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Securities Code: 9889
May 29, 2020

To our shareholders:

Seiji Higashiue
Representative Director and President
JBCC Holdings Inc.
Nissay Aroma Square, 5-37-1, Kamata, Ota-ku, Tokyo

Notice of the 56th Annual General Meeting of Shareholders

You are cordially invited to attend the 56th Annual General Meeting of Shareholders of JBCC Holdings Inc. (the “Company”), which will be held as indicated below.

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the internet, etc. Please review the attached Reference Documents for General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Thursday, June 18, 2020 (JST).

1. Date and Time: Friday, June 19, 2020, at 9:30 a.m. (JST)
(Reception will open at 9:00 a.m.)

*Please mind the time of the event.

2. Venue: Conference room at JBCC Holdings Inc.
15th floor, Nissay Aroma Square, 5-37-1, Kamata, Ota-ku, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 56th fiscal year (from April 1, 2019 to March 31, 2020), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee
2. The Non-consolidated Financial Statements for the 56th fiscal year (from April 1, 2019 to March 31, 2020)

Matters to be resolved:

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| Proposal No. 1 | Partial Amendments to the Articles of Incorporation |
| Proposal No. 2 | Election of 7 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members) |
| Proposal No. 3 | Election of 3 Directors Who Are Audit and Supervisory Committee Members |
| Proposal No. 4 | Election of 1 Substitute Director Who Is an Audit and Supervisory Committee Member |

(Notes)

1. If you attend the meeting in person on the day, please kindly submit the enclosed voting form at the reception desk. Please be aware that non-shareholders such as proxy and people accompanying shareholders may not attend the General Meeting of Shareholders.
2. The meeting will be carried out in light clothing with no neckties (“Cool Biz”) on the day. We ask that you also attend the meeting dressed in light clothing.
3. Among the documents to be provided to this notice, the items (1) to (5) below are posted on the Company’s website (<https://www.jbcchd.co.jp/ir/library/meeting/>) as “Information on the Internet Disclosure Regarding the ‘Notice of the 56th Annual General Meeting of Shareholders’” pursuant to laws and regulations and to Article 15 of the Company’s Articles of Incorporation, and are accordingly not included in the documents attached to this notice.
 - (1) From the Business Report: “System to Ensure Properness of Operations”
 - (2) From the Consolidated Financial Statements: “Consolidated Statement of Changes in Equity”
 - (3) From the Consolidated Financial Statements: “Notes to the Consolidated Financial Statements”
 - (4) From the Non-consolidated Financial Statements: “Statement of Changes in Equity”
 - (5) From the Non-consolidated Financial Statements: “Notes to the Non-consolidated Financial Statements”

Accordingly, the Business Reports, the Consolidated Financial Statements and the Non-consolidated Financial Statements attached to this notice are only part of the Business Reports, the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Financial Auditor and the Audit and Supervisory Committee to prepare a financial audit report or an audit report, respectively.

4. In the event that the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements are revised, these will be posted on our website (<https://www.jbcchd.co.jp/ir/library/meeting/>).

Proposal No. 2 Election of 7 Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all 8 Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this annual general meeting of shareholders. Therefore, the Company proposes the election of 7 Directors, reducing by 1 Director.

If this proposal and Proposal No. 3 are approved as proposed, the Board of Directors will consist of 6 inside Directors and 4 independent outside Directors.

The candidates for Director are as follows:

Candidate No.	Name	Position in the Company	Responsibility	Candidate attributes
1	Takashi Yamada	Director and Chairman	–	Reelection
2	Seiji Higashiue	Representative Director and President	Supervisor of the Group Representative Director and President of JBCC Corporation	Reelection
3	Yoshiaki Mitsuboshi	Director	Promotion of Service Business Representative Director and President of JB Service Corporation	Reelection
4	Yasutoki Takahashi	Director	Financial Affairs Representative Director and President of C&C Business Service Corporation	Reelection
5	Masami Yoshimatsu	Director	Corporate Planning/Promotion of JB Brand Business Representative Director and President of JB Advanced Technology Corporation	Reelection
6	Reiji Hasegawa	Outside Director	–	Reelection Outside Independent
7	Kiyoshi Ido	Outside Director	–	Reelection Outside Independent

