a.m.)
- 2. Venue:** Meeting room “Shun” on the second floor, CITY PLAZA OSAKA
2-31 Honmachibashi, Chuo-ku, Osaka City, Osaka Prefecture
- 3. Purposes:**
 - Matters to be reported:**
Business Report and Non-Consolidated Financial Statements for the 90th Term (from April 1, 2017 to March 31, 2018)
 - Matters to be resolved:**
 - Proposal:** Election of Eleven (11) Directors

4. Instructions concerning exercise of voting rights:

[Exercise of voting rights by postal mail]

Please indicate your vote “for” or “against” with respect to the proposal on the enclosed voting form and ensure that you send it in time for us to receive it by 5:30 p.m. on Thursday, June 21, 2018.

[Exercise of voting rights via the Internet]

Please access our voting website (<https://evote.tr.mufg.jp/>) using the login ID and temporary password indicated on the enclosed voting form, and enter your vote “for” or “against” with respect to the proposal by following the instructions on the screen, no later than 5:30 p.m. on Thursday, June 21, 2018.

When exercising voting rights via the Internet, please refer to the “Instructions concerning the exercise of voting rights via the Internet” (Japanese only).

<For institutional investors>

You are, by making an application for using the voting platform in advance, entitled to use the Electronic Voting Platform operated by ICJ, Inc. established by the Tokyo Stock Exchange, etc., as a method for exercising your voting rights.

Reference Documents for the General Meeting of Shareholders

Proposal: Election of Eleven (11) Directors

The terms of office of all nine (9) incumbent Directors will expire at the conclusion of this General Meeting. In order to strengthen the management structure, the Company proposes the election of eleven (11) Directors, an increase of two (2) Directors.

The candidates for Director are as follows:

No.	Name		Current positions and responsibilities in the Company
1	[Reelection]	Kunio Mikita	Representative Director, Chairman, CEO
2	[Reelection]	Tadashi Morinaga	Director, Vice Chairman
3	[Reelection]	Kunio Ninomiya	Representative Director, President, COO
4	[Reelection]	Seiichi Kasutani	Director, Vice President, Executive Officer, Senior General Manager of Sales Headquarters
5	[Reelection]	Masahiko Tashiro	Director, Senior Managing Executive Officer, Senior General Manager of Logistics and Information System Headquarters
6	[New election]	Yukinori Tsujimoto	Senior Managing Executive Officer, General Manager of Secretary Division, In charge of Administration
7	[New election]	Osamu Wada	Senior Managing Executive Officer, General Manager of East Japan Sales Headquarters, General Manager of Tokyo Branch Office
8	[New election]	Masahiro Noma	Senior Managing Executive Officer, General Manager of West Japan Sales Headquarters, General Manager of Merchandise Headquarters
9	[Reelection]	Katsutoshi Yogo	[Outside Director] [Independent Officer] Outside Director
10	[Reelection]	Ryu Matsumoto	[Outside Director] [Independent Officer] Outside Director
11	[Reelection]	Kaori Oishi	[Outside Director] [Independent Officer] Outside Director

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	[Reelection] Kunio Mikita (October 23, 1943)	March 1966	Joined Daisho Co., Ltd. (current PALTAC CORPORATION)	147,464 shares
		December 1990	Director, Senior Manager of First Sales Department of Sales Headquarters of the Company	
		October 1995	Managing Director, General Manager of Sales Headquarters of the Company	
		December 1996	Representative Director, Vice President, General Manager of Sales Headquarters of the Company	
		December 1998	Representative Director, President of the Company	
		October 2005	Representative Director, Vice President of Mediceo Paltac Holdings Co., Ltd. (current MEDIPAL HOLDINGS CORPORATION)	
		June 2008	Director, Chairman of Mediceo Paltac Holdings Co., Ltd.	
		June 2009	Director and Senior Advisor of Mediceo Paltac Holdings Co., Ltd.	
		June 2010	Representative Director, Chairman and Chief Executive Officer of the Company	
		June 2012	Representative Director, Chairman, CEO of the Company (incumbent)	
[Reasons for nomination as candidate for Director] Mr. Kunio Mikita has engaged in various important posts of the Company's Sales Division, and after assuming the position of Director in 1990, he then served as Representative Director, President from 1998 to 2010, and has served as Representative Director, Chairman since 2010. He possesses extensive experience and far-ranging insight as a manager, as well as strong leadership abilities. The Company has nominated Mr. Kunio Mikita as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to play a full role in the oversight of management as a whole, as well as in decision-making.				

