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(Stock Exchange Code 9449) April 25, 2017

To Shareholders with Voting Rights:

Masatoshi Kumagai CEO, Chairman of the Board and President, and Group CEO GMO Internet, Inc. 26-1, Sakuragaoka-cho, Shibuya-ku, Tokyo

NOTICE OF THE FY2016 ANNUAL GENERAL MEETING OF SHAREHOLDERS

Date and Time:	Wednesday, May 10, 2017 at 11:00 a.m.		
	Reception opens at 10:30 a.m.		
Place:	The second basement floor, "Ballroom" at the Cerulean Tower Tokyu Hotel		
	26-1, Sakuragaoka-cho, Shibuya-ku, Tokyo		
	(Please refer to the map to the venue at the end of this document.)		
Meeting Agenda:			
Matters to be reported:	 Reporting on the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the Company's Fiscal Year 2016 (January 1, 2016 - December 31, 2016) Reporting on the results of audits by the Financial Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements 		
Proposals to be resolved:	resolved:		
Proposal:	Election of 15 Directors (excluding Directors who are Audit and Supervisory		
	Committee Members)		

Matters regarding the exercise of voting rights

- * When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- * The following items are posted on the Company's website (https://www.gmo.jp) in accordance with laws and regulations and Article 23 of the Company's Articles of Incorporation and therefore not included in the documents accompanying this notice of convocation. Accordingly, the documents accompanying this notice of convocation are part of the scope of audit performed by the Audit and Supervisory Committee and the Financial Auditor in the preparation of the audit report.
 - 1) Notes to Consolidated Financial Statements
 - 2) Notes to Non-Consolidated Financial Statements
- * If any modification is made to the contents of the Business Report, the Consolidated Financial Statements, the Non-Consolidated Financial Statements, and/or the Reference Documents for the General Meeting of Shareholders, the Company will post such modification on its website (https://www.gmo.jp).

Information Notice

Unlike the General Meetings of Shareholders in previous years, the Kids' Room, a childcare facility, is not available at the FY2016 Annual General Meeting of Shareholders owing to circumstances of the venue. Any accompanying person, including a child, is not allowed to attend the meeting. We deeply appreciate your understanding.

Reference Documents for the General Meeting of Shareholders

Proposal: Election of 15 Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all of our Directors (16 in total) will expire at the conclusion this Annual General Meeting of Shareholders.

Accordingly, the election of 15 Directors is proposed.

This proposal was discussed at the Audit and Supervisory Committee, with no opinions given.

The candidates are as follows:

Table: List of Candidates for Election as Directors

Candidate No.	Name	Positions	Responsibilities
1	Masatoshi Kumagai	Founder and Group CEO	_
2	Masashi Yasuda	C.F.O	Deputy to Group CEO and Head of Group Management Division
3	Hiroyuki Nishiyama	C.O.O	Deputy to Group CEO, Head of Group Ecommerce Solutions Division and Head of Group Staff Development Division
4	Issei Ainoura	Vice President	Head of Group Payment Processing Division
5	Tadashi Ito	Managing Director	Head of Group Infrastructure Division and General Manager of Business Division
6	Hirofumi Yamashita	Managing Director	Head of Group Systems Division and General Manager of Systems Division
7	Toshiaki Horiuchi	Executive Director	Head of Innovation and Technology Systems Office
8	Katsumi Arisawa	Executive Director	In charge of Group Finance Division and General Manager of Group Human Resources Department
9	Teruhiro Arai	Director	Head of Group Investment Strategy Office
10	Kentaro Sato	Director	-
11	Kimihiro Kodama	Director	General Manager of Hosting Business Department, Business Division
12	Masamitsu Nomura	Director	Head of Group Global Business Development Office
13	Ichiro Chujo	Director	In charge of Security Business and Adviser for Overseas Strategies
14	Makoto Hashiguchi	Director	New candidate
15	Atsuko Fukui	Director	New candidate

(Note) Each candidate approved the Policy toward Large-scale Purchases of the Company's Shares, which has been adopted since March 2006. For the outline of the policy, please refer to "7. Basic Policy Regarding the Control of the Stock Company" on page 57 through page 63 of this Notice of Convocation.

