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August 3, 2017

To Those Shareholders with Voting Rights

Takara Printing Co., Ltd.

Seiichiro Akutsu, President

(Securities code: 7921 TSE First Section)

Contact Person: Masao Shinohara, Executive Officer, Director of General Affairs Dep.

Phone: 03-3971-3101

NOTICE OF THE 80th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 80th Ordinary General Meeting of Shareholders of the Company. The meeting will be held as described below.

If you are unable to attend the meeting, please review the Reference Documents for the General Meeting of Shareholders (the following pages 3 to 13), and place your vote by no later than 6:00 p.m. on Thursday, August 24, 2017, in reference to the “Guidance for the Exercise of Voting Rights,” either by returning the enclosed Voting Rights Exercise Form with your selections, or by electronic means including the use of the Internet.

- 1. Date and Time** 10:00 a.m., Friday, August 25, 2017 (reception opens at 9:00 a.m.)
- 2. Place** Ballroom Fuji, Hotel Metropolitan Tokyo 3F
6-1, Nishi-Ikebukuro 1-chome, Toshima-ku, Tokyo
- 3. Agenda of the Meeting:**
Matters to be reported: (1) Business Report and Consolidated Financial Statements for the 80th Fiscal Term (from June 1, 2016 to May 31, 2017) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
(2) Non-consolidated Financial Statements for the 80th Fiscal Term (from June 1, 2016 to May 31, 2017)

Proposals to be resolved:
Proposal No. 1: Election of Eight (8) Directors
Proposal No. 2: Election of One (1) Substitute Corporate Auditor

Notes: 1. If you plan to attend the meeting, please hand in your Voting Rights Exercise Form at the front desk when you arrive at the venue.
2. Subsequent amendments to the Reference Documents for the General Meeting of Shareholders and the Attached Documents (if any) will be listed on the Company’s website (<https://www.takara-print.co.jp/>).

Guidance for the Exercise of Voting Rights

If you are attending the General Meeting of Shareholders

Please hand in your Voting Rights Exercise Form at the front desk when you arrive at the venue.

Date and Time: 10:00 a.m., Friday, August 25, 2017 (reception opens at 9:00 a.m.)

If you cannot attend the General Meeting of Shareholders

- By post

Please return the enclosed Voting Rights Exercise Form with your approval or disapproval for each proposal.

Exercise deadline: to be received by 6:00 p.m., Thursday, August 24, 2017

- By the Internet

Please access the Company's designated voting rights exercise website and send your approval or disapproval for each proposal.

Exercise deadline: 6:00 p.m., Thursday, August 24, 2017

Electronic Voting Rights Exercise Platform for Institutional Investors

In addition to the above methods, shareholders may vote via the electronic voting rights exercise platform for institutional investors operated by ICJ, Inc. by prior application.
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Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Election of Eight (8) Directors

All of the eight (8) Directors will complete their terms of office at the closing of this General Meeting of Shareholders. Consequently, the Company proposes the election of eight (8) Directors.

The Company's View on the Structure of Board of Directors

The number of the Company's Board of Directors shall be somewhere between three (3) and nine (9) including two (2) or more Independent Outside Directors. The Company gives consideration to the diversity of the members constituting the Board of Directors.

Procedure of Election and Nomination of the Directors

Directors of the Company shall have, in addition to an excellent character, practical insight to implement the Company's business operations in an accurate, fair and efficient manner while maintaining high ethical standards. The term of all the Directors shall be one (1) year and their election is subject to the resolution at the Ordinary General Meeting of Shareholders. Candidates for the Directors including Substitute Director(s) shall be selected and determined at the Board of Directors, while obtaining advice from Independent Outside Directors, in accordance with the policy mentioned above.

[Criteria for Determining Independence of Independent Outside Directors]

Independent Outsider Directors are elected based on the Company's expectations towards the candidates who can contribute to open-minded constructive discussions and have a deep insight and broad experience in the securities market & securities sector as well as a field of disclosure services that are closely related to the Company's business. The Criteria for Determining Independence is formulated, with reference to the Criteria for Independence stipulated by Tokyo Stock Exchange, to elect candidates who have no interests with the Company, and no potential conflict of interests with the general shareholders.

