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Securities Code: 4739  
May 31, 2021

To Shareholders with Voting Rights

Ichiro Tsuge, President & CEO  
ITOCHU Techno-Solutions Corporation  
3-2-5, Kasumigaseki, Chiyoda-ku, Tokyo

## **Notice of the 42nd Fiscal Year Annual General Meeting of Shareholders**

Please be informed of the 42nd Fiscal Year Annual General Meeting of Shareholders (the “Meeting”) of ITOCHU Techno-Solutions Corporation (the “Company”) to be held as described below.

**With the ongoing spread of COVID-19, in order to ensure safety of shareholders and prevent the spread of infection, shareholders are kindly advised to refrain from attending the meeting in person and exercise your voting rights in either via mail or the Internet.**

**In this case, please review the “Reference Materials for the Meeting” to be hereinafter described (pp. 5-15) and exercise your voting rights according to the instructions on page 2 by no later than 5:30 p.m., Wednesday, June 16, 2021, Japan time.**

1. Date and time: 10:00 a.m., Thursday, June 17, 2021, Japan time
2. Place: Nikkei Hall, 3F, Nikkei Building  
1-3-7, Otemachi, Chiyoda-ku, Tokyo
3. Meeting agenda:  
Matters to be Reported:
  1. Contents of the Business Report, Consolidated Financial Statements for the 42nd Fiscal Year (from April 1, 2020 to March 31, 2021) and the report of audit results by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements.
  2. Contents of the Non-consolidated Financial Statements for the 42nd Fiscal Year (from April 1, 2020 to March 31, 2021).

Matters to be Resolved:

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Partial amendment to the Articles of Incorporation
- Proposal 3:** Election of six (6) Directors

4. Other matters related to convocation of the Meeting

(1) Exercising voting rights by proxy

When voting rights are to be exercised by proxy, please present a written certificate of proxy along with the relevant shareholder’s Voting Rights Exercise Form at the reception desk of the meeting place. Please note that only a single other shareholder with voting rights of the Company can be designated as a proxy.

(2) Diverse exercise of voting rights

If you wish to make a diverse exercise of your voting rights, please notify the Company of such intention and reasons in writing at least three days prior to the date of the Meeting.

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If you attend the Meeting, please present the enclosed Voting Rights Exercise Form at the reception desk of the meeting place.

Notes:

1. Of documents which shall be provided, the following are presented in the Company's website on the Internet (stated below) pursuant to the laws and regulations and Article 16 of the Company's Articles of Incorporation, and thus not included in the documents provided with this notice of convocation of the Meeting.

Notes to Consolidated Financial Statements

Notes to Non-consolidated Financial Statements

The Consolidated and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members and the Accounting Auditor include the documents attached to this notice of convocation of the Meeting as well as the Notes to Consolidated and Non-consolidated Financial Statements presented in the Company's website (stated below).

2. The Company will promptly post any revisions made to the Reference Materials for the Meeting and the attachments on its website (stated below).

<https://www.ctc-g.co.jp/company/ir/>

[ Guide to Exercising Voting Rights ]

**If you plan to attend the Meeting**

Date and time of the Meeting: 10:00 a.m., **Thursday, June 17, 2021, Japan time**

(The reception will begin at 9:00 a.m.)

Please bring and present the enclosed Voting Rights Exercise Form at the reception desk of the meeting place.

Additionally, please bring this document with you as reference for the proceedings.

\* Exercise of voting rights via proxy is allowed by a single other shareholder with voting rights of the Company in attendance at the Meeting. However, submission of a written certificate of proxy will be required.

**If you do not plan to attend the Meeting**

**Exercise of voting rights via mail (writing)**

Exercise deadline: Arrival by 5:30 p.m., **Wednesday, June 16, 2021, Japan time**

Please indicate your vote for or against the proposals on the Voting Rights Exercise Form enclosed herewith, and return it so that it will be received by no later than the above exercise deadline.

