

## Summary Translation

This is a summary translation of the original notice in Japanese. The Japanese original notice is official and this summary is for your reference and convenience only. Toshiba Tec does not guarantee the accuracy of this summary.

Security Code (in Japan) 6588

June 6, 2019

**Takayuki IKEDA**  
Representative Director  
President and Chief Executive Officer  
TOSHIBA TEC CORPORATION  
1-11-1, Osaki, Shinagawa-ku,  
Tokyo, Japan

## Convocation Notice of the Ordinary General Meeting of Shareholders for the 94th Fiscal Year

**Dear Shareholders;**

Notice is hereby given that the Ordinary General Meeting of Shareholders of Toshiba Tec Corporation (the "Company") for the 94th fiscal year will be held as described below. Your attendance is cordially requested.

If you are unable to attend the meeting, after reviewing the Reference Material for the Ordinary General Meeting of Shareholders annexed hereto, please exercise your voting rights by sending back to us the attached voting right exercise form to the Company expressing your approval or disapproval of the proposals or filling in your votes for or against the proposals on the website (<https://www.web54.net>).

Your vote must reach the Company by 5:00 p.m., Thursday, June 27, 2019 (Japan Standard Time).

### **1. Date and Time**

Friday, June 28, 2019, at 10:00 a.m. (Japan Standard Time)

### **2. Place**

The Company's Osaki Office  
Oval Court Osaki Mark East, 2-17-2, Higashi Gotanda, Shinagawa-ku, Tokyo, Japan

### **3. Agenda for the Meeting**

#### **a) Subject for Report**

Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 94th Fiscal Year (from April 1, 2018 to March 31, 2019), and Audit Report for the Consolidated Financial Statements of the Certified Public Accountant and the Audit & Supervisory Board.

## b) Subject for Resolutions

### First Proposal : Election of ten (10) Directors

The term of office of the current ten (10) Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders.

Therefore, the Company proposes to elect the following ten (10) Directors.

Please refer to the attachment for details on the candidates for Directors.

< Candidates for Directors >

Takayuki IKEDA  
Yukio INOUE  
Masami UCHIYAMA  
Masahiro YAMADA  
Hitoshi KANEDA  
Naohiro YAMAGUCHI  
Michio KUWAHARA  
Shin NAGASE  
Junichi TAKEI \*  
Ayumi WADA \*

Notes Underlined: Outside Director  
\* Newly proposed Director

### Second Proposal : Election of one (1) Auditor

The current one (1) Auditor (Haruo KAWASUMI) will resign at the conclusion of this Ordinary General Meeting of Shareholders.

Therefore, the Company proposes to elect the following one (1) Auditor as a substitute for the current Auditor.

Please refer to the attachment for details on the candidate for Auditor.

< Candidate for Auditor >

Michio SUZUKI \*

Notes \* Newly proposed Auditor  
"Auditor" means the Audit & Supervisory Board Member.

### Third Proposal : Election of one (1) Substitute Outside Auditor

The effective term of the current Substitute Outside Auditor, Tsuyoshi SAGAYA will expire at the beginning of this Ordinary General Meeting of Shareholders.

Therefore, in order to fill in without delay any future vacancy in Outside Auditors, the Company proposes to elect the following one (1) Substitute Outside Auditor.

Please refer to the attachment for details on the candidate for Substitute Outside Auditor.

< Candidate for Substitute Outside Auditor >

Tsuyoshi SAGAYA

**Note : Payment of Cash Dividends**

The Company decided to pay a cash dividend of thirty (30) Japanese yen per one share with the approval of the Board of Directors convened on May 10, 2019.

The payment of cash dividends will begin on June 7, 2019.

