

Securities Code: 2737
June 11, 2018

To Our Shareholders:

Ichiro Tsumaki, President
TOMEN DEVICES CORPORATION
8-12, Harumi 1-chome, Chuo-ku, Tokyo
104-6230, Japan

NOTICE OF THE 27TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 27th Ordinary General Meeting of Shareholders of Tomen Devices 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 attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. (Japan Standard Time) on Wednesday, June 27, 2018.

1. **Date and Time:** Thursday, June 28, 2018 at 10:00 a.m. (Japan Standard Time)
(Reception will open at 9:00 a.m.)
2. **Venue:** 8-12, Harumi 1-chome, Chuo-ku, Tokyo 104-6230, Japan
Harumi Island Triton Square Office Tower, Bldg. Z, 30F
The Company’s Conference Room
3. **Purpose of the Meeting:**
 - Items to be reported:
 1. Business Report and Consolidated Financial Statements for the 27th Term (from April 1, 2017 to March 31, 2018), as well as the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 2. Non-Consolidated Financial Statements for the 27th Term (from April 1, 2017 to March 31, 2018)
 - Items to be resolved:

Proposal No. 1	Disposition of surplus
Proposal No. 2	Election of eight (8) Directors
Proposal No. 3	Election of one (1) Audit & Supervisory Board Member
Proposal No. 4	Election of one (1) substitute Audit & Supervisory Board Member
4. **On Voting Rights**
 - (1) Exercising voting rights in writing
Please exercise your voting rights by stating whether you are for or against the agenda items on the enclosed voting form and return it so that it reaches us by Wednesday, June 27, 2018 at 5:30 p.m. (Japan Standard Time). If there is no indication of whether you are for or against an agenda item on the voting form, we will deem it an indication that you are for the agenda item.
 - (2) Exercising voting rights through the Internet
If you are exercising your voting rights via the Internet, please do so by Wednesday, June 27, 2018 at 5:30 p.m. (Japan Standard Time).
If voting rights are exercised using both the voting form and the Internet, we will deem the vote exercised via the Internet as the effective vote. If voting rights are exercised multiple times via the Internet, we will deem the final vote submitted via the Internet as the effective vote.

5. Disclosure through the Internet

Because we post the “Status of the Accounting Auditor”, “System and Policy of the Company”, “Notes to Consolidated Financial Statement” and “Notes to Non-Consolidated Financial Statements” on our website (<https://www.tomendevices.co.jp>) based on the laws and regulations and Article 14 of our Articles of Incorporation, it is not stated on documents provided with the Notice of the Ordinary General Meeting of Shareholders. Therefore, documents provided with the Notice of the Ordinary General Meeting of Shareholders are part of the subjects audited by Audit & Supervisory Board Members and Accounting Auditors when preparing audit reports. If any circumstance gives rise to the need for alteration to the reference documents for the General Meeting of Shareholders, business report or the consolidated or non-consolidated financial statements, we will post the altered contents on the Company’s website.

6. Other Matters concerning this Notice of the Ordinary General Meeting of Shareholders

If exercising voting rights by proxy, you may delegate another shareholder who holds a voting right as an agent. However, along with a letter certifying the right of proxy (proxy letter), one of the following documents must be submitted.

(1) Voting form of the delegating shareholder

(2) Certificate of stamp seal of the actual stamp on the document certifying the right of representation

(3) Copy of delegating shareholder's passport, driver's license or health insurance card or other identification document

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Disposition of surplus

The Company proposes the appropriation of surplus as follows:

Year-end dividends

Regarding our dividend policy, we will pay dividends based on performance in order to return profits in accordance with consolidated business results for each fiscal year. The consolidated payout ratio is targeted at 30%, and we are willing to flexibly deal with changes in the economic environment and demand for funds.

We intend to use retained earnings to strengthen our management foundation, meet the demand for funds accompanying business expansion, and to strengthen our financial standing.

In accordance with this policy, the Company proposes to pay year-end dividends for the 27th term as follows:

- (1) Type of dividend property

Cash

- (2) Allotment of dividend property and their aggregate amount

The Company proposes to pay a dividend of ¥80 per common share of the Company.

