

[Abridged Translation for Reference and Convenience Purposes Only]

This document is an abridged translation of the Japanese original of "Notice of Convocation of the 36th Annual Shareholders' Meeting" and "Reference Documents for the Shareholders' Meeting" of SQUARE ENIX HOLDINGS CO., LTD. This translation is intended for reference and convenience purposes only. In the event of any discrepancy between this translation and the Japanese original, the original shall prevail.

Securities Code: 9684

June 2, 2016

To Our Shareholders:

Yosuke Matsuda
President and Representative Director
SQUARE ENIX HOLDINGS CO., LTD.
6-27-30, Shinjuku, Shinjuku-ku, Tokyo

NOTICE OF CONVOCATION OF THE 36TH ANNUAL SHAREHOLDERS' MEETING

You are cordially invited to attend the 36th Annual Shareholders' Meeting of SQUARE ENIX HOLDINGS CO., LTD. (the "Company"), which will be held as described below.

In the event that you are unable to attend the Meeting, please examine the "Reference Documents for the Shareholders' Meeting" provided below, and you may exercise your voting rights either of the following two methods no later than 6:00 p.m., Thursday, June 23, 2016 (Japan Standard Time).

[Exercise of voting rights in writing (via mailing)]

Please indicate your approval or rejection of the agenda on the Voting Form enclosed herewith, and return the same to be delivered to us by the above deadline.

[Exercise of voting rights via the Internet]

Please exercise your voting rights via the Company's designated electronic voting website (<http://www.evotep.jp/>). You need a log-in ID and a tentative password, which are indicated on the Voting Form enclosed herewith.

If you exercise your voting rights both in writing and via the Internet, only the latter will be valid, and if you exercise your voting rights via the Internet more than once, only the last vote will be counted.

(Note: Voting via the Internet is not available to non-resident shareholders.)

(Note: Nominal shareholders such as trust banks (including custodians) who apply in advance to use the Electronic Voting Platform for Foreign and Institutional Investors operated by ICJ, Inc. may use the platform to exercise their voting rights via electronic method, as provided in the Companies Act.)

1. Time: 10 a.m., Friday, June 24, 2016 (Doors open at 9 a.m.)

2. Place: Century Room, B1 floor, Hyatt Regency Tokyo
2-7-2 Nishi Shinjuku, Shinjuku-ku, Tokyo

**3. Meeting Agenda:
Reports**

1. Business Report, Consolidated Financial Statements and Audit Reports on the Consolidated Financial Statements by Accounting Auditors and by the Audit & Supervisory Board for the 36th Term (April 1, 2015 through March 31, 2016)
2. Non-Consolidated Financial Statements for the 36th Term (April 1, 2015 through March 31, 2016)

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Items for Resolution

First Item: Election of Six (6) Directors

Second Item: Election of One (1) Substitute Audit & Supervisory Board Member

- END -

Notes:

Excerpts from the Business Report and Consolidated Financial Statements are to be attached to this NOTICE OF CONVOCAATION and are described from page 3 onward.

Should revisions to this document for the Shareholders' Meeting become necessary, such changes will be posted on the Company's website (Japanese: <http://www.hd.square-enix.com/jpn/ir/stock/shareholdersmeeting.html> and summarized translations in English: <http://www.hd.square-enix.com/eng/ir/stock/shareholdersmeeting.html>).

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(Excerpts from Business Report for the 36th Term)

Operating Highlights of the Fiscal Year Ended March 31, 2016

The Square Enix group (the "Group") is continuing determined efforts to strengthen the competitiveness and profitability of its business segments of Digital Entertainment, Amusement, Publication and Merchandising. Net sales for the fiscal year ended March 31, 2016 totaled ¥214,101 million (an increase of 27.5% from the prior fiscal year), operating income amounted to ¥26,018 million (an increase of 58.4% from the prior fiscal year), and ordinary income amounted to ¥25,322 million (an increase of 49.1% from the prior fiscal year).

Impairment loss primarily with regard to intangible assets (¥1,961 million) and loss on valuation of share of subsidiaries and associates (¥1,702 million) were booked as extraordinary losses.

These factors resulted in "Profit attributable to owners of parent" of ¥19,884 million (an increase of 102.3 % from the prior fiscal year).

