

(TRANSLATION)

[This English translation is an abridged version of the original notice in Japanese. In the event of any discrepancy, the Japanese version prevails.]

(Securities code: 2501)

March 6, 2018

To Our Shareholders

Masaki Oga
President and Director
Sapporo Holdings Limited
20-1, Ebisu 4-chome, Shibuya-ku, Tokyo

Notice of Convocation of
the 94th Ordinary General Meeting of Shareholders

Dear Sirs/Madams:

You are cordially invited to attend the 94th Ordinary General Meeting of Shareholders of Sapporo Holdings Limited (the “Company”) to be held as described below.

We would be grateful if you would take the time to exercise your voting rights by one of the methods described on page 2.

Description

- Date and time of the meeting: Thursday, March 29, 2018 at 10:00 a.m.
(The reception desk is presently scheduled to open at 9:00 a.m.)
- Place of the meeting: Peacock Room, 2nd floor of the Main Building, Imperial Hotel
Tokyo
1-1, Uchisaiwai-cho 1-chome, Chiyoda-ku, Tokyo
- Purpose of the meeting:
Matters to be reported:
- (1) Reports on the business, the consolidated financial statements, and the results of audit of the consolidated financial statements by the accounting auditors and the Audit & Supervisory Board for the 94th business term (from January 1, 2017 to December 31, 2017).
 - (2) Report on the non-consolidated financial statements for the 94th business term (from January 1, 2017 to December 31, 2017).
- Matters to be resolved:
- | | |
|------------------------|--|
| Proposal No. 1: | Dividends from Surplus |
| Proposal No. 2: | Partial Amendments of the Articles of Incorporation |
| Proposal No. 3: | Election of Nine (9) Directors |
| Proposal No. 4: | Election of One (1) Substitute Audit & Supervisory Board Member |

Guidance Notes on the Exercise of Voting Rights

Voting rights exercised at the General Meeting of Shareholders represent an important right of the shareholders by which the shareholders can participate in business management of the Company. We cordially request our shareholders to participate in the General Meeting of Shareholders by attending the meeting or by exercising voting rights beforehand.

If you are able to attend the meeting

Exercise of Voting Rights via Attending the Meeting

Date and time of the meeting: Thursday, March 29, 2018 at 10:00 a.m.

(The reception desk is presently scheduled to open at 9:00 a.m.)

Place of the meeting: Peacock Room, 2nd floor of the Main Building, Imperial Hotel Tokyo
1-1, Uchisaiwai-cho 1-chome, Chiyoda-ku, Tokyo

Please submit the enclosed voting rights exercise form to the receptionist at the place of the meeting on the day of the meeting.

We kindly ask you to bring this Notice of Convocation as reference documents describing the planned proceedings on the day.

If you are unable to attend the meeting

Exercise of Voting Rights by Mail

Deadline: Please post to arrive by no later than 5:30 p.m. on Wednesday, March 28, 2018

Please indicate your approval or disapproval in respect of each proposal on the enclosed voting rights exercise form and send the form back to us without affixing a stamp so that it will arrive no later than the deadline above. If you indicate neither your approval nor disapproval, your vote will be treated as approval.

Exercise of Voting Rights by Internet

Deadline: Please register by no later than 5:30 p.m. on Wednesday, March 28, 2018

If you wish to exercise your voting rights by Internet, access the website for exercising voting rights (see the URL below) from your personal computer, smartphone or mobile phone, use the “login ID” and “temporary password” described in the enclosed voting rights exercise form and register your approval or disapproval in respect of each proposal by following the directions on the screen.

If you directly access the website for exercising voting rights…… <https://soukai.mizuho-tb.co.jp/>

If you exercise your voting rights both by mail (in writing) and by Internet, we will only accept, as effective, the exercise of your voting rights via Internet. If you exercise your voting rights more than once by Internet, we will only accept, as effective, the last exercise of your voting rights. The cost of Internet access (access fees to Internet service providers, telecommunications fees, etc.) will be borne by you, the shareholder. Depending on your Internet operating environment, you may be unable to use the website for exercising voting rights.

For Inquiries with Respect to the Exercise of Voting Rights by Internet

Please contact:

Internet Help Dial [Japanese only]
Stock Transfer Agency Department
Mizuho Trust & Banking Co., Ltd.
Telephone: 0120-768-524 (toll-free, domestic calls only)
Operating hours: 9:00 a.m. to 9:00 p.m. (excluding Saturdays, Sundays and national holidays)

To Institutional Investors

In addition to the above-mentioned method for exercising voting rights by Internet, the electronic platform for exercising voting rights, which is operated by Investor Communications Japan Inc. (ICJ, Inc.), is available to those who have applied to use such platform beforehand.

Reference Materials for the General Meeting of Shareholders

Proposal No. 1 – Dividends from Surplus

The Company considers the appropriate return of profits to its shareholders as a fundamental aspect of management policy and has adopted a basic policy to undertake stable dividend payments taking into consideration the Company's performance and financial condition.

After taking into consideration the Company's performance in the current business term, the outlook for the business environment and other factors, the Company intends to provide dividends from surplus of 40 yen per share (an increase of 3 yen compared with the previous term) for the current term.

- 1 Category of dividend assets:
Cash

- 2 Matters relating to the allocation of dividend assets and the total amount of such allocation:
Dividend per share of the Company's common stock: 40 yen
Total amount of dividends: 3,121,673,040 yen

- 3 Date on which the dividends from surplus will take effect:
March 30, 2018

(Reference)

The Company has been executing the "First Medium-Term Management Plan 2020" since 2017 based on the "Sapporo Group Long-Term Management Vision 'SPEED150'" that was announced in November 2016. Under this "First Medium-Term Management Plan 2020", the Company is pursuing a dividend payout ratio of 30% as a financial indicator for return of profits to shareholders. However, if profit attributable to owners of parent changes significantly because of extraordinary gains or losses relating to special factors, such impact may be taken into consideration when deciding the dividend amount.

Proposal No. 2 – Partial Amendments of the Articles of Incorporation

1. Reason of Amendments

In conjunction with the abolition of the Senior Adviser System to strengthen and enhance the corporate governance of the Company, the provision with respect to the Senior Advisers set forth in Article 22 of the current Articles of Incorporation is required to be changed.

2. Details of Amendments

The details of the amendments are as follows.

(Amendments are underlined)

Current Articles of Incorporation	Proposed Amendments
<p>Chapter 4 Directors and Board of Directors</p> <p>(Representative Director, Executive Directors <u>and Senior Advisers</u>)</p> <p>Article 22 Directors who shall represent the Company shall be elected by resolution of the Board of Directors. The Company may appoint one Chairman and one President, respectively, and one or more Vice Presidents, Executive Managing Directors and Managing Directors by resolution of the Board of Directors. <u>The Company may appoint one or more Senior Advisers by resolution of the Board of Directors.</u></p>	<p>Chapter 4 Directors and Board of Directors</p> <p>(Representative Director <u>and</u> Executive Directors)</p> <p>Article 22 Directors who shall represent the Company shall be elected by resolution of the Board of Directors. The Company may appoint one Chairman and one President, respectively, and one or more Vice Presidents, Executive Managing Directors and Managing Directors by resolution of the Board of Directors.</p>

Proposal No. 3 – Election of Nine (9) Directors

At the conclusion of this general meeting, the terms of office of all nine (9) directors will expire. The Company therefore proposes the election of nine (9) directors (including three (3) outside directors).

