

These documents have been translated from a part of Japanese originals for reference purposes only. In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translations.

(Securities Code 1417)
June 8, 2012

To Those Shareholders with Voting Rights:

Goro Yagihashi
Representative Director and
President
MIRAIT Holdings Corporation
5-6-36 Toyosu, Koto-ku,
Tokyo, Japan

NOTICE OF THE 2nd ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

You are cordially invited to attend the 2nd Ordinary General Meeting of Shareholders of MIRAIT Holdings Corporation (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 Right Exercise Form, or via the Internet website (<http://evote.jp/>) after reviewing the Reference Documents for the General Meeting of Shareholders described hereinafter. Please cast your vote by 5:30 p.m. on Tuesday, June 26, 2012 Japan time.

- 1. Date and Time:** Wednesday, June 27, 2012 at 10:00 a.m. Japan time
- 2. Place:** MIRAIT Holdings Corporation
Seventh floor conference room, located at
5-6-36 Toyosu, Koto-ku, Tokyo, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report, Consolidated Financial Statements for the Company’s 2nd Fiscal Term (April 1, 2011 - March 31, 2012) 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 2nd Fiscal Term (April 1, 2011 - March 31, 2012)

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Ten Directors
- Proposal No. 3:** Election of Two Corporate Auditors

(Directions)

- If you attend the Meeting in person, please submit the enclosed Voting Rights Exercise Form to the reception desk of the Meeting. You can delegate the exercise of your voting rights only to another shareholder of the Company, as a proxy, who also owns voting rights. In this case, you are requested to submit a written power of attorney to the Company.
- When you exercise your voting rights via the Internet, please review the “Procedure for the Exercise of Voting Rights via the Internet” which is omitted from this English translation.
- Please note that we are planning to conserve energy on the day of the Meeting in terms of lighting and air conditioning. We apologize in advance for any inconvenience caused. We plan to hold the Meeting in light clothing (Cool Biz) and our shareholders to attend the Meeting in light clothing as well.

(Information)

- Subsequent amendments to the attached Documents and the Reference Documents for the General Meeting of Shareholders (if any) will be listed on the Company’s website (<http://www.mirait.co.jp/>).
- Following the conclusion of this General Meeting of Shareholders, you are invited to an informal get together for shareholders, where you will have an opportunity to exchange your views with the Company.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

The basic policy of the Company is to pay out stable dividends, while taking into account the Company's business performance and its targeted payout ratio. Additionally, the Company's internal reserves shall be used in the reinforcement of its financial position and in business development that will enhance its corporate value in the future.

Based on such a policy, the appropriation of surplus shall be as follows.

1. Term-End Dividends

(1) Type of dividend assets

Cash

(2) Appropriation of dividend property to shareholders and total amount

¥10 per share of common stock of the Company, for a total of ¥853,761,850

(3) Effective date of distribution of surplus

June 28, 2012

Proposal No. 2: Election of Ten Directors

As the term of office of all eight Directors will expire at the conclusion of this General Meeting of Shareholders, the election of ten Directors is proposed by increasing the number of Directors by two to strengthen the management base of the Company.

The candidates for Directors are as follows.

No.	Name (Date of birth)	Career Summary, Status, Responsibilities and Significant Positions Concurrently Held	Number of the Company's shares owned
1	Goro Yagihashi (December 16, 1945)	<p>June 2002 Executive Vice President and General Manager of Tokyo Branch, Nippon Telegraph and Telephone East Corporation</p> <p>June 2004 Senior Executive Vice President and General Manager of Tokyo Branch, Nippon Telegraph and Telephone East Corporation</p> <p>June 2005 Executive Vice President and Representative Director, DAIMEI TELECOM ENGINEERING CORP.</p> <p>June 2006 President and Representative Director, DAIMEI TELECOM ENGINEERING CORP. (to present)</p> <p>October 2010 President and Representative Director of the Company (to present)</p> <p>[Significant concurrent positions] President and Representative Director, DAIMEI TELECOM ENGINEERING CORP.</p>	41,321 shares
2	*Masatoshi Suzuki (October 30, 1951)	<p>July 2002 General Manager of the Miyagi Branch, Nippon Telegraph and Telephone East Corporation</p> <p>June 2004 Director and General Manager of Public Relations Department, NTT DOCOMO, Inc.</p> <p>June 2007 Executive Vice President and General Manager of Human Resources and Training Department, NTT DOCOMO, Inc.</p> <p>June 2008 Senior Executive Vice President and General Manager of Global Business Division, NTT DOCOMO, Inc.</p> <p>July 2008 Senior Executive Vice President responsible for Global Business and Corporate, NTT DOCOMO, Inc. (to present)</p>	6,000 shares
3	Fumio Takaesu (February 24, 1950)	<p>June 2002 Senior Vice President and General Manager of Fukuoka Branch, Nippon Telegraph and Telephone West Corporation</p> <p>June 2006 President and Representative Director, NTT-Neomeit Corporation</p> <p>June 2008 Executive Vice President and Representative Director, Commutere Corp.</p> <p>June 2009 President and Representative Director, Commutere Corp. (to present)</p> <p>October 2010 Senior Executive Vice President, General Manager of Project Development Department of the Company (to present)</p> <p>[Significant concurrent positions] President and Representative Director, Commutere Corp.</p>	15,260 shares

