

(Translation)



Securities code: 2579

March 2, 2011

## NOTICE OF THE 53<sup>rd</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder,

You are cordially invited to attend the 53<sup>rd</sup> Ordinary General Meeting of Shareholders of Coca-Cola West Company, Limited (the “Company”), which will be held as described hereunder.

If you are unable to attend the meeting, you may exercise your voting rights either by writing or via the Internet. Please review the attached Reference Materials for General Meeting of Shareholders and exercise your voting rights by 5:30 p.m., March 23 (Wednesday), 2011.

Sincerely yours,

Tamio Yoshimatsu  
Representative Director & President

*Coca-Cola West Company, Limited*

7-9-66 Hakozaki, Higashi-ku, Fukuoka, Japan

### MEETING AGENDA

- 1. Date and Time:** 10:00 a.m., March 24 (Thursday), 2011  
**2. Venue:** The Grand Ballroom (3F), Grand Hyatt Fukuoka  
1-2-82 Sumiyoshi, Hakata-ku, Fukuoka, Japan

**3. Agenda:**

- Items to be reported:*
1. Business report and consolidated financial statements for the 53<sup>rd</sup> fiscal term (January 1 to December 31, 2010); and audit reports of consolidated financial statements by Accounting Auditors and the Board of Corporate Auditors
  2. Non-consolidated financial statements for the 53<sup>rd</sup> fiscal term (January 1 to December 31, 2010)

*Items to be proposed:*

- |                |                                |
|----------------|--------------------------------|
| Proposal No. 1 | Appropriation of surplus       |
| Proposal No. 2 | Election of ten (10) Directors |

#### **4. Matters Related to the Exercise of Voting Rights**

- (1) Exercise of voting rights by writing:  
Please indicate whether you approve or disapprove of each proposal on the proxy voting form enclosed herewith and return it to us by 5:30 p.m., March 23 (Wednesday), 2011.
- (2) Exercise of voting rights via the Internet  
If you prefer to exercise your voting rights via the Internet, please review the “Procedures for the Exercise of Voting Rights via the Internet” on page 3 and exercise your voting rights by 5:30 p.m., March 23 (Wednesday), 2011.
- (3) Handling of duplicated voting
  - (i) If you exercise your voting rights twice, both by writing and via the Internet, the voting via the Internet shall prevail.
  - (ii) In case of multiple voting via the Internet or both by personal computer and mobile phone, the last voting shall prevail.

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#### Notes:

1. Attendees are requested to submit the proxy voting form enclosed herewith to the reception desk when attending this General Meeting of Shareholders.
2. If we need to make any revision to the business report, consolidated financial statements, non-consolidated financial statements or Reference Materials for General Meeting of Shareholders, we will notify you through the Company’s website (<http://www.ccwest.co.jp>).

[This is a partial English translation prepared for the convenience of non-resident shareholders. Should there be any inconsistency between the translation and the official Japanese text, the latter shall prevail.]

## **Procedures for the Exercise of Voting Rights via the Internet**

If you prefer to exercise your voting rights via the Internet, please accept the following conditions before exercising your rights.

1. Shareholders exercising their voting rights via the Internet can only do so via the website designated by the Company (shown below). They can also exercise their voting rights online by mobile phone.  
**(Website URL for the exercise of voting rights) <http://www.webdk.net>**
2. If you are exercising your voting rights via the Internet, please enter the code and the password for the exercise of voting rights indicated on the proxy voting form enclosed herewith and follow the instructions on the screen to register whether you approve or disapprove of each proposal.
3. Connection fees payable to the providers and communication expenses payable to telecommunication carriers (including telephone charges) when accessing the website for the exercise of voting rights will be borne by the shareholders.

End

## **System Environment for the Exercise of Voting Rights via the Internet**

The following system environment is required for the use of the website to exercise voting rights.