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	[Reelection] Tadashi Morinaga (May 1, 1948)	<p>March 1967 Joined Daisho Co., Ltd. (current PALTAC CORPORATION)</p> <p>December 1998 Director, General Manager of Resource Management Division of Tokyo Branch Office, Deputy General Manager of Resource Management Division of Yokohama Branch Office of the Company</p> <p>December 2003 Managing Director, General Manager of General Affairs Headquarters of the Company</p> <p>October 2006 Director, Senior Managing Executive Officer, Senior General Manager of Administrative Affairs Headquarters of the Company</p> <p>June 2012 Representative Director, Vice President, Executive Officer, In charge of Administration and CSR of the Company</p> <p>April 2014 Representative Director, Vice President, Executive Officer, In charge of Administration of the Company</p> <p>April 2017 Director, Vice Chairman of the Company (incumbent)</p>	58,715 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Tadashi Morinaga has engaged in various important posts of the Company's Administrative Division, and after assuming the position of Director in 1998, he has overseen the General Affairs Division and Financial Division as Representative Director, Vice President, Executive Officer from 2012 to 2017. He possesses extensive experience and far-ranging insight as a manager. The Company has nominated Mr. Tadashi Morinaga as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to play a full role in the oversight of management as a whole, as well as in decision-making.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	[Reelection] Kunio Ninomiya (February 22, 1956)	<p>April 1978 Joined the Company</p> <p>December 2004 Executive Officer, General Manager of Merchandise Headquarters of the Company</p> <p>April 2008 Managing Executive Officer, General Manager of Chugoku Branch Office of the Company</p> <p>June 2010 Senior Managing Executive Officer, General Manager of Kinki Branch Office of the Company</p> <p>June 2012 Director, Senior Managing Executive Officer, General Manager of General Affairs Headquarters of the Company</p> <p>April 2014 Director, Vice President, Executive Officer, General Manager of West Japan Sales Headquarters, General Manager of Merchandise Headquarters of the Company</p> <p>April 2015 Director, Vice President, Executive Officer, Senior General Manager of Sales Headquarters of the Company</p> <p>June 2016 Director of MEDIPAL HOLDINGS CORPORATION (incumbent)</p> <p>April 2017 Representative Director, Vice President, Executive Officer of the Company</p> <p>January 2018 Representative Director, President, COO, of the Company (incumbent)</p> <p>(Significant concurrent positions outside the Company) Director of MEDIPAL HOLDINGS CORPORATION</p>	28,224 shares
		<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Kunio Ninomiya has engaged in various important posts of the Company's Sales Division and Procurement Division, and after assuming the position of Director in 2012 he worked to enhance the overall management as Representative Director, Vice President, Executive Officer from 2017, and he has served as Representative Director, President since 2018. He possesses extensive experience and far-ranging insight as a manager. The Company has nominated Mr. Kunio Ninomiya as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to play a full role in the oversight of management as a whole, as well as in decision-making.</p>	