— End —

■ Candidates for Directors

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
1	<b>Takayuki IKEDA</b>  (September 15, 1957)	<p>April 1981 Joined Toshiba Corporation</p> <p>April 2007 General Manager, Storage Device Business Division of Toshiba Corporation</p> <p>April 2010 General Manager, Corporate Innovation Division of Toshiba Corporation</p> <p>June 2011 Director, Senior Vice President of the Company</p> <p>June 2014 Representative Director, President and Chief Executive Officer, Chief Risk Compliance Management Officer (CRO) of the Company (To date)</p> <p>February 2017 Member, Nomination &amp; Compensation Advisory Committee of the Company (To date)</p>	8 years	100% 12/12 meetings	3,600 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
2	<p><b>Yukio INOUE</b> ( January 3, 1962)</p>	<p>April 1985 Joined Toshiba Corporation May 2010 Group Manager, Finance Group of Corporate Finance &amp; Accounting Division of Toshiba Corporation May 2014 Chief Financial Officer of Toshiba of Europe Limited September 2015 Vice President of the Company September 2015 Chief Financial Officer, General Manager of Corporate Finance &amp; Accounting Division of the Company (To date) October 2015 Director of the Company (To date) June 2018 Senior Vice President of the Company (To date)</p>	4 years	100% 12/12 meetings	900 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
3	<b>Masami UCHIYAMA</b>  (January 13, 1962)	April 1984 Joined the Company January 2012 Technology Executive, System Solutions Business Group of the Company April 2014 General Manager, Chubu Main Branch of System Solutions Business Group of the Company July 2015 Vice President of the Company April 2017 Chief Marketing Executive, General Manager, Domestic Sales Promotion Management Division of Retail Solutions Business Group of the Company April 2018 Managing Director, Retail Solutions Business Group of the Company (To date) June 2018 Director, Senior Vice President of the Company (To date)	1 year	100% 10/10 meetings	2,700 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
4	<p><b>Masahiro YAMADA</b>  (June 28, 1962)</p>	<p>April 1985 Joined Toshiba Corporation</p> <p>April 2009 Director, Chairman of Toshiba America Business Solutions, inc.</p> <p>July 2012 Senior Manager, SCM &amp; Procurement Division of Global Solutions Business Group of the Company</p> <p>October 2015 General Manager, Sales Promotion Management Division of Printing Solutions Business Group of the Company</p> <p>July 2016 Vice President of the Company</p> <p>April 2017 Chief Marketing Executive, Printing Solutions Business Group of the Company</p> <p>June 2018 Director, Senior Vice President, Managing Director, Printing Solutions Business Group of the Company (To date)</p>	1 year	100% 10/10 meetings	3,027 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
5	<p><b>Hitoshi KANEDA</b>  (March 27, 1960)</p>	<p>April 1982 Joined the Company July 2009 Deputy General Manager, Corporate Human Resources &amp; Administration Division of the Company June 2011 Representative Director, President and Chief Executive Officer of Toshiba Human Asset Services Corporation June 2014 General Manager, Corporate Human Resources &amp; Administration Division of the Company (To date) July 2016 Vice President of the Company (To date) June 2018 Director, Responsible for Legal Service of the Company (To date)</p>	1 year	100% 10/10 meetings	4,100 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
6	<p><b>Naohiro YAMAGUCHI</b>  (March 10, 1962)</p>	<p>April 1984 Joined the Company</p> <p>June 2011 Production Executive, Global Solutions Business Group, Assistant to General Manager, Production &amp; Procurement Group of the Company</p> <p>July 2015 Vice President, General Manager, Production, Procurement &amp; SCM Center, Chief Production Executive of the Company (To date)</p> <p>July 2016 Responsible for Quality &amp; Environmental of the Company (To date)</p> <p>April 2017 Representative Director of Toshiba Tec Information Systems (Shenzhen) Co., Ltd. (To date)</p> <p>June 2017 Director of the Company (To date)</p>	2 years	100% 12/12 meetings	3,300 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
7	<p><b><u>Michio KUWAHARA</u></b>  (October 24, 1948)</p>	<p>April 1972 Joined Marubeni Corporation April 2002 Corporate Vice President of Marubeni Corporation April 2004 Corporate Senior Vice President of Marubeni Corporation April 2006 Corporate Executive Vice President of Marubeni Corporation April 2008 Senior Executive Vice President of Marubeni Corporation June 2008 Representative Director, Senior Executive Vice President of Marubeni Corporation May 2010 Representative Director, President and Chief Executive Officer of The Daiei, Inc. (Until May 2013) April 2016 Auditor of Tokyo University of Foreign Studies (To date) July 2016 Outside Director of the Company (To date) February 2017 Chairperson, Nomination &amp; Compensation Advisory Committee of the Company (To date)</p>	3 years	100% 12/12 meetings	—

