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Securities identification code: 2427

March 10, 2016

To our shareholders:

Haruhiko Doi

Chairman and CEO

OUTSOURCING Inc.

1-8-3 Marunouchi, Chiyoda-ku, Tokyo

NOTICE OF THE 19TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 19th Ordinary General Meeting of Shareholders of OUTSOURCING Inc. (the "Company"), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights by postal mail, the Internet, or other means. Please indicate your approval or disapproval of the proposals on the enclosed voting form after reviewing the attached Reference Documents for the General Meeting of Shareholders, and return it by postal mail, the Internet, or other means to reach us no later than 5:30 p.m., Thursday, March 24, 2016 (Japan Standard Time).

Meeting Details

1. Date and time: Friday, March 25, 2016 at 10:00 a.m. (Japan Standard Time)

2. Venue: JP TOWER Hall & Conference (4F KITTE)
2-7-2 Marunouchi, Chiyoda-ku, Tokyo

(Attention: Please note that the venue has been changed from last year. We recommend that you confirm the location in advance.)

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements, as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Auditors for the 19th Term (from January 1, 2015 to December 31, 2015)
2. Non-Consolidated Financial Statements for the 19th Term (from January 1, 2015 to December 31, 2015)

Items to be resolved:

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Partial amendments to the Articles of Incorporation
- Proposal 3:** Election of six (6) Directors (other than Directors who are Audit and Supervisory Committee Members)
- Proposal 4:** Election of four (4) Directors who are Audit and Supervisory Committee Members
- Proposal 5:** Determination of the amount of remuneration to Directors (other than Directors who are Audit and Supervisory Committee Members)
- Proposal 6:** Determination of the amount of remuneration to Directors who are Audit and Supervisory Committee Members

Reference Documents for the General Meeting of Shareholders

Items to Be Resolved and Reference Documents

Proposal 1: Appropriation of surplus

The Company proposes the appropriation of surplus as follows:

Matters related to year-end dividends

The Company proposes the year-end dividends for the 19th Term, in consideration of the performance for this fiscal year and future business plans, as follows:

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount thereof
35 yen per common share of the Company
Total amount of dividends: 609,253,715 yen
- (3) Effective date of distribution of dividends of surplus
March 28, 2016

Proposal 2: Partial amendments to the Articles of Incorporation

1. Reasons for Amendments

- (1) The Company has resolved to transfer to a company with an Audit and Supervisory Committee, a new organizational body under the Act for Partial Revision of the Companies Act (Act No. 90 of 2014; hereinafter “the Revised Companies Act”), which came into force on May 1, 2015. The Revised Companies Act allows the Company to become a company with an Audit and Supervisory Committee, and the Company made the resolution to that effect to enhance further its Board of Director’s audit and supervisory function and its corporate governance system. To become a company with an Audit and Supervisory Committee, the Company will make necessary changes to its Articles of Incorporation, including the addition of provisions related to the Audit and Supervisory Committee and the Directors who are members of the Audit and Supervisory Committee, the deletion of provisions related to the Auditors and the Board of Auditors, and the revision to provisions related to the Directors and the Board of Directors.
- (2) The Company will establish new provisions that it may enter into agreements with Directors (other than Executive Directors, etc.) that limit liabilities in order that the Company shall prepare for an environment in which Directors will be able to exercise their expected roles satisfactorily and the Company will continue to be able to invite capable personnel.
The Company has agreed with each Auditor on the aforementioned changes.
- (3) The Company will make other necessary changes, including changes in wording and changes in article numbers associated with the addition and deletion of provisions.
The amendments to the Articles of Incorporation shall take effect with the end of the 19th Ordinary General Meeting of Shareholders.

