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(Securities Code 4694)
June 8, 2017

To Shareholders with Voting Rights:

Kensuke Kondo
President and Representative Director
BML, Inc.
5-21-3 Sendagaya, Shibuya-ku, Tokyo

NOTICE OF THE 62ND 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 62nd Annual General Meeting of Shareholders of BML, Inc. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing. Please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. on Wednesday, June 28, 2017, Japan time.

1. **Date and Time:** Thursday, June 29, 2017 at 10:00 a.m. Japan time

2. **Place:** Nishiki, South Tower 4F, Keio Plaza Hotel
2-2-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo, Japan

3. **Meeting Agenda:**

Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company's 62nd Fiscal Year (April 1, 2016 - March 31, 2017) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
2. Non-consolidated Financial Statements for the Company's 62nd Fiscal Year (April 1, 2016 - March 31, 2017)

Proposals to be resolved:

Proposal 1:	Distribution of Surplus
Proposal 2:	Election of 12 Directors
Proposal 3:	Election of 3 Corporate Auditors
Proposal 4:	Election of 1 Substitute Corporate Auditor
Proposal 5:	Matters Concerning Determination of Compensation for Granting Restricted Stock to Directors
Proposal 6:	Payment of Condolence Money for the Late Mr. Kenji Kondo
Proposal 7:	Election of Accounting Auditor

○ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

○ Any updates to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-Consolidated Financial Statements, and the Consolidated Financial Statements will be posted on the Company's website (http://www.bml.co.jp).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Distribution of Surplus

The Company recognizes the appropriate return of profits to shareholders as one of its important management priorities and intends to strive for improvement of the dividend level commensurate with the consolidated financial results based on the basic policy of maintaining continuous, stable dividends.

The year-end dividend of surplus for this year shall be paid as follows, based on such basic policy.

Items Related to the Year-end Dividend

(1) Type of dividend property

Cash

(2) Items related to the allocation of dividend property and the total amount

17.5 yen per common share of the Company

Total amount: 743,546,790 yen

The annual dividend for this year will be 35.0 yen per share including the interim dividend of 17.5 yen per share which has been already paid.

(3) Date the distribution of surplus comes into effect

June 30, 2017

Proposal 2: Election of 12 Directors

The terms of office of all 11 Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of 12 Directors is proposed.

The candidates for Directors are as follows:

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Kensuke Kondo (September 18, 1966)	May 1994 Obtained a medical license June 1994 Director of the Company June 2004 Operating Officer in charge of medical science June 2006 Director; Operating Officer in charge of medical science October 2011 Director; Operating Officer; General Manager, Advanced Technology & Development Division; Deputy General Manager, Sales Management Division April 2013 Director; Operating Officer; Deputy General Manager, Management Division January 2014 President and Representative Director To present [Significant concurrent positions] ・Chairman and Representative Director, Daiichi Kishimoto Clinical Laboratories, Inc. ・Chairman and Representative Director, Okayama Medical Laboratory Company ・Chairman and Representative Director, Kyodo Igaku Laboratories, Inc. ・Chairman and Representative Director, OPL, Inc. ・President and Representative Director, BML Planning, Inc. ・President and Representative Director, Estate Kogyo Limited Company	2,951,194
2	Takashi Otsuka (December 22, 1952)	April 1977 Joined The Kyowa Bank, Ltd. (currently Resona Bank, Limited) April 2001 General Manager, Akasaka Branch November 2002 Full-time Corporate Auditor, USEN CORPORATION November 2007 Joined the Company Operating Officer in charge of Sales Management Division June 2008 Director; Executive Officer; General Manager, Sales Management Division June 2010 Director; Executive Officer; General Manager, Management Division April 2011 Director; Executive Officer; General Manager, Management Division in charge of Risk Management Department June 2014 Director; Executive Officer; General Manager, Management Division in charge of Risk Management Department and Credit Guarantee Department June 2015 Director; Senior Executive Officer; General Manager, Management Division in charge of Risk Management Department and Credit Guarantee Department June 2016 Representative Director; Senior Executive Officer; General Manager, Planning Division February 2017 Representative Director; Senior Executive Officer To present [Significant concurrent positions] ・President and Representative Director, PCL Japan, Inc. ・Chairman and Representative Director, Japan Clinical Service, Inc.	0