The candidates for Directors are as follows.

No.		Name (age)		Current position at the Company	Attendance at the Board of Directors for the current fiscal term
1	Reelection	Seiichiro Akutsu (63)		President and Representative Director	100% (20 out of 20 meetings)
2	Reelection	Kouji Aoki (64)		Director and Managing Executive Officer	95% (19 out of 20 meetings)
3	Reelection	Yoshinori Tamura (60)		Director and Managing Executive Officer	100% (20 out of 20 meetings)
4	Reelection	Eiichi Kashima (61)		Director and Managing Executive Officer	100% (20 out of 20 meetings)
5	Reelection	Tetsuo Imai (60)		Director and Managing Executive Officer	100% (20 out of 20 meetings)
6	Reelection	Akira Tsuda (73)		Director and Executive Officer	100% (20 out of 20 meetings)
7	Reelection Outside Independent	Toshitsugu Shimizu (66)		Director	100% (20 out of 20 meetings)
8	New election Outside Independent	Yoshiko Shirata (64)	—	—	—

- Notes: 1. The ages of the above candidates for Directors are stated in Western style method as of the closing of this General Meeting of Shareholders.
2. No conflict of interest exists between the Company and the above candidates for Directors.
3. Mr. Toshitsugu Shimizu and Ms. Yoshiko Shirata are the candidates for Outside Directors, and Ms. Yoshiko Shirata is a new candidate for Outside Director. The Company has appointed them as independent directors who have no potential conflicts of interest with general shareholders as defined by Tokyo Stock Exchange, and submitted notification of their appointment to the said exchange.

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
Reelection 1. Seiichiro Akutsu (63) (December 17, 1953) Attendance at the Board of Directors for the current fiscal term 100% (20 out of 20 meetings)	January 1986 May 1989 July 1991 August 1991 October 1996 August 1997 October 1997 August 2002	Joined the Company General Manager, President Office of the Company General Manager, General Planning Department of the Company Director and General Manager, General Planning Department of the Company Director and General Manager, Accounting Department of the Company Managing Director and General Manager, Accounting Department of the Company Managing Director and Division Manager, Administration Division of the Company President and Representative Director of the Company (current position)	22,972 shares
	Reasons for appointment as candidate for Director Since joining the Company, Mr. Seiichiro Akutsu is well versed in its overall business mainly in the field of administration with abundant knowledge and experience in operations, and appropriately performs his duties. Since his assumption of office as Director in August 1991 and as President and Representative Director in August 2002, he has accumulated achievements as the chief executive officer of the Group. Therefore, the Company determines that he is appropriate as Director and reappoints him as candidate for Director.		

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
<u>Reelection</u> 2. Kouji Aoki (64) (June 17, 1953) Attendance at the Board of Directors for the current fiscal term 95% (19 out of 20 meetings)	April 1978	Joined the Company	29,777 shares
	April 1993	General Manager, Osaka Branch of the Company	
	September 1999	General Manager, Business Planning Department of the Company	
	August 2000	Director and General Manager, Production Department of the Company	
	August 2005	Managing Director and General Manager, Production Department of the Company	
	August 2006	Director, Managing Executive Officer and General Manager, Business Planning Department of the Company	
	August 2008	Director, Managing Executive Officer and General Manager, Business Planning Department in charge of XBRL Section of the Company	
	July 2010	Director, Managing Executive Officer and General Manager, Business Planning Department in charge of IFRS Section, XBRL Section and IT Service Business of the Company	
	July 2013	Director, Managing Executive Officer and General Manager, Business Planning Department, in charge of Business Development Department, XBRL Section, Business Management Department and IT Service Department of the Company	
	July 2015	Director, Managing Executive Officer and General Manager, Business Planning Department, in charge of Business Development Department, Business Management Department and IT Service Department of the Company	
	July 2017	Director, Managing Executive Officer and General Manager, Business Planning Department, in charge of Business Management Department and IT Service Department of the Company (current position)	
	Reasons for appointment as candidate for Director Since joining the Company, Mr. Kouji Aoki is well versed in its overall business mainly in the fields of sales and production with abundant knowledge and experience in operations, and appropriately performs his duties. Since his assumption of office as Director in August 2000, he has accumulated achievements in the management of the Group in areas such as IT services. Therefore, the Company determines that he is appropriate as Director and reappoints him as candidate for Director.		

