

Securities code: 7618
June 5, 2018

To our shareholders

3-1-9 Shinyokohama, Kohoku-ku, Yokohama, Kanagawa
PC DEPOT CORPORATION
Takahisa Nojima, President & Chief Executive Officer

Notice of Convocation of the 24th Ordinary General Shareholders' Meeting

We would like to express our heartfelt appreciation for your long-standing patronage of PC DEPOT CORPORATION.

We hereby notify you that the 24th Ordinary General Shareholders' Meeting of PC DEPOT CORPORATION will be held as stated below and that you are cordially invited to attend the Meeting.

If you are not able to attend the Meeting, please exercise your voting rights after reading the attached reference documents by using one of two methods: either indicating your voting instructions on the enclosed voting card and returning it by mail; or using a personal computer, smartphone, or mobile phone to visit the voting website (<https://evote.tr.mufg.jp/>) and entering your voting instructions. Voting instructions must be received no later than 5:30 p.m. on Tuesday, June 26, 2018.

Notice of Meeting

1. **Date and time:** Wednesday, June 27, 2018, 10:00 a.m.
2. **Place:** Shin Yokohama Kokusai Hotel
Manor House South Wing "Queen's Hall" (2nd floor)
3-18-1 Shinyokohama, Kohoku-ku, Yokohama
(Please see the map of the hotel at the end of this notice.)
3. **Agenda**
 - Matters to be reported:**
 1. Business report, consolidated financial statements and other documents for the 24th fiscal year (from April 1, 2017 to March 31, 2018)
 2. Consolidated financial statement audit reports by the accounting auditors and the Board of Corporate Auditors
 - Matters to be resolved:**
 - Proposal:** The Election of 10 Directors

4. Reference documents for the Shareholders' Meeting and the documents provided together with the Notice of Convocation

(1) In accordance with relevant laws and ordinances as well as the provisions of Article 15 of its Articles of Incorporation, the Company posts on its website at (https://www.pcdepot.co.jp/co_ir/) those documents to be provided to its shareholders, which are listed below. Therefore, these are not included in the documents provided together with this Notice of Convocation of the forthcoming Meeting.

(i) Notes on the consolidated financial statements

(ii) Notes on individual statements of accounts

Consolidated financial statements and individual statements of accounts audited by the Corporate Auditors and the Board of Corporate Auditors respectively in the preparation of the Corporate Auditors' Report and the Accounting Auditors' Report, include items that should be presented as notes on the consolidated financial statements and the notes on the individual statements of accounts.

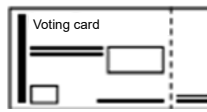
(2) If revisions are made to any of the reference documents for shareholders, business reports, consolidated financial statements, and other accounts, said revisions will be posted on the Company's website.

-
1. If you plan to attend the Meeting, please bring the enclosed voting card with you and present it at the reception desk at the Meeting. In order to save resources, also please bring this Notice of Convocation with you.
 2. If you are not able to attend the Meeting, you may designate as your representative another shareholder who has voting rights at the Meeting. You must provide written proof, however, that this individual is serving as your proxy.
 3. As part of a campaign to save energy and protect the environment, COOLBIZ, we will not wear ties on the day of the Meeting. You are also requested to attend the Meeting in casual clothes.
 4. From this year onwards, we will not be giving souvenirs to the shareholders who attend the Meeting. We greatly appreciate your understanding on this matter.

Request for Exercise of Voting Rights

Please exercise your voting rights by reading the reference documents.

Shareholder attending on the designated date



Please bring the enclosed voting card with you and present it at the reception desk at the Meeting.

* Attendance by proxy representative

If you exercise your voting rights by proxy representative, you will be able to exercise that right by designating another single shareholder with Company voting rights. However, please understand that submission of power of attorney signed and sealed by the delegating shareholder, the relevant voting card, and documents that allow confirmation of identity (e.g., copy of certificate of a seal impression, driver's license, etc.) will be necessary.

