

Securities Code: 4091

May 30, 2017

To All Shareholders:

Yujiro Ichihara
President and representative director, and CEO
Taiyo Nippon Sanso Corporation
1-3-26, Koyama, Shinagawa-ku, Tokyo, Japan

Notice of Convocation of the 13th Ordinary General Meeting of Shareholders

The 13th Ordinary General Meeting of Shareholders of Taiyo Nippon Sanso Corporation will be held as detailed below. You are cordially invited to attend.

If you are unable to attend the Meeting, you may exercise your voting rights using any of the methods specified below. Please review the enclosed reference documentation and exercise your voting rights **by no later than 5:50 p.m. on Monday, June 19, 2017** (hereinafter, all times are stated in Japan Standard Time).

By Postal Mail

Indicate your approval or disapproval of each of the proposals on the enclosed ballot form and return it by postal mail early enough to ensure that we receive it by the deadline listed above.

Via the Internet

Please review “Instructions for Voting via the Internet” on page 4, then access our designated shareholder voting website (<http://www.it-soukai.com/> [in Japanese only]) and enter your votes on the tendered proposals by the above-stated deadline.

Internet Disclosure

Among the items of documentation we are required to provide for this Meeting in accordance with the provisions of applicable Japanese law and Article 17 of our Articles of Incorporation, the following are available on our corporate website and thus have not been included with this Notice:

- (1) Notes to consolidated financial statements; and
- (2) Notes to nonconsolidated financial statements.

Corporate website: <http://www.tn-sanso.co.jp>

The consolidated and nonconsolidated financial statements that were audited by the Audit & Supervisory Board members and the accounting auditor for preparation, respectively, of the audit report and accounting audit report include, in addition to documentation attached to this Notice, items that should be labeled as the notes to the consolidated and nonconsolidated financial statements.

Meeting Details

- 1. Date and time** Tuesday, June 20, 2017, 10:00 a.m.
(Registration desk open from 9:00 a.m.)
- 2. Venue** Grand Prince Hotel Takanawa, in Prince Room on basement floor B1
3-13-1, Takanawa, Minato-ku, Tokyo

3. Agenda

Matters to Be Reported

1. Report on the business report, consolidated financial statements, and the findings of audits of the consolidated financial statements by the accounting auditor and the Audit & Supervisory Board for the 13th term (April 1, 2016 to March 31, 2017)
2. Report on the nonconsolidated financial statements for the 13th term

Matters to Be Resolved

Proposal 1: Appropriation of surplus

Proposal 2: Election of seven directors

Proposal 3: Election of two Audit & Supervisory Board members

- If you plan to exercise your voting rights by proxy, you may authorize another shareholder with voting rights to attend the Meeting and act as your proxy. However, in that event, your proxy will need to present written proof of his or her power to act as proxy.
- If you plan to attend this Meeting yourself, please bring the enclosed ballot form with you and present it at the registration desk.
- In the event that we make any revisions to our reference documentation for the Meeting, the business report, or the nonconsolidated or consolidated financial statements, we will post the revised versions on our corporate website (<http://www.tn-sanso.co.jp>).

Instructions for Voting

You may exercise your voting rights using any of the following three methods:

- **Through attendance at the Meeting**

Present the enclosed ballot form at the registration desk when you arrive for the Meeting. (You do not need to affix your seal or signature.)

Date and time: Tuesday, June 20, 2017, 10:00 a.m. (registration desk open from 9:00 a.m.)

- **By postal mail**

Please indicate your approval or disapproval of each of the proposals on the enclosed ballot form and return it by postal mail (postage-free in Japan).

Deadline: Ballot must be received by no later than 5:50 p.m. on Monday, June 19, 2017.

- **Via the Internet**

Please access our designated shareholder voting website (<http://www.it-soukai.com/>) [in Japanese only] and follow the on-screen instructions to enter your votes.

Deadline: Voting must be completed by no later than 5:50 p.m. on Monday, June 19, 2017.



More information on next page

* If you plan to attend the Meeting in person, you do not need to submit a ballot by postal mail or via the Internet.

Note for Institutional Investors:

You may also utilize the Electronic Voting Platform managed by Investor Communications Japan to exercise your voting rights.

