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June 2, 2017
Stock ticker: 8015

Jun Karube, President
Toyota Tsusho Corporation
9-8 Meieki 4-chome, Nakamura-ku, Nagoya, Aichi, Japan

Notice of 96th Ordinary General Meeting of Shareholders

Dear Shareholders:

Thank you very much for your continued support of Toyota Tsusho Corporation.

You are cordially invited to attend the 96th Ordinary General Meeting of Shareholders of Toyota Tsusho Corporation (the "Company") to be held in Nagoya on June 23, 2017.

If you are unable to attend the shareholders' meeting in person, you can exercise your voting rights in writing. To do so, please examine the accompanying Reference Materials for the General Meeting of Shareholders and exercise your voting rights by 5:45 p.m. on Thursday, June 22, 2017 (Japan Time)

[Voting in Writing by Postal Mail]

Please indicate your vote for or against each of the proposals on the enclosed voting card and return it so that it arrives at the designated address by the deadline stated above.

[Voting by Electronic Means (the Internet, etc.)]

Please access the website for the exercise of voting rights designated by the Company (http://www.evote.jp/) and input your approval or disapproval in accordance with the instructions on the screen by the deadline stated above.

For information about the procedure for exercising voting rights via the Internet, please see page 17.

1. Date and Time 10 a.m., Friday, June 23, 2017 (Reception Starting 8:30 a.m.)

2. Venue Meeting Room, 13th floor (Reception, 2nd floor)
Century Toyota Building (Toyota Tsusho Head Office)
9-8 Meieki 4-chome, Nakamura-ku, Nagoya

3. Meeting Agenda

Matters to be Reported:

(1) The business report and consolidated financial statements for the Company's 96th fiscal year (April 1, 2016 – March 31, 2017) and reports from the independent auditors and the Company's Audit & Supervisory Board on the results of their audits of the consolidated financial statements for the 96th fiscal year

(2) Non-consolidated financial statements for the Company's 96th fiscal year (April 1, 2016 – March 31, 2017)

Proposals to be Voted On:

Item 1: Appropriation of retained earnings

Item 2: Partial amendment of the Articles of Incorporation

Item 3: Election of twelve (12) directors

Item 4: Payment of director bonuses

Item 5: Revision of the amount of compensation for directors

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1. If you attend the meeting in person, please present the enclosed voting card at the reception desk at the venue of the meeting.
2. As a shareholder of the Company, you may exercise your voting rights by appointing as a proxy another one (1) shareholder of the Company, who is entitled to vote, and authorizing and causing that proxy to vote on your behalf. In such case, a written power of attorney must be submitted to the reception desk.
3. Corrections, if any, to the business report, non-consolidated financial statements, consolidated financial statements, or the Reference Materials for the General Meeting of Shareholders will be posted on the Company's website (http://www.toyota-tsusho.com/english/ir/).
4. The notes to the consolidated financial statements and notes to the non-consolidated financial statements have been posted on the Company's website (http://www.toyota-tsusho.com/english/ir/) pursuant to applicable laws and ordinances and the Company's Articles of Incorporation and are not included in the attached documents to this notice of convocation. Accordingly, the attached documents to this notice are part of the documents audited by the independent auditor and the Company's Audit & Supervisory Board at the time of preparation of the audit reports. The consolidated financial statements and non-consolidated financial statements audited by the independent auditor and the Company's Audit & Supervisory Board consist of the documents included in the attached documents to this notice of convocation and the notes to the consolidated financial statements and notes to the non-consolidated financial statements posted on the above website.

Reference Materials for the General Meeting of Shareholders

Item 1: Appropriation of retained earnings

The Board of Directors recommends a vote for appropriation of retained earnings in accordance with the following details.