2. Details of the amendments (Amended parts are underlined)

Current Articles of Incorporation	Proposed Amendments
Chapter 1 General Provisions Article 1 to Article 4 (Omitted)	Chapter 1 General Provisions Article 1 to Article 4 (Unchanged)
Chapter 2 Shares Article 5 to Article 10 (Omitted)	Chapter 2 Shares Article 5 to Article 10 (Unchanged)
Chapter 3 General Meeting of Shareholders Article 11 to Article 17 (Omitted)	Chapter 3 General Meeting of Shareholders Article 11 to Article 17 (Unchanged)

Current Articles of Incorporation	Proposed Amendments
<p data-bbox="316 320 751 383">Chapter 4 Directors and the Board of Directors</p> <p data-bbox="272 423 507 454">Article 18 (Omitted)</p> <p data-bbox="272 495 523 526">(Number of directors)</p> <p data-bbox="272 528 783 591">Article 19 This company shall have not more than ten (10) directors.</p> <p data-bbox="272 667 501 698">(Newly established)</p> <p data-bbox="272 801 635 833">(Method for selecting directors)</p> <p data-bbox="272 835 746 938">Article 20 Directors shall be selected by a resolution at a general meeting of shareholders.</p> <p data-bbox="272 1046 413 1077">2. (Omitted)</p> <p data-bbox="272 1079 413 1111">3. (Omitted)</p> <p data-bbox="272 1151 491 1182">(Term of directors)</p> <p data-bbox="272 1184 767 1355">Article 21 The term of directors shall terminate at the end of the ordinary general meeting of shareholders for the last fiscal year that ends within <u>two (2)</u> years after the appointment of the said director.</p> <p data-bbox="272 1458 783 1597"><u>2. The term of directors who have been selected to fill a vacancy or to increase the number of directors shall terminate when the term of the other existing directors expires.</u></p> <p data-bbox="272 1632 501 1664">(Newly established)</p> <p data-bbox="272 1839 501 1870">(Newly established)</p>	<p data-bbox="866 320 1302 383">Chapter 4 Directors and the Board of Directors</p> <p data-bbox="823 423 1094 454">Article 18 (Unchanged)</p> <p data-bbox="823 495 1074 526">(Number of directors)</p> <p data-bbox="823 528 1337 667">Article 19 This company shall have not more than ten (10) directors <u>(other than directors who are Audit and Supervisory Committee Members).</u></p> <p data-bbox="823 669 1302 772"><u>2. This company shall have not more than five (5) directors who are Audit and Supervisory Committee Members.</u></p> <p data-bbox="823 801 1185 833">(Method for selecting directors)</p> <p data-bbox="823 835 1318 1041">Article 20 <u>Directors who are not Audit and Supervisory Committee Members and directors who are Audit and Supervisory Committee Members</u> shall be selected by <u>separate</u> resolutions at a general meeting of shareholders.</p> <p data-bbox="823 1046 1002 1077">2. (Unchanged)</p> <p data-bbox="823 1079 1002 1111">3. (Unchanged)</p> <p data-bbox="823 1151 1042 1182">(Term of directors)</p> <p data-bbox="823 1184 1337 1422">Article 21 The term of directors <u>(other than directors who are Audit and Supervisory Committee Members)</u> shall terminate at the end of the ordinary general meeting of shareholders for the last fiscal year that ends within <u>one (1)</u> year after the appointments of the said directors.</p> <p data-bbox="823 1458 935 1489">(Deleted)</p> <p data-bbox="823 1632 1318 1839"><u>2. The term of directors who are Audit and Supervisory Committee Members shall terminate at the end of the ordinary general meeting of shareholders for the last fiscal year that ends within two (2) years after the appointment of the said directors.</u></p> <p data-bbox="823 1841 1318 2004"><u>3. The term of directors who are Audit and Supervisory Committee Members and who have been selected to fill vacancies shall terminate when the term of the retired directors who are Audit and Supervisory</u></p>

