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Securities Code: 2445

June 8, 2020

To our shareholders:

Representative Director, President and Chairman  
Kazumasa Takamiya  
**Takamiya Co., Ltd.**  
3-1 Ofuka-cho, Kita-ku, Osaka-shi, Osaka

## Notice of the 52nd Ordinary General Meeting of Shareholders

We are pleased to announce that the 52nd Ordinary General Meeting of Shareholders of Takamiya Co., Ltd. (the “Company”) will be held as indicated below.

**In order to prevent the spread of the novel coronavirus (COVID-19), please refrain from traveling to the venue on the day of the meeting and read the “Measures to Prevent Spread of the Novel Coronavirus Disease (COVID-19)” on the next page.**

**Instead of attending the meeting in person, you may exercise your voting rights in writing. 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 to reach us no later than 5:30 p.m. (end of office hours), Wednesday, June 24, 2020 (JST).**

- 1. Date and Time:** Thursday, June 25, 2020, at 10:00 a.m. (JST)
- 2. Venue:** Conference Room, Head Office of the Company  
Grand Front Osaka Tower-B Bldg. 27F, 3-1, Ofuka-cho, Kita-ku, Osaka-shi, Osaka  
(Please note that the meeting will be held in a different place from the previous year)

### 3. Purpose of the Meeting

#### Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 52nd fiscal year (from April 1, 2019 to March 31, 2020), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Board of Corporate Auditors
2. The Non-consolidated Financial Statements for the 52nd fiscal year (from April 1, 2019 to March 31, 2020)

#### Matters to be resolved:

- |                       |                                   |
|-----------------------|-----------------------------------|
| <b>Proposal No. 1</b> | Election of Eight Directors       |
| <b>Proposal No. 2</b> | Election of One Corporate Auditor |
| <b>Proposal No. 3</b> | Payment of Bonuses to Officers    |

- For those attending the meeting, please present the enclosed voting form at the reception desk on arrival at the meeting.
- Among the documents that should be attached to this notice, the Status of Share Acquisition Rights, Status of Accounting Auditor, System to Ensure Properness of Operations of the Company, Consolidated Statement of Changes in Net Assets, Notes to Consolidated Financial Statements, Non-consolidated Statement of Changes in Net Assets, and Notes to Non-consolidated Financial Statements are posted on the website of the Company in accordance with the law and the Articles of Incorporation. Accordingly, the attached documents to this notice constitute a part of the documents that were audited by the Corporate Auditors and the Accounting Auditor. In addition, any corrections in the attached documents to this notice and Reference Documents for the General Meeting of Shareholders will be reported on the Company’s website. (<https://www.takamiya.co/>)

## Measures to Prevent Spread of the Novel Coronavirus Disease (COVID-19)

**We would like to inform you about the measures to prevent spread of the novel coronavirus disease (COVID-19) at the 52nd Ordinary General Meeting of Shareholders, as follows. We apologize for any inconvenience in advance, and we kindly ask for your understanding.**

- In response to the spread of COVID-19, and in order to secure a useable venue, we will hold the meeting in a conference room of the Company. Please note that the meeting will be held in a different place from the previous year, and refer to the “General Meeting of Shareholders Venue Information Map” (Japanese only) on the back of this convocation notice.  
Note that, as shareholders will be seated at a distance from each other, we will have significantly fewer chairs than usual at this year’s meeting. As a result, even if you attend the venue on the day, we may have to refuse entry due to the limited number of chairs.
- There will be no gifts provided to attending shareholders.
- You can exercise your voting rights without traveling to the venue by sending the voting form by post.
- For shareholders planning to attend the General Meeting of Shareholders in person, please check the details about prevention infection posted on the website of the Ministry of Health, Labor and Welfare of Japan in advance. Before traveling to the venue, please carefully take note of your own health condition on the day of the meeting.
- Executives and staff members will be wearing face masks when interacting with shareholders at the General Meeting of Shareholders. We may also ask for your cooperation in wearing a face mask, using alcohol disinfectant, and checking your temperature. Shareholders who arrive at the venue without a face mask will be given one if they express their will to wear one.
- Shareholders attending the meeting in person who feel unwell may be approached by staff members.

## Reference Documents for General Meeting of Shareholders

### Proposals and Reference Information

#### Proposal No. 1 Election of Eight Directors

The terms of office of all eight Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of eight Directors.