The candidates for director are as follows:

Candidate Number	Name (Date of Birth)	Career Summary, Position and Business Responsibility in the Company (Status of Important Concurrent Occupations or Positions at Other Organizations)
1	<p style="text-align: center;">Incumbent</p> <p style="text-align: center;">Tsutomu Kamijo</p> <p>(January 6, 1954) 64 years old</p> <p>Number of Shares Held in the Company 17,235 shares</p> <p>Number of Board of Directors' meetings attended 12/12 (100%)</p>	<p>April 1976 Joined the Company (former Sapporo Breweries Limited)</p> <p>March 2001 Director (Member of the Board), Director of Sales Planning Department, of Sapporo Beverage Co., Ltd.</p> <p>September 2003 Director (Member of the Board) and Managing Executive Officer, Director of Marketing Department, of Sapporo Beverage Co., Ltd.</p> <p>September 2005 Director (Member of the Board) and Managing Executive Officer, Director of Management Strategy Headquarters, of Sapporo Beverage Co., Ltd.</p> <p>March 2007 Director (Member of the Board), Director of Corporate Planning Department, of the Company</p> <p>March 2009 Managing Director (Member of the Board) of the Company</p> <p>March 2011 President and Representative Director of Sapporo Beverage Co., Ltd. President and Representative Director of the Company and CEO of the Group</p> <p>January 2017 Chairman and Representative Director of the Company (up to the present)</p> <p>[Status of Important Concurrent Occupations or Positions at Other Organizations]</p> <p>Outside Director of Mitsubishi Tanabe Pharma Corporation</p> <p>Outside Director of Imperial Hotel, Ltd.</p> <p>Mr. Kamijo will have served as a director of the Company for eleven (11) years as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Mr. Tsutomu Kamijo as a Candidate for Director]</p> <p>Mr. Tsutomu Kamijo has been Representative Director of the Company since 2011, and has a wealth of experience, a rich track record and great insight as a manager. The Company has determined that he will be the right administrator and supervisor of overall group management, and he has thus been presented to the shareholders as a candidate for director.</p>
2	<p style="text-align: center;">Incumbent</p> <p style="text-align: center;">Masaki Oga</p> <p>(December 2, 1958) 59 years old</p> <p>Number of Shares Held in the Company 13,677 shares</p> <p>Number of Board of Directors' meetings attended 10/10 (100%)</p>	<p>April 1982 Joined the Company (former Sapporo Breweries Limited)</p> <p>October 2006 Director, Tokyo Headquarters Office, Tokyo Metropolitan Area Sales & Marketing Division of Sapporo Breweries Limited (newly established company)</p> <p>March 2009 Operating Officer, Director of Hokkaido Sales & Marketing Division of Sapporo Breweries Limited</p> <p>March 2010 Director (Member of the Board) and Managing Officer, Director of Marketing Department of Sapporo Breweries Limited</p> <p>March 2013 President and Representative Director of Sapporo Breweries Limited Director (Member of the Board) and Group Operating Officer of the Company</p> <p>March 2015 Group Operating Officer of the Company</p> <p>January 2017 President and Group Operating Officer of the Company</p> <p>March 2017 President and Representative Director of the Company (up to the present)</p> <p>Mr. Oga will have served as a director of the Company for one (1) year as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Mr. Masaki Oga as a Candidate for Director]</p> <p>Mr. Masaki Oga has served as a director of the Company and president and representative director of an operating company, and has thereby gained a wealth of experience, a rich track record and great insight as a manager. The Company has determined that he will be the right person to promote the group management and strengthen the corporate governance of the Company, and he has thus been presented to the shareholders as a candidate for director.</p>

Candidate Number	Name (Date of Birth)	Career Summary, Position and Business Responsibility in the Company (Status of Important Concurrent Occupations or Positions at Other Organizations)
3	<p style="text-align: center;">Incumbent</p> <p>Hiroyuki Nose (February 3, 1963) 55 years old</p> <p>Number of Shares Held in the Company 3,526 shares</p> <p>Number of Board of Directors' meetings attended 12/12 (100%)</p>	<p>April 1986 Joined the Company (former Sapporo Breweries Limited)</p> <p>March 2011 Director of Shochu Planning Department, of Sapporo Breweries Limited (newly established company)</p> <p>September 2012 Director of Yebisu Brand Planning Department of Sapporo Breweries Limited</p> <p>March 2013 Director of Brand Planning Department of Sapporo Breweries Limited</p> <p>March 2015 Director (Member of the Board), Director of Business Planning Department, of the Company (up to the present)</p> <p>Mr. Nose will have served as a director of the Company for three (3) years as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Mr. Hiroyuki Nose as a Candidate for Director] Having had wide experience in sales & marketing departments of operating companies and been in charge of brand planning department, Mr. Hiroyuki Nose has an experience, a track record and insight for marketing strategies. The Company has determined that he will be the right person to formulate and promote the growth strategy of the Sapporo Group, and he has thus been presented to the shareholders as a candidate for director.</p>
4	<p style="text-align: center;">Incumbent</p> <p>Shinichi Soya (September 20, 1963) 54 years old</p> <p>Number of Shares Held in the Company 4,039 shares</p> <p>Number of Board of Directors' meetings attended 12/12 (100%)</p>	<p>April 1986 Joined the Company (former Sapporo Breweries Limited)</p> <p>October 2006 Director of Strategic Planning Department, Hokkaido Headquarter Office, of Sapporo Breweries Limited (newly established company)</p> <p>November 2009 Director (Member of the Board) of Pokka Corporation (currently POKKA SAPPORO Food & Beverage Ltd.)</p> <p>March 2012 Director (Member of the Board), Director of Corporate Planning Department of Sapporo Beverage Co., Ltd.</p> <p>November 2012 Managing Director (Member of the Board) of POKKA SAPPORO Food & Beverage Ltd.</p> <p>March 2014 Director (Member of the Board) of Sapporo International Inc. Director (Member of Board) of Sapporo Group Management Co., Ltd (up to the present)</p> <p>March 2015 Director (Member of the Board) and Managing Executive Officer of POKKA SAPPORO Food & Beverage Ltd.</p> <p>March 2016 Director (Member of the Board), Director of Corporate Finance and Business Management Department of the Company (up to the present)</p> <p>Mr. Soya will have served as a director of the Company for two (2) years as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Mr. Shinichi Soya as a Candidate for Director] Having had wide experience in the accounting & finance departments of operating companies as well as been in charge of the corporate planning and international departments, Mr. Shinichi Soya has an experience, a track record and insight for overall corporate planning. The Company has determined that he will be the right person to strengthen the group management structure and global management of the Company, and he has thus been presented to the shareholders as a candidate for director.</p>

