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(Stock Exchange Code 7510)
June 8, 2018

Notice to Shareholders

Isamu Ogura
Representative Director & President
TAKEBISHI CORPORATION
29, Mameda-cho, Nishi-kyogoku,
Ukyo-ku, Kyoto, Japan

NOTICE OF THE 129TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 129th Annual General Meeting of Shareholders of TAKEBISHI CORPORATION (the “Company” or “we”). The meeting will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing (the Voting Rights Exercise Form). In this case, please review the “Reference Documents for General Meeting of Shareholders,” indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:15 p.m. on Tuesday, June 26, 2018, Japan time. Thank you very much for your cooperation.

Details of the Meeting

- 1. Date and Time:** 10:00 a.m., Wednesday, June 27, 2018
- 2. Place:** 1st Floor Event Hall of Head office located at 29, Mameda-cho, Nishi-kyogoku, Ukyo-ku, Kyoto, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report, Consolidated Financial Statements for the Company’s 129th Fiscal Year (April 1, 2017 - March 31, 2018) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 129th Fiscal Year (April 1, 2017 - March 31, 2018)

Proposals to be resolved:

- Proposal 1:** Election of Ten (10) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 2:** Election of Two (2) Substitute Directors who are Audit and Supervisory Committee Members

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Should the Business Report, the Consolidated Financial Statements, the Non-consolidated Financial Statements and the Reference Documents for the General Meeting of Shareholders require revisions, the revised versions will be posted on the Company’s website (<http://www.takebishi.co.jp/>).

- Of the documents to be attached to the notice of convocation, the Notes to Consolidated Financial Statements and the Notes to Non-consolidated Financial Statements are posted on our website (<http://www.takebishi.co.jp/company/ir/meeting.html>) in accordance with laws and regulations and Article 15 of Articles of Incorporation of the Company and accordingly are not included in this notice of convocation. The Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements have been audited as parts of the Consolidated Financial Statements and Non-consolidated Financial Statements in the preparation of the audit reports by the Audit and Supervisory Committee and the Accounting Auditor.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Election of Ten (10) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The term of office of all eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the close of this General Meeting of Shareholder.

The Company proposes an increase in the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) by two (2) to further strengthen the management structure. Accordingly, the election of ten (10) Directors (excluding Directors who are Audit and Supervisory Committee Members) is proposed.

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

No.		Name	Current positions and responsibilities at the Company
1	Reelection	Hiroyuki Fujiwara	Director & Chairman
2	Reelection	Isamu Ogura	Representative Director, President & CEO
3	Reelection	Yukihiro Hashimoto	Director & General Managing Executive Officer and General Manager of Social & Information Systems Division and in charge of Electro-Mechanical Systems Division
4	Reelection	Takashi Kamei	Director & Senior Managing Executive Officer and Chief of Business Strategy Office
5	Reelection	Masanori Nishida	Director & Executive Officer and General Manager of Electronics Device Division
6	Reelection	Kazuhiko Sakaguchi	Director & Executive Officer and Chief of Business Promotion Office
7	New election	Hiroshi Okagaki	Executive Officer and General Manager of Technical Development Division
8	New election	Katsuhiko Nakauchi	Executive Officer and General Manager of Electro-Mechanical Systems Division
9	Reelection	Takehisa Iwata	Director & Executive Adviser
10	Reelection Outside Director	Hiroshi Hiraide	Outside Director