The candidates for Director are as follows:

Candidate No.	Name	Position and responsibility in the Company
1	<input type="checkbox"/> Reelection Kazumasa Takamiya	Representative Director, President and Chairman Supervisor of Scaffolding Management Division
2	<input type="checkbox"/> Reelection Akiyoshi Takamiya	Representative Director and Executive Vice President Supervisor of Sales & Marketing Division and Product Development Division
3	<input type="checkbox"/> Reelection Hideki Yasuda	Director and Managing Executive Officer Division General Manager of Business Management Division
4	<input type="checkbox"/> Reelection Tsutomu Abe	Director and Executive Officer Division General Manager of Sales & Marketing Division
5	<input type="checkbox"/> Reelection Yuki Mukaiyama	Director and Executive Officer Supervisor of Overseas Business Division, Business Development Division and Global Procurement Division
6	<input type="checkbox"/> Reelection Yasunori Nishioka	Director and Executive Officer Division General Manager of Manufacturing Division Supervisor of Scaffolding Quality Assurance Division
7	<input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent Kouji Shimokawa	Outside Director
8	<input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent Noboru Furuichi	Outside Director

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Kazumasa Takamiya (August 18, 1966) <u>Reelection</u>	<p>Mar. 1992      Joined the Company</p> <p>Nov. 1995      Director and General Manager of Build Techno Rental Department</p> <p>June 1997      Executive Director and Division General Manager of Build Techno Rental Division</p> <p>June 2000      Director and Executive Vice President</p> <p>Jan. 2001      Representative Director and Executive Vice President</p> <p>June 2002      President and Representative Director</p> <p>Oct. 2008      Director of AOMORI ATOM Co., Ltd. (current position)</p> <p>June 2017      Representative Director, President and Chairman of the Company (current position)</p> <p>June 2019      Supervisor of Scaffolding Management Division (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>–</p>	1,350,000 shares
<p>Reasons for nomination as a candidate for Director</p> <p>Kazumasa Takamiya has held important posts as stated above, has deep knowledge and strong leadership related to corporate management, and has been leading the Group. Accordingly, the Company has nominated him as a candidate for Director.</p>			
2	Akiyoshi Takamiya (February 7, 1969) <u>Reelection</u>	<p>Mar. 1995      Joined the Company</p> <p>June 1997      Director and General Manager of Standby Multimedia Business Department and Retail Marketing Department</p> <p>Apr. 1998      Resigned from position of Director</p> <p>June 2000      Director and Senior General Manager of Management Division</p> <p>June 2001      Executive Director, General Manager of Finance Department and Supervisor of Management Division</p> <p>June 2005      Executive Vice President, Executive Officer and Supervisor of Administrative Division</p> <p>Apr. 2006      Representative Director and Executive Vice President</p> <p>Apr. 2012      Representative Director and President of Hory Corporation</p> <p>June 2012      Director and Executive Vice President</p> <p>June 2016      Representative Director and Executive Vice President (current position)</p> <p>Apr. 2019      Supervisor of Sales &amp; Marketing Division and Product Development Division (current position)</p> <p>May 2020      President and Representative Director of TOTAL TOSHISEIBI Co., Ltd. (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>President and Representative Director of TOTAL TOSHISEIBI Co., Ltd.</p>	2,288,184 shares
<p>Reasons for nomination as a candidate for Director</p> <p>Akiyoshi Takamiya has held important posts as stated above, and is well versed in overall operations, with a focus in the sales &amp; marketing division, and management. Accordingly, the Company has nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
3	Hideki Yasuda (August 2, 1967) <u>Reelection</u>	<p>Mar. 1990      Joined the Company</p> <p>Apr. 2008      Executive Officer and General Manager of Finance &amp; Accounting Department</p> <p>Feb. 2010      Executive Officer and General Manager of Corporate Planning Department</p> <p>May 2011      Corporate Auditor of IWATA Co., Ltd. (current position)</p> <p>May 2011      Corporate Auditor of HIRAMATSU Co., Ltd. (current position)</p> <p>June 2011      Director of the Company (current position)</p> <p>Apr. 2014      Corporate Auditor of ASAHI KOUGYOU Co., Ltd. (currently NEXTECH Co., Ltd.) (current position)</p> <p>June 2015      Managing Executive Officer and General Manager of Corporate Planning Department of the Company (current position)</p> <p>Apr. 2017      Managing Executive Officer and Division General Manager of Business Management Division (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>–</p>	91,300 shares
<p>Reasons for nomination as a candidate for Director</p> <p>Hideki Yasuda has held important posts as stated above, and has abundant experience and deep knowledge in the administrative division, with a focus in finance and accounting. Accordingly, the Company has nominated him as a candidate for Director.</p>			
4	Tsutomu Abe (September 27, 1966) <u>Reelection</u>	<p>Mar. 1991      Joined the Company</p> <p>June 2005      Executive Officer and General Manager of Sales &amp; Marketing Department II, Sales &amp; Marketing Division</p> <p>Oct. 2008      Representative Director and President of AOMORI ATOM Co., Ltd. (current position)</p> <p>Feb. 2010      Executive Officer and Division General Manager of Sales &amp; Marketing Division of the Company (current position)</p> <p>June 2010      Director (current position)</p> <p>May 2013      Director of HIRAMATSU Co., Ltd. (current position)</p> <p>Apr. 2014      Director of ASAHI KOUGYOU Co., Ltd. (currently NEXTECH Co., Ltd.) (current position)</p> <p>Apr. 2016      Director of SN BUILTECH Co., Ltd. (currently TOTAL TOSHISEIBI Co., Ltd.) (current position)</p> <p>Feb. 2018      Director of Nakaya Kizai Co., Ltd. (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Representative Director and President of AOMORI ATOM Co., Ltd.</p>	154,240 shares
<p>Reasons for nomination as a candidate for Director</p> <p>Tsutomu Abe has held important posts as stated above, and has abundant experience in the construction temporary material industry and deep knowledge related to sales &amp; marketing overall. Accordingly, the Company has nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
5	Yuki Mukaiyama (February 2, 1970) <u>Reelection</u>	Mar. 1993    Joined the Company Apr. 2013    Executive Officer and General Manager of Business Development Department Apr. 2014    Director of ASAHI KOUGYOU Co., Ltd. (currently NEXTECH Co., Ltd.) (current position) Apr. 2015    Executive Officer and Division General Manager of Business Development Division of the Company June 2015    Director (current position) June 2016    Administrative Officer of Hory Korea Co., Ltd. (current position) Jan. 2018    Representative Director and President of Cadian Co., Ltd. (current position) Apr. 2019    Executive Officer and Division General Manager of Overseas Business Division of the Company Supervisor of Business Development Division and Global Procurement Division Apr. 2020    Executive Officer and Supervisor of Overseas Business Division, Business Development Division and Global Procurement Division (current position) (Significant concurrent positions outside the Company) Representative Director and President of Cadian Co., Ltd.	46,300 shares