Instructions for Voting via the Internet

1. Voting via the Internet

- (1) As an alternative to voting with a written ballot, you may also cast your votes via the Internet, using our designated shareholder voting website (URL below). If you prefer this method, log in to the website with the voting code and password listed on the right corner of the ballot form enclosed with this Notice and follow the on-screen prompts to enter your votes. As a security measure, you will be required to change your password the first time you log in.

Shareholder voting website <http://www.it-soukai.com/> (in Japanese only)

- (2) The deadline for voting is 5:50 p.m. on Monday, June 19, 2017. You will need to complete the voting process by that time. We encourage you to vote early.
- (3) In the event votes submitted via the Internet are duplicated with the submission of a written ballot, the votes submitted via the Internet shall prevail. If votes are submitted multiple times, the final vote shall prevail.
- (4) Passwords (including passwords changed by shareholders) shall be valid solely for this Meeting. New passwords will be issued for the next General Meeting of Shareholders.
- (5) Costs incurred for Internet access are the responsibility of each shareholder.

Notes:

- Passwords are used as a means of confirming the identity of the person submitting a vote. The Company will not inquire about your password.
- Website users that enter a mistaken password more than a specified number of times will be locked out and unable to access the site. If that happens, please follow the procedure presented with the on-screen instructions.
- Although we have endeavored to ensure that the shareholder voting website can be accessed and used from most common Internet devices, not all devices are guaranteed to work.

2. Inquiries

Should you have any questions or concerns, please contact Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd., the administrator of our shareholder registry.

- (1) For questions about how to use the shareholder voting website, in Japan dial the toll-free number 0120-768-524 (business hours: 9:00 a.m. to 9:00 p.m. on weekdays).
- (2) For questions about other shareholder services, in Japan dial the toll-free number 0120-288-324 (business hours: 9:00 a.m. to 5:00 p.m. on weekdays).

Reference Documentation for the General Meeting of Shareholders

Proposal 1: Appropriation of surplus

The Company proposes that the surplus be appropriated as follows:

1. Matters concerning year-end dividend

Our proposed year-end dividend for the 13th term is as described below. It reflects our interest in utilizing internal reserves to improve and reinforce our financial footing and our core policy of returning profits to our shareholders on a steady and sustained basis, and is based on our dividend policy, which takes into account the linkage with consolidated results.

Furthermore, given that we paid an interim dividend of 9 yen per share in December last year, we accordingly plan to pay an annual dividend (which includes the interim dividend) of 20 yen per share.

(1) Type of dividend property

Cash

(2) Allocation of dividend property and total amount thereof

11 yen per common share in the Company

Total dividend of 4,762,085,515 yen

(3) Effective date of distribution of dividend from surplus

June 21, 2017

2. Other matters concerning appropriation of surplus

None

Proposal 2: Election of seven directors

The terms of office of 10 directors (Shotaro Yoshimura, Kunishi Hazama, Yujiro Ichihara, Tadashige Maruyama, Shigeru Amada, William J. Kroll, Hiroshi Katsumata, Akio Yamada, Mitsuhiro Katsumaru, and Masanori Karatsu) will expire at the conclusion of this Meeting. Accordingly, and in line with its policy of further separating the execution of business from supervision and reinforcing the supervisory functions of the Board of Directors, the Company proposes eliminating three director positions and electing seven directors, including two outside directors, to ensure that a majority of directors are not involved in the execution of business.

The candidates for directors are as follows:

No.	Name	Current position and responsibilities in the Company	
1	Shotaro Yoshimura	Chairman and director	Reappointment
2	Kunishi Hazama	Vice chairman and director	Reappointment
3	Yujiro Ichihara	President and representative director, and CEO	Reappointment
4	Shigeru Amada	Director, senior managing executive officer, and chief sustainability officer	Reappointment
5	Akio Yamada	Director	Reappointment Outside director Independent director
6	Mitsuhiro Katsumaru	Director	Reappointment Outside director Independent director
7	Shushichi Yoshimura	—	New appointment

Notes:

The candidates for directors were selected by the Board of Directors on the basis of recommendations by the Advisory Committee on Appointments and Remuneration, which consists of the chairman, the president, and outside directors.