A discussion of results by segment for the fiscal year ended March 31, 2016 follows.

Operating Results by Business Segment

1. Digital Entertainment

The Digital Entertainment segment consists of planning, development, distribution, and operation of digital entertainment content primarily in the form of games. Digital entertainment content is offered to meet customer lifestyles across a variety of usage environments such as consumer game consoles (including handheld game machines), personal computers and smart devices.

In the fiscal year ended March 31, 2016, in the area of content for platforms such as smart devices and PC browser, existing games are continuing to show strong performances, coupled with successful launches of new game titles for smartphones such as "*MOBIUS FINAL FANTASY*," "*HOSHI NO DRAGON QUEST*," "*FINAL FANTASY BRAVE EXVIUS*" and "*Grimms Notes*."

Among the console game titles, "*JUST CAUSE 3*" and "*RISE OF THE TOMB RAIDER*" made a solid start. Revenues from operation and expansion disc sales of massively multiplayer online role playing games such as "*FINAL FANTASY XIV*" and "*DRAGON QUEST X*" are sustaining their strong performances.

Net sales and operating income in the Digital Entertainment segment totaled ¥158,964 million (an increase of 42.0% from the prior fiscal year) and ¥27,456 million (an increase of 58.9% from the prior fiscal year), respectively.

2. Amusement

The Amusement segment consists of the operation of amusement facilities and the planning, development and distribution of arcade game machines and related products for amusement facilities.

During the fiscal year ended March 31, 2016, sales of amusement machines such as "*DISSIDIA FINAL FANTASY*" have gained favorable results, and operation of the amusement facilities has been showing steady performance through efficient store management efforts.

Net sales and operating income in the Amusement segment totaled ¥41,135 million (an increase of 1.0% from the prior fiscal year) and ¥3,988 million (an increase of 10.3% from the prior fiscal year), respectively.

3. Publication

The Publication segment includes the planning and publication of comic books, game strategy books and comic magazines.

During the fiscal year ended March 31, 2016, sales of comic books were sluggish compared to the prior fiscal year.

Net sales and operating income in the Publication segment totaled ¥9,970 million (a decrease of 13.7% from the prior fiscal year) and ¥2,267 million (a decrease of 30.0% from the prior fiscal year), respectively.

4. Merchandising

The Merchandising segment includes the planning, production, distribution and licensing of derivative products of titles owned by the Group.

During the fiscal year ended March 31, 2016, sales of character goods derived from the Group's own IPs increased, primarily thanks to the release of the first expansion disc of "*FINAL FANTASY XIV*." The Group continued to

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distribute and license items such as character goods and soundtracks based on the IPs while also strengthening its character goods lineup with additional products from third party IPs as well as diversifying revenue opportunities through overseas expansions.

Net sales and operating income in the Merchandising segment totaled ¥4,547 million (an increase of 13.8 % from the prior fiscal year) and ¥1,517 million (an increase of 30.7% from the prior fiscal year), respectively.

Capital Expenditures

During this Fiscal Year, capital expenditures totaled ¥5,872 million, consisting mainly of investments in arcade game machines in the Amusement segment, game development tools and networking equipment for data centers in the Digital Entertainment segment, and interior construction for the new Osaka office.

Issues Facing Management

Management's key task is to create advanced, high-quality content and services that allow the Group to grow in the medium- and long-term while maintaining profitability. As the development and popularization of information technology (IT) and network environments rapidly advance, the Group anticipates a major transformation in the structure of the digital entertainment industry. The Group believes that this will be driven by factors such as increased consumer needs in the area of network-compliant entertainment and growing access to a diverse range of content by users of multi-function devices. The Group strives to respond to these changes, and has adopted a medium- to long-term management strategy that focuses on pioneering a new era in digital entertainment.

In order to achieve the Group's medium- to long-term strategy, it is imperative to expand its global business and meet customers' diverse needs for entertainment content/services. It is critically important that the Group acquires and develops ideally suited human resources to that end.

