

Translation:

Please note that the following purports to be a translation from the Japanese original Notice of 4th Annual General Shareholders Meeting of IT Holdings Corporation. prepared for the convenience of shareholders outside Japan with voting rights. However, in the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.

(Securities Code: 3626)

June 4, 2012

To Our Shareholders:

IT Holdings Corporation

2-2, Uchisaiwaicho 1-chome, Chiyoda-ku, Tokyo
(Tokyo Head Office: 17-1, Nishi-shinjuku 8-chome, Shinjuku-ku, Tokyo)
President: Susumu Okamoto

Notice of the 4th Annual General Meeting of Shareholders

We are pleased to invite you to attend the 4th Annual General Meeting of Shareholders of IT Holdings Corporation (the "Company") to be held as described below.

If you are unable to attend the meeting, you may exercise your voting rights by means of either of the methods described below. We would appreciate it if you could review the "Reference Materials for the General Meeting of Shareholders" (attached below) and exercise your voting rights no later than 5:30 p.m. JST on Monday, June 25, 2012.

Exercising Voting Rights via Mail

Please indicate your approval or disapproval for the propositions below on the enclosed form, and return the form to the Company by the deadline above.

Exercising Voting Rights via Internet, etc.

Please check the description entitled "2. Guidance for the Exercise of Voting Rights via the Internet, etc." in the "Guidance for the Exercise of Voting Rights" on the next page, access the designated site for exercising your voting rights (<http://www.evotep.jp/>; available only in Japanese), and indicate your approval or disapproval of each of the items by the deadline above.

Schedule of the Annual General Meeting of Shareholders

- 1. Date & Time** Tuesday, June 26, 2012 at 10 a.m. JST
2. Place Meeting room on the 1st floor of the Bellesalle Shinjuku Ground
17-3, Nishi-shinjuku 8-chome, Shinjuku-ku, Tokyo
(Please refer to the map attached to the end of this document as the place has changed from last year.)

3. Agenda:**Matters for Report:**

1. Business Report, Consolidated Financial Statements and Accounting Auditor's Report, and the Board of Auditors' Report on the Audit of the Consolidated Financial Statements for the 4th Financial Year of the Company (from April 1, 2011 to March 31, 2012)
2. Non-Consolidated Financial Statements for the 4th Financial Year of the Company (from April 1, 2011 to March 31, 2012)

Matters for Approval:

- Proposition No. 1** Appropriation of Retained Earnings
Proposition No. 2 Partial Amendment to the Articles of Incorporation
Proposition No. 3 Election of 11 Directors
Proposition No. 4 Election of 3 Corporate Auditors
Proposition No. 5 Election of 1 Alternate Corporate Auditor

4. Matters to be determined at the Meeting

Please refer to the "Guidance for Exercising Voting Rights" on the next page.

* Please present the enclosed voting form at the reception on the day of the meeting.

* Please note that any amendments to the Reference Materials for the General Meeting of Shareholders, and the Business Report, the Financial Statements, and the Consolidated Financial Statements will be provided on the Company's website (<http://www.itholdings.co.jp/>).

Reference Material for the General Meeting of Shareholders

Propositions and Reference Matters

Proposition No. 1 Appropriation of Retained Earnings

We seek to appropriate the retained earnings as follows:

Year-end Dividend

Our group of companies considers the distribution of earnings to be one of our priority management tasks, on a long-term and comprehensive basis, and accordingly strives to continue a stable dividend payout, taking into consideration trends in business operations, financial position, and adequacy of retained earnings for future business development.

We would like to propose a year-end dividend of 18 yen per share.

(1) Dividend Type

Cash dividend

(2) Allotment of Dividend and Total Amount of Dividends

18 yen per common share in the Company for a total sum of 1,579,899,888 yen

(The annual dividend payment per share is 18 yen as no interim dividend was distributed.)

(3) Effective Date for the Payment of Dividend from Retained Earnings

June 27, 2012

Proposition No. 2 Partial Amendment to the Articles of Incorporation

The Company proposes partial amendments to the existing Articles of Incorporation, as per the following:

1. Reasons for the proposal

(1) Aiming to improve managerial efficiency and reduce costs, the offices of the Company and those of its group companies that were spread over the Tokyo metropolitan area were integrated and the Tokyo head office of the Company was relocated in January of this year. As a consequence of this relocation, the head office address that is stipulated in Article 3 of the existing Articles of Incorporation needs to be amended accordingly from Chiyoda-ku, Tokyo to Shinjuku-ku, Tokyo.

