

English Translation of Original Japanese

This is a translation of the original notice in Japanese. In the event of any discrepancy, the original notice in Japanese shall prevail.

Securities code number: 6054

March 6, 2020

To Our Shareholders

Livesense Inc.
2-25-2 Kamiosaki, Shinagawa-ku, Tokyo
Taichi Murakami,
President and Representative Director

Notice of the Convocation of the 14th Ordinary General Meeting of Shareholders

You are hereby notified that Livesense will convene its 14th annual Ordinary General Meeting of Shareholders (Annual Meeting) as indicated below. You are respectfully requested to attend. If, however, you do not plan to attend the Annual Meeting, please exercise your proxy vote by postal mail after considering the Reference Documents for the Annual Meeting accompanying this Notice.

Please indicate whether you are in favor of or opposed to the proposal on the enclosed proxy voting ballot, and then mail it to arrive by 7:00 p.m. on Thursday, March 26, 2020.

Thank you.

The details of the Annual Meeting are as follows:

1. Time:

Friday, March 27, 2020, at 10 a.m. (reception starts at 9:30 a.m.)

2. Place:

Conference Space ABC "EVENT SPACE EBiS303" Ebisu Subaru Building 5F
1-chome 20-8 Ebisu, Shibuya-ku, Tokyo

3. Matters to be reported on and matters to be resolved

Matters to be reported:

- 1) The content of the Business Report, the Consolidated Financial Statements and a report on the audit results of consolidated financial statements by the accounting auditors and the board of company auditors for the 14th period (January 1, 2019, to December 31, 2019)
- 2) The Non-consolidated Financial Statements for the 14th period (January 1, 2019, to December 31, 2019)

Matters to be resolved:

Proposal 1: Election of 3 Directors

Proposal 2: Election of one Deputy Director

(Note 1): If you decide to attend the Annual Meeting, please bring the enclosed attendance card to the meeting and present it at the entrance to the meeting hall.

(Note 2): If you intend to attend by proxy, it must be only another shareholder with voting rights. In this case, the attendance card must be submitted at the entrance together with written proof of the right of proxy such as a letter of proxy. Persons other than shareholders with voting rights, such as proxies who are not shareholders and accompanying parties will not be admitted to the Annual Meeting.

Reference Documents for the Annual Meeting

Proposal and Reference Documents

Proposal 1: Election of 3 Directors

Three (3) directors will complete their term of service as of the conclusion of the Annual Meeting, so we are proposing the election of three (3) directors.

The candidates are as follows:

Name	Taichi Murakami
Date of Birth	October 27, 1986
Profiles	Feb. 2006: Established Livesense, President and Representative Director (current position) In charge of business divisions Jan. 2018: Director of Livesense Connect Inc. Jan. 2018: Director of PHIL LIFE Inc. (current position) Jan. 2019: President and Representative Director of Livesense Connect Inc. (current position)
Reasons for selection as candidate for director	As the founder of the Company, he possesses extensive knowledge and experience related to corporate management, business strategies, development of new services, etc., having consistently served as representative. As such, we have determined that he is qualified to execute and promote management of the Group and have made him a candidate to continue to serve as director.
Number of Company shares held	13,696,700 shares

Name	Keizo Tannawa
Date of Birth	September 19, 1952
Profiles	<p>Apr. 1978: Joined Nippon Kokan Ltd. (now JFE Holdings Corporation)</p> <p>Jul. 1987: Joined Tokyo Office of McKinsey & Company</p> <p>Jul. 1997: President and Representative Director of Towers Watson</p> <p>Feb. 2007: Outside Director of Kito Corporation</p> <p>Jun. 2007: Outside Auditor of INVAST Securities Co., Ltd.</p> <p>Jun. 2010: Outside Auditor of Akebono Brake Industry Co., Ltd.</p> <p>Mar. 2014: Outside Auditor of ZMP Inc. (current position)</p> <p>Sep. 2014: Vice Chairman and Representative Director of WWF Japan (current position)</p> <p>Jun. 2015: Outside Director of INVAST Securities Co., Ltd. (current position)</p> <p>Mar. 2016: Outside Director of Tsubaki Nakashima Co., Ltd. (current position)</p> <p>Mar. 2017: Outside Director of the Company (current position)</p> <p>Feb. 2019: Outside Director of COCON Inc. (current position)</p>
Reasons for selection as candidate for outside director	<p>He has extensive experience in organizational, personnel, and corporate management. As such, we have determined that he is capable of continuing to properly execute his duties as an outside director and have made him a candidate to continue to serve as outside director.</p>
Number of Company shares held	13,900 shares

