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(Stock Exchange Code 4994)
June 1, 2015

To Shareholders with Voting Rights:

Yoshinari Kimura
President
Taisei Lamick Co., Ltd.
873-1 Shimo-Ohsaki,
Shiraoka, Saitama, Japan

**NOTICE OF
THE 50TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are cordially invited to attend the 50th Annual General Meeting of Shareholders of Taisei Lamick Co., Ltd. (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 by submitting the Voting Rights Exercise Form. Please review the attached Reference Documents for the General Meeting of Shareholders, and return the Voting Rights Exercise Form so that it is received by 5:30 p.m. on Tuesday, June 16, 2015, Japan time.

- 1. Date and Time:** Wednesday, June 17, 2015 at 10:00 a.m. Japan time
- 2. Place:** Conference room at Taisei Lamick Co., Ltd.
873-1 Shimo-Ohsaki, Shiraoka, Saitama, Japan

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

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 50th Fiscal Year (April 1, 2014 - March 31, 2015) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 50th Fiscal Year (April 1, 2014 - March 31, 2015)

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Partial Amendments to the Articles of Incorporation
- Proposal No. 3:** Election of Seven (7) Directors
- Proposal No. 4:** Election of One (1) Corporate Auditor
- Proposal No. 5:** Payment of Retirement Bonuses to Retiring Corporate Auditors and Final Payment to Directors due to Termination of Officer Retirement Bonus System
- Proposal No. 6:** Revision of Director Compensation Amount
- Proposal No. 7:** Determination of Amount and Details of Performance-linked Stock Compensation, etc., for Directors

4. Others

Of the documents required to be provided with this Notice of Convocation, the "Notes to the Consolidated Financial Statements" and the "Notes to the Non-consolidated Financial Statements" are posted on the Company's website in accordance with laws and regulation and Article 14 of the Articles of Incorporation of the Company.

Furthermore, shareholders who wish to receive the "Notes to the Consolidated Financial Statements" and the "Notes to the Non-consolidated Financial Statements" delivered by mail may request a copy by contacting the General Affairs & Human Resources Department of the Company (Tel: 0480-97-0224).

In the event that any updates to the Reference Documents, the Business Report, the Consolidated Financial Statements, and the Non-consolidated Financial Statements for the General Meeting of Shareholders are required by the day prior to the General Meeting of Shareholders, the updates will be posted on the Company's website (<http://www.lamick.co.jp>)(Japanese only).

If you are unable to attend the meeting, you may designate one (1) other shareholder with voting rights to attend the General Meeting of Shareholders as your proxy. However, please note that the proxy will be required to submit certification verifying authority thereof.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The Company considers the return of profits to shareholders as an important management policy, and its basic policy is to provide stable and continuous dividends with consideration of business results and future business expansion, etc.

Matters concerning year-end dividends

Based on the above policy, the Company proposes the following year-end dividends for the 50th fiscal year, in consideration of business results for the fiscal year under review and future business expansion, etc.

- (1) Type of dividend property
Cash
- (2) Matters concerning the allotment of dividend property to shareholders and the total amount
37 yen per share of common stock, for a total of 229,702,956 yen
(Note) Annual dividends, including the interim dividend, amount to 70 yen per share.
- (3) Effective date of distribution of surplus
June 18, 2015

Proposal No. 2: Partial Amendments to the Articles of Incorporation

1. Reason for the proposal

To add clarity to the management responsibility of Directors and establish a management structure which can swiftly respond to changes in the management environment, the Company proposes to change the term of office of Directors from two (2) years to one (1) year, and to remove regulations regarding term adjustment in line with this change.

Additionally, due to the promulgation of the “Act for Partial Revision of the Companies Act” (Act No. 90 of 2014), it is now possible to conclude liability limitation agreements with Directors who are not involved in business execution and Corporate Auditors who are not Outside Corporate Auditors. To attract appropriate personnel and allow them to maximize fulfillment of their roles, the Company proposes partial amendments to Article 26-2 (Exemption from Liability of Directors) and Article 34-2 (Exemption from Liability of Corporate Auditors). The Company has obtained consent to the amendments to Article 26-2 from each Corporate Auditor.