Current Articles of Incorporation	Proposed Amendments
<p>(Representative directors and executive directors) Article 22 This company shall select representative directors by a resolution of the board of directors.</p> <p>2. This company may, by a resolution of the board of directors, select one director and chairperson, one director and president, one or more directors and vice presidents, senior managing directors, and managing directors.</p> <p>Article 23 (Omitted)</p> <p>(Procedures for convening a meeting of the board of directors) Article 24 The convocation notices for a meeting of the board of directors shall be sent to all directors <u>and auditors</u> at least three (3) days prior to the date set for the meeting. In the case of emergency, the said notices may be sent less than three (3) days prior to the date set for the meeting.</p> <p>2. If there is a consensus among all directors <u>and auditors</u>, a meeting of the board of directors may be held without completing the convocation procedures.</p> <p>(Newly established)</p>	<p><u>Committee Members expires.</u></p> <p>(Representative directors and executive directors) Article 22 This company shall select representative directors <u>from among the directors (other than directors who are Audit and Supervisory Committee Members)</u> by a resolution of the board of directors.</p> <p>2. This company may, by a resolution of the board of directors, select one director and chairperson, one director and president, one or more directors and vice presidents, senior managing directors, and managing directors <u>from among the directors (other than directors who are Audit and Supervisory Committee Members).</u></p> <p>Article 23 (Unchanged)</p> <p>(Procedures for convening a meeting of the board of directors) Article 24 The convocation notices for a meeting of the board of directors shall be sent to all directors at least three (3) days prior to the date set for the meeting. In the case of emergency, the said notices may be sent less than three (3) days prior to the date set for the meeting.</p> <p>2. If there is a consensus among all directors, a meeting of the board of directors may be held without completing the convocation procedures.</p> <p><u>(Delegation of decisions on execution of important operations to directors)</u> <u>Article 25 Pursuant to the provisions of Article 399-13, Paragraph 6 of the Companies Act, this company may delegate to directors all or part of decisions on execution of important operations, other than matters provided in the items of Article 399-13, Paragraph 5 of the Companies Act, by a resolution of the board of directors.</u></p>
<p>Article <u>25</u> to Article <u>26</u> (Omitted)</p> <p>(Remuneration, etc. for directors) Article <u>27</u> Remuneration and other benefits</p>	<p>Article <u>26</u> to Article <u>27</u> (Unchanged)</p> <p>(Remuneration, etc. for directors) Article <u>28</u> Remuneration and other benefits</p>

Current Articles of Incorporation	Proposed Amendments
<p>for directors received from this company for the performance of the said directors (hereinafter referred to as “remuneration, etc.”) shall be determined by a resolution at a general meeting of shareholders.</p>	<p>received from this company by directors <u>who are not Audit and Supervisory Committee Members and directors who are Audit and Supervisory Committee Members</u> for the performance of the said directors (hereinafter referred to as “remuneration, etc.”) shall be determined by <u>separate</u> resolutions at a general meeting of shareholders.</p>
<p>(Exemption from liabilities of directors) Article <u>28</u> With regard to the liabilities of directors (including former directors) mentioned in Article 423, Paragraph 1 of the Companies Act, if the requirements provided by law are fulfilled, this company may exempt the said directors from the liabilities for up to the amount obtained by subtracting the minimum liability amount provided by law from the total liability amount, by a resolution of the board of directors. (Newly established)</p>	<p>(Exemption from liabilities of directors) Article <u>29</u> With regard to the liabilities of directors (including former directors) mentioned in Article 423, Paragraph 1 of the Companies Act, if the requirements provided by law are fulfilled, this company may exempt the said directors from the liabilities for up to the amount obtained by subtracting the minimum liability amount provided by law from the total liability amount, by a resolution of the board of directors. <u>2. This company may enter into agreements with directors (other than executive directors, etc.) that limit liabilities provided in Article 423, Paragraph 1 of the Companies Act, provided, however, that the limit of the liabilities under such agreements shall be the total of the amounts provided in the items of Article 425, Paragraph 1 of the Companies Act.</u></p>
<p><u>Chapter 5 Auditors and the Board of Auditors</u></p>	<p>(Deleted)</p>
<p><u>(Auditors and the establishment of the board of auditors)</u> Article <u>29</u> This company shall have auditors and establish the board of auditors.</p>	<p>(Deleted)</p>
<p><u>(Number of auditors)</u> Article <u>30</u> This company shall have not more than five (5) auditors.</p>	<p>(Deleted)</p>
<p><u>(Selection of auditors)</u> Article <u>31</u> Auditors shall be selected by a resolution at a general meeting of shareholders.</p>	<p>(Deleted)</p>
<p><u>2. A resolution for selecting an auditor shall be adopted by a majority of the voting rights</u></p>	