**Exercise of voting rights via the Internet**

Exercise deadline: Until 5:30 p.m., **Wednesday, June 16, 2021, Japan time**

Please visit the voting website using PC or other devices and enter your vote for or against the proposals by no later than the above exercise deadline. For more details about the voting website and how to exercise voting rights, please refer to [Guide to Exercising Voting Rights via the Internet] on page 3.

## [ Guide to Exercising Voting Rights via the Internet ]

### By “smart voting”

#### To exercise your voting rights by smartphone, please use “smart voting.”

By scanning the “smartphone voting website login QR code” printed on the enclosed Voting Rights Exercise Form, you can access the voting website without entering your “voting rights exercise code” and “password.”

(1) Please scan the QR code printed on the bottom-right of the Voting Rights Exercise Form.

Note: “QR code” is a registered trademark of DENSO WAVE INCORPORATED.

(2) Follow the instructions on the screen to enter your vote for or against the proposals.

You can exercise your voting rights ONLY ONCE by “smart voting.”

If you wish to change your vote after exercising your voting rights, please access the website for PCs, log in to the website by entering your “voting rights exercise code” and “password” printed on the Voting Rights Exercise Form, and exercise your voting rights again.

\* Please scan the QR code again if you wish to be redirected to the website for PCs.

### Via “voting website” (by entering ID/password)

Voting website: <https://soukai.mizuho-tb.co.jp/>

Please visit the “voting website” (see URL above), log in to the website with the voting rights exercise code and password printed on the enclosed Voting Rights Exercise Form, and follow the instructions on the screen to enter your vote. For security reasons, you will have to change the password when you log in for the first time.

- The password (including one changed by you) is valid only for the upcoming Meeting. A new password will be issued for the next Meeting.
- The password is a means to identify a shareholder who exercises his/her voting rights. The Company will not ask your password.
- The password will be locked and disabled when inputted incorrectly a certain number of times. Please follow the instructions on the screen in such a case.

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### Important notes

1. The deadline for exercising voting rights is 5:30 p.m., Wednesday, June 16, 2021, Japan time, and you are required to finish entering your vote by the time. Your prompt voting will be appreciated.
2. If you wish to change your vote after exercising your voting rights by “smart voting,” please change your vote via the “voting website.”
3. If you exercise your voting rights both by postal mail and via the Internet, the vote through the Internet shall be valid. If you exercise your voting rights more than once, the last exercise shall be deemed as valid.
4. Any fees related to an internet connection will be at your own expense.
5. Exercise of voting rights via the Internet has been tested and validated by general internet access devices but still may fail in some cases, depending on the device you use or its conditions.

### Contact information

For inquiries, please contact the administrator of shareholder registry, Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.

[For technical support and other inquiries on “smart voting” and “voting website”]

0120-768-524 (Toll-free within Japan/Weekdays 9:00 – 21:00)

- To institutional investors: Institutional investors who have applied in advance to use the Electronic Voting Platform for Institutional Investors operated by ICJ, Inc. may exercise their voting rights on the Platform.

## [ Guide to Live Streaming over the Internet ]

As a measure to prevent the spread of novel coronavirus disease (COVID-19) at the Meeting, the Company will live stream the Meeting over the Internet (both video and audio) to avoid congestion at the Meeting venue. In consideration of the privacy of shareholders, the video streaming will be limited to showing the area where the chairperson and officers are seated.

Please note that you may not be able to exercise your voting rights or make any comments, etc. via the live streaming website.

### 1. Streaming date

From 10:00 a.m., Thursday, June 17, 2021, Japan time to the conclusion of the Meeting

### 2. Viewing method

Please visit the streaming site (see URL below) and enter the "ID" and "Password" printed on the "Notice of Live Streaming of the 42nd Fiscal Year Annual General Meeting of Shareholders" enclosed with this Notice.

<https://vgm.smart-portal.ne.jp>

You can also visit the streaming website by scanning the QR code printed on the "Notice of Live Streaming of the 42nd Fiscal Year Annual General Meeting of Shareholders" with your smartphone.

