(Translation)

Securities Code 7277
June 5, 2018

To: Shareholders

TBK Co., Ltd.
4-21-1 Minami Naruse, Machida-shi, Tokyo
Takaaki Kishi
President

NOTICE OF CONVOCATION OF
THE 82ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders,

You are cordially invited to attend the 82nd Ordinary General Meeting of Shareholders of TBK Co., Ltd (the "Company" or "TBK"). The Meeting will be held as follows:

If you are unable to attend the Meeting in person, you may exercise your voting right in writing. Please take a moment to review the attached Reference Materials for the General Meeting of Shareholders and send us the enclosed voting form by return mail, indicating your votes for or against the proposals, to arrive by no later than 17:15 on Wednesday, June 20, 2018.

1. Time and Date:
   10:00 a.m., Thursday, June 21, 2018
2. Venue:
   Best Western Rembrandt Hotel Tokyo-Machida
   3-2-9 Haramachida, Machida-shi, Tokyo
   "*Sango-no-Ma* (Coral Hall)" in the 1st Basement level
   (Please see the "Guide Map to the Venue of the General Meeting of Shareholders" at the end of this notice for directions to the venue.)

3. Agenda for the Meeting
   Items to be Reported:
   1. Reports on the Business Report and the Consolidated Financial Statements for the 82nd business term (April 1, 2017 to March 31, 2018) and the results of audits on the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
   2. Report on the Non-consolidated Financial Statements for the 82nd business term (April 1, 2017 to March 31, 2018)

   Items to be Resolved:
   Item 1: Election of Six (6) Directors
   Item 2: Election of One (1) Audit & Supervisory Board Member
   Item 3: Election of One (1) Substitute Audit & Supervisory Board Member

-End-

If you plan to attend the Meeting in person, please submit the enclosed voting form at the reception desk. Further, please bring this "Notice of Convocation" with you, in order to reduce paper usage.

Of the documents required to be provided upon the making of this Notice, the Notes to the Consolidated Financial Statements and the Notes to the Non-consolidated Financial Statements are not contained in the documents attached hereto as they are instead available on the Company's website at http://www.tbk-jp.com/index_en.htm in accordance with the laws and regulations and Article 16 of the Company's Articles of Incorporation. Accordingly, the documents attached hereto are merely portions of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Audit & Supervisory Board and the Accounting Auditor for preparation of the Audit Report and the Accounting Audit Report, respectively.

Any revision of the Reference Materials for the General Meeting of Shareholders, the Business Report, and the Consolidated and Non-consolidated Financial Statements will be notified on the Company's website at http://www.tbk-jp.com/index_en.htm.

Reference Materials for the General Meeting of Shareholders

Item 1: Election of Six (6) Directors

The term of office for all of the current seven (7) Directors will expire at the closing of this Ordinary General Meeting of Shareholders. Accordingly, it is proposed that six (6) Directors be elected.
The candidates for Directors are as follows:

Candidate No.	Name (Date of Birth)	Biography, Position and Responsibility at the Company (Situation of Important Concurrent Positions)	Number of Shares of the Company Owned
1	Takaaki Kishi (July 1, 1953)	October 1977: Joined TBK June 2008: Executive Officer, General Manager of Quality Assurance Division and responsible for Quality Control Division, TBK October 2009: Executive Officer and General Manager of Sales Division, TBK June 2012: Director, Executive Officer, General Manager of Sales Division No.1 and responsible for Sales Division No.2, TBK April 2013: Director, Managing Executive Officer, General Manager of Sales Division No.1 and Head of Domestic Business Unit, TBK April 2014 to Present: President, TBK	27,600 Shares
	(Reason for Election) Mr. Takaaki Kishi has served as President of the Company, executing the Board's resolutions and operating the Company's businesses. Since his assumption of office as President in April 2014, he has shown a wealth of experience and knowledge through his activities such as striving for the expansion of sales. Considering that he is qualified to promote the Group's management and reinforce its corporate governance, he is nominated as a candidate for Director.		
2	Kenji Yamada (May 29, 1955)	April 2010: Joined TBK August 2010: Executive Officer and General Manager of General Affairs Division, TBK June 2013: Director, Executive Officer, General Manager of General Affairs Division and responsible for Operation Audit Office April 2016: Director, Managing Executive Officer, General Manager of General Affairs Division and Head of Planning & Control Unit, TBK April 2017 to Present: Director, Managing Executive Officer and Head of Planning & Control Unit, TBK	20,300 Shares