Reasons for nomination as a candidate for Director Yuki Mukaiyama has held important posts as stated above, has abundant overseas management experience due to him working as representative at an overseas subsidiary, and is well versed in new business development. Accordingly, the Company has nominated him as a candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
6	Yasunori Nishioka (August 27, 1954) <span style="border: 1px solid black; padding: 2px;">Reelection</span>	<p>Apr. 1979      Joined The Mitsubishi Trust and Banking Corporation (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>Sep. 1991      General Manager of Corporate Business Department of The Mitsubishi Trust and Banking Corporation Australia</p> <p>Apr. 2003      General Manager of Senju Branch of The Mitsubishi Trust and Banking Corporation (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>Oct. 2004      General Manager of Niiza-Shiki Branch and Area Director of Niiza-Shiki of The Bank of Tokyo-Mitsubishi, Ltd. (currently MUFG Bank, Ltd.)</p> <p>June 2006      General Manager of Umeda Branch of Mitsubishi UFJ Trust and Banking Corporation</p> <p>Oct. 2008      Managing Director of MU Trust General Property Management Corporation</p> <p>June 2009      Representative Director and President of DK FINANCE CO., LTD.</p> <p>Jan. 2013      Advisor of Ryoshin Holdings Co., Ltd.</p> <p>Mar. 2013      General Manager of Planning Group Department of Ryoshin Urban Development Co., Ltd.</p> <p>July 2014      Joined Hory Corporation, Manager of Internal Audit Office</p> <p>June 2015      Director and General Manager of General Affairs Department</p> <p>Apr. 2016      Representative Director and President</p> <p>June 2016      Administrative Officer of Hory Korea Co., Ltd. (current position)</p> <p>June 2017      Director and Executive Officer of the Company (current position)</p> <p>Jan. 2018      Division General Manager of Manufacturing Division (current position)</p> <p>Apr. 2019      Supervisor of Scaffolding Quality Assurance Division (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>—</p>	4,500 shares
<p>Reasons for nomination as a candidate for Director</p> <p>Yasunori Nishioka has held important posts as stated above, has abundant management experience and international work experience in financial institutions and management experience in manufacturing subsidiaries, and is well versed in the Company's manufacturing division. Accordingly, the Company has nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
7	Kouji Shimokawa (March 29, 1962) <u>Reelection</u> <u>Outside</u> <u>Independent</u>	Apr. 1985      Joined The Fuji Bank, Limited (currently Mizuho Bank, Ltd.) Aug. 1996      Established Shimokawa Accounting Office (currently Shimokawa & Partners Accounting Corporation) Feb. 2002      Representative Director of Shimokawa Accounting Office (currently Shimokawa & Partners Accounting Corporation) June 2002      Corporate Auditor of the Company June 2005      Director (current position) Dec. 2005      President of GLOBAL CORPORATE CONSULTING, INC. Apr. 2007      President of GLOBAL HUMAN COMMUNICATIONS, INC. Apr. 2016      Representative Partner of Shimokawa & Partners Accounting Corporation (current position) Sep. 2017      Chairman of the Board of GLOBAL CORPORATE CONSULTING, INC. (current position) June 2018      Director of Mitsuboshi Co., Ltd. (current position) (Significant concurrent positions outside the Company) Representative Partner of Shimokawa & Partners Accounting Corporation	121,360 shares
Reasons for nomination as a candidate for outside Director Kouji Shimokawa is certified as a tax accountant, and the Company hopes to utilize his abundant experience and deep knowledge gained from engaging in business accounting operations over many years in the management of the Company. Accordingly, the Company has nominated him as a candidate for outside Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
8	Noboru Furuichi (February 16, 1949) <u>Reelection</u> <u>Outside</u> <u>Independent</u>	<p>Apr. 1972      Joined New Japan Securities (currently Mizuho Securities Co., Ltd.)</p> <p>May 1997      General Manager of Corporate Planning Department</p> <p>Apr. 2000      Executive Officer and General Manager of Fukuoka Branch</p> <p>May 2002      Managing Executive Officer in charge of Investment Banking Department I, II</p> <p>Apr. 2005      Senior Managing Executive Officer, General Manager of Osaka Corporation Division and in charge of West Japan IB Sales Department</p> <p>May 2007      Representative Director and President of Shinko Investment Co., Ltd.</p> <p>Feb. 2008      Representative Director and President of Neostella Capital Co., Ltd.</p> <p>June 2009      Advisor of Shinko Securities Business Services Co., Ltd.</p> <p>June 2010      Audit &amp; Supervisory Board Member of NICHIA STEEL WORKS, LTD.</p> <p>June 2017      Director of the Company (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>–</p>	2,300 shares
<p>Reasons for nomination as a candidate for outside Director</p> <p>Noboru Furuichi has been in charge of a wide range of financial advisory operations over many years at securities companies, has a high level of ability in making management decisions, and the Company hopes to utilize his abundant experience and knowledge in the management of the Company. Accordingly, the Company has nominated him as a candidate for outside Director.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. The Company has submitted notification to Tokyo Stock Exchange, Inc. that Kouji Shimokawa and Noboru Furuichi have been appointed as independent officers as provided for by the aforementioned exchange. If their reelection is approved, the Company plans for their appointment as independent officers to continue.
  3. The term of office of Kouji Shimokawa will be 15 years at the conclusion of this meeting. Moreover, Mr. Shimokawa has served as Corporate Auditor of the Company in the past.
  4. The term of office of Noboru Furuichi will be three years at the conclusion of this meeting.
  5. The Company has entered into an agreement with Kouji Shimokawa and Noboru Furuichi to limit their liability under Article 423, paragraph (1) of the Companies Act, pursuant to Article 427, paragraph (1) of the same Act. The limit amount of the liability for compensation under said contract is determined to be the minimum liability amount stipulated in Article 425, paragraph (1), of the Companies Act. If Mr. Shimokawa and Mr. Furuichi are reelected, the Company intends to continue said contract with each of them.