Note: Reelection: candidate for Director to be reelected, Outside: candidate for outside Director, Independent: independent officer registered with the securities exchange

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p style="text-align: center;">Takashi Yamada (October 31, 1955)</p> <p style="text-align: center;">Reelection</p> <p style="text-align: center;">[Tenure as Director] 18 years</p> <p style="text-align: center;">[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p>Apr. 1979 Joined the Company</p> <p>June 2001 Director and General Manager of Service Business Department, East Japan Solution & Service Division</p> <p>Apr. 2002 Director and Executive Officer in charge of Advanced Solution & Outsourcing</p> <p>June 2003 Director, Executive Officer, and General Manager of East Japan Solution Division</p> <p>Apr. 2005 Director, Managing Executive Officer, and General Manager of East Japan Solution Division</p> <p>Apr. 2006 Director of JBCC Holdings Inc. (The trade name was changed from Japan Business Computer Corporation to JBCC Holdings Inc.)</p> <p>Apr. 2006 Representative Director and President of Japan Business Computer Corporation</p> <p>Apr. 2008 Representative Director and President of JB Advanced Technology Corporation</p> <p>Apr. 2010 Representative Director and President of Japan Business Computer Corporation</p> <p>Apr. 2010 Representative Director and President of the Company</p> <p>Apr. 2019 Representative Director and Chairman</p> <p>Apr. 2020 Director and Chairman (current position)</p>	85,100
<p>[Reasons for nomination as candidate for Director]</p> <p>As Representative Director and Chairman of the Company, he has been in charge of management from a broader perspective for improvement of corporate value of the entire Group. The Company judges that he will further promote strengthening of the management base of the Group and can contribute to sustainable growth and corporate value enhancement of the Group. Accordingly, the Company nominated him for another term as a candidate for Director.</p> <p>[To our shareholders]</p> <p>Our Medium-term Business Plan has been progressing steadily and last year we recorded all-time high performance results. In this year, a severe business environment is expected with the impact of novel infectious disease. Nonetheless, we intend to overcome this through concerted efforts of the Group, and make the final year of the Medium-term Business Plan productive. I will continue to conduct management from a broad perspective, and strive to improve the corporate value of the Company so as to contribute to our stakeholders and society.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Seiji Higashiue (February 4, 1958)</p> <p style="text-align: center;">Reelection</p> <p style="text-align: center;">[Tenure as Director] 8 years</p> <p style="text-align: center;">[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p>Apr. 1982 Joined IBM Japan, Ltd.</p> <p>Jan. 2006 Executive Officer in charge of Finance Business</p> <p>Jan. 2007 Managing Executive Officer in charge of Finance Business</p> <p>Oct. 2007 Senior Managing Executive Officer in charge of Finance Business</p> <p>Jan. 2009 Director and Senior Managing Executive Officer in charge of Sales</p> <p>July 2010 Director and Senior Managing Executive Officer in charge of System Quality, Global Technology Services Business</p> <p>Feb. 2012 Joined the Company, Advisor</p> <p>Apr. 2012 Representative Director and President of JBCC Corporation (current position)</p> <p>June 2012 Representative Director of the Company</p> <p>Apr. 2019 Representative Director and President (current position)</p>	63,100
<p>[Reasons for nomination as candidate for Director] As Representative Director and President of the Company, he has promoted reform of the business model for the entire Group toward achievement of the Medium-term Business Plan “Transform2020,” and made a huge contribution to reinforcement of the profit base, and corporate value enhancement. The Company judges that he can continue to contribute to improvement of the corporate value of the Group and stabilization of the management base, and nominated him for another term as a candidate for Director.</p> <p>[To our shareholders] It has been a year since I assumed the office of Representative Director and President of the Company last April. In the fiscal year ended March 31, 2020, we had record-breaking orders for cloud, security and system development (SI) and closed accounts significantly above the initial goals for sales and profits. As a result, we achieved the goals for the final year of the “Transform2020” Medium-term Business Plan 1 year in advance. Although there are risk factors for this fiscal year including the spread of the novel coronavirus (COVID-19) epidemic, we will further strengthen our “WILD7” focus business areas for enhancement of the corporate value and further stabilization of the management base.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	Yoshiaki Mitsuboshi (November 9, 1960) Reelection [Tenure as Director] 3 years [Attendance at Board of Directors meetings] 100% (11/11)	Apr. 1983 Joined the Company	35,500
		Apr. 2011 Director, Senior Executive Officer, and General Manager of Medical Solution Division of Japan Business Computer Corporation	