Date and time	10:00 a.m. on Wednesday, June 27, 2018
---------------	--

Shareholder not attending on the designated date

If you are not able to attend the Meeting on the designated date, you will be able to exercise voting rights via mail or the Internet, etc.



Exercising voting rights via mail

Please indicate your voting instructions on the voting card enclosed herein and return the card. If you do not indicate your voting instructions, we will deem that you have approved the proposals made by the Company.

Deadline	Arriving votes are accepted until 5:30 p.m. on Tuesday June 26, 2018
----------	--



Excising of voting rights via the Internet

Please visit the voting website specified (<https://evote.tr.mufg.jp/>) using a personal computer or a smartphone and enter your proposal answers according to the instructions on the screen.

For details, see page 4.

Deadline	Arriving votes are accepted until 5:30 p.m. on Tuesday, June 26, 2018
----------	---

Procedures for voting via the Internet

Voting via the Internet can only be done by visiting the voting website specified by the Company (<https://evote.tr.mufg.jp/>) using a personal computer or a smartphone. (Please note that the site is not accessible from 2:00 a.m. to 5:00 a.m.)

Please confirm that if you exercise your voting rights via the Internet, you will be required to input the login ID and temporary password inscribed on your voting card, which is enclosed herein.

議決権行使サイトのご利用方法

① 議決権行使サイトにアクセスする

株主総会に関するお手続きサイトへようこそ
(株主名簿管理人の承認済みの個人用投票代行サイト)
 ネット投票は、株主総会に関するお手続きサイトへようこそ。必ず事前に「ネット投票代行サイト」のURLを把握し、お申し込みください。
 ネット投票のメリット
 ネット投票の手続き

※お申し込みの受付は、お申し込みの期限まで行われます。
 次回以降もご利用いただけます。

② お手元の議決権行使書用紙の右下に記載された「ログインID」および「仮パスワード」を入力

■ログイン
 ログインIDと仮パスワードを入力し、「ログイン」をクリックしてください。
 ログインID (半角)
 仮パスワード (半角)
仮パスワードは、お申し込みの受付時に発行された議決権行使書用紙に記載されています。

③ 「新しいパスワード」と「新しいパスワード（確認用）」の両方を入力

パスワードの更新
 パスワードを更新します。現在のパスワードと新しいパスワードを入力し、「パスワード更新」をクリックしてください。
 - 確認用パスワードは「新しいパスワード（確認用）」欄に入力してください。
 - 「確認用パスワード」欄に入力したパスワードが一致する必要があります。

現在のパスワード (半角)
 新しいパスワード (半角)
 新しいパスワード（確認用） (半角)

以降画面の案内に沿って賛否をご入力ください

Precautions

- You can exercise your voting rights via the Internet until 5:30 p.m. on Tuesday, June 26, 2018, which is the date prior to the General Shareholders' Meeting.
- If you have exercised your voting rights via both mail and the Internet, we will deem the Internet version to be the valid version.
- If you have exercised your voting rights via the Internet multiple times, we will deem the final entered version to be the valid version.

All inquiries regarding the computing system, etc. should be addressed to:

Corporate Agency Division (Help Desk)
 Mitsubishi UFJ Trust and Banking Corporation

Phone: 0120-173-027 (09:00-21:00, toll-free)

(Use of platform for electronic voting)

Shareholders who participate in the platform for electronic voting for institutional investors operated by the ICJ Inc. will be able to exercise voting rights using such platform.

Please see page 5 and thereafter for reference documents on the General Shareholders' Meeting.

Reference documents for the General Shareholders' Meeting

Proposal and reference information

Proposal: The election of 10 Directors

The term of office of all (ten) Directors will expire at the conclusion of the forthcoming Meeting. Therefore, we ask you to elect 10 new Directors.

The candidates for election as Director are as listed below.