(2) In addition, other necessary revisions will have to be made.

2. Details of Amendments

Details of the proposed amendments are as follows:

(Amendments are underlined)

Current	After Amendment
Article 1 } (text omitted) Article 2 (Head office address) Article 3 The head office of the Company shall be located in <u>Chiyoda-ku</u> , Tokyo. Article 4 } (text omitted) Article 12 (Convocation <u>and Place of convocation</u>) Article 13. The ordinary general meeting of shareholders of the Company shall be convened annually in June, and any irregular general meetings of shareholders shall be convened as necessary. Article 14 } (text omitted) Article 52	Article 1 } (no changes) Article 2 (Head office address) Article 3 The head office of the Company shall be located in <u>Shinjuku-ku</u> , Tokyo. Article 4 } (no changes) Article 12 (Convocation) Article 13. The ordinary general meeting of shareholders of the Company shall be convened annually in June, and any irregular general meetings of shareholders shall be convened as necessary. Article 14 } (no changes) Article 52

Proposition No. 3 Election of 11 Directors

The term of office of all ten current Directors will expire at the close of this Annual General Meeting of Shareholders. Accordingly, we propose that 11 Directors be elected so as to strengthen and enhance the management structure.

The candidates for Directors are as follows:

* indicates candidates for Directors to be newly appointed.

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed		No. of shares held in the Company
1	Katsuki Kanaoka (February 24, 1956)	May 1985	Joined INTEC Inc.	144,628
		June 2000	Director of INTEC Inc. President and Representative Director of AT TOKYO Corporation	
		June 2003	Executive Director of INTEC Inc.	
		April 2005	Director, Executive Operating Officer of INTEC Inc.	
		April 2007	Representative Director, President and Operating Officer, of INTEC Inc.	
		June 2007	Representative Director, President and Operating Officer, of INTEC Inc., Director of INTEC Holdings Ltd.	
		April 2008	President, Representative Director and Operating Officer of INTEC Inc., and Director of IT Holdings Corporation (to present)	
		June 2009	President and Representative Director of INTEC Inc. (to present)	
2	Susumu Okamoto (May 12, 1943)	October 1975	Joined Toyo Information Systems Co., Ltd. (currently TIS Inc.)	58,366
		June 1990	Director of TIS Inc.	
		April 1992	Executive Director of TIS Inc.	
		June 1996	Representative Director and Executive Managing Director of TIS Inc.	
		April 2004	President and Representative Director of TIS Inc.	
		April 2008	Chairman and Representative Director of TIS Inc., and President and Representative Director of IT Holdings Corporation (to present)	
		April 2011	Senior Adviser of TIS Inc. (to present)	
		(Important position of other organizations concurrently assumed) Vice Chairman of Japan Information Technology Services Industry Association		

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed		No. of shares held in the Company
3	Norio Maenishi (April 19, 1949)	April 1972	Joined Toyo Information Systems Co., Ltd. (currently TIS Inc.)	36,452
		June 1996	Director of TIS Inc.	
		June 2001	Executive Director of TIS Inc.	
		April 2004	Representative Director and Executive Managing Director of TIS Inc.	
		April 2008	Executive-Vice-President and Representative Director, in charge of Vision21 Promotion Office, and Beijing Representative Office, General Manager of Sales Promotion Division of TIS Inc.	
		April 2009	Executive-Vice-President and Representative Director, General Manager of IT Platform Services Business Division, in charge of Sales Promotion Division, and e-Commerce Center Promotion Office of TIS Inc.	
		April 2010	Director of TIS Inc. Vice President and Operating Officer of IT Holdings Corporation	
June, 2010	Director and Executive Vice President of IT Holdings Corporation (to present)			

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed	No. of shares held in the Company
4	Tomoki Sato (November 13, 1952)	<p>April 1975 Joined The Mitsubishi Bank, Ltd. (Currently The Bank of Tokyo-Mitsubishi UFJ ,Ltd.)</p> <p>May 1995 General Manager of Akasaka Mitsuke Branch of The Mitsubishi Bank, Ltd.</p> <p>April 1999 General Manager of Otsuka Branch of The Bank of Tokyo-Mitsubishi, Ltd.</p> <p>March 2001 General Manager of Ikebukuro Branch of The Bank of Tokyo-Mitsubishi, Ltd.</p> <p>June 2002 General Manager of Senba Branch of The Bank of Tokyo-Mitsubishi, Ltd.</p> <p>July 2004 Delegated to INTEC Inc., Operating Officer</p> <p>April 2005 Operating Officer of INTEC Inc.</p> <p>April 2007 Managing Officer of INTEC Inc. General Manager of Finance Solution Division</p> <p>April 2008 Executive Operating Officer of INTEC. General Manager of West Japan Area</p> <p>June 2009 Senior Managing Director of INTEC Inc. General Manager of West Japan Area</p> <p>April 2011 Vice President and Operating Officer of IT Holdings Corporation</p> <p>June 2011 Director and Executive Vice President of IT Holdings Corporation (to present)</p>	9,200