		Apr. 2012 Director, Managing Executive Office supervising SI & Service, and General Manager of Medical Solution Division of JBCC Corporation	
		Apr. 2013 Director and Managing Executive Officer supervising SI & Service	
		Jan. 2015 Director and Managing Executive Officer in charge of SI & Service	
		Apr. 2016 Director (current position)	
		Apr. 2016 Representative Director and President of JB Service Corporation (current position)	
		June 2017 Director of the Company (current position)	
<p>[Reasons for nomination as candidate for Director] He has been working hard to expand the service and 3D businesses, the core businesses of the "Transform2020" Medium-term Business Plan, and on development of new service areas, etc., and has contributed to improvement of profitability and corporate value. The Company judges that he can continue to contribute to expansion of both the service and 3D businesses of the Group and corporate value enhancement by deployment in new service areas, and nominated him for another term as a candidate for Director.</p> <p>[To our shareholders] This is the final year of the Medium-term Business Plan, and I would like to respond to the expectations of all by concentrating resources into the focus areas of "WILD7." Last year we were able to greatly exceed the planned figures under the effect of a temporary increase in demand, however, for this year a severe situation with negative factors is expected with the impact of COVID-19. Especially in such a situation, we would like to appeal the added value of the JB Group to customers as much as we can, and practice business maximization and contribution to society.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	<p data-bbox="343 365 531 427">Yasutoki Takahashi (January 15, 1964)</p> <p data-bbox="384 461 489 488">Reelection</p> <p data-bbox="339 524 534 586">[Tenure as Director] 3 years</p> <p data-bbox="320 620 553 714">[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p data-bbox="612 264 715 286">Apr. 1984</p> <p data-bbox="772 264 975 286">Joined the Company</p> <p data-bbox="612 300 715 322">Apr. 2007</p> <p data-bbox="772 300 1230 362">Executive Officer in charge of Accounting and Finance of C&C Business Service Corporation</p> <p data-bbox="612 376 715 398">Apr. 2009</p> <p data-bbox="772 376 1230 439">Administrative Officer in charge of Accounting of the Company</p> <p data-bbox="612 452 715 474">Apr. 2010</p> <p data-bbox="772 452 1230 515">Executive Officer in charge of Accounting and Finance of C&C Business Service Corporation</p> <p data-bbox="612 528 715 551">Apr. 2015</p> <p data-bbox="772 528 1139 591">Senior Executive Officer in charge of Accounting and Finance</p> <p data-bbox="612 604 715 627">Apr. 2017</p> <p data-bbox="772 604 1230 667">Director and Senior Executive Officer in charge of Accounting and Finance</p> <p data-bbox="612 680 715 703">Apr. 2017</p> <p data-bbox="772 680 1214 743">Executive Officer in charge of Finance of the Company</p> <p data-bbox="612 757 715 779">June 2017</p> <p data-bbox="772 757 1198 819">Director and Executive Officer in charge of Finance (current position)</p> <p data-bbox="612 788 715 810">Apr. 2020</p> <p data-bbox="772 788 1230 851">Representative Director and President of C&C Business Service Corporation (current position)</p>	11,500
<p data-bbox="276 824 772 846">[Reasons for nomination as candidate for Director]</p> <p data-bbox="276 857 1442 1010">Based on his vast experience and track record in accounting and finance, as a director in charge of finance of the Group, he has been deploying financial strategies focusing on maintaining financial soundness and capital costs, and working to establish and strengthen the financial base. The Company judges that he can continue to contribute to enhancement of the financial base in the future as well, making use of such experience and track record, and nominated him for another term as candidate for Director.</p> <p data-bbox="276 1021 489 1043">[To our shareholders]</p> <p data-bbox="276 1055 1426 1167">With the improvement of earnings, financial soundness has been stabilized steadily. With a goal of pursuing efficiency with a focus on capital costs, we will make every effort toward corporate value enhancement over the long term. For that purpose, we will foster a stance of foresight and aggressively promote involvement in our core business and support for growth investment so that we can address management issues surrounding companies swiftly.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	<p>Masami Yoshimatsu (January 3, 1965)</p> <p>Reelection</p> <p>[Tenure as Director] 2 years</p> <p>[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p>Apr. 1987 Joined IBM Japan, Ltd.</p> <p>Jan. 2008 General Manager of Storage Division, System Products Business</p> <p>Jan. 2010 In charge of Sales Development, Cloud Computing Business</p> <p>July 2011 Administrative Officer in charge of Business Operations, ibm.com Business</p> <p>Jan. 2012 Administrative Officer and General Manager of GTS Division, Inside Sales Business (ibm.com Business)</p> <p>Jan. 2013 Joined JBCC Corporation, Administrative Officer and General Manager of Business Development Division</p> <p>Apr. 2014 Executive Officer and General Manager of Platform Solution Division</p> <p>Apr. 2016 Senior Executive Officer and General Manager of Platform Solution Division</p> <p>Apr. 2017 Director and Managing Executive Officer in charge of Solution Business</p> <p>June 2018 Director of the Company</p> <p>Apr. 2019 Director in charge of Corporate Planning (current position)</p> <p>Apr. 2020 Representative Director and President of JB Advanced Technology Corporation (current position)</p>	7,500