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	Nobuki Arai (March 30, 1960)	May 1989 Obtained a medical license May 1989 Worked for University of Toyama Hospital June 2005 Outside Corporate Auditor of the Company April 2007 Medical Director, Keiyu Hospital June 2009 Director of the Company December 2009 Director; Executive Officer; Director, BML General Laboratory July 2012 Director; Executive Officer; General Manager, General Laboratory Inspection Division; Director, BML General Laboratory April 2013 Director; Executive Officer; General Manager, General Laboratory Inspection Division; General Manager, Advanced Technology & Development Division; Director, BML General Laboratory January 2014 Director; Executive Officer; General Manager, Inspection Management Division; Director, BML General Laboratory June 2015 Director; Senior Executive Officer in charge of Sales Management Division; Director, BML General Laboratory February 2017 Director; Senior Executive Officer; General Manager, Planning Division; Director, BML General Laboratory To present	63,600
4	Masaaki Hirose (February 6, 1956)	October 1978 Joined the Company June 2000 Director; Deputy General Manager, Sales Division October 2000 Director; General Manager, Sales Division June 2002 Managing Director; General Manager, Sales Division June 2004 Director; Executive Officer; General Manager, Sales Division October 2004 Director; Executive Officer in charge of sales management; General Manager, Strategic Business Department June 2007 President and Representative Director, Nikken Igaku, Inc. June 2011 Managing Director, Kondou Kinen Medical Foundation June 2014 President and Representative Director, Tokyo Koshueisei Laboratories, Inc. February 2017 Senior Executive Officer; General Manager, Sales Management Division To present [Significant concurrent positions] ▪President and Representative Director, Tokyo Koshueisei Laboratories, Inc.	12,400

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions		Number of shares of the Company held
5	Katsushi Yamashita (November 13, 1953)	April 1977 January 2002 November 2003 June 2005 June 2010 June 2011 April 2013 April 2014 June 2014 October 2015 April 2016 June 2016 To present	Joined The Kyowa Bank, Ltd. (currently Resona Bank, Limited) General Manager, Kyoto Branch General Manager, Umeda Branch, The Kinki Osaka Bank, Ltd. Joined the Company Operating Officer; General Manager, Sales Management Department Director; Operating Officer; General Manager, Accounting Department Director; Operating Officer; General Manager, Corporate Planning Department; General Manager, Accounting Department; General Manager, Sales Management Department Director; Operating Officer in charge of Accounting Department; General Manager, Corporate Planning Department; General Manager, Sales Management Department Director; Operating Officer in charge of Accounting Department, Sales Management Department, and Related Business Department; General Manager, Corporate Planning Department Director; Executive Officer; General Manager, Planning Division; General Manager, Planning Department Director; Executive Officer; General Manager, Planning Division Director; Executive Officer; General Manager, Planning Division; Chief of Overseas Business Office, Corporate Planning Department Director; Executive Officer in charge of Management Division, Credit Guarantee Department, and Risk Management Department; Chief of Overseas Business Office, Corporate Planning Department To present	0
6	Masato Chikira (May 25, 1955)	July 1979 February 1996 August 1998 June 2008 June 2012 June 2014 To present	Joined the Company General Manager, System Department, System Division Deputy General Manager, System Division Operating Officer; Deputy General Manager, System Division Director; Operating Officer; Deputy General Manager, System Division Director; Executive Officer; General Manager, System Division	2,600
7	Masao Nakagawa (January 30, 1955)	April 1979 November 2005 July 2007 June 2009 July 2012 February 2013 June 2014 June 2015 To present	Joined the Company General Manager, Satellite Management Department Director; Inspection Manager, Tokyo Koshueisei Laboratories, Inc. General Manager, Satellite Management Department, the Company Operating Officer; Deputy General Manager, Satellite Inspection Division Operating Officer; General Manager, Satellite Inspection Division Director; Operating Officer; General Manager, Satellite Inspection Division Director; Executive Officer; General Manager, Inspection Management Division; General Manager, Satellite Inspection Division	0

