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(Securities Code: 2181)
May 31, 2016

To all shareholders

Masamichi Mizuta,
President and Representative Director,
Temp Holdings Co., Ltd.
1-1, Yoyogi 2-chome, Shibuya-ku, Tokyo, Japan

NOTICE OF CONVOCATION OF THE 8th ORDINARY GENERAL MEETING OF SHAREHOLDERS

First and foremost, we at Temp Holdings Co., Ltd. would like to offer our deepest sympathy to all those who have suffered hardship from the 2016 Kumamoto Earthquake and hope for a speedy recovery of the affected region.

We would like to thank you for your continued sincere support.

This is to notify you that we will be holding the 8th Ordinary General Meeting of Shareholders as per the details listed below. All shareholders are encouraged to attend the meeting.

If you are unable to attend the meeting on the day, you may exercise your voting rights in writing or via the Internet, etc. (electro-magnetic method). Please review the attached reference materials, indicate your approval or disapproval for each agenda item on the enclosed voting rights exercise form, and return the form to us or enter your approval or disapproval on the Company's designated website (<http://www.evotep.jp/>) no later than 6:00 p.m., Thursday, June 16, 2016.

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| 1. Date and Time | 10:00 a.m., Friday, June 17, 2016 (Reception will open at 9:00 a.m.) |
| 2. Venue | Large Conference Room "Fuyo," 1F, Hotel Sunroute Plaza Shinjuku,
3-1, Yoyogi 2-chome, Shibuya-ku, Tokyo |
| 3. Meeting Agenda | |
| Items to be reported | <ol style="list-style-type: none">1. The Business Report, the Consolidated Financial Statements and the Reports by Accounting Auditors and the Audit & Supervisory Board on the audit results of the Consolidated Financial Statements, for the 8th term (from April 1, 2015 to March 31, 2016).2. The Non-Consolidated Financial Statements for the 8th term (from April 1, 2015 to March 31, 2016). |
| Items to be resolved | |
| Agenda 1: | Appropriation of Surplus |
| Agenda 2: | Partial Amendments to the Articles of Incorporation |
| Agenda 3: | Election of Six (6) Directors who are not Audit and Supervisory Committee Members |
| Agenda 4: | Election of Four (4) Directors who are Audit and Supervisory Committee Members |
| Agenda 5: | Determination of Remuneration of Directors who are not Audit and Supervisory Committee Members |
| Agenda 6: | Determination of Remuneration of Directors who are Audit and Supervisory Committee Members |
| 4. Instructions for Exercising Voting Rights | Please refer to the Instructions for Exercising Voting Rights (Japanese only). |

- * If you are attending the meeting, please submit the enclosed voting rights exercise form to the reception desk upon arrival.
 - * The following items are posted on the Company's website in accordance with laws, regulations and the provisions of Article 16 of the Articles of Incorporation, and not described in this convocation notice.
 - a. Notes to consolidated financial statements
 - b. Notes to non-consolidated financial statements
- Consequently, the documents attached to this convocation notice consist of part of the Consolidated Financial Statements and Non-consolidated Financial Statements that were audited by the Accounting Auditors in preparing their audit reports.
- * If any revisions are made to Reference Materials for General Meeting of Shareholders, the Business Report, Consolidated Financial Statements or Non-Consolidated Financial Statements, the revised items will be posted on the Company's website.

The Company's website: <http://www.temp-holdings.co.jp>

Reference Materials for General Meeting of Shareholders

Agenda 1: Appropriation of Surplus

Regarding the return of profits to our shareholders as a priority issue, the Company makes it a basic policy to maintain stable dividends according to the conditions of business performance, while striving to increase internal reserves and strengthening the corporate structure that enables a speedy and active expansion of business into growth fields.

Based on this basic policy, we would like to pay term-end dividends for the fiscal year under review as follows:

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount of the allocation
7 yen per share of common stock
Total amount: 1,641,515,575 yen
- (3) Effective date of distribution of surplus
June 20, 2016

Reference Information for Agenda 2 Through Agenda 6

1. Companies with an Audit and Supervisory Committee

- (1) A new form of institutional design, called a company with an audit and supervisory committee, has been established by the Act for Partial Revision of the Companies Act, which entered into force on May 1, 2015. Companies with an audit and supervisory committee have no audit & supervisory board members; instead, an audit and supervisory committee consisting of directors who are audit and supervisory committee members carries out audit and supervisory functions. External directors must form a majority on the audit and supervisory committee. Companies with an audit and supervisory committee could be said to have a stronger supervisory function in regard to persons who execute business (“executives”), because directors who are audit and supervisory committee members also have voting rights at meetings of the board of directors and because, in their capacity as members of the audit and supervisory committee, directors who are audit and supervisory committee members have the authority to express their views at general meetings of shareholders concerning the election, dismissal, and remuneration of directors who are not audit and supervisory committee members.
- (2) If the articles of incorporation of a company with an audit and supervisory committee contain a provision stating that the company may delegate decisions regarding execution of important operations to a director by resolution of the board of directors, it may delegate decisions regarding execution of important operations to a director. As well as enabling the board of directors to focus greater attention on the supervision of the execution of operations, this can be expected to facilitate faster decision-making and more flexible execution of operations by executives.