No.	Name (Date of birth)	Career Summary, Status, Responsibilities and Significant Positions Concurrently Held	Number of the Company's shares owned
4	Kenichi Nishimura (June 10, 1947)	<p>July 1999 Senior Vice President and General Manager of Hiroshima Branch, Nippon Telegraph and Telephone West Corporation</p> <p>May 2002 President and Representative Director, NTT-Neomeit Corporation</p> <p>June 2006 Director and Advisor, NTT-Neomeit Corporation</p> <p>December 2006 Advisor, TODENTSU Corporation</p> <p>June 2007 Executive Vice President and Representative Director, TODENTSU Corporation</p> <p>June 2009 President and Representative Director, TODENTSU Corporation (to present)</p> <p>October 2010 Senior Executive Vice President and General Manager of Business Process Management Department of the Company (to present)</p> <p>[Significant concurrent positions] President and Representative Director, TOTENTSU Corporation</p>	2,595 shares
5	Ikuo Washiyama (June 21, 1950)	<p>July 2003 General Manager of IT Management Service Business Division, NTT Communications Corporation</p> <p>June 2004 Director, Deputy General Manager of Sales Headquarters and Deputy General Manager of Multimedia Business Headquarters, TODENTSU Corporation</p> <p>June 2005 Executive Director, General Manager of Sales Headquarters and General Manager of International Sales Dept., TODENTSU Corporation</p> <p>June 2008 Executive Director, General Manager of NTT Network Engineering Headquarters and General Manager of ICT Business Headquarters, TODENTSU Corporation</p> <p>April 2010 Executive Director, General Manager of NTT Network Engineering Headquarters, TODENTSU Corporation</p> <p>June 2010 Executive Director, TODENTSU Corporation</p> <p>October 2010 Director, Managing Officer and General Manager of Planning Division of the Company</p> <p>July 2011 Director, Managing Officer, General Manager of Planning Division and Manager of Reorganization Promotion Division of the Company (to present)</p>	3,259 shares

No.	Name (Date of birth)	Career Summary, Status, Responsibilities and Significant Positions Concurrently Held	Number of the Company's shares owned
6	Yusuke Kodama (August 9, 1951)	<p>June 2004 Operating Officer, General Manager in charge of Planning & General Affairs Dept., Head of Business Access Center and Head of Compliance Office, Commutere Corp.</p> <p>June 2006 Director, General Manager of Planning & General Affairs Dept., Head of Business Access Center and Head of Compliance Office, Commutere Corp.</p> <p>June 2009 Director, Managing Executive Officer, General Manager of Planning & General Affairs Dept., Head of Business Access Center and Head of Compliance Office, Commutere Corp.</p> <p>June 2010 Director, Executive Officer, General Manager of Planning & General Affairs Dept., Head of Business Access Center and Head of Compliance Office, Commutere Corp.</p> <p>July 2010 Director and Executive Officer, Commutere Corp.</p> <p>October 2010 Director, Managing Officer, General Manager of Corporate Affairs Department and Human Resources Division of the Company</p> <p>October 2011 Director, Managing Officer, General Manager of Corporate Affairs Department and Human Resources Division, Director of M's Brain Center of the Company (to present)</p>	3,395 shares