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
8	Satoshi Enomoto (May 28, 1961)	April 1984 Joined the Japan Travel Bureau (currently JTB Corp.) April 2008 Joined the Company Deputy General Manager, Management Division June 2009 General Manager, General Affairs Department June 2013 General Manager, Sales Management Department January 2014 General Manager, Sales Management Department; General Manager, Accounting Department June 2014 Operating Officer; General Manager, Sales Management Department; General Manager, Accounting Department April 2015 Operating Officer; Deputy General Manager, Management Division June 2015 Operating Officer; Deputy General Manager, Management Division; General Manager, Personnel Department June 2016 Director; Operating Officer; General Manager, Management Division; General Manager, Personnel Department To present	0
9	Norihisa Takebe (April 28, 1962)	April 1987 Joined The Kyowa Bank, Ltd. (currently Resona Bank, Limited) April 2013 General Manager, Yokohama Branch, Resona Bank, Limited April 2015 Joined the Company General Manager, Sales Management Department; General Manager, Accounting Department June 2015 General Manager, Related Business Department; General Manager, Sales Management Department; General Manager, Accounting Department October 2015 General Manager, Corporate Planning Department; General Manager, Related Business Department; General Manager, Sales Management Department; General Manager, Accounting Department April 2016 Operating Officer; General Manager, Corporate Planning Department; General Manager, Related Business Department; General Manager, Sales Management Department; General Manager, Accounting Department June 2016 Director; Operating Officer; Deputy General Manager, Planning Division; General Manager, Corporate Planning Department; General Manager, Related Business Department; General Manager, Sales Management Department; General Manager, Accounting Department To present [Significant concurrent position] ・President and Representative Director, Allegro, Inc.	0
10	Naozumi Kase (June 5, 1954)	April 1977 Joined the Company January 1999 Deputy General Manager, Inspection Division April 2004 Director, BML Food Science Solutions, Inc. July 2010 Deputy General Manager, Operations Management Department January 2014 General Manager, Credit Guarantee Department; General Manager, Risk Management Department June 2014 Operating Officer; General Manager, Credit Guarantee Department; General Manager, Risk Management Department April 2017 Operating Officer; General Manager, Credit Guarantee Department To present	9,000

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
11	Toshio Yamamura (February 13, 1939)	April 1962 Joined Showa Denko K.K. March 1993 Director; General Manager, Specialty Chemicals Division March 1999 Managing Director; General Manager, Production & Technology Division June 2000 President and Representative Director, Showa Highpolymer Co., Ltd. June 2005 Outside Corporate Auditor of the Company June 2013 Outside Director To present	0
12	Kunikatsu Yamamoto (February 2, 1942)	April 1965 Joined The Sumitomo Bank, Limited (currently Sumitomo Mitsui Banking Corporation) June 1997 Senior Managing Director June 2000 President and Representative Director, Ginsen Co., Ltd June 2015 Outside Director of the Company To present [Significant concurrent position] ・Director, Kondou Kinen Medical Foundation ・Special Advisor, Ginsen Co., Ltd ・Outside Director, House Foods Group Inc.	0

(Notes)

1. There are no special interests between the candidates for Directors and the Company.
2. Messrs. Toshio Yamamura and Kunikatsu Yamamoto are candidates for Outside Directors.
3. The Company has appointed Mr. Toshio Yamamura as an Independent Director prescribed by Tokyo Stock Exchange. He has been so far appropriately monitoring the Company's overall management and providing effective advice based on his experience in corporate management and deep insight and therefore the Company proposes that he be reelected as Outside Director.
   It has been four years since the appointment of Mr. Toshio Yamamura as Director of the Company as of the conclusion of this Annual General Meeting of Shareholders.
4. The Company has appointed Mr. Kunikatsu Yamamoto as an Independent Director prescribed by Tokyo Stock Exchange. He has been so far appropriately monitoring the Company's overall management and providing effective advice based on his experience in corporate management and deep insight and therefore the Company proposes that he be reelected as Outside Director.
   It has been two years since the appointment of Mr. Kunikatsu Yamamoto as Director of the Company as of the conclusion of this Annual General Meeting of Shareholders.
5. The Company has entered into an agreement with Mr. Toshio Yamamura in accordance with Article 427, Paragraph 1 of the Companies Act to limit his liability pursuant to Article 423, Paragraph 1 of the same act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. If he is reelected and takes office as Outside Director of the Company, the agreement shall continue to be effective.
6. The Company has entered into an agreement with Mr. Kunikatsu Yamamoto in accordance with Article 427, Paragraph 1 of the Companies Act to limit his liability pursuant to Article 423, Paragraph 1 of the same act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. If he is reelected and takes office as Outside Director of the Company, the agreement shall continue to be effective.

Proposal 3: Election of 3 Corporate Auditors

The terms of office of all 3 Corporate Auditors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of 3 Corporate Auditors is proposed.

The Board of Corporate Auditors has previously given its approval to this proposal.

