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(Stock Exchange Code 3098)
June 5, 2018

To Shareholders with Voting Rights:

Atsushi Tsukamoto
President
cocokara fine Inc.
3-17-6 Shinyokohama, Kohoku-ku,
Yokohama, Kanagawa, Japan

**NOTICE OF
THE 10TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 10th Annual General Meeting of Shareholders of cocokara fine Inc. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing by submitting the Voting Rights Exercise Form, or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders on page 3, and exercise your voting rights by 5:50 p.m. on Monday, June 25, 2018, Japan time.

- 1. Date and Time:** Tuesday, June 26, 2018 at 11:00 a.m. Japan time
2. Place: "Large Hall," Ota Kumin Plaza,
3-1-3 Shimomaruko, Ota-ku, Tokyo, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 10th Fiscal Year (April 1, 2017 - March 31, 2018) and the Results of Audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee
 2. Non-consolidated Financial Statements for the Company's 10th Fiscal Year (April 1, 2017 - March 31, 2018)

Proposals to be resolved:

- Proposal No. 1:** Appropriation of Surplus
Proposal No. 2: Election of Four (4) Members of the Board (Excluding Members of the Board serving as Audit & Supervisory Committee Members)
Proposal No. 3: Election of Three (3) Members of the Board serving as Audit & Supervisory Committee Members
Proposal No. 4: Election of One (1) Substitute Member of the Board serving as Audit & Supervisory Committee Member

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- ◎ 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 in accordance with laws and regulations as well as Article 15 of the Articles of Incorporation of the Company (<http://www.cocokarafine.co.jp/ir/stockinfo/annualmeeting.html>) and are therefore not included with the Attached Documents of this Notice of Convocation.
 - (1) Notes to the Consolidated Financial Statements
 - (2) Notes to the Non-consolidated Financial StatementsFurthermore, the Consolidated Financial Statements and the Non-consolidated Financial Statements Audit & Supervisory Committee Members and the Accounting Auditor audited, in order to prepare the Audit Report and the Accounting Auditor's Report, are the documents included in the Attached Documents and the Notes to the Consolidated Financial Statements and the Notes to the Non-consolidated Financial Statements both posted on the Company's website. .
 - ◎ Please understand that any updates to the required contents of the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements, and Non-consolidated Financial Statements will be posted on the Company's website after being updated (<http://www.cocokarafine.co.jp/ir/stockinfo/annualmeeting.html>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Appropriation of Surplus

It is the Company's basic profit distribution policy to emphasize continuous stable dividends as a measure for returning profits to shareholders, and at the same time, to prepare for future business expansion and strengthen the Company's financial standing by securing internal reserves. Comprehensively taking into account stable dividends and internal reserves, the Company proposes dividends of 38 yen per share.

As a result, full-year dividends for the fiscal year under review will total 73 yen per share, which include an interim dividend of 35 yen. This is an increase of 3 yen compared to the 70 yen per share for the previous fiscal year.

Matters concerning year-end dividends

- (1) Type of dividend property
Cash
- (2) Matters concerning the allotment of dividend property to shareholders and the total amount
38 yen per share of common stock
Total dividends of 915,611,634 yen
- (3) Effective date of distribution of surplus
June 27, 2018

Proposal No. 2: Election of Four (4) Members of the Board (Excluding Members of the Board Serving as Audit & Supervisory Committee Members)

The terms of office of all four (4) Members of the Board (excluding Members of the Board serving as Audit & Supervisory Committee Members; hereinafter, the same shall apply in this proposal) shall expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of four (4) Members of the Board is proposed.