Year-end dividend
The Company's policy is to provide stable, continuous shareholder returns targeting a consolidated dividend payout ratio of 25% as a percentage of net income before amortization of goodwill.
The Company plans to pay a year-end dividend of ¥39 per share. Combined with the interim dividend of ¥31 per share, this will take the total annual dividend to ¥70 per share, up ¥8 per share versus the previous fiscal year.

1. Form of distribution: cash
2. Per-share and total payment amounts: ¥39 per share of common stock, ¥13,732,622,436 in total
3. Effective date of dividend payment: June 26, 2017

Item 2: **Partial amendment of the Articles of Incorporation**

1. Reason for the Amendments
The Company introduced an executive officer system in 2006 with the aim of expediting business execution and clarifying responsibilities. The Company has now decided to improve the soundness and efficiency of its management by further separating decision-making and business execution so that the Board of Directors makes decisions on important matters of companywide management and supervises business execution while executive officers are given responsibility for business execution.

Accordingly, the Company proposes to partially amend the Articles of Incorporation as described below.
(1) With the aim of constructing an optimal and flexible management structure, amend Article 23 (Representative Directors and Directors with title) of the existing Articles of Incorporation in order to clarify that the president & CEO may be appointed not only from among the directors, but also from among the executive officers.
(2) In connection with the amendment in (1) above, amend or delete the designation "President and CEO" in Article 15 (Chairman) and Article 25 (Board of Directors) of the existing Articles of Incorporation.
(3) Newly establish in proposed amendment Article 25 (Executive Officers) provisions relating to Executive Officers to clarify the method of appointment and roles of Executive Officers.
(4) Amend Article 25 (Board of Directors) of the existing Articles of Incorporation to reduce the risk that only the Chairman of the Board may convene meetings of the Board of Directors during periods when the President is not a Director.
(5) Delete Article 18 (Number of Directors) of the existing Articles of Incorporation to make possible flexible revision of the management structure.
(6) Change the numbers of certain articles in the existing Articles of Incorporation accompanying these additions and deletions.

2. Details of the Amendments
The details of the amendments are as follows:
(Underlined parts are amended.)

Existing Articles of Incorporation	Proposed Amendment
Section 3 General Meeting of Shareholders (Chairman) Article 15 The Chairman of the Board or the <u>Member of the Board, President & CEO</u> shall preside as chairman at a General Meeting of Shareholders. 2. In the event that the positions of both the Chairman of the Board and the <u>Member of the Board, President & CEO</u> are vacant or that both of them are prevented from so presiding as chairman, another Director shall preside according to the order of precedence previously established by the Board of Directors.	Section 3 General Meeting of Shareholders (Chairman) Article 15 The Chairman of the Board or the <u>President & CEO</u> shall preside as chairman at a General Meeting of Shareholders. 2. In the event that the positions of both the Chairman of the Board and the <u>President & CEO</u> are vacant or that both of them are prevented from so presiding as chairman, another Director shall preside according to the order of precedence previously established by the Board of Directors.

Section 4 Directors and Board of Directors (Number of Directors) Article 18 The Company shall have no more than twenty-five (25) Directors. Articles 19 to 22 (Text omitted) (Representative Directors and Directors with title) Article 23 The Board of Directors, by its resolution, shall appoint one or more Representative Directors. 2. The Board of Directors, by its resolution, may appoint one Chairman of the Board, one Member of the Board, President & CEO, and one or more Executive Vice Chairmen, Executive Vice Presidents, Senior Managing Directors, and Managing Directors. Article 24 (Text omitted) (Board of Directors) Article 25 The Chairman of the Board or the Member of the Board, President & CEO shall convene meetings of the Board of Directors. 2. to 4. (Text omitted) (Newly established)	Section 4 Directors and Board of Directors, etc.(Deleted) Articles 18 to 21 (Unchanged) (Representative Directors and Directors with title) Article 22 (Unchanged) 2. The Board of Directors, by its resolution, shall appoint one Representative Director or Executive Officer as President & CEO and may appoint one Chairman of the Board and one or more Executive Vice Chairmen Article 23 (Unchanged) (Board of Directors) Article 24 The Chairman of the Board shall convene meetings of the Board of Directors and preside as chairman. However, in the event that the position of Chairman of the Board is vacant or that the Chairman of the Board is prevented from so presiding as chairman, another Director shall preside according to the order of precedence previously established by the Board of Directors. 2. to 4. (Unchanged) (Executive Officers) Article 25 The Board of Directors, by its resolution, may appoint Executive Officers and assign business operations to them. 2. The Board of Directors, by its resolution, may appoint a member of the board, president & CEO and other Executive Officers with title from among the Executive Officers.