Current Articles of Incorporation	Proposed Amendments
<p><u>of attending shareholders, when the said meeting is attended by shareholders who hold not less than one third (1/3) of all voting rights.</u></p>	
<p><u>(Substitute auditors)</u> <u>Article 32 In case the number of auditors becomes less than the one provided by law, this company may select substitute auditors in advance at an ordinary general meeting of shareholders.</u> <u>2. The selection of substitute auditors shall remain effective until the start of the ordinary general meeting of shareholders for the fiscal year that comes first after the selection.</u> <u>3. Substitute auditors shall take up posts, when the number of auditors becomes less than the one provided by law.</u></p>	(Deleted)
<p><u>(Term of auditors)</u> <u>Article 33 The term of auditors shall terminate at the end of the ordinary general meeting of shareholders for the last fiscal year ending within four (4) years after the appointment of the said auditor.</u> <u>2. The term of auditors who have been appointed as a substitute for the auditor who resigned before the expiration of the term thereof shall terminate when the term of the auditor who resigned expires.</u></p>	(Deleted)
<p><u>(Full-time auditors)</u> <u>Article 34 The board of auditors shall select full-time auditors by a resolution.</u></p>	(Deleted)
<p><u>(Convocation notices for meetings of the board of auditors)</u> <u>Article 35 The convocation notices for a meeting of the board of auditors shall be sent to all auditors at least three (3) days prior to the date set for the meeting. In the case of an emergency, the said convocation notices may be sent less than three (3) days before the date set for the meeting.</u> <u>2. If there is a consensus among all auditors, a meeting of the board of auditors may be held without completing the convocation procedures.</u></p>	(Deleted)

Current Articles of Incorporation	Proposed Amendments
<p><u>(Regulations for the board of auditors)</u> <u>Article 36 The items regarding the board of auditors shall be governed by law, these articles of incorporation, and the regulations for the board of auditors provided by the board of auditors.</u></p>	<p>(Deleted)</p>
<p><u>(Remuneration, etc. for auditors)</u> <u>Article 37 Remuneration, etc. for auditors shall be determined by a resolution at a general meeting of shareholders.</u></p>	<p>(Deleted)</p>
<p><u>(Exemption from liabilities of auditors)</u> <u>Article 38 With regard to the liabilities of auditors (including former auditors) mentioned in Article 423, Paragraph 1 of the Companies Act, if the requirements provided by law are fulfilled, this company may exempt the said auditors from the liabilities for up to the minimum liability amount provided by law within the total liability amount, by a resolution of the board of directors.</u></p>	<p>(Deleted)</p>
<p>(Newly established)</p>	<p><u>Chapter 5 Audit and Supervisory Committee</u></p>
<p>(Newly established)</p>	<p><u>(Establishment of an Audit and Supervisory Committee)</u> <u>Article 30 This company shall have an Audit and Supervisory Committee</u></p>
<p>(Newly established)</p>	<p><u>(Procedures for convening a meeting of the Audit and Supervisory Committee)</u> <u>Article 31 The convocation notices for a meeting of the Audit and Supervisory Committee shall be sent to all members of the committee at least three (3) days prior to the date set for the said meeting. In the case of emergency, the said notices may be sent less than three (3) days prior to the date set for the said meeting.</u> <u>2. If there is a consensus among all Audit and Supervisory Committee members, a meeting of the committee may be held without completing the convocation procedures.</u></p>
<p>(Newly established)</p>	<p><u>(Full-time Audit and Supervisory Committee members)</u></p>