Furthermore, the Audit & Supervisory Committee has considered this proposal, and did not identify any particular issues. The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Atsushi Tsukamoto (November 4, 1962) Reappointment	<p>April 1985 Joined Seijo Co., Ltd.</p> <p>December 1996 Member of the Board and General Manager of Branch Department, Seijo Co., Ltd.</p> <p>July 1999 Member of the Board and General Manager of Sales Department, Seijo Co., Ltd.</p> <p>December 2001 Managing Member of the Board and General Manager of Sales Division, Seijo Co., Ltd.</p> <p>December 2002 President, Seijo Co., Ltd.</p> <p>April 2008 President, the Company (present post)</p> <p>April 2013 Member of the Board, cocokarafine Healthcare Inc.</p> <p>May 2014 President, WIN Drug Inc.</p> <p>April 2016 President, cocokarafine Healthcare Inc. (present post)</p> <p>May 2018 Member of the Board, WIN Drug Inc. (present post)</p> <p>[Significant concurrent positions] President, cocokarafine Healthcare Inc. Member of the Board, WIN Drug Inc.</p>	32,888 shares
<p>Reason for selection as a candidate for Member of the Board</p> <p>Mr. Atsushi Tsukamoto has been involved in the pharmacy business and retail business for over 30 years, and serving as President of the Company from 2008 onward; he has a wealth of experience, achievements, and insights as a manager. As the Company has judged that he is suitable to advance the management and strengthen the corporate governance of the Company, he has been selected as a candidate for Member of the Board.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
2	Toru Shibata (June 24, 1956) Reappointment	<p>April 1983 Joined Kao Corporation</p> <p>January 1990 Joined Lever Japan, Co., Ltd. (currently Unilever Japan K.K.)</p> <p>May 1993 Joined Estee Lauder Group of Companies Inc. (currently ELGC K.K.)</p> <p> General Manager of Business Headquarters, Origins Natural Resources Co., Ltd.</p> <p>March 1996 Member of the Board and General Manager of Marketing Headquarters, Clinique Laboratories Co., Ltd.</p> <p>October 1996 Member of the Board and General Manager of Business Headquarters, Clinique Laboratories Co., Ltd.</p> <p>March 1998 Managing Member of the Board and General Manager of Business Headquarters, Clinique Laboratories Co., Ltd.</p> <p>February 2001 Representative Member of the Board, Consumer Company of Johnson & Johnson K.K.</p> <p>November 2014 Senior Advisor, the Company</p> <p>April 2015 Executive Vice President, Corporate Officer and Director of Corporate Strategy Division and General Manager of International Business Department, the Company</p> <p> Member of the Board, cocokarafine Healthcare Inc. (present post)</p> <p> Member of the Board, FINECARE Inc. (present post)</p> <p> Member of the Board, IWASAKI KOHKENDO Co., Ltd. (present post)</p> <p>June 2015 Executive Vice President and Director of Corporate Strategy Division, the Company (present post)</p> <p>April 2016 Member of the Board, cocokarafine Associe Co., Ltd. (present post)</p> <p> Member of the Board, cocokarafine soleil Co., Ltd. (present post)</p> <p>[Significant concurrent positions]</p> <p>Member of the Board, cocokarafine Healthcare Inc.</p> <p>Member of the Board, FINECARE Inc.</p> <p>Member of the Board, IWASAKI KOHKENDO Co., Ltd.</p> <p>Member of the Board, cocokarafine Associe Co., Ltd.</p> <p>Member of the Board, cocokarafine soleil Co., Ltd.</p>	0 shares
<p>Reason for selection as a candidate for Member of the Board</p> <p>Mr. Toru Shibata has experience in management at foreign companies; maximizing utilization of this wealth of knowledge and wide network, the Company has judged that he is suitable to promote further advancement of management of the Group, and he has been selected as a candidate for Member of the Board.</p>			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	Tsuyoshi Yamamoto (April 25, 1966) Reappointment	<p>April 1990 Joined The Fuji Bank, Limited (currently Mizuho Bank, Ltd.)</p> <p>May 1998 Deputy General Manager, Osaka Corporate Banking Department No. 1, The Fuji Bank, Limited</p> <p>May 2001 Deputy General Manager, Advisory Department No. 3, Mizuho Securities Co., Ltd.</p> <p>July 2011 Deputy General Manager, ALC Solutions Department, Mizuho Bank, Ltd.</p> <p>April 2014 General Manager, Sales Division, Mizuho Corporate Advisory Co., Ltd. (currently Mizuho Bank, Ltd.)</p> <p>November 2015 Managing Director, Mizuho Corporate Advisory Co., Ltd. (currently Mizuho Bank, Ltd.)</p> <p>May 2016 Senior Advisor, the Company</p> <p>June 2016 Executive Corporate Officer, in charge of Corporate Strategy and Finance, Corporate Strategy Division, the Company</p> <p>April 2017 Executive Corporate Officer, in charge of Business Development and General Manager, Finance Department, Corporate Strategy Division, the Company</p> <p>June 2017 Member of the Board, in charge of Business Development and General Manager, Finance Department, Corporate Strategy Division, the Company (present post)</p> <p>December 2017 Councilor, General Incorporation Foundation Yasuki Sasaki Scholarship Association (present post)</p>	0 shares
Reason for selection as a candidate for Member of the Board Mr. Tsuyoshi Yamamoto has a wealth of experience and insight on advising primarily on M&A, financial strategy, and corporate restructuring over many years at a financial institution. In addition, he has a record of achievements as an Executive Corporate Officer of the Company in areas such as financial strategy, M&A, and store development. As the Company has judged that he is suitable to enhance the corporate value of the Group, he has been selected as a candidate for Member of the Board.			
4	Makoto Tanima (October 6, 1971) New appointment Outside Member of the Board	<p>1996 Registered as Certified Public Accountant, Certified Tax Accountant</p> <p>October 2004 Outside Member of the Board, BALNIBARBI Co.,Ltd. (present post)</p> <p>April 2007 Representative Member of the Board, KANMONKAI Co.,Ltd.</p> <p>March 2013 Representative Member of the Board, CENTRIS CORPORATE ADVISORY (present post)</p> <p>May 2014 Outside Member of the Board, Accrete Inc. (present post)</p> <p>December 2015 Outside Member of the Board, CAREER CO., LTD. (present post)</p> <p> Outside Auditor, Japanese Organization for Medical Device Development, Inc. (present post)</p> <p>July 2016 Outside Auditor, MEDICAL FITNESS LAB (present post)</p> <p>July 2017 Outside Member of the Board, ZAPPALLAS, INC. (present post)</p> <p>[Significant concurrent positions] Representative Member of the Board, CENTRIS CORPORATE ADVISORY Outside Member of the Board, BALNIBARBI Co.,Ltd. Outside Member of the Board, CAREER CO., LTD. Outside Member of the Board, ZAPPALLAS, INC.</p>	0 shares
Reason for selection as a candidate for Outside Member of the Board Mr. Makoto Tanima has specialized knowledge and experience, etc., fostered as an active manager in other industries and as a certified public accountant and certified tax accountant; to utilize this knowledge and experience in the management of the Company, he has been selected as a candidate for Outside Member of the Board.			