Candidate No.	Name	Post and responsibilities at the Company	Remarks	Attendance at Board of Directors Meetings
1	Takahisa Nojima	President and Chief Executive Officer of PC DEPOT Corp.	Reappointment	100% Attended 19 out of 19 meetings
2	Hideki Saito	Senior Managing Director and General Manager of Administrative Production Headquarters	Reappointment	100% Attended 19 out of 19 meetings
3	Takayuki Shimano	Director, General Manager of Administrative Production Headquarters, and Manager of the DCL Store Operation Department of the Company	Reappointment	100% Attended 19 out of 19 meetings
4	Nobuyuki Tanaka	Director and General Manager of Compliance Office	Reappointment	100% Attended 19 out of 19 meetings
5	Kazuya Shinozaki	Director and General Manager of Quality Control Department and Production Headquarters	Reappointment	100% Attended 19 out of 19 meetings
6	Yuko Matsuo	Director and General Manager of Corporate Planning Department	Reappointment	100% Attended 19 out of 19 meetings
7	Tomoyuki Wada	Senior Executive Officer and General Manager of the Accounting and Finance Headquarters	New candidate	-% Attended [] out of 19 meetings
8	Mineo Fukuda	Outside Director	Reappointment	100% Attended 19 out of 19 meetings
9	Hidetaka Fukuda		Reappointment	-% Attended [] out of 19 meetings
10	Yumiko Masuda		Reappointment	-% Attended [] out of 19 meetings

(Reference) Policy and procedures for designation of Director candidates

Our policy is to appoint personnel who are able to respond to managerial consignment from shareholders as Directors, in order to offer enriched managerial experience and profound insights, and to fulfill the duties and responsibilities of Directors. Based on this policy, the Representative Director will create an original proposal for Director candidates and submit it to the Board of Directors, and the Board of Directors will determine the director candidates.

Candidate No.	1	Takahisa Nojima (Born on August 20, 1959)	Number of shares of the Company held: 5,058,960 shares
---------------	----------	--	---

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

August 1994	President and Chief Executive Officer of PC DEPOT Corp. (current)	June 2012 June 2014	Director of ejworks corporation Chairman of the Board of Directors of the ejworks corporation
July 2009	Representative Director and President of PC DEPOT KYUSHU Co., Ltd. (currently PC DEPOT STORES Co., Ltd.)		

(Reason for choosing this candidate to be elected as a Director)

He is the founder of the Company and has accumulated extensive experience and a broad knowledge of corporate management and the industry through his time serving as a Director. The Company has continued to choose him as a candidate for election as Director because we have high expectations for his ability to maximize the corporate value through his quick grasp of changes in customer needs and promote the revitalization of new and existing businesses in the rapidly evolving Internet society.

Candidate No.	2	Hideki Saito (Born on April 12, 1973)	Number of shares of the Company held: 51,140 shares
---------------	----------	--	--

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

March 1999	Joined PC DEPOT Corp.	June 2014	Managing Director, General Manager of the Sales Management Headquarters, and General Manager of the MD Headquarters of the Company
April 2008	Executive Director of the Company		
June 2010	Director of KITAMURA PC DEPOT CO., LTD.		
May 2011	Senior Executive Director of the Company	June 2016	Senior Managing Director, General Manager of the Sales Management Headquarters, and General Manager of the MD Headquarters of the Company
June 2012	Director of the Company Director of PC DEPOT STORES Co., Ltd.		
August 2013	Director, General Manager of the Sales Management Headquarters, and General Manager of the MD Headquarters of the Company	March 2018	President and Chief Executive Officer of PC DEPOT STORES Co., Ltd. (current) Senior Managing Director and General Manager of Administrative Production Headquarters (current)

(Reason for choosing this candidate to be elected as a Director)

The Company has continued to choose him as a candidate for election as Director because he has a broad knowledge of merchandising accumulated through his time serving the Company as a Director and we have high expectations for his ability to further strengthen our business development capabilities through his management of product portfolio and his policy for continued membership services as a person responsible for marketing and store operation.