Current Articles of Incorporation	Proposed Amendments
<p>(Newly established)</p> <p>Chapter 6 Accounting Auditors</p> <p>Article <u>39</u> to Article <u>42</u> (Omitted)</p> <p>(Remuneration, etc. for accounting auditors)</p> <p>Article <u>43</u> Remuneration, etc. of each accounting auditor shall be determined by a representative director after obtaining consent of <u>the board of auditors</u>.</p> <p>Article <u>44</u> (Omitted)</p> <p>Chapter 7 Calculation</p> <p>Article <u>45</u> to Article <u>47</u> (Omitted)</p> <p>(Newly established)</p> <p>(Newly established)</p>	<p><u>Article 32 The Audit and Supervisory Committee may select full-time Audit and Supervisory Committee members by a resolution.</u></p> <p><u>(Regulations for the Audit and Supervisory Committee)</u></p> <p><u>Article 33 The items regarding the Audit and Supervisory Committee shall be governed by law, these articles of incorporation, and the regulations for the Audit and Supervisory Committee provided by the Audit and Supervisory Committee.</u></p> <p>Chapter 6 Accounting Auditors</p> <p>Article <u>34</u> to Article <u>37</u> (Unchanged)</p> <p>(Remuneration, etc. for accounting auditors)</p> <p>Article <u>38</u> Remuneration, etc. of each accounting auditor shall be determined by a representative director after obtaining consent of <u>the Audit and Supervisory Committee</u>.</p> <p>Article <u>39</u> (Unchanged)</p> <p>Chapter 7 Calculation</p> <p>Article <u>40</u> to Article <u>42</u> (Unchanged)</p> <p><u>Supplementary Provision</u></p> <p><u>(Transitional measure regarding exemption from liabilities of auditors)</u></p> <p><u>With regard to liabilities of auditors (including former auditors) mentioned in Article 423, Paragraph 1 of the Companies Act, if the requirements provided by law are fulfilled, this company may exempt the said auditors from the liabilities for this company associated with their acts prior to the end of the 19th Ordinary General Meeting of Shareholders for up to the amount obtained by subtracting the minimum liability amount provided by law from the total liability amount, by a resolution of the board of directors.</u></p>

Proposal 3: Election of six (6) Directors (other than Directors who are Audit and Supervisory Committee Members)

If Proposal 2: Partial amendments to the Articles of Incorporation is approved as proposed, the Company will make a transition to a company with an Audit and Supervisory Committee and the term of office of all of the six (6) Directors will expire once the said amendments to the Articles of Incorporation become effective.

Accordingly, the Company would like shareholders to elect six (6) Directors (other than Directors who are Audit and Supervisory Committee Members). The resolution of this Proposal becomes effective on the condition that the partial amendments to the Articles of Incorporation in Proposal 2 take effect.

The candidates for Directors (other than Directors who are Audit and Supervisory Committee Members) are as follows:

No.	Name (Date of birth)	Career summary, position and responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Haruhiko Doi (March 6, 1959)	May 1987 Founded Chubu Sougou, President and Representative Director November 1989 Founded Real Time, President and Representative Director April 1992 Founded Work System Engineer, President and Representative Director January 1993 Founded Real Time Kanto, President and Representative Director February 1993 Founded Real Time Shizuoka, President and Representative Director October 1995 Founded Real Time Hokuriku, President and Representative Director January 1997 Founded OUTSOURCING Inc., President and Representative Director May 2000 Founded Accent, President and Representative Director December 2000 Director, Accent November 2005 Founded Trillion, President and Director (present position) March 2009 Chairman December 2010 Chairman & CEO (present position) [Significant concurrent positions outside the Company] President and Director, Trillion	3,747,700

No.	Name (Date of birth)	Career summary, position and responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
2	Kazuhiko Suzuki (April 7, 1969)	<p>April 1993 Joined The Fuji Bank, Limited (currently Mizuho Bank, Ltd.)</p> <p>August 2001 Joined OUTSOURCING Inc.</p> <p>March 2005 Director</p> <p>March 2007 Managing Director</p> <p>February 2011 Executive Vice President</p> <p>February 2012 Executive Vice President, General Manager in charge of Headquarters of Global Business Division</p> <p>June 2013 Executive Vice President, General Manager in charge of Business Management Division (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Director, OUTSOURCING TECHNOLOGY Inc.</p> <p>Director, RPM Co., Ltd.</p> <p>Director, TryAngle Co., Ltd.</p> <p>Director, Computer System Laboratory</p> <p>Director, Sanshin Electric Co., Ltd.</p> <p>Director, Kyodo Engineering Corporation</p> <p>Director, Out-Sourcing China, Inc.</p> <p>Director, NTRINSIC CONSULTING EUROPE LIMITED</p> <p>Director, NTRINSIC CONSULTING SPRL</p> <p>Director, EXPROCHILE S.A.</p>	58,000
3	Takahide Miyoshi (February 25, 1979)	<p>April 2002 Joined ACTIS Corporation</p> <p>August 2006 Joined OUTSOURCING Inc.</p> <p>March 2009 Director, General Manager in charge of Sales Division</p> <p>July 2011 Managing Director, General Manager in charge of Sales Division</p> <p>June 2012 Senior Managing Director, General Manager in charge of Sales Division (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Director, ORJ INC.</p> <p>Director, BROTHERS CO., LTD.</p> <p>Director, PEO Co., Ltd.</p> <p>Director, IOD Inc.</p> <p>Director, CRS Co., Ltd.</p> <p>Director, ISE INTERNATIONAL Co., Ltd.</p>	9,400