2. Reason for the Transition to a Company with an Audit and Supervisory Committee

By transitioning to a company with an audit and supervisory committee with the aforementioned features, the Company aims to improve the soundness and transparency of its management, put in place systems for swifter decision-making and more flexible execution of operations, and further increase corporate value.

Agenda 2: Partial Amendments to the Articles of Incorporation

(1) Reason for the Proposal

- 1) To transition to a company with an audit and supervisory committee, it is required to make the necessary amendments to the Articles of Incorporation. Accordingly, the Company will establish new provisions concerning the Audit and Supervisory Committee and Audit and Supervisory Committee Members, and delete provisions concerning Audit & Supervisory Board Members and the Audit & Supervisory Board, as required for the transition to a company with an audit and supervisory committee.
- 2) To add new provisions and make changes to existing provisions to enable suitable fulfillment of expected roles by company officers following changes in the scope of company officers with whom the Company may enter into limited liability agreements brought about by revisions to the Companies Act. The agreement of each Audit & Supervisory Board Member has been obtained regarding the changes to allow the Company to enter into limited liability agreements with Directors who do not execute business and the changes that allow the Company to grant partial immunity to liability of Directors who do not carry that liability based on a resolution by the Board of Directors. In addition, to establish a new supplementary provision detailing transitional measures, due to the deletion of the provision concerning the exemption of Audit & Supervisory Board Members from liability.
- 3) To add provisions concerning an Accounting Auditor, in accordance with the Companies Act.
- 4) To adjust the article numbers accordingly due to the establishment or deletion of other provisions.

The amendments to the Articles of Incorporation related to this agenda takes effect at the conclusion of this General Meeting of Shareholders.

(2) Details of the proposed amendments

Details of the proposed amendments to the Articles of Incorporation are as follows:

(Underlined portions are amended)

Current Articles of Incorporation	Proposed Articles of Incorporation
Article 1 ~ Article 3 (Omitted)	Article 1 ~ Article 3 (Unchanged)
Article 4 (Governing Bodies)	Article 4 (Governing Bodies)
The Company shall have the following governing bodies in addition to general meetings of shareholders and Directors.	The Company shall have the following governing bodies in addition to general meetings of shareholders and Directors.
(1) Board of Directors	(1) Board of Directors
(2) <u>Audit & Supervisory Board Members</u>	(2) <u>Audit and Supervisory Committee</u>
(3) <u>Audit & Supervisory Board</u>	<u>(Deleted)</u>
(4) Accounting Auditor	<u>(3) Accounting Auditor</u>
Article 5 ~ Article 18 (Omitted)	Article 5 ~ Article 18 (Unchanged)
Article 19 (Number of Directors)	Article 19 (Number of Directors)
The Company shall have no more than ten (10) <u>Directors</u> .	The Company shall have no more than ten (10) <u>Directors other than Directors who are Audit and Supervisory Committee Members of the Company (“Directors who are not Audit and Supervisory Committee Members”)</u> .
	<u>2. The Company shall have no more than five (5) Directors who are Audit and Supervisory Committee Members.</u>
(Newly established)	
Article 20 (Method of Election of Directors)	Article 20 (Method of Election of Directors)
Directors shall be elected at a general meeting of shareholders.	Directors shall be elected at a general meeting of shareholders.
(Newly established)	<u>2. Election of Directors pursuant to the preceding paragraph shall be made while making a distinction between Directors who are Audit and Supervisory Committee Members and other Directors.</u>
<u>2. ~ 3.</u>	<u>3. ~ 4.</u>
(Omitted)	(Unchanged)
(Newly established)	<u>Article 21 (Method of Dismissal of Directors)</u>
	<u>Directors may be dismissed at a general meeting of shareholders.</u>