In this event, the total dividends will be ¥544,111,120.

- (3) Effective date of dividends of surplus

June 29, 2018.

Trends in dividend and dividend payout ratio

Classification	24th Term	25th Term	26th Term	27th Term (Current term)
Dividend (yen)	40	50	60	80
Dividend payout ratio (%)	25.8	28.9	33.2	31.2

Proposal No. 2: Election of eight (8) Directors

The term of office of all eight (8) Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company proposes the election of eight (8) Directors. For the selection and election of Directors, we have set the precondition that they all have "knowledge and expertise in the field of electronics, or have experience and knowledge about general corporate management" as well as "having appropriateness and suitability as a director". Also, please refer to the business report "Standards and Policies regarding Independence of External Director" regarding the idea of appointing external and independent officers. Procedures for the election of directors are decided at the Board of Directors, with the opportunity for dialog with candidates that satisfy the above conditions. The candidates for Directors are as follows. Hong-Bum Suh is a candidate for director of a foreign nationality, and Atsuko Honda is a female candidate for director. We will continue to strive to build a highly diversified board member system.

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions
1	<div>Reappointment</div> <div>Ichiro Tsumaki (July 28, 1960)</div> <div>Years as Director: 8 years</div>	<div>April 1983 Joined Tomen Corporation (current Toyota Tsusho Corporation)</div> <div>April 2003 Manager, Electronic Information Department</div> <div>June 2004 Director of the Company</div> <div>December 2005 General Manager, Shanghai Hong Ri International Electronics Co., Ltd. (secondment)</div> <div>April 2010 Senior Manager, Electronic Device Department, Toyota Tsusho Corporation</div> <div>June 2011 Executive Managing Director of the Company</div> <div>June 2012 President, General Manager, Sales Division (current position)</div> <div>(Significant Concurrent Positions)</div> <div>Chairman, ATMD (Hong Kong) Limited</div> <div>Director, ITG Marketing, Inc.</div>
	<div>Number of the Company's shares owned: 6,700 shares</div> <div>Attendance at Board of Directors Meetings: 12 out of 12 times (100%)</div> <div>Reasons for nomination as a candidate for Director:</div> <div>Since joining the former Tomen Corporation (now Toyota Tsusho Corporation), Ichiro Tsumaki has worked mainly in the electronic device business. After becoming the General Manager of Shanghai Hong Ri International Electronics Co., Ltd., and since becoming the President of the Company in 2012, he has worked to expand overseas business and cultivate new markets. He has experience as President of the Company, as well as abundant job experience in the semiconductor industry and knowledge of corporate management, and therefore we have continued to place him as a candidate for Director.</div> <div>If this proposal is approved, we plan to reappoint Ichiro Tsumaki as President at the Board of Directors' meeting after the conclusion of this general meeting of shareholders.</div>	

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions	
2	<div>Reappointment</div> <div>Nobuo Kido (July 4, 1961)</div> <div>Years as Director: 11 years</div>	<div>April 1985 Joined Ryosan Co., Ltd.</div> <div>April 1997 Manager, Hong Kong Sales Office of the Company</div> <div>June 2007 Director</div> <div>June 2008 Executive Managing Director</div> <div>June 2010 Senior Managing Director (current position)</div> <div>(Significant Concurrent Positions)</div> <div>Vice-Chairman, ATMD (Hong Kong) Limited</div> <div>Director, ATMD Electronics (Shenzhen) Limited</div> <div>Director, ATMD Electronics (Shanghai) Limited</div>	
	<div>Number of the Company's shares owned: 9,400 shares</div> <div>Attendance at Board of Directors Meetings: 12 out of 12 times (100%)</div> <div>Reasons for nomination as a candidate for Director:</div> <div>Since formerly working for Ryosan Co., Ltd., Nobuo Kido has mainly engaged in overseas business, and he is devoting his efforts to expanding our overseas business, including the establishment of ATMD (Hong Kong) Limited. He has extensive experience in overseas business and work experience in the semiconductor industry, and as we continue to expand overseas, we expect him to be a driving force, and selected him to continue as a candidate for Director.</div>		
3	<div>Reappointment</div> <div>Hong-Bum Suh (October 16, 1961)</div> <div>Years as Director: 6 years</div>	<div>January 1986 Joined Samsung C&T Corporation Co., Ltd.</div> <div>April 2001 Manager, LCD Marketing Team, Samsung Electronics Co., Ltd.</div> <div>January 2009 Managing Director</div> <div>March 2012 Advisor of the Company</div> <div>April 2012 Deputy General Manager, Sales Division, Manager, LCD Sales Department</div> <div>June 2012 Executive Managing Director, Deputy Manager, Sales Division (current position)</div>	
	<div>Number of the Company's shares owned: 100 shares</div> <div>Attendance at Board of Directors Meetings: 12 out of 12 times (100%)</div> <div>Reasons for nomination as a candidate for Director:</div> <div>Hong-Bum Suh has primary been working in the liquid crystal panel business since he joined Samsung Electronics Co., Ltd., and after serving as an executive director for Samsung, and since becoming Executive Managing Director of the Company in 2012, he has been focusing on expanding business centered on liquid crystal panels. Since he has abundant performance in the liquid crystal panel business and knowledge of corporate management, we have continued to place him as a candidate for Director.</div>		