Candidate No.

3**Takayuki Shimano** (Born on
November 26, 1972)Number of shares of the Company held:
209,820 shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

May 1995	Joined PC DEPOT Corp.	May 2016	Director, General Manager of the Store Promotion Headquarters and General Manager of the DCL Promotion Department of the Company
March 2006	Executive Director and Manager of the Product Department of the Company	November 2016	Director and General Manager of the Sales Headquarters of the Company
May 2007	Senior Executive Director and General Manager of the Product Headquarters of the Company	March 2018	Director, General Manager of Administrative Production Headquarters, and Manager of the DCL and Central City Store Administration Department of the Company
February 2011	Senior Executive Director and General Manager of the Sales Management Headquarters of the Company	May 2018	Director, General Manager of Administrative Production Headquarters, and Manager of the DCL Store Administration Department of the Company (current)
June 2011	Director and General Manager of the Sales Management Headquarters of the Company		
August 2011	Director and General Manager of the Business Promotion Headquarters of the Company		
June 2014	Director of KITAMURA PC DEPOT CO., LTD. (current)		

(Reason for choosing this candidate to be elected as a Director)

The Company has continued to choose him as a candidate for election as Director because he has a broad knowledge of planning products and sales promotion, as well as operating and expanding stores which was accumulated through his time serving the Company as a Director, and we have high expectations for his ability to promote the enhancement of technical services as well as quality improvement for membership services as a Director responsible for sales.

Candidate No.

4**Nobuyuki Tanaka** (Born on
May 1, 1971)Number of shares of the Company held:
69,120 shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

April 1997	Joined PC DEPOT Corp.	June 2014	Director, General Manager of the Solution Service Headquarters, and Manager of the Premium Service Department of the Company
April 2008	Manager of the Internal Control Department of the Company	May 2016	Director and Manager of the Business Planning Department of the Company
June 2010	Executive Director and Manager of the Accounting and Logistics Department of the Company	November 2016	Director and General Manager of Legal Affairs and Compliance Office of the Company
February 2011	Executive Director and General Manager of the Premium Service Department of the Company	June 2017	Director of KITAMURA PC DEPOT CO., LTD. (current)
May 2012	Senior Executive Director and Manager of the Premium Service Department of the Solution Service Headquarters of the Company	March 2018	Director and General Manager of the Compliance Office of the Company (current)
August 2013	Senior Executive Director, General Manager of the Solution Service Headquarters, and Manager of the Premium Service Department of the Company		

(Reason for choosing this candidate to be elected as a Director)

He has a broad knowledge of internal control, operation of membership services and operational management of call centers, which was gained through his time serving the Company as a Director, and he is thoroughly versed in all aspects of operations. The Company has continued to choose him as a candidate for election as Director because we have high expectations for his ability to strengthen the Company's compliance and governance.

Candidate No.

5

Kazuya Shinozaki (Born on
November 30, 1971)

Number of shares of the Company held:
120,960 shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

March 1997 June 2007	Joined PC DEPOT Corp. Manager of the Accounting Department of the Accounting and Finance Headquarters of the Company	June 2015	Director and General Manager of the Comprehensive Management Headquarters of the Company
April 2008	Executive Director and Manager of the Accounting Department of the Accounting and Finance Headquarters of the Company	October 2015	Director, General Manager of the Comprehensive Management Headquarters, and Manager of the Human Resources Department of the Company
June 2008	Corporate Auditor of BB Marketing Corp.	May 2016	Director, Assistant General Manager of the Accounting and Finance Headquarters, and Manager of the Finance Department of the Company
May 2009	Senior Executive Director and Manager of the Finance Department of the Accounting and Finance Headquarters of the Company	June 2016	Director, General Manager of the Accounting and Finance Headquarters, and Manager of the Finance Department of the Company
June 2010 June 2014	Director of ejworks corporation Director of PC DEPOT STORES Co., Ltd.	March 2018	Director and General Manager of Quality Control Department and Production Headquarters of the Company (current)
April 2015	Senior Executive Director, General Manager of the Comprehensive Management Headquarters, and Manager of the Human Resources Department of the Company		

(Reason for choosing this candidate to be elected as a Director)

He has extensive knowledge and business experience in accounting, finance and sales management gained through many years of working in this field and is thoroughly versed in all aspects of operations. The Company has continued to choose him as a candidate for election as Director because we have high expectations for his ability to properly perform labor management and quality control for the Company based on his experience and past achievements.