Current Articles of Incorporation	Proposed Articles of Incorporation
(Newly established)	<u>2. A resolution of dismissal of a Director who is not an Audit and Supervisory Committee Member shall be made by the quorum of shareholders holding a majority of the voting rights held by all of the shareholders entitled to exercise their voting rights being present at the relevant general meeting of shareholders, and by the resolution of a majority vote of the voting rights of such present shareholders.</u>
(Newly established)	<u>3. A resolution of dismissal of a Director who is an Audit and Supervisory Committee Member shall be made by the quorum of shareholders holding a majority of the voting rights held by all of the shareholders entitled to exercise their voting rights being present at the relevant general meeting of shareholders, and by the resolution of two-thirds (2/3) vote of the voting rights of such present shareholders.</u>
Article <u>21</u> (Tenure of Office of Directors)	Article <u>22</u> (Tenure of Office of Directors)
The tenure of office of a Director shall expire at the conclusion of the ordinary general meeting of shareholders pertaining to the last business year ending within one (1) year after the Director’s election.	The tenure of office of a Director <u>who is not an Audit and Supervisory Committee Member</u> shall expire at the conclusion of the ordinary general meeting of shareholders pertaining to the last business year ending within one (1) year after the Director’s election.
(Newly established)	<u>2. The tenure of office of a Director who is an Audit and Supervisory Committee Member shall expire at the conclusion of the ordinary general meeting of shareholders pertaining to the last business year ending within two (2) years after the Director’s election.</u>
<u>2. The tenure of office of the Director who is elected due to an increase in the number of Directors or as a substitute shall be the remaining tenure of office of the other Directors then in office.</u>	<u>3. The tenure of office of the Director elected as a substitute for another Director who retired before the expiration of his/her tenure of office shall be the remaining tenure of office of the predecessor.</u>
Article <u>22</u> (Representative Director(s) and Directors with Special Titles)	Article <u>23</u> (Representative Director(s) and Directors with Special Titles)
The Board of Directors shall by its resolution appoint Representative Director(s).	The Board of Directors shall by its resolution appoint Representative Director(s) <u>among Directors who are not Audit and Supervisory Committee Members.</u>
2. The Board of Directors may by its resolution appoint a Chairman and Director, a President and Director, Vice-President and Director(s), Senior Executive Managing Director(s) and Executive Managing Director(s).	2. The Board of Directors may by its resolution appoint a Chairman and Director, a President and Director, Vice-President and Director(s), Senior Executive Managing Director(s) and Executive Managing Director(s) <u>among Directors who are not Audit and Supervisory Committee Members.</u>
Article <u>23</u> (Person Authorized to Convene Meetings of Board of Directors and Chairperson Thereof)	Article <u>24</u> (Person Authorized to Convene Meetings of Board of Directors and Chairperson Thereof)
1. ~ 2. (Omitted)	1. ~ 2. (Unchanged)
(Newly established)	<u>3. Notwithstanding the provisions of the preceding two paragraphs, an Audit and Supervisory Committee Member appointed by the Audit and Supervisory Committee may convene a meeting of the Board of Directors.</u>
Article <u>24</u> (Convocation Notice regarding Meetings of Board of Directors)	Article <u>25</u> (Convocation Notice regarding Meetings of Board of Directors)
A convocation notice regarding a meeting of the Board of Directors shall be dispatched to each Director <u>and each Audit & Supervisory Board Member</u> no later than three (3) days prior to the date of such meeting; provided, however, that such period may be shortened in the case of urgent necessity.	A convocation notice regarding a meeting of the Board of Directors shall be dispatched to each Director no later than three (3) days prior to the date of such meeting; provided, however, that such period may be shortened in the case of urgent necessity.

Current Articles of Incorporation	Proposed Articles of Incorporation
<p>2. A meeting of the Board of Directors may be held without following the convocation process if so agreed by all the Directors and <u>Audit & Supervisory Board Members</u>.</p>	<p>2. A meeting of the Board of Directors may be held without following the convocation process if so agreed by all the Directors.</p>
<p>Article <u>25</u> (Omitted) (Newly established)</p>	<p>Article <u>26</u> (Unchanged) <u>Article 27 (Delegation of Decision of Execution of Important Operations)</u></p>
<p>Article <u>26</u> (Omitted) Article <u>27</u> (Remunerations, etc.) (Omitted) (Newly established)</p>	<p><u>The Company may delegate all or part of decisions regarding execution of important operations (excluding the matters set forth in items of Article 399-13, Paragraph 5 of the Companies Act) to a Director by resolution of the Board of Directors.</u></p> <p>Article <u>28</u> (Unchanged) Article <u>29</u> (Remunerations, etc.) (Unchanged)</p>
<p>Article <u>28</u> (Exemption from Liability of Directors) (Newly established)</p>	<p><u>2. Concerning the matter prescribed in the above paragraph, a distinction must be made between Directors who are Audit and Supervisory Committee Members and other Directors.</u></p> <p>Article <u>30</u> (Exemption from Liability of Directors) <u>Pursuant to the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt Directors (including former Directors) from their liability for damages arising from their failure to perform their duties to the extent prescribed by laws and regulations.</u></p>
<p>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>External Directors</u> to the effect that their liability for damages arising from their failure to perform their duties shall be limited; provided, however, that the limit of the liability under such agreements shall be the amount not less than one (1) million yen determined in advance or the minimum liability amount prescribed by laws and regulations, whichever is higher.</p>	<p><u>2. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with Directors (excluding Directors who are executive directors, etc.) to the effect that their liability for damages arising from their failure to perform their duties shall be limited; provided, however, that the limit of the liability under such agreements shall be the amount not less than one (1) million yen determined in advance or the minimum liability amount prescribed by laws and regulations, whichever is higher.</u></p>
<p style="text-align: center;">CHAPTER V <u>Audit & Supervisory Board Members and Audit & Supervisory Board</u></p>	<p style="text-align: center;">CHAPTER V <u>Audit and Supervisory Committee</u></p>
<p><u>Article 29 (Number of Audit & Supervisory Board Members)</u></p>	<p>(Deleted)</p>
<p><u>The Company shall have no more than five (5) Audit & Supervisory Board Members.</u></p>	
<p><u>Article 30 (Method of Election of Audit & Supervisory Board Members)</u></p>	<p>(Deleted)</p>
<p><u>An Audit & Supervisory Board Member shall be elected at a general meeting of shareholders.</u></p>	
<p><u>2. Election of an Audit & Supervisory Board Member of the Company shall be made by the quorum of shareholders holding one-third (1/3) or more of the voting rights held by all of the shareholders entitled to exercise their voting rights being present at the relevant general meeting of shareholders, and by the resolution of a majority vote of the voting rights of such present shareholders.</u></p>	<p>(Deleted)</p>
<p><u>Article 31 (Tenure of Office of Audit & Supervisory Board Members)</u></p>	<p>(Deleted)</p>