Item 3: Election of twelve (12) directors

The term of office of all of the Company's sixteen (16) directors is to expire at the close of this General Meeting of Shareholders. Accordingly, the Company proposes the election of twelve (12) directors. The candidates' names are listed below.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
1	 Satoshi Ozawa (August 5, 1949) 【Number of Board meetings attended】 15 of 15 【Incumbency】 2 years Reappointment	Chairman of the Board	April 1974 Joined Toyota Motor Sales Co., Ltd. June 2003 Managing Officer, Toyota Motor Corporation June 2007 Senior Managing Director, Toyota Motor Corporation May 2010 Executive Vice President and Director, Toyota Motor Corporation June 2015 Chairman of the Board, Toyota Tsusho Corporation (to date) [Major positions at other companies] Director, Nagoya Railroad Co., Ltd. (planned)	10,000 shares

Reasons for Selection as a Candidate for Director

Mr. Satoshi Ozawa has experience gained during many years of distinguished service as a management executive. After holding management positions in general affairs and human resources, accounting, and European operations in the Toyota No. 1 as Executive Vice President and Director of Toyota Motor Corporation, he has served as Chairman of the Board of the Company. The Company has selected Mr. Ozawa as a candidate for director so that the Company's management may benefit from this wealth of experience and broad-based knowledge of all aspects of management.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
2	 Jun Karube (July 1, 1953) 【Number of Board meetings attended】 15/15 times 【Incumbency】 6 years Reappointment	Member of the Board, President & CEO	April 1976 Joined Toyota Tsusho Corporation June 1999 General Manager of the Logistics Department, Toyota Tsusho Corporation June 2004 Director, Toyota Tsusho Corporation April 2006 Executive Officer, Toyota Tsusho Corporation June 2008 Managing Executive Officer, Toyota Tsusho Corporation June 2011 President, Toyota Tsusho Corporation (to date)	46,700 shares

Reasons for Selection as a Candidate for Director

Mr. Jun Karube has management experience gained as President of the Company for six years since June 2011. The Company has selected Mr. Karube as a candidate for director so that the Company's management may benefit from this wealth of experience and broad-based knowledge of all aspects of management.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
3	 Yasuhiko Yokoi (January 26, 1954) 【Number of Board meetings attended】 14/15 times 【Incumbency】 8 years Reappointment	Member of the Board, Executive Vice President	April 1977 Joined Toyota Motor Sales Co., Ltd. Jan 2001 General Manager of the Planning Department, Overseas Planning Division, Toyota Motor Corporation June 2006 Managing Officer, Toyota Motor Corporation June 2009 Senior Managing Director, Toyota Tsusho Corporation June 2012 Executive Vice President, Toyota Tsusho Corporation April 2017 Member of the Board, Executive Vice President, Toyota Tsusho Corporation (to date) [Major positions at other companies] Member of the Supervisory Board, CFAO SAS.	44,000 shares