Candidate No.

6

Yuko Matsuo (Born on
September 29, 1974)

Number of shares of the Company held:
122,400 shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

November 1997	Joined PC DEPOT Corp.	June 2011	Director of ejworks corporation (current)
February 2007	Deputy Manager of the IR Corporate Planning Department of the Company	May 2014	Senior Executive Director and General Manager of the President's Office of the Company
June 2007	Executive Director and General Manager of the Corporate Planning Department of the Accounting and Finance Headquarters of the Company	June 2015	Director and General Manager of the President's Office of the Company
July 2008	Executive Director and General Manager of the President's Office of the Company	November 2016	Director and General Manager of the Corporate Planning Department of the Company (current)

(Reason for choosing this candidate to be elected as a Director) —

In addition to her extensive experience and knowledge in IR accumulated through many years of involvement in the Company, the Company has continued to choose her as a candidate for election as Director because we have high expectations for her ability to manage the group companies and extensively strengthen the group functions.

Candidate No.

7

Tomoyuki Wada

(Born on
July 15, 1964)Number of shares of the Company held:
- shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

New candidate

April 1989	Joined Sanwa Bank, Limited (currently MUFG Bank, Ltd.)	August 2014	General Manager of the Management Planning Headquarters and the General Manager of Internal Control of Bit-isle Equinix Inc.
January 2002	Manager of Finance Dept. of Unipulse Corporation	January 2017	Special Advisor of the Company
December 2002	Director and General Manager of the Administration Dept. of Unipulse Corporation	July 2017	Senior Executive Officer and General Manager of the Accounting and Finance Headquarters (current)
October 2008	Managing Director and General Manager of the Management Dept. of Unipulse Corporation		
March 2013	General Manager of the President's Office of Bit-isle Equinix Inc. (currently Equinix, Inc.)		

(Reason for choosing this candidate to be elected as a Director)

He has extensive knowledge and business experience in accounting, finance, internal control, etc. gained at multiple corporations. The Company has chosen him as a candidate for election as Director because we also have high expectations for his ability to properly promote accounting and finance management of the Company.

Candidate No.

8

Mineo Fukuda

(Born on
November 4, 1951)Number of shares of the Company held:
- shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

Reappointment

Outside

Independent

April 1975	Joined Japan Recruit Center Co., Ltd. (current Recruit Holdings Co., Ltd.)	June 2006	Representative Director and Vice-President of Jupiter Telecommunications Co., Ltd.
June 1999	Director and Managing Corporate Executive Director of Japan Recruit Center Co., Ltd.	April 2010	Advisor to Jupiter Shop Channel Co., Ltd.
June 2001	Executive Managing Director of Kadokawa Shoten Co., Ltd. (current Kadokawa Corporation)	March 2011	Representative Director of Office M Corporation (current) Senior Managing Director of Jupiter Telecommunications Co., Ltd.
June 2002	Director and President of Kadokawa Shoten Co., Ltd.	October 2013	Special Advisor to Jupiter Telecommunications Co., Ltd.
March 2006	Director and Vice-President of Jupiter Telecommunications Co., Ltd.	March 2016	Outside Director of Starts Publishing Corporation (current)
		June 2016	Outside Director of the Company (current)

(Reason for choosing this candidate to be elected as an Outside Director)

The Company has continued to choose him as a candidate for election as an Outside Director because we have determined that he is capable of providing appropriate governance to the Company's management since he has held the position of director in various companies and has extensive experience and knowledge as a management executive.