<p>[Reasons for nomination as candidate for Director] He has been driving the cloud and healthcare businesses, the core businesses of the “Transform2020” Medium-term Business Plan, and contributing to improved profitability and corporate value enhancement. The Company judges that he can contribute to further corporate value enhancement of the Group utilizing such experience and track record, and nominated him for another term as a candidate for Director.</p> <p>[To our shareholders] We have achieved a transformation to a business with higher added value over several years. Especially at this particular time, in an unstable society and uncertain management environment, I will concentrate on offering valuable solutions to customers and make the utmost efforts to realize a better society. I will strive to enhance corporate value with our bright and lively employees.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
6	<p>Reiji Hasegawa (January 27, 1951)</p> <p>Reelection Outside Independent</p> <p>[Tenure as outside Director] 6 years</p> <p>[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p>Nov. 1973 Joined IBM Japan, Ltd.</p> <p>June 1993 Joined Borland Co., Ltd., VP Sales</p> <p>Jan. 1995 Joined Apple Computer, Inc., Director</p> <p>Feb. 1998 Joined CyberGuard Corporation, Japan Representative</p> <p>Mar. 1999 President of Japan Office of Business Objects Japan B.V.</p> <p>June 2000 Representative Director and President of UpStream, Co., Ltd.</p> <p>Dec. 2003 Representative Director and President of APPRESSO Co., Ltd.</p> <p>July 2013 Representative Director and Chairman</p> <p>Apr. 2014 Advisor</p> <p>June 2014 Outside Director of the Company (current position)</p>	-
<p>[Reasons for nomination as candidate for outside Director] Based on his abundant experience and insight as an IT corporate manager, he has been providing advice on management and proper supervision of business execution at the Board of Directors meetings. The Company judges that he can contribute to further enhancing the effectiveness of the Board of Directors, and nominated him for another term as a candidate for outside Director.</p> <p>[To our shareholders] It has been 6 years since I was appointed as outside Director. Since then, various management judgments have been made, including improvement of management index figures, concentration of management resources, and making management transparent. Last year, we were able to achieve good accounting results with a temporary increase in demand. I judge that the corporate value of the Group has been enhanced without fail consequently. Although a severe situation is expected due to the impact of COVID-19 epidemic this year, with the motto of "brightly and joyfully," I will support the Company as outside Director so as to achieve the management goals.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
7	Kiyoshi Ido (November 23, 1955) Reelection Outside Independent [Tenure as outside Director] 2 years [Attendance at Board of Directors meetings] 100% (11/11)	<p>Apr. 1978 Joined The Yasuda Fire and Marine Insurance Co., Ltd.</p> <p>June 2002 Representative Director and President of The Yasuda Fire System Development Co., Ltd.</p> <p>July 2002 Representative Director and President of Sompo Japan System Solution Inc.</p> <p>Apr. 2007 Executive Officer of Sompo Japan Insurance Inc.</p> <p>Apr. 2009 Director, Managing Executive Officer of Sompo Japan Himawari Life Insurance Inc.</p> <p>Apr. 2010 Director, Senior Managing Executive Officer</p> <p>Oct. 2011 Director, Senior Managing Executive Officer of NKSJ Himawari Life Insurance, Inc.</p> <p>June 2013 Senior Managing Executive Officer of JAPAN POST INSURANCE Co., Ltd.</p> <p>July 2013 Director of JAPAN POST INSURANCE SYSTEM SOLUTIONS Co., LTD.</p> <p>June 2016 Director and Deputy President Representative Executive Officer of JAPAN POST INSURANCE Co., Ltd.</p> <p>June 2017 Director and Deputy Chairman of JAPAN POST INSURANCE SYSTEM SOLUTIONS Co., LTD.</p> <p>June 2018 Outside Director of the Company (current position)</p> <p>Apr. 2020 Representative Director and Chief Development Officer of JAPAN POST INSURANCE SYSTEM SOLUTIONS Co., LTD. (current position)</p>	—
<p>[Reasons for nomination as candidate for outside Director] Based on his abundant experience and knowledge cultivated as a manager of an IT-related company, he has been providing advice on management and appropriate opinions on business execution at Board of Directors meetings. The Company judges that he can contribute to further enhancing the effectiveness of the Board of Directors, and nominated him for another term as a candidate for outside Director.</p> <p>[To our shareholders] The novel coronavirus (COVID-19) has a tremendous impact on all systems of society, and it is essential for the Group to treat this situation as an inevitable emergency. Under such circumstances, I consider that the management's accurate and speedy decision-making is necessary for the sake of our customers and our employees. I will utilize my long management experience and fully support the management team.</p>			