**Proposal No. 2** Election of One Corporate Auditor

The terms of office of Corporate Auditor Kazumasa Yamaguchi will expire at the conclusion of this meeting. Therefore, the Company proposes the election of one Corporate Auditor. In addition, the consent of the Board of Corporate Auditors has been obtained for this proposal.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Career summary, and position in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
Yasushi Shimizu (September 20, 1963) <u>New election</u>	Mar. 1988      Joined the Company Apr. 2017      General Manager of IT System Department, Business Management Division (current position) (Significant concurrent positions outside the Company) -	122,426 shares

Reasons for nomination as a candidate for Corporate Auditor

Yasushi Shimizu served as a member of the Finance & Accounting Department of the Company from April 1989 to March 2006. He has supervised information management systems of the entire Group, such as the establishment of the Group's core system, improvement of business operations and IT control from April 2006 up to the present as a General Manager of IT System Department, and is well versed in the Group's overall business operations. He has enough qualifications as a Corporate Auditor in the present day when information system accounts for a significant part of internal control. Accordingly, the Company has nominated him as a candidate for Corporate Auditor.

Note: There is no special interest between the candidate and the Company.

**Proposal No. 3**      Payment of Bonuses to Officers

It is proposed that bonuses to officers of ¥4,150 thousand in total be paid to three Directors (excluding three Directors and two outside Directors) and one Corporate Auditor (full-time) who have been in service as of the end of the fiscal year ended March 31, 2020 (¥3,750 thousand for Directors and ¥400 thousand for Corporate Auditor), in view of the operating results of the fiscal year under review, and other circumstances.

The amount to be paid to each Director shall be decided by resolution of the Board of Directors.