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(Stock Exchange Code 1435)
March 8, 2019

To Shareholders with Voting Rights:

Daisaku Furuki
President
TATERU, Inc.
1-5-8, Jingumae, Shibuya-ku, Tokyo

NOTICE OF CONVOCATION

Notice of the 13th Annual General Meeting of Shareholders

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

You are cordially invited to attend the 13th annual general meeting of shareholders of TATERU, Inc. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise the voting rights by 5:00 p.m. on Monday, March 25, 2019, Japan time, following the "Instructions on Exercising Voting Rights" described on page 2.

Date and Time: Tuesday, March 26, 2019 at 10:00 a.m. Japan time
(Reception will open at 9:00 a.m.)

Venue: Tokyo Midtown Hall A,
the 1st basement floor (B1F), Midtown East, Tokyo Midtown
9-7-1 Akasaka, Minato-ku, Tokyo, Japan
(Please refer to the "Guide Map for the Venue of the Meeting" attached at the end of this document.)

Meeting Agenda:

Matters to be reported:

1. Business report, consolidated financial statements and the results of audits of consolidated financial statements by the accounting auditor and the Audit and Supervisory Committee for the Company's 13th Fiscal Year (January 1, 2018 - December 31, 2018)
2. Non-consolidated financial statements for the Company's 13th Fiscal Year (January 1, 2018 - December 31, 2018)

Proposals to be resolved:

Proposal 1: Partial Amendments to the Articles of Incorporation
Proposal 2: Election of Five (5) Directors (excluding Directors Serving as Audit and Supervisory Committee Members)
Proposal 3: Election of Three (3) Directors Serving as Audit and Supervisory Committee Members

Instructions on Exercising Voting Rights

Exercising Voting Rights by Attending the Meeting

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception. Please bring this Notice of Convocation with you to the meeting.

Date and time of the Meeting: **Tuesday, March 26, 2019, at 10:00 a.m.**
(Reception will open at 9:00 a.m.)

Exercising Voting Rights in Writing

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it by mail.

Deadline for exercising voting rights: **Arrival by Monday, March 25, 2019, 5:00 p.m.**

Exercising Voting Rights via the Internet

Please indicate your vote for or against each proposal on the Voting Rights Exercise Website designated by the Company (<https://soukai.mizuho-tb.co.jp/>).

Please refer to the following page for details.

Deadline for exercising voting rights: **Monday, March 25, 2019, 5:00 p.m.**

1. In accordance with the provisions of laws and regulations as well as Article 14 of the Company's Articles of Incorporation, the following matters are posted on the Company's website (<https://corp.tateru.co/>) and therefore are not provided in this Appendix.
 - (1) Notes to consolidated financial statements
 - (2) Notes to non-consolidated financial statementsAccordingly, this Appendix presents a portion of the consolidated financial statements and the non-consolidated financial statements audited by the Audit and Supervisory Committee and the accounting auditor when they prepared their respective audit reports.
2. Should the business report, consolidated financial statements, non-consolidated financial statements and the Reference Documents for the General Meeting of Shareholders require revisions, the revised versions will be posted on the Company's website (<https://corp.tateru.co/>).

Instructions for Exercising Voting Rights via the Internet

If exercising voting rights via the Internet, please confirm the following items, then access the Voting Rights Exercise Website, enter the “Voting rights exercise code” and “Password” shown on the right of the Voting Rights Exercise Form, and follow the instructions on screen to exercise your voting rights.

1. Access the Voting Rights Exercise Website

The Voting Rights Exercise Website: <https://soukai.mizuho-tb.co.jp/>

Alternatively, use a search engine to search for: Voting Rights Exercise Mizuho

Please read “About Exercising Voting Rights via the Internet” and click “Next.”



It is also possible to access the website from the “QR Code” shown on the left.

2. Login

Enter the “Voting rights exercise code” and click “Next.”

* “Voting rights exercise code” and “Password” are shown on the right of the Voting Rights Exercise Form enclosed with this notice.

3. Enter Password

A password change screen will be displayed; please enter the initial password and register the password that you will use.

Then follow the instructions on screen.