2. Content of the amendments

The content of the changes is as follows.

(Underlines indicate changed sections.)

Current Articles of Incorporation	Proposed amendments
<p>(Term of Office)</p> <p>Article 19 The term of office of Directors shall be until the close of the Annual General Meeting of Shareholders associated with the final business year that ends within <u>2 years</u> after election.</p> <p>2 <u>The term of office for Directors that are elected due to an increase in the number of Directors or as substitutes shall be until the term of office of existing Directors expires.</u></p>	<p>(Term of Office)</p> <p>Article 19 The term of office of Directors shall be until the close of the Annual General Meeting of Shareholders associated with the final business year that ends within <u>1 year</u> after election.</p> <p>(Removed)</p>
<p>(Exemption from Liability of Directors)</p> <p>Article 26 Pursuant to Article 426, Paragraph 1 of the Companies Act, the Company shall limit liability for damages resulting from negligence in duties for Directors (including persons who were previously Directors) to the amount set by laws and regulations, and subsequent to approval by resolution of the Board of Directors.</p> <p>2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may conclude agreements with <u>Outside</u> Directors to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p>	<p>(Exemption from Liability of Directors)</p> <p>Article 26</p> <p>(Unchanged)</p> <p>2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may conclude agreements with Directors (<u>excluding Directors involved in business execution</u>) to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p>
<p>(Exemption from Liability of Corporate Auditors)</p> <p>Article 34 Pursuant to Article 426, Paragraph 1 of the Companies Act, the Company shall limit liability for damages resulting from negligence in duties for Corporate Auditors (including persons who were previously Corporate Auditors) to the amount set by laws and regulations, and subsequent to approval by resolution of the Board of Directors.</p> <p>2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may conclude agreements with <u>Outside</u> Corporate Auditors to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p>	<p>(Exemption from Liability of Corporate Auditors)</p> <p>Article 34</p> <p>(Unchanged)</p> <p>2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may conclude agreements with Corporate Auditors to limit liability for damages resulting from negligence in duties. However, the limit of liability shall be the amount stipulated by laws and regulations.</p>

Proposal No. 3: Election of Seven (7) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of seven (7) Directors is proposed.

The candidates for Director are as follows:

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Yoshinari Kimura (September 22, 1953)	July 1990 Director and General Manager, Platemaking Department, the Company July 1993 Managing Director and Plant Manager July 1995 Senior Managing Director and General Manager, Packaging Film Division June 2000 Senior Managing Director and General Manager, Production Division June 2002 Senior Managing Director and General Manager, Administration Division March 2005 President, Taipack Co., Ltd. To the present June 2007 President, the Company To the present	177,700 shares
2	Hiroshi Komura (August 19, 1955)	July 1995 Director and General Manager, Second Sales Department, Packaging Film Division, the Company June 2000 Director and Deputy General Manager, Sales Headquarters June 2007 Director and General Manager, Sales Headquarters October 2010 Managing Director To the present	9,100 shares
3	Masaharu Yamaguchi (July 11, 1958)	July 1997 Director and Plant Manager, Packaging Film Division, the Company June 2000 Director and Deputy General Manager, Production Division June 2002 Director and General Manager, Production Division June 2009 Director and General Manager, Machine and Development Division April 2011 President, Taisei Lamick USA, Inc. June 2011 Managing Director, the Company To the present	8,100 shares
4	Ichiro Tomita (June 21, 1969)	April 2002 Plant Manager, Production Division, the Company April 2007 Acting General Manager, Financial Department, Administration Division April 2008 General Manager, Financial Department, Administration Division June 2009 Director and General Manager, Production Division To the present	4,100 shares
5	Tadashi Hasebe (May 10, 1965)	April 2006 Sector Manager (Acting General Manager), Process Sector, Production Division, the Company July 2007 Acting General Manager, Manufacturing Control Department, Production Division June 2009 Executive Officer and General Manager, Financial Department, Administration Division, General Manager, IT Control Department June 2009 President, Green Packs Co., Ltd. June 2010 Executive Officer and Deputy General Manager, Administration Division, the Company June 2011 Director and General Manager, Administration Division To the present	1,900 shares