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. Candidates for Outside Director
At the conclusion of this meeting, Reiji Hasegawa's tenure as outside Director of the Company will have been 6 years.
At the conclusion of this meeting, Kiyoshi Ido's tenure as outside Director of the Company will have been 2 years.
 3. Details of Liability Limitation Agreement
Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Reiji Hasegawa and Kiyoshi Ido to limit their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the minimum liability amount provided for under laws and regulations, and if the reelection of Reiji Hasegawa and Kiyoshi Ido is approved, the Company plans to renew the aforementioned agreements with them.
 4. Independent officers
The Company has submitted notification to Tokyo Stock Exchange that Reiji Hasegawa and Kiyoshi Ido have been appointed as independent officers as provided for by the aforementioned exchange. If Mr. Hasegawa and Mr. Ido are reelected, the Company plans for their appointment as independent officers to continue.
Mr. Hasegawa retired from IBM Japan, Ltd. on May 31, 1993.
Mr. Ido is Representative Director and Chief Development Officer of JAPAN POST INSURANCE SYSTEM SOLUTIONS Co., LTD. There is a transaction relationship between JAPAN POST INSURANCE SYSTEM SOLUTIONS Co., LTD. and the Company's consolidated subsidiary, i-Learning Co., Ltd., and the transaction amount is less than 0.1%