Notes

- The password is a means of verifying whether or not the person exercising voting rights is a legitimate shareholder. Please store this password carefully until the end of this General Meeting of Shareholders. The Company shall not respond to inquiries regarding passwords by telephone.
- Incorrectly inputting the password more than a certain number of times will lock it and disable it. If the password becomes locked, please follow the on-screen instructions.
- Although the Voting Rights Exercise Website has been confirmed to function on general Internet connected environments, it may not be available depending upon the device in use.
- If voting rights are exercised both via writing and the Internet, the exercise via the Internet shall be deemed the valid exercise.
- If voting rights are exercised multiple times via the Internet, the final exercise shall be deemed the valid exercise.

For any issues regarding use of a personal computer, etc., during the exercise of voting rights via the Internet, please inquire below.

Inquiries regarding use of the website:
Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.
[Telephone] 0120-768-524
Operating Hours: 9:00 a.m. to 9:00 p.m.
(excluding Saturdays, Sundays and national holidays)

About the Voting Rights Exercise Platform for Institutional Investors

In addition to the above, institutional investors may also utilize the Voting Rights Exercise Platform operated by ICJ, Inc. if they have applied to use the platform in advance.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for the proposal

With the intent of implementing flexible capital policies in the future, the Company proposes to newly establish a provision that will allow the Company to repurchase its shares by a resolution of the Board of Directors.

2. Description of the amendment

Partial amendments to the current Articles of Incorporation are proposed as follows.

(Underlines indicate amendments)

Current Articles of Incorporation	Proposed amendment
Articles 1. – 6. (Omitted) (Newly established)	Articles 1. – 6. (Unchanged) <u>Article 7. (Repurchase of Shares)</u> <u>The Company may, pursuant to the provisions of Article 165, Paragraph 2 of the Companies Act, repurchase its shares through means such as market transactions by a resolution of the Board of Directors.</u>
Articles <u>7.</u> – <u>39.</u> (Omitted)	Articles <u>8.</u> – <u>40.</u> (Unchanged)

Proposal 2: Election of Five (5) Directors (excluding Directors Serving as Audit and Supervisory Committee Members)

The terms of office of seven (7) Directors (excluding Directors serving as Audit and Supervisory Committee Members) of the Company currently in office shall expire at the conclusion of this General Meeting. Therefore, the election of five (5) Directors (excluding Directors serving as Audit and Supervisory Committee Members) is proposed.

In an attempt to achieve its sustainable growth and enhance medium- to long-term corporate value, the Company has decided to review the structure of the Board of Directors in order to enable it to further focus on management decision-making and supervision.

Through this structural review, we will proceed with strengthening the management supervisory functions and expediting the management decision-making process.

Accordingly, the Company seeks to reduce the number of Directors (excluding Directors serving as Audit and Supervisory Committee Members) from within the Company by three (3), while adding one (1) newly appointed Director (excluding Directors serving as Audit and Supervisory Committee Members), and therefore the election of five (5) Directors (excluding Directors serving as Audit and Supervisory Committee Members) is proposed.

Furthermore, this proposal was deliberated at the Audit and Supervisory Committee, but there were no remarks.

The candidates for Directors (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

Candidate No. 1	Daisaku FURUKI (born September 14, 1979)	Reappointment
<p>Number of shares of the Company held: 39,950,000 shares</p> <p>Attendance at meetings of Board of Directors: 20 out of 21 meetings (95.2%)</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>November 2001 Joined SANWA Estate Co., Ltd. January 2006 Established the Company President</p> <p>April 2016 Director, iApartment Co., Ltd. (presently Robot Home Co., Ltd.)</p> <p>June 2016 Director, iVacation Co., Ltd. (presently TATERU bnb, Inc.) (to present)</p> <p>May 2017 Representative Director, iApartment Co., Ltd. (presently Robot Home Co., Ltd.) (to present)</p> <p>January 2018 Director, TATERU Funding Co., Ltd. (to present)</p> <p>March 2018 Representative Director/CEO of the Company (to present)</p> <p>[Significant concurrent positions] Representative Director, Robot Home Co., Ltd. Director, TATERU bnb, Inc. Director, TATERU Funding Co., Ltd.</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has led the Company for 13 years as a founder and contributed to the growth of the Group. The Company proposes the election of this candidate because his management achievements, wide range of business knowledge and excellent leadership are necessary for the Company to restore society's trust and further enhance its corporate value.</p>