No.	Name (Date of birth)	Career summary, position and responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
4	Masaki Motegi (October 28, 1978)	<p>April 2002 Joined Tele Access</p> <p>June 2004 Founded CS-solution, Representative Director</p> <p>January 2006 Founded Gray scale Co., Ltd., Representative Director</p> <p>August 2012 Joined OUTSOURCING Inc., Executive Officer, in charge of IT Business, Business Management Division</p> <p>March 2013 Director</p> <p>March 2015 Senior Managing Director (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>President and Representative Director, OUTSOURCING TECHNOLOGY Inc.</p> <p>Representative Director, Thinketh Bank Co., Ltd.</p> <p>Representative Director, Kyodo Engineering Corporation</p> <p>Director, enable Inc.</p> <p>Director, RPM Co., Ltd.</p> <p>Director, TryAngle Co., Ltd.</p> <p>Director, OS.SEMITEC Inc.</p> <p>Director, Computer System Laboratory</p> <p>Director, CRS Co., Ltd.</p> <p>Director, ISE INTERNATIONAL Co., Ltd.</p> <p>Director, ALP CONSULTING LIMITED</p> <p>Director, BLUEFIN RESOURCES PTY. LIMITED</p> <p>Director, NTRINSIC CONSULTING EUROPE LIMITED</p> <p>Director, NTRINSIC CONSULTING SPRL</p>	0
5	Hidekazu Koga (June 25, 1971)	<p>June 1993 Joined Fuji Warehouse & Transportation Co., Ltd.</p> <p>September 1996 Joined Shiga Distribution Service</p> <p>June 2000 Joined V Planning Inc.</p> <p>January 2002 Joined AS'TY, Inc.</p> <p>June 2002 Joined Nexter Inc.</p> <p>December 2005 Joined OUTSOURCING Inc., Executive Officer</p> <p>March 2013 Director, Headquarters of Global Business Division, in charge of Southeast Asia</p> <p>April 2013 Director, General Manager in charge of Headquarters of Global Business Division (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Representative Director, Out-Sourcing China, Inc.</p> <p>President and Representative Director, OS (THAILAND) CO., LTD.</p> <p>Director, SANSHIN (MALAYSIA) SDN. BHD.</p> <p>Director, EXPROCHILE S.A.</p> <p>Auditor, PT. OS SELNAJAYA INDONESIA</p>	7,000

No.	Name (Date of birth)	Career summary, position and responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
*6	Atsushi Nakamoto (June 10, 1976)	<p>April 2000 Joined ACTIS Corporation</p> <p>April 2002 Joined ACTIS Career Support</p> <p>November 2005 Joined OUTSOURCING Inc., Executive Officer, Forth Branch Manager</p> <p>January 2011 Executive Officer, General Manager in charge of Hiring Strategy Division</p> <p>May 2013 Executive Officer, Deputy General Manager in charge of Sales Division</p> <p>September 2013 Managing Executive Officer, Deputy General Manager in charge of Sales Division (present position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>Director, BROTHERS CO., LTD.</p> <p>Director, PEO Co., Ltd.</p> <p>Director, IOD Inc.</p> <p>Director, CRS Co., Ltd.</p> <p>Director, ISE INTERNATIONAL Co., Ltd.</p>	3,000

Notes:

1. An asterisk (*) indicates a new Director candidate.
2. None of the above six (6) candidates have any special interest in the Company.
3. Haruhiko Doi, Kazuhiko Suzuki, Takahide Miyoshi, Masaki Motegi, and Hidekazu Koga are currently Directors of the Company. Their duties in the Company are described in "1) The Status of Directors and Auditors" of the Business Report (page 22).
4. The numbers of the Company's shares owned are those owned as of December 31, 2015.

