Notice of the 69th Ordinary General Shareholders’ Meeting

We would hereby like to inform you that the 69th Ordinary General Shareholders’ Meeting (the “Meeting”) of TOA Corporation (“TOA”) will be held as described below, and we would be grateful if you could attend the Meeting.

If you are unable to attend the Meeting, you can exercise your voting rights in writing. Please refer to the reference materials contained herein, indicate your approval or disapproval for each of the items to be resolved in the Meeting on the enclosed ballot form and return it to us. Your ballot form must reach us by 5:30 p.m. on Wednesday, June 21, 2017 (Japan Time).

1. **Date and time:** 10:00 a.m., Thursday, June 22, 2017 (Japan Time)
2. **Venue:** XEBEC HALL, 7-2-1, Minatojimanakamachi, Chuo-ku, Kobe, Hyogo Prefecture
3. **Meeting Agenda:**
   
   **Matters to be reported:**
   1: The Business Report, Consolidated and Unconsolidated Financial Statements for the 69th fiscal year (from April 1, 2016 to March 31, 2017).
   2: Audit Report on Consolidated Financial Statements for the 69th fiscal year by the Financial Auditors and by the Audit & Supervisory Board.

   **Proposals to be resolved:**
   Proposal 1: Appropriation of Retained Earnings
   Proposal 2: Appointment of 4 Members of the Board of Directors
   Proposal 3: Appointment of 1 Substitute Member of Audit & Supervisory Board
   Proposal 4: Re-adoption of the Policy for Countermeasures against Large-Scale Acquisitions of TOA Shares (Takeover Defense Measures)