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed		No. of shares held in the Company
5	Tetsuo Nakao (April 2, 1936)	January 1964	Participated (part-time) in foundation of Toyama Automatic Computing Service Center Co., Ltd. (currently INTEC Inc.)	134,403
		August 1973	Joined INTEC Inc.	
		June 1978	Director of INTEC Inc.	
		May 1984	Executive Director of INTEC Inc.	
		June 1990	Executive Managing Representative Director of INTEC Inc.	
		August 1993	President and Representative Director of INTEC Inc.	
		April 2005	Chairman and Representative Director of INTEC Inc.	
		October 2006	Chairman, President and Representative Director of INTEC Holdings Ltd.	
		April 2008	Chairman and Representative Director of INTEC Holdings Ltd., Chairman and Representative Director of IT Holdings Corporation (to present)	
		June 2009	Chairman and Representative Director of INTEC Inc. (to present)	
6	Hiroaki Fujimiya (January 31, 1947)	December 1978	Joined Toyo Information Systems Co., Ltd. (currently TIS Inc.)	45,020
		June 1994	Director of TIS Inc.	
		June 1999	Executive Director of TIS Inc.	
		April 2002	Director of TIS Inc., Executive-Vice-President and Operating Officer of Komatsu Soft Ltd. (currently Qualica Inc.)	
		June 2002	Director of TIS Inc. Executive-Vice-President and Representative Director of Komatsu Soft Ltd. (currently Qualica Inc.)	
		April 2004	President and Representative Director of Qualica Inc.	
		April 2008	President and Representative Director of TIS Inc., and Director of IT Holdings Corporation (to present)	
		April 2011	Chairman and Representative Director of TIS Inc. (to present)	

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed	No. of shares held in the Company
7	Masaki Chitose (February 15, 1954)	<p>October 1984 President and Representative Director of Stat Service Corporation</p> <p>April 1989 Representative Director and Executive Managing Director of Stat Corporation</p> <p>June 1995 Executive-Vice-President and Representative Director of Stat Corporation</p> <p>April 1997 Senior Managing Director of MKC Stat Corporation</p> <p>June 2000 Executive-Vice-President and Representative Director of MKC Stat Corporation</p> <p>October 2001 Executive-Vice-President and Representative Director of Sorun Corporation</p> <p>April 2002 President and Representative Director of Sorun Corporation</p> <p>April 2007 President and Representative Director, and Operating Officer of Sorun Corporation</p> <p>June 2010 President and Representative Director, and Operating Officer of Sorun Corporation, and Director of IT Holdings Corporation (to present)</p> <p>April 2011 Executive-Vice-President and Representative Director of TIS Inc.</p> <p>April 2012 Executive Vice Chairman and Representative Director of TIS Inc.(to present)</p>	505,100
8	* Koji Takizawa (March 29, 1951)	<p>April 1973 Joined INTEC Inc.</p> <p>June 1999 Director of INTEC Inc.</p> <p>June 2001 Executive Director of INTEC Inc.</p> <p>April 2005 Director, Executive Managing Officer CTO of INTEC Inc.</p> <p>June 2007 Executive-Vice-President and Director; in charge of Project Planning and IR, of the INTEC Holdings Ltd.</p> <p>April 2008 Executive-Vice-President and Director of IT Holdings Corporation</p> <p>April 2011 Director of IT Holdings Corporation Director and Executive Vice President of INTEC Inc. - in charge of the Public Solutions Division and the Financial Solutions Product Division; General Manager of BPO Division (to present)</p>	35,248