Current Articles of Incorporation	Proposed Articles of Incorporation
<p><u>The tenure of office of an Audit & Supervisory Board Member shall expire at the conclusion of the ordinary general meeting of shareholders pertaining to the last business year ending within four (4) years after the Audit & Supervisory Board Member's election.</u></p> <p><u>2. The tenure of office of the Audit & Supervisory Board Member elected as a substitute for another Audit & Supervisory Board Member who retired before the expiration of his/her tenure of office shall be the remaining tenure of office of the predecessor.</u></p> <p>Article <u>32</u> (Full-time <u>Audit & Supervisory Board Member</u>)</p> <p>The <u>Audit & Supervisory Board</u> shall appoint full-time <u>Audit & Supervisory Board Member(s)</u> by its resolution.</p> <p>Article <u>33</u> (Convocation Notice regarding Meeting of <u>Audit & Supervisory Board</u>)</p> <p>A convocation notice regarding a meeting of the <u>Audit & Supervisory Board</u> shall be dispatched to each <u>Audit & Supervisory Board Member</u> no later than three (3) days prior to the date of such meeting; provided, however, that such period may be shortened in the case of urgent necessity.</p> <p>2. A meeting of the <u>Audit & Supervisory Board</u> may be held without carrying out the convocation procedure upon the consent of all the <u>Audit & Supervisory Board Members</u>.</p> <p>Article <u>34</u> (<u>Regulations of Audit & Supervisory Board</u>)</p> <p>Particulars relating to the <u>Audit & Supervisory Board</u>, except the matters specified by laws and regulations or these Articles of Incorporation, shall be governed by the <u>Regulations of Audit & Supervisory Board</u> established by the <u>Audit & Supervisory Board</u>.</p> <p><u>Article 35 (Remunerations, etc.)</u></p> <p><u>Remuneration, etc. for Audit & Supervisory Board Members shall be determined by resolution of a general meeting of shareholders.</u></p> <p><u>Article 36 (Exemption from Liability of Audit & Supervisory Board Members)</u></p> <p><u>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with External Audit & Supervisory Board Members to the effect that their liability for damages arising from their failure to perform their duties shall be limited; provided, however, that the limit of the liability under such agreements shall be the amount not less than one (1) million yen determined in advance or the minimum liability amount prescribed by laws and regulations, whichever is higher.</u></p> <p>(Newly established)</p> <p>(Newly established)</p>	<p>Article <u>31</u> (Full-time <u>Audit and Supervisory Committee Member</u>)</p> <p>The <u>Audit and Supervisory Committee</u> shall appoint full-time <u>Audit and Supervisory Committee Member(s)</u> by its resolution.</p> <p>Article <u>32</u> (Convocation Notice regarding Meeting of <u>Audit and Supervisory Committee</u>)</p> <p>A convocation notice regarding a meeting of the <u>Audit and Supervisory Committee</u> shall be dispatched to each <u>Audit and Supervisory Committee Member</u> no later than three (3) days prior to the date of such meeting; provided, however, that such period may be shortened in the case of urgent necessity.</p> <p>2. A meeting of the <u>Audit and Supervisory Committee</u> may be held without carrying out the convocation procedure upon the consent of all the <u>Audit and Supervisory Committee Members</u>.</p> <p>Article <u>33</u> (<u>Rules of Audit and Supervisory Committee</u>)</p> <p>Particulars relating to the <u>Audit and Supervisory Committee</u>, except the matters specified by laws and regulations or these Articles of Incorporation, shall be governed by the <u>Rules of Audit and Supervisory Committee</u> established by the <u>Audit and Supervisory Committee</u>.</p> <p>(Deleted)</p> <p>(Deleted)</p> <p><u>CHAPTER VI</u> <u>Accounting Auditor</u></p> <p>Article <u>34</u> (<u>Election of Accounting Auditor</u>)</p> <p><u>An Accounting Auditor shall be elected by resolution of a general meeting of shareholders.</u></p>

Current Articles of Incorporation	Proposed Articles of Incorporation
(Newly established)	<u>Article 35 (Tenure of Office of Accounting Auditors)</u> <u>The tenure of office of an Accounting Auditor shall expire at the conclusion of the ordinary general meeting of shareholders pertaining to the last business year ending within one (1) year after the Accounting Auditor’s election.</u>
(Newly established)	<u>2. Unless otherwise resolved at the ordinary general meeting of shareholders set forth in the preceding paragraph, an Accounting Auditor shall be deemed to have been re-appointed at such ordinary general meeting of shareholders.</u>
(Newly established)	<u>Article 36 (Remunerations, etc. of Accounting Auditors)</u> <u>Remuneration, etc. for Accounting Auditors shall be determined by the Director(s) with consent of the Audit and Supervisory Committee.</u>
CHAPTER <u>VI</u> Accounts	CHAPTER <u>VII</u> Accounts
Article 37 ~ Article 41 (Omitted)	Article 37 ~ Article 41 (Unchanged)
(Newly established)	<u>Supplementary Provision</u> <u>Article 1 (Transitional Measures for Exemption from Liability of External Audit & Supervisory Board Member before Change into Company with Audit and Supervisory Committee)</u> <u>The Company may, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, enter into an agreement to limit the liability for damages of Outside Audit & Supervisory Board Members (including persons who had been Audit & Supervisory Board Members) in relation to conduct of Article 423, Paragraph 1 of the Companies Act carried out before the partial amendments to the Articles of Incorporation resolved at the 8th Ordinary General Meeting of Shareholders became effective.</u>

Agenda 3: Election of Six (6) Directors who are not Audit and Supervisory Committee Members

The Company plans to make the transition to a company with audit and supervisory committee once Agenda 2 “Partial Amendments to the Articles of Incorporation” is approved as proposed. At that point in time, the terms of office of all six (6) current Directors will expire.