### 3. Notes on viewing the live streaming

- (1) Issues with video and/or audio may arise due to the impact of such factors as the environment of the PC/smartphone you use or your Internet connection environment. Depending on your smartphone model, you may not be able to view the live streaming.
- (2) Communication charges, etc. incurred in viewing the live streaming shall be at your own expenses by the shareholder.
- (3) You may not be able to exercise your voting rights via the live streaming website; please exercise your voting rights in writing or via the Internet in advance.
- (4) If by any possibility the live streaming is cancelled, we will announce the cancellation on the Company's website (see URL below).

<https://www.ctc-g.co.jp/company/ir/>

### 4. For inquiries on live streaming

For inquiries, please contact the Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.

0120-288-324 (Toll-free within Japan/Weekdays 9:00 – 17:00)

## Reference Materials for the General Meeting of Shareholders

### Proposals and References

#### Proposal 1: Appropriation of surplus

The Company proposes the following for the appropriation of surplus:

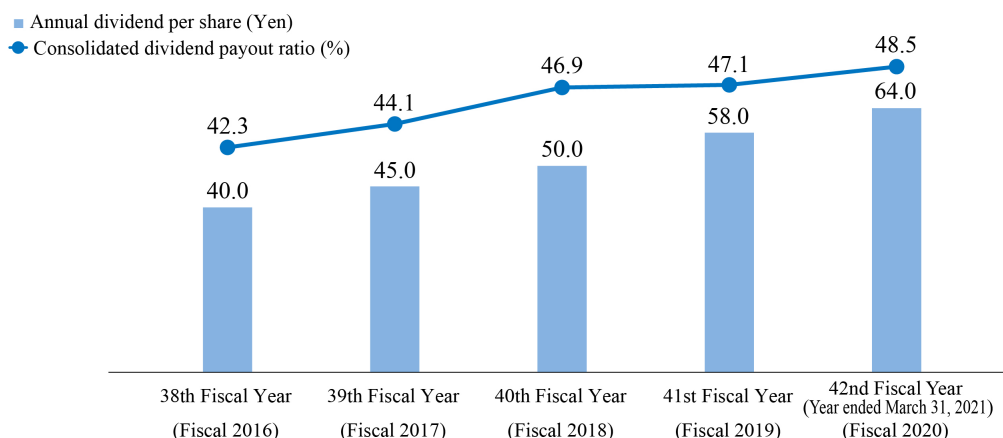
Matters related to year-end dividend

The Company recognizes return of profits to shareholders as one of the most important management issues, and its basic policy is to ensure stable dividend payments in accordance with business performance and to enhance dividend scale with consideration of the balance of internal reserves. We are targeting a consolidated dividend payout ratio of around 45%.

The Company proposes the year-end dividend of ¥32.50 per share and the annual dividend of ¥64 per share (including ¥31.50 of interim dividend) for the fiscal year under review, an increase of ¥6 per share compared to the previous year.

- (1) Type of property for dividend  
Cash
- (2) Allotment of property for dividend to shareholders and the total amount thereof  
¥32.50 per share of the Company's common stock, ¥7,514,893,685 in total amount
- (3) Effective date for the dividend from surplus  
June 18, 2021

(Reference) Transition of Annual Dividend per Share and Consolidated Dividend Payout Ratio



(Notes)

1. The company conducted a 2-for-1 split of common shares with an effective date of April 1, 2018. The figures for the fiscal years up to the 39th fiscal year (fiscal 2017) reflect the impact of the stock split.
2. The annual dividend per share and the consolidated dividend payout ratio for the 42nd fiscal year (the current fiscal year) are based on the premise that proposal is approved as proposed.

**Proposal 2: Partial amendment to the Articles of Incorporation**

1. Reasons for the amendment

The Company will relocate and consolidate the headquarters function of the Company and its group companies which are currently spread across different locations. The purpose of the relocation is to provide employees with more flexibility in working time and place depending on the line of work and circumstances of each employee, promote their autonomy and creativity as well as ties among them, and help them to take on new challenges, while further increasing corporate value through strengthening the intra-Group collaboration. Associated with the relocation, it is proposed that the location of head office as stipulated in Article 3 of the current Articles of Incorporation be changed from Chiyoda-ku, Tokyo to Minato-ku, Tokyo, and it is also proposed that supplementary provisions be established to set forth an effective date of the amendment of June 21, 2021.