No.	Name (Date of birth)	Career Summary, Status, Responsibilities and Significant Positions Concurrently Held	Number of the Company's shares owned
7	*Yoshimasa Tokui (February 17, 1954)	<p>June 2005 Director of Innovative Architecture Center, NTT Communications Corporation</p> <p>June 2006 General Manager of Network Business Division, NTT Communications Corporation</p> <p>June 2007 Senior Vice President and General Manager of Network Business Division, NTT Communications Corporation</p> <p>June 2008 Senior Vice President, General Manager of Network Business Division, Deputy General Manager of Global Business Headquarters, NTT Communications Corporation</p> <p>June 2010 Director and Managing Executive Officer, General Manager of Network Business Department, Solution Business Headquarters, Commuture Corp.</p> <p>July 2010 Director, Managing Executive Officer and General Manager of Network Business Headquarters, Commuture Corp.</p> <p>October 2011 Director, Managing Executive Officer, General Manager of Sales Headquarters and General Manager of Network Business Headquarters, Commuture Corp. (to present)</p>	1,251 shares
8	*Manabu Kiriyaama (November 26, 1956)	<p>July 2004 Manager, Auditor's Office and the Head of Examination Section, Accounts and Finance Department, Nippon Telegraph and Telephone East Corporation</p> <p>July 2005 General Manager of Ibaraki Branch, Nippon Telegraph and Telephone East Corporation</p> <p>June 2007 General Manager of Accounts and Finance Department, Nippon Telegraph and Telephone East Corporation</p> <p>July 2009 General Manager of Management Planning Department, Business Management Headquarters and Head of Compliance Promotion Section, Risk management Headquarters, DAIMEI TELECOM ENGINEERING CORP.</p> <p>June 2010 Executive Officer, General Manager of Management Planning Department, Business Management Headquarters and Head of Compliance Promotion Section, Risk management Headquarters, DAIMEI TELECOM ENGINEERING CORP.</p> <p>October 2010 Corporate Officer, General Manager of Finance and Accounting Department of the Company</p> <p>October 2011 Corporate Officer, General Manager of Finance and Accounting Department, and General Manager of Finance Support Department, M's Brain Centre of the Company (to present)</p>	2,345 shares

No.	Name (Date of birth)	Career Summary, Status, Responsibilities and Significant Positions Concurrently Held		Number of the Company's shares owned
9	Katsuhiko Tanabe (August 14, 1942)	April 1973 September 1979 April 1998 June 2000 June 2007 June 2010 October 2010	Registered as attorney at law Representative of Tanabe & Partners (currently Representative Partner) (to present) Managing Director of Japan Federation of Bar Associations Auditor of Sanwa Shutter Corporation (current Sanwa Holdings Corporation) (to present) Auditor of Yamatake Corporation (current Azbil Corporation) Director of Yamatake Corporation (current Azbil Corporation) (to present) Senior Vice President of the Company (to present)	0 shares
10	Yasushi Komono (January 7, 1944)	June 1979 October 2010	President and Representative Director, Komono and Stanton Co., Ltd. (to present) Senior Vice President of the Company (to present)	0 shares

(Candidates marked with an asterisk are new candidates)

(Notes)

- No conflict of interest exists between the candidates for Directors and the Company.
- Mr. Masatoshi Suzuki is due to retire as the Senior Executive Vice President of NTT DOCOMO, Inc. at the end of this Ordinary General Meeting of Shareholders due to be held on June 19, 2012.
- Messrs. Katsuhiko Tanabe and Yasushi Komono are candidates for Outside Directors, and the Company has given notice to the Tokyo Stock Exchange, Inc. (TSE) and Osaka Securities Exchange Co., Ltd. (OSE) of Messrs. Tanabe and Komono as independent officers in compliance with TSE and OSE provisions.
- The Company proposes that Katsuhiko Tanabe be elected as Outside Director, based on the judgement that he would help improve the Board of Directors' transparency and enhance supervisory functions, given his wealth of experience and insight as attorney at law and his competence for executing management oversight independently from an objective viewpoint in consideration of the corporate community as a whole including laws and regulations.
- The Company proposes that Yasushi Komono be elected as Outside Director, based on the judgement that he would be able to give guidance on management of the Company in general, given his wealth of experience and insight related to management as he serves as President and Representative Director of management consulting firm Komono and Stanton Co., Ltd., and would help improve the Board of Directors' transparency and enhance supervisory functions, given his competence for executing management oversight independently from an objective viewpoint.
- Sanwa Shutter Corporation, which is a subsidiary of Sanwa Holdings Corporation where Mr. Katsuhiko Tanabe serves as an Outside Auditor, was subjected to an on-the-spot investigation by Japan Fair Trade Commission for suspected violation of the Anti-monopoly Law in November 2008 and was given a cease and desist order and an order for payment of a surcharge in June 2010. (However, in June 2010, Sanwa Shutter Corporation demanded trial claiming that the statement is contrary to the facts with the exception of some, and is currently in dispute.) Mr. Tanabe has made a variety of suggestions and expressed opinions to investigate the actual conditions and to further strengthen the internal control system to prevent the recurrence of the issue.
- Messrs. Katsuhiko Tanabe and Yasushi Komono will have served one year and nine months as Outside Directors as of the conclusion of this Ordinary General Meeting of Shareholders.
- In order to enable the Company to have competent persons as Outside Directors, the Company provides in the articles of incorporation to allow the Company to enter into contracts with Outside Directors to limit the liabilities of Outside Directors to the Company and the Company has concluded a limited liability agreement with Messrs. Katsuhiko Tanabe and Yasushi Komono. The Company plans to conclude the aforementioned limited liability agreement with Messrs. Tanabe and Komono if their reappointment is approved.
The summary of the content of the agreement is as follows.
 - If the Company becomes liable for damages due to negligence by an Outside Director, the Company accepts liability to the extent specified as the minimum liability amount in Article 425 of the Companies Act.
 - The above limitation of liability is applicable only when the Outside Director was without knowledge and was not grossly negligent in carrying out his duties that caused the liability.