The Company has established Standards for the Independence of Outside Directors. Those standards are detailed on page 18 and have been met by the two candidates nominated for outside director positions in this Proposal.

1. Shotaro Yoshimura (Date of birth: February 13, 1949) (Reappointment)

Number of Company shares owned: 9,500

Years of service as a director: 5

Record of attendance at Board of Directors meetings: 13 of 13 times

Career summary, position and responsibilities in the Company

April 1972	Joined Mitsubishi Chemical Industries Limited (now Mitsubishi Chemical Corporation)
June 2003	Executive officer and general manager of Consolidated Management Department of Mitsubishi Chemical Corporation
October 2005	Executive officer and general manager of Corporate Management Office of Mitsubishi Chemical Holdings Corporation, and executive officer and general manager of Consolidated Management Department of Mitsubishi Chemical Corporation
April 2006	Managing executive officer of Mitsubishi Chemical Holdings Corporation, and managing executive officer of Mitsubishi Chemical Corporation
June 2006	Director and managing executive officer of Mitsubishi Chemical Holdings Corporation, and director and managing executive officer of Mitsubishi Chemical Corporation
April 2009	Representative director and managing executive officer of Mitsubishi Chemical Holdings Corporation, and director and managing executive officer of Mitsubishi Chemical Corporation
June 2010	Representative director and senior managing executive office of Mitsubishi Chemical Holdings Corporation, and director and senior managing executive officer of Mitsubishi Chemical Corporation
April 2012	Representative director and deputy chief executive officer of Mitsubishi Chemical Holdings Corporation, and director of Mitsubishi Plastics, Inc.
June 2012	Director of the Company
April 2014	Director of Mitsubishi Chemical Holdings Corporation
June 2014	Chairman and representative director of the Company
June 2016	Chairman and director of the Company (current)

Significant concurrent positions outside the Company

None

Reasons for nomination as candidate for director position

Shotaro Yoshimura commands vast experience in finance, accounting, business planning, and other fields of business administration and has served as representative director and deputy chief executive officer at Mitsubishi Chemical Holdings Corporation. In June 2014, he was appointed to serve as the chairman and representative director of the Company and currently serves as chairman and director.

In view of his extensive career, we anticipate that Mr. Yoshimura will bring experience and insight that can be effectively harnessed to improve Group corporate governance and management supervision, and have accordingly nominated him for a director position.

Special interests

Shotaro Yoshimura has no special interests in the Company.

- * The above “Career summary, position and responsibilities in the Company” for Shotaro Yoshimura includes his positions and responsibilities in the last five years as a person who executes business of Mitsubishi Chemical Holdings Corporation (our parent company) and its subsidiary.
- * Effective April 1, 2017, the new Mitsubishi Chemical Corporation went into operation as an integrated merger of three subsidiaries: Mitsubishi Chemical Corporation, Mitsubishi Plastics, Inc., and Mitsubishi Rayon Co., Ltd.

2. Kunishi Hazama (Date of birth: October 21, 1949) (Reappointment)

Number of Company shares owned: 53,700

Years of service as a director: 8

Record of attendance at Board of Directors meetings: 13 of 13 times

Career summary, position and responsibilities in the Company

April 1972 Joined the Company

June 2004 Executive officer and general manager of Chubu Branch

June 2007 Managing executive officer and general manager of Chubu Branch

June 2009 Managing director and general manager of Chubu Branch

June 2010 Senior managing director and general manager of Gas Division

October 2012 Executive vice president, representative director, and general manager of Gas Division and Electronics Division

June 2014 Vice chairman and representative director, supervising Industrial Gases Division and Medical Division

June 2016 Vice chairman and director (current)

Significant concurrent positions outside the Company

None

Reasons for nomination as candidate for director position

Kunishi Hazama possesses extensive managerial experience in human resources and the industrial gases marketing field. Following on his position as general manager of the Gas Division, he served as executive vice president and representative director. In June 2014, he was appointed to the position of vice chairman and representative director, and currently serves as vice chairman and director.

Given this background, we have nominated Mr. Hazama for a director position on the expectation that his experience and perspectives will contribute to improved Group corporate governance and management supervision.

Special interests

Kunishi Hazama has no special interests in the Company.