Accordingly, the Company requests the election of six (6) Directors who are not Audit and Supervisory Committee Members. This agenda may only take effect on the condition that Agenda 2 “Partial Amendments to the Articles of Incorporation” becomes effective.

The candidates for Directors who are not Audit and Supervisory Committee Members are as follows:

No.	Name (Date of Birth)	Brief personal record, position, business in charge in the Company and important concurrent posts	Number of the Company’s Shares Held
1 Reappointed	Masamichi Mizuta (June 13, 1959)	Apr. 1984 Joined Recruit Co., Ltd. Jul. 1988 Joined Tempstaff Co., Ltd. Oct. 2008 Executive Managing Director of the Company General Manager, Group Sales Division Aug. 2009 Executive Managing Director of the Company General Manager, Group Growth Strategy Division Jun. 2010 Vice-President & Director of the Company General Manager, Group Growth Strategy Division Jun. 2012 Vice-President & Representative Director of the Company General Manager, Group Growth Strategy Division Jun. 2013 President & Representative Director of the Company General Manager, Group Growth Strategy Division Jul. 2014 President & Representative Director of the Company General Manager, Group Management Division Apr. 2015 President & Representative Director of the Company (current position) (Important concurrent posts) Director of Tempstaff Co., Ltd. Director of Intelligence, Ltd. Director of Intelligence Business Solutions, Ltd. Director of JAPAN TECSEED CO.,LTD.	418,000

No.	Name (Date of Birth)	Brief personal record, position, business in charge in the Company and important concurrent posts	Number of the Company's Shares Held
2 Reappointed	Hirotoishi Takahashi (April 26, 1969)	<p>Apr. 1995 Joined Intelligence, Ltd.</p> <p>Dec. 2008 Representative Director & Chief Executive Officer of Intelligence, Ltd.</p> <p>Apr. 2012 Representative Director of Intelligence Holdings, Ltd.</p> <p>Jun. 2013 Vice-President & Director of the Company General Manager, Media and Career-related Business (Intelligence Group)</p> <p>Jan. 2014 Vice-President & Director of the Company General Manager, Media and Career-related Business (Intelligence Group) General Manager, Group Corporate Strategy Division</p> <p>Apr. 2014 Vice-President & Director of the Company General Manager, Group Corporate Strategy Division</p> <p>Apr. 2015 Vice Chairman and Executive Officer of the Company (Responsible for Recruitment Segment, Corporate Strategy, and Human Resources)</p> <p>Apr. 2016 Vice Chairman of the Company (Responsible for Corporate Strategy and Human Resources) (current position)</p> <p>(Important concurrent posts) Director of Intelligence, Ltd. Director of Tempstaff Co., Ltd. Director of Intelligence Business Solutions, Ltd. Director of JAPAN TECSEED CO.,LTD.</p>	97,100

No.	Name (Date of Birth)	Brief personal record, position, business in charge in the Company and important concurrent posts	Number of the Company's Shares Held
3 <div style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointed</div>	Takao Wada (November 25, 1962)	Feb. 1988 Joined Sparrow Japan Sep. 1991 Joined Tempstaff Co., Ltd. Oct. 2008 Director of the Company General Manager, Group Operations & IT Division Aug. 2009 Director of the Company General Manager, Group Operations & IT Strategy Division Apr. 2011 Director of the Company General Manager, Group Outsourcing Strategy Division Jan. 2014 Director of the Company General Manager, Group Outsourcing Strategy Division General Manager, Group Human Resources Division Apr. 2014 Director of the Company General Manager, Group Human Resources Division Apr. 2015 Director and Executive Officer of the Company (Responsible for Temporary Staffing Segment, BPO Segment, and Sales Strategy) Apr. 2016 Director and Executive Officer of the Company (Responsible for Sales, General Manager of Temporary Staffing Segment and BPO Segment) (current position) (Important concurrent posts) President and Representative Director of Tempstaff Co., Ltd.	110,900

No.	Name (Date of Birth)	Brief personal record, position, business in charge in the Company and important concurrent posts	Number of the Company's Shares Held
<p style="text-align: center;">4</p> <div style="border: 1px solid black; padding: 2px; width: fit-content; margin: 0 auto;">Newly appointed</div>	<p style="text-align: center;">Toshihiro Ozawa (April 3, 1965)</p>	<p>Apr. 1990 Joined NTT Data Communications Systems Corporation (now NTT Data Corporation)</p> <p>Jun. 2000 Executive Director of Operations, Nippon Outsourcing Corporation</p> <p>Aug. 2001 Joined CIS, Ltd. (now Sony Global Solutions Inc.)</p> <p>Apr. 2002 Executive Officer of CIS, Ltd.</p> <p>Oct. 2005 Joined Sanyo Electric Co., Ltd. General Manager, IT Systems Business Division of Sanyo Electric Co., Ltd.</p> <p>Jan. 2008 Joined Intelligence, Ltd.</p> <p>Dec. 2008 Representative Director of Intelligence Business Solutions, Ltd.</p> <p>Jul. 2011 Director and Managing Executive Officer</p> <p>Apr. 2012 Director and Senior Managing Executive Officer of Intelligence, Ltd.</p> <p>Jan. 2014 General Manager, ITO Segment of the Company</p> <p>Apr. 2014 General Manager, Group BI Division of the Company</p> <p>Apr. 2015 Executive Officer (responsible for ITO Segment and Information Systems) of the Company</p> <p>Apr. 2016 Executive Officer (responsible for Information Systems and General Affairs) of the Company</p> <p>May 2016 Executive Officer (responsible for Group Function Supervising Division, Information Systems and General Affairs) of the Company (current position)</p> <p>(Important concurrent posts) None</p>	<p style="text-align: center;">200</p>

