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(Stock Exchange Code 6330)
June 5, 2017

To Shareholders with Voting Rights:

Kiyoshi Nakao
President & Chief Executive Officer
Toyo Engineering Corporation
5-1, Marunouchi 1-chome,
Chiyoda-ku, Tokyo

**NOTICE OF CONVOCATION OF
THE 62ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear 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 Toyo Engineering Corporation (the “Company”). The meeting will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Monday, June 26, 2017, Japan time.

- 1. Date and Time:** Tuesday, June 27, 2017, at 10:00 a.m. Japan time
- 2. Place:** Shin-Marunouchi Conference Square, Shin-Marunouchi Building 9F,
5-1, Marunouchi 1-chome, Chiyoda-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 by the Accounting Auditor and the Audit and Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 62nd Fiscal Year (April 1, 2016–March 31, 2017)
 - Proposals to be resolved:**
 - Proposal 1:** Appropriation of Surplus
 - Proposal 2:** Consolidation of Shares
 - Proposal 3:** Partial Amendments to the Articles of Incorporation
 - Proposal 4:** Election of 10 Directors

4. Guide for Exercising Voting Rights:

Please exercise your voting rights through one of the following methods.

(1) Attending the meeting:	When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Please bring this convocation with you as a material for the meeting.
(2) In writing:	Please 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 Monday, June 26, 2017, Japan time.
(3) Via the Internet, etc.:	Please review the “Guide for Exercising Voting Rights via the Internet” on the next page, access the website for exercising voting rights specified by the Company (http://www.web54.net/), follow the instructions on the screen and enter your vote for or against the proposals using the “Code for the Exercise of Voting Rights” and the “Password” printed on the enclosed Voting Rights Exercise Form and send it no later than 5:30 p.m. on Monday, June 26, 2017, Japan time. Institutional investors may use the “Electronic Voting Platform” operated by ICJ, Inc., as an electromagnetic method for exercising voting rights for this General Meeting of Shareholders of the Company.

Notes:

1. In the event that voting rights are exercised both in writing and via the Internet, etc., the vote via the Internet, etc., shall be deemed valid. In the event that voting rights are exercised multiple times via the Internet, etc., the most recent vote shall be deemed valid.
 2. In the event that you attend this general meeting of shareholders after exercising your voting rights in writing or via the Internet, etc., the vote at this general meeting of shareholders shall be deemed valid.
- Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements are disclosed on the Company’s website (<http://www.toyo-eng.com/jp/ja/>) pursuant to the laws, regulations and Articles of Incorporation of the Company. Also, the attached documents accompanying this convocation notice and the aforementioned Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements posted on the above website are included in the consolidated financial statements and non-consolidated financial statements audited by the Audit and Supervisory Board Members and the Accounting Auditor to prepare the Audit Report and the Independent Auditor’s Report, respectively.
 - If any situation arises that requires amendments to the attached documents accompanying this convocation notice and the Reference Documents for the General Meeting of Shareholders, the revised versions will be disclosed on the Company’s website (<http://www.toyo-eng.com/jp/ja/>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company, as its basic policy, strives to increase return of profits to shareholders according to business performance and provide stable dividends from a medium- to long-term perspective, taking into account future business environment, while ensuring a sufficient internal reserve as a basis of the management foundation. Concerning the year-end dividend for the fiscal year ended March 31, 2017, considering the Company's financial position, business performance of the fiscal year under review and future business environment, etc., the Company will pay a year-end dividend as described below.

- (1) Type of dividend assets
Cash
- (2) Matters related to allotment of dividend asset to shareholders and the aggregate amount
¥2 per common share of the Company Aggregate amount: ¥383,378,734
Dividend will be paid from retained earnings
- (3) Effective date for dividend of surplus
June 28, 2017

Proposal 2: Consolidation of Shares**1. Reasons for proposing the share consolidation**

Japanese stock exchanges have announced the “Action Plan for Consolidating Trading Units” aiming to unify the trading units for all common shares of domestic companies listed on Japanese stock exchanges to one hundred (100) shares. The Company as listed on the Tokyo Stock Exchange shall respect the policy, and determined that the trading unit of the Company’s shares be changed from one thousand (1,000) shares to one hundred (100) shares, and that the share be consolidated with the objectives of enhancing investment opportunities for individual investors as well as adjusting the investment unit to an appropriate level taking into consideration changes in stock prices in the medium to long term, etc.