3. Yujiro Ichihara (Date of birth: November 13, 1951) (Reappointment)

Number of Company shares owned: 75,000

Years of service as a director: 7

Record of attendance at Board of Directors meetings: 13 of 13 times

Career summary, position and responsibilities in the Company

April 1974	Joined the Company
June 2005	Executive officer, deputy general manager of Business Planning Division and General Affairs Division, and manager of Secretary's Office and Corporate Audit Office
June 2008	Senior executive officer and general manager of General Affairs Division, with responsibility for Company-wide internal control
June 2010	Managing director and general manager of General Affairs Division, with responsibility for Company-wide internal control
June 2012	Senior managing director and general manager of Corporate Administration Division, with responsibility for Company-wide internal control
June 2013	Executive vice president, director, and general manager of Corporate Administration Division, with responsibility for Company-wide internal control
April 2014	Executive vice president and director, with responsibility for Corporate Administration Division and Corporate Planning & Global Operations Division
June 2014	President and representative director, CEO
June 2015	President and representative director, and CEO (current)

Significant concurrent positions outside the Company

Director of Mitsubishi Chemical Holdings Corporation

Director of KAITEKI Institute, Inc.

Reasons for nomination as candidate for director position

Yujiro Ichihara is highly experienced in the overseas business arena as well as in finance, business planning, and other aspects of business administration. Following his service as general manager of the Corporate Administration Division, in June 2014 he assumed his current position as president and representative director.

We have nominated Mr. Ichihara for a director position because we anticipate his experience and acumen will contribute significantly to Group management.

Special interests

Yujiro Ichihara has no special interests in the Company.

4. Shigeru Amada (Date of birth: March 27, 1953) (Reappointment)

Number of Company shares owned: 15,600

Years of service as a director: 7

Record of attendance at Board of Directors meetings: 13 of 13 times

Career summary, position and responsibilities in the Company

April 1975 Joined Taiyo Sanso Co., Ltd.

June 2005 Executive officer, deputy general manager of Electronics Division, and general manager of Semiconductor Gas Section and West Japan Electronics Section

June 2008 Senior executive officer and deputy general manager of Electronics Division

June 2010 Managing director and deputy general manager of Electronics Division

June 2013 Senior managing director and deputy general manager of Electronics Division

June 2014 Senior managing director, deputy general manager of Industrial Gases Division, and general manager of Electronics Business Unit

June 2015 Director, senior managing executive officer, deputy general manager of Industrial Gases Division, and general manager of Electronics Business Unit

April 2017 Director, senior managing executive officer, and chief sustainability officer (current)

Significant concurrent positions outside the Company

Representative director and president of K.K. Kameyama Gas Center

Representative director and president of K.K. Sakai Gas Center

Reasons for nomination as candidate for director position

Shigeru Amada has amassed wide-ranging sales experience in semiconductor material gases and industrial gases primarily for clientele in the semiconductor and liquid crystal-related fields. He has also spearheaded the sales division that handles the Company's electronics-related customers.

Given his career background, we have nominated him as a candidate for a director position on the expectation that his experience and insight will contribute to our Group management.

Special interests

Shigeru Amada has no special interests in the Company.

5. Akio Yamada (Date of birth: September 25, 1943) (Reappointment; Outside and independent director)

Number of Company shares owned: 0

Years of service as an outside director: 2

Record of attendance at Board of Directors meetings: 13 of 13 times

Career summary, position and responsibilities in the Company

April 1967	Joined General Secretariat of Japan Fair Trade Commission
June 1996	Director general of Trade Practices Department of General Secretariat of Japan Fair Trade Commission
June 1997	Director general of Investigation Bureau of General Secretariat of Japan Fair Trade Commission
June 1998	Director general of Economic Affairs Bureau of General Secretariat of Japan Fair Trade Commission
June 2000	Secretary general of Japan Fair Trade Commission
December 2003	Commissioner of Japan Fair Trade Commission
April 2009	Senior advisor of Jones Day (current)
June 2010	Audit & Supervisory Board member of Daiichi Sankyo Co., Ltd.
March 2014	Audit & Supervisory Board member of Yokohama Rubber Co., Ltd. (current)
June 2014	Director of Watahan & Co., Ltd. (current)
June 2015	Director of the Company (current)

Significant concurrent positions outside the Company

Senior advisor of Jones Day

Audit & Supervisory Board member of Yokohama Rubber Co., Ltd.