No.	Name (Date of birth)]	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Masatoshi Kumagai (July 17, 1963) [Reappointment]	April 2000 August 2001 April 2002 March 2003 March 2004 December 2004 March 2007 May 2008 April 2009 December 2011 December 2012 March 2015 March 2016 [Reasons for the As founder of companies inclupossesses not on strategy but also not bound by prand President, arthe driving force years, and as a second companies in cluposesses, and as a second companies in cluposesses and companies in cluposessesses and companies in cluposesses and compa	(currently, GMO Payment Gateway, Inc.) Chairman of the Board of MagClick Inc. (currently, GMO AD Partners, Inc.) CEO, Chairman of the Board and President, and Group CEO of GMO Internet, Inc. (current position) Chairman of the Board of Inovex, Inc. (currently, GMO TECH, Inc.) (current position) Chairman of the Board and President of GMO Payment Gateway, Inc. Chairman of the Board of GMO Payment Gateway, Inc. (current position) Director of GMO AD Partners, Inc. Chairman of the Board of GMO AD Partners, Inc. (current position)	11,450,411

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	Masashi Yasuda (June 10, 1971) [Reappointment]	March 2002 March 2003 March 2005 May 2008 March 2013 March 2015 March 2016 June 2016 December 2016 [Reasons for the Since joining the professional known contribute to the administrative drisk management governance. As developed timely the Group. From has assisted the finance. He also	e Company in 2000, Masashi Yasuda has demonstrated his owledge and experience as a certified public accountant to be growth of the Group. Since 2005, he has overseen departments of the Company and the Group, conducting the entire through enhancement of legal compliance and the officer in charge of Investor Relations, he has actively y disclosure and the investor relations/financial strategy of the time of his appointment as Deputy CEO in 2015, he of Group CEO in the fields of business management, and the has rich knowledge in the fields of business management,	30,700
		management for	corporate governance in terms of listed company r Group management of the Company, and therefore we d that he is qualified as a Director, and have selected him	

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Hiroyuki Nishiyama (August 14, 1964) [Reappointment]	September 1999 April 2000 March 2001 March 2003 March 2006 March 2007 May 2008 March 2010 March 2013	Joined MagClick Inc. (currently, GMO AD Partners, Inc.) CEO of MagClick Inc. (currently, GMO AD Partners, Inc.) Director of interQ Inc. (currently, GMO Internet, Inc.) Executive Director in charge of Group Media of Global Media Online Inc. (currently, GMO Internet, Inc.) Chairman of the Board of MagClick Inc. (currently, GMO AD Partners, Inc.) Managing Director of GMO Internet, Inc. Managing Director and Head of Group Business Division of GMO Internet, Inc. Director of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) (current position) Managing Director, Deputy to Group CEO, Head of Group Ecommerce Solutions Division and Head of Group Staff Development Division of GMO Internet, Inc. Deputy CEO, Deputy to Group CEO, Head of Group Ecommerce Solutions Division and Head of Group Staff Development Division of GMO Internet, Inc. (current position)	55,100
		CEO of MagCli first listed com Company. He had demonstrated a leadership skills appointed as De overseeing busin Group's staff dev Because of his management, fa and rich experie	the Group in 1999, Hiroyuki Nishiyama was appointed as ck Inc., (currently, GMO AD Partners Inc.), the Group's pany, and in 2001 was appointed as Director of the as overseen media departments within the Group, and has wealth of corporate management experience, as well as for promoting business across the entire Group. He was puty CEO in 2015, aiding the Group CEO from a position less departments, and leading the field as a manager of the	