2. Ratio of the share consolidation

With respect to common shares of the Company, the Company proposes to consolidate five (5) shares into one (1) share.

If fractional shares of less than one (1) share arise as a result of the consolidation of shares, the Company shall in accordance with the provisions of the Corporation Law collectively dispose of them and pay the proceeds to all the shareholders whose shares have produced fractions, in proportion to the ratio of such fractions.

3. Effective date of the share consolidation

October 1, 2017

4. Total number of shares authorized to be issued as of the effective date

One hundred million (100,000,000) shares

5. The proposed consolidation of shares shall take effect upon approval of Proposal 3 “Partial Amendments to the Articles of Incorporation” as proposed. Any other procedural issues that may need to be addressed shall be entrusted to the Board of Directors of the Company.

Proposal 3: Partial Amendments to the Articles of Incorporation

1. Reasons for the amendments

- (1) In order to more clearly describe present and future business developments in the energy field, an addition is proposed to the purpose of the Company in Article 2 of the current Articles of Incorporation of the Company.
- (2) On the condition that Proposal 2 “Consolidation of Shares” is approved as originally proposed, the “total number of shares that can be issued by the Company” stipulated in Article 6 of the Articles of Incorporation is proposed to be amended from the current five hundred million (500,000,000) shares to one hundred million (100,000,000) shares in proportion to the ratio of the share consolidation (one fifth). Also, in order to change the number of shares constituting trading unit of the Company’s share to one hundred (100) shares, it is proposed that the “number of shares constituting one unit” in Article 8 of the Articles of Incorporation will be amended from the current one thousand (1,000) shares to one hundred (100) shares. In addition, a Supplementary Provision will be established proposing that these amendments will take effect on October 1, 2017, the same day as the effective date of the consolidation of shares.
- (3) To provide for emergency situations such as that the Board of Directors meeting cannot be held, Article 25 (Written Resolution of Board of Directors) is proposed to be added to the Articles of Incorporation to allow a resolution of the Board of Directors by agreement of all the Directors in writing or in electronic record as permitted under Article 370 of the Corporation Law.

2. Details of the amendments

Details of the amendments are as follows:

(Amended parts are underlined.)	
Current	Proposed amendment
(Purpose) Article 2. The purpose of the Company shall be to engage in the following businesses: 1. The following businesses relating to petroleum, gas, petrochemicals, chemicals in general, electricity, nuclear energy, coal, electric power, steel, non-ferrous metals, water, agriculture, food, fodder, biochemistry, pharmaceuticals, medical treatment, information, communication, traffic, transportation, distribution, storing, resource development, urban development, regional development, artificial intelligence, factory automation, pollution prevention, disasters prevention and environment preservation, etc: ① Comprehensive engineering design, planning, construction, operation, maintenance and administration of facilities and installations and consulting services relating thereto;	(Purpose) Article 2. The purpose of the Company shall be to engage in the following businesses: 1. (Same as current)

Current	Proposed amendment
② Construction including installation of machinery, equipment and devices, civil engineering, building, electrical, instrumentation and piping, etc.; ③ Manufacture, repair, supply, inspection, transport and sale of machinery and equipment; ④ Research and development, contract or otherwise, relating to machinery, equipment, devices and facilities; and ⑤ Lease and installment sale of machinery, equipment, devices and facilities <u>(New)</u> <u>2.</u> Acquisition, development and sale of industrial property rights, know-how, systems engineering and other software <u>3.</u> Service businesses relating to information processing and supply and communication systems <u>4.</u> Purchase, sale, lease and management of real estate <u>5.</u> Travel business, non-life insurance agent business and manpower supply business <u>6.</u> Any and all business relating to and incidental to any of the foregoing items <u>7.</u> Investment in any business as the Company deems necessary in addition to any of the foregoing items Articles 3.~5. (Omitted) (Total Number of Issuable Shares) Article 6. The total number of shares that can be issued by the Company shall be <u>five hundred million (500,000,000)</u>. Articles 7. (Omitted)	<u>2. Acquisition of mining rights relating to exploration and development of energy resources, such as petroleum and natural gas, as well as mineral resources, etc., and production, manufacturing, processing, sale/purchase and lease of such resources</u> <u>3.~ 8.</u> (Same as current) Articles 3.~5. (Same as current) (Total Number of Issuable Shares) Article 6. The total number of shares that can be issued by the Company shall be <u>one hundred million (100,000,000)</u>. Articles 7. (Same as current)

Proposal 4: Election of 10 Directors

The terms of office of all 10 Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. The election of 10 Directors is proposed for the next term.

