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(Securities code: 6800)

June 11, 2014

**To Shareholders with Voting Rights:**

Takayuki Tokuma  
Representative Director, President  
and Executive Officer  
Yokowo Co., Ltd.  
5-11, Takinogawa 7-chome,  
Kita-ku, Tokyo, Japan

**NOTICE OF THE 76TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders,

You are cordially invited to attend the 76th Ordinary General Meeting of Shareholders of Yokowo Co., Ltd. (the "Company"). The meeting will be held for the purposes as described below.

**If you are unable to attend the meeting, you may exercise your voting rights in writing by submitting the Voting Rights Exercise Form. Please read the Reference Documents for the General Meeting of Shareholders (described hereinafter), indicate your votes for or against each of the proposals on the enclosed Voting Rights Exercise Form, and return the form by 5:40 p.m. on Thursday, June 26, 2014 Japan time.**

- 1. Date and Time:** Friday, June 27, 2014 at 10:00 a.m. JST
- 2. Venue:** 1st floor main hall at Kita-ku Takinogawa Kaikan, located at 23-3, Nishigahara 1-chome, Kita-ku, Tokyo, Japan
- 3. Meeting Agenda:**
  - Matters to be Reported:**
    1. The Business Report, Consolidated Financial Statements for the Company's 76th Fiscal Year (from April 1, 2013 to March 31, 2014) and results of audits by the Accounting Auditor and Audit & Supervisory Board of the Consolidated Financial Statements
    2. Non-consolidated Financial Statements for the Company's 76th Fiscal Year (from April 1, 2013 to March 31, 2014)

**Proposals to be Resolved:**

- Proposal No. 1:** Distribution of Surplus
- Proposal No. 2:** Partial Amendment of the Articles of Incorporation
- Proposal No. 3:** Election of Four Directors
- Proposal No. 4:** Election of Three Audit & Supervisory Board Members
- Proposal No. 5:** Revision of the Amount of Compensation for Directors and Decision on the Amount and Details of Stock Option as Compensation for Directors
- Proposal No. 6:** Continued Implementation of Measures against Large-Scale Purchases of the Company's Shares, etc. (Anti-takeover Measures)

#### **4. Notice of Information Disclosure through the Internet**

The Company, pursuant to the provisions of applicable laws and regulations and Article 16 of the Articles of Incorporation of the Company, discloses certain matters specified below that constitute part of the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements through the website of the Company (<http://www.yokowo.co.jp>). Accordingly, they are not included in the documents attached to this notice.

- (1) “System necessary to ensure that the execution of duties by the Directors complies with laws and regulations and the Articles of Incorporation, and other systems necessary to ensure properness of operations of the Company,” and “Basic policy concerning persons who control the decisions on the Company’s financial and business policies” of the Business Report
- (2) Notes to the Consolidated Financial Statements
- (3) Notes to the Non-consolidated Financial Statements

Therefore, the documents attached to this Notice constitute only part of the Consolidated and Non-consolidated Financial Statements audited by the Accounting Auditor in preparing its Audit Report and part of the Business Report, Consolidated and Non-consolidated Financial Statements audited by Audit & Supervisory Board Members in preparing their Audit Report.

#### Notes:

- 1) For those attending, please present the enclosed Voting Rights Exercise Form to the reception upon arrival at the meeting.
- 2) Any updates to the Reference Documents for the General Meeting of Shareholders, Business Report, or Consolidated and Non-consolidated Financial Statements will be posted on the Company's website (<http://www.yokowo.co.jp>).