Basic Policy for Profit Distribution and Dividends

The Group recognizes the return of profits to shareholders as one of its most important management tasks. The Group maintains internal reserves to place priority on investments that will enhance the value of the Group. Such investments will be made in order to increase the Group's value through expansion of existing businesses, new business development, and reform of the business structure. With retaining an appropriate amount of internal reserves, the Group attaches continued importance to the shareholder returns, primarily by means of cash dividend, in an optimal balance between the performance-based payout and the stable returns. The amount of dividends is determined upon the comprehensive consideration of the balance of the investments and the return of profits to shareholders, using consolidated payout ratio of approximately 30% as a guide.

[Distribution of Surplus for the Fiscal Year Ended March 31, 2016]

The Company has decided to distribute dividends from surplus at the rate of 38 yen per share of common stock by the resolution of the Board of Directors' Meeting held on May 18, 2016.

The aggregate amount of annual dividends is 48 yen per share (including the interim dividends of 10 yen per share paid in December, 2015).

The Company will begin paying dividends on Friday, June 3, 2016. Please receive the above-mentioned dividends by using the enclosed dividends receipt during the payment period (from June 3, 2016 through July 29, 2016).

For shareholders who have designated a payment method, the Company has arranged payment accordingly.

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Consolidated Balance Sheets

As of March 31, 2016

(Millions of Yen)

Items	Amount	Items	Amount
(ASSETS)		(LIABILITIES)	
Current assets	194,679	Current liabilities	55,737
Cash and deposits	117,306	Notes and accounts payable-trade	14,671
Notes and accounts receivable-trade	21,487	Short-term loans payable	9,722
Merchandise and finished goods	2,428	Income taxes payable	5,726
Work in progress	109	Provision for bonuses	2,672
Raw materials and supplies	233	Provision for sales returns	3,334
Content production account	41,419	Provision for game arcade closings	75
Deferred tax assets	6,561	Asset retirement obligations	5
Other	5,275	Other	19,529
Allowance for doubtful accounts	(143)	Non-current liabilities	8,210
Non-current assets	38,052	Provision for directors' retirement benefits	162
Property, plant and equipment	13,748	Provision for loss on game arcade closings	127
Buildings and structures	5,124	Net defined benefit liability	2,747
Tools, furniture and fixtures	3,265	Deferred tax liabilities	2,153
Amusement equipment	1,445	Asset retirement obligations	2,355
Land	3,798	Other	665
Construction in progress	61	Total liabilities	63,948
Other	54		
Intangible assets	6,447	(NET ASSETS)	
Investments and other assets	17,856	Shareholders' equity	171,439
Investment securities	749	Capital stock	23,753
Guarantee deposits	9,173	Capital surplus	52,993
Deferred tax assets	4,972	Retained earnings	95,581
Other	3,185	Treasury stock	(888)
Allowance for doubtful accounts	(224)	Accumulated other comprehensive income	(3,474)
		Valuation difference on available-for-sale securities	341
		Foreign currency translation adjustment	(3,207)
		Remeasurements of defined benefit plans	(607)
		Subscription rights to shares	374
		Non-controlling interests	443
		Total net assets	168,783
Total assets	232,731	Total liabilities and net assets	232,731

(Note: Amounts are rounded down to the nearest million yen.)

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Consolidated Income Statements

From April 1, 2015 to March 31, 2016

(Millions of Yen)

Items	Amount	
Net sales		214,101
Cost of sales		115,316
Gross profit		98,784
Reversal of provision for sales returns		4,867
Provision for sales returns		3,534
Net gross profit		100,116
Selling, general and administrative expenses		74,097
Operating income		26,018
Non-operating income		
Interest income	85	
Dividend income	9	
Rent income	16	
Reversal of allowance for doubtful accounts	213	
Subsidy income	495	
Miscellaneous income	158	980
Non-operating expenses		
Interest expenses	67	
Commission fee	14	
Office transfer related expenses	44	
Foreign exchange losses	1,545	
Miscellaneous loss	4	1,676
Ordinary income		25,322
Extraordinary income		
Gain on sales of non-current assets	18	
Gain on sales of investment securities	1	
Gain on reversal of subscription rights to shares	19	40
Extraordinary losses		
Loss on sales of non-current assets	36	
Loss on retirement of non-current assets	194	
Impairment loss	1,961	
Provision for loss on game arcade closings	15	
Loss on valuation of shares of subsidiaries and associates	1,702	
Other	14	3,925
Profit before income taxes		21,436
Income taxes-current	6,690	
Income taxes-deferred	(5,146)	1,544
Profit		19,892
Profit attributable to non-controlling interests		8
Profit attributable to owners of parent		19,884

(Note: Amounts are rounded down to the nearest million yen.)