No.	Name (Date of birth)]	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Issei Ainoura (July 19, 1962)	April 2000 December 2003 March 2006 December 2011 December 2012 March 2014 March 2016	Joined IBM Japan, Ltd. President and Representative Director of Card Commerce Services Inc. (currently, GMO Payment Gateway, Inc.) Director of MTI Ltd. Director of GMO Internet, Inc. CEO and Representative Director of GMO Payment Gateway, Inc. President and Representative Director of GMO Payment Gateway, Inc. (current position) Managing Director and Head of Group Payment Processing Division of GMO Internet, Inc. Deputy CEO and Head of Group Payment Processing Division of GMO Internet, Inc. (current position)	2,500
	[Reappointment]	Representative I Payment Gatewa three years late Exchange. He h growth and a m Because of his a broad knowledg	selection] for IBM Japan, Ltd., Issei Ainoura was appointed as Director of Card Commerce Services Inc. (currently GMO ay, Inc.) in 2000. In 2005, he listed that company, and r brought it to the First Section of the Tokyo Stock has realized strategic planning that pledged 20% annual hedium term growth strategy for that company as well. rich experience in corporate management in general and he of global expansion, we have determined that he is rector, and have selected him as a candidate.	

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	Tadashi Ito (March 12, 1974) [Reappointment]	March 2004 September 2004 August 2006 April 2008 January 2009 March 2013 [Reasons for the Tadashi Ito joine and alliances w Manager of Bust domain servers, and marketing st the number one and organization determined that	Joined interQ Inc. (currently, GMO Internet, Inc.) General Manager of OEM Division of Global Media Online Inc. (currently, GMO Internet, Inc.) Director and President of Business Partner Company of Global Media Online Inc. (currently, GMO Internet, Inc.) Director and Manager of Business Partner Division of Global Media Online Inc. (currently, GMO Internet, Inc.) Director and Manager of Group Business Development Division of GMO Internet, Inc. Executive Director and Manager of Group Business Development of GMO Internet, Inc. Executive Director and General Manager of Business Division of GMO Internet, Inc. Director of GMO CLOUD K.K. (current position) Director of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) (current position) Managing Director, Head of Group Infrastructure Division and General Manager of Business Division of GMO Internet, Inc. (current position) selection] ed the Company in 1997, primarily handling new business ith external entities. As Executive Director and General tiness Division, he has organically linked services including our core business, and led growth through price strategy trategy since 2008. Business overseen by him has achieved share in Japan, and he has established a business strategy and management of aggressive approach. We have the is qualified as a Director with the capability to carry out the term of the current position of the company in future global	121,500
		business expansi	on, and have selected him as a candidate.	

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	Hirofumi Yamashita (July 1, 1962) [Reappointment]	March 2011	Joined IBM Japan, Ltd. General Manager of Financial Solutions and Service Development Division of IBM Japan, Ltd. Joined GMO Internet, Inc. Acting Head of Group Systems Support Office of GMO Internet, Inc. Head of Group Systems Support Office of GMO Internet, Inc. General Manager of Systems Division of GMO Internet, Inc. Director and General Manager of Systems Division of GMO Internet, Inc. External Director of GMO Payment Gateway, Inc. Executive Director and General Manager of Systems Division of GMO Internet, Inc. External Director of GMO CLICK Securities, Inc. Executive Director, Head of Group Systems Division and General Manager of Systems Division of GMO Internet, Inc. Managing Director, Head of Group Systems Division and General Manager of Systems Division of GMO Internet, Inc. (current position)	24,600
		he showed while at IBM Japan, I since 2009. With his rich k contributed to operation of the was appointed a 2015. We have specialized know	chita was invited into the Group in 2007 for the competence be engaged in the development of financial solution services at Ltd. He has overseen the Systems Division as a Director mowledge and experience, and strong leadership, he has improving the technical capabilities and efficiency of Systems Division of the Group including the Company. He is Executive Director in 2011, and as Managing Director in determined that he is qualified as a Director possessing wledge and experience of the systems that support the acture of the Company and Group, and therefore have	