Candidate Number	Name (Date of Birth)	Career Summary, Position and Business Responsibility in the Company (Status of Important Concurrent Occupations or Positions at Other Organizations)
5	<p style="text-align: center;">Incumbent</p> <p style="text-align: center;">Mayumi Fukuhara [Legal surname: Kobayashi]</p> <p style="text-align: center;">(April 2, 1964) 53 years old</p> <p>Number of Shares Held in the Company 1,372 shares</p> <p>Number of Board of Directors' meetings attended 12/12 (100%)</p>	<p>April 1988 Joined the Company (former Sapporo Breweries Limited)</p> <p>September 2009 Group Leader of Human Resources and General Affairs Department of Sapporo Breweries Limited (newly established company)</p> <p>March 2013 Director of Human Resources and General Affairs Department of Sapporo Breweries Limited</p> <p>March 2014 Director of Human Resources Department of Sapporo Breweries Limited</p> <p>March 2016 Director (Member of the Board), Director of Human Resources Department of the Company (up to the present)</p> <p>Ms. Fukuhara will have served as a director of the Company for two (2) years as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Ms. Mayumi Fukuhara as a Candidate for Director]</p> <p>Having been in charge of human resources department of operating companies, Ms. Mayumi Fukuhara has an experience, a track record and insight for overall human resources strategy. The Company has determined that she will be the right person to promote the diversity and strengthen human resources development of the Sapporo Group, and she has thus been presented to the shareholders as a candidate for director.</p>
6	<p style="text-align: center;">Incumbent</p> <p style="text-align: center;">Ikuya Yoshida</p> <p style="text-align: center;">(December 21, 1961) 56 years old</p> <p>Number of Shares Held in the Company 5,250 shares</p> <p>Number of Board of Directors' meetings attended 10/10 (100%)</p>	<p>April 1985 Joined the Company (former Sapporo Breweries Limited)</p> <p>July 2003 Director of Production, Research & Development Center, Production & Technology Department of Sapporo Breweries Limited (newly established company)</p> <p>September 2004 Director of Production & Technology Department, Hokkaido Brewery of Sapporo Breweries Limited</p> <p>March 2008 Director of Product, Research & Development Center, Product, Research & Development Department of Sapporo Breweries Limited</p> <p>March 2009 Director of Production & Technology Department, Shizuoka Brewery of Sapporo Breweries Limited</p> <p>September 2010 Director of Kyushu Hita Brewery of Sapporo Breweries Limited President and Representative Director of Tanoshimaru Shuzo Co., Limited</p> <p>September 2012 Director of Chiba Brewery of Sapporo Breweries Limited</p> <p>March 2013 Operating Officer and Director of Chiba Brewery of Sapporo Breweries Limited</p> <p>March 2015 Senior Operating Officer and Director of Chiba Brewery of Sapporo Breweries Limited</p> <p>March 2017 Director (Member of the Board), Director of Group Research and Development Division of the Company (up to the present)</p> <p>Mr. Yoshida will have served as a director of the Company for one (1) year as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Mr. Ikuya Yoshida as a Candidate for Director]</p> <p>Mr. Ikuya Yoshida has a wealth of experience, a rich track record and great insight for the planning and development of new products gained through his employment as a person in charge of the production & technology and product development departments of an operating company. The Company has determined that he will be the right person to promote research and development as well as quality improvement at the Sapporo Group, and he has thus been presented to the shareholders as a candidate for director.</p>

Candidate Number	Name (Date of Birth)	Career Summary, Position and Business Responsibility in the Company (Status of Important Concurrent Occupations or Positions at Other Organizations)
7	<p style="text-align: center;">Incumbent</p> <p>(Candidate for Outside Director/ Independent Officer)</p> <p style="text-align: center;">Shigehiko Hattori</p> <p>(August 21, 1941) 76 years old</p> <p>Number of Shares Held in the Company 0 shares</p> <p>Number of Board of Directors' meetings attended 11/12 (92%)</p>	<p>April 1964 Joined Shimadzu Corporation</p> <p>June 1989 President of Shimadzu Scientific Instruments, Inc. (seconded to the United States of America)</p> <p>June 1993 Director (Member of the Board) of Shimadzu Corporation (seconded to the United States of America)</p> <p>June 1997 Managing Director (Member of the Board) of Shimadzu Corporation</p> <p>June 2003 President and Representative Director of Shimadzu Corporation</p> <p>June 2009 Chairman and Representative Director of Shimadzu Corporation</p> <p>March 2012 Outside Director (Member of the Board) of the Company (up to the present)</p> <p>June 2015 Senior Advisor of Shimadzu Corporation (up to the present)</p> <p>[Status of Important Concurrent Occupations or Positions at Other Organizations]</p> <p>Senior Advisor of Shimadzu Corporation Outside Director of Mitsubishi Tanabe Pharma Corporation Outside Director of Brother Industries, Ltd. Outside Director of Meiji Yasuda Life Insurance Company Outside Audit & Supervisory Board Member of Nikkei Inc.</p> <p>Mr. Hattori will have served as an outside director of the Company for six (6) years as of the conclusion of this general meeting.</p> <p>[Reasons for Presenting Mr. Shigehiko Hattori as a Candidate for Outside Director]</p> <p>Mr. Shigehiko Hattori has a wealth of experience, a rich track record and great insight as the president of a business corporation. He also has a wealth of overseas management experience. Mr. Hattori offers pertinent opinions and advice to the Board of Directors of the Company from his objective standpoint, independent of the management team engaged in executing the operations of the Company. The Company has determined that he will contribute greatly to the corporate governance of the Company, which is moving forward with overseas expansion, and he has thus been presented to the shareholders as a candidate for outside director.</p> <p>[Policy on His Independence]</p> <p>Mr. Shigehiko Hattori was engaged in business execution at Shimadzu Corporation until June 2015. Although the said company's products were purchased by certain plants of the Company's subsidiaries in the past, the amount of such transactions is immaterial, and the Company has determined Mr. Hattori is unlikely to have a conflict of interest with shareholders, in light of the "Standards for Independence of Outside Officers" established by the Company.</p> <p>In addition, the Company has notified each of the Tokyo Stock Exchange and the Sapporo Securities Exchange of his designation as an independent officer, given that he satisfies the applicable criteria of independence as stipulated by the financial instruments exchanges.</p>