Candidate No.

9

Hidetaka Fukuda

(Born on
September 1, 1955)Number of shares of the Company held:
— shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

New candidate	April 1981	Joined the Ministry of International Trade and Industry	June 2006	Representative Director of eConservo, Inc. (current)
	June 2002	Councilor, Cabinet Secretariat of the Ministry of Economy, Trade and Industry	April 2017	I/O Core Corporation Director CSO (current)
Outside	June 2003	Director of the Information and Communication Electronics Division of the Commerce and Information Policy Bureau of the Ministry of Economy, Trade and Industry		
Independent	October 2005	Director of the Consumer Economic Policy Division of the Commerce and Distribution Policy Group of the Commerce and Information Policy Bureau of the Ministry of Economy, Trade and Industry		

(Reason for choosing this candidate to be elected as a Director)

Since leaving his position at the Ministry of Economy, Trade and Industry, he has been managing a private-sector company where he has gained extensive administrative knowledge and managerial experience. The Company has chosen him as a candidate for election as Director because we have judged that he would contribute to our business development.

Candidate No.

10

Yumiko Masuda

(Born on
October 20, 1955)Number of shares of the Company held:
— shares

Career history, posts, and responsibilities at the Company (and other important posts concurrently held by the candidate)

New candidate	May 1992	Joined BELLSYSTEM24, Inc.	July 2006	Joined SAP Japan Co., Ltd.
	September 1996	Joined IBM Japan, Ltd.	June 2009	Representative Director of Consumer Voice Research Institute, Limited. (current)
Outside				

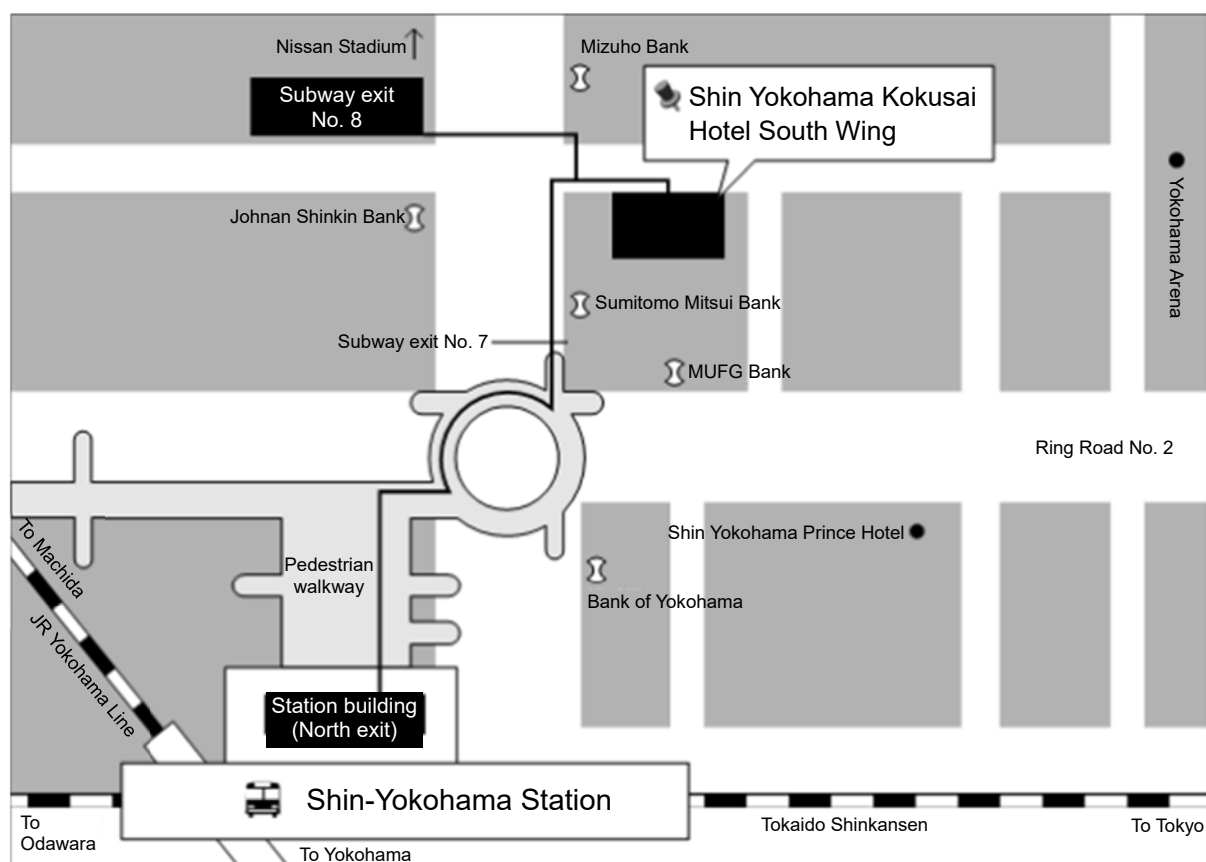
(Reason for choosing this candidate to be elected as a Director)