- 1) Access to the Internet
- 2) If you are to exercise voting rights using your personal computer, Microsoft® Internet Explorer 6.0 (or above) must be installed as your browser. Any personal computer hardware capable of supporting these browsers will be adequate.
- 3) If you are to exercise voting rights via mobile phone, the device must be capable of 128bit SSL telecommunication (encrypted communication). (For security reasons, the Company's website is only configured to support 128bit SSL telecommunications (encrypted communication). Consequently, certain devices cannot be used).

(Microsoft® is a registered trademark of U.S. Microsoft Corporation in the U.S. and other countries.)

## **Inquiries about the Exercise of Voting Rights via the Internet**

If you have any questions about the exercise of voting rights via the Internet, please call one of the following numbers.

Administrator of Shareholders' Register:

The Sumitomo Trust & Banking Co., Ltd.  
Stock Transfer Agency Department

Direct Line:

(Toll free) 0120-186-417  
(accessible from 9:00 a.m. to 9:00 p.m.; within Japan only)

## **Electronic Voting Platform for Institutional Investors**

Management and trust banks or other nominee shareholders (including standing proxies) have the choice of an alternative method for exercising voting rights for the Company's General Meeting of Shareholders. This is the Electronic Voting Platform for Institutional Investors that is operated by Investor Communications Japan, Inc. (ICJ, Inc.), a joint venture instituted by Tokyo Stock Exchange, Inc., etc. In order to use this method, however, application to ICJ, Inc. to use this Electronic Voting Platform must be made in advance.

**Consolidated Balance Sheet**  
**As of December 31, 2010**

	Millions of yen
<b>ASSETS</b>	
Current Assets	
Cash and deposits	24,208
Trade notes and accounts receivable	23,507
Marketable securities	15,737
Merchandise and finished goods	22,355
Work in progress	231
Raw materials and supplies	1,396
Deferred tax assets	2,722
Other current assets	13,823
Allowance for doubtful accounts	(186)
Total Current Assets	103,796
Fixed Assets	
Property, plant and equipment:	
Buildings and structures	34,992
Machinery, equipment and vehicles	20,155
Sales equipment	21,209
Land	53,982
Lease assets	2,066
Construction in progress	7
Other property, plant and equipment	1,528
Total property, plant and equipment	133,943
Intangible assets:	
Goodwill	50,172
Other intangible assets	4,282
Total intangible assets	54,454
Investments and other assets:	
Investment securities	26,690
Deferred tax assets	9,571
Prepaid annuity expense	10,934
Other assets	7,201
Allowance for doubtful accounts	(560)
Total investments and other assets	53,838
Total Fixed Assets	242,236
Total Assets	346,032

Note: Amounts less than one million yen are omitted.

**Consolidated Balance Sheet  
As of December 31, 2010**

	Millions of yen
<b>LIABILITIES</b>	
Current Liabilities:	
Trade notes and accounts payable	14,615
Current portion of long-term loans payable	2,567
Lease obligations	1,031
Accrued income taxes	1,616
Other accounts payable	15,558
Provision for sales promotion expenses	169
Other current liabilities	7,854
Total Current Liabilities	43,415
Long-term Liabilities:	
Bonds payable	50,000
Long-term loans payable	12,816
Lease obligations	1,231
Deferred tax liabilities	3,620
Allowance for employee's retirement benefits	5,622
Allowance for directors' retirement benefits	102
Negative goodwill	207
Other long-term liabilities	2,748
Total Long-term Liabilities	76,349
Total Liabilities	119,765
<b>NET ASSETS</b>	
Shareholders' equity:	
Common stock	15,231
Additional paid-in capital	109,072
Retained earnings	127,657
Treasury stock (at cost)	(25,761)
Total shareholders' equity	226,199
Valuation and translation adjustments	
Net unrealized losses on other marketable securities	(255)
Total valuation and translation adjustments	(255)
Minority interests	324
Total Net Assets	226,267
Total Liabilities and Net Assets	346,032

Note: Amounts less than one million yen are omitted.

