

TRANSLATION, For Your Reference Purpose Only

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June 20, 2019

To whom it may concern:

Nobutaka Kanaji
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(Securities code: 3738)
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Shareholder Voting Results for the 28th Ordinary General Meeting of Shareholders

This is to notify you of the shareholder voting results for the 28th Ordinary General Meeting of Shareholders held on June 19, 2019, the details of which are described below. The execution of voting rights made in advance together with the votes on the day by attending shareholders met requirements for voting items to be approved.

Therefore, all proposals were approved in its original form.

In regard to the contents described below, the extraordinary report was submitted to the Kanto Local Finance Bureau as of today pursuant to the Cabinet Office Ordinance Concerning Disclosure of Corporate Affairs, etc.

Reported Matters:

(1) The date on which the 28th Ordinary Meeting of Shareholders held:

June 19, 2019

(2) Resolved Matters:

Proposal 1: Appropriation of Retained Earnings

Matters concerning the year-end dividend

1. Type of dividend property:

Cash

2. Allocation of dividend property and the total amount:

38.50 yen per share of common stock in T-Gaia

TRANSLATION, For Your Reference Purpose Only

Corporation

Total cash dividend payment: 2,145,534,622 yen

Given that we paid an interim dividend of 36.50 yen per share of common stock, the annual dividend per share has become 75 yen, for an increase of 20 yen per share from the previous year.

3. Record date for dividend from the surplus: June 20, 2019

Proposal 2: Partial Amendments to the Articles of Incorporation

The reasons for the amendments as follows,

1. To be prepared for the development of new business as well as for the expansion of the scope of business operations capitalizing on the Company's own strength, such as further expansion of the consigned freight forwarding business capitalizing on the Company's own warehousing facilities and solar energy generation business utilizing store facilities of the Company's as well as the partner agencies mobile phone shops, and education business deploying the retail staff at the Company's mobile phone shops, business purposes associated with the aforementioned development and expansion are to be added to Article 2.
2. Comprehensive business purposes are to be added to Article 2 in order to be prepared for the agile development of new businesses in future, partially in light of the relaxed examination standards for commercial registration following the enforcement of the Companies Act (Law No. 86 of 2005)

Proposal 3: Appointment of Eight (8) Directors

The following eight directors have been elected and assumed their position as directors:

Nobutaka Kanaji

Soichiro Tada

Tsuyoshi Konda

Masahiro Miyashita

Koichi Kawase

TRANSLATION, For Your Reference Purpose Only

Toshiya Asaba
Kyoko Deguchi
Junichi Kamata

Proposal 4: Appointment of One (1) Corporate Auditor

The following one auditor has been elected and assumed his position as Corporate Auditor.

Ryo Hashimoto

Proposal 5: Appointment of One (1) Alternate Corporate Auditor

The following one auditor has been elected and assumed his position as Alternate Corporate Auditor.

Makoto Ikadai

Proposal 6: Establishment of a New Remuneration Framework for Granting Restricted Stock to Directors of the Company and the Revision of Executive Remuneration

As a part of a review of the executive remuneration policy, this will provide a monetary claim separately from the current executive remuneration and etc. to directors and executives (excluding Outside Directors and Directors seconded from Parent Company) as a compensation for the new grant of shares with restricted transfer. The total amount of the remuneration is up to 30 million yen per year (excluding employees' salary for the Directors concurrently serving as employees) and accordingly the revised amount of remuneration, etc. of the current directors of less than 300 million yen per year (of this, Outside Directors remuneration was less than 30 million yen. This excluded employees' salary for the Directors concurrently serving as employees) to 270 million yen per year (of this, Outside Directors remuneration will be less than 30 million yen. This excludes employees' salary for the Directors concurrently serving as employees).

TRANSLATION, For Your Reference Purpose Only

- (3) The number of voting rights to express approval, disapproval, abstention or invalidity, requirement for the proposals to be approved and voting outcome of the above items.

Voting items	Approval (No. of votes)	Disapproval (No. of votes)	Abstention (No. of votes)	Approval Requirements of the proposals	Results and % of approval
Proposal 1	514,089	199	1	Note 1	For 99.80
Proposal 2	443,284	71,003	1	Note 2	For 86.06
Proposal 3					
Nobutaka Kanaji	509,907	4,381	1	Note 3	For 98.99
Soichiro Tada	510,365	3,923	1	Note 3	For 99.08
Tsuyoshi Konda	511,574	2,714	1	Note 3	For 99.31
Masahiro Miyashita	511,558	2,730	1	Note 3	For 99.31
Koichi Kawase	511,566	2,722	1	Note 3	For 99.31
Toshiya Asaba	499,351	14,937	1	Note 3	For 96.94
Kyoko Deguchi	514,074	214	1	Note 3	For 99.80
Junichi Kamata	514,071	217	1	Note 3	For 99.80
Proposal 4					
Ryo Hashimoto	499,698	14,589	1	Note 3	For 97.01
Proposal 5					
Makoto Ikadai	447,302	66,985	1	Note 3	For 86.84
Proposal 6	510,726	3,562	1	Note 1	For 99.15

Note 1: Over half of the shareholders with voting rights attended the meeting approved the proposal

Note 2: At least one-third of the shareholders with voting rights attended the meeting and over two-third of them approved the proposal

Note 3: At least one-third of the shareholders with voting rights attended the meeting and over half of them approved the proposal

- (4) Reason why a portion of attending shareholders' votes was not added to the total: Advance voting prior to the date of the ordinary general meeting of shareholders together with part of the votes on the day met the requirements for voting items to be approved, and resolution were enacted pursuant to the Companies Act. Therefore, the remaining votes of shareholders attending on the day were not counted.

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