2. Description of the amendment

Description of the amendment is as follows:

(Amended parts are underlined.)

Current	Proposed amendment
<p>(Location of Head Office) Article 3. The Company will have its Head Office in <u>Chiyoda-ku</u>, Tokyo.</p> <p>(Newly established)</p>	<p>(Location of Head Office) Article 3. The Company will have its Head Office in <u>Minato-ku</u>, Tokyo.</p> <p><u>(Supplementary provisions)</u> <u>The amendment to Article 3 shall take effect on June 21, 2021. The supplementary provisions will be deleted after the aforementioned date.</u></p>

**Proposal 3: Election of six (6) Directors**


The terms of office of all the six (6) Directors will expire at the conclusion of the Meeting. Therefore, the Company proposes the election of six (6) Directors.

The candidates for Directors are described below.


No.		Name		Current position and responsibilities at the Company	Attendance at Board of Directors Meetings
1	For reappointment	Ichiro Tsuge		President & CEO	100% (15 out of 15)
2	New appointment	Hisashi Eda		Senior Managing Executive Officer COO, Regional & Social Infrastructure Group	—
3	New appointment	Mamoru Seki		Managing Executive Officer CAO, CFO, CCO	—
4	For reappointment	Naoko Iwasaki	Outside Independent	Director	100% (18 out of 18)
5	For reappointment	Aya Motomura	Outside Independent	Director	100% (18 out of 18)
6	For reappointment	Hiroshi Kajiwara		Director	100% (15 out of 15)


- (Notes) 1. The Company has entered into a Directors and Officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The insurance contract is scheduled to be renewed in October, 2021. The insurance contract will cover the damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by the insured in the course of his/her duties. Other contents pertaining to the contract are as described in the Business Report (please refer to page 38 of the Japanese version). The insureds under the insurance contract are Directors, Audit & Supervisory Board Members and Executive Officers, etc. of the Company and its subsidiaries. When each of the candidates are reappointed or appointed as Director, each of the candidates will be included as insured under the insurance contract.
2. The name of Ms. Naoko Iwasaki recorded in the family register is Naoko Yamagiwa.

Candidates for Directors

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s)			
1	<p>Ichiro Tsuge (March 19, 1958)</p> <p>(For reappointment)</p>	<p>April 1980      Joined ITOCHU Corporation            April 2009      General Manager, Paper Products &amp; Materials Department, ITOCHU Corporation            April 2012      Executive Officer, ITOCHU Corporation            April 2015      Representative Director and Executive Vice President, BELLSYSTEM24 Holdings, Inc.            Representative Director and Executive Vice President, BELLSYSTEM24, Inc.            March 2016      Representative Director, President, and CEO, BELLSYSTEM24 Holdings, Inc.            Representative Director, President, and CEO, BELLSYSTEM24, Inc.            June 2020      President &amp; CEO of the Company (current position)</p> <p>Status of attendance at Board of Directors Meetings: 15/15 (100%)</p> <p>Term of office as Director: 1 year</p> <p>Reasons for the nomination of the candidate for Director: Mr. Ichiro Tsuge possesses personal qualities such as high ethical perspective and fairness as Director, and subsequent to assuming the office of President &amp; CEO in June 2020, he is currently demonstrating leadership toward achieving the three-year Medium-term Management Plan from fiscal 2021, in pursuit of continuous business growth and higher corporate value. Thus, the Company proposes his continued appointment as Director.</p> <p>Special interests: There are no special interests between Mr. Ichiro Tsuge and the Company.</p>	 <table border="1" data-bbox="1198 501 1428 633"> <tr> <td>Number of the Company's shares held</td> </tr> <tr> <td>1,000</td> </tr> </table>	Number of the Company's shares held	1,000
Number of the Company's shares held					
1,000					