- Notes
1. There are no special interests between the candidates for Members of the Board and the Company.
 2. Mr. Makoto Tanima is a candidate for Outside Member of the Board.
Additionally, the Company plans to designate Mr. Makoto Tanima as an Independent Officer as stipulated by the Tokyo Stock Exchange, and to make a submission to the aforementioned Exchange.
 3. Based on the stipulations of Article 427, Paragraph 1 of the Companies Act, the Company plans to conclude a

liability limitation agreement with Mr. Makoto Tanima to limit liabilities of Article 423, Paragraph 1 of the same Act. The liability limit under this agreement is 5 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is greater.

Proposal No. 3: Election of Three (3) Members of the Board Serving as Audit & Supervisory Committee Members

The terms of office of all three (3) Members of the Board Serving as Audit & Supervisory Committee Members shall expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of three (3) Members of the Board serving as Audit & Supervisory Committee Members is proposed.

Furthermore, the Audit & Supervisory Committee has given its approval to this proposal.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Akira Sakamoto (October 21, 1960) Reappointment Outside Member of the Board	<p>April 1984 Joined The Sumitomo Bank, Limited (currently Sumitomo Mitsui Banking Corporation)</p> <p>July 2002 Branch Manager, Tsutsujigaoka Branch, Sumitomo Mitsui Banking Corporation</p> <p>April 2004 Branch Manager, Koganei Branch, Sumitomo Mitsui Banking Corporation</p> <p>April 2006 Branch Manager, Kamiooka Branch, Sumitomo Mitsui Banking Corporation</p> <p>April 2008 Branch Manager, Tanashi Branch, Sumitomo Mitsui Banking Corporation</p> <p>April 2010 Branch Manager, Funabashi Branch, Sumitomo Mitsui Banking Corporation</p> <p>May 2012 Joined The Uehara Memorial Foundation</p> <p>April 2016 Senior Advisor, the Company</p> <p>June 2016 Member of the Board Serving as Audit & Supervisory Committee Member, the Company (full time, present post)</p> <p>June 2017 Auditor, cocokarafine Healthcare Inc. (present post)</p> <p>[Significant concurrent positions] Auditor, cocokarafine Healthcare Inc.</p>	0 shares
Reason for selection as a candidate for Outside Member of the Board serving as Audit & Supervisory Committee Member Although Mr. Akira Sakamoto has not been directly involved in corporate management, he served for many years at a financial institution, having adequate knowledge regarding finance and accounting; to utilize this knowledge and experience in the management of the Company, he has been selected as a candidate for Outside Member of the Board serving as Audit & Supervisory Committee Member.			