The candidates for Director are as follows:

No.	Name		Positions and responsibility at the Company and significant concurrent positions
1	Reappointed	Masaaki Yamaguchi	Chairman
2	Reappointed	Kiyoshi Nakao	Representative Director, President & Chief Executive Officer
3	Reappointed	Takaya Naito	Representative Director and Executive Vice President
4	Reappointed	Masayuki Yoshizawa	Representative Director and Senior Executive Officer CCO (Chief Compliance Officer) Division Director of Corporate Strategy Unit and Corporate Administration Unit
5	Reappointed	Shoji Koshikawa	Director and Senior Executive Officer Unit Director, Plant Business Unit 1
6	Reappointed	Tomohisa Abe	Director and Senior Executive Officer Unit Director, Plant Business Unit 2
7	Newly appointed	Haruo Nagamatsu	Senior Executive Officer Unit Director, Infrastructure Business Unit
8	Reappointed Outside Director Independent Director	Hirokazu Hayashi	Director President, The Distribution Systems Research Institute
9	Reappointed Outside Director Independent Director	Masami Tashiro	Director Outside Auditor, ACKG Limited
10	Reappointed Outside Director Independent Director	Yusuke Yamada	Director Outside Director (Audit and Supervisory Committee Member), UUUM Inc.

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Masaaki Yamaguchi (March 7, 1955) Reappointed	April 1977 Joined the Company June 2009 Deputy General Manager, Finance & Accounting Unit April 2010 Executive Officer; General Manager, Finance & Accounting Unit April 2013 Senior Executive Officer; Chief Financial Officer; General Manager, Finance & Accounting Unit June 2013 Director; Senior Executive Officer; Chief Financial Officer; General Manager, Finance & Accounting Unit April 2014 Director; Senior Executive Officer; Chief Financial Officer; Division Director of General Affairs & Human Capital Development Unit and Finance & Accounting Unit April 2015 Director; Senior Executive Officer; Chief Financial Officer; Division Director of Finance & Accounting Unit and Project Management & Control Unit April 2016 Director; Senior Executive Officer; Chief Financial Officer; Division Director of Auditing Division, Safety, Quality & Environment Management Unit, Finance & Accounting Unit and Procurement Division April 2017 Chairman (to present) [Reasons for nomination as a candidate for Director] Mr. Masaaki Yamaguchi has served the Company as the heads of corporate strategy divisions and finance and accounting divisions, as well as Chief Financial Officer, and possesses ample experience and deep insights in corporate management, finance and accounting. In addition, he has acted as the Chairman of the Board of Directors since April of this year in a pertinent manner. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	27,000
2	Kiyoshi Nakao (December 18, 1951) Reappointed	April 1977 Joined the Company December 1999 Manager, Equipment Design Department, Plant Engineering Center May 2004 Executive Officer; General Manager, Proposal Division, Overseas Sales & Operations June 2006 Executive Officer; General Manager, Procurement Division, Overseas Project Operations Unit June 2008 Senior Executive Officer; General Manager, Procurement Division, Overseas Project Operations Unit September 2009 Senior Executive Officer; President, Toyo Engineering Corporation (China) April 2013 Senior Executive Officer; Unit Director, Plant Project Unit June 2013 Director; Senior Executive Officer; Unit Director, Plant Project Unit April 2015 Representative Director; President & Chief Executive Officer (to present) [Reasons for nomination as a candidate for Director] Mr. Kiyoshi Nakao, having served the Company as Unit Director of the Plant Project Unit and as a representative of the Company's overseas subsidiaries, possesses ample experience and deep insights in project management and corporate management. In addition, as Representative Director and President & Chief Executive Officer since 2015, he has demonstrated excellent leadership in the management of the Company. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	27,000