No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s)			
2	Hisashi Eda (October 14, 1958)  (New appointment)	<p>April 1983      Joined C.ITOH DataSystems Co., Ltd.</p> <p>October 1989    Transferred to the Company</p> <p>June 2005      Executive Officer of the Company</p> <p>April 2013      Assistant to COO, Financial &amp; Public Systems Group of the Company</p> <p>April 2014      Deputy COO, Financial &amp; Public Systems Group of the Company</p> <p>April 2016      Managing Executive Officer of the Company</p> <p>April 2017      Deputy COO, Public &amp; Regional Business Group of the Company</p> <p>April 2018      COO, Regional &amp; Social Infrastructure Group of the Company (current position)</p> <p>April 2021      Senior Managing Executive Officer of the Company (current position)</p>	 <table border="1" data-bbox="1198 465 1428 600"> <tr> <td>Number of the Company's shares held</td> </tr> <tr> <td>14,000</td> </tr> </table>	Number of the Company's shares held	14,000
		Number of the Company's shares held			
14,000					
<p>Reasons for the nomination of the candidate for Director: Mr. Hisashi Eda possesses personal qualities such as high ethical perspective and fairness as Director, and has fulfilled his duties as COO of Regional &amp; Social Infrastructure Group since April 2018. In addition to his years of experience as an engineer, he possesses extensive knowledge and abilities regarding management, and the Company believes that he is necessary for the management of the Company. Thus, the Company proposes his appointment as Director.</p> <p>Special interests: There are no special interests between Mr. Hisashi Eda and the Company.</p>					

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s)			
3	Mamoru Seki (June 15, 1961)  (New appointment)	<p>April 1984      Joined ITOCHU Corporation</p> <p>April 2006      General Manager of Corporate Planning / Business / IT Planning / Public Relations IR Office, ITOCHU Corporation</p> <p>May 2008        General Manager of Accounting Department, ITOCHU Corporation</p> <p>May 2012        CFO, ITOCHU International Inc.</p> <p>April 2015       Executive Officer, ITOCHU Corporation</p> <p>April 2016       General Manager of Accounting Department, ITOCHU Corporation</p> <p>May 2019        Managing Executive Officer of the Company (current position)</p> <p>April 2020       CAO &amp; CCO of the Company (current position)</p> <p>May 2020        CFO of the Company (current position)</p>	<table border="1"> <tr> <td data-bbox="1201 465 1425 566">Number of the Company's shares held</td> </tr> <tr> <td data-bbox="1201 566 1425 600">11,500</td> </tr> </table>	Number of the Company's shares held	11,500
		Number of the Company's shares held			
11,500					
<p>Reasons for the nomination of the candidate for Director: Mr. Mamoru Seki possesses personal qualities such as high ethical perspective and fairness as Director, and has fulfilled his duties as CAO, CFO, CCO, etc. since April 2020. He has extensive knowledge and abilities regarding management, and the Company believes that he is necessary for the management of the Company. Thus, the Company proposes his appointment as Director.</p> <p>Special interests: There are no special interests between Mr. Mamoru Seki and the Company.</p>					

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s)			
4	<p>Naoko Iwasaki (May 30, 1975)</p> <p>(For reappointment)</p> <p>(Outside)</p> <p>(Independent)</p>	<p>September 2007 Received a Ph.D. degree from Waseda University</p> <p>April 2008 Lecturer, Institute of e-Government, Waseda University</p> <p>April 2012 Associate Professor, Institute of e-Government, Waseda University</p> <p>April 2017 Professor, Institute of e-Government, Waseda University (current position)</p> <p>President, International Academy of CIO Japan (current position)</p> <p>Member of Ageing Research Institute for Society and Education (ARISE) Advisory Board, Nanyang Technological University, Singapore (current position)</p> <p>January 2019 Project Overseer, APEC project on Smart Silver Innovation (current position)</p> <p>June 2019 Director of the Company (current position)</p> <p>Director, KYOWA EXEO CORPORATION (current position)</p> <p>September 2019 Member of Policy Evaluation Council, Ministry of Internal Affairs and Communications (current position)</p> <p>April 2021 Expert Member, Public Records and Archives Management Commission, Cabinet Office (current position)</p>	<table border="1"> <tr> <td data-bbox="1198 472 1428 577">Number of the Company's shares held</td> </tr> <tr> <td data-bbox="1198 577 1428 607">100</td> </tr> </table>	Number of the Company's shares held	100
Number of the Company's shares held					
100					