Candidate No. 2	Yusuke TAKASUGI (born November 1, 1974)	Reappointment
<p>Number of shares of the Company held: – shares</p> <p>Attendance at meetings of Board of Directors: 17 out of 17 meetings (100 %)</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>December 2004 Joined KPMG AZSA & Co. (presently KPMG AZSA LLC)</p> <p>December 2009 Registered as Certified Public Accountant</p> <p>February 2014 Joined the Company</p> <p>March 2015 Executive Officer, General Manager, Business Management Division</p> <p>May 2017 Audit & Supervisory Board Member, iApartment Co., Ltd. (presently Robot Home Co., Ltd.) (to present)</p> <p>January 2018 Audit & Supervisory Board Member, TATERU bnb, Inc. (to present)</p> <p>January 2018 Audit & Supervisory Board Member, TATERU Funding Co., Ltd. (to present)</p> <p>March 2018 Managing Director/CFO, General Manager, Business Management Division of the Company (to present)</p> <p>[Significant concurrent positions] Audit & Supervisory Board Member, Robot Home Co., Ltd. Audit & Supervisory Board Member, TATERU bnb, Inc. Audit & Supervisory Board Member, TATERU Funding Co., Ltd.</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has accumulated abundant knowledge and experience in the accounting division, and is well versed in the Company's business. The Company proposes the election of this candidate because his experience will continue to contribute to the enhancement of the Company's corporate value.</p>

Candidate No. 3	Katsuki MATSUZONO (born March 26, 1980)	Reappointment
<p>Number of shares of the Company held: – shares</p> <p>Attendance at meetings of Board of Directors: 17 out of 17 meetings (100 %)</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>September 2010 Joined PCPhase Corporation</p> <p>June 2016 Joined the Company</p> <p>March 2017 Executive Officer, General Manager, IT Business Administration Division</p> <p>May 2017 Director, iApartment Co., Ltd. (presently Robot Home Co., Ltd.) (to present)</p> <p>January 2018 Director, TATERU bnb, Inc. (to present)</p> <p>January 2018 Director, TATERU Funding Co., Ltd. (to present)</p> <p>March 2018 Managing Director/CTO, General Manager, IT Business Administration Division of the Company (to present)</p> <p>[Significant concurrent positions] Director, Robot Home Co., Ltd. Director, TATERU bnb, Inc. Director, TATERU Funding Co., Ltd.</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has accumulated abundant knowledge and experience in the IT division, and is well versed in the Company's business. The Company proposes the election of this candidate because his experience will continue to contribute to the enhancement of the Company's corporate value.</p>

Candidate No. 4	Kosuke SAEKI (born July 28, 1976)	Reappointment
Number of shares of the Company held: 50,000 shares	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>April 1995 Joined Saeki Corporation May 2003 Director, KS Ltd. July 2007 Joined the Company October 2007 Director February 2016 Managing Director, General Manager, Engineers Division (to present) November 2017 Director, Realize Asset Management Co., Ltd. (presently Invest Online, Inc.) (to present)</p> <p>[Significant concurrent positions] Director, Invest Online, Inc.</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has accumulated abundant knowledge and experience in the field of construction, and is well versed in the Company's business. The Company proposes the election of this candidate because his experience will continue to contribute to the enhancement of the Company's corporate value.</p>

Candidate No. 5	Kazuyuki FUJIMOTO (born December 13, 1954)	New appointment
Number of shares of the Company held: – shares	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>April 1977 Joined The Dowa Fire & Marine Insurance Co., Ltd. (presently Aioi Nissay Dowa Insurance Co., Ltd.) April 2007 Executive Officer, Nissay Dowa General Insurance Co., Ltd. (presently Aioi Nissay Dowa Insurance Co., Ltd.) June 2007 Director, Executive Officer, Nissay Dowa General Insurance Co., Ltd. April 2010 Executive Officer, MS&AD Insurance Group Holdings, Inc. June 2010 Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd. April 2011 Executive Officer in charge of Compliance, H.S. Insurance Co., Ltd.</p>	<p><Reasons for nomination as a candidate></p> <p>The Company proposes the election of this new candidate for Director because his deep insight in the compliance and risk management divisions will contribute to the reinforcement of the Company's compliance.</p>

(Notes)

1. Attendance at meetings of Board of Directors does not include written resolutions.
2. The numbers of shares of the Company held by the above candidates for Director are as of December 31, 2018.
3. The Company has transactions for product sales, etc., with Robot Home Co., Ltd., where Mr. Daisaku Furuki serves as Representative Director. There are no special interests between other candidates and the Company.