**Consolidated Statement of Income**  
**For the fiscal year ended December 31, 2010**

	Millions of yen
Net sales	375,764
Cost of sales	203,307
Gross profit	172,456
Selling, general and administrative expenses	160,452
Operating income	12,003
Non-operating income:	
Interest and dividend received	385
Amortization of negative goodwill	414
Equity in earnings of affiliates	806
Other non-operating income	401
Non-operating income	2,009
Non-operating expenses:	
Interest expenses	708
Other expenses	644
Non-operating expenses	1,352
Recurring profit	12,659
Extraordinary income:	
Gains on sale of fixed assets	218
Subsidy income	118
Gains on transfer of business	34
Extraordinary income	371
Extraordinary losses:	
Losses on valuation of investment securities	48
Extraordinary losses	48
Income before income taxes and minority interests	12,982
Income taxes	1,881
Income taxes deferred	3,488
Minority interests	30
Net income	7,582

Note: Amounts less than one million yen are omitted.

**Consolidated Statement of Changes in Shareholders' Equity**  
**For the fiscal year ended December 31, 2010**

(Millions of yen)

	Shareholders' equity				
	Common stock	Additional paid-in capital	Retained earnings	Treasury stock	Total shareholders' equity
Balance as of Dec. 31, 2009	15,231	109,072	124,174	(25,759)	222,718
Changes during this term					
Dividends of surplus	-	-	(4,098)	-	(4,098)
Net income	-	-	7,582	-	7,582
Acquisition of treasury stock	-	-	-	(3)	(3)
Disposal of treasury stock	-	(0)	(0)	0	0
(Net) Changes in items other than shareholders' equity during this term	-	-	-	-	-
Total changes during this term	-	(0)	3,483	(2)	3,480
Balance as of Dec. 31, 2010	15,231	109,072	127,657	(25,761)	226,199

	Valuation and translation adjustments		Minority interests	Total net assets
	Net unrealized gains (losses) on other marketable securities	Total valuation and translation adjustments		
Balance as of Dec. 31, 2009	23	23	74	222,816
Changes during this term				
Dividends of surplus	-	-	-	(4,098)
Net income	-	-	-	7,582
Acquisition of treasury stock	-	-	-	(3)
Disposal of treasury stock	-	-	-	0
(Net) Changes in items other than shareholders' equity during this term	(278)	(278)	249	(29)
Total changes during this term	(278)	(278)	249	3,450
Balance as of Dec. 31, 2010	(255)	(255)	324	226,267

Note: Amounts less than one million yen are omitted.

**Non-consolidated Balance Sheet**  
**As of December 31, 2010**

	Millions of yen
<b>ASSETS</b>	
<b>Current Assets</b>	
Cash and deposits	19,755
Trade notes receivable	29
Trade accounts receivable	22,081
Marketable securities	15,737
Merchandise and finished goods	19,686
Work in progress	6
Raw materials and supplies	548
Prepaid expenses	3,849
Deferred tax assets	2,263
Short-term loans	348
Short-term loans to subsidiaries and affiliates	3,908
Accrued income	8,002
Other current assets	306
Allowance for doubtful accounts	(103)
Total Current Assets	96,420
<b>Fixed Assets</b>	
<b>Property, plant and equipment:</b>	
Buildings	27,245
Structures	2,913
Machinery and equipment	17,170
Vehicles	1,130
Tools, instruments and fixtures	1,357
Sales equipment	18,766
Land	47,606
Lease assets	1,479
Construction in progress	0
Total property, plant and equipment	117,669
<b>Intangible assets:</b>	
Leasehold right	29
Software	3,759
Software in progress	2
Other intangible assets	136
Total intangible assets	3,927
<b>Investments and other assets:</b>	
Investment securities	10,127
Stocks of subsidiaries and affiliates	62,011
Long-term loans	1,315
Long-term loans to subsidiaries and affiliates	12,360
Claims provable in bankruptcy, claims provable in rehabilitation and other	119
Long-term prepaid expenses	2,508
Prepaid annuity expense	9,770
Other assets	2,039
Allowance for doubtful accounts	(415)
Total investments and other assets	99,838
Total Fixed Assets	221,435
Total Assets	317,856

Note: Amounts less than one million yen are omitted.