Reasons for Selection as a Candidate for Director

Mr. YasuhikoYokoi gained experience in planning and sales over many years as a Managing Officer in charge of the Lexus Japan Sales & Marketing Division and the Division related Sales & Marketing in Asia,Australalia and Middle East region of Toyota Motor Corporation and has served as a Senior Managing Director and Executive Vice President of the Company. The Company has selected Mr. Yokoi as a candidate for director so that the Company's management may benefit from this wealth of experience and broad-based knowledge of all aspects of management.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
4	 Kuniaki Yamagiwa (April 23, 1954) 【Number of Board meetings attended】 15/15 times 【Incumbency】 6 years Reappointment	Member of the Board, Executive Vice President	April 1977 Joined Toyota Tsusho Corporation April 2000 General Manager of the Human Resources Department, Toyota Tsusho Corporation Feb 2003 General Manager of the Corporate Planning Department, Tomen Corporation June 2005 Director, Tomen Corporation April 2006 Executive Officer, Toyota Tsusho Corporation June 2010 Managing Executive Officer, Toyota Tsusho Corporation June 2011 Managing Director, Toyota Tsusho Corporation June 2014 Senior Managing Director, Toyota Tsusho Corporation April 2015 Executive Vice President, Toyota Tsusho Corporation April 2017 Member of the Board, Executive Vice President, Toyota Tsusho Corporation (to date)	49,969 shares

Reasons for Selection as a Candidate for Director

Mr. Kuniaki Yamagiwa previously served as Chief Division Officer of the Administrative Division, in which capacity he promoted strengthening of corporate governance and global human resources development, and has management experience gained as an Executive Vice President of the Company. The Company has selected Mr. Yamagiwa as a candidate for director so that the Company's management may benefit from this wealth of experience and broad-based knowledge of all aspects of management.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
5	 Soichiro Matsudaira (November 3, 1954) 【Number of Board meetings attended】 13/15 times 【Incumbency】 5 years Reappointment	Member of the Board, Senior Managing Executive Officer Chief Division Officer of Chemicals & Electronics Division Chief Technology officer	April 1977 Joined Toyota Tsusho Corporation April 2000 General Manager of the Electronics and Multimedia Department, Toyota Tsusho Corporation June 2005 Director, Toyota Tsusho Corporation April 2006 Executive Officer, Toyota Tsusho Corporation June 2010 Managing Executive Officer, Toyota Tsusho Corporation June 2012 Managing Director, Toyota Tsusho Corporation June 2014 Senior Managing Director, Toyota Tsusho Corporation April 2017 Member of the Board, Senior Managing Executive Officer, Toyota Tsusho Corporation (to date) [Major positions at other companies] Director, Elematec Corporation	38,800 shares

Reasons for Selection as a Candidate for Director

Mr. Soichiro Matsudaira serves as Chief Division Officer of the Chemicals & Electronics Division and has experience in promoting value chain strengthening in the chemicals business and electronics business.
The Company has selected Mr. Matsudaira as a candidate for director so that the Company's management may benefit from this wealth of experience

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
6	 Yuichi Oi (August 17, 1954) 【Number of Board meetings attended】 15/15 times 【Incumbency】 4 years Reappointment	Member of the Board, Senior Managing Executive Officer Chief Division Officer of Global Parts & Logistics Division	April 1978 Joined Toyota Tsusho Corporation Mar 2001 Group Leader, Logistics Department April 2006 Executive Officer, Toyota Tsusho Corporation June 2011 Managing Executive Officer, Toyota Tsusho Corporation June 2013 Managing Director, Toyota Tsusho Corporation April 2015 Senior Managing Director, Toyota Tsusho Corporation April 2017 Member of the Board, Senior Managing Executive Officer, Toyota Tsusho Corporation (to date)	37,050 shares

Reasons for Selection as a Candidate for Director

Mr. Yuichi Oi serves as Chief Division Officer of the Global Parts & Logistics Division and has experience in business promotion in areas including the parts assembly business, creation of the techno-park business, and development of the parts and accessories sales business. The Company has selected Mr. Oi as a candidate for director so that the Company's management may benefit from this wealth of experience.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
7	 Yasuhiro Nagai (February 16,1960) New appointment	Member of the Board, Managing Executive Officer CCO (Chief Compliance Officer) CAO (Chief Administrative Officer)	April 1983 Joined Toyota Tsusho Corporation Mar 2005 Deputy General Manager of the Risk Management Department, Toyota Tsusho Corporation April 2013 Executive Officer, Toyota Tsusho Corporation April 2017 Managing Executive Officer, Toyota Tsusho Corporation(to date)	8,100 shares

