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(Stock Exchange Code 7313)
June 1, 2018

To Shareholders with Voting Rights:

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

NOTICE OF THE 72nd 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 72nd Annual General Meeting of Shareholders of TS TECH CO., LTD. (the "Company"). The meeting will be held as described below.

If you will not be able to attend the meeting on the scheduled date, you may exercise your voting rights by mail or electromagnetic methods (via the Internet, etc.). In which case, please review the reference materials enclosed for the Annual General Meeting of Shareholders and exercise the voting rights no later than 17:30 on Thursday, June 21, 2018.

- 1. Date and time** Friday, June 22, 2018 at 10:00 a.m., Japan time
(Reception is scheduled to start from 9:00 a.m.)
- 2. Place** Ballroom Fuji on the 3rd floor of Hotel Metropolitan
1-6-1, Nishi-Ikebukuro, Toshima-ku, Tokyo, Japan
- 3. Agenda of the Meeting**

Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the Company's 72nd Fiscal Year (April 1, 2017 - March 31, 2018) 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 72nd Fiscal Year (April 1, 2017 - March 31, 2018)

Proposals to be resolved:

- Proposal 1: Appropriation of Surplus
Proposal 2: Partial Revision of the Articles of Incorporation
Proposal 3: Election of Fourteen (14) Directors
Proposal 4: Election of One (1) Auditor
Proposal 5: Election of One (1) Substitute Auditor

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
 - In the event that the Reference Documents for the Annual General Meeting of Shareholders, the Business Report, the Non-Consolidated Financial Statements and the Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website.
 - When voting rights are exercised more than once via the Internet, etc., the last vote will be treated the valid exercise of the voting rights. The same shall apply when the voting form is reissued and resubmitted in writing. However, where votes are exercised duplicate both via the Internet, etc. and in writing, the voting rights exercised via the Internet shall be treated as the validly exercised vote, irrespective of the time and date of arrival of such vote in writing.
 - If there is no indication of approval or disapproval on each of the proposals (or an abstention from voting), it will be treated as the intent to approve.

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: 42 yen (cash)
Total amount: 2,855,911,800 yen
 - (2) Effective date of payment of dividend
June 25, 2018

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 Revision in Articles of Incorporation

(1) Reason for Revision

To clarify the roles and responsibilities of corporate management and execution, the election of the Chairman is scheduled. Under such circumstances, the Company proposed to make the necessary revisions so that the Chairman may be able to act as the Chairperson of the General Meeting of Shareholders and the Board of Directors.

(2) Content of Revisions

The details of revisions are as follows:

(Portions to be revised are underlined.)

Current Articles of Incorporation	Proposed Revision
<p>Chapter 3 General Meeting of Shareholders</p> <p>Articles 11 and 12 (Articles omitted)</p> <p>(Convener <u>and Chairperson</u>)</p> <p>Article 13 The General Meeting of Shareholders shall be convened by the President, <u>who shall act as Chairperson.</u></p> <p>2. In the event of an accident to the President, one of the other Directors shall <u>convene the General Meeting of Shareholders and act as Chairperson</u> according to the order decided upon in advance at the Board of Directors.</p> <p>(Newly added)</p> <p>Articles <u>14</u> to <u>16</u> (Articles omitted)</p>	<p>Chapter 3 General Meeting of Shareholders</p> <p>Articles 11 and 12 (Remain unchanged)</p> <p>(Convener)</p> <p>Article 13 The General Meeting of Shareholders shall be convened by the President.</p> <p>2. In the event of an accident to the President, one of the other Directors shall <u>convene the General Meeting of Shareholders</u> according to the order decided upon in advance at the Board of Directors.</p> <p>(Chairperson)</p> <p><u>Article 14 The Chairman or the President shall act as the Chairperson of the General Meeting of Shareholders according to the rule decided upon in advance at the Board of Directors.</u></p> <p>2. <u>In the event of an accident to both the Chairman and the President, one of the other Directors shall act as the Chairperson according to the order decided upon in advance at the Board of Directors.</u></p> <p>Articles <u>15</u> to <u>17</u> (Remain unchanged)</p>

