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(Stock Exchange Code 7313)
June 3, 2015

To Shareholders with Voting Rights:

Michio Inoue
President
TS TECH CO., LTD.
3-7-27, Sakae-cho, Asaka-shi, Saitama,
Japan

**NOTICE OF
THE 69TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 69th Annual General Meeting of Shareholders of TS TECH CO., LTD. (the "Company"). The meeting will be held as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing. Accordingly, please review the attached Reference Documents for the General Meeting of Shareholders, indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:30 p.m. on Monday, June 22, 2015, Japan time.

1. Date and Time: Tuesday, June 23, 2015 at 10:00 a.m., Japan time

2. Place: Ballroom Fuji on the 3rd floor of Hotel Metropolitan
1-6-1, Nishi-Ikebukuro, Toshima-ku, Tokyo, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 69th Fiscal Year (April 1, 2014 - March 31, 2015) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 69th Fiscal Year (April 1, 2014 - March 31, 2015)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Partial Amendments to the Articles of Incorporation
Proposal 3: Election of One (1) Director
Proposal 4: Election of One (1) Substitute Auditor
Proposal 5: Revision to the Amount of Remuneration to Directors

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Reception will open at 9:00 a.m.
- In the event that the Reference Documents for the General Meeting of Shareholders, the Business Reports, the Non-consolidated Financial Statements and the Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (Japanese: <http://www.tstech.co.jp/> English: <http://www.tstech.co.jp/english/>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company regards distribution of profits to shareholders as one of its most important management priorities as it strives to improve its corporate value through business development from long-term and global perspectives.

With respect to the dividend, the basis is to take into consideration the trends in consolidated financial results and the internal reserve to strengthen the consolidated business structure. In addition, the general reserve is proposed as follows, taking into consideration factors such as internal reserve for stable and ongoing corporate growth.

1. Matters concerning the year-end dividend

(1) Matters concerning allotment of dividends to shareholders and the total amount thereof

Dividend per share of the Company's common stock: 30 yen (cash)

Total amount: 2,039,945,760 yen

(2) Effective date of payment of dividend

June 24, 2015

2. Matters concerning appropriation of surplus

(1) Item of increased surplus and the amount thereof

General reserve: 3,000,000,000 yen

(2) Item of decreased surplus and the amount thereof

Retained earnings brought forward: 3,000,000,000 yen

Proposal 2: Partial Amendments to the Articles of Incorporation

(1) Reasons for the amendments

- (i) In view of future enhancement and strengthening of the management structure and having more than one Outside Director, it is proposed that the maximum number of Directors be changed from twelve (12) to fifteen (15).
- (ii) Following an appointment of an Outside Director, in order for the Outside Director to perform his or her duties to the fullest, it is proposed to establish the provision of Article 26, Paragraph 2 to allow for the creation of an agreement to limit the liability of an Outside Director in advance within the scope stipulated by laws and regulations, pursuant to the provision concerning a liability limitation agreement in Article 427, Paragraph 1 of the Companies Act. Each Auditor has given advance consent to the establishment of this provision.

(2) Description of the amendments

The details of the amendments to the Articles of Incorporation are as follows.

(Revised parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p style="text-align: center;">Chapter IV Directors and Board of Directors</p> <p>(Number of Directors) Article 17. The Company shall have not more than <u>twelve</u> (12) Directors.</p> <p>Article 18. to 25. (Omitted)</p> <p>(Exemption of Liabilities of Directors) Article 26. In accordance with the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt Directors (including former Directors) from liabilities arising from their failure to perform their duties to the extent permitted by laws and ordinances. (Newly inserted)</p>	<p style="text-align: center;">Chapter IV Directors and Board of Directors</p> <p>(Number of Directors) Article 17. The Company shall have not more than <u>fifteen</u> (15) Directors.</p> <p>Article 18. to 25. (Unchanged)</p> <p>(Exemption of Liabilities of Directors) Article 26. In accordance with the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt Directors (including former Directors) from liabilities arising from their failure to perform their duties to the extent permitted by laws and ordinances. <u>2 In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into a liability limitation agreement with Outside Directors which limits the maximum amount of their liabilities arising from their failure to perform their duties; provided, however, that the maximum amount of liabilities under such a contract shall be the amount provided for by laws and ordinances.</u></p>

Proposal 3: Election of One (1) Director

In order to strengthen the supervision of the Company's management, the election of one new Outside Director is proposed. The term of office for this newly appointed Director will expire at the same time as the terms of office of the incumbent Directors as stipulated in the Articles of Incorporation of the Company.