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
6	Tadayoshi Yamamoto (June 10, 1944)	April 1963 July 2002 July 2003 July 2004 June 2007 June 2009	Joined Mitsubishi Petrochemical Co., Ltd. (currently Mitsubishi Chemical Corporation) Member of the Board, Mitsubishi Chemical Engineering Corporation Director, Mitsubishi Chemical Engineering Corporation Managing Director and CSO, Mitsubishi Chemical Engineering Corporation Retired from Mitsubishi Chemical Engineering Corporation Director, the Company To the present	— shares
7	Susumu Miyashita (March 4, 1948)	April 1972 January 2000 January 2005 March 2007 June 2014	Joined Toyo Ink Manufacturing Co., Ltd. (currently Toyo Ink SC Holdings Co., Ltd.) Representative Director and President, TOYO INK EUROPE S.A.S. Representative Director and President, HANIL TOYO CO., LTD. Representative Director, President, Toyo-Morton, Ltd. Director, the Company To the present	— shares

(Notes)

1. There are no special interests between the candidates for Director and the Company.
2. Messrs. Tadayoshi Yamamoto and Susumu Miyashita are candidates for Outside Director. Furthermore, the Company has designated both Messrs. Tadayoshi Yamamoto and Susumu Miyashita as Independent Directors/Auditors as stipulated by the Tokyo Stock Exchange, and has submitted them as such to the aforementioned Exchange.
3. The term of office of Mr. Tadayoshi Yamamoto as Outside Director of the Company will be six (6) years at the close of this General Meeting of Shareholders. The term of office of Mr. Susumu Miyashita as Outside Director of the Company will be one (1) year at the close of this General Meeting of Shareholders.
4. Reasons for selection as candidates for Outside Director

Mr. Tadayoshi Yamamoto has served as Director of Mitsubishi Chemical Engineering Corporation, and has a wealth of experience and achievement, and a wide range of knowledge and insight concerning corporate management. The Company believes that he is a suitable person to serve as Outside Director, and thus proposes his election as Outside Director.

Mr. Susumu Miyashita has many years of experience as President at several companies, and based on his wealth of experience and wide range of insight as a corporate manager, the Company expects him to continue to supervise management of the Company, so as to contribute to stronger corporate governance through providing suggestions on overall management. Thus, the Company proposes his election as Outside Director.
5. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into liability limitation agreements with both Messrs. Tadayoshi Yamamoto and Susumu Miyashita to limit their liabilities in Article 423, Paragraph 1 of the same Act, and the limit of liability under the agreements is limited to the minimum amount stipulated by Article 425, Paragraph 1 of the same Act, assuming that they performed their duties in good faith and without gross negligence. If the two are reelected, the Company plans to continue these agreements with them.

Proposal No. 4: Election of One (1) Corporate Auditor

The term of office of Corporate Auditor Atsushi Murayama will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of one (1) Corporate Auditor is proposed. The Company has obtained consent from the Board of Corporate Auditors with regard to this proposal.

The candidate for Corporate Auditor is as follows:

Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
Michitaka Suzuki (October 13, 1950)	April 1976 Joined The Bank of Tokyo, Ltd. (currently The Bank of Tokyo-Mitsubishi UFJ, Ltd.) October 1997 Deputy General Manager, Shinjuku-shintoshin Branch, The Bank of Tokyo-Mitsubishi, Ltd. (currently The Bank of Tokyo-Mitsubishi UFJ, Ltd.) November 2002 General Manager, Mumbai Branch, The Bank of Tokyo-Mitsubishi, Ltd. October 2004 Transferred to SHIROKI Corporation February 2005 Vice-president, SHIROKI North America, Inc. June 2007 President, SHIROKI North America, Inc. October 2012 Special Advisor, SHIROKI Corporation March 2014 Retired from SHIROKI Corporation To the present	— shares