Current Articles of Incorporation	Proposed Revision
<p>Chapter 4 Directors and the Board of Directors</p> <p>Articles <u>17</u> to <u>20</u> (Articles omitted)</p> <p>(Convener <u>and Chairperson of the Board of Directors</u>)</p> <p>Article <u>21</u> Unless otherwise provided by law, the Board of Directors shall be convened by the President, <u>who shall act as Chairperson.</u></p> <p>2. In the event of an accident to the President, one of the other Directors shall <u>convene the Board of Directors and act as Chairperson</u> according to the order decided upon in advance at the Board of Directors.</p> <p>(Newly added)</p> <p>(Articles hereinafter omitted)</p>	<p>Chapter 4 Directors and the Board of Directors</p> <p>Articles <u>18</u> to <u>21</u> (Remain unchanged)</p> <p>(Convener)</p> <p>Article <u>22</u> Unless otherwise provided by law, the Board of Directors shall be convened by the President.</p> <p>2. In the event of an accident to the President, one of the other Directors shall <u>convene the Board of Directors</u> according to the order decided upon in advance at the Board of Directors.</p> <p>(Chairperson)</p> <p>Article <u>23</u> <u>The Chairman or the President shall act as the Chairperson of the Board of Directors according to the rule decided upon in advance at the Board of Directors.</u></p> <p>2. <u>In the event of an accident to both the Chairman and the President, one of the other Directors shall act as the Chairperson according to the order decided upon in advance at the Board of Directors.</u></p> <p>(Articles hereinafter carried down)</p>

Proposal 3: Election of Fourteen (14) Directors

The term of office for all fourteen (14) Directors will expire at the close of this General Meeting of Shareholders. Accordingly, the Company proposes the election of fourteen (14) Directors including two (2) Outside Directors.

The candidates for Director are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibility at the Company, and significant positions currently held at other corporations		Number of shares of the Company held
1	Michio Inoue (June 11, 1953)	April 1977	Joined the Company	14,612 shares
		August 1994	First Engineering Sales Division, Engineering Department, Seat Technology General Manager	
		August 1998	Director, First Engineering Sales Division Deputy Executive General Manager	
		June 1999	Director, Manufacturing Division Deputy Executive General Manager	
		June 2001	Director, Manufacturing Division Executive General Manager	
		April 2002	Director, Development and Engineering Division Executive General Manager	
		June 2002	Managing Director, Development and Engineering Division Executive General Manager	
		June 2006	Senior Managing Director, Development and Engineering Division Executive General Manager	
		June 2007	Senior Managing Director (Representative Director), Development and Engineering Division Executive General Manager	
		April 2008	Senior Managing Director (Representative Director) of the Company, Chairman and Director of TS TECH NORTH AMERICA, INC. (currently TS TECH AMERICAS, INC.)	
		June 2010	Executive Vice President (Representative Director)	
		April 2013	President (Representative Director) (incumbent)	
2	Yoshiaki Yui (April 5, 1956)	April 1980	Joined the Company	10,945 shares
		April 2006	Corporate Purchasing Division Executive General Manager	
		June 2006	Director, Corporate Purchasing Division Executive General Manager	
		June 2011	Managing Director, Corporate Purchasing Division Executive General Manager	
		April 2013	Managing Director of the Company, Asia and Europe Executive General Manager of the Company, Chairman and Director of TS TECH UK LTD, Chairman and Director of TS TECH ASIAN CO., LTD. (incumbent)	
		June 2015	Senior Managing Director	
		April 2016	Senior Managing Director, Sales Division General Executive Manager (incumbent), Risk Management Officer (incumbent) Officer in Charge of Administration (incumbent)	

