

The following is an unofficial English translation of the Notice of Convocation at the 19th Ordinary General Meeting of Shareholders of Jupiter Telecommunications Co., Ltd. held on March 27, 2013. The Company provides this translation for your reference and convenience only and without any warranty as to its accuracy or otherwise.

March 12, 2013

To Those Shareholders with Voting Rights

Shuichi Mori
Representative Director and President
Jupiter Telecommunications Co., Ltd.
8-1, Marunouchi 1-chome, Chiyoda-ku,
Tokyo

NOTICE OF THE 19th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 19th Ordinary General Meeting of Shareholders of the Jupiter Telecommunications Co., Ltd. (“the Company”). The meeting will be held as described below. If you are unable to attend the meeting, you can exercise your voting rights in writing. Please review the Reference Documents for the Exercise of Voting Rights, indicate your votes for or against each of the proposals on the enclosed Voting Rights Exercise Form, impress your seal thereon, and return the form to arrive before 5:45 p.m., Tuesday, March 26, 2013.

- 1. Date and Time** 10:00 a.m., Wednesday, March 27, 2013
- 2. Place** Palace Hotel Tokyo, 4F, Yamabuki
1-1, Marunouchi 1-chome, Chiyoda-Ku, Tokyo
*Please be informed that the 19th Ordinary General Meeting of Shareholders will be held at different place from the last year.
- 3. Agenda of the Meeting:**
Matters to be reported:
 - (1) The Business Report, the Consolidated Financial Statements and Audit Reports of the Accounting Auditor and the Board of Statutory Auditors for the Consolidated Statutory Reports for the 19th Fiscal Year (from January 1, 2012, to December 31, 2012)
 - (2) The Non-Consolidated Financial Statements for the 19th Fiscal Year (from January 1, 2012, to December 31, 2012)
Proposals to be resolved:
 - Proposal No. 1:** Appropriation of Surplus for the 19th Fiscal Year
 - Proposal No. 2:** Election of 11 Directors
 - Proposal No. 3:** Election of 1 Statutory Auditor
- 4. Decision Regarding Convocation** When the voting right is to be exercised by a proxy, the person who can serve as a proxy is limited to another shareholder with a voting right. In such case, a submission of document to prove the proxy is required.
When voting is exercised diversely, the voting person must notify the Company in writing of the intention of diverse exercise and

reason no later than 3 days prior to the general meeting of shareholders.

When you attend the 19th Ordinary General Meeting of Shareholders of the Company, please submit the enclosed form of Proxy Card at the reception desk.

If any correction is made to the Reference Documents for the general meeting of shareholders, the Business Report, the Non-Consolidated Financial Statements, the Consolidated Financial Statements, such information will be posted in the Company's Internet web site (<http://www.jcom.co.jp/ir/>).

Reference Documents for the Exercise of Voting Rights

Proposals and references

Proposal No. 1: Appropriation of Surplus for the 19th Fiscal Year

Payment of Fiscal-Year-End Dividend

In order to distribute the profits to the Company's shareholders in expression of the Company's gratitude for their assistance, while considering the Company's internal reserves in preparation for future sustainable growth of business, the Company proposes to take the following action with regard to the payment of a fiscal year-end dividend.

- (1) The type of financial assets to be distributed as dividends:

Cash

- (2) Matters relating to the allocation to shareholders of financial assets distributed as dividends and the aggregate amount thereof:

¥ 1,250 per common share of the Company for an aggregate amount of ¥ 8,580,806,250

The Company paid an interim dividend of ¥ 1,250 per common share. Accordingly, the Company is proposing the payment of an annual dividend for the fiscal year ended December 31, 2012 under review totaling ¥ 2,500 per common share.

- (3) The date on which the appropriation of surplus will become effective:

March 28, 2013

Proposal No. 2: Election of 11 Directors

The terms of office of all 11 Directors will expire at the conclusion of the meeting.

Accordingly, the election of the following 11 Directors is proposed.

