

Panasonic Electric Works Information Systems Co., Ltd.  
19-19 Chayamachi, Kita-ku, Osaka

May 28, 2010

To our shareholders:

**Notice for Convocation of the 12th Regular Meeting of Shareholders**

Thank you for your continued support. Panasonic Electric Works Information Systems Co., Ltd. will hold its 12th regular meeting of shareholders as described below. All shareholders are cordially requested to attend the meeting.

If you are unable to attend the meeting in person, you can exercise voting rights either by mail or electronically. If doing so, you are kindly requested to examine the enclosed reference materials for the regular meeting of shareholders and exercise your voting rights by 5 p.m. on Tuesday, June 15, 2010. To vote by mail, indicate your vote for or against the proposed resolutions on the enclosed voting form and return it by mail. To vote electronically (e.g., via the Internet), access the shareholder voting website specified on the voting form.

Very truly yours,

Kazuhiro Maegawa  
President and Representative Director

**1. Date and time:** 10 a.m. on Wednesday, June 16, 2010

**2. Venue:** Zuicho Room, 6 fl., Hotel Hankyu International  
19-19 Chayamachi, Kita-ku, Osaka

**3. Meeting Agenda: Matters to be Reported**

1. Reports on the Business Report, the Consolidated Financial Statements, and Non-consolidated Financial Statements for our 12th fiscal year (April 1, 2009 – March 31, 2010)
2. Reports by the accounting auditor and the board of corporate auditors on their audit of the Consolidated Financial Statements for our 12th fiscal year

**Proposals to be Voted On**

Item 1: Election of Seven (7) Directors

Item 2: Election of Two (2) Corporate Auditors

**4. Exercising Voting Rights**

(1) Exercising voting rights by mail

Please indicate your approval or disapproval of each of the proposals on the enclosed voting form and return it by mail so that it arrives by 5 p.m. on Tuesday, June 15, 2010.

(2) Exercising voting rights via the Internet

Please access the website at <http://www.webdk.net/> and exercise your voting rights by 5 p.m. on Tuesday, June 15, 2010.

Notes:

1. If you attend the meeting in person, please submit the enclosed voting form at the reception desk on the day of the meeting.
2. If any revisions are made to the Reference Materials for the Regular Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements, or the Consolidated Financial Statements through the day prior to the date of the shareholders' meeting, notice will be posted on our website (<http://panasonic-denkois.co.jp/>).

## Reference Materials for the Regular Meeting of Shareholders

### Agenda Item 1: Election of Seven (7) Directors

The terms of the offices of all seven (7) directors will expire at the conclusion of the current shareholders' meeting. Also, Directors Takeyoshi Kawamura and Tamaki Fujimoto will retire at that time. Consequently, a proposal is hereby made to elect seven (7) directors at the current shareholders' meeting.

The candidates for director are as follows:

| Candidate No. | Name<br>(Date of Birth)               | Brief Personal Profile /<br>Significant Concurrent Position(s) / Position(s) within<br>the Company  | Number of<br>Shares of<br>the Company<br>Held |
|---------------|---------------------------------------|---|---|
| 1.            | Kazuhiro Maegawa<br>(August 23, 1955) | <p>Apr.1978: Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Oct. 2005: Director, the AGE-FREE Products Promotion Department, Matsushita Electric Works, Ltd.</p> <p>Oct. 2005: Representative Director, Matsushita Electric Works AGE FREE Care Service Co., Ltd. (at present, Panasonic Electric Works AGE FREE Services Co., Ltd.)</p> <p>Oct. 2005: Representative Director, Matsushita Electric Works AGE FREE Lifetec Co., Ltd. (at present, Panasonic Electric Works Life Tech Co., Ltd.)</p> <p>Oct. 2005: Representative Director, Matsushita Electric Works AGE FREE Shops Co., Ltd. (at present, Panasonic Electric Works AGE FREE Shops Co., Ltd.)</p> <p>Oct. 2005: Representative Director, Matsushita Electric Works AGE FREE Service Co., Ltd. (at present, Panasonic Electric Works AGE FREE Services Co., Ltd.)</p> <p>Apr. 2008: Advisor of the Company</p> <p>Jun. 2008: Executive Vice President, Member of the Board of Directors<br/>In charge of Corporate Sales and Corporate Planning</p> <p>Apr. 2009: In charge of Corporate Sales and Human Resources and Labor Relations</p> <p>Apr. 2010: President and Representative Director (to date)</p> | 2,000 shares                                  |
| 2.            | Akira Hisano<br>(July 6, 1955)        | <p>Mar. 1974: Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Jun. 2004: Director, e-Office Solution Division of the Company</p> <p>Jun. 2006: Director, Distribution Solution Division</p> <p>Apr. 2007: Executive Officer, Director, Distribution Business Unit</p> <p>Jun. 2008: Director, Member of the Board of Directors<br/>In charge of Corporate Development</p> <p>Apr. 2009: In charge of Development (to date)</p> <p>Apr. 2010: Managing Director, Member of the Board of Directors (to date)<br/>In charge of Global Operations Promotion (to date)<br/>Director, Solution Business Unit (to date)</p>   | 2,800 shares                                  |