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
3. Yoshinori Tamura (60) (January 6, 1957) Reelection Attendance at the Board of Directors for the current fiscal term 100% (20 out of 20 meetings)	April 1980	Joined Japan Securities Dealers Association Corporation (currently Japan Securities Dealers Association)	6,875 shares
	September 1999	Joined Showa Ota & Co. (currently Ernst & Young ShinNihon LLC) General Manager, Promotion Department for Initial Public Offering	
	June 2000	Director of Nippon First Securities Co., Ltd.	
	July 2001	Joined the Company Corporate Advisor of the Company	
	August 2001	General Manager, IPO Support Section of the Company	
	August 2004	Director and General Manager, IPO Support Section of the Company	
	August 2006	Director, Managing Executive Officer and General Manager, Disclosure Research Department III of the Company	
	July 2010	Director, Managing Executive Officer and General Manager, Disclosure Research Department I in charge of CSR Department of the Company	
	July 2013	Director and Managing Executive Officer, General Manager, CSR Department, in charge of Disclosure Research Department I and Disclosure Research Department II of the Company	
	July 2015	Director and Managing Executive Officer, General Manager, CSR Department, General Manager, Disclosure Research Department I and General Manager, Disclosure Research Department II of the Company	
	February 2016	Director and Managing Executive Officer, General Manager, CSR Department, in charge of Disclosure Research Department II of the Company	
	July 2017	Director and Managing Executive Officer, General Manager, CSR Department, in charge of Disclosure Research Department I and Disclosure Research Department II of the Company (current position)	
Reasons for appointment as candidate for Director Mr. Yoshinori Tamura possesses deep insight and experience in securities operations. Since joining the Company, he has abundant knowledge and experience in IPO sales and disclosure research, and appropriately performs his duties. Since his assumption of office as Director in August 2004, he has accumulated achievements in the management of the Group particularly in areas of research and internal auditing. Therefore, the Company determines that he is appropriate as Director and reappoints him as candidate for Director.			

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
Reelection 4. Eiichi Kashima (61) (September 25, 1955) Attendance at the Board of Directors for the current fiscal term 100% (20 out of 20 meetings)	February 1988	Joined the Company	7,550 shares
	October 1997	General Manager, Accounting Department of the Company	
	September 1998	General Manager, General Affairs Department of the Company	
	September 2004	General Manager, General Planning Department and General Affairs Department of the Company	
	August 2006	Executive Officer and General Manager, General Affairs and Personnel Department of the Company	
	July 2009	Executive Officer and General Manager, Disclosure Business Department I of the Company	
	July 2010	Executive Officer and General Manager, Disclosure & IR Business Department II and Disclosure & IR Business Department IV of the Company	
	July 2013	Managing Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office	
	August 2013	Director, Managing Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office	
	July 2014	Director, Managing Executive Officer and General Manager, Production Department of the Company	
	July 2016	Director, Managing Executive Officer and General Manager, Disclosure & IR Business Department V and Production Department, in charge of Design Center of the Company	
	July 2017	Director, Managing Executive Officer and General Manager, Disclosure & IR Business Promotion Department and Disclosure & IR Business Department V of the Company (current position)	
Reasons for appointment as candidate for Director Since joining the Company, Mr. Eiichi Kashima is well versed in its overall business mainly in the fields of administration, sales and production with abundant knowledge and experience in operations, and appropriately performs his duties. Since his assumption of office as Director in August 2013, he has accumulated achievements in the management of the Group through a wide range of operational experience. Therefore, the Company determines that he is appropriate as Director and reappoints him as candidate for Director.			

