Securities Code: 6035
June 3, 2020

To our shareholders:

IR Japan Holdings, Ltd.
2-5, Kasumigaseki 3-chome, Chiyoda-ku, Tokyo
Shirou Terashita
Representative Director, President and Chief Executive Officer

NOTICE OF THE 6TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce that we will hold the 6th Annual General Meeting of Shareholders of IR Japan Holdings, Ltd. ("the Company"), to be held as stated below.

In order to avoid the risk of being infected with the new coronavirus (COVID-19) at the meeting, we strongly recommend that you forgo coming to the venue in person on the day of the meeting, and that you exercise your voting rights in writing or via the Internet in advance. To eliminate the risk of infecting shareholders, all Directors, including the chairperson, will participate in the meeting via the Internet, instead of attending the meeting in person. For details, please refer to the enclosed "Important Notice Regarding the General Meeting of Shareholders."

Please exercise your voting rights in advance by no later than 5 p.m. (the close of the Company's business hours) on Wednesday, June 24, 2020, after reviewing the attached Reference Documents for the General Meeting of Shareholders.

[Exercise of voting rights via postal mail]

Indicate your approval or disapproval of the proposals in the enclosed Exercise of Voting Rights Form and return the form to the Company so that it arrives no later than the deadline indicated above.

[Exercise of voting rights via electromagnetic methods (the Internet)]

Access the voting website designated by the Company (https://www.net-vote.com/) as indicated in the enclosed Exercise of Voting Rights Form, follow the instructions on the screen, and indicate your approval or disapproval of the proposals by the deadline indicated above. (For details, please see page 3.)

1. Date and Time: 10 a.m., Thursday, June 25, 2020

2. Place: 31 Builedge Kasumigaseki Plaza Hall, 1st floor, Kasumigaseki Building, 2-5, Kasumigaseki 3-chome, Chiyoda-ku, Tokyo
*Please note that the location of this meeting is different from the previous year's meeting. Please refer to the "General Meeting of Shareholders Venue Map" at the end of this document to make sure you come to the correct location.

3. Agenda:

Matters to Be Reported:
1. Business Report, Consolidated Financial Statements and audit results of the Consolidated Financial Statements by the accounting auditor and the Audit and Supervisory Committee for the 6th fiscal year, from April 1, 2019 to March 31, 2020
2. Non-Consolidated Financial Statements for the 6th fiscal year, from April 1, 2019 to March 31, 2020

Matters to Be Resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Three (3) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

4. Information on the Exercise of Voting Rights

(1) If you indicate neither your approval nor disapproval of the proposal(s) on the Exercise of Voting Rights Form sent via postal mail, it will be deemed that you indicated your approval of the proposal(s).
(2) If you exercise your voting rights more than once in writing, the Company will regard the last vote received as valid.
(3) If you exercise your voting rights redundantly via the Internet and in writing, the Company will regard the vote exercised via the Internet as valid.
(4) If you exercise your voting rights more than once via the Internet, the Company will regard the last vote as valid.

In light of the spread of COVID-19, if you are considering attending this General Meeting of Shareholders, please confirm the status of the spread of the virus and your own health on the day of the meeting and take every precaution to prevent infection, including wearing a face mask.

In order to maintain wide spaces between seats, there is a possibility that we may not be able to secure enough seats for you. Please note that if all the seats are full, we may not be able to accept any additional attendees. We thank you for your understanding and cooperation.

5. Information on Internet Live Streaming

The Company will stream the meeting live on the Internet. For details, please refer to the enclosed "Important Notice Regarding the General Meeting of Shareholders."

6. Information on the Advance Acceptance of Questions

The Company will be accepting comments and questions from shareholders over the Internet from Wednesday, June 3, 2020, until Thursday, June 18, 2020. Matters of high interest to our shareholders will be addressed at the General Meeting of Shareholders. For details, please refer to the enclosed "Important Notice Regarding the General Meeting of Shareholders."