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	[Reelection] Seiichi Kasutani (September 22, 1962)	<p>April 1985 Joined the Company</p> <p>June 2011 Executive Officer, General Manager of Yokohama Branch Office of the Company</p> <p>April 2013 Managing Executive Officer, General Manager of Yokohama Branch Office of the Company</p> <p>June 2014 Director, Managing Executive Officer, General Manager of Yokohama Branch Office of the Company</p> <p>June 2016 Managing Executive Officer, General Manager of Sales Headquarters of the Company</p> <p>June 2017 Director, Senior Managing Executive Officer, General Manager of Sales Headquarters of the Company</p> <p>April 2018 Director, Vice President, Executive Officer, Senior General Manager of Sales Headquarters of the Company (incumbent)</p>	13,756 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Seiichi Kasutani has engaged in various important posts of the Company's Sales Division, and is currently working to enhance the Sales Division as Director, Vice President, Executive Officer, Senior General Manager of Sales Headquarters after assuming the position of Director in 2017. He possesses extensive experience and far-ranging insight. The Company has nominated Mr. Seiichi Kasutani as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to play a full role in the oversight of management as a whole, as well as in decision-making.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	[Reelection] Masahiko Tashiro (August 22, 1956)	<p>April 1979 Joined Sanseido Co., Ltd. (current MEDIPAL HOLDINGS CORPORATION)</p> <p>April 2007 General Manager of Sales Division of Chubu Branch Office of the Company</p> <p>April 2008 Executive Officer, Deputy General Manager of Financial Headquarters of the Company</p> <p>June 2011 Managing Executive Officer, General Manager of Financial Headquarters of the Company</p> <p>April 2014 Senior Managing Executive Officer, General Manager of Financial Headquarters of the Company</p> <p>June 2014 Director, Senior Managing Executive Officer, General Manager of Financial Headquarters of the Company</p> <p>April 2018 Director, Senior Managing Executive Officer, Senior General Manager of Logistics and Information System Headquarters of the Company (incumbent)</p>	25,668 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Masahiko Tashiro has engaged in various important posts of the Company's Sales Division and Financial Division, and after assuming the position of Director in 2014, he is currently in charge of Logistics and System strategy as Director, Senior Managing Executive Officer, Senior General Manager of Logistics and Information System Headquarters. He possesses extensive experience and far-ranging insight as a manager. The Company has nominated Mr. Masahiko Tashiro as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to play a full role in the oversight of management as a whole, as well as in decision-making.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
6	[New election] Yukinori Tsujimoto (September 16, 1954)	<p>April 1978 Joined the Company</p> <p>December 2004 Executive Office, General Manager of Retail Solution Headquarters of the Company</p> <p>April 2009 Managing Executive Officer, General Manager of Kyushu Branch Office of the Company</p> <p>June 2012 Senior Managing Executive Officer, General Manager of Kyushu Branch Office of the Company</p> <p>April 2014 Senior Managing Executive Officer, General Manager of General Affairs Headquarters of the Company</p> <p>June 2015 Director, Senior Managing Executive Officer, General Manager of Merchandise Headquarters, General Manager of Retail Solution Headquarters of the Company</p> <p>June 2016 Senior Managing Executive Officer, General Manager of Secretary Division, General Manager of Overseas Business Headquarters of the Company</p> <p>April 2018 Senior Managing Executive Officer, General Manager of Secretary Division, In charge of Administration of the Company (incumbent)</p>	21,094 shares
		<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Yukinori Tsujimoto has engaged in various important posts of the Company's Sales Division and Administrative Division and is currently working to enhance the Administrative Division as a whole as Senior Managing Executive Officer, General Manager of Secretary Division, In charge of Administration. He possesses extensive experience and far-ranging insight. The Company has nominated Mr. Yukinori Tsujimoto as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and play a full role in the oversight of management as a whole, as well as in decision-making.</p>	
7	[New election] Osamu Wada (August 31, 1960)	<p>January 1984 Joined the Company</p> <p>June 2011 Executive Officer, General Manager of Chugoku Branch Office of the Company</p> <p>April 2013 Managing Executive Officer, General Manager of Chushikoku Branch Office of the Company</p> <p>April 2015 Managing Executive Officer, General Manager of West Japan Sales Headquarters of the Company</p> <p>April 2016 Managing Executive Officer, General Manager of Logistics Headquarters of the Company</p> <p>April 2018 Senior Managing Executive Officer, General Manager of East Japan Sales Headquarters, General Manager of Tokyo Branch Office of the Company (incumbent)</p>	12,037 shares
		<p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Osamu Wada has engaged in various important posts of the Company's Sales Division and Logistics Division, and is currently working to enhance the Sales Division as Senior Managing Executive Officer, General Manager of East Japan Sales Headquarters, General Manager of Tokyo Branch Office. He possesses extensive experience and far-ranging insight. The Company has nominated Mr. Osamu Wada as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and play a full role in the oversight of management as a whole, as well as in decision-making.</p>	

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company		Number of the Company’s shares owned
8	[New election] Masahiro Noma (September 6, 1962)	April 1985	Joined the Company	13,384 shares
		June 2012	Executive Officer, General Manager of Kinki Branch Office of the Company	
April 2013	Managing Executive Officer, General Manager of Kinki Branch Office of the Company			
June 2014	Director, Managing Executive Officer, General Manager of Kinki Branch Office of the Company			
June 2016	Managing Executive Officer, General Manager of Nagoya Branch Office of the Company			
April 2018	Senior Managing Executive Officer, General Manager of West Japan Sales Headquarters, General Manager of Merchandise Headquarters of the Company (incumbent)			
		[Reasons for nomination as candidate for Director] Mr. Masahiro Noma has engaged in various important posts of the Company’s Sales Division, and is currently working to enhance the Sales Division and Procurement Division as Senior Managing Executive Officer, General Manager of West Japan Sales Headquarters, General Manager of Merchandise Headquarters. He possesses extensive experience and far-ranging insight. The Company has nominated Mr. Masahiro Noma as a candidate for Director as the Company has determined that he will be able to utilize his extensive experience and track records and play a full role in the oversight of management as a whole, as well as in decision-making.		
9	[Reelection] Katsutoshi Yogo (July 18, 1945)	April 1968	Joined Toyota Motor Sales Co., Ltd. (current TOYOTA MOTOR CORPORATION)	5,704 shares
		June 1996	Senior Manager of Vehicle Sales District 5 of Toyota Motor Sales Co., Ltd.	
		June 1999	Executive Director of OSAKA TOYOPET Corporation	
		June 2004	Representative Director, Vice President of TOYOTA FINANCE CORPORATION	
		June 2006	Representative Director, President of TOYOTA TOKYO COROLLA CORPORATION	
		June 2011	Outside Director of the Company (incumbent)	
	[Outside Director] [Independent Officer]	[Reasons for nomination as candidate for Outside Director] As a former manager of a leading Japanese automotive manufacturing company, Mr. Katsutoshi Yogo possesses extensive experience and far-ranging insight, and he has served as an Outside Director of the Company since 2011. The Company has nominated Mr. Katsutoshi Yogo as a candidate for Outside Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to supervise the executive operations of the Company and participate in the decision-making from an independent standpoint.		