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
2	Akira Torii (September 13, 1949) Reappointment Outside Member of the Board	November 1975 Joined Daiichi Audit Office (currently Ernst & Young ShinNihon LLC) July 1988 New York Office, KPMG December 1994 Representative Partner, Century Audit Corporation (currently Ernst & Young ShinNihon LLC) April 2000 Representative Partner, Ernst & Young ShinNihon (currently Ernst & Young ShinNihon LLC) July 2003 Representative Partner, KPMG AZSA (currently KPMG AZSA LLC) April 2008 Auditor, KPMG AZSA July 2012 Established Torii C.P.A. Office (present post) June 2014 Outside Auditor, the Company June 2016 Member of the Board Serving as Audit & Supervisory Committee Member, the Company (present post) March 2018 Outside Member of the Board, A&T Corporation (present post) [Significant concurrent positions] Representative, Torii C.P.A. Office Outside Member of the Board, A&T Corporation	0 shares
Reason for selection as a candidate for Outside Member of the Board serving as Audit & Supervisory Committee Member Although Mr. Akira Torii has not been involved in corporate management other than as Outside Member of the Board and Outside Auditor, the Company has judged that he can utilize his specialized knowledge and experience, etc., fostered as a certified public accountant in the management of the Company, and he has been selected as a candidate for Outside Member of the Board serving as Audit & Supervisory Committee Member.			
3	Manabu Hashimoto (March 4, 1956) New appointment Outside Member of the Board	April 1979 Joined The Dai-ichi Mutual Life Insurance Company (currently The Dai-ichi Life Insurance Company, Limited) April 2005 General Manager of Metropolitan Operations Promotion Dept., The Dai-ichi Mutual Life Insurance Company April 2007 General Manager of Sales Dept. No.3, The Dai-ichi Mutual Life Insurance Company April 2008 General Manager of Corporate Relations Dept. No.2, The Dai-ichi Mutual Life Insurance Company April 2012 Assistant and General Manager of Public Sector Relations Dept., The Dai-ichi Life Insurance Company, Limited April 2014 Assistant in charge of Affiliated Business Management Dept., The Dai-ichi Life Insurance Company, Limited June 2014 Auditor (full time), DIAM Asset Management Co., Ltd. (currently Asset Management One Co., Ltd.) September 2016 Retired Auditor (full time), Asset Management One Co., Ltd. April 2018 Senior Advisor, the Company (present post)	0 shares
Reason for selection as a candidate for Outside Member of the Board serving as Audit & Supervisory Committee Member Mr. Manabu Hashimoto served for many years at a financial institution and has also experienced duties as an Auditor (full time); having adequate knowledge regarding finance and accounting, and to utilize this knowledge and experience in the management of the Company, he has been selected as a candidate for Outside Member of the Board serving as Audit & Supervisory Committee Member.			

- Notes
1. There are no special interests between the candidates for Members of the Board serving as Audit & Supervisory Committee Members and the Company.
 2. Mr. Akira Sakamoto, Mr. Akira Torii, and Mr. Manabu Hashimoto are candidates for Outside Members of the Board.
Additionally, the Company has designated Mr. Akira Sakamoto and Mr. Akira Torii as Independent Officers as stipulated by the Tokyo Stock Exchange, and has made a submission to the aforementioned Exchange, and plans to designate Mr. Manabu Hashimoto as an Independent Officer as stipulated by the Tokyo Stock Exchange, and to make a submission to the aforementioned Exchange
 3. Based on the stipulations of Article 427, Paragraph 1 of the Companies Act, the Company has concluded a liability limitation agreement with Mr. Akira Sakamoto and Mr. Akira Torii to limit liabilities of Article 423, Paragraph 1 of the same Act. The liability limit under this agreement is 5 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is greater, and if Mr. Akira Sakamoto and Mr. Akira Torii are reelected at this General Meeting, the Company plans to continue with this agreement.