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions	
4	<div>Reappointment</div> <div>Kazuyuki Matsumoto (June 11, 1956)</div> <div>Years as Director: 7 years</div>	<div>April 1980</div> <div>April 2004</div> <div>April 2006</div> <div>April 2011</div> <div>June 2011</div> <div>June 2013</div>	<div>Joined Tomen Corporation (current Toyota Tsusho Corporation)</div> <div>Manager, Accounting Department</div> <div>Manager, Internal Control Promotion Department, Toyota Tsusho Corporation</div> <div>Manager, Accounting Department of the Company</div> <div>Director</div> <div>Executive Managing Director, Manager, Corporate Administration Division (current position)</div> <div>(Significant Concurrent Positions)</div> <div>Director, ATMD (Hong Kong) Limited</div>
	<div>Number of the Company's shares owned: 900 shares</div> <div>Attendance at Board of Directors Meetings: 12 out of 12 times (100%)</div> <div>Reasons for nomination as a candidate for Director:</div> <div>Since joining Tomen Corporation (currently Toyota Tsusho Corporation), Kazuyuki Matsumoto has engaged mainly in accounting work, and after working as Manager of Accounting Department at Tomen Corporation and the Company, he has served as Executive Managing Director and Manager of the Corporate Administration Division since 2013, and is committed to strengthening our compliance system and governance. He has experience as Manager of the Corporate Administration Division of the Company, as well as abundant experience and knowledge of overall corporate management, and therefore we have continued to place him as a candidate for Director.</div>		

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions	
5	<div>Reappointment</div> <p>Yasuhiro Kakiyara (March 17, 1963)</p> <p>Years as Director: 1 year</p>	<p>April 1985 Joined Toyota Tsusho Corporation</p> <p>April 2003 Director, Toyota Tsusho Electronics Corporation (secondment)</p> <p>April 2006 President, Toyota Tsusho Electronics Thailand Co., Ltd.</p> <p>April 2007 Representative Senior Managing Director, Toyota Tsusho Electronics Corporation (secondment)</p> <p>April 2010 President, Toyota Tsusho (Singapore) Pte. Ltd. (secondment)</p> <p> President, Toyota Tsusho (Myanmar) Co., Ltd.</p> <p>April 2015 General Manager, HEV & ITS Business Promotion Department, Toyota Tsusho Corporation</p> <p>April 2016 General Manager, Mobility & ITS Business Development Department</p> <p>April 2017 Executive Officer (current position)</p> <p> Director, NEXTY Electronics Corporation (current position)</p> <p>June 2017 Director of the Company (current position)</p> <p> Director, Elematec Corporation (current position)</p> <p>(Significant Concurrent Positions)</p> <p>Executive Officer, Toyota Tsusho Corporation</p> <p>Director, NEXTY Electronics Corporation</p> <p>Director, Elematec Corporation</p>	
		<p>Number of the Company's shares owned: 0 shares</p> <p>Attendance at Board of Directors Meetings: 10 out of 10 times (100%)</p> <p>Reasons for nomination as a candidate for Director:</p> <p>Yasuhiro Kakiyara has extensive experience in business in the in-vehicle equipment field and knowledge of corporate management for Toyota Tsusho Corporation and its group companies, and based on these experiences, the company feels he can provide appropriate supervision and advice to the Board of Directors. The Company has therefore continued to select him to be a candidate for Director.</p> <p>Limitation of liability:</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Yasuhiro Kakiyara to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If his election is approved, the Company plans to renew the respective agreements with him.</p>	