of the Company's consolidated sales in FY2019. The transaction is very small and the Company deems that there are no concerns over his independence.

5. Major reorganization in the Group

In April 2006, Japan Business Computer Corporation changed its trade name to JBCC Holdings Inc. following the shift to a pure holding company structure, and Japan Business Computer Corporation was established as a new operating company.

In April 2012, JB Enterprise Solutions Corporation absorbed and merged with Japan Business Computer Corporation and took over part of the business of JB Service Corporation through an absorption-type company split with JB Service Corporation. Accordingly, JB Enterprise Solutions Corporation changed its trade name to JBCC Corporation.

Proposal No. 3 Election of 3 Directors Who Are Audit and Supervisory Committee Members

The terms of office of all 3 Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this annual general meeting of shareholders. Therefore, the Company proposes the election of 3 Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidates for Director who is an Audit and Supervisory Committee Member are as follows:

Candidate No.	Name	Position in the Company	Responsibility	Candidate attributes
1	Akifumi Imamura	Outside Director, Audit and Supervisory Committee Member	–	Reelection Outside Independent
2	Yoshiko Watanabe	Outside Director, Audit and Supervisory Committee Member	–	Reelection Outside Independent Female
3	Takashi Taniguchi	Director	–	New election

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p>Akifumi Imamura (April 18, 1953)</p> <p>Reelection Outside Independent</p> <p>[Tenure as outside Director (Audit and Supervisory Committee Member)] 4 years</p> <p>[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p>Apr. 1982 Registered as an attorney at law</p> <p>Apr. 1989 Attorney (Partner) of Atago Law Office</p> <p>May 2003 Attorney (Partner) of Green Hill Law & Patent Office (current position)</p> <p>June 2005 Outside Auditor of the Company</p> <p>June 2011 Outside Auditor of Itoham Foods Inc. (currently ITOHAM YONEKYU HOLDINGS INC.) (current position)</p> <p>June 2016 Outside Director, Audit and Supervisory Committee Member of the Company (current position)</p> <p>Mar. 2020 Outside Auditor of Otomo Logistics Service Co., Ltd. (current position)</p>	-
<p>[Reasons for nomination as candidate for outside Director] He has expertise and experience with respect to corporate legal affairs as an attorney, and sufficient insight into supervising corporate management, and he has been fulfilling his duties as an outside Director and Audit and Supervisory Committee Member. Therefore, the Company judges that he can contribute to further enhancing governance, and proposes his election as an outside Director who is an Audit and Supervisory Committee Member.</p> <p>[To our shareholders] It has been 4 years since the Company's transition to the Audit and Supervisory Committee system, but especially for the past 2 years, I have worked to understand the status of each Group company through business execution reports and audits of subsidiaries. Going forward, with the introduction of KAM, I will make the best use of my experience as a lawyer and an Outside Director, continuing to focus on compliance and do my best aiming for a good governance of the Company and the Group.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p data-bbox="331 421 539 477">Yoshiko Watanabe (December 13, 1948)</p> <p data-bbox="379 517 491 640">Reelection Outside Independent Female</p> <p data-bbox="304 674 571 797">[Tenure as outside Director (Audit and Supervisory Committee Member)] 2 years</p> <p data-bbox="320 835 555 925">[Attendance at Board of Directors meetings] 100% (11/11)</p>	<p data-bbox="616 264 1002 293">Apr. 1971 Joined IBM Japan, Ltd.</p> <p data-bbox="616 300 1209 360">Apr. 1992 General Manager of SE Division supervising Manufacturing I Sales Headquarters</p> <p data-bbox="616 367 1241 427">Jan. 1994 General Manager of Client Server Development Center, Solution Headquarters</p> <p data-bbox="616 434 1209 495">Sept. 1995 Project Executive of IBM Corporation (New York)</p> <p data-bbox="616 501 1134 562">Apr. 2001 Director of IBM Asia Pacific Service Corporation</p> <p data-bbox="616 568 1209 629">Jan. 2003 Administrative Officer in charge of System Technical Service Center of IBM Japan, Ltd.