Proposal 3: Election of Three (3) Directors Serving as Audit and Supervisory Committee Members

The terms of office of three (3) Directors serving as Audit and Supervisory Committee Members of the Company currently in office shall expire at the conclusion of this General Meeting. Therefore, the election of three (3) Directors serving as Audit and Supervisory Committee Members is proposed.

Consent has been obtained from the Audit and Supervisory Committee on this proposal.

The candidates for Directors serving as Audit and Supervisory Committee Members are as follows.

Candidate No. 1	Takeshi OMOTO (born April 14, 1978)	Reappointment Outside Director Independent Officer
<p>Number of shares of the Company held: – shares</p> <p>Attendance at meetings of Board of Directors: 21 out of 21 meetings (100%)</p> <p>Attendance at meetings of Audit and Supervisory Committee: 13 out of 13 meetings (100%)</p> <p>Term of office as Outside Director: 2 years</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>October 2005 Admitted to the bar Joined TMI Associates</p> <p>July 2012 Established Ambitious Tokyo Law Office, Representative (to present)</p> <p>March 2015 Outside Audit & Supervisory Board Member of the Company</p> <p>April 2016 Outside Director, Child Peace Co., Ltd. (to present)</p> <p>March 2017 Outside Director serving as Audit and Supervisory Committee Member of the Company (to present)</p> <p>August 2018 Outside Audit & Supervisory Board Member, Heartcore, Inc. (to present)</p> <p>[Significant concurrent positions] Representative, Ambitious Tokyo Law Office Outside Director, Child Peace Co., Ltd. Outside Audit & Supervisory Board Member, Heartcore, Inc.</p>	<p><Reasons for nomination as a candidate></p> <p>Although the candidate does not have experience in corporate management other than through his position as outside officer, he has long been engaged in the legal practice of corporations as an attorney-at-law. The Company proposes the election of this new candidate determining that his abundant knowledge and experience will benefit its management, ensure appropriateness in the decision-making of the Board of Directors as well as contribute to the enhancement of the Company's audit and supervisory structure.</p>

Candidate No. 2	Takeshi HATA (born April 3, 1948)	Reappointment Outside Director Independent Officer
<p>Number of shares of the Company held: 2,000 shares</p> <p>Attendance at meetings of Board of Directors: 21 out of 21 meetings (100%)</p> <p>Attendance at meetings of Audit and Supervisory Committee: 13 out of 13 meetings (100%)</p> <p>Term of office as Outside Director: 2 years</p>	<p><Career summary, positions, responsibilities and significant concurrent positions></p> <p>April 1971 Joined Wako Securities Co., Ltd. (presently Mizuho Securities Co., Ltd.)</p> <p>April 1992 General Manager, Equities Department, Wako Securities Co., Ltd.</p> <p>June 1998 Director, General Manager, Sales Planning Department, Wako Securities Co., Ltd.</p> <p>April 2000 Managing Executive Officer, in charge of Corporate Customer Planning Department, Shinko Securities Co., Ltd. (presently Mizuho Securities Co., Ltd.)</p> <p>May 2001 Managing Executive Officer, General Manager, Nagoya Branch, Shinko Securities Co., Ltd.</p> <p>June 2004 Director, Senior Managing Executive Officer, General Manager, Products Division, Shinko Securities Co., Ltd.</p> <p>May 2006 President, Shinko Research Institute Co., Ltd. (presently Japan Investor Relations and Investor Support, Inc.)</p> <p>May 2007 Chairman, Shinko Research Institute Co., Ltd.</p> <p>February 2011 Audit & Supervisory Board Member, ACTCALL INC.</p> <p>August 2013 Outside Audit & Supervisory Board Member of the Company</p> <p>April 2016 Audit & Supervisory Board Member, iApartment Co., Ltd. (presently Robot Home Co., Ltd.)</p> <p>March 2017 Outside Director serving as Audit and Supervisory Committee Member of the Company (to present)</p> <p>March 2018 Outside Director, M.I.T Holdings Co., Ltd. (to present)</p> <p>[Significant concurrent positions] Outside Director, M.I.T Holdings Co., Ltd.</p>	<p><Reasons for nomination as a candidate></p> <p>The candidate has long been engaged in corporate management at entities such as securities firms. The Company proposes the election of this new candidate determining that his abundant knowledge and experience will benefit its management, ensure appropriateness in the decision-making of the Board of Directors as well as contribute to the enhancement of the Company's audit and supervisory structure.</p>