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Consolidated Statements of Changes in Net Assets

From April 1, 2015 to March 31, 2016

(Millions of Yen)

	Shareholders' equity				
	Capital stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity
Balance at the beginning of current period	23,680	52,920	79,355	(876)	155,079
Cumulative effects of changes in accounting policies					
Restated balance	23,680	52,920	79,355	(876)	155,079
Changes during the period					
Issuance of new shares	72	72			145
Dividends from retained earnings			(3,658)		(3,658)
Profit attributable to owners of parent			19,884		19,884
Purchase of treasury stock				(11)	(11)
Disposal of treasury stock		0		0	0
Net changes of items other than shareholders' equity					
Total changes during the period	72	72	16,226	(11)	16,359
Balance at the end of current period	23,753	52,993	95,581	(888)	171,439

	Accumulated other comprehensive income				Subscription rights to shares	Non-controlling interests	Total net assets
	Valuation difference on available-for-sale securities	Foreign currency translation adjustment	Remeasurements of defined benefit plans	Total accumulated other comprehensive income			
Balance at the beginning of current period	618	(1,292)	99	(574)	327	482	155,314
Cumulative effects of changes in accounting policies							
Restated balance	618	(1,292)	99	(574)	327	482	155,314
Changes during the period							
Issuance of new shares							145
Dividends from retained earnings							(3,658)
Profit attributable to owners of parent							19,884
Purchase of treasury stock							(11)
Disposal of treasury stock							0
Net changes of items other than shareholders' equity	(277)	(1,915)	(707)	(2,899)	47	(38)	(2,890)
Total changes during the period	(277)	(1,915)	(707)	(2,899)	47	(38)	13,468
Balance at the end of current period	341	(3,207)	(607)	(3,474)	374	443	168,783

(Note: Amounts are rounded down to the nearest million yen.)

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Reference Documents for the Shareholders' Meeting

First Item: Election of Six (6) Directors

The Company proposes to elect six (6) directors, since the term of office of all the incumbent directors will expire at the close of this Annual Shareholders' Meeting.

The proposed candidates are the following:

No.	Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held	Number of the Company's Shares Held
1	Yosuke Matsuda (April 27, 1963)	<p>Oct. 2001 <i>Senior Vice President</i> SQUARE CO., LTD. (currently SQUARE ENIX HOLDINGS CO., LTD.)</p> <p>Apr. 2003 <i>Senior Vice President and General Manager</i> Accounting and Finance Division</p> <p>Jun. 2004 <i>Director, Accounting and Finance</i></p> <p>Mar. 2013 <i>Senior Executive Managing Director and Representative Director</i></p> <p>Jun. 2013 <i>President and Representative Director (incumbent)</i> (Significant positions concurrently held) <i>President and Representative Director, SQUARE ENIX CO., LTD. Director, Taito Corporation</i> <i>President and Director, SQUARE ENIX OF AMERICA HOLDINGS, INC. (the Group's intermediate holding company in the Americas)</i> <i>Director, SQUARE ENIX LTD. (the Group's operating and intermediate holding company in Europe and other regions)</i> <i>Deputy Chairman of the Board, SQUARE ENIX (China) CO., LTD. (the Group's operating company in China)</i></p>	200 shares
2	Philip Timo Rogers (June 2, 1969)	<p>Jan. 2008 <i>Director and CEO</i> EIDOS PLC</p> <p>Nov. 2009 <i>Director and CEO</i> SQUARE ENIX LTD. (incumbent)</p> <p>May 2013 <i>Director, President and CEO</i> SQUARE ENIX, INC. (the Group's operating company in the Americas) (incumbent)</p> <p>Jun. 2013 <i>Director (incumbent)</i> (Significant positions concurrently held) <i>Director and CEO, SQUARE ENIX LTD.</i> <i>Director, President and CEO, SQUARE ENIX, INC.</i> <i>Director, SQUARE ENIX OF AMERICA HOLDINGS, INC.</i></p>	None