The candidates for Directors are as follows:

1. Mr. Shuichi Mori Born: March 8, 1949

April 1972	Joined Sumitomo Corporation
April 2000	Corporate Officer, General Manager, Machinery & Electric Systems Division
April 2003	Executive Officer, Corporate Planning & Coordination Dept.
April 2005	Managing Executive Officer, General Manager for Europe (London)
April 2007	Senior Managing Executive Officer, General Manager for Europe (London)
April 2008	Senior Managing Executive Officer, General Manager, Chemical & Electronics Business Unit
June 2008	Member of the Board, Senior Managing Executive Officer, General Manager, Chemical & Electronics Business Unit
April 2009	Member of the Board, Senior Managing Executive Officer, General Manager, Kansai Regional Business Unit
June 2009	Senior Managing Executive Officer, General Manager, Kansai Regional Business Unit
March 2011	Representative Director and President, Chief Executive Officer, Jupiter Telecommunications Co., Ltd.
July 2011	Representative Director and President, Chief Executive Officer, General Manager, CATV Business Group and CATV Business Unit, General Manager, Media Business Group

April 2012 Representative Director and President (Current)

Ownership of shares of the Company: 200 shares

2. Mr. Toshio Maki Born: June 28, 1955

July 1989 Joined Nippon Idou Tsushin Corporation
October 2001 General Manager, Product Planning Dept., “au” Product Planning Division, KDDI CORPORATION
April 2004 Vice President, General Manager, “au” Product Planning Division
April 2005 Vice President, General Manager, consecutively held positions of Broadband Business Division and Broadband & Consumer Business Division
April 2007 Vice President, General Manager, Corporate Risk Management Division
April 2008 President, Chubu Telecommunications Co., INC.
April 2011 Vice President, General Manager, Product Sector, KDDI CORPORATION
April 2012 Vice President, Business Management (Current)

Ownership of shares of the Company: 0 share

3. Mr. Daisuke Mikogami Born: July 7, 1959

April 1983 Joined Sumitomo Corporation
April 2001 Director, SC ComTex Co., Ltd.
April 2004 General Manager, Network Managing Business Dept., Sumisho Electronics Co., Ltd.
August 2005 General Manager, SSE Company Network Managing Dept., Sumisho Computer Systems Corporation
March 2006 Director, Jupiter Telecommunications Co., Ltd.
April 2006 General Manager, Cable TV Dept., Media Division, Sumitomo Corporation
March 2010 Director, Jupiter Telecommunications Co., Ltd. (Current)
April 2011 Corporate Officer, General Manager, Media Division, Sumitomo Corporation (Current)

Ownership of shares of the Company: 0 share

4. Mr. Tomoya Aoki Born: December 1, 1961

April 1984 Joined The Industrial Bank of Japan, Limited
February 2003 Principal, Global Private Equity, Capital International Research Inc.
July 2007 Chief Financial Officer, General Manager’s Aide, Corporate Planning & Strategy Unit, Jupiter Telecommunications Co., Ltd.
March 2008 Managing Director, Chief Financial Officer, General Manager, Corporate Planning & Strategy Unit, General Manager, Corporate Planning & Strategy Division and Accounting & Finance Division
December 2008 Representative Director and President, Mediatti Communications Inc.
March 2010 Representative Director and Senior Managing Director, Chief Financial Officer, Jupiter Telecommunications Co., Ltd.
March 2012 Senior Managing Director, Chief Financial Officer, General Manager, Corporate Control Unit and Information Technology Unit and Purchasing & Procurement Division

April 2012 Senior Managing Director, General Manager, Corporate Control Unit and Finance & Accounting Division (Current)

Ownership of shares of the Company: 199 shares

5. Mr. Mineo Fukuda Born: November 4, 1951

April 1975 Joined Recruit Co., Ltd.
June 1999 Executive Director
June 2002 Representative Director, President, Kadokawa Shoten Publishing Co., Ltd.
April 2003 Executive Director & Chief Operating Officer, Kadokawa Holdings Inc.
Representative Director, President, Kadokawa Shoten Publishing Co., Ltd.
March 2006 Executive Vice President, Jupiter Telecommunications Co., Ltd.
June 2006 Representative Director, Executive Vice President
April 2010 Adviser, Jupiter Shop Channel Co., Ltd.
March 2011 Senior Managing Director, Jupiter Telecommunications Co., Ltd.
April 2012 Senior Managing Director, General Manager, CATV Business Unit and CATV Planning Office (Current)