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
<u>Reelection</u> 5. Tetsuo Imai (60) (January 17, 1957) Attendance at the Board of Directors for the current fiscal term 100% (20 out of 20 meetings)	April 1981	Joined The Mitsui Trust Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)	2,500 shares
	November 2004	General Manager, Abeno Branch, The Chuo Mitsui Trust and Banking Company, Limited (currently Sumitomo Mitsui Trust Bank, Limited)	
	April 2007	Joined the Company Senior Manager, Disclosure Business Department I of the Company	
	August 2007	General Manager, Disclosure Sales Promotion Department of the Company	
	August 2008	Executive Officer and General Manager, Disclosure Sales Promotion Department of the Company	
	July 2010	Executive Officer and General Manager, Disclosure & IR Business Department III of the Company and in charge of Sapporo Branch Office	
	July 2014	Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office	
	August 2015	Director, Managing Executive Officer and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office	
	July 2017	Director, Managing Executive Officer, Division Manager, Disclosure & IR Business Division and General Manager, Disclosure & IR Business Department II of the Company and in charge of Fukuoka Branch Office (current position)	
	Reasons for appointment as candidate for Director Mr. Tetsuo Imai possesses deep insight and experience in trust and banking operations. As he is well versed in its overall business mainly in the field of sales since joining the Company, and has accumulated achievements in the management of the Group in that area and others since his assumption of office as Director in August 2015, the Company determines that he is appropriate as Director and reappoints him as candidate for Director.		

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
6. Akira Tsuda (73) (June 15, 1944) Reelection Attendance at the Board of Directors for the current fiscal term 100% (20 out of 20 meetings)	April 1968 December 1987 June 1989 June 1996 June 1997 April 1999 May 2002 June 2003 June 2005 June 2005 April 2009 June 2009 August 2009 June 2015	Joined Nomura Securities Co., Ltd. Director of Nomura Securities Co., Ltd. Managing Director of Nomura Securities Co., Ltd. Representative Director and Senior Managing Director of Nomura Securities Co., Ltd. Representative Director and Senior Managing Director of Japan Associated Finance Co., Ltd. (currently JAFECO Co., Ltd.) Vice President and Representative Director of JAFECO Co., Ltd. Chairman and Director of Nomura Investor Relations Co., Ltd. Chairman and Executive Officer of Nomura Investor Relations Co., Ltd. President and Representative Director of Nippon Venture Capital Co., Ltd. External Director of Hitachi Capital Corporation Director of Nippon Venture Capital Co., Ltd. Outside Auditor of Torishima Pump Mfg. Co., Ltd. Director and Executive Officer of the Company (current position) Outside Director (Member of Audit and Supervisory Committee) of Torishima Pump Mfg. Co., Ltd. (current position) Significant concurrent positions Outside Director of Torishima Pump Mfg. Co., Ltd. Reasons for appointment as candidate for Director Mr. Akira Tsuda possesses abundant knowledge and experience in the securities industry, venture capital industry and corporate management, as well as experience as an independent outside director and outside corporate auditor at other companies. Since his assumption of office as Director in August 2009, he has provided appropriate advice on the overall management of the Group and has accumulated achievements in sales operations. Therefore, the Company determines that he is appropriate as Director and reappoints him as candidate for Director.	1,000 shares

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
Reelection Outside Independent 7. Toshitsugu Shimizu (66) (September 14, 1950) Attendance at the Board of Directors for the current fiscal term 100% (20 out of 20 meetings)	April 1974	Joined Tokyo Stock Exchange, Inc.	0 shares
	June 2002	Executive Officer of Tokyo Stock Exchange, Inc.	
	June 2002	Director of Japan Securities Clearing Corporation (concurrent post)	
	June 2003	President and Representative Director of Japan Securities Settlement & Custody, Inc. (concurrent post)	
	June 2006	Senior Executive Officer of Tokyo Stock Exchange, Inc.	
	August 2007	Senior Executive Officer of Tokyo Stock Exchange Group, Inc.	
	August 2008	Director of the Company (current position)	
	June 2009	Outside Director of Japan Commodity Clearing House (current position)	
	June 2013	Outside Director of Tokyo Commodity Exchange, Inc.	
	Significant concurrent positions Outside Director of Japan Commodity Clearing House		
Reasons for appointment as candidate for Outside Director Mr. Toshitsugu Shimizu has superior insight and broad experience with regard to security markets, which is closely connected with disclosure operations. We believe that he will give valuable advice on our management as an Outside Director. His current term of office as an Outside Director will reach nine years at the closing of this General Meeting of Shareholders.			