4. Based on the stipulations of Article 427, Paragraph 1 of the Companies Act, the Company plans to conclude a liability limitation agreement with Mr. Manabu Hashimoto to limit liabilities of Article 423, Paragraph 1 of the same Act. The liability limit under this agreement is 5 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is greater.
5. Both Mr. Akira Sakamoto and Mr. Akira Torii are currently Outside Members of the Board of the Company, and their terms of office as Outside Members of the Board of the Company are two years for Mr. Akira Sakamoto, and two years for Mr. Akira Torii as of the conclusion of this year's Annual General Meeting of Shareholders.

Proposal No. 4: Election of One (1) Substitute Member of the Board serving as Audit & Supervisory Committee Member

To prepare for the case where the number of Members of the Board serving as Audit & Supervisory Committee Members may fail to meet the required number as stipulated by laws and regulations, the Company proposes the election of one (1) Substitute Member of the Board serving as Audit & Supervisory Committee Member in advance.

Furthermore, the Audit & Supervisory Committee has given its approval to this proposal.

The candidate is as follows:

Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
Osamu Nagai (June 3, 1950) New appointment Outside Member of the Board	April 1973 Joined The Sanwa Bank, Limited (currently MUFG Bank, Ltd.)	0 shares
	May 1995 General Manager of Transaction Banking Office for Europe, Global Business Division, The Sanwa Bank, Limited	
	February 1997 General Manager of Corporate Banking Group No.1, The Sanwa Bank, Limited	
	April 2000 General Manager of Accounting Division, Fujisawa Pharmaceutical Co., Ltd. (currently Astellas Pharma Inc.)	
	June 2000 General Manager of Corporate Finance Division, Fujisawa Pharmaceutical Co., Ltd.	
	June 2002 Corporate Executive, General Manager of Corporate Finance Division, Fujisawa Pharmaceutical Co., Ltd.	
	April 2003 Corporate Executive, General Manager of Accounting Division, Fujisawa Pharmaceutical Co., Ltd.	
	April 2005 Corporate Executive, General Manager of Corporate Finance & Control Division and Accounting & Tax Division, Astellas Pharma Inc.	
	June 2007 Auditor (full time), Astellas Pharma Inc.	
	June 2011 Retired Auditor (full time), Astellas Pharma Inc.	
	April 2013 Management Committee Member, Blood Service Headquarters, Japanese Red Cross Society	
March 2016 Retired Management Committee Member, Blood Service Headquarters, Japanese Red Cross Society		
<p>Reason for selection as a candidate for Substitute Outside Member of the Board serving as Audit & Supervisory Committee Member</p> <p>Mr. Osamu Nagai served for many years at a financial institution, having adequate knowledge regarding finance and accounting; to utilize this knowledge and experience in the management of the Company, he has been selected as a candidate for Substitute Outside Member of the Board serving as Audit & Supervisory Committee Member.</p>		

- Notes
1. There are no special interests between the candidate for Substitute Member of the Board serving as Audit & Supervisory Committee Member and the Company.
 2. Mr. Osamu Nagai is a candidate for Substitute Outside Member of the Board. Additionally, if Mr. Osamu Nagai assumes office as Outside Member of the Board serving as Audit & Supervisory Committee, the Company plans to designate Mr. Osamu Nagai as an Independent Officer as stipulated by the Tokyo Stock Exchange, and to make a submission to the aforementioned Exchange.
 3. If Mr. Osamu Nagai assumes office as Outside Member of the Board serving as Audit & Supervisory Committee Member, based on the stipulations of Article 427, Paragraph 1 of the Companies Act, the Company plans to conclude a liability limitation agreement with Mr. Osamu Nagai to limit liabilities of Article 423, Paragraph 1 of the same Act. The liability limit under this agreement is 5 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is greater.