Ownership of shares of the company: 258 shares

6. Mr. Toru Kato Born: February 12, 1964

April 1988 Joined Sumitomo Corporation
April 2000 Corporate Officer and Head of Business Planning, Softbank Broad Media Corporation
March 2005 Director, Jupiter Telecommunications Co., Ltd.
January 2006 Director, General Manager, Service Strategy Division
November 2009 Director, General Manager, Business Strategy Unit and Service Strategy Division
July 2011 Director, Deputy General Manager, Business Strategy Unit, Assistant to General Manager, CATV Business Unit
General Manager, Marketing Division and Product Strategy Division
March 2012 Representative Director and President, Jupiter Entertainment Co., Ltd.
Representative Director and President, Jupiter Satellite Broadcasting Co., Ltd. (Current)
April 2012 Director, General Manager, Media Business Unit and Channel Sales Division (Current)

Ownership of shares of the Company: 153shares

7. Mr. Ryosuke Yamazoe Born: July 26, 1960

April 1985 Joined Kokusai Denshin Denwa Co., Ltd.
July 1995 Assistant to Section Manager, Global Multimedia Promotion Office
June 1998 General Manager, Planning Division, KDD MediaNet Co., Ltd.
June 2000 Representative Director and President
April 2006 Representative Director and Executive Vice President, JAPAN CABLENET Co., Ltd.
June 2011 Deputy General Manager, Technology Unit, Jupiter Telecommunications Co., Ltd.
July 2011 Senior Corporate Officer, Deputy General Manager, Technology Unit
March 2012 Director

April 2012 Director, General Manager, Technology Unit (Current)

Ownership of shares of the Company: 13 shares

8. Mr. Yoshiki Nakai Born: January 9, 1951

April 1973 Joined Sumitomo Corporation
November 2003 General Manager, Kuala Lumpur Branch
May 2008 Assistant to General Manager, Media Division
July 2008 President's Aide, J:COM West Co., Ltd.
March 2009 Executive Vice President
March 2010 Assistant to General Manager, Media Division, Sumitomo Corporation
March 2011 Executive Vice President, J:COM West Co., Ltd.
July 2011 Deputy General Manager, Kansai Division, Jupiter Telecommunications Co., Ltd.
March 2012 Director
Representative Director and President, J:COM West Co., Ltd. (Current)
Representative Director and President, Suita Cable Television Co., Ltd.
Representative Director and President, Takatsuki Cable Network Co., Ltd.
Representative Director and President, Higashiosaka Cable Television Co., Ltd.
Representative Director and President, Toyonaka Ikeda Cable Net Co., Ltd.
April 2012 Director, Assistant to General Manager, CATV Business Unit and General Manager, Kansai Division, Jupiter Telecommunications Co., Ltd. (Current)

Ownership of shares of the Company: 60 shares

9. Mr. Shinichi Sasaki Born: May 26, 1951

April 1974 Joined Sumitomo Corporation
April 1988 Manager, Steel Tubular, Sumitomo Corporation Europe Plc, Oslo Blanch
May 2000 General Manager,
Tubular Products International Trade Dept., Iron & Steel Division No. 3
April 2003 Corporate Officer, General Manager, Tubular Products Division
April 2005 Executive Officer, General Manager, Tubular Products Division
April 2006 Executive Officer, Deputy General Manager for China,
Chairman & CEO, Sumitomo Corporation (Shanghai) Ltd.
April 2008 Managing Executive Officer,
General Manager for Europe, CEO, Sumitomo Corporation Europe Group
April 2010 Managing Executive Officer,
Assistant General Manager, General Products & Real Estate Business Unit,
General Manager, Materials & Supplies Division
April 2011 Senior Managing Executive Officer,
General Manager, General Products & Real Estate Business Unit
June 2011 Member of the Board, Senior Managing Executive Officer,
General Manager, General Products & Real Estate Business Unit (Current)

Ownership of shares of the Company: 0 share

10. Mr. Hirofumi Morozumi Born: May 2, 1956

April 1979 Joined PIONEER CORPORATION
June 1995 Member of the Board, DDI Corporation

June 2001	Vice President, KDDI CORPORATION
April 2003	Associate Senior Vice President
June 2003	Associate Senior Vice President, Member of the Board
April 2004	Associate Senior Vice President, General Manager, Mobile-Solution Business Sector, Member of the Board
April 2005	Associate Senior Vice President, General Manager, “au” Business Sector, Member of the Board
December 2005	Associate Senior Vice President, General Manager, Consumer Business Sector, Member of the Board
April 2007	Associate Senior Vice President, General Manager, Group Strategy, Corporate Administration and Human Resources, Member of the Board
June 2007	Senior Vice President, General Manager, Corporate Administration and Human Resources, Corporate Strategy, Member of the Board
March 2010	Director, Jupiter Telecommunications Co., Ltd. (Current)
April 2010	Senior Vice President, General Manager, Corporate Sector, Member of the Board, KDDI CORPORATION
June 2010	Executive Vice President, General Manager, Corporate Sector, Member of the Board (Current)
June 2012	Representative Director and Chairman, KDDI Evolva Inc. (Current)