No.	Name (Date of birth)	Career summary, positions, responsibility at the Company, and significant positions currently held at other corporations		Number of shares of the Company held
		June 2016	Senior Managing Director (Representative Director), Sales Division Executive General Manager (incumbent)	
3	Masanari Yasuda (January 9, 1959)	April 1982	Joined the Company	27,942 shares
		April 2007	Development and Engineering Division, Design Department General Manager	
		April 2008	Operating Officer, Development and Engineering Division Deputy Executive General Manager	
		April 2010	Operating Officer, Development and Engineering Division Executive General Manager	
		June 2010	Director, Development and Engineering Division Executive General Manager	
		June 2014	Managing Director, Development and Engineering Division Executive General Manager	
		April 2016	Managing Director (incumbent) Officer in Charge of Global Business (incumbent) Officer in Charge of Quality Control (incumbent)	
		June 2016	Senior Managing Director (Representative Director) (incumbent)	
4	Minoru Maeda (June 5, 1956)	April 1979	Joined the Company	16,209 shares
		April 2009	Corporate Quality Assurance Division Executive General Manager	
		June 2009	Director, Corporate Quality Assurance Division Executive General Manager	
		April 2013	Director, Manufacturing Division General Executive Manager	
		June 2014	Managing Director, Manufacturing Division General Executive Manager	
		April 2016	Managing Director (incumbent), Americas Executive General Manager (incumbent), Chairman and President of TS TECH AMERICAS, INC. (incumbent)	
		June 2016	Senior Managing Director of the Company (incumbent)	
5	Yoshitaka Nakajima (October 16, 1959)	April 1982	Joined the Company	7,627 shares
		April 2004	Corporate Administration Division, Administration Department General Manager	
		April 2008	President of GUANGZHOU TSK AUTO PARTS CO., LTD.	
		April 2010	Operating Officer, Corporate Administration Division Deputy Executive General Manager	
		April 2012	Operating Officer, Corporate Administration Division Executive General Manager, Officer in Charge of Public Relations (incumbent)	
		June 2012	Director, Corporate Administration Division Executive General Manager, Compliance Officer (incumbent)	
		April 2015	Director, Corporate Administration Division Executive General Manager, Corporate Business Administration Division Executive General Manager	

No.	Name (Date of birth)	Career summary, positions, responsibility at the Company, and significant positions currently held at other corporations		Number of shares of the Company held
		June 2015	Managing Director, Corporate Administration Division Executive General Manager, Corporate Business Administration Division Executive General Manager	
		April 2016	Managing Director, Corporate Administration Division Executive General Manager (incumbent)	
6	Hitoshi Yoshida (August 23, 1957)	April 1981	Joined the Company	4,288 shares
		January 2004	Development and Engineering Division, Design Department General Manager	
		April 2010	Operating Officer, Manufacturing Division Deputy Executive General Manager	
		April 2014	Operating Officer, Corporate Purchasing Division Executive General Manager	
		June 2014	Director, Corporate Purchasing Division Executive General Manager	
		April 2016	Director (incumbent), Asia and Europe Executive General Manager (incumbent) Chairman and Director of TS TECH ASIAN CO., LTD. (incumbent) Chairman and Director of TS TECH BANGLADESH LIMITED (incumbent)	
		June 2016	Managing Director (incumbent)	
		April 2017	Chairman and Director of TS TECH UK LTD (incumbent)	
7	Koichi Mase (October 24, 1956)	April 1979	Joined the Company	16,214 shares
		April 2002	Corporate Purchasing Division, Cost Planning Section General Manager	
		April 2010	Operating Officer, Sales Division Deputy Executive General Manager	
		April 2014	Vice-chairman and President of TS TECH (HONG KONG) CO., LTD.	
		April 2015	Managing Officer of the Company (incumbent), China Executive General Manager (incumbent), Chairman and President of TS TECH (HONG KONG) CO., LTD. (incumbent)	
		June 2016	Managing Director (incumbent)	
8	Akihiko Hayashi (November 6, 1959)	April 1978	Joined the Company	6,350 shares
		April 2008	Manufacturing Division, Saitama Plant Manager	
		April 2010	Operating Officer, Manufacturing Division Deputy Executive General Manager	
		April 2015	Managing Officer, Manufacturing Division Deputy Executive General Manager	
		April 2016	Managing Officer, Manufacturing Division Executive General Manager (incumbent)	
		June 2016	Managing Director, Manufacturing Division Executive General Manager (incumbent)	
9	Kenichi Hasegawa (April 10, 1959)	April 1982	Joined the Company	2,541 shares
		June 2000	Engineering Sales Division, Motorcycle Engineering Department General Manager	