1. Attendees are kindly requested to submit their Exercise of Voting Rights Form to the receptionist on the day of the meeting.
2. Any amendments to the Reference Documents for the General Meeting of Shareholders will be disclosed on the Company's website (https://www.irjapan.jp/).
3. The Company participates in the "Electronic Voting Platform for Institutional Investors" operated by ICJ, Inc.
4. Photographing, videotaping, and audio recording are prohibited in the venue of the General Meeting of Shareholders. Also prohibited are videotaping, audio recording, and simultaneous distribution of the live stream on the Internet. Please be aware that the Company will not be responsible for any loss or damage caused by such actions.

Notes on the Exercise of Voting Rights via the Internet

If you exercise your voting rights via the Internet, please confirm the following beforehand.

You can exercise your voting rights via the Internet from a PC or smartphone by accessing the following voting website designated by the Company.

1 Voting Website

URL of voting website: https://www.net-vote.com/

The deadline for exercising your voting rights is 5 p.m. on Wednesday, June 24, 2020. Please exercise your voting rights early.

2 How to Exercise Your Voting Rights Via the Internet

[Using a PC]

Access the voting website above, enter the "Login ID" and "Password" that are written on the enclosed Exercise of Voting Rights Form, and follow the instructions on the screen to enter your approval or disapproval.

[Using a Smartphone]

You can scan the "QR code for smartphones" on the enclosed Exercise of Voting Rights Form to exercise your voting rights without entering a "Login ID" and "Password."

If you wish to change your votes after you have exercised your voting rights, please access the voting website above, enter the "Login ID" and "Password," and follow the instructions on the screen to enter your approval or disapproval. (The term "QR code" is a registered trademark of DENSO WAVE INCORPORATED.)

3 Handling of "Login ID" and "Password"

(1) The "Login ID" on the Exercise of Voting Rights Form is only valid for this General Meeting of Shareholders.

(2) The "Password" is an important information for verifying that the person exercising their voting rights is the shareholder. Please handle it with care.

(3) If you wish to have your "Password" re-issued, please contact the dedicated phone number below.

4 Notes

(1) The shareholder is responsible for any expenses incurred while accessing the voting website.

(2) The website may not be available depending on the shareholder's Internet connection.

(3) The voting website is not accessible by mobile phones with an Internet connection.

Inquiries Concerning the Exercise of Voting Rights via the Internet

Transfer Agency Services Department, IR Japan, Inc.

Phone: 0120-975-960 (toll free in Japan)

Business hours: 9 a.m. to 5 p.m. (excluding Saturdays, Sundays and holidays)

Reference Documents for the General Meeting of Shareholders

Proposals and Related Information

Proposal 1: Appropriation of Surplus

Appropriation of surplus for the fiscal year ended March 31, 2020 is proposed as follows.

The Company makes it a basic policy to distribute profits to its shareholders according to its business results, while maintaining its financial strength by securing sufficient internal reserves to carry out sound business operations.

In line with this policy, the Company proposes the following year-end dividend for the fiscal year under review.

1. Proposed year-end dividend:
   1) Type of dividends:
      Money
   2) Distribution of dividends and the aggregate amount:
      ¥45.00 per share of the Company's common shares
      Aggregate dividend amount: ¥799,097,715
   3) Effective date for the distribution of surplus:
      June 26, 2020

Proposal 2: Election of Three (3) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of all three (3) directors (excluding directors who are audit and supervisory committee members; the same shall apply hereinafter in this proposal) will expire at the close of this General Meeting of Shareholders. Accordingly, the Company proposes to elect three (3) directors. With respect to this proposal, the Audit and Supervisory Committee has determined all of the candidates are suitable as directors of the Company.

The nominees for the position of directors are as follows.