Candidate Number	Name (Date of Birth)	Career Summary, Position and Business Responsibility in the Company (Status of Important Concurrent Occupations or Positions at Other Organizations)
8	<p data-bbox="320 521 486 551" style="border: 1px solid black; text-align: center;">Incumbent</p> <p data-bbox="320 584 486 689">(Candidate for Outside Director/ Independent Officer)</p> <p data-bbox="355 730 451 790" style="text-align: center;">Shizuka Uzawa</p> <p data-bbox="312 831 494 891">(January 30, 1946) 72 years old</p> <p data-bbox="312 925 494 1030">Number of Shares Held in the Company 0 shares</p> <p data-bbox="312 1064 494 1205">Number of Board of Directors' meetings attended 12/12 (100%)</p>	<p data-bbox="515 304 1391 333">April 1969 Joined Nisshinbo Industries, Inc. (currently Nisshinbo Holdings Inc.)</p> <p data-bbox="515 338 1391 387">June 2001 Director (Member of the Board), Chief of Accounting and Finance Division of Nisshinbo Industries, Inc.</p> <p data-bbox="515 392 1391 421">June 2004 Executive Director (Member of the Board) of Nisshinbo Industries, Inc.</p> <p data-bbox="515 425 1391 474">June 2006 Director (Member of the Board), Executive Managing Officer, and Chief of General Affairs Division of Nisshinbo Industries, Inc.</p> <p data-bbox="515 479 1391 528">April 2007 Director (Member of the Board), Senior Executive Managing Officer, and Chief of Paper Products Division of Nisshinbo Industries, Inc.</p> <p data-bbox="515 533 1391 627">April 2008 Director (Member of the Board), Senior Executive Managing Officer, Chief of Paper Products Division, and Chief of Business Support Center of Nisshinbo Industries, Inc.</p> <p data-bbox="515 631 1391 660">June 2009 President and Representative Director of Nisshinbo Holdings Inc.</p> <p data-bbox="515 665 1391 694">June 2013 Chairman and Representative Director of Nisshinbo Holdings Inc.</p> <p data-bbox="515 698 1391 728">March 2015 Outside Director (Member of the Board) of the Company (up to the present)</p> <p data-bbox="515 732 1391 761">June 2016 Advisor of Nisshinbo Holdings Inc.</p> <p data-bbox="515 766 1391 842">[Status of Important Concurrent Occupations or Positions at Other Organizations] External Executive Director of Japan Finance Corporation Outside Director of Nichirei Corporation</p> <p data-bbox="515 846 1391 904">Mr. Uzawa will have served as an outside director of the Company for three (3) years as of the conclusion of this general meeting.</p> <p data-bbox="515 909 1391 1160">[Reasons for Presenting Mr. Shizuka Uzawa as a Candidate for Outside Director] Mr. Shizuka Uzawa has a wealth of experience, a rich track record and great insight as the president of a holding company. Based on his extensive experience in treasury and corporate management fields, Mr. Uzawa offers pertinent opinions and advice to the Board of Directors of the Company from his objective standpoint, independent of the management team engaged in executing the operations of the Company. The Company has determined that he will contribute greatly to the corporate governance of the Company in such areas as the strengthening of the Group's management structure, and he has thus been presented to the shareholders a candidate for outside director.</p> <p data-bbox="515 1164 1391 1335">[Policy on His Independence] Mr. Shizuka Uzawa was engaged in business execution at Nisshinbo Holdings Inc. until June 2016. No transactions have or are being made between the said company and the Company or its subsidiaries, and the Company has determined Mr. Uzawa is unlikely to have a conflict of interest with shareholders, in light of the "Standards for Independence of Outside Officers" established by the Company.</p> <p data-bbox="515 1339 1391 1415">In addition, the Company has notified each of the Tokyo Stock Exchange and the Sapporo Securities Exchange of his designation as an independent officer, given that he satisfies the applicable criteria of independence as stipulated by the financial instruments exchanges.</p>

Candidate Number	Name (Date of Birth)	Career Summary, Position and Business Responsibility in the Company (Status of Important Concurrent Occupations or Positions at Other Organizations)
9	<p data-bbox="316 555 491 589">New Candidate</p> <p data-bbox="316 622 491 734">(Candidate for Outside Director/ Independent Officer)</p> <p data-bbox="331 768 475 835">Mackenzie Clugston</p> <p data-bbox="323 869 483 925">(June 19, 1950) 67 years old</p> <p data-bbox="316 958 491 1070">Number of Shares Held in the Company 0 shares</p>	<p data-bbox="515 309 1386 331">June 1982 Joined Ministry of Foreign Affairs, Trade and Development Canada</p> <p data-bbox="515 342 1034 365">August 2000 Consul General of Canada in Osaka</p> <p data-bbox="515 376 1058 398">August 2003 Minister, Embassy of Canada in Japan</p> <p data-bbox="515 409 1378 477">August 2009 Ambassador of Canada to the Republic of Indonesia, to the Democratic Republic of Timor-Leste and to the Association of Southeast Asian Nations (ASEAN)</p> <p data-bbox="515 488 1337 510">November 2012 Ambassador Extraordinary and Plenipotentiary of Canada to Japan</p> <p data-bbox="515 521 1129 544">September 2016 Consultant of the Company (up to the present)</p> <p data-bbox="515 555 1281 577">[Status of Important Concurrent Occupations or Positions at Other Organizations]</p> <p data-bbox="515 589 986 611">Outside Director of KAMEDA SEIKA CO., LTD.</p> <p data-bbox="515 622 1177 645">Professor under special tenure program of Kwansai Gakuin University</p> <p data-bbox="515 656 938 678">Outside Director of Idemitsu Kosan Co., Ltd.</p> <p data-bbox="515 689 1394 958">[Reasons for Presenting Mr. Mackenzie Clugston as a Candidate for Outside Director] Although Mr. Mackenzie Clugston has no experience in directly managing a company, he has extensive insight in the fields of diplomacy and trade in North America and Southeast Asia where the Company is pursuing business development. Based on that wealth of experience, rich track record and great insight, Mr. Clugston can offer pertinent opinions and advice to the Board of Directors of the Company from his objective standpoint, independent of the management team engaged in executing the operations of the Company. The Company has determined that he will contribute greatly to the corporate governance of the Company, which is moving forward with global expansion, and he has thus been presented to the shareholders as a candidate for outside director.</p> <p data-bbox="515 969 1394 1305">[Policy on His Independence] Mr. Mackenzie Clugston satisfies “Standards for Independence of Outside Officers” established by the Company. Since September 2016, the Company’s management has been receiving advice from Mr. Clugston being a consultant of the Company. The remuneration paid to Mr. Clugston was compensation for his advice to the Company’s management based on his experience and insight, and such remuneration in the business term ended December 31, 2017 was five million yen or less; thus the arrangement does not affect Mr. Clugston’s independence. Should Mr. Clugston be appointed to the position of director, he will resign as the consultant of the Company. In addition, the Company designated Mr. Clugston as an independent officer as provided for by the rules of the Tokyo Stock Exchange and the Sapporo Securities Exchange and has notified each of the Exchanges of his designation, given that he satisfies the applicable criteria of independence as stipulated by the financial instruments exchanges.</p>

Notes:

1. Each candidate for director has no special interest in the Company.
2. The number of shares held in the Company is the effective number of shares held, including shares held through Sapporo Group’s Director and Audit & Supervisory Board Member Stock Ownership Plan.
3. The Company has entered into limited liability contracts, as stipulated in Article 427, Paragraph 1 of the Companies Act, with Mr. Shigehiko Hattori and Mr. Shizuka Uzawa. Should the reelection of the said two (2) persons be approved, the Company intends to continue the said contracts. In addition, should the election of Mr. Mackenzie Clugston be approved, the Company also intends to enter into a limited liability contract of a similar kind with him. The amount of limit of liability which is stipulated in these contracts is to be the minimum liability amount which is stipulated in Article 425, Paragraph 1 of the Companies Act.