No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions outside the Company	Number of the Company's shares owned
10	<p>[Reelection]</p> <p>Ryu Matsumoto (June 26, 1952)</p> <p>[Outside Director]</p> <p>[Independent Officer]</p>	<p>April 1975 Joined The Seibu Department Stores, Limited (current Sogo & Seibu Co., Ltd.)</p> <p>August 2009 Director & Executive Officer of Sogo & Seibu Co., Ltd.</p> <p>January 2010 Director & Managing Executive Officer of Sogo & Seibu Co., Ltd.</p> <p>February 2011 Director & Senior Managing Executive Officer of Sogo & Seibu Co., Ltd.</p> <p>March 2013 President and Representative Director of Sogo & Seibu Co., Ltd.</p> <p>June 2017 Outside Director of the Company (incumbent)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Councilor of Waseda University</p> <p>Councilor of Japan Institute of Design Promotion</p>	103 shares
		<p>[Reasons for nomination as candidate for Outside Director]</p> <p>Mr. Ryu Matsumoto possesses extensive experience and far-ranging insight as a manager for a major retail company, and has served as an Outside Director since 2017. The Company has nominated Mr. Ryu Matsumoto as a candidate for Outside Director as the Company has determined that he will be able to utilize his extensive experience and track records and continue to supervise the executive operations of the Company and participate in the decision-making from an independent standpoint.</p>	
11	<p>[Reelection]</p> <p>Kaori Oishi (April 21, 1977)</p> <p>[Outside Director]</p> <p>[Independent Officer]</p>	<p>October 2001 Registered as Attorney at Law</p> <p>October 2001 Joined Kitahama Law Office (current Kitahama Partners)</p> <p>January 2013 Partner of Kitahama Partners (incumbent)</p> <p>June 2017 Outside Director of the Company (incumbent)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Partner attorney of Kitahama Partners</p>	103 shares
		<p>[Reasons for nomination as candidate for Outside Director]</p> <p>Ms. Kaori Oishi possesses expert knowledge and extensive experience gained as an attorney at law and is well versed in corporate legal affairs, and has served as an Outside Director since 2017. Although Ms. Kaori Oishi has not been involved in past corporate management, the Company has nominated her as a candidate for Outside Director as the Company has determined that she will be able to continue to supervise the executive operations of the Company and participate in the decision-making from an independent standpoint as well as with a woman's perspective.</p>	

Notes:

1. There are no special interests between any of the candidates for Director and the Company.
2. MEDIPAL HOLDINGS CORPORATION is the Company's parent company. The positions and responsibilities that a candidate for Director, Mr. Kunio Ninomiya currently holds, or has held during the last five years, as an executive of the parent company are as described in the "Career summary, positions and responsibilities, and significant concurrent positions outside the Company" column.
3. Mr. Katsutoshi Yogo, Mr. Ryu Matsumoto and Ms. Kaori Oishi are candidates for Outside Director.
4. The Company has entered into agreements under Article 427, Paragraph 1 of the Companies Act with Mr. Katsutoshi Yogo, Mr. Ryu Matsumoto and Ms. Kaori Oishi to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. If their election is approved, the Company plans to renew the agreements with them.
5. Mr. Katsutoshi Yogo, Mr. Ryu Matsumoto and Ms. Kaori Oishi are currently serving as Outside Director of the Company, and at the conclusion of this Meeting, Mr. Katsutoshi Yogo will have served in this role for seven years, and Mr. Ryu Matsumoto and Ms. Kaori Oishi will have served in this role for one year.
6. The Company has provided notice that Mr. Katsutoshi Yogo, Mr. Ryu Matsumoto and Ms. Kaori Oishi are Independent Officer according to the stipulations of the Tokyo Stock Exchange. If the election of Mr. Katsutoshi Yogo, Mr. Ryu Matsumoto and Ms. Kaori Oishi is approved, they will continue to be designated as Independent Officer.