Director of Watahan & Co., Ltd.

Reasons for nomination as candidate for outside director position

Akio Yamada has occupied important posts on the Japan Fair Trade Commission and is currently a senior advisor to a law firm that provides global services. He is also an outside director and audit & supervisory board member at two other companies. We have nominated him as a candidate for outside director on the expectation that he will be able to effectively apply his wealth of experience and professional expertise to the management of our Group. Aside from his duties as an outside director or audit & supervisory board member, Mr. Yamada has not been directly involved in the affairs of corporate management. However, for the reasons cited above, we believe he is capable of effectively fulfilling the role of an outside director at our Company.

Special interests

Akio Yamada has no special interests in the Company.

Reporting of independent director status

Akio Yamada is a candidate for the position of outside director. Also, he satisfies the conditions for independent directors established by the Securities Listing Regulations of the Tokyo Stock Exchange. We have notified the Tokyo Stock Exchange of his selection as an independent director.

Overview of liability limitation agreement

With respect to liability for damages as provided for in Article 423(1) of the Companies Act, the Company and Akio Yamada have entered into a liability limitation agreement that limits said liability to the amount stipulated by law in accordance with the provisions of Article 427(1) of the Companies Act. We plan to maintain this agreement with Mr. Yamada if he is reelected as a director.

6. Mitsuhiro Katsumaru (Date of birth: October 10, 1951) (Reappointment; Outside and independent director)

Number of Company shares owned: 0

Years of service as an outside director: 2

Record of attendance at Board of Directors meetings: 13 of 13 times

Career summary, position and responsibilities in the Company

April 1978	Appointed as a public prosecutor assigned to Tokyo District Public Prosecutors Office
July 1989	First secretary of Embassy of Japan in Germany
June 2000	Director of Criminal Affairs Division of Criminal Affairs Bureau of Ministry of Justice
June 2001	Director of General Affairs Division of Criminal Affairs Bureau of Ministry of Justice
January 2003	Director of Finance Division of Minister's Secretariat of Ministry of Justice
April 2005	Assistant vice-minister of Ministry of Justice (responsible for general policy integration)
December 2005	Chief prosecutor of Fukui District Public Prosecutors Office
June 2007	Chief prosecutor of Mito District Public Prosecutors Office
October 2008	Chief prosecutor of Saitama District Public Prosecutors Office
January 2010	Director of Public Security Department of Supreme Public Prosecutors Office
December 2010	Superintending prosecutor of Takamatsu High Public Prosecutors Office
June 2012	Superintending prosecutor of Hiroshima High Public Prosecutors Office
July 2014	Retired from superintending prosecutor
October 2014	Registered as an attorney
June 2015	Director of the Company (current)
March 2017	Director of Shimano Inc. (current)

Significant concurrent positions outside the Company

Attorney at Shiba International Law Offices

Director of Shimano Inc.

Reasons for nomination as candidate for outside director position

Prior to his current engagement as an attorney, Mitsuhiro Katsumaru established an extensive career of service with the Ministry of Justice and Public Prosecutors Offices. We have nominated him as a candidate for outside director on the expectation that he will be able to effectively apply his extensive experience and professional knowledge as a prosecutor and attorney to the management of our Group.

Special interests

Mitsuhiro Katsumaru has no special interests in the Company.

Reporting of independent director status

Mitsuhiro Katsumaru is a candidate for the position of outside director. Also, he satisfies the conditions for independent directors established by the Securities Listing Regulations of the Tokyo Stock Exchange. We have notified the Tokyo Stock Exchange of his selection as an independent director.

Overview of liability limitation agreement

With respect to liability for damages as provided for in Article 423(1) of the Companies Act, the Company and Mitsuhiro Katsumaru have entered into a liability limitation agreement that limits said liability to the amount stipulated by law in accordance with the provisions of Article 427(1) of the Companies Act. We plan to maintain this agreement with Mr. Katsumaru if he is reelected as a director.