The candidates for Corporate Auditors are as follows:

No.	Name (Date of birth)	Past experience and significant concurrent positions	Number of shares of the Company held
1	Kenichi Morishita (August 6, 1958)	March 1985 Joined the Company April 2008 Deputy General Manager, Personnel Department April 2014 General Manager, Related Business Department June 2015 Director; General Manager, Administration Department, OPL, Inc. To present	400
2	Hirohisa Kagami (July 13, 1954)	April 1983 Appointed as judge April 1993 Appointed as Judge of Tokyo District Court April 1995 Registered as attorney at law (Tokyo Bar Association) October 2001 Partner, Nishiuchi & Kagami Law Office June 2013 Outside Corporate Auditor of the Company To present [Significant concurrent positions] ・Chief, Kagami Law Office ・Outside Audit & Supervisory Board Member, Nitto Kohki Co., Ltd. ・Outside Corporate Auditor, Welcia Holdings Co., Ltd.	0
3	Nobushige Tokuono (March 9, 1954)	April 1976 Joined Tokyo Regional Taxation Bureau July 2012 District Director, Tokyo-Ueno Tax Office July 2013 Director, Fourth Examination Department, Tokyo Regional Taxation Bureau July 2014 Retired from Tokyo Regional Taxation Bureau August 2014 Registered as licensed tax accountant August 2014 Chief, Nobushige Tokuono Tax Accountant Office To present [Significant concurrent positions] ・Chief, Nobushige Tokuono Tax Accountant Office ・Outside Corporate Auditor, Dynam Co., Ltd.	0

(Notes)

1. There are no special interests between the candidates for Corporate Auditors and the Company.
2. Messrs. Hirohisa Kagami and Nobushige Tokuono are candidates for Outside Corporate Auditors.
3. Mr. Hirohisa Kagami is currently an Outside Corporate Auditor of the Company and has been registered as an Independent Corporate Auditor prescribed by Tokyo Stock Exchange. He has been appropriately monitoring the Company's overall management and providing effective advice based on his rich experience as a judge and attorney at law in the legal community and therefore the Company proposes that he be reelected as Outside Corporate Auditor.
   Based on the above reason, the Company has judged that he can appropriately execute the duties of Outside Corporate Auditor of the Company, even though he has never been involved in corporate management except as an outside corporate auditor.
   It has been four years since the appointment of Mr. Hirohisa Kagami as Corporate Auditor of the Company as of the conclusion of this Annual General Meeting of Shareholders.
4. The Company intends to resister Mr. Nobushige Tokuono as Independent Corporate Auditor prescribed by Tokyo Stock Exchange. The Company proposes that he be elected as Outside Corporate Auditor since we expect that opinions based on his accumulated expertise and experience as a licensed tax accountant and his deep insight into management will be reflected in the management of the Company and that he will supervise the Company from an independent viewpoint.
   Based on the above reason, the Company has judged that he can appropriately execute the duties of Outside Corporate Auditor of the Company, even though he has never been involved in corporate management except as an outside corporate auditor.
5. The Company has entered into an agreement with Mr. Hirohisa Kagami in accordance with Article 427, Paragraph 1 of the Companies Act to limit his liability pursuant to Article 423, Paragraph 1 of the same act. The maximum amount of liability pursuant to the agreement is the minimum amount stipulated by laws and regulations. If he is reelected and takes office as Outside Corporate Auditor of the Company, the agreement shall continue to be effective.
6. If Mr. Nobushige Tokuono is elected as proposed, the Company intends to enter into an agreement with Mr.

Nobushige Tokuono in accordance with Article 427, Paragraph 1 of the Companies Act to limit his liability pursuant to Article 423, Paragraph 1 of the same act. The maximum amount of liability pursuant to the agreement will be the minimum amount stipulated by laws and regulations.

Proposal 4: Election of 1 Substitute Corporate Auditor

In order to prepare for cases where a vacancy results in a shortfall in the number of Corporate Auditors prescribed by laws and regulations, we propose the election of one Substitute Corporate Auditor.

The Board of Corporate Auditors has previously given its approval to this proposal.