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed		No. of shares held in the Company
9	* Katsuhiko Ishii (November 5, 1953)	October 2001	Joined Sorun Corporation	2,800
		June 2007	Director and Operating Officer of Sorun Corporation in charge of Corporate Planning Division	
		April 2008	Director and Operating Officer of Sorun Corporation in charge of Compliance Office and Project Control Office	
		April 2009	Director and Operating Officer of Sorun Corporation in charge of Financial Solutions Division No. 1 and Financial Solutions Division No. 2	
		April 2010	Director and Operating Officer of Sorun Corporation, and Assistant General Manager of Sorun's Tokyo Metropolitan Area Business Management Division	
		April 2011	Managing Executive Officer of TIS Inc.; General Manager of Financial Industry SUB 2 and Manager of Financial Systems Div. 3 of TIS's Financial Industry SBU	
		October 2011	Managing Executive Officer of TIS Inc. and Deputy Division Manager of TIS's Financial Industry SBU	
		April 2012	Managing Executive Officer of TIS Inc. and Deputy Division Manager of TIS's Corporate SBU (to present)	
10	Shingo Oda (November 8, 1944)	July 1970	Joined Yokogawa-Hewlett-Packard Japan, Ltd. (currently Hewlett-Packard Japan, Ltd.)	--
		January 1997	Director of Hewlett-Packard Japan, Ltd.	
		January 1999	Executive Director of Hewlett-Packard Japan, Ltd.	
		November 2002	Executive-Vice-President and Director of Hewlett-Packard Japan, Ltd.	
		February 2005	Executive-Vice-President and Representative Director of Hewlett-Packard Japan, Ltd., Head of Sales	
		May 2005	President and Representative Director of Hewlett-Packard Japan, Ltd.	
		February 2007	President and Representative Director, Operating Officer of Hewlett-Packard Japan Ltd.	
		December 2007	Executive Advisor of Hewlett-Packard Japan. Ltd.	
		April 2008	Director of IT Holdings Corporation (to present)	

Candidate No.	Name (Date of Birth)	Career Summary, Position, and Responsibility at the Company and Important position of other organizations concurrently assumed		No. of shares held in the Company
11	Yoshinobu Ishigaki (October 6, 1946)	April 1969	Joined IBM Japan Ltd.	--
		April 1998	Executive Director, and General Manager of Strategic Outsourcing, IBM Japan Ltd.	
		January 2001	Managing Director, Global Industrial Account, IBM Corporation	
		November 2001	President and CEO of Sapient K.K.	
		October 2004	President and CEO of AT TOKYO Corporation	
		June 2009	Board Chairman of AT TOKYO Corporation	
		June 2010	Director of IT Holdings Corporation (to present)	

(Notes)

1. None of the above-mentioned candidates for Directors has any special interest in the Company.
2. Messrs. Shingo Oda and Yoshinobu Ishigaki are candidates for Outside Directors as set forth under Item 7, Paragraph 3, Article 2 of the Regulations for the Enforcement of the Companies Act. The Company has designated Messrs. Shingo Oda and Yoshinobu Ishigaki as Independent Directors as defined by Rule 436-2 of the Securities Listing Regulations of Tokyo Stock Exchange, Inc., and given notice of their designation to the Exchange.
3. Reasons for Electing the Candidates for Outside Directors
 - (1) Mr. Shingo Oda served as President and Representative Director of Hewlett–Packard Japan, Ltd. We believe that he will offer his extensive experience and deep insight on industry trends and corporate management, especially in the area of IT, to the management of IT Holdings Corporation. We further believe that he will give his advice and suggestions from an independent standpoint so as to ensure that the decisions to be made by the Company’s Board of Directors will be reasonable and appropriate. For this reason, we nominate Mr. Oda to be a candidate for an Outside Director. Mr. Oda assumed the office of an Outside Director since April 2008, and shall have served four years and three months at the conclusion of this Annual General Meeting of Shareholders.
 - (2) Mr. Yoshinobu Ishigaki holds extensive experience and broad insight as a corporate executive. We believe that the Company will benefit from his wide-ranging experience and wealth of expertise in the IT service industries. Additionally, he is expected to offer his advice and suggestions from an independent standpoint so as to ensure the reasonableness and appropriateness of the decisions to be made by the Company’s Board of Directors. For this reason, he is nominated to be a candidate for an Outside Director.
Mr. Ishigaki had been an employee of IBM Japan Ltd. until the end of October 2001. IBM Japan and our group of companies have business dealings, which represent 1.61% of our consolidated sales. It has been ten years and seven months since he left IBM. The Company has concluded that the decision-making by the Company’s management would not be impacted by said business partner in any way. Consequently, the Company believes that there is no potential conflict of interest between Mr. Ishigaki and the Company’s general shareholders.
Mr. Ishigaki assumed the office of an Outside Director in June 2010, and shall have served two years at the conclusion of this Annual General Meeting of Shareholders.
4. Limited Liability Agreement with Outside Directors
In accordance with Paragraph 1, Article 427 of the Companies Act, the Articles of Incorporation of the Company states that the Company may enter into an agreement with Outside Directors that limits their liability to the amount set forth under Paragraph 1, Article 425 of the Companies Act so far as the Outside Directors act in good faith and are not grossly negligent in performing their duties. Currently, the Company has entered into limited liability agreements with Messrs. Shingo Oda and Yoshinobu Ishigaki. The maximum amount of limited liability under these agreements is set at the level stipulated by laws and regulations. If Messrs. Shingo Oda and Yoshinobu Ishigaki are re-elected, the Company plans to renew these agreements with each of them.

