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(Securities Code 1417)  
June 7, 2013

**To Our Shareholders:**

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

**NOTICE OF THE 3rd ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

You are cordially invited to attend the 3rd 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://www.evotep.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 25, 2013 Japan time.

**1. Date and Time:** 10 a.m., Wednesday, June 26, 2013 (Japan time)

**2. Place:** Seventh floor conference room,  
MIRAIT Holdings Corporation  
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 3rd Fiscal Term (April 1, 2012 - March 31, 2013) 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 3rd Fiscal Term (April 1, 2012 - March 31, 2013)

**Proposals to be resolved:**

- Proposal No. 1:** Appropriation of Surplus  
**Proposal No. 2:** Election of Three Directors

(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 has voting rights. However, you must submit a written power of attorney to the Company.
- 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 ask 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 payout ratio. Additionally, its internal reserve is used for reinforcing its financial position and for investing in business development to enhance its corporate value.

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

Accordingly, the annual dividend including the interim dividend of ¥10 per share is ¥20 per share.

#### 1. Term-End Dividends

##### (1) Type of dividend property

Cash

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

A dividend of ¥10 per share of common stock of the Company shall be paid. In this case, the total dividend paid is ¥824,079,250.

##### (3) Effective date of distribution of surplus

June 27, 2013

## Proposal No. 2: Election of Three Directors

Director Yusuke Kodama resigned on September 30, 2012, and Directors Kenichi Nishimura and Ikuo Washiyama will resign upon the conclusion of this General Meeting. Therefore, we ask that you elect three new Directors.

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	* Tatsuhiro Yoshimura (January 24, 1952)	<p>June 2006 Director and General Manager of the Maintenance and Service Operation Department, Network Business Headquarters, Nippon Telegraph and Telephone East Corporation</p> <p>June 2009 Representative Director and Vice President, General Manager of Network Business Division, NTT-ME Corporation</p> <p>June 2011 Joined Daimei Telecom Engineering Corporation (currently MIRAITS Corporation); Director and Senior Executive Vice President, General Manager of Corporate Management Headquarters, General Manager of Risk Management Headquarters and Head of West Japan Headquarters</p> <p>October 2012 Director and Senior Executive Vice President, General Manager of Corporate Management Headquarters, General Manager of Risk Management Headquarters and Head of West Japan Headquarters, MIRAITS Corporation (to present)</p>	7,020 shares
2	* Masashi Sogo (October 25, 1954)	<p>June 2006 General Manager of Shizuoka Branch, Nippon Telegraph and Telephone West Corporation</p> <p>June 2007 Vice President and General Manager of Auditing Department, NTT Data Corporation</p> <p>July 2009 Vice President and General Manager of General Affairs Department, NTT Data Corporation</p> <p>June 2012 Senior Vice President, General Manager of Corporate Affairs Department, MIRAITS Holdings Corporation</p> <p>October 2012 Senior Vice President of General Manager of Corporate Affairs Department, General Manager of Human Resource Division, General Manager of M's Brain Center General Affairs Division, MIRAITS Holdings Corporation (to present)</p>	1,660 shares
3	* Hiroshi Kogure (May 16, 1953)	<p>July 2002 General Manager of Fukushima Branch, Nippon Telegraph and Telephone East Corporation</p> <p>July 2005 Joined Daimei Telecom Engineering Corporation (currently MIRAITS Corporation); General Manager of President's Office, General Manager of Network Business Division</p> <p>May 2006 General Manager of Wireless IP Sales Department, Wireless Headquarters, Daimei Telecom Engineering Corporation</p> <p>October 2007 General Manager of New Business Development Department, Mobile Business Development Division, Daimei Telecom Engineering Corporation</p> <p>June 2008 Vice President, General Manager of IT Engineering &amp; Service Company Transition Planning Department, Daimei Telecom Engineering Corporation</p> <p>June 2009 Vice President, General Manager of IT Engineering &amp; Service Company Transition Planning Office and General Manager of Broadcast Radio Division, Wireless Headquarters, Daimei Telecom Engineering Corporation</p> <p>October 2010 Vice President, General Manager of Corporate Planning Department and Strategy Department, MIRAITS Holdings Corporation</p> <p>October 2012 Managing Executive Officer, General Manager of Corporate Planning Department and Strategy Department, and General Manager of Business Creation Department, MIRAITS Corporation (to present)</p>	5,349 shares

(Notes)

1. An asterisk indicates a new director candidate.
2. No conflicts of interest exist between the candidates for Directors and the Company.
3. Each of the Director candidates is scheduled to concurrently serve as Directors of the Company's key subsidiary MIRAIT Corporation. Masashi Sogo and Hiroshi Kogure are due to be elected as a Directors of MIRAIT Corporation at the end of its Ordinary General Meeting of Shareholders due to be held on June 21, 2013.