No.	Name (Date of birth)	Career summary, positions, responsibility at the Company, and significant positions currently held at other corporations		Number of shares of the Company held
		April 2012	Director and President of TS TECH DO BRASIL LTDA.	
		April 2014	Operating Officer (incumbent)	
		April 2016	Officer in Charge of New Business Development of the Company (incumbent), Chairman and Director of TS TECH DEUTSCHLAND GmbH (incumbent)	
		June 2016	Director of the Company	
		June 2017	Managing Director of the Company (incumbent)	
10	Yutaka Arai (April 10, 1959)	April 1982	Joined the Company	3,107 shares
		April 2014	Development and Engineering Division, Deputy Executive General Manager	
		June 2014	Director, Development and Engineering Division Deputy Executive General Manager	
		April 2016	Director, Development and Engineering Division Executive General Manager (incumbent)	
11	Atsushi Igaki (January 21, 1963)	April 1986	Joined Honda Motor Co., Ltd.	1,042 shares
		April 2014	General Manager of Regional Operation Planning Office (Japan) of Honda Motor Co., Ltd.	
		April 2016	Joined the Company, Corporate Business Administration Division Executive General Manager of the Company (incumbent)	
		June 2016	Director, Corporate Business Administration Division Executive General Manager (incumbent)	
12	Yoshikazu Ariga (May 14, 1965)	April 1990	Joined the Company	2,371 shares
		April 2014	Corporate Purchasing Division, Purchasing Department 2 General Manager	
		April 2015	Operating Officer, Corporate Purchasing Division Deputy Executive General Manager	
		April 2016	Operating Officer, Corporate Purchasing Division Executive General Manager (incumbent)	
		June 2016	Director, Corporate Purchasing Division Executive General Manager (incumbent)	
13	Shizuo Kitamura (October 4, 1955)	April 1979	Joined Saitama Bank, Ltd. (currently Saitama Resona Bank, Limited)	—
		June 2011	Director and Senior Managing Officer of Saitama Resona Bank, Limited	
		April 2013	Advisor of Resona Business Service Co., Ltd.	
		June 2013	Director and Deputy President of Resona Business Service Co., Ltd. (incumbent)	
		June 2015	Director of the Company (incumbent)	
14	Teruyasu Mutaguchi (October 31, 1950)	April 1973	Joined Fuji Electric Co., Ltd.	300 shares
		April 2008	Director and CTO of Fuji Electric Retail Systems Co., Ltd. (currently Fuji Electric Co., Ltd.)	
		April 2011	Head of Saitama Industrial Technology Center	
		April 2015	Innovation Coordinator at the Kanto Regional Collaboration Office, Regional Collaboration Promotion Division, Research and Innovation Promotion Headquarters, National Institute of	

No.	Name (Date of birth)	Career summary, positions, responsibility at the Company, and significant positions currently held at other corporations		Number of shares of the Company held
			Advanced Industrial Science and Technology (AIST), Industry-Academia-Government Collaboration Senior Coordinator at the Comprehensive Open Innovation Center, Saitama University (incumbent)	
		June 2016	Director of the Company	