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
1 <u>Reelection</u>	Hiroyuki Fujiwara (June 24, 1952)	April 1975	Joined the Company	24,473
		April 2002	Manager of Industrial Electro-Mechanical Department	
		June 2006	Assistant General Manager of Electro-Mechanical Systems Division, Manager of Sales Planning Department and Manager of Industrial Electro-Mechanical Department	
		June 2007	Executive Officer and General Manager of Electro-Mechanical Systems Division	
		June 2008	Director & Managing Executive Officer, and General Manager of Electro-Mechanical Systems Division	
		June 2012	Representative Director, President & CEO	
		June 2017	Director & Chairman (to present)	
Reason for nomination as a Director candidate He is considered to be fit for the position as a Director on account of his past records of serving as the Chairman of the Board of Directors and supervising the management of the Company, as well as the extensive experience and insight developed through the leadership role that he has played in the management of the Company.				
2 <u>Reelection</u>	Isamu Ogura (July 11, 1959)	April 1982	Joined the Company	21,707
		April 2005	Assistant General Manager of Shiga Branch	
		October 2005	General Manager of Nagoya Branch	
		April 2011	Assistant Chief of Business Strategy Office	
		October 2011	Assistant Chief of Business Strategy Office and Manager of Corporate Planning Department	
		June 2012	Director & Executive Officer, Chief of Business Strategy Office, Manager of Corporate Planning Department	
			Chairman of the Board of Directors of Takebishi Electric Sales Hong Kong Limited and Chairman of the Board of Directors of Takebishi Electric Sales Shanghai Limited	
		April 2014	Director & Executive Officer and Chief of Business Strategy Office	
		June 2016	Director & Managing Executive Officer and Chief of Business Strategy Office	
		June 2017	Representative Director, President & CEO (to present)	
Reason for nomination as a Director candidate He is considered to be fit for the position as a Director on account of his past records of serving as the Representative Director & President and demonstrating his leadership in leading the management of the Company, as well as the knowledge and experience developed by assuming management responsibilities at the Company.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3 Reelection	Yukihiro Hashimoto (June 13, 1958)	<p>April 1981 Joined the Company</p> <p>February 2005 Manager of Industry Machinery Department</p> <p>July 2007 Manager of FA Systems Department</p> <p>April 2011 Assistant General Manager of Electro-Mechanical Systems Division and Manager of Sales Administration Department</p> <p>April 2012 Assistant General Manager of Social & Information Systems Division</p> <p>June 2012 Director & Executive Officer and General Manager of Social & Information Systems Division</p> <p>June 2015 Director & Managing Executive Officer and General Manager of Social & Information Systems Division</p> <p>June 2017 Director & General Managing Executive Officer and General Manager of Social & Information Systems Division and in charge of Electro-Mechanical Systems Division (to present)</p> <p>[Significant concurrent position] President of TAKEBISHI (THAILAND) CO., LTD.</p>	13,229
<p>Reason for nomination as a Director candidate</p> <p>He is considered to be fit for the position as a Director who is responsible for leading the social and information systems business of the Company on account of his experience in assuming management responsibilities at the Company serving as an Executive Officer in charge of the Social & Information Systems Division, as well as his knowledge developed through the experience in sales activities.</p>			
4 Reelection	Takashi Kamei (September 11, 1958)	<p>April 1981 Joined Mitsubishi Electric Corporation</p> <p>April 2005 Manager of FA Overseas Project Division of Mitsubishi Electric Corporation</p> <p>April 2009 Manager of Industrial Mechatronics Department of Mitsubishi Electric Corporation</p> <p>April 2012 Assistant General Manager of Electro-Mechanical Systems Division of the Company</p> <p>June 2012 Director & Executive Officer and General Manager of Electro-Mechanical Systems Division of the Company</p> <p>June 2015 Director & Managing Executive Officer and General Manager of Electro-Mechanical Systems Division of the Company</p> <p>June 2017 Director & Senior Managing Executive Officer and Chief of Business Strategy Office of the Company (to present)</p>	23,375
<p>Reason for nomination as a Director candidate</p> <p>He is considered to be fit for the position as a Director who is responsible for corporate planning and the execution of business strategies on account of his experience in assuming management responsibilities at the Company serving as an Executive Officer in charge of business strategies of the Company, as well as his extensive knowledge and insight developed through the experience in working for other companies.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5 Reelection	Masanori Nishida (March 5, 1959)	<p>April 1981 Joined the Company</p> <p>April 2005 Manager of Semiconductor Technology Department</p> <p>April 2006 President of Takebishi Electric Sales Shanghai Limited</p> <p>July 2011 Assistant General Manager of Electronics Device Division and Manager of Technical Development Department of the Company</p> <p>July 2013 Assistant General Manager of Electronics Device Division and Manager of Sales Administration Department</p> <p>April 2015 General Manager of Electronics Device Division</p> <p>July 2015 Executive Officer and General Manager of Electronics Device Division</p> <p>June 2017 Director & Executive Officer and General Manager of Electronics Device Division (to present)</p> <p>[Significant concurrent position]</p> <p>Chairman of the Board of Directors of Takebishi Electric Sales Hong Kong Limited</p> <p>Chairman of the Board of Directors of Takebishi Electric Sales Shanghai Limited</p> <p>President of Takebishi Europe B.V.</p>	12,018