Name (Age) (Date of Birth)	Career summary and status of significant concurrent positions		Number of shares of the Company held
New election Outside Independent 8. Yoshiko Shirata (64) (December 2, 1952)	April 1996	Assistant Professor, Department of Information Science, Tsukuba College of Technology	0 shares
	April 2001	Assistant Professor, College of Economics, Nihon University	
	April 2002	Professor, College of Economics, Nihon University	
	April 2005	Professor, Graduate School of Management of Technology, Shibaura Institute of Technology	
	April 2007	Professor, Graduate School of Business Sciences, University of Tsukuba	
	February 2010	Visiting Professor, University of Munich, Germany	
	January 2012	Visiting Professor, Sheffield University Management School, UK	
	June 2012	Council Member, Legislative Council of the Ministry of Justice (current position)	
	March 2014	Outside Auditor, DIC Corporation (current position)	
	April 2015	Visiting Researcher, The Research Institute for Innovation Management, Hosei University (current position)	
	June 2015	Outside Director, WIN-Partners Co., Ltd. (current position)	
	May 2016	Chairperson, Land Valuation Council, Tokyo Regional Taxation Bureau (current position)	
	June 2016	Outside Director, Ryoden Corporation (current position)	
	April 2017	Visiting Professor, Tsukuba Gakuin University (current position)	
	July 2017	Auditor, Building Research Institute, National Research and Development Agency, Japan (current position)	
Significant concurrent positions Outside Auditor, DIC Corporation Outside Director, WIN-Partners Co., Ltd. Outside Director, Ryoden Corporation			
Reasons for appointment as candidate for Outside Director Ms. Yoshiko Shirata possesses expertise in financial accounting and management as a university professor, as well as experience as an outside officer at other companies. Therefore, the Company determines that she can give valuable advice on our management as an Outside Director based on her background.			

Proposal No. 2: Election of One (1) Substitute Corporate Auditor

At the opening of this General Meeting of Shareholders, the effect of the election expires for Substitute Corporate Auditor Mr. Akira Hiramatsu, who was elected at the 76th Ordinary General Meeting of Shareholders held on August 23, 2013. The Company proposes the preliminary election of one Substitute Corporate Auditor so as to maintain the statutorily required minimum number of Corporate Auditors at all events. The election in this Proposal may be cancelled by resolution of the Board of Directors with the approval of the Board of Corporate Auditors, but only before the candidates assume office. The Board of Corporate Auditors has already approved this Proposal.

The candidate for Substitute Corporate Auditor is as follows:

Name (Date of Birth)	Career summary and status of significant concurrent positions	Number of shares of the Company held
Akira Hiramatsu (60) (January 26, 1957)	July 2009 Chief Accounting Officer, Corporate Accounting and Disclosure Division, Planning and Coordination Bureau of the Financial Services Agency	0 shares
	August 2010 Senior Manager, Disclosure Research Department I of the Company	
	July 2011 Executive Officer and General Manager, Disclosure Research Department I of the Company	
	July 2013 Executive Officer and General Manager, Disclosure Research Department I, in charge of Disclosure Information Center and Research Institute for Disclosure of the Company	
	July 2015 Executive Officer and General Manager, Disclosure Information Center, in charge of Research Institute for Disclosure & IR of the Company	
	July 2016 Executive Officer and General Manager, Disclosure Information Center (current position)	
	Reasons for appointment as candidate for Substitute Corporate Auditor Mr. Akira Hiramatsu has a record of achievements accumulated through his work experience and from his professional perspective, and we believe he can objectively supervise legality of the execution of business operations of the Company that is engaged in offering solutions for disclosure and IR. Therefore, the Company reappoints him as candidate for Substitute Corporate Auditor.	

Note: 1. The age of the above Substitute Corporate Auditor is stated in Western style method as of the closing of this General Meeting of Shareholders.
2. No conflict of interest exists between the Company and the above candidate for Substitute Corporate Auditor.