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
8	<p><b><u>Shin NAGASE</u></b>  (March 13, 1950)</p>	<p>April 1972 Joined ANA Holdings Inc.</p> <p>April 2001 Corporate Executive Officer of ANA Holdings Inc.</p> <p>April 2003 Corporate Executive Officer (<i>jomu shikkoyakuinn</i>) of ANA Holdings Inc.</p> <p>April 2004 Corporate Executive Officer (<i>joseki shikkoyakuinn</i>) of ANA Holdings Inc.</p> <p>June 2004 Member of the Board of Directors, Corporate Executive Officer of ANA Holdings Inc.</p> <p>April 2005 Executive Vice President (<i>jomu torishimariyaku</i>), Corporate Executive Officer of ANA Holdings Inc.</p> <p>April 2007 Executive Vice President (<i>senmu torishimariyaku</i>), Corporate Executive Officer of ANA Holdings Inc.</p> <p>April 2009 Senior Executive Vice President, Representative Director, Corporate Executive Officer of ANA Holdings Inc.</p> <p>April 2012 Representative Director, President and Chief Executive Officer of ANA Strategic Research Institute Co., Ltd. (Until March 2016)</p> <p>June 2016 Outside Director of Happinet Corporation (To date)</p> <p>June 2016 Outside Director of Mitsubishi Estate Co., Ltd. (To date)</p> <p>July 2016 Outside Director of the Company (To date)</p> <p>February 2017 Member, Nomination &amp; Compensation Advisory Committee of the Company (To date)</p>	3 years	92% 11/12 meetings	—

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
9	<p><b>Junichi TAKEI *</b> (September 30, 1962)</p>	<p>April 1987 Joined the Company</p> <p>January 2012 Senior Manager, Strategic Planning Division of System Solutions Business Group of the Company</p> <p>April 2012 Senior Manager, Planning Division No.1 of Corporate Strategic Planning Group of the Company</p> <p>April 2016 Assistant General Manager, Overseas Retail Solutions Business Group of the Company</p> <p>June 2018 Vice President, Responsible for Corporate IT &amp; Information Systems, General Manager, Corporate Strategic Planning Group, Corporate Marketing Officer of the Company (To date)</p>	—	—	545 shares

	Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Years in office as Director	Attendance Record at Board of Directors Meetings	Number of Company's shares owned by the candidate
10	<b>Ayumi WADA *</b>  (September 12, 1962)	<p>April 1985 Joined Toshiba Corporation</p> <p>October 2008 Senior Manager, Legal Affairs Division of Transmission Distribution &amp; Industrial Systems Company (in-house company) of Toshiba Corporation</p> <p>October 2013 Senior Manager, Legal Affairs Division of Social Infrastructure Systems Company (in-house company) of Toshiba Corporation</p> <p>September 2015 General Manager, Legal Affairs Division of Toshiba Corporation (To date)</p> <p>April 2019 Executive Officer, Corporate Vice President, General Executive, Internal Control Promotion Division, Legal Affairs Division of Toshiba Corporation (To date)</p>	—	—	—

Notes Underlined: Outside Director  
\* Newly proposed Director

■ Candidate for Auditor

Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Number of Company's shares owned by the candidate
<p><b>Michio SUZUKI</b> *</p> <p>(March 3, 1960)</p>	<p>April 1982 Joined the Company</p> <p>April 2008 Technology Executive, Retail Solutions Business Group of the Company</p> <p>April 2014 Technology Executive, System Solutions Business Group of the Company</p> <p>June 2014 Vice President of the Company (To date)</p> <p>April 2015 General Manager, Auto ID Solutions Business Group of the Company</p> <p>April 2019 Assistant to Managing Director, Printing Solutions Business Group of the Company (To date)</p>	<p>1,700 shares</p>

Notes \* Newly proposed Auditor

■ Candidate for Substitute Outside Auditor

Name (Birthday)	Career Highlights, Positions, Significant Concurrent Positions	Number of Company's shares owned by the candidate
<p><b>Tsuyoshi SAGAYA</b>  (September 6, 1973)</p>	<p>October 2001 Registered as Attorney at Law (To date)</p> <p>October 2001 Joined Tokiwa Law Office</p> <p>January 2004 Joined Oh-Ebashi LPC &amp; Partners</p> <p>October 2007 Joined Tokiwa-Law Office</p> <p>January 2010 Established Sagaya Law Office Managing Director of Sagaya Law Office (To date)</p> <p>June 2016 Substitute Outside Auditor of the Company (To date)</p>	<p>—</p>

— End —