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(Stock Exchange Code 1435)
March 4, 2020

To Shareholders with Voting Rights:

Daisaku Furuki
Representative Director/CEO
TATERU, Inc.
1-5-8, Jingumae, Shibuya-ku, Tokyo

NOTICE OF CONVOCAION

Notice of the 14th Annual General Meeting of Shareholders

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 14th annual general meeting of shareholders of TATERU, Inc. (the “Company”). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise the voting rights by 5:00 p.m. on Monday, March 16, 2020, Japan time, following the “Instructions on Exercising Voting Rights” described on page 2.

Date and Time: Tuesday, March 17, 2020 at 10:00 a.m. Japan time
(Reception will open at 9:00 a.m.)

Venue: Hall A, FUKURACIA SHINAGAWA CRYSTAL SQUARE,
2F, Shinagawa Crystal Square
1-6-41 Konan, Minato-ku, Tokyo
*Venue differs from last year.

Meeting Agenda:

- Matters to be reported:**
1. Business report, consolidated financial statements and the results of audits of consolidated financial statements by the accounting auditor and the Audit and Supervisory Committee for the Company’s 14th Fiscal Year (January 1, 2019 - December 31, 2019)
 2. Non-consolidated financial statements for the Company’s 14th Fiscal Year (January 1, 2019 - December 31, 2019)

Proposals to be resolved:

- Proposal 1:** Election of Three (3) Directors (excluding Directors Serving as Audit and Supervisory Committee Members)
- Proposal 2:** Election of Three (3) Directors Serving as Audit and Supervisory Committee Members
- Proposal 3:** Election of an Accounting Auditor

A business briefing will be held immediately following the meeting at the same venue in order to provide shareholders a more thorough understanding of the Group’s business. We look forward to your attendance.

Instructions on Exercising Voting Rights

Exercising Voting Rights by Attending the Meeting

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception. Please bring this Notice of Convocation with you to the meeting.

Date and time of the Meeting: **Tuesday, March 17, 2020, at 10:00 a.m.**
(Reception will open at 9:00 a.m.)

Exercising Voting Rights in Writing

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it by mail.

Deadline for exercising voting rights: **Arrival by Monday, March 16, 2020, 5:00 p.m.**

Exercising Voting Rights via the Internet

Please indicate your vote for or against each proposal on the Voting Rights Exercise Website designated by the Company (<https://www.web54.net/>).

Please refer to the following page for details.

Deadline for exercising voting rights: **Monday, March 16, 2020, 5:00 p.m.**

1. In accordance with the provisions of laws and regulations as well as Article 15 of the Company's Articles of Incorporation, the following matters are posted on the Company's website (<https://corp.tateru.co/>) and therefore are not provided in this Appendix.
 - (1) Notes to consolidated financial statements
 - (2) Notes to non-consolidated financial statementsAccordingly, this Appendix presents a portion of the consolidated financial statements and the non-consolidated financial statements audited by the Audit and Supervisory Committee and the accounting auditor when they prepared their respective audit reports.
2. Should the business report, consolidated financial statements, 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 (<https://corp.tateru.co/>).

Instructions for Exercising Voting Rights via the Internet

If exercising voting rights via the Internet, please confirm the following items, then access the Voting Rights Exercise Website, enter the “Voting rights exercise code” and “Password” shown on the right of the Voting Rights Exercise Form, and follow the instructions on screen to exercise your voting rights.

1. Access the Voting Rights Exercise Website

The Voting Rights Exercise Website: <https://www.web54.net/>

Please read “About Exercising Voting Rights via the Internet” and click “Next.”



It is also possible to access the website from the “QR Code” shown on the left.

2. Login

Enter the “Voting rights exercise code” stated in the enclosed Voting Rights Exercise Form, and click “Login.”

3. Enter Password

Enter the “Password” shown on the enclosed Voting Rights Exercise Form, and click “Next.”

Then follow the instructions on screen.