Reasons for Selection as a Candidate for Director

Mr. Yasuhiro Nagai has served as General Manager of the Risk Management Department, Metal Planning Department, and Food Planning Department and has a particularly high level of knowledge concerning human resources and administration gained as an Executive Officer in charge of the Human Resources Department and General Administration Department. The Company has selected Mr. Nagai as a candidate for director so that the Company's management may benefit from this wealth of experience.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
8	 Hiroshi Tominaga (February 18,1963) New appointment	Member of the Board, Managing Executive Officer Chief Strategy Officer Chief Information Officer	April 1985 Joined Toyota Motor Sales Co., Ltd. April 2007 General Manager of the Accounting Planning Department, Toyota Tsusho Corporation April 2013 Executive Officer, Toyota Tsusho Corporation Managing Director, Toyota Tsusho Corporation April 2017 Managing Executive Officer, Toyota Tsusho Corporation (to date)	5,800 shares

Reasons for Selection as a Candidate for Director

Mr. Hiroshi Tominaga has served as General Manager of the Accounting Planning Department of the Company and CFO of a U.S. subsidiary and has a high level of knowledge concerning the formulation and execution of the Company's business strategies and systems gained while in charge of the Corporate Planning Department and IT Strategy Department. The Company has selected Mr.Tominaga as a candidate for director so that the Company's management may benefit from this wealth of experience.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
9	 Hideyuki Iwamoto (February 20,1963) New appointment	Member of the Board, Managing Executive Officer CFO (Chief Financial Officer)	April 1985 Joined Tomen Corporation (Current Toyota Tsusho Corporation) April 2007 Deputy General Manager of the Corporate Planning Department, Toyota Tsusho Corporation April 2013 Executive Officer, Toyota Tsusho Corporation Managing Director, Toyota Tsusho Corporation April 2017 Managing Executive Officer, Toyota Tsusho Corporation (to date) [Major positions at other companies] Director, Elematec Corporation (planned retirement in June 2017) Auditor, Chubu Shiryo Co., Ltd. (planned retirement in June 2017)	9,000 shares

Reasons for Selection as a Candidate for Director

Mr. Hideyuki Iwamoto has served as General Manager of the Corporate Planning Department and Metal Planning Department of the Company and has a high level of knowledge concerning corporate business management, investment and loan risk management, and compliance gained while in charge of accounting, finance, and legal affairs as an Executive Officer. The Company has selected Mr. Iwamoto as a candidate for director so that the Company's management may benefit from this wealth of experience.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
10	 (November 20, 1932) 【Number of Board meetings attended】 13/15 times 【Incumbency】 3 years Outside Director Independent Director Reappointment	Director	April 1961 Joined Meiko Trans Co., Ltd. May 1974 Director and Managing Officer of the General Affairs Department, Meiko Trans Co., Ltd. June 1977 Managing Director, Meiko Trans Co., Ltd. June 1980 Senior Managing Director, Meiko Trans Co., Ltd. June 1989 Vice President, Meiko Trans Co., Ltd. June 1993 Vice President and Representative Director, Meiko Trans Co., Ltd. June 1995 President and Representative Director, Meiko Trans Co., Ltd. June 2001 Chairman and Representative Director, Meiko Trans Co., Ltd. (to date) Nov 2010 Chairman, Nagoya Chamber of Commerce June 2014 Director, Toyota Tsusho Corporation (to date) [Major positions at other companies] Chairman and Representative Director, Meiko Trans Co., Ltd.	– shares