No.	Name (Date of Birth)	Brief personal record, position, business in charge in the Company and important concurrent posts	Number of the Company's Shares Held
5 Newly appointed	Kiyoshi Seki (December 11, 1964)	Apr. 1987 Joined Yamaichi Securities Co., Ltd. Jan. 1989 Joined Chuo Coopers and Lybrand Consulting Co., Ltd. Jan. 1993 Joined K&Company Inc. Jun. 2014 Joined KPMG Consulting Co., Ltd. Apr. 2015 Joined the Company Executive Officer (responsible for Financing) (current position) Managing Director of Tempstaff Co., Ltd. Apr. 2016 Director and Senior Managing Executive Officer of Tempstaff Co., Ltd. (current position) (Important concurrent posts) Director and Senior Managing Executive Officer of Tempstaff Co., Ltd.	—
6 Reappointed Candidate for External Director	Carl T. Camden (November 20, 1954)	Apr. 1995 Joined Kelly Services, Inc. Senior Vice-President in charge of corporate marketing Feb. 2006 President, Chief Executive Officer and Director of Kelly Services, Inc. (current position) Oct. 2008 External Director of the Company (current position) (Important concurrent post) President, Chief Executive Officer and Director of Kelly Services, Inc.	—

- Notes: 1. Masamichi Mizuta has been contributing to the improvement of the Company's corporate value such as through overseeing the Group management as the President and Representative Director of the Company since June 2013, and playing a driving role in global development by leveraging his experience and insight accumulated over many years in the human resources business industry. The Company appointed him as a candidate for Director based on the conclusion that he can be expected to continue to fulfill his duties as a Director who is not an Audit and Supervisory Committee Member of the Company in light of his past record.
2. Hirotoishi Takahashi has been contributing to the improvement of the Company's corporate value such as through polishing his hand at management as Representative Director & Chief Executive Officer of Intelligence, Ltd. from December 2008, and playing a secondary role in overseeing the Group management as Vice-President and Director of the Company since June 2013 by leveraging his experience and insight accumulated over many years in the human resources business industry. The Company appointed him as a candidate for Director based on the conclusion that he can be expected to continue to fulfill his duties as a Director who is not an Audit and Supervisory Committee Member of the Company in light of his past record.
3. Takao Wada has been contributing to the expansion and improvement of the temporary staffing business, by engaging in management as a Director of the Company since October 2008 by leveraging his experience and insight accumulated over many years in the temporary staffing business the mainstay business of the Group. The Company appointed him as a candidate for Director based on the conclusion that he can be expected to continue to fulfill his duties as a Director who is not an Audit and Supervisory Committee Member of the Company in light of his past record.
4. Toshihiro Ozawa has been proactively providing suggestions from the point of view of the Company's management first through his engagement in management as a Representative Director of Intelligence Business Solutions Ltd. since December 2008 and then as Executive Officer of the Country from April 2015 by leveraging his experience and insight accumulated over many years in the IT Systems business. The Company appointed him as a candidate for Director based on the conclusion that he can be expected to fulfill his duties as a Director who is not an Audit and Supervisory Committee Member of the Company in light of his past record.
5. Kiyoshi Seki has been proactively providing suggestions from the point of view of the Company's management since his appointment as Executive Officer of the Company in April 2015 by leveraging his experience and insight accumulated over many years in the area of finance and accounting. The Company appointed him as a candidate for Director based on the conclusion that he can be expected to fulfill his duties as a Director who is not an Audit and Supervisory Committee Member of the Company in light of his past record.
6. Carl T. Camden is President, Chief Executive Officer and Director of Kelly Services, Inc. The Company's consolidated subsidiaries and Kelly Services, Inc. conduct the same type of operations in the temporary staffing, placement and related fields. The Company and Kelly Services, Inc. have signed a global sales and marketing agreement on September 9, 2010, and a joint venture agreement on April 11, 2016. The Company's consolidated

subsidiaries and Kelly Services, Inc. have signed a joint venture agreement in regard to the business in North Asia on July 24, 2012.

7. There is no special interest between the other candidates and the Company.
8. Carl T. Camden is a candidate for External Director.
9. The Company appointed Carl T. Camden as a candidate for External Director based on the conclusion that he can provide the Company with precious suggestions concerning its overall management from a broad viewpoint by leveraging his extensive experience and knowledge as a corporate executive in the human resource service industry.
10. Carl T. Camden is now External Director of the Company, and his term of office as External Director will be seven (7) years and eight (8) months at the close of this General Meeting of Shareholders.
11. The Company has entered into agreements with Carl T. Camden to limit his liability for damages to the higher of either 1.0 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. If his reappointment is approved, the Company will continue the said limited liability agreement with him.