Reference Judgment on Independence

The voluntary “Nomination Committee” of the Company chaired by an independent outside director requires that candidates for independent outside director and independent outside audit & supervisory board member be persons who fulfill the “Standards for Independence of Outside Officers” stipulated by the Company as provided below. For candidates for independent outside director, the Committee recommends talented persons who have a wealth of experience and a rich track record in, and great insight for corporate management or specific professional areas, and are capable of offering pertinent opinions and advice on the management issues of the Company.

Standards for Independence of Outside Officers

1. In order for the outside directors and outside audit & supervisory board members (“Outside Officers”) of the Company to be outside officers who are independent (“Independent Officers”), any such Outside Officers may not fall under any of the following Items (1) through (3).
 - (1) A person who currently is or during the past ten years was an executive (*gyomu shikkou sha*) of the Company or its consolidated subsidiaries (collectively, “Group”) (including a director who is not an executive in the case the Outside Officer to be designated as an Independent Officer is an outside audit & supervisory board member) (*1).
 - (2) A person who currently falls under or during the past three years has fallen under any of the following sub-items (i) through (viii).
 - (i) A party having the Group as a major business partner, or executive (*gyomu shikkou sha*) of such party (*2);
 - (ii) A major business partner of the Group or its executive (*gyomu shikkou sha*) (*3);
 - (iii) A consultant, accounting professional, or legal professional who has obtained from the Group large sums of money or other property other than officer remuneration, etc. (if the party obtaining such properties is a corporation, association, or other group, this means a person who belongs to such group) (*4);
 - (iv) A major shareholder of the Group (if such major shareholder is a corporation, an executive (*gyomu shikkou sha*) of such corporation) (*5);
 - (v) In the case where the executive (*gyomu shikkou sha*) of the Company holds the office of outside officer of another company, an executive (*gyomu shikkou sha*) of such other company;
 - (vi) A person who has received large donations from the Group or a director or other executive (*gyomu shikkou sha*) of a group that received such donations (*6);
 - (vii) A member, partner, or employee of the audit corporation that is the accounting auditor for the Group; and
 - (viii) A major lender of the Group or its executive (*gyomu shikkou sha*) (*7)
 - (3) A spouse or a relative in the second degree or closer of any person listed in Item (1) or Item (2) above (excluding any unimportant person).
2. An Independent Officer of the Company must be an Outside Officer with respect to whom there is no likelihood of a constant and substantial conflict of interests arising with the entire general shareholders of the Company for any reason other than the reasons considered in Items (1) through (3) of Paragraph 1 above.
3. An Outside Officer who falls under any of Items (1) through (3) of Paragraph 1 above may nonetheless be appointed as an Independent Officer of the Company, if the Company considers such Outside Officer to be appropriate as an Independent Officer in light of such Outside Officer’s personality, insight, etc., on the condition that such Outside Officer satisfy the applicable standards of independence specified by the financial instruments exchanges and that a public explanation be given of the reasons why the Company considers such Outside Officer to be appropriate as an Independent Officer of the Company.

(Notes)

- *1. For any person who was a non-executive director or an audit & supervisory board member of the Group at any time over the last ten years, the ten-year period prior to assumption of such office. An executive (*gyomu shikkou sha*) means a person stipulated in Article 2, Paragraph 3, Item (6) of the Ordinance for Enforcement of the Companies Act.
- *2. “Party having the Group as a major business partner” means a party who/that has received from the Group payment of an amount equivalent to 2% or more of its annual consolidated sales in the most recent business term.
- *3. “Major business partner of the Group” means a party who/that in the most recent business term made payment to the Group of an amount equivalent to 2% or more of the Company’s annual consolidated sales.
- *4. “Consultant, accounting professional, or legal professional who has obtained from the Group large sums of money or other property other than officer remuneration, etc.” means a person who in the most recent business term obtained, other than officers remuneration, etc., money or property in an amount or value equivalent to 2% of annual consolidated sales of that person or ten million yen, whichever is higher, or a member, partner, associate, or employee of any law firm, auditing corporation, tax accountant corporation, consulting firm, or other professional advisory firm that received from the Group payment of an amount equivalent to 2% or more of that firm’s annual total sales in the most recent business term.
- *5. “Major shareholder of the Group” means a person or a corporation who directly or indirectly holds 10% or more of the total voting rights.
- *6. “Large donation” means a donation that is made in the most recent business term, the amount of which is not less than the higher of (i) ten million yen or (ii) 30% of the average annual expenses for the relevant group.
- *7. “Major lender of the Group” means any financial institution or other major creditor that is essential for the Company’s fund-raising, upon which the Company relies to such extent that such lender is not replaceable.

Proposal No. 4 – Election of One (1) Substitute Audit & Supervisory Board Member

At the commencement of this general meeting, the effect of the election of Mr. Tsugio Yada as a substitute audit & supervisory board member, who was elected as substitute audit & supervisory board member at the 93rd Ordinary General Meeting of Shareholders held on March 30, 2017, expires. In case of the number of incumbent outside audit & supervisory board members becomes less than that is required by laws and ordinances, the Company proposes the election of one (1) substitute audit & supervisory board member for outside audit & supervisory board member.

The Company has obtained the approval of the Audit & Supervisory Board for submitting this proposal to this general meeting.