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	Takaya Naito (August 14, 1953) Reappointed	April 1977 Joined Export-Import Bank of Japan April 2007 Resident Executive Director for Asia and Oceania, Japan Bank for International Cooperation July 2009 Senior Executive Director, Japan Bank for International Cooperation, Japan Finance Corporation June 2010 Managing Executive Officer, Japan Bank for International Cooperation, Japan Finance Corporation July 2011 Managing Executive Officer; Head Manager, Infrastructure Finance Group, Japan Bank for International Cooperation April 2012 Managing Executive Officer; Global Head of Infrastructure Finance Group, Japan Bank for International Cooperation April 2012 Resigned from Japan Bank for International Cooperation June 2012 Advisor of the Company June 2012 Director; Senior Executive Officer April 2013 Director; Senior Executive Officer April 2014 Representative Director; Executive Vice President (to present) [Reasons for nomination as a candidate for Director] Mr. Takaya Naito belonged to governmental financial institutions for many years and possesses ample experience and deep insights in finance related to Japan's exports of machines and infrastructure. As Director of the Company since 2012, and as Representative Director and Executive Vice President of the Company since 2014, he has been engaged in the management of the Company. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	23,000
4	Masayuki Yoshizawa (March 31, 1959) Reappointed	April 1982 Joined MITSUI & CO., LTD. August 2006 President & CEO, Mitsui Gas e Energia do Brasil Ltda. June 2011 Executive Officer; Deputy General Manager, Corporate Planning Unit of the Company April 2014 Senior Deputy General Manager, Osaka Office MITSUI & CO., LTD. June 2015 Senior Executive Officer; Division Director of Corporate Strategy Unit and Corporate Administration Unit of the Company June 2015 Director; Senior Executive Officer; Division Director of Corporate Strategy Unit and Corporate Administration Unit April 2016 Director; Senior Executive Officer; Chief Compliance Officer; Division Director of IT Management & Control Division, Corporate Strategy Unit and Corporate Administration Unit June 2016 Representative Director; Senior Executive Officer; Chief Compliance Officer; Division Director of IT Management & Control Division, Corporate Strategy Unit and Corporate Administration Unit April 2017 Representative Director; Senior Executive Officer; Chief Compliance Officer; Division Director of Corporate Strategy Unit and Corporate Administration Unit (to present) [Reasons for nomination as a candidate for Director] Mr. Masayuki Yoshizawa, having served a general trading company for many years, possesses ample experience and deep insights related to the business of the Company such as investments and EPC businesses in energy and infrastructure fields and the management of overseas corporations. As Director and Senior Executive Officer of the Company since 2015, and as Representative Director and Chief Compliance Officer since 2016, he has been engaged in the management of the Company and supervised corporate strategy and corporate administration divisions. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	6,000

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
5	Shoji Koshikawa (April 7, 1957) Reappointed	April 1980 Joined the Company April 2010 Executive Officer; General Manager, Overseas Project Division 1, Overseas Project Operations Unit April 2012 Executive Officer; General Manager, Project Division 2 April 2013 Senior Executive Officer; Deputy Unit Director, Plant Project Unit; and General Manager, Asia Pacific Project Division, Plant Project Unit April 2015 Senior Executive Officer; Unit Director, Plant Project Unit June 2016 Director; Senior Executive Officer; Unit Director, Plant Project Unit April 2017 Director; Senior Executive Officer; Unit Director, Plant Business Unit 1 (to present) [Reasons for nomination as a candidate for Director] Mr. Shoji Koshikawa, having served the Company for many years mainly as a project manager of many overseas projects and as the heads of overseas project divisions, possesses ample experience and deep insights in EPC project and business management. As a Director of the Company since 2016, and as Unit Director of the Plant Business Unit 1 since April of this year, he has been engaged in the management of the Company from the standpoint of supervising important projects of the Company. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	17,000
6	Tomohisa Abe (January 29, 1955) Reappointed	April 1979 Joined the Company May 2009 Group Manager, Asian & Pacific Marketing Department, Marketing Division 1 April 2012 Executive Officer; General Manager, Plant Sales & Marketing Division, International Sales & Marketing Unit April 2015 Senior Executive Officer; Unit Director, Plant Sales & Marketing Unit June 2016 Director; Senior Executive Officer; Unit Director, Plant Sales & Marketing Unit April 2017 Director; Senior Executive Officer; Unit Director, Plant Business Unit 2 (to present) [Reasons for nomination as a candidate for Director] Mr. Tomohisa Abe, having been engaged in the plant sales and marketing divisions of the Company for many years, possesses ample experience and deep insights mainly in planning of sales and marketing strategies. As a Director of the Company since 2016, and as Unit Director of the Plant Business Unit 2 since April of this year, he has been engaged in the management of the Company from the standpoint of supervising the entire plant business of the Company. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	10,000