(Notes)

1. There are no special interests between the candidate for Corporate Auditor and the Company.
2. Mr. Michitaka Suzuki is a candidate for Outside Corporate Auditor.
3. Reasons for selection as candidate for Outside Corporate Auditor
Mr. Michitaka Suzuki has held office in financial institutions for many years, and has considerable knowledge regarding finance and accounting. The Company believes that he is a suitable person to serve as Corporate Auditor, and thus proposes his election as Outside Corporate Auditor.
4. If Proposal No. 4 is approved at this General Meeting and Mr. Michitaka Suzuki is elected as Outside Corporate Auditor, the Company plans to conclude a liability limitation agreement with him pursuant to Article 427, Paragraph 1 of the Companies Act, with a limit of liability in the amount stipulated by laws and regulations.
5. The Company plans to submit Mr. Michitaka Suzuki to the Tokyo Stock Exchange as an Independent Director/Auditor, pursuant to the regulations of the aforementioned Exchange.

Proposal No. 5: Payment of Retirement Bonuses to Retiring Corporate Auditors and Final Payment to Directors due to Termination of Officer Retirement Bonus System

To reward Mr. Atsushi Murayama, whose term as Corporate Auditor will expire at the close of this General Meeting, for his service at the Company, the Company proposes the payment of a retirement bonus within a range set by standards of the Company. The Company requests that the specific amount, timing of payment, and method, etc., be at the discretion of deliberation of the Corporate Auditors.

Furthermore, as part of a review of the compensation system for Officers, the Company resolved at a Board of Directors meeting on May 11, 2015 to terminate the Officer Retirement Bonus System as of the close of this General Meeting.

As a result, of the five (5) Directors who will be reappointed if Proposal No. 3 is approved, namely, Messrs. Yoshinari Kimura, Hiroshi Komura, Masaharu Yamaguchi, Ichiro Tomita, and Tadashi Hasebe, the Company proposes the payment of retirement bonuses as a final payment, corresponding to their respective terms of office up to close of the General Meeting, within a range set by standards of the Company.

Additionally, the timing of payment shall be upon retirement of each Director, and the Company requests that the specific amounts, method, etc., be at the discretion of the Board of Directors.

Past experience of the retiring Corporate Auditor is as follows.

Name	Past experience	
Atsushi Murayama	June 2011	Full-time Corporate Auditor, the Company To the present

Past experiences of Directors who are subject to final payment are as follows.

Name	Past experience	
Yoshinari Kimura	July 1990 July 1993 July 1995 June 2007	Director, the Company Managing Director Senior Managing Director President To the present
Hiroshi Komura	July 1995 October 2010	Director, the Company Managing Director To the present
Masaharu Yamaguchi	July 1997 June 2011	Director, the Company Managing Director To the present
Ichiro Tomita	June 2009	Director, the Company To the present
Tadashi Hasebe	June 2011	Director, the Company To the present

(Note) There are no Corporate Auditors who are subject to final payments.

Proposal No. 6: Revision of Director Compensation Amount

Compensation amounts for Directors has been set to be within 150 million yen per annum (not including amounts provided for employment for Directors concurrently serving as employees) via resolution at the 30th Annual General Meeting of Shareholders held on July 18, 1995, but in consideration of factors such as subsequent changes in the economic situation, termination of the Officer Retirement Bonus System, and an increasing range of responsibility for Directors, etc., the Company proposes changing the compensation amount to within 300 million yen per annum (of which, within 50 million yen per annum for Outside Directors).

As previously stated, the amount of compensation for Directors shall not include amounts provided for employment for Directors concurrently serving as employees.

If Proposal No. 3 is approved in its original form at this General Meeting, the number of Directors will be seven (7) persons (of which, two (2) Outside Directors).