Reasons for Selection as a Candidate for Director

Mr. Jiro Takahashi has been active as a business executive for many years at Meiko Trans Co., Ltd. and also has experience as Chairman of the Nagoya Chamber of Commerce. The Company has selected Mr. Takahashi as a candidate for director so that the Company's management may benefit from this wealth of experience and broad-based knowledge of all aspects of management.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
11	 Yoriko Kawaguchi (January 14, 1941) 【Number of Board meetings attended】 14/15 times 【Incumbency】 3 years Outside Director Independent Director Reappointment	Director	April 1965 Joined Ministry of International Trade and Industry (now Ministry of Economy, Trade and Industry) Feb 1990 Director, Economic Cooperation Division, Trade Policy Bureau, Ministry of International Trade and Industry Aug 1990 Minister, Embassy of Japan in the United States June 1992 Deputy Director-General, Ministry of International Trade and Industry Sep 1993 Managing Director, Suntory Ltd. July 2000 Minister of State and Director General of Environment Agency Jan 2001 Minister of the Environment Feb 2002 Minister of Foreign Affairs Sep 2004 Special Advisor to the Prime Minister of Japan Oct 2005 Member of the House of Councilors Nov 2013 Visiting Professor, Meiji Institute for Global Affairs (to date) June 2014 Director, Toyota Tsusho Corporation (to date) June 2015 Director, Japan Petroleum Exploration Co., Ltd. (to date) [Major positions at other companies] Director, Japan Petroleum Exploration Co., Ltd.	200 shares

Reasons for Selection as a Candidate for Director

Ms. Yoriko Kawaguchi has held a succession of important posts, including Minister of the Environment, and Minister of Foreign Affairs, and also has experience as a managing director of Suntory Ltd. The Company has selected Ms. Kawaguchi as a candidate for director so that the Company's management may benefit from her sophisticated expert knowledge concerning environmental problems, international politics, and economic trends.

No.	Name (Date of birth)	Position and responsibilities	Personal history and positions at other companies	Number of shares held
12	 Kumi Fujisawa (March 15, 1967) 【Number of Board meetings attended】 14/15 times 【Incumbency】 3 years Outside Director Independent Director Reappointment	Director	April 1995 Representative Director, IFIS Co., Ltd. June 2000 Director, SophiaBank Limited April 2005 Visiting Professor, Graduate School of Hosei University Executive Director, The Investment Trusts Association, Japan (to date) June 2006 Auditor, Trenders, Inc. July 2006 Director, Symmetry Japan, Inc. June 2011 Public Governor, Japan Securities Dealers Association (to date) Feb 2012 Director, Corporation for Revitalizing Earthquake-Affected Business (to date; planned retirement in June 2016) June 2013 Director, The Shizuoka Bank (to date) Auditor, Music Securities, Inc. Aug 2013 Representative Director, Sophia Bank Ltd. (to date) June 2014 Director, Toyota Tsusho Corporation (to date) Director, Scinex Corporation (to date; planned retirement in June 2016) May 2016 Director, CREEK and RIVER Co., Ltd. (to date) [Major positions at other companies] Director, The Shizuoka Bank Director, CREEK and RIVER Co., Ltd.	– shares

Reasons for Selection as a Candidate for Director

Ms. Kumi Fujisawa founded an investment trust rating company, where she served as representative director, and also participated in the establishment of SophiaBank Limited, where she currently serves as representative director. She has held numerous public posts, including at the Ministry of Economy, Trade and Industry and Financial Services Agency. The Company has selected Ms. Fujisawa as a candidate for director so that the Company's management may benefit from this wealth of experience and broad-based knowledge of all aspects of management.