The candidate for substitute audit & supervisory board member is as follows:

Name (Date of Birth)	Career Summary, Position, and Status of Important Concurrent Occupations or Positions at Other Organizations
<p>(Candidate for Substitute Audit & Supervisory Board Member for Outside Audit & Supervisory Board Member)</p> <p>Takanori Iizuka</p> <p>(June 1, 1966) 51 years old</p> <p>Number of Shares Held in the Company 0 shares</p>	<p>April 1996 Registered as a lawyer (Daiichi Tokyo Bar Association) Worked for Harada, Ozaki & Hattori Law Office (currently Ozaki Law Office)</p> <p>April 2009 Iizuka & Partners Law Office (up to the present)</p> <p>October 2009 Seconded to Enterprise Turnaround Initiative Corporation of Japan (currently Regional Economy Vitalization Corporation of Japan)</p> <p>[Status of Important Concurrent Occupations or Positions at Other Organizations] Attorney-at-law of Iizuka & Partners Law Office Outside Audit & Supervisory Board Member of SE Holdings and Incubations Co., Ltd. Intermediary Committee Member of Nuclear Damage Compensation Dispute Resolution Center</p> <p>[Reasons for Presenting Mr. Takanori Iizuka as a Candidate for Substitute Audit & Supervisory Board Member for Outside Audit & Supervisory Board Member] Although Mr. Takanori Iizuka has no experience in directly managing a company, the Company has judged that he will be able to audit the performance of duties by directors of the Company from an objective and fair perspective based on his wealth of knowledge and experience as an attorney with expertise in the field of corporate law, having engaged in efforts involving community revitalization and business rehabilitation support during his eight years at the Enterprise Turnaround Initiative Corporation of Japan (currently, Regional Economy Vitalization Corporation of Japan). Accordingly, he has been presented to the shareholders as a candidate for substitute audit & supervisory board member for outside audit & supervisory board member.</p> <p>[Policy on His Independence] Mr. Takanori Iizuka satisfies the “Standards for Independence of Outside Officers” established by the Company. Should Mr. Iizuka be appointed to the position of audit & supervisory board member, the Company intends to designate him as an independent officer as provided for by the rules of the Tokyo Stock Exchange and the Sapporo Securities Exchange, and notify the said exchanges of such designation.</p>

Notes:

1. The candidate for substitute audit & supervisory board member has no special interest in the Company.
2. Should Mr. Takanori Iizuka assume the position of audit & supervisory board member, the Company intends to enter into a limited liability contract, as stipulated in Article 427, Paragraph 1 of the Companies Act, with him. The amount of limit of liability which is stipulated in this contract is to be the minimum liability amount which is stipulated in Article 425, Paragraph 1 of the Companies Act.

[End of document]

Business Report

(From January 1, 2017 to December 31, 2017)

1. Review of Sapporo Group Operations

(1) Operations and Operating Results

During the term under review, the Japanese economy remained in a moderate recovery trend, with support from rebounding exports and an improved employment and income environment. On the other hand, the economic environment remains difficult to predict, with rising geopolitical risks and unseasonable weather suppressing investment and consumer spending.

In the Japanese alcoholic beverages industry, rising prices at stores due to amended Liquor Tax Act, unseasonal weather in the summer, and a weak performance in *Izakaya* or Japanese style tavern business, on the back of increasingly thrifty consumers holding back on spending pushed down demand. Overseas, the North American beer market appears to have been weaker than the previous term, while the Asian beer market continued to grow. The soft drinks industry in Japan looks to have performed in line with the previous term. In the real estate industry, vacancy rates in the Greater Tokyo office leasing market improved, while rent levels rose gradually.

Amid this environment, the Sapporo Group (the “Group” or “Sapporo Group”) accelerated the growth strategies based on the Sapporo Group Long-Term Management Vision “SPEED150” and the First Medium-Term Management Plan 2020 to be a company with highly unique brands in the fields of “Alcoholic Beverages”, “Food”, and “Soft Drinks” around the world, with an aim to achieve its financial targets for 2017.

The Sapporo Group’s consolidated operating results for the term under review were as follows.

Net sales

In the Japanese alcoholic beverages business, despite efforts to strengthen core brands in the beer and diversified alcoholic beverage offerings such as wine, RTD* and spirits categories, sales decreased from the previous term due to the sales volume of happoshu and new-genre beers being down from the previous term. In the international business, on the other hand, sales increased mainly as a result of the sales volume of Sapporo-brand beer increasing year on year and contributions from the fruit juice sorbet business of Country Pure Foods, Inc. In the food & soft drinks business, net sales was about the same as the previous term mainly due to the decline in sales volume in Singapore and exports from that country, despite increased sales volume year on year in lemon-based drinks and soup products in Japan. In the restaurants business, sales increased year on year due to robust performance among the existing stores in Japan and full-year contributions by Marushinkawamura Inc. and Ginrin Suisan Inc., which were newly consolidated in June of the previous term. In the real estate business sales increased year on year due to the full-year contribution by GINZA PLACE, which opened in September of the previous term.

As a result, consolidated net sales came to ¥551.5 billion, reflecting an increase of ¥9.7 billion or 1.8% compared with the previous term.

Operating income

In the Japanese alcoholic beverages business, although net sales decreased year on year, the growth in the beer and diversified alcoholic beverage offerings such as wine, RTD* and spirits categories led to improved product mix, and manufacturing costs also improved. As a result, operating income was on par with the previous term. In the international business, the decline in sales volume for Silver Springs Citrus and the impact of the acquisition cost of Anchor Brewing Company resulted in lower profits, despite favorable performance for alcoholic beverages in North America. In the food & soft drinks business, profit declined mainly due to the lower sales in Singapore. In the restaurants

business, the rising price of food and increases in personnel expenses led to lower profit, despite the robust net sales. In the real estate business, profit increased due to the increase in rent income from core properties as well as the contribution from GINZA PLACE.

As a result, consolidated operating income amounted to ¥17.0 billion, reflecting a decrease of ¥3.2 billion or 16.0% compared with the previous term.

Ordinary income

Due to the decrease in consolidated operating income, consolidated ordinary income amounted to ¥16.4 billion, reflecting a decrease of ¥2.7 billion or 14.5% compared with the previous term.

Profit attributable to owners of parent

A ¥4.8 billion gain on sales of investment securities and ¥1.9 billion gain on sales of property, plant and equipment were recorded.

As a result, profit attributable to owners of parent amounted to ¥10.9 billion, reflecting an increase of ¥1.5 billion or 15.9% compared with the previous term.

* RTD, or ready-to-drink, beverages are already-mixed, low-alcohol content cocktail-like beverages that can be consumed as is immediately after opening.

(2) Issues to be Addressed by the Group

The Sapporo Group's Medium- to Long-Term Management Strategy and Target Business Indicators

The Company has formulated the Sapporo Group Long-Term Management Vision "SPEED150" and the First Medium-Term Management Plan 2020 in November 2016. The "SPEED150" vision sets forth the overall direction the Company should pursue over the next 10 years through 2026, the year marking the Group's 150th anniversary of founding. The First Medium-Term Management Plan 2020 lays out the basic strategies the Company will implement over the four years from 2017 to 2020. 2018 marks the second year of the First Medium-Term Management Plan 2020.

● Sapporo Group Long-Term Management Vision "SPEED150"

The Company has formulated the 2026 Group Vision and the Action Guidelines, both of which will be achieved by pursuing management reforms and business growth with speed while continuing to adhere to the Management Philosophy and Fundamental Management Policy.

Recognizing once again that the source of the Group's growth lies in the brand assets cultivated over the Group's 140-year history since it was founded, the Company has positioned "Alcoholic Beverages", "Food" and "Soft Drinks" as the Group's three core business fields, and will work to nurture and strengthen the Group's brands along with the real estate business. The Company stands out among the numerous food companies in Japan for conducting business in all three fields of "Alcoholic Beverages", "Food" and "Soft Drinks". Leveraging this unique strength, the Company will work to supply distinctive products and services worldwide in conjunction with expanding its contact points with customers, with the aim of driving robust growth.