7. Shushichi Yoshimura (Date of birth: November 27, 1953) (New appointment)

Number of Company shares owned: 0

Career summary, position and responsibilities in the Company

April 1979	Joined Mitsubishi Chemical Industries Limited (now Mitsubishi Chemical Corporation)
June 2008	Executive officer and general manager of Yokkaichi Plant of Technology and Production Center of Mitsubishi Chemical Corporation
April 2012	Managing executive officer and general manager of Battery Division and Carbon Materials Division of Mitsubishi Chemical Corporation
April 2013	Director, managing executive officer, and general manager of Carbon Materials Division of Mitsubishi Chemical Corporation
April 2014	Director, managing executive officer, and general manager of Carbon Materials Division and Marketing Office of Mitsubishi Chemical Corporation
April 2015	Director, managing executive officer, and general manager of Corporate Strategy Division and Marketing Office of Mitsubishi Chemical Corporation
June 2016	Managing corporate executive officer of Mitsubishi Chemical Holdings Corporation
April 2017	Senior managing corporate executive officer, division manager of Corporate Strategy Division, and chief representative in China of Mitsubishi Chemical Holdings Corporation (current)

Significant concurrent positions outside the Company

Senior managing corporate executive officer of Mitsubishi Chemical Holdings Corporation

Reasons for nomination as candidate for director position

Shushichi Yoshimura amassed wide-ranging experience in the materials and functional products business fields and later became involved in the management of Mitsubishi Chemical Corporation and Mitsubishi Chemical Holdings Corporation as an executive officer and corporate executive officer, respectively. Given that extensive career background, we have nominated Mr. Yoshimura as a candidate for a director position on the expectation that his experience and insights will contribute to the supervision of our Group management.

Special interests

Shushichi Yoshimura has no special interests in the Company.

* The above “Career summary, position and responsibilities in the Company” for Shushichi Yoshimura includes his positions and responsibilities at present and in the last five years as a

person who executes business of Mitsubishi Chemical Holdings Corporation (our parent company) and its subsidiary.

- * Effective April 1, 2017, the new Mitsubishi Chemical Corporation went into operation as an integrated merger of three subsidiaries: Mitsubishi Chemical Corporation, Mitsubishi Plastics, Inc., and Mitsubishi Rayon Co., Ltd.

Note: Years of service as a director will be the number of years as of the conclusion of this Meeting.

Reference: Standards for the Independence of Outside Directors

The Company deems outside directors to be independent if they do not correspond to any of the conditions listed below.

- (1) A person for whom the Company is a major client, or a person who executes business for such person.
- (2) A major client of the Company, or a person who executes business for such client.
- (3) A consultant, accounting professional, or legal professional who receives large sums of money or other assets other than director's remuneration from the Company. (If the recipient of said assets is a judicial person, partnership, or other organization, this includes persons belonging to said organization.)
- (4) A person to whom any of the following criteria listed in (i) through (iii) applied during the three years preceding their appointment:
 - (i) A person as described in (1), (2), or (3) above;
 - (ii) A person who executes business, or a director who does not execute business, of the Company's parent company; and
 - (iii) A person who executes business of one of the Company's sister companies.
- (5) A close relative (meaning a relative within the second degree of kinship) of any person described in the following (i) through (v) (excluding non-important personnel):
 - (i) A person as described in (1) through (4) above;
 - (ii) A person who executes business of a Company's subsidiary;
 - (iii) A person who executes business, or a director who does not execute business, of the Company's parent company;
 - (iv) A person who executes business of one of the Company's sister companies; and
 - (v) A person who has corresponded to (ii) above or executed business of the Company during the three-year period preceding the date of the General Meeting of Shareholders that appoints him or her to serve as an outside director.

Proposal 3: Election of two Audit & Supervisory Board members

The terms of office of Audit & Supervisory Board Members Yasufumi Miyazaki and Kinji Mizunoe will expire at the conclusion of this Meeting. Accordingly, the Company proposes the election of two Audit & Supervisory Board members. This Proposal has the consent of the Audit & Supervisory Board.