The candidate for Substitute Corporate Auditor is as follows:

Name (Date of birth)	Past experience and significant concurrent positions		Number of shares of the Company held
Kazuo Suzuki (August 4, 1972)	April 1998 September 2010	Registered as attorney at law (Daini Tokyo Bar Association) Outside Director, Hikaku.com Corporation To present	0

(Notes)

1. Mr. Kazuo Suzuki is a candidate for Substitute Outside Corporate Auditor.
2. The Company proposes that he be elected as Substitute Corporate Auditor since we judged that his expertise as an attorney at law and rich experience as a corporate lawyer can be used for enhancing the audit structure of the Company, even though he has never been involved in corporate management.
3. The Company has entered into an advisory contract with the candidate.
4. The Company has entered into agreements with Outside Corporate Auditors in accordance with Article 427, Paragraph 1 of the Companies Act to limit their liability pursuant to Article 423, Paragraph 1 of the same act. The maximum amount of liability pursuant to the agreements is the minimum amount stipulated by laws and regulations. If the candidate is elected and takes office as Outside Corporate Auditor, the Company intends to conclude the same agreement with him.

Proposal 5: Matters Concerning Determination of Compensation for Granting Restricted Stock to Directors

At the 45th Annual General Meeting of Shareholders held on June 29, 2000, approval was obtained for an amount of remuneration, etc. for the Directors of the Company of 400 million yen or less per year. (This does not include employee salaries of Directors who serve concurrently as employees.)

Recently, as part of the revision of the director compensation plan, with the objectives of offering incentives to the Company's Directors (excluding Outside Directors; hereinafter the "Directors Covered by the Plan") to achieve sustained improvement of the corporate value of the Company and sharing more of that value with our shareholders, the Company proposes that it will create a compensation plan that will newly grant restricted stock to the Directors Covered by the Plan.

The Company has been granting stock options as stock-based compensation which was adopted at the 49th Annual General Meeting of Shareholders on June 29, 2004. However, subject to the approval of this proposal, the Company will not grant stock options as stock-based compensation this fiscal year and thereafter.

The compensation paid to grant restricted stock to the Directors Covered by the Plan (based on this proposal) shall be a monetary claim (hereinafter "monetary compensation claim"), and its total amount shall be 50 million yen or less per year, which is an amount deemed to be appropriate based on the above objectives. Furthermore, the specific payment timing and allocation for each of the Directors Covered by the Plan shall be decided at a Meeting of the Board of Directors. However, compensation to grant restricted stock shall not be paid to Outside Directors.

Besides, the amount of compensation as described above does not include the employee salaries of Directors who serve concurrently as employees.

Currently there are eleven Directors (including two Outside Directors). If Proposal 2 "Election of 12 Directors" is approved and passed as proposed, there will be twelve Directors (including two Outside Directors).

Based on resolution of the Board of Directors of the Company, the Directors Covered by the Plan shall make in-kind contribution of all monetary compensation claim paid under this proposal and shall, in return, receive the issuance or disposal of the common shares of the Company. The total number of common shares of the Company to be issued or disposed of through this process shall be 20,000 shares or less per year. (In case that the Company conducts stock splits (including gratis allocations of its common shares) or reverse stock splits of its common shares on or after the date of the approval of this proposal, or in case that an adjustment of the total number of its common shares to be issued or disposed of as restricted stocks is required to be made, the total number of shares should be adjusted within a reasonable extent.)

Note that the amount to be paid in per share shall be determined by the Board of Directors within the scope of an amount that is not particularly advantageous to the Directors Covered by the Plan who will be granted said common shares, based on the closing price of the common shares of the Company in the Tokyo Stock Exchange on the business day immediately prior to the date of each resolution of the Board of Directors (in the case that the transaction has not been concluded on that day, the closing price on the most recent trading day preceding that day). When issuing or disposing of the common shares of the Company through this process, a contract for allocation of restricted stock (hereinafter the "Allocation Contract") containing the following contents shall be concluded between the Company and the Directors Covered by the Plan.

(1) Transfer Restriction Period

The Directors Covered by the Plan shall not transfer, dispose of and pledge the common shares of the Company allocated under the Allocation Contract (hereinafter the "Allocated Shares") during the period stipulated in advance by the Board of Directors of the Company that is between 10 and 20 years after the date on which allocation is made under the Allocation Contract (hereinafter the "Transfer Restriction Period") (hereinafter the "Transfer Restrictions").

(2) Treatment in the Event that a Director Retires from or Leaves His/Her Post

In the case that the Directors Covered by the Plan retire from or leave their posts as Directors, Operating Officers, Operating Officers who do not serve concurrently as Directors, Corporate Auditors, employees, advisors or consultants, or other equivalent position of the Company or its subsidiaries before the expiration of the Transfer Restriction Period, the Company shall acquire the Allocated Shares at no cost except in the case of expiration of term of office, death, or any other legitimate reason for the Directors Covered by the Plan to retire from or leave their posts.