Candidate No.	Name (Date of Birth)	Biography, Position and Responsibility at the Company (Situation of Important Concurrent Positions)	Number of Shares of the Company Owned
	(Reason for Election) Through his responsibilities in the Business Planning Unit and Risk Compliance Unit of the Company and in the banking industry, Mr. Kenji Yamada has shown a wealth of experience, achievements and knowledge regarding management, finance and compliance. Considering that he is qualified to promote the Group's management and reinforce its corporate governance, he is nominated as a candidate for Director.		
3	Satoshi Azuhata (April 14, 1955)	March 1974: Joined Tokyo Seiko Co., Ltd. April 2014: Executive Officer and General Manager of Production Control Division, TBK April 2015: Executive Officer, General Manager of Production Control Division and responsible for Sales Unit, TBK July 2015: Executive Officer and responsible for Sales Unit and Production Control Division, TBK April 2016: Executive Officer and responsible for Domestic Sales Unit and Production Control Division, TBK June 2016: Director, Executive Officer, and responsible for Domestic Sales Unit and Production Control Division, TBK April 2018 to Present: Director, Managing Executive Officer, and responsible for Domestic and Overseas Sales Unit and Production Control Division, TBK	7,400 Shares
	(Reason for Election) Mr. Satoshi Azuhata has broad experience in the Sales Unit and Production Control Unit and he has shown his experience, achievements and knowledge relating to sales and production control through his contribution to innovating core systems for production control. Considering that he is qualified to expand the Group's sales and improve production efficiency, he is nominated as a candidate for Director.		
4	Tsutomu Sato (September 1, 1959)	April 1980: Joined TBK December 2012: Senior Executive Director, TBK America Inc. April 2015: Executive Officer, Manager of Fukushima Plant, General Manager of Manufacturing Division, responsible for Preparation for Production Office, TBK April 2016: Executive Officer, Manager of Fukushima Plant, General Manager of Manufacturing Division, Head of Domestic Plants,	7,900 Shares

Candidate No.	Name (Date of Birth)	Biography, Position and Responsibility at the Company (Situation of Important Concurrent Positions)	Number of Shares of the Company Owned
		responsible for Preparation for Production Office, TBK April 2017: Executive Officer, Manager of Fukushima Plant, Head of Domestic Plants, and responsible for Quality Unit and Preparation for Production Office June 2017: Director, Executive Officer, Manager of Fukushima Plant, Head of Domestic Plants, and responsible for Quality Unit, Engineering Unit and Preparation for Production Office January 2018 to Present: Director, Executive Officer, Manager of Fukushima Plant, Head of Domestic and Overseas Plants, Head of Domestic and Overseas Engineering Unit, General Manager of the Manufacturing Unit, and responsible for Domestic and Overseas Quality Unit and Preparation for Production Office	
	(Reason for Election) Mr. Tsutomu Sato has broad experience in the Manufacturing Unit and Engineering Unit and he has shown his experience, achievements and knowledge regarding manufacturing and engineering through his service as the Manager of the Fukushima Plant. Considering that he is qualified to enhance the group's productivity and quality, he is nominated as a candidate for Director.		
5	Hiroshi Takahashi (February 2, 1947)	April 1969: Joined the Bank of Yokohama, Ltd. ("Bank of Yokohama") June 1997: Director, Bank of Yokohama June 1999: Managing Executive Officer, Bank of Yokohama June 2000: Director, Kyosan Electric Manufacturing Co., Ltd. ("Kyosan") June 2001: Managing Director, Kyosan June 2004: Director and Managing Executive Officer, Kyosan June 2009: Full-Time Audit & Supervisory Board Member, Mikuni Corp. September 2009: Outside Director, Kudo Corporation June 2014 to Present: Director, TBK	5,200 Shares
	(Reason for Election) Mr. Hiroshi Takahashi has made and provided appropriate proposals and advice for the Group by supervising the execution of duties by Directors from an independent standpoint based on a wealth of experience and achievements and		

Candidate No.	Name (Date of Birth)	Biography, Position and Responsibility at the Company (Situation of Important Concurrent Positions)	Number of Shares of the Company Owned
	broad knowledge and insights into the business management, etc. of banks and business companies. Considering that he will greatly contribute to reinforcing the functions of the Board of Directors and corporate governance, he is nominated as a candidate for Outside Director.		
6	Masayuki Yamazaki (September 16, 1947)	April 1970: Joined Taiyo Bank Limited June 1998: Director, the Sakura Bank, Limited ("Sakura") April 2001: Managing Director, the Wakashio Bank, Ltd. March 2003: Representative Director and President, SMBC Loan Administration and Operations Service Co., Ltd. April 2011: Director, Tokyo Women's Medical University June 2013: Outside Audit & Supervisory Board Member, Iwasaki Electric Co., Ltd. June 2015 to Present: Director, TBK	3,300 Shares
	(Reason for Election) Mr. Masayuki Yamazaki has made and provided appropriate proposals and advice for the Group by supervising the execution of duties by Directors from an independent standpoint based on a wealth of experience and achievements and broad knowledge and insights into the business management, etc. of banks and business companies. Considering that he will greatly contribute to reinforcing the functions of the Board of Directors and corporate governance, he is nominated as a candidate for Outside Director.		