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
7	Haruo Nagamatsu (April 1, 1957) Newly appointed	April 1981 Joined the Company June 2000 Managing Director, Toyo Engineering & Construction Sdn.Bhd. April 2013 Executive Officer; Deputy Unit Director, Infrastructure Business Unit; General Manager, Infrastructure Project Division, Infrastructure Business Unit April 2016 Senior Executive Officer; Unit Director, Infrastructure Business Unit (to present) [Reasons for nomination as a candidate for Director] Mr. Haruo Nagamatsu, having served the Company for many years mainly as a project manager of many overseas projects and as a representative of the Company's overseas subsidiary, and Unit Director of our business, possesses ample experience and deep insights in EPC project and the management of overseas subsidiary. In addition, as Unit Director of the Infrastructure Business Unit since 2016, he has been contribute to developing Infrastructure business of the Company. Expecting him to contribute to improving the corporate value of the Company through leveraging his ample experience and insights, the Company has nominated him as a candidate for Director.	8,210

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
8	Hirokazu Hayashi (March 19, 1948) Reappointed Candidate for Outside Director	July 1971 Entered the Ministry of International Trade and Industry January 1996 Executive Secretary to the Prime Minister July 2001 Director-General, Trade and Economic Cooperation Bureau, Ministry of Economy, Trade and Industry (METI) July 2002 Director-General, Commerce and Information Policy Bureau, METI August 2003 Director-General, Trade Policy Bureau, METI (Retired from office in September 2005) April 2008 Senior Executive Officer and Chief Executive of Regional Development Marketing Div., TOKYO GAS Co., Ltd. April 2010 Executive Vice President, TOKYO GAS Co., Ltd. June 2013 Outside Corporate Auditor, Kamigumi Co., Ltd. (to present) July 2013 President, The Distribution Systems Research Institute (to present) June 2016 Outside Director of the Company (to present) [Significant concurrent positions] • Outside Corporate Auditor, Kamigumi Co., Ltd. Note: Mr. Hayashi is scheduled to retire from the position of Outside Corporate Auditor of Kamigumi Co., Ltd. ("Kamigumi"), as of the date of Kamigumi's Ordinary General Meeting of Shareholders to be held in June 2017. [Special notes about candidate for Outside Director] [Reasons for nomination as a candidate for Director] Mr. Hirokazu Hayashi, having served in the Ministry of Economy, Trade and Industry (METI), possesses ample experience and deep insights in public policies mainly of the trade promotion and trade policy. He has been providing precise comments and opinions about the Company's overall management from an independent standpoint based on a global perspective and supervising the Company's management appropriately.. Leveraging his expertise, Mr. Hayashi has been making fair and precise comments and opinions regarding various managerial issues from an independent standpoint and supervising the Company's management appropriately. As his appropriate performance of duties as an Outside Director can continue to be expected, the Company has nominated him as a candidate for Outside Director. The Company designates him as an Independent Director as stipulated by the regulations of the Tokyo Stock Exchange. If he is re-elected, the Company will continue to designate him as an Independent Director. [Term of office as Outside Director] Mr. Hayashi's term of office as Outside Director of the Company will be one year upon the conclusion of this General Meeting of Shareholders. [Liability limitation contracts with Directors] The Company has a contract with him for limitation of liability for damages as provided in Article 423, Paragraph 1, of the Corporation Law as prescribed by Article 427, Paragraph 1, of the Corporation Law and the Articles of Incorporation of the Company. If he is re-elected, the Company will renew the contract with him. The limitation of liability under the contract will be the minimum liability amount set forth in Article 425, Paragraph 1, of the Corporation Law.	12,000