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions	
6	<div>Reappointment</div> <div>Takashi Ishibashi (February 28, 1954)</div> <div>Years as Director: 1 year</div>	<div>April 1984</div> <div>November 1996</div> <div>June 2001</div> <div>June 2006</div> <div>June 2011</div> <div>April 2015</div> <div>April 2017</div> <div>June 2017</div> <div>March 2018</div>	<div>Joined Tomen Electronics Corporation (current NEXTY Electronics Corporation)</div> <div>Deputy General Manager of Marketing Div. Deputy General Manager of Sales Div.</div> <div>Director</div> <div>Representative Managing Director</div> <div>Senior Managing Director</div> <div>Executive Vice-president Director, Toyota Tsusho Electronics Corporation</div> <div>Representative Director and Chairman, NEXTY Electronics Corporation (current position)</div> <div>Director of the Company (current position)</div> <div>Vice Chairman, Shanghai Hong Ri International Electronics Co., Ltd.(current position)</div> <div>(Significant Concurrent Positions) Representative Director and Chairman, NEXTY Electronics Corporation Vice Chairman, Shanghai Hong Ri International Electronics Co., Ltd.</div>
	<p>Number of the Company's shares owned: 0 shares</p> <p>Attendance at Board of Directors Meetings: 9 out of 10 times (90%)</p> <p>Reasons for nomination as a candidate for Director:</p> <p>Takashi Ishibashi has deep knowledge of the semiconductor industry and experience of management over the years at Tomen Electronics Corporation (currently NEXTY Electronics Corporation), and based on these experiences, we feel he will appropriately supervise and provide advice to the Board of Directors, so he continues to be a candidate for Director.</p> <p>He is also the Representative Director and Chairman of NEXTY Electronics Corporation, and the company deals with transactions belonging to the Company's business category.</p> <p>Limitation of liability:</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Takashi Ishibashi to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If his election is approved, the Company plans to renew the respective agreements with him.</p>		

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions	
7	<div> <div>Reappointment</div> <div>External</div> <div>Independent</div> </div> <p>Masahiro Inazu (June 7, 1954)</p> <p>Years as Director: 3 years</p>	<p>April 1979 Joined Toyota Motor Co., Ltd. (current Toyota Motor Corporation)</p> <p>January 1999 General Manager, Electronics Laboratory, Electronics Engineering Div.1, Toyota Motor Corporation</p> <p>January 2004 Project General Manager, EHV Engineering Div.</p> <p>June 2008 General Manager, HV Battery Unit Development Div.</p> <p>June 2011 Director, Toyota Technical Development Corporation</p> <p>June 2012 Managing Director</p> <p>June 2014 Senior Managing Director</p> <p>June 2015 External Director of the Company (current position) Project General Manager, Electronics Management Div. Toyota Motor Corporation</p> <p>April 2016 Project General Manager, Power Electronics Development Div.</p> <p>January 2018 Project General Manager, EHV Electronics Design Div. (current position)</p> <p>(Significant Concurrent Positions) Project General Manager, EHV Electronics Design Div., Toyota Motor Corporation</p>	<p>Number of the Company's shares owned: 0 shares</p> <p>Attendance at Board of Directors Meetings: 12 out of 12 times (100%)</p> <p>Reasons for nomination as candidate for External Director: Masahiro Inazu has worked for many years at Toyota Motor Corporation, and has a wide knowledge of the automobile market and technology, and is directly involved in management as an officer at Toyota Technical Development Corporation, and has in-depth insight specializing in corporate management as well. Because of this, we have judged that we could expect him to provide useful opinions and advice on management of the Company, and have determined that he will be able to further enhance the Company's corporate governance and have decided to continue to make him a candidate for External Director.</p> <p>Matters pertaining to independence: There is no possibility of conflict of interest with general shareholders because there are no financial interests other than director compensation, etc. between him and the Company. He is also the Project General Manager of the EHV Electronics Design Div. at Toyota Motor Corporation. Although Toyota Motor is a major shareholder of Toyota Tsusho Corporation (direct/indirect total of 24.3%), the Company's parent company, it does not directly hold the Company's shares (indirectly 12.2%) and has no significant impact, as well as operating a different business from the Company. It therefore does not have a business relationship with the Company and has no special relationship. Therefore, Masahiro Inazu meets our independence criteria and has been designated as an independent officer as prescribed by the Tokyo Stock Exchange. If he is reappointed, the Company intends to continue to designate him as independent officer.</p> <p>Limitation of liability: Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Masahiro Inazu to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If his election is approved, the Company plans to renew the respective agreements with him.</p>