Notes:

1. The incumbency of each candidate is the number of years served as a director of the Company since April 2006.
2. Candidate for director Mr. Jiro Takahashi is serving as Chairman and Representative Director of Meiko Trans Co., Ltd., a business partner of the Company. However, the amount of transactions with Meiko Trans is less than 1% of the Company's net sales, and in view of their size and nature, the Company judges that these transactions have no effect on Mr. Takahashi's independence. There are no special interests between the other candidates and the Company.
3. Matters concerning the outside directors are as follows.
(1) Mr. Jiro Takahashi, Ms. Yoriko Kawaguchi, and Ms. Kumi Fujisawa are candidates for outside director. The Company has submitted to the Tokyo Stock Exchange and Nagoya Stock Exchange Notification of Independent Director/Auditor documents designating all three candidates as independent directors.
(2) The name of outside director candidate Ms. Kumi Fujisawa is the name she uses professionally since it is widely known. Her registered name is Ms. Kumi Tsunoda.

(3) Outline of contracts for limitation of liability
Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into contracts with Mr. Jiro Takahashi, Ms. Yoriko Kawaguchi, and Ms. Kumi Fujisawa to limit the liability for damages under Article 423, Paragraph 1 of said Act to the amount set forth in Article 425, Paragraph 1 of said Act. If the reelection of Mr. Jiro Takahashi, Ms. Yoriko Kawaguchi, and Ms. Kumi Fujisawa is approved, the Company plans to continue said contracts.

Item 4: Payment of director bonuses

Taking into consideration earnings for the fiscal year ended March 31, 2017, the Company proposes to pay a total of ¥458,000,000 in bonuses for 13 of the 16 Directors, excluding three Outside Directors.

Item 5: Revision of the amount of compensation for directors

The maximum amount of compensation for Directors is ¥90,000,000 per month, as approved at the 86th General Meeting of Shareholders held on June 26, 2007. Taking into consideration the decrease in the number of Directors due to streamlining of the Board of Directors and various circumstances such as changes in the economic situation, the Company proposes to revise the amount of compensation for Directors to a maximum of ¥70,000,000 per month.
If Item 3 is approved, the number of Directors at the close of this General Meeting of Shareholders will be twelve (12), including three Outside Directors.

Procedure for Exercising Voting Rights via the Internet

Please exercise voting rights via the Internet is by accessing the website for the exercise of voting rights designated by the Company (http://www.evote.jp/) from a personal computer, smartphone, or mobile phone.

Exercise of voting rights via the Internet
Until 5:45 p.m. on Thursday, June 22, 2017 (Japan Time)

Notes

- You may not be able to exercise voting rights via a personal computer or smartphone Depending on your Internet settings,
- please note that voting on the designated website is not possible between the hours of 2:00 a.m. to 5:00 a.m.
- To prevent unauthorized access (impersonation) by third parties other than shareholders and to prevent the alteration of votes, shareholders who vote via the Internet are requested to change the temporary password on the designated voting website.
- The Company will notify you of a new login ID and temporary password each time a General Meeting of Shareholders is convened.
- All costs incurred when accessing the website for exercising voting rights (Internet connection charges, call charges, etc.) are borne by the shareholder.
- Treatment of Multiple Exercise of Voting Rights
  (1) If voting rights are exercised in duplicate by postal mail and via the Internet, the exercise of voting rights via the Internet will be treated as valid.
  (2) If voting rights are exercised multiple times via the Internet, the last exercise of voting rights will be treated as valid. If voting rights are exercised multiple times via personal computer, smartphone, and mobile phone, the last exercise of voting rights will be treated as valid.

Contact for Technical Inquiries

Corporate Agency Division (Help Desk)
Mitsubishi UFJ Trust and Banking Corporation
Phone: 0120-173-027 (9:00 a.m. to 9:00 p.m.; toll-free within Japan)

Information on the Electronic Voting Platform

Nominal shareholders (including standing proxies) such as master trust banks and other companies that have applied in advance to use the electronic voting platform operated by ICJ, Inc., a joint venture company established by Tokyo Stock Exchange, Inc., etc., may use the platform as a method of exercising voting rights by electromagnetic means other than the abovementioned exercise of voting rights via the Internet.