(Notes)
1. Each candidate has no special interest in the Company.
2. Messrs. Hiroshi Takahashi and Masayuki Yamazaki are candidates for Outside Directors.
3. Mr. Hiroshi Takahashi will have been an Outside Director of the Company for four (4) years at the closing of this Ordinary General Meeting of Shareholders.
4. Mr. Masayuki Yamazaki will have been an Outside Director of the Company for three (3) years at the closing of this Ordinary General Meeting of Shareholders.
5. The Company has entered into an agreement with Messrs. Hiroshi Takahashi and Masayuki Yamazaki, limiting the liability for damages to either JPY 1,000,000 or the amount prescribed by Article 425, Paragraph 1 of the Companies Act, whichever is higher. If the reappointments of Messrs. Hiroshi Takahashi and Masayuki Yamazaki are approved, the Company will continue the said agreement with them.
6. The Company has registered Messrs. Hiroshi Takahashi and Masayuki

Yamazaki as Independent Officers, as prescribed by the Tokyo Stock Exchange.

Item 2: Election of One (1) Audit & Supervisory Board Member

Since Mr. Mitsunori Matsumoto, Audit & Supervisory Board Member, will be resigning upon the closing of this Ordinary General Meeting of Shareholders, it is proposed that one (1) Audit & Supervisory Board Member be elected. It should be noted that the term of office of the Audit & Supervisory Board Member to be elected will be until the expiration of the term of his/her predecessor, as set forth in the articles of incorporation of the Company. Consent has been provided to this Item by the Audit & Supervisory Board.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of Birth)	Biography, Position and Responsibility at the Company (Situation of Important Concurrent Positions)	Number of Shares of the Company Owned
Akira Toyama (August 2, 1962)	April 1986: Joined Toyo Trust Bank (the present Mitsubishi UFJ Trust and Banking) October 2007: Head of the Miyazaki Branch, Mitsubishi UFJ Trust and Banking April 2010: Deputy General Manager of the Personnel Department, Mitsubishi UFJ Trust and Banking April 2012: Head of the Kichijoji Branch, Mitsubishi UFJ Trust and Banking April 2014: General Manager of the Private Banking Sales Department, Mitsubishi UFJ Trust and Banking June 2014: Executive Officer and General Manager of the Private Banking Sales Department, Mitsubishi UFJ Trust and Banking June 2016: Representative Director, Ryoshin DC Card Co., Ltd. April 2018 to Present: Representative Director, Ryoshin Data Co., Ltd. (Situation of Important Concurrent Positions) Representative Director, Ryoshin Data Co., Ltd.	0 Shares
	(Reason for Election) Mr. Akira Toyama has been involved in the business of financial institutions for a long time, and has experience, broad knowledge and insights into business management, etc. Considering that he is able to audit the execution of the business by the Directors from an objective and fair standpoint, he is nominated as candidate for an Outside Audit &	

	Supervisory Board Member.

(Notes)
1. The candidate has no special interest in the Company.
2. Mr. Akira Toyama is a candidate for an Outside Audit & Supervisory Board Member.
3. If Mr. Akira Toyama is elected to the office of an Outside Audit & Supervisory Board Member, the Company will enter into an agreement with Mr. Akira Toyama, based on the provisions in Article 427, Paragraph 1 of the Companies Act, limiting the liability for damages under Article 425, Paragraph 1 of the Companies Act. The maximum limit for the liability for damages under such agreement shall be either JPY 1,000,000 or the amount prescribed by the relevant laws and regulations, whichever is higher.
4. Mr. Akira Toyama meets the criteria required for an independent officer, under the rules set forth by the Tokyo Stock Exchange, and if he is elected, the Company is planning to report his assumption of office as an independent officer to the Tokyo Stock Exchange.

Item 3: Election of One (1) Substitute Audit & Supervisory Board Member

The term of office of the Substitute Audit & Supervisory Board Member who was elected at the 81st Ordinary General Meeting of Shareholders will expire at the start of this Ordinary General Meeting of Shareholders. Accordingly, in the case of a vacancy in the number of company auditors as prescribed by the laws and regulations, it is proposed that a Substitute Audit & Supervisory Board Member be elected.
This Item has been approved by the Audit & Supervisory Board.
The candidate for Substitute Audit & Supervisory Board Member is as follows:

Name (Date of Birth)	Biography, Position and Responsibility at the Company (Situation of Important Concurrent Positions)	Number of Shares of the Company Owned
Hiroaki Katayama (October 26, 1951)	July 1985: Joined TBK December 2004: Managing Director, TBKK (Thailand) Co., Ltd. June 2008: Executive Officer and General Manager of R&D Division No.1, TBK June 2010: Director, Executive Officer, General Manager of R&D Administration Division and responsible for R&D Unit, TBK April 2013: Director, Managing Executive Officer, Head of International Business Unit and responsible for R&D Unit, TBK April 2018 to Present: Director, Advisor, TBK	27,700 Shares

(Notes)

1. The candidate has no special interest in the Company.
2. If Mr. Hiroaki Katayama is elected to the office of a Substitute Audit & Supervisory Board Member, the Company will enter into an agreement with Mr. Hiroaki Katayama, limiting the liability for damages to either JPY 1,000,000 or the amount prescribed by Article 425, Paragraph 1 of the Companies Act, whichever is higher.

-End-