The candidates for Audit & Supervisory Board members are as follows:

1. Kinji Mizunoe (Date of birth: February 1, 1952) (Reappointment)

Number of Company shares owned: 28,200

Year of service as an audit & supervisory board member: 1

Record of attendance at Board of Directors meetings: 11 of 11 times

Record of attendance at Audit & Supervisory Board: 14 of 14 times

Career summary, position and responsibilities in the Company

April 1975	Joined the Taiyo Sanso Co., Ltd.
June 2006	Executive officer and general manager of Accounting Department and Affiliated Companies Department of Corporate Administration Division
June 2008	Executive officer, deputy general manager of Corporate Administration Division, and general manager of Accounting Department
June 2009	Senior executive officer, deputy general manager of Corporate Administration Division, and general manager of Accounting Department
June 2012	Managing director, deputy general manager of Corporate Administration Division, and general manager of Accounting Department, with responsibility for internal control over financial reporting
April 2013	Managing director and deputy general manager of Corporate Administration Division, with responsibility for internal control over financial reporting
April 2014	Managing director and general manager of Corporate Administration Division, with responsibility for Company-wide internal control and internal control over financial reporting
June 2015	Managing executive officer, general manager of Corporate Administration Division, and chief compliance officer, with responsibility for Company-wide internal control and internal control over financial reporting
June 2016	Full-time Audit & Supervisory Board member (current)

Significant concurrent positions outside the Company

None

Reasons for nomination as candidate for Audit & Supervisory Board member position

Kinji Mizunoe possesses broad-ranging experience in the affairs of corporate accounting and served as general manager of the Corporate Administration Division from April 2014 to June 2016. In view of his extensive background, we have nominated Mr. Mizunoe as a candidate for an Audit & Supervisory Board member position on the expectation that the Company's audit system can effectively harness his experience and insight.

Special interests

Kinji Mizunoe has no special interests in the Company.

- * For Kinji Mizunoe, his attendance at Board of Directors meeting and Audit & Supervisory Board refers to the fiscal 2016 meetings held since his appointment as an Audit & Supervisory Board member at the Company in July 21, 2016.
- * Years of service as an audit & supervisory board member will be the number of years as of the conclusion of this Meeting.

2. Akihiro Hashimoto (Date of birth: February 18, 1960) (New appointment; Outside and independent Audit & Supervisory Board member)

Number of Company shares owned: 0

Career summary, position and responsibilities in the Company

April 1983	Joined Fuji Bank, Limited (now Mizuho Bank, Ltd.)
April 2010	Executive officer and general manager of Americas Financial Products Division of Mizuho Corporate Bank, Ltd. (now Mizuho Bank, Ltd.)
April 2012	Managing executive officer in charge of branches of Mizuho Bank, Ltd. (to July 2013)
April 2013	Managing executive officer in charge of corporate banking of Mizuho Corporate Bank, Ltd.
July 2013	Managing executive officer in charge of corporate banking of Mizuho Bank, Ltd. (Mizuho Bank, Ltd. and Mizuho Corporate Bank, Ltd. merged to form the current Mizuho Bank, Ltd.)
April 2014	Senior general manager of Mizuho Bank, Ltd.
April 2014	Resigned from Mizuho Bank, Ltd.
May 2014	Senior general manager of Sharp Corporation
June 2014	Director and executive managing officer of Sharp Corporation
June 2016	Resigned from Sharp Corporation
June 2016	Senior general manager of Mizuho Bank, Ltd.

Significant concurrent positions outside the Company

None

Reasons for nomination as candidate for outside Audit & Supervisory Board member position

Akihiro Hashimoto has amassed a long career in financial institutions. We have nominated him for the position of outside Audit & Supervisory Board member because we believe our audit system can effectively harness his wealth of experience and broad insight.

Special interests

Akihiro Hashimoto has no special interests in the Company.

Reporting of independent Audit & Supervisory Board member status

Akihiro Hashimoto is a candidate for the position of outside Audit & Supervisory Board member. Also, he satisfies the conditions for independent audit & supervisory board members established by the Securities Listing Regulations of the Tokyo Stock Exchange. If this Proposal is approved and adopted, we will notify the Tokyo Stock Exchange of his selection as an independent Audit & Supervisory Board member.

Note

The candidates for Audit & Supervisory Board members were selected by the Board of Directors on the basis of recommendations by the Advisory Committee on Appointments and Remuneration, which consists of the chairman, the president, and outside directors, with the consent of the current Audit & Supervisory Board members.