	<p>Status of attendance at Board of Directors Meetings: 18/18 (100%)</p> <p>Term of office as Director: 2 years</p> <p>Reasons for the nomination of the candidate for Outside Director and outline of expected roles: Ms. Naoko Iwasaki does not have past experience of being directly engaged in corporate management, yet she possesses personal qualities such as high ethical perspective and fairness as Director as well as a high level of expertise and deep knowledge as an academic and the Company believes she is necessary for the management of the Company. Thus, the Company proposes her continued appointment as Outside Director. When her reappointment is approved, the Company will commission her to be the Member of the Nomination Committee, Remuneration Committee and Governance Committee, while also seeking her continued appropriate supervision on the business execution from an independent standpoint as Outside Director.</p> <p>Special interests and views toward independence: There are no special interests between Ms. Naoko Iwasaki and the Company. Although there are operational transaction relationships between the Company and Waseda University, where she serves as professor, the amount of the transactions is immaterial at less than 0.1% of the Company's consolidated revenue, and there is no significance to create special interests. Thus, the Company has reported to the Tokyo Stock Exchange, Inc., Ms. Naoko Iwasaki as an independent officer with no potential conflicts of interest with general shareholders as required by the aforementioned Exchange.</p> <p>Other special notes on the candidate for Director: Ms. Naoko Iwasaki has entered into a liability limitation agreement with the Company under Article 423, Paragraph 1 of the Companies Act, whereby liability for damage based on the agreement is limited to the amount stipulated by laws and regulations. When her reappointment is approved, she will renew the liability limitation agreement with the Company.</p>
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No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s)			
		<p>October 2002 Registered as an attorney (Dai-Ichi Tokyo Bar Association) Joined Nagashima Ohno &amp; Tsunematsu</p> <p>September 2008 Worked for Cleary Gottlieb Steen &amp; Hamilton LLP (New York Office)</p> <p>February 2009 Registered as a member of New York State Bar Association</p> <p>July 2009 Worked for Financial Markets Division, Planning and Coordination Bureau, Financial Services Agency</p> <p>October 2013 Partner, Inaba &amp; Partners (current position)</p> <p>December 2013 Member of Screening Committee for Seismic-resistant/Environmentally-friendly Real Estate Development Promotion Project, Real Estate Sustainability &amp; Energy-Efficiency Diffusion (RE-SEED) (current position)</p> <p>March 2014 Outside Member of Compliance Committee, AEON Reit Management Co., Ltd. (current position)</p> <p>June 2019 Director of the Company (current position)</p> <p>August 2019 Executive Director, HEIWA REAL ESTATE REIT, Inc. (current position)</p>	<table border="1" data-bbox="1198 470 1428 600"> <tr> <td data-bbox="1198 470 1428 571">Number of the Company's shares held</td> </tr> <tr> <td data-bbox="1198 571 1428 600">100</td> </tr> </table>	Number of the Company's shares held	100
Number of the Company's shares held					
100					
5	<p>Aya Motomura (November 22, 1978)</p> <p>(For reappointment)</p> <p>(Outside)</p> <p>(Independent)</p>	<p>Status of attendance at Board of Directors Meetings: 18/18 (100%)</p> <p>Term of office as Director: 2 years</p> <p>Reasons for the nomination of the candidate for Outside Director and outline of expected roles: Ms. Aya Motomura possesses personal qualities such as high ethical perspective and fairness as Director as well as a high level of expertise as an attorney and deep knowledge on corporate legal affairs and the Company believes she is necessary for the management of the Company. Thus, the Company proposes her continued appointment as Outside Director. When her reappointment is approved, the Company will commission her to be the Member of the Nomination Committee, Remuneration Committee and Governance Committee, while also seeking her continued appropriate supervision on the business execution from an independent standpoint as Outside Director.</p> <p>Special interests and views toward independence: There are no special interests between Ms. Aya Motomura and the Company. Thus, the Company has reported to the Tokyo Stock Exchange, Inc., Ms. Aya Motomura as an independent officer with no potential conflicts of interest with general shareholders as required by the aforementioned Exchange.</p> <p>Other special notes on the candidate for Director: Ms. Aya Motomura has entered into a liability limitation agreement with the Company under Article 423, Paragraph 1 of the Companies Act, whereby liability for damage based on the agreement is limited to the amount stipulated by laws and regulations. When her reappointment is approved, she will renew the liability limitation agreement with the Company.</p>			