Name	Shinichiro Yasukawa (New election)
Date of Birth	January 3, 1968
Profiles	<p>Apr. 1991: Joined McKinsey & Company</p> <p>Apr. 1999: Joined Softbank Corp. (now SoftBank Group Corp.)</p> <p>Feb. 2000: Co-founding Director of IP Revolution, Inc.</p> <p>Jan. 2003: Joined SoftBank BB Corp. (now SoftBank Corp.)</p> <p>Apr. 2005: Joined JAPAN TELECOM CO., LTD. (now SoftBank Corp.)</p> <p>Apr. 2006: Executive Officer of JAPAN TELECOM CO., LTD. (now Softbank Corp.)</p> <p>Apr. 2006: President and Representative Director of IP Revolution, Inc.</p> <p>Apr. 2007: Executive Officer of SoftBank Telecom Corp. (now SoftBank Corp.)</p> <p>Oct. 2008: Executive Officer of SoftBank Mobile Corp. (now SoftBank Corp.)</p> <p>Apr. 2013: Joined SMS CO., LTD.</p> <p>Jan. 2016: Founder and CEO of Great Journey GK (current position)</p> <p>May 2016: Special Advisor to Osaka City and Prefecture</p> <p>Sep. 2016: Advisor to Tokyo Metropolitan Government and Special Advisor to Government Reform Headquarters</p> <p>May 2019: Director of Wellbeing for planet earth (current position)</p> <p>May 2019: Executive Advisor to the Government CIO at Cabinet Secretariat in charge of IT Strategy Office (current position)</p>
Reasons for selection as candidate for outside director	<p>He has extensive knowledge and experience with business strategies and corporate management in the IT industry. We have made him a candidate for outside director because we have determined that he will properly execute his duties as an outside director, in other words, that he will contribute to the Company from the standpoint of business strategy.</p>

Number of Company shares held	0 shares
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(Notes)

1. The conflicts of interest between the Company and the above candidates are as follows:
 - (1) Taichi Murakami serves as President and Representative Director of Livesense Connect Inc., which has a business relationship with the Company.
 - (2) No conflict of interest exists between the Company and the other candidates.
2. Keizo Tannawa and Shinichiro Yasukawa are candidates for outside director.
3. Keizo Tannawa is currently an outside director of the Company, and at the conclusion of this Annual Meeting, he will have served in this capacity for three (3) years.
4. The Company has provided notice to the Tokyo Stock Exchange of Keizo Tannawa's qualification as an independent officer as defined by the Tokyo Stock Exchange, and in the event that his reappointment is approved as an independent officer, we will notify the Tokyo Stock Exchange accordingly. Additionally, Shinichiro Yasukawa meets the requirements of an independent director as defined by the Tokyo Stock Exchange, and in the event that his appointment is approved as an independent director, we will notify the Tokyo Stock Exchange accordingly.
5. The Company has entered into an agreement with Keizo Tannawa to limit his liability for damages as outlined under Article 423, Paragraph 1 of the Companies Act in accordance with Article 427, Paragraph 1 of the Companies Act and the Company's Articles of Association. The limit of liability for damages under the agreement is the minimum liability amount stipulated under Article 425, Paragraph 1 of the Companies Act. In the event that Keizo Tannawa's reappointment is approved, this agreement will be extended. Additionally, in the event that Shinichiro Yasukawa's appointment is approved, the Company will enter into the same agreement with him to limit their liability.

Proposal 2: Election of one Deputy Director

We propose the election of one (1) deputy director in preparation for the case that the number of directors falls short of statutory requirements.

This appointment may be canceled by resolution of the Board of Directors before the term of office begins.

The candidate is as follows:

Name	Daisuke Katsura
Date of Birth	June 23, 1985
Profiles	Feb. 2006: Established Livesense, Director May 2010: General Manager of Development Division Nov. 2012: Manager of Business Promotion Department Sep. 2013: Manager of Real Estate Business Department Jan. 2014: Manager of Digital Marketing Department Apr. 2014: Manager of Catalyst Department Jul. 2014: Manager of Marketing Office Nov. 2014: Manager of CTO Office Jan. 2015: Manager of Creative Development Department Mar. 2017: Employee of the Company (current position)
Reasons for selection as candidate for deputy director	He is a co-founder of the Company and possesses extensive knowledge and experience as a director. We have made him a candidate for deputy director because we have determined that his extensive knowledge and experience can be utilized to the Company's advantage if he is appointed.
Number of Company shares held	2,698,000 shares

(Note)

No conflict of interest exists between the Company and the above candidate.