No.	Name (Date of birth)	Career, positions, responsibilities and significant representation of other entities	Number of the Company's shares held
1	Shirou Terashita (January 5, 1959)	November 1982 Joined AIA, Inc. (currently THE IR Corporation) October 1997 Joined IR Japan, Inc. (the former IR Japan, Inc.) January 2001 Executive Officer September 2004 Member of the "Corporate Value Study Group" of the Ministry of Economy, Trade and Industry (current) June 2006 Director and Senior Managing Director of IR Japan, Inc. (the former IR Japan, Inc.) April 2007 Director and Executive Vice President October 2007 Representative Director and President of IR Japan Holdings, Inc. (currently IR Japan, Inc.) December 2007 Representative Director and President of IR Japan, Inc. (the former IR Japan, Inc.) April 2008 Representative Director, President and Chief Executive Officer of IR Japan, Inc. (current) March 2012 Member of the "Study Group on Ideal Corporate Governance System" of the Ministry of Economy, Trade and Industry February 2015 Representative Director, President and Chief Executive Officer of the Company (current) December 2017 Member of the "Corporate Governance System Study Group" of the Ministry of Economy, Trade and Industry (current) [Significant representation of other entities] Representative Director, President and Chief Executive Officer of IR Japan, Inc. Member of the "Corporate Value Study Group" of the Ministry of Economy, Trade and Industry Member of the "Corporate Governance System Study Group" of the Ministry of Economy, Trade and Industry	9,142,300

No.	Name (Date of birth)	Career, positions, responsibilities and significant representation of other entities	Number of the Company's shares held
2	Takuji Kurio (June 17, 1966)	April 1990 Joined Nomura Securities Co., Ltd. April 2010 Managing Director of Osaka Corporate Finance Dept. II July 2012 Managing Director of Corporate Finance Dept. III April 2013 Joined IR Japan, Inc. as Managing Director June 2013 Representative Director, Executive Vice President, and COO (current) November 2013 Senior General Manager of Investment Banking Department February 2015 Representative Director, Executive Vice President, and COO of the Company (current) January 2017 In charge and Senior General Manager of Business Management Department of the Company January 2017 In charge of Business Promotion Department and Administration Department of IR Japan, Inc. July 2017 In charge of Business Operations Department January 2019 In charge and Senior General Manager of IR Consulting Department January 2020 In charge of IR Consulting Department (current) [Significant representation of other entities] Representative Director, Executive Vice President, and COO of IR Japan, Inc. In charge of IR Consulting Department of IR Japan, Inc.	15,500

No.	Name (Date of birth)	Career, positions, responsibilities and significant representation of other entities	Number of the Company's shares held
3	Yutaka Minagawa (March 23, 1973)	January 2001 Joined IR Japan, Inc. (the former IR Japan, Inc.) April 2011 Unit Chief of IR/SR Consulting Unit May 2014 Executive Manager of IR/SR Research Unit, Stock Transfer Agency Business Unit, and Information System Unit May 2016 Unit Chief of Financial Unit of the Company May 2016 Executive Manager of IR/SR Research Unit, Stock Transfer Agency Business Unit, Information System Unit, and Financial Unit of IR Japan, Inc. January 2017 Senior General Manager of Business Promotion Department July 2017 Senior General Manager of Business Operations Department June 2018 Director of the Company (current) June 2018 In charge and Senior General Manager of Business Management Department of the Company (current) June 2018 Director of IR Japan, Inc. (current) June 2018 In charge and Senior General Manager of Business Operations Department June 2019 In charge and Senior General Manager of Business Operations Department In charge of Operations Planning Department January 2020 In charge and Senior General Manager of Business Operations Department In charge of Operations Planning Department and Administration Department (current) [Significant representation of other entities] Director of IR Japan, Inc. In charge and Senior General Manager of Business Operations Department and in charge of Operations Planning Department and Administration Department of IR Japan, Inc.	114,700

Notes:

1. There are no significant conflicts of interest between any of the nominees and the Company.
2. Mr. Shirou Terashita qualifies as a parent company, etc. pursuant to Article 2, Item 4-2 of the Companies Act.
3. Mr. Terashita possesses a wealth of experience and extensive knowledge as a corporate manager and has been engaged in proactive interaction in economic and legal communities, as well as a study group of the Ministry of Economy, Trade and Industry, demonstrating his presence as Representative Director, President and Chief Executive Officer of the Group. The Company has nominated him as a candidate for director because it has determined that his experience and capabilities, including his thorough knowledge of the Company's various divisions, make him well qualified for the position of director of the Company.
4. Mr. Takuji Kurio has been in charge of the Business Operations Department, etc. at a subsidiary as Representative Director, Executive Vice President, and COO of the Group, drawing on his extensive experience and knowledge acquired in the securities industry. The Company has nominated him as a candidate for director because it has determined that his experience and capabilities, including his thorough knowledge of the Company's various divisions, make him well qualified for the position of director of the Company.
5. Mr. Yutaka Minagawa has excellent character and insight and a high level of ethics, along with extensive experience and insight in the principal divisions of the Group. The Company has nominated him as a candidate for director because it has determined that his experience and capabilities, including his thorough knowledge of the Company's various divisions and Group-wide business and management, make him well qualified for the position of director of the Company.

[Policies and procedures in nominating director candidates]

The Company has formulated the following policies and procedures in the election/dismissal of directors and the nomination of director candidates.

<Policy>

The policy of standards for proposing the election/dismissal of directors is as follows.

(1) Election Standards

In proposing the election of directors, each candidate for both internal and outside directors shall meet all the standards prescribed below.

(Internal directors)

1) Must have superior character and insight and comply with the Group's corporate mission;
2) Must fully understand the Group's history, corporate culture and attributes of the employees and have abundant experience and expertise in the Group's business;
3) Must be capable of continuously improving the Group's corporate value with an understanding of its business environment, competitive trends, management philosophy, etc., as well as proposing and executing specific management strategies and implementation plans that will contribute to the significant increase in its corporate value in the medium to long term;
4) Must make ongoing efforts to constantly examine and improve the Group's management strategies and implementation plans; and
5) Must be sensitive to market changes regarding the industry to which the Group belongs and to its value offered, and capable of constructive discussions on the direction which the Group is to take.

(Outside directors)

1) Must have superior character and insight and comply with the Group's corporate charter;
2) Must have a high level of expertise and abundant experience in any of the fields of corporate management, finance and accounting, taxation, law or other specialized field;
3) Must fully understand attributes of the Group (promptness, flexibility and effectiveness), welcome proposals made by executive directors towards the sustained improvement of its corporate value, fulfill supervisory functions at the Board of Directors based on appropriate risk management, and be expected to contribute to constructive deliberations that will significantly increase its corporate value; and
4) Regarding independent outside directors, the Independence Standards, prescribed by the Group, must be met.

(2) Dismissal Standards

A proposal for dismissal shall be made if a director falls under any of the standards prescribed below.

1) If a director is found to be in a socially reprehensible relationship with anti-social forces;
2) If a director violates laws, regulations, the Articles of Incorporation or any other Group Regulations, and causes the Group to incur significant losses or hinders its business;
3) If a director significantly hinders the execution of duties; or
4) If a director is clearly found not to meet each requirement of the Election Standards.

<Procedures>

Election/dismissal procedures for a director are as follows.

1) Directors (excluding directors who are audit and supervisory committee members) are subject to election by resolution of the general meeting of shareholders each year.
2) Directors who are audit and supervisory committee members are subject to election by resolution of the general meeting of shareholders every two years.
3) All director candidates are determined by the Board of Directors upon fair, transparent and rigorous deliberations by the Nomination and Compensation Advisory Committee.

[Independence of Outside Officers]
Mr. Kazufumi Onishi, Mr. Nobuyoshi Yamori, and Mr. Takanobu Yasunaga, who are directors (audit and supervisory committee members) of the Company, are outside directors as stipulated in Article 2, Item 15 of the Companies Act. They are designated independent officers as required by the Tokyo Stock Exchange, and are registered as such with the Exchange. Mr. Onishi has served at DENTSU INC., a business partner of IR Japan, Inc., a subsidiary of the Company. However, he retired from DENTSU INC. in 2010, which is more than nine years ago. In addition, because the scale of transactions with DENTSU INC. is extremely small, accounting for less than 1% of the consolidated net sales of the Company and DENTSU INC., it is believed that adequate independence is maintained.