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
9	Masami Tashiro (May 11, 1952) Reappointed Candidate for Outside Director	April 1976 Joined Mitsui Bank, Ltd. April 2001 General Manager, International Credit Dept., Sumitomo Mitsui Banking Corporation December 2002 General Manager, Singapore Branch, Sumitomo Mitsui Banking Corporation June 2003 Executive Officer; General Manager, Singapore Branch, Sumitomo Mitsui Banking Corporation June 2006 Member of the Board, Taiyo Oil Company, Limited July 2010 Vice President, SMBC International Business Co., Ltd. June 2012 President and Representative Director, SMBC International Business Co., Ltd. December 2013 Outside Auditor, ACKG Limited June 2015 Outside Director of the Company (to present) December 2016 Outside Director, ACKG Limited (to present) [Significant concurrent positions] • Outside Director, ACKG Limited [Special notes about candidate for Outside Director] [Reasons for nomination as a candidate for Outside Director] Mr. Masami Tashiro has long experience in international business operations at financial institutions and possesses ample experience and deep insights as a corporate manager. He has been providing precise comments and opinions about the Company's overall management from an independent standpoint based on a global perspective and supervising the Company's management appropriately. Since his appropriate performance of duties as an Outside Director can continue to be expected, the Company has nominated him as a candidate for Outside Director. The Company designates him as an Independent Director as stipulated by the regulations of the Tokyo Stock Exchange. If he is re-elected, the Company will continue to designate him as an Independent Director. [Term of office as Outside Director] Mr. Tashiro's term of office as Outside Director of the Company will be two years upon the conclusion of this General Meeting of Shareholders. [Liability limitation contracts with Directors] The Company has a contract with Mr. Tashiro for limitation of liability for damages as provided in Article 423, Paragraph 1, of the Corporation Law as prescribed by Article 427, Paragraph 1, of the Corporation Law and the Articles of Incorporation of the Company. If he is re-elected, the Company will renew the contract with him. The limitation of liability under the contract is the minimum liability amount set forth in Article 425, Paragraph 1, of the Corporation Law.	0

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
		April 1977 Joined Nomura Securities Co., Ltd.	
		June 1999 Director, Nomura Securities Co., Ltd.	
		October 2001 Director; In charge of Branch Office Management, Sales Operations Div. (Tokyo) , Nomura Securities Co., Ltd.	
		April 2002 Director; In charge of Branch Office Management, Sales Operations Div. (Tokyo) , and Non-regular General Manager of Head Office, Nomura Securities Co., Ltd.	
		April 2003 Managing Director, in charge of Human Resources, Nomura Securities Co., Ltd.	
		June 2003 Senior Executive Managing Director, Nomura Securities Co., Ltd., and Executive Managing Director, Nomura Holdings, Inc.	
		March 2009 Managing Executive Officer, Vice person in charge of Administration Div., JAFECO Co., Ltd.	
		June 2009 Managing Director, in charge of Administration Div., JAFECO Co., Ltd.	
		January 2010 Managing Director, in charge of Administration Div. and Examination and Approval, JAFECO Co., Ltd.	
		April 2013 Executive Managing Director, JAFECO Co., Ltd.	
10	Yusuke Yamada (December 26, 1953)	August 2014 Full-time Corporate Auditor, UUUM Inc.	0
		June 2015 Outside Director of the Company (to present)	
		August 2015 Outside Director (Audit and Supervisory Committee Member), UUUM Inc. (to present)	
		[Significant concurrent positions] • Outside Director (Audit and Supervisory Committee Member), UUUM Inc.	
	Reappointed	[Special notes about candidate for Outside Director]	
	Candidate for Outside Director	[Reasons for nomination as a candidate for Director] Mr. Yusuke Yamada possesses knowledge and experience related to securities, finance and the capital markets, as well as ample experience and deep insights as a corporate manager. He has been providing precise comments and opinions on the Company's overall management from an independent standpoint and supervising the Company's management appropriately. Since his appropriate performance of duties as an Outside Director can continue to be expected, the Company has nominated Mr. Yamada as a candidate for Outside Director. The Company designates him as an independent director as stipulated by the regulations of the Tokyo Stock Exchange. If he is re-elected, the Company will continue to designate him as an independent director. [Term of office as Outside Director] Mr. Yamada's term of office as Outside Director of the Company will be two years upon the conclusion of this General Meeting of Shareholders. [Liability limitation contracts with Directors] The Company has a contract with Mr. Yamada for limitation of liability for damages as provided in Article 423, Paragraph 1, of the Corporation Law as prescribed by Article 427, Paragraph 1, of the Corporation Law and Articles of Incorporation of the Company. If he is re-elected, the Company will renew the contract with him. The limitation of liability under the contract is the minimum liability amount set forth in Article 425, Paragraph 1, of the Corporation Law.	

Note: There are no special interests between each candidate and the Company.