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
7	Toshiaki Horiuchi (March 27, 1971) [Reappointment]	(currently, GMO his high technic initiatives on admanagement, an stretch across the Company in 202 also serves as the Inc. We have detrack record of or	Joined GMO Media and Solutions Inc. (currently, GMO Media, Inc.) Director and General Manager of Systems of GMO Media and solutions Inc. (currently, GMO Media, Inc.) Joined GMO Internet, Inc. Head of Innovation and Technology Systems Office Director and Head of Innovation and Technology Systems Office of GMO Internet, Inc. Head of CTO Office of GMO AD Partners Group Executive Director and Head of Innovation and Technology Systems Office of GMO Internet, Inc. (current position) Vice President of GMO AD Partners, Inc. and Head of CTO Office of GMO AD Partners Group (current position) selection] aki Horiuchi joined GMO Media and Solutions Inc. Media, Inc.), and was invited to the Company in 2008 for al capabilities. He has demonstrated strong leadership in dvanced technology development, engineer training and all contributed to the development of new services that the Group, etc. He was appointed as a Director of the II, and Executive Director of the Company in 2015, and e Vice President of the Group company, GMO AD Partners, termined that he is qualified as a Director that has both a cutting- edge technology development and insight into an and therefore have selected him as a candidate.	8,500

No.	Name (Date of birth)]	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
8	Katsumi Arisawa (December 21, 1973) [Reappointment]	been responsible tax accountant, experience, he as and the Group's of the was appointed. He was appointed Finance Departm. We have determined the highly transpare soundness and account to the tax accountant.	Joined interQ Inc. (currently, GMO Internet, Inc.) Manager of Corporate Strategy Office of Global Media Online Inc. (currently, GMO Internet, Inc.) Registered as a certified tax accountant Head of Group Corporate Strategy Office of Global Media Online Inc. (currently, GMO Internet, Inc.) General Manager of Group Corporate Strategy Division of Global Media Online Inc. (currently, GMO Internet, Inc.) Director and General Manager of Group Corporate Strategy Division of Global Media Online Inc. (currently, GMO Internet, Inc.) External Auditor of MagClick Inc. (currently, GMO AD Partners, Inc.) Director and General Manager of Group Finance Division of GMO Internet, Inc. Director and General Manager of Group Finance Department of GMO Internet, Inc. (current position) Director of GMO AD Partners, Inc. Executive Director and General Manager of Group Finance Department and Group Human Resources Department of GMO Internet, Inc. (current position) selection] e Company in 1999, Katsumi Arisawa has consistently for the accounting and financial fields. He is a certified and on account of his professional knowledge and rich ssumed the office of the Director in charge of accounting consolidated financials in 2005. and as Executive Director and General Manager of Group hent and Group Human Resources Department. Sined him to be qualified as a Director who carries out not financial strategies from the perspective of financial curracy, and possesses rich business experience and broad refore have selected him as a candidate.	29,800

No.	Name		Past experience, positions, responsibilities	Number of shares of the
110.	(Date of birth)		and significant concurrent positions	Company held
9	Teruhiro Arai (February 27, 1973) [Reappointment]	[Reasons for the Teruhiro Arai p public accountar strategy (alliance expansion of the Strategy Office of Director who provides in the broad knowledge).	Joined interQ Inc. (currently, GMO Internet, Inc.) Manager of Corporate Strategy Office of Global Media Online Inc. (currently, GMO Internet, Inc.) Resigned from Global Media Online Inc. (currently, GMO Internet, Inc.) Established Arai Accounting Office Returned to Global Media Online Inc. (currently, GMO Internet, Inc.) Head of Group Investment Strategy Office of Global Media Online Inc. (currently, GMO Internet, Inc.) Director and Head of Group Investment Strategy Office of Global Media Online Inc. (currently, GMO Internet, Inc.) (current position) Registered as a certified public accountant selection] cossesses rich knowledge and experience as a certified ant. He has been in charge of the Company's investment the building) since 1999, and has contributed to the e Group as a Director and Head of Group Investment since 2005. We have determined him to be qualified as a romotes alliance building in fields of high priority and the Group's business and global strategy, and possesses the of general management, administration and business therefore have selected him as a candidate.	15,300
10	Kentaro Sato (January 10, 1981) [Reappointment]	January 2003 January 2005 February 2006 March 2007 March 2008 March 2010 [Reasons for the Kentaro Sato join founding member and CEO in 2009 He was appoint determined him general corpora development of	Joined paperboy&co. Inc. (currently, GMO Pepabo, Inc.) Head of Executive Office of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) Director and Head of Corporate Planning Office of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) Director, Senior Vice President and Head of Corporate Planning Office of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) Representative Director, Senior Vice President and Head of Corporate Planning Office of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) Representative Director and CEO of paperboy&co. Inc. (currently, GMO Pepabo, Inc.) (current position) Director of GMO Internet, Inc. (current position) selection] ned paperboy&co. Inc. (currently, GMO Pepabo Inc.) as a er in 2003. He was appointed as Representative Director of and changed the company name to GMO Pepabo, Inc. ted as a Director of the Company in 2010. We have to be qualified as a Director from his rich experience in attermanagement and business operations, such as services targeting individual users in the domain hosting is the Company's core business, and therefore have	2,300