<p><u>Management Philosophy</u></p> <p>As an intrinsic part of people’s lives, Sapporo will contribute to the evolution of creative, enriching and rewarding lifestyles.</p>	<p><u>2026 Group Vision</u></p> <p>The Sapporo Group will be a company with highly unique brands in the fields of “Alcoholic Beverages”, “Food”, and “Soft Drinks” around the world.</p>
<p><u>Fundamental Management Policy</u></p> <p>The Sapporo Group strives to maintain integrity in corporate conduct that reinforces stakeholder trust, and aims to achieve continuous growth in corporate value.</p>	<p><u>Action Guidelines</u></p> <ol style="list-style-type: none"> 1. Make customers lifestyles around world more fulfilled by creating new value through the pursuit of innovation and quality. 2. Strive to provide products and services and to nurture brands that foster communication among customers. 3. Practice efficient management in tandem with addressing changes in the environment.

● First Medium-Term Management Plan 2020

<p><u>Fundamental Policy</u></p> <p>The Company aims to transition to a growth stage as early as possible based on the theme of “Transformation with Unprecedented Speed”.</p> <ol style="list-style-type: none"> 1. Business Activities <p>The Company will enhance its cash generation capabilities by achieving continuous growth and producing results based on the identification of competitive fields in each business.</p> <ol style="list-style-type: none"> 1) Achieve continuous growth in existing businesses <p>Achieve steady growth based on identification of competitive fields in the existing five businesses</p> 2) Produce results in the investment business <p>Enhance profitability in the Vietnam business, North American beverage business and the food & soft drinks business</p> 3) Capture growth opportunities <p>Capture growth opportunities by allocating resources to growth in the “Food” field and global business expansion</p> 2. Group Management <p>The Company will take the lead in strengthening its platform through the strategic shift of resources, and business structure reforms and promotion of segment management.</p> <ol style="list-style-type: none"> 1) Implement a Group structure that fits the actual state of growth and optimization of Head Office functions 2) Strengthen platform functions <ul style="list-style-type: none"> • R&D <p>Bolster resources (human resources and research & development expenses) to drive growth in the “Food” field</p> • Personnel and human resources <p>Shift human resources to growth fields and implement health promotion measures</p> • Finance <p>Strengthen the financial base by enhancing asset efficiency and bolstering monitoring</p>

Consolidated Balance Sheet

(As of December 31, 2017)

(Million Yen)

Item	94th business term (As of December 31, 2017)	(Reference) 93rd business term (As of December 31, 2016)	Item	94th business term (As of December 31, 2017)	(Reference) 93rd business term (As of December 31, 2016)
[Assets]			[Liabilities]		
Current assets	168,852	164,183	Current liabilities	220,173	212,123
Cash and cash equivalents	12,717	10,589	Notes and accounts payable – trade	36,530	38,503
Notes and accounts receivable – trade	98,604	96,850	Short-term bank loans	37,882	30,337
Merchandise and finished products	24,681	24,657	Commercial paper	32,000	33,000
Raw materials and supplies	13,638	13,315	Current portion of bonds	10,068	10,083
Deferred tax assets	3,900	3,639	Lease obligations	2,690	3,024
Other	15,413	15,213	Liquor taxes payable	34,408	34,228
Allowance for doubtful receivables	(103)	(82)	Income taxes payable	5,202	1,680
			Accrued bonuses	3,089	2,980
			Deposits received	7,817	8,214
			Other	50,484	50,071
Fixed assets	461,778	462,168	Long-term liabilities	232,794	247,847
Property, plant and equipment	343,763	345,495	Bonds	50,060	50,128
Buildings and structures	171,524	172,788	Long-term bank loans	103,578	114,593
Machinery and vehicles	42,419	43,898	Lease obligations	5,960	6,968
Land	113,041	111,636	Deferred tax liabilities	21,292	18,804
Lease assets	7,949	9,276	Net defined benefit liability	5,492	8,995
Construction in progress	4,363	3,694	Dealers' deposits for guarantees	31,086	33,241
Other	4,464	4,201	Other	15,323	15,115
Intangible assets	40,523	37,950	Total liabilities	452,968	459,971
Goodwill	26,948	27,439	[Net Assets]		
Other	13,575	10,511	Shareholders' equity	148,193	140,112
Investments and other assets	77,491	78,721	Common stock	53,886	53,886
Investment securities	62,145	59,296	Capital surplus	46,090	46,089
Long-term loans receivable	427	4,789	Retained earnings	50,022	41,932
Deferred tax assets	1,306	1,070	Treasury stock, at cost	(1,806)	(1,795)
Other	14,827	14,760	Accumulated other comprehensive income	25,274	20,574
Allowance for doubtful receivables	(1,216)	(1,195)	Unrealized holding gain on securities	25,951	22,517
			Deferred hedge gains (losses)	(6)	41
			Foreign currency translation adjustments	(818)	(1,943)
			Remeasurements of defined benefit plans	148	(41)
			Non-controlling interests	4,194	5,693
Total assets	630,630	626,351	Total net assets	177,662	166,380
			Total liabilities and net assets	630,630	626,351

Consolidated Statement of Income

(From January 1, 2017 to December 31, 2017)

(Million Yen)

Item	94th business term (From January 1, 2017 to December 31, 2017)	(Reference) 93rd business term (From January 1, 2016 to December 31, 2016)
Net sales	551,548	541,847
Cost of sales	358,572	352,420
Gross profit	192,976	189,426
Selling, general and administrative expenses	175,943	169,159
Operating income	17,032	20,267
Non-operating income	2,092	2,316
Interest income	164	231
Dividend income	1,162	1,111
Equity in income of affiliates	19	15
Other	746	958
Non-operating expenses	2,714	3,381
Interest expense	1,924	2,142
Foreign exchange losses	86	217
Loss on valuation of derivatives	73	252
Other	629	769
Ordinary income	16,410	19,202
Extraordinary gains	6,813	59
Gain on sales of property, plant and equipment	1,977	45
Gain on sales of investment securities	4,836	13
Extraordinary losses	5,422	2,858
Loss on disposal of property, plant and equipment	1,068	1,413
Loss on sales of property, plant and equipment	38	26
Loss on impairment of property, plant and equipment	3,735	1,018
Loss on devaluation of investment securities	273	22
Compensation expenses	307	376
Profit before income taxes	17,801	16,403
Income taxes: current	8,243	6,185
Income taxes: deferred	(61)	838
Profit	9,619	9,380
Profit (loss) attributable to non-controlling interests	(1,358)	(89)
Profit attributable to owners of parent	10,977	9,469

Consolidated Statement of Changes in Shareholders' Equity

(From January 1, 2017 to December 31, 2017)

(Million Yen)