No.	Name (Date of Birth)	Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions
8	<div> <div>Reappointment</div> <div>External</div> <div>Independent</div> </div> <p>Atsuko Honda (December 10, 1969)</p> <p>Years as Director: 2 years</p>	<p>October 1992 Passed judicial exam</p> <p>April 1993 Joined The Legal Training and Research Institute of Japan</p> <p>March 1995 Completed The Legal Training and Research Institute of Japan</p> <p>April 1995 Appointed Assistant Judge (Kyoto District Court)</p> <p>April 1997 Prosecutor with Litigation Department, Tokyo Legal Affairs Bureau</p> <p>April 1999 Tokyo District Court</p> <p>April 2000 Urawa District Court (current Saitama District Court)</p> <p>April 2003 Tokyo Family District Court, Hachioji Branch (current Tachikawa Branch)</p> <p>April 2005 Appointed judge (Fukuoka Family Court)</p> <p>August 2005 Voluntary retirement</p> <p>April 2010 Attorney registration (Dai-Ichi Tokyo Bar Association), admission to Anzai Law Office (current position)</p> <p>April 2016 Civil Conciliation Commissioners (Tokyo Summary Court) (current position)</p> <p>June 2016 External Director of the Company (current position)</p> <p>May 2017 Director, Japan Safe Driving Center (current position)</p> <p>(Significant Concurrent Positions)</p> <p>Lawyer, Anzai Law Office</p> <p>Director, Japan Safe Driving Center</p> <p>Number of the Company's shares owned: 0 shares</p> <p>Attendance at Board of Directors Meetings: 12 out of 12 times (100%)</p> <p>Reasons for nomination as candidate for External Director:</p> <p>Although Atsuko Honda has not been directly involved in corporate management, she provides useful and frank opinions as an External Director based on her expertise of law, especially in labor management, through her years of experience as a judge and lawyer. We hope to continue to ensure the soundness and appropriateness of our management decision-making and to improve transparency, and have made her a candidate for External Director.</p> <p>Matters pertaining to independence:</p> <p>There is no possibility of conflict of interest with general shareholders because there are no financial interests other than director compensation, etc. between her and the Company.</p> <p>She also serves as an attorney at Anzai Law Office and a Director at the Japan Safe Driving Center. Although we may pay legal consultation fees to this law office for legal advice, it is not applicable as an important transaction, and there are no transactions between us and the Japan Safe Driving Center. Hence, there is no special relationship between her concurrent positions and the Company.</p> <p>Therefore, she meets our independence criteria and has been designated as an independent officer as prescribed by the Tokyo Stock Exchange. If she is reappointed, the Company intends to continue to designate her as independent officer.</p> <p>Limitation of liability:</p> <p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Atsuko Honda to limit her liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If her election is approved, the Company plans to renew the respective agreements with her.</p>

Notes: 1. The meanings of the terms in the table are as follows.

Reappointment

Candidates for Directors to be reappointed

External

Candidates for External Directors

Independent

Independent officers registered with the stock exchanges

2. There is no special interest between the candidates and the Company other than Takashi Ishibashi.

3. Position and responsibilities of candidates Yasuhiro Kakihara and Takashi Ishibashi as business executors at Toyota Tsusho Corporation, the Company's parent company and its subsidiaries, for the

past 5 years, are as described in “Career Summary, Position and Responsibilities in the Company, and Significant Concurrent Positions”.