5. The number of shares of the Company that are held by each of the candidates for Directors includes the unit shares held by each candidate in the Directors' Shareholdings Association of IT Holdings Corporation.

Proposition No. 4 Election of 3 Corporate Auditors

The term of office of three Corporate Auditors, Messrs. Tadamasa Hayashi, Jun Ito and Shigekazu Takeuchi, will expire at the end of this Annual General Meeting of Shareholders. Accordingly, we hereby request that 3 Corporate Auditors be elected.

The Board of Corporate Auditors has previously given its approval on the submission of this proposition.

The candidates for Corporate Auditors are as follows:

* indicates candidates for Corporate Auditors to be newly appointed.

Candidate No.	Name (Date of Birth)	Career Summary, Position at the Company and Important position of other organizations concurrently assumed	No. of shares held in the Company
1	* Masaru Takeda (April 27, 1948)	<p>April 1971 Joined INTEC Inc.</p> <p>June 2001 Director and General Manager of Administrative System Division of INTEC Inc.</p> <p>April 2003 Executive Director and General Manager of Administrative System Division of INTEC Inc.</p> <p>April 2005 Executive Managing Officer and General Manager of Administrative System Division of INTEC Inc.</p> <p>October 2005 Executive Managing Officer and General Manager of Group Management Division of INTEC Inc.</p> <p>October 2006 Director of INTEC Holdings Ltd. in charge of Group General Affairs Dept.</p> <p>June 2007 President and Representative Director of KOUSHI INTEC Inc.</p> <p>June 2009 Standing Corporate Auditor of INTEC Inc. (to present)</p>	18,422
2	* Taigi Ito (October 13, 1946)	<p>January 1970 Joined Tsuji Audit Office, an audit firm. (Tsuji Audit Office became Misuzu Audit Corporation as the result of a merger and renaming. Misuzu Audit Corporation is currently undergoing a liquidation process.)</p> <p>February 1989 Representative Partner, Misuzu Audit Corporation</p> <p>July 2004 Vice Chairman of The Japanese Institute of Certified Public Accountants</p> <p>August 2007 Founding Chief, Taigi Ito CPA Firm (to present)</p> <p>April 2009 Professor, Waseda University Graduate School of Accountancy (to present)</p> <p>(Important position of other organizations concurrently assumed) Chairman, Disciplinary Committee, The Japanese Institute of Certified Public Accountants</p>	—

Candidate No.	Name (Date of Birth)	Career Summary, Position at the Company and Important position of other organizations concurrently assumed	No. of shares held in the Company
3	* Muneaki Ueda (January 1, 1948)	<p>August 1983 Joined Temporary Center Inc. (currently Pasona Inc.)</p> <p>January 1988 Executive Director, General Manager of International Division and Business Development Dept. Manager of Temporary Center Inc. President and Representative Director of Pasona America Inc.</p> <p>April 1991 Executive Managing Director and General Manager of Sales Division of Temporary Center Inc.</p> <p>June 1993 Director and Vice President of Pasona Inc.</p> <p>June 2000 President and Representative Director of Pasona Inc.</p> <p>August 2004 President and Representative Director of Professional Bank Inc.</p> <p>April 2007 Chairman and Representative Director of Professional Bank Inc. (to present)</p>	—

(Notes)