Based on her extensive experience in customer services, the Company has chosen her as a candidate for election as Director because we have judged that she is an expert in consumer and customer-orientation management as well as customer contacts which would significantly contribute to our business development.

- Notes
1. Mr. Tomoyuki Wada, Mr. Hidetaka Fukuda, and Ms. Yumiko Masuda are new Director Candidates.
 2. No special interests exist between the above candidates and the Company.
 3. Mr. Mineo Fukuda, Mr. Hidetaka Fukuda, and Ms. Yumiko Masuda are candidates for election as Outside Directors. In addition, the Company has appointed Mr. Mineo Fukuda as an Independent Director as stipulated in the regulations of the Tokyo Stock Exchange and notified their designation to the TSE. Moreover, Mr. Hidetaka Fukuda has satisfied the Independent Director requirements as stipulated in the regulations of the Tokyo Stock Exchange. We are planning to notify TSE of the relevant information to that effect under the condition that the proposal in question is approved.
 4. Mr. Mineo Fukuda is currently the Company's Outside Director and will have served as such for two years when the forthcoming General Shareholders' Meeting is concluded.
 5. The Company has entered into agreements with Mr. Mineo Fukuda pursuant to Article 427, paragraph 1 of the Companies Act, limiting their liabilities for damages to a certain extent, pursuant to Article 423, paragraph 1 of the Act. The upper limit for their liability under the agreement is one million yen or the amount prescribed by law whichever is higher. If reappointment as Outside Director is approved, the Company plans to continue these agreements. Moreover, if appointment of Mr. Hidetaka Fukuda and Ms. Yumiko Masuda is approved, the Company plans to execute the same agreements.

Map of the Site of Notice of Convocation of the 24th Ordinary General Shareholders' Meeting of PC DEPOT CORPORATION

Venue	Access
<p>Shin Yokohama Kokusai Hotel Manor House South Wing "Queen's Hall" (2nd floor) 3-18-1 Shinyokohama, Kohoku-ku, Yokohama</p>	<ul style="list-style-type: none"> ● When using the JR Yokohama Line About a three minute walk from the north exit of Shin-Yokohama Station ● When using the Municipal Subway About a three minute walk from exit No. 8 of Shin-Yokohama Station



As part of a campaign to save energy and protect the environment, COOLBIZ, we will not wear ties on the day of the Meeting. You are also requested to attend the Meeting in casual clothes. Since last year, we have not provided souvenirs to the shareholders who attend the Meeting. We greatly appreciate your understanding on this matter.

NAVITIME

You will be guided via smartphone from your departure location to the venue for the Meeting.

It is not necessary to enter the destination.

Please read the right-hand side QR code.




UD FONT This document uses an easy-to-read universal design font.