

Disclaimer: Please note that the following is a translation of the original Japanese documents prepared for the convenience of our non-Japanese shareholders with voting rights. Although this translation is intended to be complete and accurate, the Japanese original shall take precedence in the case of any discrepancies between this translation and the original. Certain information regarding voting procedures that is not applicable for shareholders resident outside Japan has been omitted or modified as applicable. In addition, these materials will not facilitate your status as a registered shareholder authorized to attend the Annual General Meeting of Shareholders. Every shareholder attending the Annual General Meeting of Shareholders is required to present the voting card, which is sent to the registered shareholder together with the original Notice of Convocation in Japanese, to the receptionist at the meeting.

Securities Code: 9765

August 5, 2019

To Our Shareholders:

Shigeru Tsujimoto  
Representative Director  
President and CEO  
**OHBA CO., LTD.**  
3-7-1 Kanda Nishikicho, Chiyoda-ku, Tokyo

## Notice of the 85th Annual General Meeting of Shareholders

You are cordially invited to attend the 85th Annual General Meeting of Shareholders of OHBA CO., LTD. (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. Please review the Reference Documents for the General Meeting of Shareholders (in Japanese only), and indicate your approval or disapproval of the proposals in the enclosed voting card, and then return the card to the Company so that your vote is received by 5:30 p.m. on Monday, August 26, 2019 (JST).

- 1. Date and Time:** Tuesday, August 27, 2019, at 10:00 a.m. (Doors open at 9:00 a.m.)
- 2. Venue:** Kokusai Kaigijo, 2F, Keidanren Kaikan  
1-3-2 Otemachi, Chiyoda-ku, Tokyo  
\*Please note that the venue is different from that of the previous year.

### 3. Purpose of the Meeting

#### Matters to be reported

1. The Business Report and the Consolidated Financial Statements for the 85th fiscal year (from June 1, 2018 to May 31, 2019), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 85th fiscal year (from June 1, 2018 to May 31, 2019)

#### Matters to be resolved

- Proposal No. 1:** Appropriation of Surplus  
**Proposal No. 2:** Election of Seven (7) Directors  
**Proposal No. 3:** Election of Three (3) Audit & Supervisory Board Members  
**Proposal No. 4:** Election of One (1) Substitute Audit & Supervisory Board Member

- 
- © When you attend the Meeting, you are kindly requested to present the enclosed voting card to the receptionist at the meeting.  
© If any changes are made to items in the Reference Documents for the General Meeting of Shareholders and the Business Report, or to the Non-consolidated Financial Statements and the Consolidated Financial Statements, such changes will be posted on the Company’s website on the internet (URL: <http://www.k-ohba.co.jp>; in Japanese only).