| Candidate No. | Name<br>(Date of Birth)             | Brief Personal Profile /<br>Significant Concurrent Position(s) / Position(s) within<br>the Company   | Number of<br>Shares of<br>the Company<br>Held |
|---------------|-------------------------------------|--|---|
| 3.            | Hisashi Kurono<br>(August 11, 1954) | <p>Apr. 1978: Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Jun. 2002: Director, e-Procurement Solution Division of the Company</p> <p>Dec. 2003: Director, Distribution Solution Division</p> <p>Apr. 2006: Director, Housing Solution Division</p> <p>Apr. 2007: Executive Officer, Director, Corporate Business Unit</p> <p>Apr. 2008: Director, Solution Business Unit</p> <p>Jun. 2008: Director, Member of the Board of Directors<br/>In charge of New Business and Promotion of New Products</p> <p>Apr. 2009: In charge of Technology and Quality<br/>In charge of Management and CIO (to date)</p> <p>Apr. 2010: Managing Director, Member of the Board of Directors (to date)<br/>In charge of Human Resources and Labor Relations (to date)<br/>Director, Service Business Unit (to date)</p>  | 2,800 shares                                  |
| 4.            | Hiroyuki Maruoka<br>(June 26, 1954) | <p>Apr. 1977: Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Jun. 2003: Director, Accounting Center Financial Management Department, Matsushita Electric Works, Ltd.</p> <p>Apr. 2005: Director, Member of the Board of Directors, Arrow Business Service Co., Ltd. (at present, Panasonic Electric Works Business Life Support Co., Ltd.)</p> <p>Jul. 2005: Director, Risk Management Office, Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Oct. 2006: Director, Financial Management Department of the Company (to date)</p> <p>Apr. 2007: Executive Officer, Director, General Affairs Department</p> <p>Apr. 2008: Director, Legal Department(to date)</p> <p>Jun. 2008: Senior Executive Officer<br/>In charge of Financial Management, Legal, General Affairs, CSR, Internal Control and Corporate Ethics (to date)</p> <p>Jun. 2009: Director, Member of the Board of Directors (to date)</p> | 600 shares                                    |

| Candidate No. | Name<br>(Date of Birth)                 | Brief Personal Profile /<br>Significant Concurrent Position(s) / Position(s) within<br>the Company  | Number of<br>Shares of<br>the Company<br>Held |
|---------------|---|---|---|
| 5.            | Shuichi Takazaki*<br>(October 12, 1953) | <p>Apr. 1974 Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Apr. 2000 Director, Tokyo Engineering Department, Matsushita Network Operations Co., Ltd. (at present, Panasonic Electric Works Networks Co., Ltd.)</p> <p>Dec. 2001 Director, e-Engineering Department, Matsushita Network Operations Co., Ltd.</p> <p>Dec. 2003 Director, e-Solution Engineering Division, Matsushita Network Operations Co., Ltd.</p> <p>Feb. 2004 Director, Member of the Board of Directors, Matsushita Network Operations Co., Ltd.</p> <p>Apr. 2005 Director, e-Network Solution Unit, Matsushita Network Operations Co., Ltd. (to date)</p> <p>May 2006 Managing Director, Member of the Board of Directors, Matsushita Network Operations Co., Ltd.</p> <p>Jun. 2007 Senior Managing Director, Member of the Board of Directors, Matsushita Network Operations Co., Ltd. (to date)</p> | - shares                                      |
| 6.            | Shinichi Hasegawa<br>(February 7, 1946) | <p>Apr. 1969: Joined Fujitsu FACOM Co., Ltd. (at present, Fujitsu FIP Corporation)</p> <p>Apr. 1971: Joined Fujitsu Limited</p> <p>Jun. 2002: President and Representative Director, Fujitsu Chubu Systems Limited</p> <p>Jun. 2004: Corporate Vice President, Fujitsu Limited</p> <p>Jun. 2006: Executive Advisor, Fujitsu Limited</p> <p>Jun. 2008: Director, Member of the Board of Directors of the Company (to date)</p> <p>May 2009: Special Advisor, Fujitsu Limited (to date)</p>   | - shares                                      |
| 7.            | Takahiro Nakagawa*<br>(May 25, 1963)    | <p>Apr. 1986 Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)</p> <p>Apr. 2010 Director, Corporate Information Systems Planning Department, Panasonic Electric Works Co., Ltd. (to date)</p>   | - shares                                      |