(Notes)

1. No material conflict of interest exists between the above candidates and the Company.
2. Mr. Shizuo Kitamura and Mr. Teruyasu Mutaguchi are candidates for Outside Director as prescribed in Article 2, Paragraph 3, and Item 7 of the Ordinance for Enforcement of the Companies Act.
3. The Company has designated Mr. Shizuo Kitamura and Mr. Teruyasu Mutaguchi as Independent Outside Officer as stipulated by the Tokyo Stock Exchange and notified the Exchange as such.
4. We have nominated Mr. Shizuo Kitamura as a candidate for Outside Director because we expect him to provide beneficial opinions and comments as an Outside Director to the management of the Company based on his abundant experience as a corporate manager.
5. We have nominated Mr. Teruyasu Mutaguchi as a candidate for Outside Director because we expect him to provide beneficial opinions and comments as an Outside Director to the management of the Company based on his abundant experience as a corporate manager of a manufacturing company.
6. The period of service of Mr. Shizuo Kitamura as an Outside Director of the Company will be three (3) year at the close of this annual general meeting of shareholders.
7. The period of service of Mr. Teruyasu Mutaguchi as an Outside Director of the Company will be two (2) years at the close of this Annual General Meeting of Shareholders.
8. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Shizuo Kitamura and Teruyasu Mutaguchi, respectively, to limit his liability for damages, as prescribed in Article 423, Paragraph 1 of the same Act. The amount of liability under the agreement is limited to the minimum liability amount as provided for in Article 425, Paragraph 1 of the same Act. If Mr. Shizuo Kitamura and Mr. Teruyasu Mutaguchi are re-elected, the Company will continue the above agreement to limit their liability.

Proposal 4: Election of One (1) Auditor

The term of office for Auditor Tatsuya Motoda will expire at the close of this General Meeting of Shareholders. Accordingly, the Company proposes the election of one (1) Auditor.

With respect to the submission of this proposal, the consent of the Board of Auditors has been obtained.

The candidate for Auditor is as follows:

Name (Date of birth)	Career summary, positions, at the Company, and significant positions currently held at other corporations		Number of shares of the Company held
Tatsuya Motoda (September 9, 1969)	May 1993	Joined Andersen Consulting (currently Accenture Japan Ltd)	733 shares
	September 1999	Joined Tsuji CPA Accounting Office (currently Hongo Tsuji Tax & Consulting)	
	April 2007	International Tax Affairs Department General Manager of the same accounting office above	
	October 2008	Registration as a tax accountant	
	April 2014	Motoda Tax & Accounting Office Representative tax accountant (incumbent)	
	June 2014	Auditor of the Company (incumbent)	

(Notes)

1. No material conflict of interest exists between Mr. Tatsuya Motoda and the Company.
2. Mr. Tatsuya Motoda is a candidate for Outside Auditor as prescribed in Article 2, Paragraph 3, and Item 8 of the Ordinance for Enforcement of the Companies Act.
3. We have nominated Mr. Tatsuya Motoda as a candidate for Outside Auditor because Mr. Motoda possesses professional views as a tax accountant and wide-ranging knowledge and experiences. 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.
4. Mr. Tatsuya Motoda is currently an Outside Auditor of the Company and the period of his service as an Auditor will be four (4) years at the close of this Annual General Meeting of Shareholders.
5. Pursuant to the provisions of Article 427, Paragraph 1, of the Companies Act, the Company has entered into an agreement with Mr. Tatsuya Motoda to limit his liability for damages as prescribed in Article 423, Paragraph 1, of the same Act. The amount of liability under the agreement is limited to the minimum liability amount as provided for in Article 425, Paragraph 1, of the same Act. If Mr. Tatsuya Motoda is re-elected, the Company will continue the above agreement to limit his liability.

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 occurs only prior to his assumption of 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 of 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 the 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.