	Shareholders' equity				
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity
Balance as of January 1, 2017	53,886	46,089	41,932	(1,795)	140,112
Changes during period					
Cash dividends			(2,887)		(2,887)
Profit attributable to owners of parent			10,977		10,977
Purchase of treasury stock				(17)	(17)
Disposition of treasury stock		1		6	7
Net change in items other than shareholders' equity during period					
Total changes during period	-	1	8,090	(11)	8,080
Balance as of December 31, 2017	53,886	46,090	50,022	(1,806)	148,193

	Accumulated other comprehensive income					Non-controlling interests	Total net assets
	Unrealized holding gain on securities	Deferred hedge gains (losses)	Foreign currency translation adjustments	Remeasurements of defined benefit plans	Total accumulated other comprehensive income		
Balance as of January 1, 2017	22,517	41	(1,943)	(41)	20,574	5,693	166,380
Changes during period							
Cash dividends							(2,887)
Profit attributable to owners of parent							10,977
Purchase of treasury stock							(17)
Disposition of treasury stock							7
Net change in items other than shareholders' equity during period	3,433	(47)	1,124	189	4,700	(1,498)	3,201
Total changes during period	3,433	(47)	1,124	189	4,700	(1,498)	11,281
Balance as of December 31, 2017	25,951	(6)	(818)	148	25,274	4,194	177,662

Non-Consolidated Balance Sheet

(As of December 31, 2017)

(Million Yen)

Item	94th business term (As of December 31, 2017)	(Reference) 93rd business term (As of December 31, 2016)	Item	94th business term (As of December 31, 2017)	(Reference) 93rd business term (As of December 31, 2016)
[Assets]			[Liabilities]		
Current assets	39,774	56,109	Current liabilities	86,751	76,952
Cash and cash equivalents	1,713	185	Short-term bank loans	10,500	15,750
Accounts receivable	592	623	Current portion of bonds	10,000	10,000
Advance payments-trade	0	13	Current portion of long-term debt	22,337	11,212
Prepaid expenses	9	7	Commercial paper	32,000	33,000
Deferred tax assets	114	96	Current portion of lease obligations	-	0
Accrued revenue	5,976	4,226	Accounts payable	1,217	1,018
Short-term loan receivables	31,358	50,957	Accrued expenses	216	225
Other	9	2	Income taxes payable	2,675	9
Allowance for doubtful receivables	-	(1)	Consumption taxes payable	110	2
			Deposits received	7,515	5,606
			Unearned revenue	0	0
			Accrued bonuses	176	126
Fixed assets	357,763	338,365	Long-term liabilities	149,656	161,049
Property, plant and equipment	399	285	Bonds	50,000	50,000
Buildings	75	57	Long-term bank loans	97,428	107,444
Structures	0	-	Employees' retirement benefits	39	1,789
Machinery	4	5	Allowance for stock benefit for officers	112	-
Tools, furniture and fixtures	299	222	Deferred tax liabilities	2,062	1,806
Lease assets	-	0	Asset retirement obligations	9	9
Construction in progress	19	0	Other	4	-
Intangible assets	3	4	Total liabilities	236,408	238,001
Software	3	4	[Net Assets]		
Investments and other assets	357,360	338,075	Shareholders' equity	156,715	150,606
Investment securities	9,929	14,373	Common stock	53,886	53,886
Shares in affiliates	189,232	173,039	Capital surplus	46,722	46,721
Long-term loans receivable	161,314	153,893	Capital reserves	46,543	46,543
Long-term prepaid expenses	10	15	Other capital surplus	179	177
Claims provable in bankruptcy, claims provable in rehabilitation and other	3	-	Retained earnings	57,912	51,793
Prepaid pension cost	28	-	Earnings reserve	6,754	6,754
Other	375	285	Other retained earnings	51,158	45,039
Allowance for doubtful receivables	(3)	-	Contingent reserve	16,339	16,339
Allowance for investment loss	(3,532)	(3,532)	Unappropriated retained earnings at end of period	34,819	28,700
			Treasury stock, at cost	(1,806)	(1,795)
			Valuation and translation adjustments	4,414	5,867
			Unrealized holding gain on securities	4,414	5,867
Total assets	397,538	394,475	Total net assets	161,129	156,473
			Total liabilities and net assets	397,538	394,475

Non-Consolidated Statement of Income

(From January 1, 2017 to December 31, 2017)

(Million Yen)

Item	94th business term (From January 1, 2017 to December 31, 2017)	(Reference) 93rd business term (From January 1, 2016 to December 31, 2016)
Operating revenues	11,739	14,124
Managing revenue from operating companies	4,984	3,867
Dividend income from subsidiaries and affiliates	6,510	10,051
Other	244	206
Operating expenses	6,147	4,709
General administrative expenses	6,147	4,709
Operating income	5,591	9,415
Non-operating income	1,585	2,770
Interest and dividend income	1,571	2,751
Other	14	19
Non-operating expenses	1,093	1,378
Interest expense	982	1,231
Provision for allowance for doubtful accounts	1	-
Other	109	147
Ordinary income	6,083	10,807
Extraordinary gains	3,406	981
Gain on sales of investment securities	3,406	-
Gain on liquidation of subsidiaries and affiliates	-	981
Extraordinary losses	0	1
Loss on disposal of property, plant and equipment	0	1
Profit before income taxes	9,489	11,787
Income taxes: current	(21)	(114)
Income taxes: deferred	503	445
Profit	9,006	11,455

Non-Consolidated Statement of Changes in Shareholders' Equity

(From January 1, 2017 to December 31, 2017)

(Million Yen)

	Shareholders' equity									
	Common stock	Capital surplus			Earnings reserve	Retained earnings			Treasury stock	Total shareholders' equity
		Capital reserves	Other capital surplus	Total capital surplus		Contingent reserve	Other retained earnings	Unappropriated retained earnings		
Balance as of January 1, 2017	53,886	46,543	177	46,721	6,754	16,339	28,700	51,793	(1,795)	150,606
Changes during period										
Cash dividends							(2,887)	(2,887)		(2,887)
Profit							9,006	9,006		9,006
Purchase of treasury stock									(17)	(17)
Disposition of treasury stock			1	1					6	7
Net change in items other than shareholders' equity during period										
Total changes during period	-	-	1	1	-	-	6,119	6,119	(11)	6,109
Balance as of December 31, 2017	53,886	46,543	179	46,722	6,754	16,339	34,819	57,912	(1,806)	156,715

	Valuation and translation adjustments		Total net assets
	Unrealized holding gain on securities	Total valuation and translation adjustments	
Balance as of January 1, 2017	5,867	5,867	156,473
Changes during period			
Cash dividends			(2,887)
Profit			9,006
Purchase of treasury stock			(17)
Disposition of treasury stock			7
Net change in items other than shareholders' equity during period	(1,453)	(1,453)	(1,453)
Total changes during period	(1,453)	(1,453)	4,656
Balance as of December 31, 2017	4,414	4,414	161,129