Proposal No. 7: Determination of Amount and Details of Performance-linked Stock Compensation, etc., for Directors

1. Reasons for proposal and reason that the compensation is appropriate

Compensation for Directors had previously consisted of “Basic Compensation,” “Bonuses,” and “Retirement Bonuses,” but due to revision of the officer compensation system, the retirement bonus system shall be terminated, and the Company proposes the introduction of a new performance-linked stock compensation system (hereinafter the “System”) for Directors (excluding Outside Directors, the same applies hereinafter). Through implementation of the System, compensation for Directors will consist of “Basic Compensation,” “Bonuses,” and “Stock Compensation.”

The System will add clarity to the relationship between Director compensation and the value of the Company’s stock, and by Directors sharing with shareholders the benefits of a higher stock price as well as the risks of a lower stock price, the Company believes that this will lead to an increased desire to contribute to improvement in business results in the medium to long term, as well as increase corporate value.

Concerning amounts and content of compensation, etc. to Directors under the System, the Company proposes it to be separate from the compensation limits proposed in Proposal No. 6. However, this shall not include amounts provided for employment for Directors concurrently serving as employees.

Amounts and content of compensation, etc. under the System are as shown in 2. below, and within this framework, the Company requests that specific details be determined by the Board of Directors.

If Proposal No. 3 is approved in its original form, the number of Directors subject to the System will be five (5) persons, exclusive of Outside Directors.

2. Amounts and content of compensation, etc. under the System

(1) Summary of the System

The System is a stock compensation system with regard to Directors who are appointed during the five fiscal years from the fiscal year ending in March 31, 2016 to the fiscal year ending in March 31, 2020 (hereinafter the “Target Period”), and a trust established by the Company (hereinafter the “Trust”) shall acquire shares of the Company via stock exchanges, etc., utilizing funds with an upper limit as defined in (2) below, and grant the acquired stock to Directors who meet certain conditions, according to their positions, business results, etc. Furthermore, the timing at which Directors will be granted the Company’s stock will generally be upon retirement. For other details regarding the framework of the System, please see the [Reference] below.

(2) Upper limit on funds to be used

Concerning compensation, etc. for Directors of the Company during the Target Period, as funds for the purpose of acquiring stock to be granted to Directors under the System, a maximum of 54 million yen shall be placed into the Trust, during a separately defined trust period. This compensation, etc. shall not include amounts provided for employment for Directors concurrently serving as employees.

(3) Method of calculation for number of shares of the Company’s stock to be granted to Directors

i. Issuance of points to Directors

Pursuant to the Officer Stock Grant Regulations determined by the Board of

Directors of the Company, the base amount for calculation of stock granting for each Director shall be determined in a certain month of every year (the first month shall be June 2016). The base amount of stock grants shall be based on a standard amount determined by position, multiplied by a performance-linked portion, which is the achievement rate of target figures for management indexes defined by the Company, and utilizing a figure obtained after dividing by a reference stock price (amounts of less than a full number shall be rounded down) shall yield the number of points to be granted to the Director.

ii. Granting of stock based on the number of granted points

Based on the number of points obtained through (i) above, Directors shall be granted shares of the Company's stock, etc. The conversion of points granted to Directors shall be one (1) share of common stock of the Company for every one (1) point during the granting in (4) below (however, if after approval of this proposal, a stock split, gratis allotment of shares, or reverse stock split of the Company's stock occurs, rational adjustments shall be made, proportional to the ratio, etc., of the change).

(4) Granting of stock to Directors

When Directors who meet the criteria for receiving benefits retire (or pass away), through undergoing a predefined benefit settlement process, stock, etc., of the Company shall be granted from the Trust, proportional to the number of points calculated via the method in (3) above (furthermore, pursuant to regulations of the trust agreement, a portion of stock shall be appraised within the trust and granted as cash).

[Reference]

Concerning details of the System, please see "Notice of Termination of Officer Retirement Bonus System and Implementation of Performance-linked Stock Compensation," disclosed on May 11, 2015(Japanese only).

End