Agenda 4: Election of Four (4) Directors who are Audit and Supervisory Committee Members

The Company plans to make the transition to a company with audit and supervisory committee once Agenda 2 “Partial Amendments to the Articles of Incorporation” is approved as proposed.

Accordingly, the Company requests the election of four (4) Directors who are Audit and Supervisory Committee Members. This agenda may only take effect on the condition that Agenda 2 “Partial Amendments to the Articles of Incorporation” becomes effective.

The Audit & Supervisory Board has already given its consent to this agenda.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

No.	Name (Date of Birth)	Brief personal record, position and business in charge in the Company (Important concurrent posts)	Number of the Company’s Shares Held
1 Newly appointed	Hiroshi Shimazaki (October 13, 1956)	<p>Apr. 1980 Joined Taiyo-Kobe Bank Limited (now Sumitomo Mitsui Banking Corporation)</p> <p>Apr. 2003 Manager of Suwa Branch of Sumitomo Mitsui Banking Corporation</p> <p>Apr. 2005 Manager of Gyotoku Branch of Sumitomo Mitsui Banking Corporation</p> <p>Nov. 2006 Joined Tempstaff Co., Ltd. Head attached to Higashi-Nihon Sales Division</p> <p>Apr. 2007 Head of Administrative Department of Tempstaff Co., Ltd.</p> <p>Oct. 2008 Head of Group Administrative Department of the Company</p> <p>Oct. 2010 Head of Group Financial Department of the Company</p> <p>Jun. 2012 Full-time Audit & Supervisory Board Member of the Company (current position)</p> <p>Jun. 2012 Audit & Supervisory Board Member of Tempstaff Co., Ltd. (current position)</p> <p>Apr. 2015 Auditor of Intelligence, Ltd. (current position)</p> <p>Apr. 2016 Auditor of Intelligence Business Solutions, Ltd. (current position)</p> <p>Apr. 2016 Auditor of JAPAN TECSEED CO., LTD. (current position)</p> <p>(Important concurrent posts) Director of Tempstaff Co., Ltd. Auditor of Intelligence, Ltd. Auditor of Intelligence Business Solutions, Ltd. Auditor of JAPAN TECSEED CO., LTD.</p>	800

No.	Name (Date of Birth)	Brief personal record, position and business in charge in the Company (Important concurrent posts)	Number of the Company's Shares Held
2 Newly appointed Candidate for External Director	Ryosuke Tamakoshi (July 10, 1947)	<p>May 1970 Joined The Sanwa Bank, Limited (now The Bank of Tokyo-Mitsubishi UFJ, Ltd.)</p> <p>Oct. 1996 General Manager, International Finance Department of The Sanwa Bank, Limited</p> <p>May 1997 General Manager, International Department of The Sanwa Bank, Limited</p> <p>Jun. 1997 Director of The Sanwa Bank, Limited</p> <p>Jun. 1999 Managing Executive Officer of The Sanwa Bank, Limited</p> <p>Jan. 2002 Senior Managing Executive Officer of UFJ Bank Limited (now The Bank of Tokyo-Mitsubishi UFJ, Ltd.)</p> <p>May 2002 Deputy President and Executive Officer of UFJ Bank</p> <p>Jun. 2002 Deputy President, Representative Director, and Executive Officer of UFJ Bank</p> <p>May 2004 Chairman and Director of UFJ Bank</p> <p>Jan. 2006 Deputy Chairman and Director of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</p> <p>Jun. 2010 External Audit & Supervisory Board Member of the Company (current position) Senior Advisor of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (current position)</p> <p>Jul. 2012 Director of Morgan Stanley (current position)</p> <p>(Important concurrent posts) Senior Advisor of The Bank of Tokyo-Mitsubishi UFJ, Ltd. Director of Morgan Stanley</p>	—
3 Newly appointed Candidate for External Director	Naoshige Shindo (January 31, 1948)	<p>May 1970 Joined Kirin Brewery Company, Limited</p> <p>Aug. 1975 Joined Chuo Accounting Office</p> <p>Mar. 1979 Registered as a Certified Public Accountant</p> <p>Jun. 1988 Representative Partner of Chuo Accounting Office</p> <p>Mar. 2005 Registered as a Certified Tax Accountant</p> <p>Jul. 2007 Joined A&A Partners Representative Partner</p> <p>Jun. 2008 Outside Audit & Supervisory Board Member of Nippon Chemiphar Co., Ltd. (current position)</p> <p>Sep. 2012 Chief Executive Partner of A&A Partners</p> <p>Jun. 2013 External Audit & Supervisory Board Member of the Company (current position)</p> <p>(Important concurrent posts) Outside Audit & Supervisory Board Member of Nippon Chemiphar Co., Ltd.</p>	—

No.	Name (Date of Birth)	Brief personal record, position and business in charge in the Company (Important concurrent posts)	Number of the Company's Shares Held
4	Naohiro Nishiguchi (February 14, 1962)	Apr. 1986 Joined The Long-Term Credit Bank of Japan, Limited Mar. 1998 Joined The World Bank Group Nov. 2001 Joined Mercer LLC Representative Managing Director of Mercer Japan Ltd. Nov. 2009 Joined Innovation Network Corporation of Japan Executive Managing Director of Innovation Network Corporation of Japan Jan. 2014 Established Japan Innovation Network Executive Managing Director of Japan Innovation Network (current position) Jun. 2015 Established Japan Bosai Platform President of Japan Bosai Platform (current position) (Important concurrent posts) Executive Managing Director of Japan Innovation Network President of Japan Bosai Platform	—
Newly appointed Candidate for External Director			