Proposal No. 3 Election of Two Corporate Auditors

Two Auditors, Yoichi Takashima and Nobutoshi Takahashi, will resign at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the election of two Corporate Auditors is proposed.

The Board of Corporate Auditors has previously given its approval.

The candidates are as follows.

No.	Name (Date of birth)	Career Summary, Status and Significant Positions Concurrently Held	Number of the Company's shares owned
1	*Nobuyoshi Tanaka (May 8, 1951)	<p>July 2004 General Manager in charge of Public and NTT Sales Headquarters, Canon Sales Co., Inc. (current Canon Marketing Japan Inc.)</p> <p>June 2007 General Manager of Integrated Facilities Business Headquarters, DAIMEI TELECOM ENGINEERING CORP.</p> <p>June 2008 Senior Executive Officer and General Manager of Integrated Facilities Business Headquarters, DAIMEI TELECOM ENGINEERING CORP.</p> <p>June 2009 Managing Executive Officer and General manager of Integrated Facilities Business Headquarters, DAIMEI TELECOM ENGINEERING CORP.</p> <p>June 2010 Director and Managing Executive Officer, General Manager of Integrated Facilities Business Headquarters, DAIMEI TELECOM ENGINEERING CORP.</p> <p>March 2012 Director and Managing Executive Officer, General Manager of Integrated Facilities Business Headquarters and Tohoku Reconstruction Support Promotion Office, DAIMEI TELECOM ENGINEERING CORP. (to present)</p>	7,057 shares
2	*Yoshimichi Suganuma (April 20, 1946)	<p>June 2000 Director and General Manager of Human Resources Department, Sumitomo Electric Industries, Ltd.</p> <p>June 2001 Managing Executive Director, Sumitomo Wiring Systems Ltd.</p> <p>June 2004 Senior Managing Executive Officer, Sumitomo Densetsu Co., Ltd.</p> <p>June 2005 President, Sumitomo Densetsu Co., Ltd. (to present)</p>	0 shares

(Candidates marked with an asterisk are new candidates)

(Note)

- No conflict of interest exists between the candidates for Corporate Auditors and the Company.
- Mr. Nobuyoshi Tanaka is due to retire as a Director of DAIMEI TELECOM ENGINEERING CORP. at the end of this Ordinary General Meeting of Shareholders due to be held on June 22, 2012.
- Mr. Yoshimichi Suganuma is a candidate for Outside Corporate Auditor, and the Company plans to give notice to the Tokyo Stock Exchange, Inc. (TSE) and Osaka Securities Exchange Co., Ltd. (OSE) of Mr. Sugawara as an independent officer in compliance with TSE and OSE provisions.
- Mr. Yoshimichi Suganuma has been involved with the management of Sumitomo Electric Industries Ltd., Sumitomo Wiring Systems Ltd. and Sumitomo Densetsu Co., Ltd., therefore he is well experienced and insightful in management. His election as an Outside Corporate Auditor is proposed with the expectation that he will oversee the overall management of the Company from an objective and independent viewpoint and provide useful advice.
- In order to enable the Company to have competent persons as Outside Corporate Auditors, the Company provides in the articles of incorporation to allow the Company to enter into contracts with Outside Corporate Auditors to limit the liabilities of Outside Corporate Auditors to the Company. The Company plans to conclude a limited liability agreement with Mr. Yoshimichi Suganuma if his appointment is approved.
The summary of the content of the agreement is as follows.
 - If the Company becomes liable for damages due to negligence by an Outside Corporate Auditor, the Company accepts liability to the extent specified as the minimum liability amount in Article 425 of the Companies Act.
 - The above limitation of liability is applicable only when the Outside Corporate Auditor was without knowledge and was not grossly negligent in carrying out his duties that caused the liability.