</p> <p data-bbox="616 636 943 665">Mar. 2006 Statutory Auditor</p> <p data-bbox="616 672 1177 754">Oct. 2007 Executive Director of Public Interest Incorporated Association Japan Audit & Supervisory Board Members Association</p> <p data-bbox="616 761 1038 790">July 2012 Advisor of IBM Japan, Ltd.</p> <p data-bbox="616 797 1150 857">Jan. 2016 Auditor of PMI Japan Chapter (current position)</p> <p data-bbox="616 864 1214 925">June 2016 External Executive Director of Japan Finance Corporation (current position)</p> <p data-bbox="616 931 1214 1014">June 2018 Outside Director, Audit and Supervisory Committee Member of the Company (current position)</p> <p data-bbox="616 1021 1241 1081">Apr. 2020 Executive Director, Tokyo University of Marine Science and Technology (current position)</p>	-
<p data-bbox="276 1088 847 1117">[Reasons for nomination as candidate for outside Director]</p> <p data-bbox="276 1124 1414 1247">The Company judges that she can contribute to supervising of the execution of duties by Directors and further enhancement of the internal control system, making use of her business experience in IT companies and abundant knowledge cultivated as an auditor, and proposes her election as an outside Director who is an Audit and Supervisory Committee Member.</p> <p data-bbox="276 1254 488 1283">[To our shareholders]</p> <p data-bbox="276 1290 1414 1431">While the "Transform2020" Medium-term Business Plan is steadily continuing, I will continue to make efforts for enhancement of the Corporate Governance Code for the purpose of sustainable growth of the Company and corporate value enhancement in the medium-to-long term. The spread of the infection with the novel coronavirus (COVID-19) epidemic is an unforeseen phenomenon involving the entire world and I keenly feel that ideas and values completely different from those of the past are expected more strongly than ever in response to the phenomenon.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	<p>Takashi Taniguchi (April 14, 1960)</p> <p>New election</p> <p>[Tenure as Director (Audit and Supervisory Committee Member)]</p> <p>-</p> <p>[Attendance at Board of Directors meetings] 100% (11/11) (attendance as Director for FY2019)</p>	<p>Apr. 1983 Joined the Company</p> <p>Oct. 2003 Executive Officer and General Manager of Advanced Solution Division</p> <p>Apr. 2006 Director, Executive Officer, and General Manager of Chubu Solution Division of Japan Business Computer Corporation</p> <p>Apr. 2008 Director, Senior Executive Officer, and General Manager of West Japan Division</p> <p>Apr. 2010 Director and Managing Executive Officer supervising Sales of JB Enterprise Solution Corporation</p> <p>Apr. 2012 Director and Senior Managing Executive Officer supervising Sales of JBCC Corporation</p> <p>June 2013 Director of the Company (current position)</p> <p>Jan. 2014 Representative Director and President of JB Advanced Technology Corporation</p> <p>Apr. 2017 Director and Vice President of i-Learning Co., Ltd.</p>	34,000
<p>[Reasons for nomination as candidate for Director]</p> <p>He has practical experience of corporate management and abundant business knowledge in the Group and the Company judges that he can provide opinions and proposals as an Audit and Supervisory Committee Member with regard to the execution of duties by Directors, and proposes his election as a Director who is an Audit and Supervisory Committee Member.</p> <p>[To our shareholders]</p> <p>The business environment surrounding companies has changed dramatically in recent years. It can be said that this is the era of difficulty to predict business environment, as it is fluctuated, uncertain, complex, and vague. As a company that provides sustainable services to customers, we are required to further strengthen corporate governance. Making use of my experience so far, I will strive to conduct fair and highly effective monitoring and supervision of the Company including the Group companies, as Director and as Audit and Supervisory Committee Member.</p>			