- Notes: 1. Hiroshi Shimazaki has been contributing to the improvement of the Company's corporate governance as a full-time Audit & Supervisory Board Member since June 2012 by leveraging his experience acquired over many years through his involvement at financial institutions and his extensive insight in general affairs and financial affairs. The Company appointed him as a candidate for Director who is an Audit and Supervisory Committee Member based on the conclusion that he can be expected to fulfill his duties as a Director who is an Audit and Supervisory Committee Member of the Company in light of his past record.
2. Ryosuke Tamakoshi, Naoshige Shindo, and Naohiro Nishiguchi are candidates for External Director.
3. The Company appointed Ryosuke Tamakoshi as a candidate for External Director based on the conclusion that he can leverage his wealth of experience and extensive global insight acquired over many years as a senior manager at financial institutions in the management of the Company.
4. The Company appointed Naoshige Shindo as a candidate for External Director based on the conclusion that as he has been leveraging both his advanced expertise as a certified public accountant and certified tax accountant and his deep insight based on practical experience in the management of the Company, to proactively provide opinions and suggestions as External Director since June 2013, the Company can expect to continue to benefit from his contribution toward improving the corporate governance, etc. of the Company.
5. The Company appointed Naohiro Nishiguchi as a candidate for External Director based on the conclusion that he can leverage his wealth of experience and extensive global insight acquired as a senior manager in the management of the Company.
6. Ryosuke Tamakoshi is Senior Advisor of The Bank of Tokyo-Mitsubishi UFJ, Ltd., a company that has a business relationship with the Company.
7. There are no special interests between the Company and Hiroshi Shimazaki, Naoshige Shindo, and Naohiro Nishiguchi.
8. Ryosuke Tamakoshi and Naoshige Shindo are currently External Audit & Supervisory Board Members of the Company. At the conclusion of this General Meeting of Shareholders, the aforementioned two (2) Audit & Supervisory Board Members of the Company will have held their posts for six (6) years in the case of Ryosuke Tamakoshi, and three (3) years in the case of Naoshige Shindo.
9. If the elections of Hiroshi Shimazaki, Ryosuke Tamakoshi, Naoshige Shindo, and Naohiro Nishiguchi in this agenda are approved, the Company intends to enter into limited liability agreements with them to limit their respective liability to the higher of either 1.0 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.
10. The Company has reported Naoshige Shindo's designation as independent director to the Tokyo Stock Exchange and, if he is elected, intends to report this designation to the exchange once more. If Naohiro Nishiguchi is elected, the Company also intends to report his designation as independent director.

Agenda 5: Determination of Remuneration of Directors who are not Audit and Supervisory Committee Members

The amount of remuneration for Directors of the Company has been no more than 500 million yen annually (of which, the remuneration for External Directors has been no more than 30 million yen annually) since a resolution was taken to set it at this level at the 1st Ordinary General Meeting of Shareholders held on June 25, 2009. On the condition that Agenda 2 “Partial Amendments to the Articles of Incorporation” is approved, the Company will transition to a company with an audit and supervisory committee, so it will be necessary to abolish the current limit for remuneration of Directors and to decide on a new limit for the remuneration to be provided to Directors who are not Audit and Supervisory Committee Members after the transition, in accordance with the provisions of Article 361, Paragraphs 1 and 2 of the Companies Act.

In consideration of such factors as the limit for the remuneration provided to Directors to date and the present economic climate, the Company would like you to set the remuneration limit at no more than 500 million yen annually (of which, the remuneration for External Directors is to be no more than 30 million yen annually).

The Company also proposes that the amount of remuneration for Directors who are not Audit and Supervisory Committee Members should exclude the employee salaries of Directors who serve concurrently as employees.

There are currently six (6) Directors (of whom one (1) is an External Director) and the number of Directors who are not Audit and Supervisory Committee Members that are the subject of this agenda will be six (6) (of whom one (1) will be an External Director) if Agenda 2 and Agenda 3 are approved as originally proposed.

This agenda may only take effect on the condition that the amendments to the Articles of Incorporation that are the subject of Agenda 2 become effective.

Agenda 6: Determination of Remuneration of Directors who are Audit and Supervisory Committee Members

On the condition that Agenda 2 “Partial Amendments to the Articles of Incorporation” is approved, the Company will transition to a company with an audit and supervisory committee, so Directors who are Audit and Supervisory Committee Members will participate in resolutions of the Board of Directors as Directors and supervise the execution of duties by other Directors, in addition to carrying out the auditing duties that Audit & Supervisory Board Members have carried out until now. Accordingly, to set their remuneration at a level commensurate with their duties, we would like you to set the remuneration limit for Directors who are Audit and Supervisory Committee Members at no more than 100 million yen annually.

The number of Directors who are Audit and Supervisory Committee Members that are the subject of this agenda will be four (4) if Agenda 2 and Agenda 4 are approved as originally proposed.

This agenda may only take effect on the condition that the amendments to the Articles of Incorporation that are the subject of Agenda 2 become effective.