Notes

- The password is a means of verifying whether or not the person exercising voting rights is a legitimate shareholder. Please store this password carefully until the end of this General Meeting of Shareholders. The Company shall not respond to inquiries regarding passwords by telephone.
- Incorrectly inputting the password more than a certain number of times will lock it and disable it. If the password becomes locked, please follow the on-screen instructions.
- Although the Voting Rights Exercise Website has been confirmed to function on general Internet connected environments, it may not be available depending upon the device in use.
- If voting rights are exercised both via writing and the Internet, the exercise via the Internet shall be deemed the valid exercise.
- If voting rights are exercised multiple times via the Internet, the final exercise shall be deemed the valid exercise.

For any issues regarding use of a personal computer, etc. during the exercise of voting rights via the Internet, please inquire below.

Inquiries regarding use of the website:

Sumitomo Mitsui Trust Bank

Web Support Helpdesk

[Telephone] 0120-652-031

Operating Hours: 9:00 a.m. to 9:00 p.m.

About the Voting Rights Exercise Platform for Institutional Investors

In addition to the above, institutional investors may also utilize the Voting Rights Exercise Platform operated by ICJ, Inc. if they have applied to use the platform in advance.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Election of Three (3) Directors (excluding Directors Serving as Audit and Supervisory Committee Members)

The terms of office of five (5) Directors (excluding Directors serving as Audit and Supervisory Committee Members) of the Company currently in office shall expire at the conclusion of this General Meeting. Therefore, the election of three (3) Directors (excluding Directors serving as Audit and Supervisory Committee Members) is proposed.

The candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members) were determined by the Board of Directors after having been deliberated upon by the Nomination and Remuneration Committee, which is headed by an Outside Director.

This Proposal was considered by the Audit and Supervisory Committee, and there were no remarks.

The candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

Candidate No. 1	Daisaku FURUKI (born September 14, 1979)	Reappointment
	<Career summary, positions, responsibilities and significant concurrent positions>	<Reasons for nomination as a candidate>
Number of shares of the Company held: 39,950,000 shares	November 2001 Joined SANWA Estate Co., Ltd. January 2006 Established the Company President	The candidate has led the Company for 14 years as a founder and contributed to the growth of the Group. The Company proposes the election of this candidate because his management achievements, wide range of business knowledge and excellent leadership are necessary for the Company to restore society's trust and further enhance its corporate value.
Attendance at meetings of Board of Directors: 21 out of 21 meetings (100%)	April 2016 Director, iApartment Co., Ltd. (presently Robot Home Co., Ltd.) (to present)	
	June 2016 Director, iVacation Co., Ltd. (presently TABICT, Inc.) (to present)	
	May 2017 Representative Director, iApartment Co., Ltd. (presently Robot Home Co., Ltd.)	
	March 2018 Representative Director/CEO of the Company (to present)	
	[Significant concurrent positions] Director, TABICT, Inc. Director, Robot Home Co., Ltd.	

Candidate No. 2	Katsuki MATSUZONO (born March 26, 1980)	Reappointment
<p>Number of shares of the Company held: – shares</p> <p>Attendance at meetings of Board of Directors: 21 out of 21 meetings (100 %)</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>September 2010 Joined PCPhase Corporation</p> <p>June 2016 Joined the Company</p> <p>March 2017 Executive Officer, General Manager, IT Business Administration Division</p> <p>May 2017 Director, iApartment Co., Ltd. (presently Robot Home Co., Ltd.)</p> <p>March 2018 Managing Director/CTO, General Manager, IT Business Administration Division of the Company (to present)</p> <p>March 2019 Director, Executive Officer/CTO (to present) Representative Director, Robot Home Co., Ltd. (to present)</p> <p>[Significant concurrent positions] Representative Director, Robot Home Co., Ltd.</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has accumulated abundant knowledge and experience in the IT division, and is well versed in the Company's business. The Company proposes the election of this candidate because his experience can be expected to continue to contribute to the enhancement of the Company's corporate value.</p>