The candidate for Director is as follows:

Name (Date of birth)	Career summary, significant concurrent positions, position and responsibility at the Company	Number of shares of the Company held
Shizuo Kitamura (October 4, 1955)	April 1979	-
	June 2010	
	June 2011	
	April 2013	
	June 2013	

(Notes)

1. No material conflict of interest exists between Mr. Shizuo Kitamura, the candidate, and the Company.
2. Mr. Shizuo Kitamura is a candidate for a new position as a Director.
3. Mr. Shizuo Kitamura is a candidate for an Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of Ordinance for Enforcement of the Companies Act. Further, if he assumes office as a Director, the Company intends to appoint him as an Independent Director prescribed by Tokyo Stock Exchange, Inc. and submit a notification of the appointment to the same Exchange.
4. Mr. Shizuo Kitamura was selected as a candidate for an Outside Director based on the expectation that, as an Outside Director, he will draw on his abundant experience as a business manager to provide valuable opinions and advice on the management of the Company.
5. If Mr. Shizuo Kitamura assumes office as a Director, subject to approval and passage of Proposal 2 "Partial Amendments to the Articles of Incorporation," the Company will enter into an agreement with him to limit his liability for damages as stipulated by Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the same Act. The amount of liability pursuant to such agreement is limited to the minimum liability amount stipulated by Article 425, Paragraph 1 of the same Act.

Proposal 4: Election of One (1) Substitute Auditor

In order to ensure continuity in audit operations in the event that the number of Auditors falls below the number required by laws and regulations, it is proposed to elect Mr. Kazunori Wasemoto as a Substitute Outside Auditor.

In addition, the appointment may be rescinded based upon a resolution by the Board of Directors, provided that it occur only prior to assumption office and with the consent of the Board of Auditors.

The Board of Auditors has given its advance consent to the submission of this proposal.

The candidate for Substitute Auditor is as follows:

Name (Date of birth)	Career summary and significant concurrent positions	Number of shares of the Company held
Kazunori Wasemoto (July 6, 1962)	April 1996 Registered as an Attorney Joined Iida & Kuriu Patent and Law Office (currently Haru Law Office) October 2000 Partner, Iida & Kuriu Patent and Law Office August 2010 Hayasaka & Wasemoto Law Office (to present) June 2014 Outside Director, YAMADA CORPORATION (to present)	-

(Notes)

1. No material conflict of interest exists between Mr. Kazunori Wasemoto, the candidate, and the Company.
2. Mr. Kazunori Wasemoto is a candidate for Substitute Outside Auditor and meets the requirements for an Independent Auditor stipulated by Tokyo Stock Exchange, Inc.
3. Mr. Kazunori Wasemoto possesses professional views as an attorney and a range of knowledge and experience, and accordingly the Company proposes his election as a Substitute Outside Auditor. Although he has not been engaged in corporate management other than serving as an Outside Director or an Outside Auditor, based upon the reasons listed above, the Company believes that he is capable of successfully fulfilling his responsibility as an Outside Auditor if he assumes office as an Outside Auditor.
4. If Mr. Kazunori Wasemoto assumes office as an Auditor, pursuant to provisions of the Articles of Incorporation of the Company, the Company will enter into an agreement with him to limit his liability for damages as stipulated by Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the same Act. The amount of liability pursuant to the agreement is limited to the minimum liability amount stipulated by Article 425, Paragraph 1 of the same Act.

Proposal 5: Revision to the Amount of Remuneration to Directors

The amount of remuneration, etc. to Directors of the Company was approved as 620 million yen or less per year at the 66th Annual General Meeting of Shareholders, held on June 22, 2012, and the amount has remained unchanged until today. However, due to circumstances such as an increase in Directors' responsibilities associated with changes in business environment, and in preparation for having more than one Outside Director, it is proposed to revise the amount of remuneration to Directors including bonuses to 750 million yen or less per year (including 30 million yen or less per year for Outside Directors).

In addition, while the number of current Directors is eleven (11) (including zero (0) Outside Directors), if Proposal 3 is approved and passed as originally proposed, the number of Directors will be twelve (12) (including one (1) Outside Director).