1. None of the above-mentioned candidates for Corporate Auditors has any special interest in the Company.
2. Messrs. Taigi Ito and Muneaki Ueda are candidates for Outside Corporate Auditors as set forth under Item 8, Paragraph 3, Article 2 of the Regulations for the Enforcement of the Companies Act. The Company has determined that Messrs. Ito and Ueda satisfy the requirements for Independent Directors as defined by Rule 436-2 of the Securities Listing Regulations of Tokyo Stock Exchange, Inc. and that there would be no conflict of interest between Messrs. Ito and Ueda and the Company's general shareholders. Based on this determination, the Company intends to designate the two gentlemen as Independent Directors and give notice of the designation to the Exchange.
3. Reasons for Electing the Candidates for Outside Corporate Auditors
 - (1) Mr. Taigi Ito is a Certified Public Accountant and has the capacity to contribute toward strengthening the Company's group audit system by applying his financial and accounting expertise and experience. Although Mr. Ito has no direct experience with corporate management, we believe that he is capable of properly performing the duties of a Corporate Auditor for the reasons stated above. For this reason, we nominate Mr. Ito to be a candidate for an Outside Corporate Auditor.
 - (2) Mr. Muneaki Ueda holds extensive experience and broad insight as a corporate executive, which we believe he will apply to the audits of the Company and properly perform the duties of a Corporate Auditor. For this reason, we nominate Mr. Ueda to be a candidate for an Outside Corporate Auditor.
4. Limited Liability Agreements with Outside Corporate Auditors

In accordance with Paragraph 1, Article 427 of the Companies Act, the Articles of Incorporation of the Company states that the Company may enter into an agreement with Outside Corporate Auditors that limits their liability to the amount set forth under Paragraph 1, Article 425 of the Companies Act so far as they acts in good faith and are not grossly negligent in performing their duties. If Messrs Taigi Ito and Muneaki Ueda are elected to be Outside Corporate Auditors, the Company intends to execute a limited liability agreement with each of them.
5. The number of shares of the Company that are held by each of the candidates for Corporate Auditors includes the unit shares held by each candidate in the Directors' Shareholding Association of IT Holdings Corporation.

Proposition No. 5 Election of 1 Alternate Corporate Auditor

We request the election of one alternate Corporate Auditor in accordance with the provisions of Paragraph 2, Article 329 of the Companies Act in preparation for the potential development of a shortfall in the number of auditors prescribed by laws and regulations.

The election under this proposition shall remain in effect until the opening of the next annual general meeting of shareholders.

The Board of Corporate Auditors has previously given its approval on the submission of this proposition.

The candidate for an alternate Corporate Auditor is as follows:

Name (Date of Birth)	Career Summary, Position at the Company and Important position of other organizations concurrently assumed	No. of shares held in the Company
Jun Ito (June 6, 1939)	December 1968 Joined Chuo Accounting Office, an audit corporation	8,400
	March 1983 Representative Partner of Chuo Accounting Office	
	September 2004 Founding Partner, Jun Ito CPA and Tax Accountant Office (to present)	
	June 2005 Corporate Auditor of TIS Inc.	
	April 2008 Corporate Auditor of IT Holdings Corporation (to present)	

(Notes)

1. The above-mentioned candidate for an alternate Corporate Auditor has no special interest in the Company.
2. Mr. Jun Ito is a candidate for an alternate Outside Corporate Auditor. He satisfies the requirements for an Independent Directors as defined by Rule 436-2 of the Securities Listing Regulations of Tokyo Stock Exchange, Inc.
3. The reason for selecting Mr. Ito to be a candidate for an alternate Outside Corporate Auditor is that he is licensed to be both a Certified Public Accountant and a Certified Public Tax Accountant. Moreover, he has served as the Company's Outside Corporate Auditor for approximately four years. The Company has determined that he is capable of properly performing the duties of an Outside Corporate Auditor for these reasons. Mr. Ito became the Company's Outside Corporate Auditor in April 2008. He will have held the position for four years and three months as of the conclusion of this Annual General Meeting of Shareholders.
4. Limited Liability Agreement with the Outside Corporate Auditor
In accordance with Paragraph 1, Article 427 of the Companies Act, the Articles of Incorporation of the Company states that the Company may enter into an agreement with Outside Corporate Auditors that limits their liability to the amount set forth under Paragraph 1, Article 425 of the Companies Act so far as they act in good faith and are not grossly negligent in performing their duties. If Mr. Ito is elected to be a Corporate Auditor, the Company intends to execute a limited liability agreement with him.
5. The number of shares of the Company that are held by the candidate for an alternate Corporate Auditor includes the unit shares held by the candidate in the Directors' Shareholding Association of IT Holdings Corporation.