Candidate No. 3	Kazuyuki FUJIMOTO (born December 13, 1954)	Reappointment
<p>Number of shares of the Company held: – shares</p> <p>Attendance at meetings of Board of Directors: 15 out of 15 meetings (100%)</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>April 1977 Joined The Dowa Fire & Marine Insurance Co., Ltd. (presently Aioi Nissay Dowa Insurance Co., Ltd.)</p> <p>April 2007 Executive Officer, Nissay Dowa General Insurance Co., Ltd. (presently Aioi Nissay Dowa Insurance Co., Ltd.)</p> <p>June 2007 Director, Executive Officer, Nissay Dowa General Insurance Co., Ltd. Outside Director, Sonpo Research Co., Ltd. Outside Director, The Jiken Center Co., Ltd. Outside Director, Audatex Japan Co. Ltd.</p> <p>April 2010 Executive Officer, MS&AD Insurance Group Holdings, Inc.</p> <p>June 2010 Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd.</p> <p>March 2019 Director, Executive Officer, General Manager, Compliance Management Division (to present)</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has deep insight in the compliance and risk management divisions and contributes to the reinforcement of the Company's compliance. The Company proposes the election of this candidate because his experience can be expected to continue to contribute to the enhancement of the Company's corporate value.</p>

(Notes)

1. Attendance at meetings of Board of Directors does not include written resolutions.
2. The numbers of shares of the Company held by the above candidates for Director are as of December 31, 2019.
3. There are no special interests between each candidate and the Company.

Proposal 2: Election of Three (3) Directors Serving as Audit and Supervisory Committee Members

All three (3) Directors serving as Audit and Supervisory Committee Members of the Company currently in office will retire due to resignation at the conclusion of this General Meeting. Therefore, the election of three (3) Directors serving as Audit and Supervisory Committee Members is proposed.

The candidates for Directors serving as Audit and Supervisory Committee Members were determined by the Board of Directors after having been deliberated upon by the Nomination and Remuneration Committee, which is headed by an Outside Director.

Consent has been obtained from the Audit and Supervisory Committee on this proposal.

The candidates for Directors serving as Audit and Supervisory Committee Members are as follows.

The candidates for Directors serving as Audit and Supervisory Committee members are as follows:		
Candidate No. 1	Yoshikazu SUZUKI (born April 26, 1973)	New appointment Outside Director Independent Officer
Number of shares of the Company held: – shares Attendance at meetings of Board of Directors: – out of – meetings (– %)	<Career summary, positions, responsibilities and significant concurrent positions> October 2001 Admitted to the bar Joined Yanagida and Nomura (presently Yanagida & Partners) February 2005 Joined City-Yuwa Partners January 2009 Partner, City-Yuwa Partners (to present) September 2011 Outside Auditor, ZERO CO., LTD. (to present) [Significant concurrent positions] Outside Auditor, ZERO CO., LTD.	<Reasons for nomination as a candidate> The candidate he has long been deeply engaged in the legal practice of corporations as an attorney at law, and has served as an outside officer at other companies. The Company proposes the election of this new candidate determining that his abundant knowledge and experience will benefit its management, ensure appropriateness in the decision making of the Board of Directors as well as contribute to the enhancement of the Company’s audit and supervisory structure.
Candidate No. 2	Katsunobu ISHIZUKA (born March 9, 1955)	New appointment Outside Director Independent Officer
Number of shares of the Company held: – shares Attendance at meetings of Board of Directors: – out of – meetings (– %)	<Career summary, positions, responsibilities and significant concurrent positions> September 1977 Joined the Tokyo Metropolitan Police Department February 2013 Chief of Communication Command Headquarters August 2013 Chief of Third District Headquarters March 2014 Chief of Third District Headquarters and Counselor, Personnel and Training Bureau February 2015 Commissioner April 2015 General Manager, Tokyo Branch Administration Division, Japan Disaster Prevention Communications Association ("Nitibousai") (to present)	<Reasons for nomination as a candidate> This candidate has held numerous prominent positions, including the Tokyo Metropolitan Police Department’s Chief of Third District Headquarters and Counselor, Personnel and Training Bureau, and possesses a wealth of experience, and deep insight into crisis management. The Company proposes the election of this new candidate determining that he will devote himself to further strengthen and promote the Company’s structure for compliance.