- Notes:
1. There is no special interest between any of the candidates for Director and the Company.
 2. Akifumi Imamura and Yoshiko Watanabe are candidates for outside Director who is an Audit and Supervisory Committee Member.
 3. Details of Liability Limitation Agreement
Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Akifumi Imamura and Yoshiko Watanabe to limit their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the minimum liability amount provided for under laws and regulations, and if the reelection of Akifumi Imamura and Yoshiko Watanabe is approved, the Company plans to renew the aforementioned agreements with them. If Takashi Taniguchi is elected, the Company plans to enter into the same limited liability agreement with him.
 4. Independent officers
The Company has submitted notification to Tokyo Stock Exchange that Akifumi Imamura and Yoshiko Watanabe have been appointed as independent officers as provided for by the aforementioned exchange. If Mr. Imamura and Ms. Watanabe are reelected, the Company plans for their appointment as independent officers to continue.
Yoshiko Watanabe has been an executive at IBM Japan, Ltd. in the past, but it has been more than 12 years since she left the position. In addition, as more than 7 years have passed since she retired from her office at IBM Japan on September 30, 2012, the Company judges that this does not affect her independence.
There is a transaction relationship between IBM Japan and the Company's Group companies, and the transaction amount is less than 1.7% of the Company's consolidated sales in FY2019.
Ms. Watanabe is currently External Executive Director of Japan Finance Corporation and is not executing business. There is a transaction relationship between Japan Finance Corporation and the Company's consolidated subsidiary, JBCC Corporation, and the transaction amount is less than 3.4% of the Company's consolidated sales in FY2019. The Company deems that there are no concerns over her independence, considering the past and present situations.

Proposal No. 4 Election of 1 Substitute Director Who Is an Audit and Supervisory Committee Member

At the 54th Annual General Meeting of Shareholders held on June 20, 2018, Hideshige Seo was elected as substitute Director who is an Audit and Supervisory Committee Member, and the validity of the election will expire at the commencement of this annual general meeting of shareholders. Therefore, the Company proposes the election of 1 substitute Director who is an Audit and Supervisory Committee Member to be ready to fill a vacant position should the number of Directors who are Audit and Supervisory Committee Members fall below the number required by laws and regulations.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Hideshige Seo (October 10, 1951) Outside	Mar. 1974 Joined Maspro Denkoh Corp. June 2005 President & Representative Director June 2009 Chairman & Representative Director June 2012 Advisor June 2012 Outside Director of the Company June 2014 Outside Director of CHUO MALLEABLE IRON CO., LTD. (current position)	500
[Reasons for nomination as candidate for substitute outside Director] The Company nominates him to have him contribute to the appropriate decision-making and management oversight of the Directors of the Company from a practical viewpoint based on his many years of experience as a corporate manager.		

- Notes:
1. There is no special interest between the candidate and the Company.
 2. Hideshige Seo is a candidate for substitute outside Director.
 3. Details of Liability Limitation Agreement
If Hideshige Seo assumes the office as Director, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company plans to enter into agreement with him to limit his liability for damages under Article 423, paragraph (1) of the same Act. Pursuant to this agreement, the maximum amount of liability for damages shall be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 4. Independent officer
Hideshige Seo retired from outside Director of the Company in June 2014.
If Mr. Seo assumes the office, the Company plans to submit notification to Tokyo Stock Exchange concerning his designation as an independent officer as provided for by the aforementioned Exchange.
Hideshige Seo is outside Director of CHUO MALLEABLE IRON CO., LTD. and there is a transaction relationship between CHUO MALLEABLE IRON CO., LTD. and the Company's consolidated subsidiaries, JB Service Corporation and Central Information Systems Co., Ltd. (CIS). The transaction amount is less than 0.01% of the Company's consolidated sales in FY2019 and the Company deems that there are no concerns over his independence.