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No.	Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held	Number of the Company's Shares Held
3	Keiji Honda (December 29, 1957)	<p>Jun. 1998 <i>Director and General Manager</i> Software Planning Division, Product Planning ENIX CORPORATION (currently SQUARE ENIX HOLDINGS CO., LTD.)</p> <p>Oct. 2000 <i>Representative Director, President and COO</i></p> <p>Apr. 2003 <i>Executive Vice President and Representative Director</i> SQUARE ENIX CO., LTD.</p> <p>Jun. 2013 <i>Director (incumbent)</i> (Significant positions concurrently held) <i>Director, SQUARE ENIX CO., LTD.</i> <i>Director, SQUARE ENIX OF AMERICA HOLDINGS, INC.</i> <i>Chairman of the Board, SQUARE ENIX (China) CO., LTD.</i></p>	5,625 Shares
4	Yukinobu Chida (September 29, 1950)	<p>Apr. 1989 <i>Managing Director and General Manager</i> Product Planning Division ENIX CORPORATION (currently SQUARE ENIX HOLDINGS CO., LTD.)</p> <p>Apr. 1993 <i>Executive Director and General Manager</i> Product Planning Division</p> <p>Oct. 2000 <i>Vice Chairman and Director</i></p> <p>Oct. 2002 <i>Director</i></p> <p>Apr. 2003 <i>Director</i> SQUARE ENIX CO., LTD. (currently SQUARE ENIX HOLDINGS CO., LTD.) (incumbent)</p> <p>Jun. 2014 <i>Director,</i> SQUARE ENIX CO., LTD. (incumbent) (Significant position concurrently held) <i>Director, SQUARE ENIX CO., LTD.</i></p>	200,688 Shares
5	Yukihiro Yamamura (October 30, 1963)	<p>Apr. 1997 <i>Director, Deputy General Manager</i> Business Development Division transcosmos inc.</p> <p>Oct. 1997 <i>President and Representative Director</i> DoubleClick Japan Inc.</p> <p>Jan. 1999 <i>President and Representative Director</i> Excite Japan Co., Ltd.</p> <p>Aug. 2008 <i>Representative Director and CEO</i> Glam Media Japan Corp.</p> <p>Jun. 2013 <i>Outside Director (incumbent)</i></p> <p>Oct. 2013 <i>Representative Director and CEO</i> GREEN PARK Inc. (currently PIT DESIGN Co., LTD.)</p> <p>Sep. 2014 <i>Representative Director,</i> Puzzle Ring Inc. (incumbent)</p> <p>May. 2015 <i>Director,</i> Project8 Inc. (incumbent)</p> <p>Oct. 2015 <i>Director,</i> Visionary Works Co., Ltd. (incumbent) (Significant positions concurrently held) <i>Representative Director, Puzzle Ring Inc.</i> <i>Director, Project8 Inc.</i> <i>Director, Visionary Works Co., Ltd.</i></p>	None

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No.	Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held	Number of the Company's Shares Held
6	Yuji Nishiura (January 3, 1953)	<p>Apr. 1993 <i>Director, Executive Vice President and Partner</i> Booz Allen Hamilton Inc. (currently PwC Consulting LLC)</p> <p>Feb. 2000 <i>Representative Director, President and Partner</i></p> <p>Oct. 2002 <i>Representative Director, CEO and Managing Partner</i> Roland Berger and Partner Japan Ltd. (currently Roland Berger Ltd.)</p> <p>Jan. 2006 <i>Japan Representative and Managing Director</i> AlixPartners Asia, LLC</p> <p>Jan. 2011 <i>Vice Chairman and Managing Director</i> AlixPartners, LLP</p> <p>Dec. 2012 <i>Director</i> AXA Japan Holding Co., Ltd. (currently AXA Life Insurance Co., Ltd.) <i>Chairman and Director</i> AXA Life Insurance Co., Ltd.</p> <p>Mar. 2013 <i>Chairman and Director</i> AXA General Insurance Co., Ltd.</p> <p>Jun. 2014 <i>Outside Director (incumbent)</i></p> <p>Oct. 2014 <i>Chairman and Director,</i> AXA Life Insurance Co., Ltd.</p> <p>Dec. 2015 <i>Chairman and Representative Director,</i> Sumitomo Mitsui Trust Club Co., Ltd. (incumbent) (Significant position concurrently held) <i>Chairman and Representative Director, Sumitomo Mitsui Trust Club Co., Ltd.</i></p>	None