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s)			
		<p>April 1990      Joined ITOCHU Corporation  July 2010      Director, ITOCHU Cable Systems Corp.  June 2012      Director, SPACE SHOWER NETWORKS INC. (current position)  March 2015     Director, Asurion Japan K.K. (current position)  April 2015     General Manager, Communication &amp; Mobile Business Department, ITOCHU Corporation  April 2016     Representative Director, ITOCHU Fuji Partners, Inc. (current position)  June 2016     Director, CONEXIO Corporation (current position)  April 2020     Chief Operating Officer, ICT Division, ITOCHU Corporation  June 2020     Director of the Company (current position)  April 2021     Executive Officer, and Chief Operating Officer, ICT Division, ITOCHU Corporation (current position)</p>	<table border="1"> <tr> <td data-bbox="1198 465 1425 566">Number of the Company's shares held</td> </tr> <tr> <td data-bbox="1198 566 1425 600">0</td> </tr> </table>	Number of the Company's shares held	0
Number of the Company's shares held					
0					
6	<p>Hiroshi Kajiwara (December 23, 1966)</p> <p>(For reappointment)</p>	<p>Status of attendance at Board of Directors Meetings: 15/15 (100%)</p> <p>Term of office as Director: 1 year</p> <p>Reasons for the nomination of the candidate for Director: Mr. Hiroshi Kajiwara possesses personal qualities such as high ethical perspective and fairness as Director as well as a high level of expertise and extensive knowledge regarding management as Chief Operating Officer of the ICT Division of ITOCHU Corporation, and the Company believes that he is qualified for the management of the Company. Thus, the Company proposes his continued appointment as Director.</p> <p>Special interests and views toward independence: There are no special interests between Mr. Hiroshi Kajiwara and the Company.</p> <p>Other special notes on the candidate for Director: Mr. Hiroshi Kajiwara has entered into a liability limitation agreement with the Company under Article 423, Paragraph 1 of the Companies Act, whereby liability for damage based on the agreement is limited to the amount stipulated by laws and regulations. When his reappointment is approved, he will renew the liability limitation agreement with the Company.</p>			

(Note) The terms of office for Directors are as of the conclusion of this Meeting.

(Reference) Assumption of office expected to take place after the Meeting

The candidates for Directors (including reappointed Directors) and Audit & Supervisory Board Members are expected to assume their respective offices after the Meeting as follows.

(◎: Chairperson, ○: Member)

Name	Job title	Outside	Independent	Nomination Committee	Remuneration Committee	Governance Committee
Ichiro Tsuge	President & CEO			◎		
Hisashi Eda	Director and Senior Managing Executive Officer				○	
Mamoru Seki	Director and Managing Executive Officer					○
Naoko Iwasaki	Director	Outside	Independent	○	◎	○
Aya Motomura	Director	Outside	Independent	○	○	○
Hiroshi Kajiwara	Director			○	○	○
Hiroshi Takada	Full-time Audit & Supervisory Board Member					
Yasuyuki Harada	Full-time Audit & Supervisory Board Member	Outside				
Toshiaki Tada	Audit & Supervisory Board Member	Outside	Independent	○		◎
Katsuhiko Hara	Audit & Supervisory Board Member	Outside	Independent		○	

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