Ownership of shares of the Company: 0 share

11. Mr. Makoto Takahashi Born: October 24, 1961

April 1984	Joined KYOCERA Corporation
June 1984	Joined DDI Corporation
April 2003	Vice President, General Manager, Contents Division, KDDI CORPORATION
April 2004	Vice President, General Manager, Content and Media Division
April 2007	Vice President, General Manager, Consumer Business Sector
June 2007	Associate Senior Vice President, General Manager, Consumer Business Sector, Member of the Board
April 2009	Associate Senior Vice President, General Manager, Consumer Service & Product Sector, Member of the Board
March 2010	Director, Jupiter Telecommunications Co., Ltd. (Current)
April 2010	Associate Senior Vice President, General Manager, Group Strategy Sector, Member of the Board, KDDI CORPORATION
June 2010	Senior Vice President, General Manager, Group Strategy Sector, Member of the Board
April 2011	Senior Vice President, General Manager, Business Development Sector, Member of the Board (Current)

Ownership of shares of the Company: 0 share

Notes: 1. No conflict of interest exists between the Company and any of the candidates for Director except for Hirofumi Morozumi and Makoto Takahashi.

2. Director candidates, Hirofumi Morozumi and Makoto Takahashi are the Representative Directors of KDDI CORPORATION and the Company has trading relationship such as provisioning of duties.

3. Director candidates, Shinichi Sasaki, Hirofumi Morozumi and Makoto Takahashi satisfy the required conditions for Outside Director.

4. Outside Director candidate, Shinichi Sasaki has rich experiences and thorough understanding of management of the global companies and consumer products business and

judged capable of executing the duties appropriately from the professional prospective on the Company's business.

5. Outside Director candidates, Hirofumi Morozumi and Makoto Takahashi have thorough understanding of telecommunication industries and judged capable of executing the duties appropriately from the professional prospective on the Company's business.

6. Outside Director candidates, Hirofumi Morozumi and Makoto Takahashi are the current Outside Directors of the Company. The duration of their service is 3 years at the end of this Ordinary Shareholders Meeting.

Proposal No. 3: Election of 1 Statutory Auditor

In order to further fortify the auditing structure, Shunsuke Oyama is proposed. The Board of Statutory Auditors has agreed on this issue.

The candidate for Statutory Auditor is as follows:

Mr. Shunsuke Oyama Born: May 6, 1950

April 1975	Joined Nippon Steel Corporation
July 2000	Corporate Officer, General Manager, Corporate Strategy Planning Office, IDO Corporation
June 2001	Corporate Officer, General Manager, "au" Business Planning Dept., KDDI CORPORATION
April 2003	Vice President, General Manager, Corporate Purchasing Division
April 2004	Executive Vice President, KDDI Telemarketing Inc. (later to be KDDI Evolva Inc.)
April 2006	Vice President, General Manager, Corporate Communications Division, KDDI CORPORATION
June 2007	Vice President, General Manager, Corporate Strategy Planning Office
January 2009	Vice President, General Manager, Corporate Strategy Planning Office, General Manager, Global Strategy Dept.
March 2010	Director, Jupiter Telecommunications Co., Ltd.
April 2010	Vice President, General Manager, Corporate Strategy Planning Division, General Manager, Global Strategy Dept., KDDI CORPORATION
July 2010	Vice President, General Manager, Corporate Strategy Planning Division
October 2010	Vice President, General Manager, Corporate Strategy Planning Division, General Manager, CATV Business Strategy Planning Division
March 2011	Representative Director and Executive Vice President, Jupiter Telecommunications Co., Ltd.
July 2011	Representative Director and Executive Vice President, General Manager, Business Strategy Group and Business Strategy Unit
April 2012	Representative Director and Executive Vice President, General Manager, Business Strategy Unit (Current)

Ownership of shares of the Company: 100 shares

Notes: No conflict of interest exists between the Company and the candidate for the Statutory Auditor.