- Notes: 1. There is no special interest between any candidate and the Company.
2. The candidates Yukihiro Yamamura and Yuji Nishiura are nominated as Outside Directors.
3. The reasons for the nomination of each candidate as Directors are as listed below.
- (1) Since becoming Director of the Company, Yosuke Matsuda, Philip Timo Rogers, and Keiji Honda have produced a track record as full-time Director characterized by producing stable revenues through corporate strategy planning in line with the changes in the Company's business environment and steady implementation of the strategy, and are, therefore, expected to realize further enhancement of the Company's corporate value.
- (2) Since becoming Director of the Company, Yukinobu Chida has produced a track record as a non-executive Director of the Company characterized by taking on the functions of supervision and check on executive Directors' execution of operations, taking advantage of abundant experiences from years of management of the Company.
- (3) Since becoming Outside Director of the Company, Yukihiro Yamamura and Yuji Nishiura have produced a track record characterized by taking on the functions of supervision and check on executive Directors' execution of operations, taking advantage of abundant experiences and broad-ranging insights as a corporate executive.
4. The candidates Yukihiro Yamamura and Yuji Nishiura are currently serving as Outside Director of the Company, and their tenure will be 3 years and 2 years, respectively, at the close of this Annual Shareholders' Meeting.
5. The Company has entered into a liability limitation agreement with each of Yukihiro Yamamura and Yuji Nishiura that limits their liability to a maximum of ¥10 million or the amount prescribed by law, whichever is greater. If they are re-elected, the Company will extend the term of the agreements.
6. The Company has reported to the Tokyo Stock Exchange Yukihiro Yamamura and Yuji Nishiura as Independent Executives. If they are re-elected, the Company will continue to recognize them as Independent Executives.

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Second Item: Election of One (1) Substitute Audit & Supervisory Board Member

The Company has received a request from Tsuyoshi Nishijima, who was elected as Substitute Audit & Supervisory Board Member at the 33th Annual Shareholders' Meeting, that he will resign from the position at the close of this Annual Shareholders' Meeting.

In preparation for the situation where the Company fails to meet the minimum number of Audit & Supervisory Board Members required by the relevant laws and regulations, the Company proposes to elect one (1) Substitute Audit & Supervisory Board Member.

The election of the Substitute Audit & Supervisory Board Member may be cancelled by resolution of the Board of Directors' Meeting with approval of the Audit & Supervisory Board, only where the Substitute Audit & Supervisory Board Member has not assumed office yet.

The Audit & Supervisory Board has given consent to the proposal of this item.

The proposed candidate is the following:

Name (Date of Birth)	Brief Personal History, Positions and Assignments in the Company and Significant Positions Concurrently Held	Number of the Company's Shares Held
Toshiaki Tarumi (February 5, 1964)	Feb. 2001 Joined KONAMI CO., LTD. (currently KONAMI HOLDINGS CORPORATION) Apr. 2002 <i>Manager</i> , Administration Division, Konami Computer Entertainment Japan, Inc. Mar. 2005 <i>Manager</i> , Legal & Intellectual Property Division, Konami Sports Co., Ltd. (currently Konami Sports Club Co., Ltd.) Apr. 2006 <i>Manager</i> , Legal & Intellectual Property Division, SQUARE ENIX CO., LTD. (currently SQUARE ENIX HOLDINGS CO., LTD.) Apr. 2015 <i>Manager</i> , Corporate Planning Division. Mar. 2016 <i>Senior Manager</i> , Legal & Intellectual Property Division, SQUARE ENIX CO., LTD. (incumbent) May. 2016 <i>Senior Manager</i> , Corporate Planning Division. (incumbent)	None

- Notes: 1. There is no special interest between the candidate and the Company.
 2. The Company proposes to elect the candidate as Substitute Audit & Supervisory Board Member since he has abundant expertise and experiences in the area of corporate legal affairs.

- END -