Proposal No. 3: Election of one (1) Audit & Supervisory Board Member

At the conclusion of this meeting, the term of office of Audit & Supervisory Board Member Yutaka Ohata will expire. Therefore, the Company proposes his reappointment.

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

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of Birth)	Career Summary, Position in the Company, and Significant Concurrent Positions	
Yutaka Ohata (February 28, 1956) Years of Audit & Supervisory Board Member: 4 years	April 1979	Joined Tomen Corporation (current Toyota Tsusho Corporation)
	April 2002	Leader, Judging Group, Risk Management Department
	April 2011	Manager, ERM Department of the Company
	June 2014	Full-time Audit & Supervisory Board Member (current position)
Number of the Company's shares owned: 2,700 shares Attendance at Board of Directors Meetings: 12 out of 12 times (100%) Attendance at Audit & Supervisory Board Meetings: 12 out of 12 times (100%) Reasons for nomination as a candidate for Audit & Supervisory Board Member: Yutaka Ohata has many years of experience in the Judging Division for Tomen Corporation (currently Toyota Tsusho Corporation), and also has experience in serving as the Manager of the ERM Department at the Company, and has considerable knowledge on finance and accounting. Based on these experiences and professional points of view, we judged that he will continue to conduct appropriate audits and made him a candidate for Audit & Supervisory Board Member. Limitation of liability: Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Yutaka Ohata to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If his election is approved, the Company plans to renew the respective agreements with him.		

Notes: 1. He is a candidate for Audit & Supervisory Board Member to be reappointed.
2. There is no special interest between the candidate for Audit & Supervisory Board Member and the Company.

Proposal No. 4: Election of one (1) substitute Audit & Supervisory Board Member

The Company also requests approval, based on Article 329, Paragraph 3 of the Companies Act for the election of one substitute Audit & Supervisory Board Member to be ready to fill a vacant position should the number of Audit & Supervisory Board Members fall below the number required by laws and regulations.

The validity of the election can be nullified by resolution of the Board of Directors if the consent of the Audit & Supervisory Board has been obtained; provided, however, that it is before assumption of the office.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for substitute Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career Summary, Position in the Company, and Significant Concurrent Positions	
Toshinori Maeda (November 5, 1969)	April 1992	Joined Tomen Corporation (current Toyota Tsusho Corporation)
	April 2006	General Manager, Chemicals & Plastics Department, Tomen (Thailand) LTD.
	March 2007	Deputy Department Manager, Chemical Department, Toyota Tsusho (Thailand) CO.,LTD.
	April 2013	Group Leader, Strategic Planning Group, Chemicals & Electronics Planning Department, Toyota Tsusho Corporation
	August 2017	Assistant to Director, Elematec Corporation (secondment)
	April 2018	Manager, Electronics Strategic Planning Group, Electronics Department, Toyota Tsusho Corporation (current position)
(Significant Concurrent Positions) Manager, Electronics Strategic Planning Group, Electronics Department, Toyota Tsusho Corporation		
<p>Number of the Company's shares owned: 0 shares</p> <p>Reasons for nomination as a candidate for substitute Audit & Supervisory Board Member: Toshinori Maeda has experience in overseeing and auditing the group companies at Toyota Tsusho Corporation's Planning Department. Based on these experiences and professional points of view, we judged that he could conduct appropriate audits and have selected him as a candidate for substitute Audit & Supervisory Board Member.</p> <p>Limitation of liability: Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreement with Toshinori Maeda to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act to the minimum liability amount provided for by Article 425, Paragraph 1 of the same Act. If his election is approved, the Company plans to renew the respective agreements with him.</p> <p>Toshinori Maeda is a candidate for substitute full-time Audit & Supervisory Board Member.</p>		

- Notes: 1. There is no special interest between the candidate and the Company.
2. Position and responsibilities of candidate Toshinori Maeda as business executor at Toyota Tsusho Corporation, the Company's parent company and its subsidiaries for the past 5 years are as described in "Career Summary, Position in the Company, and Significant Concurrent Positions".