No.	Name (Date of birth)	Career summary, position and responsibilities and significant concurrent positions outside the Company	Number of the Company's shares owned
3	Fujio Kobayashi (October 13, 1953)	<p>April 1972 Joined Kanto Seiki Co., Ltd. September 1972 Joined Sony Corporation April 2000 Director, Sony Electronics of Korea Corp. June 2006 Full-time Auditor, Sony Semiconductor Kyusyu Corporation (currently Sony Semiconductor Corporation) June 2008 Part-time Auditor, Sony LSI Design Inc. June 2010 Full-time Auditor, Sony EMCS Corporation June 2011 Part-time Auditor, Sony Manufacturing Systems Corporation (currently Sony EMCS Corporation) June 2012 Full-time Auditor, Sony Supply Chain Solutions, Inc. (currently MITSUI-SOKO Supply Chain Solutions, Inc.) June 2012 Full-time Auditor, FeliCa Networks, Inc. June 2012 Part-time Auditor, Sony Business Operations Inc. June 2013 Domestic affiliates Auditors Office Manager, Sony Corporation March 2014 Outside Auditor, OUTSOURCING Inc. (present position)</p> <p>[Significant concurrent positions outside the Company] Auditor, ORJ INC. Auditor, OS.SEMITEC Inc. Auditor, BROTHERS CO., LTD. Auditor, PEO Co., Ltd. Auditor, Kyodo Engineering Corporation Auditor, IOD Inc.</p>	500
4	Kenji Nishizawa (October 19, 1944)	<p>April 1967 Joined Meiji Seika Co., Ltd. (currently Meiji Co., Ltd.) January 1998 General Manager, Food Research Institute, Confectionery Development Institute, Meiji Seika Co., Ltd. April 2001 Tokai Factory Manager, Meiji Seika Co., Ltd. November 2004 Joined OUTSOURCING Inc, General Manager in charge of Sales Planning and Promotion Division March 2005 Managing Director August 2005 Joined Ginza Cozy Corner Co.,Ltd. September 2007 Director, Executive General Manager, Manufacturing Division, Ginza Cozy Corner Co.,Ltd. March 2014 Auditor, OUTSOURCING Inc. (present position)</p> <p>[Significant concurrent positions outside the Company] Auditor, RPM Co., Ltd. Auditor, TryAngle Co., Ltd. Auditor, CRS Co., Ltd. Auditor, ISE INTERNATIONAL Co., Ltd.</p>	0

Notes:

1. None of the above four (4) candidates have any special interest in the Company.
2. Hiroshi Otaka, Masashi Fukushima, and Fujio Kobayashi are candidates for Outside Directors.
 - (1) Hiroshi Otaka, who served as Director and Auditor, has an abundance of knowledge and experience relating to corporate financial analysis and business management in general. Accordingly, the Company believes that he is appropriate for Director and nominated him as a candidate for Outside Director, expecting that he will provide the Company with advice and governance based on his profound knowledge. Otaka, incumbent Outside Auditor of the Company, will have served as Outside Auditor for six years at the close of the 19th Ordinary General Meeting of Shareholders.
 - (2) Masashi Fukushima, who held the positions of Senior Managing Director and Representative Director at a company he previously served, has professional insight into corporate management. The Company believes that he is appropriate for Outside Director and nominated him as a candidate for Outside Director, expecting that he will provide the Company with advice and governance based on his profound insight. Fukushima, incumbent Outside Director of the Company, will have served as Outside Director for two years at the close of the 19th Ordinary General Meeting of Shareholders.
 - (3) Fujio Kobayashi, who held the position of Auditor at companies he previously served, has an abundance of knowledge and experience relating to business management in general. The Company believes that he is appropriate for Outside Director and nominated him as a candidate for Outside Director, expecting that he will provide the Company with advice and governance based on his profound insight. Kobayashi, incumbent Outside Auditor of the Company, will have served as Outside Auditor for two years at the close of the 19th Ordinary General Meeting of Shareholders.
3. Hiroshi Otaka has been Auditor of Sanshin Electric Co., Ltd., a subsidiary of the Company, since October 2013.
4. Fujio Kobayashi held office of Auditor of the Company's subsidiaries during the following periods.
 - (1) March 2014 - June 2015: Auditor, DAISEI ENGINEERING Inc. (currently FOS Inc.)
 - (2) March 2014 - September 2015: Auditor, INS Solution Inc. (currently OS Solution Inc.)
 - (3) March 2015 - February 2016: Auditor, IOD GROUP Inc.
 - (4) March 2014 – Present: Auditor, ORJ INC.
 - (5) March 2014 – Present: Auditor, OS.SEMITEC Inc.
 - (6) September 2014 – Present: Auditor, PEO Co., Ltd.
 - (7) January 2015 – Present: Auditor, BROTHERS CO., LTD.
 - (8) January 2015 – Present: Auditor, Kyodo Engineering Corporation
 - (9) March 2015 – Present: Auditor, ATS Inc.
 - (10) March 2015 – Present: Auditor, IOD Inc.
 - (11) December 2015 – Present: Auditor, DAIEI KENSETSU, LTD.
5. If the candidates are elected, and on the condition that Proposal 2: Partial amendments to the Articles of Incorporation is approved as proposed, the Company plans to enter into agreements with each of the candidates pursuant to Article 427, Paragraph 1 of the Companies Act, to limit their liabilities as provided in Article 423, Paragraph 1 of the Companies Act, provided, however, that the limit of the liabilities under such agreements shall be the total of the amounts provided in Article 425, Paragraph 1 of the Companies Act.
6. The Company has reported Hiroshi Otaka, Masashi Fukushima, and Fujio Kobayashi as Independent Directors as provided under the regulations of the Tokyo Stock Exchange.
7. The numbers of the Company's shares owned are those owned as of December 31, 2015.

Proposal 5: Determination of the amount of remuneration to Directors (other than Directors who are Audit and Supervisory Committee Members)

If Proposal 2: Partial amendments to the Articles of Incorporation is approved as proposed, the Company will make a transition to a company with an Audit and Supervisory Committee.

With respect to the amount of remuneration to Directors of the Company, it was approved at the 8th Ordinary General Meeting of Shareholders held on March 30, 2005 that the total amount shall be up to the limit of ¥400 million a year. Upon transition to a company with an Audit and Supervisory Committee, the Company decided to abolish the said remuneration amount and set a new limited amount to Directors (other than Directors who are Audit and Supervisory Committee Members). The Company requests the approval of shareholders for revision of the total amount of remuneration to Directors (other than Directors who are Audit and Supervisory Committee Members) to up to ¥600 million a year, in consideration of general circumstances including past remuneration amounts to Directors and the recent economic situation.

The amounts of remuneration for Directors (other than Directors who are Audit and Supervisory Board Members) do not include the portion of employee salaries for Directors who are concurrently employees.

The Company has six (6) Directors, including one (1) Outside Director, at present. If Proposals 2 and 3 are approved as proposed, the number of Directors (other than Directors who are Audit and Supervisory Committee Members) relevant to this Proposal will be six (6).

The resolution of this Proposal becomes effective on the condition that the partial amendments to the Articles of Incorporation in Proposal 2 take effect.

Proposal 6: Determination of the amount of remuneration to Directors who are Audit and Supervisory Committee Members

If Proposal 2: Partial amendments to the Articles of Incorporation is approved as proposed, the Company will make a transition to a company with an Audit and Supervisory Committee.

Pursuant to the provisions of Article 361, Paragraphs 1 and 2 of the Companies Act, the Company requests the approval of shareholders for determination of the amount of remuneration to Directors who are Audit and Supervisory Committee Members to be levels deemed to be appropriate for their duties and responsibilities and to be up to a limit of ¥100 million a year, taking into consideration the economic situation and other general circumstances.

If Proposal 2 and Proposal 4 are approved as proposed, the number of Directors who are Audit and Supervisory Committee Members relevant to this Proposal will be four (4).

The resolution of this Proposal becomes effective on the condition that the partial amendments to the Articles of Incorporation in Proposal 2 take effect.