- Notes:
- Each candidate has no particular interest in the company.
  - Any person indicated by an asterisk (\*) represents a new candidate.
  - “Brief Personal Profile / Significant Concurrent Position(s) / Position(s) within the Company” for Kazuhiro Maegawa, Hiroyuki Maruoka, Shuichi Takazaki and Takahiro Nakagawa include status and duties as persons executing business operations at present and for the past five years at the Panasonic Electric Works Co., Ltd., which is the parent company of the Company, and its subsidiaries.
  - Both Shinichi Hasegawa and Takahiro Nakagawa are candidates for outside directors.
  - Shinichi Hasegawa has the career, qualifications, and insight necessary to oversee the Company based on extensive experience in the information services industry and experience as a corporate officer. Accordingly, the Company requests that he be elected outside director.  
He will have been performing his duties as an outside director of the Company for two years at the conclusion of the current shareholders' meeting.
  - Takahiro Nakagawa has the career, qualifications, and insight necessary to oversee the Company based on extensive experience in Information System Department of Panasonic Electric Works Co., Ltd. The Company believes that he has the necessary capabilities to appropriately perform duties as outside director.  
Accordingly, the Company requests that he be elected outside director.
  - Takahiro Nakagawa currently executes business operations for Panasonic Electric Works Co., Ltd. (our currently specified related business entity) and has executed business operations of the said company for the past five years.

8. Overview of liability limiting agreements with outside directors

The Company has concluded agreements with outside director Shinichi Hasegawa limiting his liability under Article 423, Paragraph 1 of the Company Law up to the total of the amounts specified in each of the applicable items in Article 425, Paragraph 1 of that law.

If the proposed resolution is adopted, the Company will conclude an agreement with Takahiro Nakagawa to limit his liability under Article 423, Paragraph 1 of the Company Law up to the total amounts specified in each of the applicable items in Article 425, Paragraph 1 of that law.

**Agenda Item No. 2: Election of Two (2) Corporate Auditors**

The term of the office of Kuniaki Watanabe and Makoto Ishii as corporate auditor will expire at the conclusion of the current shareholders' meeting, and they will retire from their positions.

Consequently, a proposal is hereby made to elect two (2) corporate auditors at the current meeting.

It should be noted that the submission of this proposed agenda item has been already approve by the Board of Corporate Auditors.

The candidates for corporate auditor are as follows:

| Candidate No. | Name<br>(Date of Birth)                | Brief Personal Profile /<br>Significant Concurrent Position(s) / Position(s) within<br>the Company   | Number of<br>Shares of<br>The Company<br>Held |
|---------------|--|--|---|
| 1.            | Tamaki Fujimoto<br>(December 13, 1952) | Apr. 1973: Joined Matsushita Electric Works, Ltd. (at present, Panasonic Electric Works Co., Ltd.)<br>Jan. 2006: Director, Lighting Manufacturing Quality Center, Matsushita Electric Works, Ltd.<br>Apr. 2008: Executive Officer (to date)<br>In charge of Corporate Quality and Environmental Promotion (to date)<br>Director, Corporate Quality Management Department, Matsushita Electric Works, Ltd.<br>Corporate Environmental Conservation, Matsushita Electric Works, Ltd. (to date)<br>Apr. 2009: Director, Corporate Quality innovation Department, Panasonic Electric Works Co., Ltd.<br>Jun. 2009: Director, Member of the Board of Directors of the Company (to date)<br>Apr. 2010: Director, Corporate Quality and Environmental Innovation Department, Panasonic Electric Works Co., Ltd. (to date) | - shares                                      |
| 2.            | Makoto Iwahashi<br>(Oct. 27, 1944)     | Apr. 1967: Joined Kawasaki Steel Corporation<br>Jun. 1997: Director, Member of the Board of Directors, Kawasaki Steel Corporation<br>Jun. 2000: Managing Director, Member of the Board of Directors, Kawasaki Steel Corporation<br>Jun. 2003: President and Representative Director, Kawatetsu Systems, Inc. (at present, JFE Systems, Inc.) (to date)<br>Jun. 2004: Director, Japan Information Technology Services Industry Association<br>Jun. 2007: Executive Director, Japan Information Technology Services Industry Association (to date)   | - shares                                      |

- Notes:
1. Each candidate has no particular interest in the company.
  2. Both candidates are new candidates.
  3. "Brief Personal Profile / Significant Concurrent Position(s) / Position(s) within the Company" for Tamaki Fujimoto include status and duties as a person executing business operations at present and for the past five years at the Panasonic Electric Works Co., Ltd., which is the parent company of the Company.
  4. Makoto Iwahashi is a candidate for outside corporate auditor and a candidate for independent officer

who is not likely to experience any conflict of interest with general shareholders for which Tokyo Stock Exchange Group, Inc. requires specification.

5. Makoto Iwahashi has the career and insight based on extensive experience as a representative of JFE Systems, Inc. The Company believes that he has the necessary capabilities to appropriately perform duties as outside corporate auditor. Accordingly, the Company requests that he be elected outside corporate auditor.
6. Overview of liability limiting agreements with outside corporate auditors  
If the proposed resolution is adopted, the Company will conclude an agreement with Makoto Iwahashi to limit his liability under Article 423, Paragraph 1 of the Company Law up to the total amounts specified in each of the applicable items in Article 425, Paragraph 1 of that law.