Candidate No. 3	Hiroshi ASADA (born May 2, 1967)	New appointment Outside Director Independent Officer
	<Career summary, positions, responsibilities and significant concurrent positions>	<Reasons for nomination as a candidate>
Number of shares of the Company held: – shares	January 2008 October 2009 October 2010 July 2015	Together with his insight based on abundant business experience accumulated from over 26 years in the real estate industry, the candidate has supported business expansion through a diverse range of funding as a CFO of a listed company. He is also well versed in internal control, and as such, the Company proposes the election of this new candidate determining that he can be expected to provide management supervision and checking functions based on a practical management perspective.
Attendance at meetings of Board of Directors: – out of – meetings (– %)	Joined Daido Juhan KK Joined HOUSED O Co. Ltd. Director, HOUSED O Co. Ltd. Managing Director CFO, General Manager, Administrative Division, and General Manager, Corporate Planning Office, HOUSED O Co. Ltd.	
	September 2017 January 2020	
	Senior Managing Director CFO, HOUSED O Co. Ltd. Representative Director, Arthur’s Team Inc. (to present)	
	[Significant concurrent positions] Representative Director, Arthur’s Team Inc.	

(Notes)

1. There are no special interests between each candidate and the Company.
2. Mr. Yoshikazu SUZUKI, Mr. Katsunobu ISHIZUKA and Mr. Hiroshi ASADA are candidates for Outside Directors. They satisfy the requirement for independent director as stipulated by Tokyo Stock Exchange, Inc. In the event they are elected as proposed, they are scheduled to become independent directors.
3. In the event Mr. Yoshikazu SUZUKI, Mr. Katsunobu ISHIZUKA and Mr. Hiroshi ASADA assume office as Directors serving as Audit and Supervisory Committee Members, pursuant to the provisions of the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company plans to enter into agreements with each to limit their liability as provided in Article 423, Paragraph 1 of the Companies Act within the amount stipulated by laws and regulations.

Proposal 3: Election of an Accounting Auditor

The term of office of KPMG AZSA LLC., which serves as accounting auditor of the Company, shall expire at the conclusion of this General Meeting. Therefore, based on a decision of the Audit and Supervisory Committee, the election of a new accounting auditor is proposed.

The Company's Audit and Supervisory Committee nominated Audit Firm HIBISCUS as the candidate because the firm was deemed qualified based on a comprehensive view of the firm's expertise, independence, quality control structure, level of auditor remuneration and other factors as an accounting auditor.

The candidate for accounting auditor is as follows.

Name	Audit Firm HIBISCUS		
Office	Location	Sapporo Office:	9-1-15 Minami Ichijo Nishi, Chuo-ku, Sapporo, Hokkaido
		Tokyo Office:	2-23-3, Higashi, Shibuya-ku, Tokyo
History	December 2005	Established in Sapporo by five certified public accountants	
	July 2007	Tokyo Office established	
	February 2009	Registered as an accounting office for listed companies by The Japanese Institute of Certified Public Accountants	
Overview	Organization	Representative partners (certified public accountants): 4	
		Partners (certified public accountants): 9	
		Office staff: 32	

(Note)

1. In the event Audit Firm HIBISCUS takes office as accounting auditor, pursuant to the provisions of the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company plans to enter into an agreement with the firm to limit its liability as provided in Article 423, Paragraph 1 of the Companies Act within the amount stipulated by laws and regulations.