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
11	Kimihiro Kodama (November 5, 1972) [Reappointment]	August 1998 Joined interQ Inc. (currently, GMO Internet, Inc.) April 1999 Team Leader of Customer Service Division of interQ Inc (currently, GMO Internet, Inc.) April 2005 General Manager of Customer Service Division, IxP Business Division, and Group Customer Service Quality Controller of Global Media Online Inc. (currently, GMO Internet, Inc.) January 2007 General Manager of Access Business Division and Hosting Business Division, IxP Business Division of GMO Internet, Inc. January 2008 General Manager of Hosting Business Division, IxP Business Division of GMO Internet, Inc. January 2009 General Manager of Hosting Business Department, Business Division of GMO Internet, Inc. March 2012 Director and General Manager of Hosting Business Department, Business Division of GMO Internet, Inc. (current position) [Reasons for the selection] From the time he joined the Company in 1998, Kimihiro Kodama has he successive positions in the Customer Service Division of the Company services, and has demonstrated broad knowledge and insight of servic technology, and even operations of the Group's business. We have determined that he is qualified as a Director who possesses rich busines operation experience, making the Company's core hosting business service business with number one market share and providing merchandic with a strong competitive advantage, and therefore have selected him as candidate.	2,800 d d d d d d d d d d d d d d d d d d d
12	Masamitsu Nomura (April 6, 1965) [Reappointment]	April 1988	145,000 nt x y nt al a d dee

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
13	Ichiro Chujo (July 18, 1965) [Reappointment]	GMO-Z.COM U iSLE Inc. (current He was appoint Japan, Inc. (current business, in 200 electronic certification qualified as a D	Head of Enterprise Sales Division of GMO CLOUD K.K. Vice President, Head of Security Service Business and Head of Marketing Division of GMO CLOUD K.K. Vice President and Head of Security Service Business of GMO CLOUD K.K. Vice President in charge of Security Business and IAM Business of GMO CLOUD K.K. (current position) Director of GMO Internet, Inc. (current position)	

No.	Name (Data of Linth)	Past experience, positions, responsibilities	Number of shares of the	
	(Date of birth)	and significant concurrent positions	Company held	
14	Makoto Hashiguchi (October 1, 1968) [New candidate]	April 2000 Director of NIKKO Ltd. April 2003 Managing Director of NIKKO Ltd. April 2004 Managing Executive Director of NIKKO Ltd. September 2006 Managing Executive Director of NIKKO Inc. (currently, GMO AD HOLDINGS, INC.) July 2007 President and Representative Director of NIKKO Inc. (currently, GMO AD Holdings, Inc.) August 2009 President and Representative Director of NIKKO Inc. (currently, GMO NIKKO Inc.) (current position) March 2011 Director of GMO AD Partners, Inc March 2015 President and Representative Director of GMO AD Partners, Inc. (current position) Director of GMO Mobile Inc. (currently, GMO AD Marketing, Inc.) (current position) Director of JWord Inc. (currently, GMO insight Inc.) (current position) Director of GMO Solution Partner, Inc. (current position) Director of GMO AD Holdings, Inc. (current position) [Reasons for the selection] Makoto Hashiguchi joined Nikko Ltd. in 2000, which is engaged in the advertising agency business, and has consistently fulfilled his duties as management positions in the advertising field. He was appointed as President and Representative Director of NIKKO Inc. (currently, GMO NIKKO Inc.) in 2009 and President and Representative Director of GMO NIKKO Inc.) in 2009 and President and Representative Director of GMO	11,000	
15	Atsuko Fukui (November 8, 1971) [New candidate]		5,000	