<p>Reason for nomination as a Director candidate</p> <p>He is considered to be fit for the position as a Director who is responsible for leading the semiconductor and electronics device businesses of the Company on account of his experience in assuming management responsibilities at the Company serving as an Executive Officer in charge of the Electronics Device Division, as well as his knowledge and experience developed by serving as a President of overseas subsidiaries.</p>			
6 Reelection	Kazuhiko Sakaguchi (March 31, 1962)	<p>April 1984 Joined the Company</p> <p>July 2007 Manager of Corporate Planning Department</p> <p>October 2011 Manager of General Affairs Department</p> <p>October 2013 Assistant Chief of Business Promotion Office and Manager of General Affairs Department</p> <p>June 2017 Director & Executive Officer and Chief of Business Promotion Office (to present)</p>	12,743
<p>Reason for nomination as a Director candidate</p> <p>He is considered to be fit for the position as a Director who is responsible for business promotion of the Company on account of his experience in assuming management responsibilities at the Company serving as an Executive Officer in charge of business promotion of the Company, as well as his extensive knowledge developed through the experience in supervising the general affairs, accounting, and information systems of the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
7 New election	Hiroshi Okagaki (November 6, 1960)	April 1983 July 2006 April 2011 April 2016 June 2017	Joined the Company Manager of Technical Development Department Manager of FA Systems Department Assistant General Manager of Technical Development Division Executive Officer and General Manager of Technical Development Division (to present)	11,408
	Reason for nomination as a Director candidate He is considered to be fit for the position as a new Director who is responsible for leading the technical development sections of the Company on account of his extensive knowledge developed through the experience in assuming technical development responsibilities serving as an Executive Officer in charge of the Technical Development Division of the Company.			
8 New election	Katsuhiro Nakauchi (July 31, 1961)	April 1984 April 2009 February 2014 April 2017 June 2017	Joined the Company General Manager of Kihoku Branch Manager of Sales Administration Department, Electro-Mechanical Systems Division Assistant General Manager of Electro-Mechanical Systems Division Executive Officer and General Manager of Electro-Mechanical Systems Division (to present)	6,043
	Reason for nomination as a Director candidate He is considered to be fit for the position as a new Director who is responsible for leading the electro-mechanical systems sections of the Company on account of his extensive experience in supervising sales activities and branch operations serving as an Executive Officer in charge of the Electro-Mechanical Systems Division of the Company.			
9 Reelection	Takehisa Iwata (January 27, 1945)	April 1969 April 1999 April 2003 June 2003 June 2006 June 2012 June 2017	Joined Mitsubishi Electric Corporation Senior General Manager and General Manager of Affiliates Business Promotion Division, Mitsubishi Electric Corporation Assistant to the President of the Company Representative Director & President of the Company Representative Director, President & CEO of the Company Director & Chairman of the Company Director & Executive Adviser of the Company (to present)	40,048
	Reason for nomination as a Director candidate He is considered to be fit for the position as a Director on account of his longstanding experience and records in leading the management of the Company, as well as his extensive insight developed through the experience in working for other companies.			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
10 Reelection Outside Director	Hiroshi Hiraide (June 29, 1962)	<p>April 1986 Joined Mitsubishi Electric Corporation</p> <p>April 2013 Manager of FA Systems Department, Chugoku Branch of Mitsubishi Electric Corporation</p> <p>April 2017 Assistant General Manager of Kansai Branch and Manager of Equipment 2 Department of Mitsubishi Electric Corporation</p> <p>June 2017 Director of the Company (to present)</p> <p>[Significant concurrent position]</p> <p>Outside Director of MANSEI CORPORATION</p>	—
<p>Reason for nomination as an Outside Director candidate</p> <p>He is considered to be fit for the position as an Outside Director who is responsible for the supervision of the management of the Company from the objective viewpoint because his extensive knowledge and experience developed through working for other companies would be beneficial for the management of the Company.</p>			