(3) Cancellation of the Transfer Restrictions

Notwithstanding the provision in (1) above, the Company shall cancel the Transfer Restrictions for all of

the Allocated Shares as of the time when the Transfer Restriction Period expires, on the condition that the Directors Covered by the Plan have been in the status of Directors, Operating Officers, Operating Officers who do not serve concurrently as Directors, Corporate Auditors, employees, advisors or consultants, or other equivalent position of the Company or its subsidiaries continuously during the Transfer Restriction Period. However, in the case that said Directors Covered by the Plan retire from or leave the posts stipulated in (2) above before the Transfer Restriction Period expires due to expiration of term of office, death, or any other legitimate reason stipulated in (2) above, the number of the Allocated Shares for which the Transfer Restrictions are cancelled and the timing of the cancellation of the Transfer Restrictions shall be reasonably adjusted as necessary.

(4) Treatment in the Event of Organizational Restructuring, etc.

Notwithstanding the provision in (1) above, in the case that matters regarding merger contracts under which the Company becomes the disappearing company, share exchange agreements or share transfer plans under which the Company becomes a wholly owned subsidiary of another company, or any other organizational restructuring, etc. are approved at the General Meeting of Shareholders of the Company (or at a Meeting of the Board of Directors of the Company in the case that approval by the General Meeting of Shareholders of the Company is not required regarding the said organizational restructuring, etc.) during the Transfer Restriction Period, the Company shall cancel, based on the resolution of the Board of Directors of the Company, the Transfer Restrictions before the effective date of the said organizational restructuring, etc. with regard to the number of Allocated Shares reasonably determined by taking into account the period from the starting date of the Transfer Restriction Period to the approval date of the said organizational restructuring, etc. Furthermore, in the case provided for above, the Company shall acquire at no cost the Allocated Shares for which the Transfer Restrictions have not been cancelled, at the time immediately after the cancellation of Transfer Restrictions.

(5) Other Matters Determined by the Board of Directors

In addition to the above, the method of manifestation of intention and notification under the Allocation Contract, the method of revision of the Allocation Contract, and any other matters determined by the Board of Directors shall be included in the contents of the Allocation Contract.

Proposal 6: Payment of Condolence Money for the Late Mr. Kenji Kondo

In recognition of the services of the late Mr. Kenji Kondo, the Representative Director and Senior Advisor who passed away on February 17, 2017, we proposes the payment of condolence money within the reasonable range specified by the predetermined standards of the Company.

Please note that the specific amount, timing, and method of such payment will be left to the Board of Directors.

A brief personal history of the late Mr. Kenji Kondo is as follows:

Name	Brief personal history	
Kenji Kondo	July 1955	Established the Company President and Representative Director
	August 1988	Chairman and Representative Director
	June 2007	Representative Director and Senior Advisor
	February 2017	Passed away

Proposal 7: Election of Accounting Auditor

The term of office of Ernst & Young ShinNihon LLC, the Company's Accounting Auditor, will expire at the conclusion of this General Meeting of Shareholders due to expiration of its term of office. Accordingly, based upon the resolution of the Board of Corporate Auditors, the Company proposes the election of Deloitte Touche Tohmatsu LLC as the Accounting Auditor for approval of shareholders.

Deloitte Touche Tohmatsu LLC has been selected as a candidate of the Accounting Auditor since the Board of Corporate Auditors comprehensively took into account factors such as independence, expertise, and the scale and audit structure of Deloitte Touche Tohmatsu LLC, which are required for the Accounting Auditor of the Company.

The candidate for the Account Auditor is as follows:

Name	Deloitte Touche Tohmatsu LLC		
Main office locations	Shinagawa Intercity Tower C, 2-15-3 Konan, Minato-ku, Tokyo		
History	May 1968	Tohmatsu Awoki & Co. established	
	May 1975	Joined Touche Ross International (currently Deloitte Touche Tohmatsu Limited) alliance	
	February 1990	Changed name to Tohmatsu & Co.	
	July 2009	Transitioned to a limited liability company and changed name to Deloitte Touche Tohmatsu LLC	
Summary	Capital		¥933 million
	Number of personnel	Partners	579 persons
		Specialists	5,571 persons
		Other staff	546 persons
		Total	6,696 persons
		(of which)	
		CPAs	2,770 persons
		Successful CPA exam candidates (including junior accountants)	1,235 persons
	Companies with audit involvement	3,427 companies	

(As of March 31, 2017)