(Notes)

1. Mr. Hiroshi Hiraide concurrently serves as Assistant General Manager (employee) of Kansai Branch of Mitsubishi Electric Corporation. Mitsubishi Electric Corporation is a major shareholder of the Company and has a special business relationship with the Company (Major supplier and customer).
2. No special interests exist between each of the candidates and the Company other than 1. above.
3. Mr. Hiroshi Hiraide is a candidate for Outside Director.
4. Mr. Hiroshi Hiraide is currently an Outside Director of the Company and one year will have passed at the close of this General Meeting of Shareholders since his assumption of office.
5. If the reelection of Messrs. Takehisa Iwata and Hiroshi Hiraide is approved, the Company, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, intends to continue the liability limitation agreements that has been concluded with them, stipulated in Article 423, Paragraph 1 of the same Act. The amount of limit of liability for damages under such contract shall be a predetermined amount of 1 million yen or more or the minimum liability amount provided for by laws or ordinances, whichever is higher.
6. The number of shares of the Company held by each candidate for Director includes the stocks held by each candidate in the officers shareholding association and employees' shareholding association. (Fractional shares have been omitted.)

Proposal 2: Election of Two (2) Substitute Directors who are Audit and Supervisory Committee Members

To prepare for the contingency in which the Company does not have the number of Directors who are Audit and Supervisory Committee Members required by laws and ordinances, the Company proposes to elect two (2) Substitute Directors who are Audit and Supervisory Committee Members.

The candidates for substitute Directors who are Audit and Supervisory Committee Members are as follows. Mr. Susumu Sakai is a candidate for substitute to fill in for Mr. Akira Matsuki, and Mr. Norio Masukawa is a candidate for substitute to fill in for Mr. Yoshinori Yamada.

The Audit and Supervisory Committee has previously given its approval to this Proposal.

No.	Name (Date of birth)	Career summary and significant concurrent positions		Number of shares of the Company held
1	Susumu Sakai (August 31, 1949)	March 1972	Joined the Company	11,100
		June 1999	Manager of Corporate Planning Department	
		June 2006	Executive Officer, Assistant Chief of Business Strategy Office and Manager of Corporate Planning Department	
		June 2007	Director & Managing Executive Officer and Chief of Business Strategy Office	
		June 2012	Advisor	
		June 2013	Resigned from the Company	
	Reason for nomination as a candidate for Substitute Director who is an Audit and Supervisory Committee Member He is considered to be fit for the position given that he has a thorough knowledge of the businesses of the Company based on his past experience in assuming management responsibilities at the Company as an Executive Officer in charge of business strategies of the Company and he would be able to draw on his experience and knowledge to contribute to audit and supervisory operations of the Company.			
2 Outside Director	Norio Masukawa (January 2, 1949)	March 1980	Completed training at Legal Training and Research Institute of the Supreme Court	—
		April 1980	Registered as Attorney (Japan Federation of Bar Associations)	
		April 1983	Opened Masukawa Law Office (current Masukawa Sogo Law Office) (to present)	
	Reason for nomination as a candidate for Substitute Outside Director who is an Audit and Supervisory Committee Member He is considered to be fit for the position given that he would be able to draw on his expert knowledge and experience, etc. as an attorney to contribute to audit and supervisory operations of the Company although he has never been involved in corporate management.			

(Notes)

1. The Company has entered into an agreement to retain Mr. Norio Masukawa, one of the candidates mentioned above, as in-house counsel. No special interests exist between Mr. Susumu Sakai and the Company.
2. Mr. Norio Masukawa is a candidate for Substitute Outside Director.
3. If Mr. Norio Masukawa is appointed Outside Director, the Company, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, intends to enter into a liability limitation agreement with him, stipulated in Article 423, Paragraph 1 of the same Act. The amount of limit of liability for damages under such contract shall be a predetermined amount of 1 million yen or more or the minimum liability amount provided for by laws or ordinances, whichever is higher.