**Non-consolidated Balance Sheet**  
**As of December 31, 2010**

	Millions of yen
<b>LIABILITIES</b>	
Current Liabilities:	
Trade accounts payable	11,821
Lease obligations	631
Other accounts payable	16,551
Accrued expenses	1,373
Accrued income taxes	280
Money entrusted	5,407
Other current liabilities	1,414
Total Current Liabilities	37,480
Long-term Liabilities:	
Bonds payable	50,000
Lease obligations	894
Deferred tax liabilities	3,007
Allowance for employee's retirement benefits	3,822
Negative goodwill	207
Other long-term liabilities	2,585
Total Long-term Liabilities	60,517
Total Liabilities	97,998
<b>NET ASSETS</b>	
Shareholders' equity:	
Common stock	15,231
Additional paid-in capital:	
Capital reserve	108,166
Total additional paid-in capital	108,166
Retained earnings:	
Legal reserve	3,316
Other retained earnings:	
Reserve for advanced depreciation	403
Reserve for community contributions	388
Reserve for regional environmental preservation	560
General reserve	106,188
Retained earnings to be carried forward	11,606
Total other retained earnings	119,146
Total retained earnings	122,463
Treasury stock (at cost)	(25,761)
Total shareholders' equity	220,099
Valuation and translation adjustments:	
Net unrealized losses on other marketable securities	(242)
Total valuation and translation adjustments	(242)
Total Net Assets	219,857
Total Liabilities and Net Assets	317,856

Note: Amounts less than one million yen are omitted.

**Non-consolidated Statement of Income**  
**For the fiscal year ended December 31, 2010**

	Millions of yen
Net sales	339,939
Cost of sales	199,306
Gross profit	140,633
Selling, general and administrative expenses	133,425
Operating income	7,207
Non-operating income:	
Interest and dividend received	1,739
Amortization of negative goodwill	414
Other non-operating income	507
Non-operating income	2,661
Non-operating expenses:	
Interest expenses	668
Other expenses	827
Non-operating expenses	1,495
Recurring profit	8,373
Extraordinary income:	
Gains on sale of fixed assets	175
Gains on extinguishment of tie-in shares	832
Extraordinary income	1,008
Extraordinary losses:	
Losses on valuation of investment securities	48
Extraordinary losses	48
Income before income taxes	9,333
Income taxes	141
Income taxes deferred	2,712
Net income	6,479

Note: Amounts less than one million yen are omitted.

**Non-consolidated Statement of Changes in Shareholders' Equity**  
**For the fiscal year ended December 31, 2010**

(Millions of yen)

	Shareholders' equity									Valuation and translation adjustments	Total net assets
	Common stock	Additional paid-in capital			Retained earnings			Treasury stock	Total shareholders' equity	Net unrealized gains (losses) on other marketable securities	
		Capital reserve	Other additional paid-in capital	Total additional paid-in capital	Legal reserve	Other retained earnings (Note 1)	Total retained earnings				
Balance as of Dec. 31, 2009	15,231	108,166	0	108,166	3,316	116,765	120,082	(25,759)	217,721	49	217,771
Changes during this term											
Dividends of surplus	-	-	-	-	-	(4,098)	(4,098)	-	(4,098)	-	(4,098)
Net income	-	-	-	-	-	6,479	6,479	-	6,479	-	6,479
Savings of provisions	-	-	-	-	-	-	-	-	-	-	-
Reversal of provisions	-	-	-	-	-	-	-	-	-	-	-
Acquisition of treasury stock	-	-	-	-	-	-	-	(3)	(3)	-	(3)
Disposal of treasury stock	-	-	(0)	(0)	-	(0)	(0)	0	0	-	0
(Net) Changes in items other than shareholders' equity during this term	-	-	-	-	-	-	-	-	-	(291)	(291)
Total changes during this term	-	-	(0)	(0)	-	2,380	2,380	(2)	2,378	(291)	2,086
Balance as of Dec. 31, 2010	15,231	108,166	-	108,166	3,316	119,146	122,463	(25,761)	220,099	(242)	219,857

**Note 1: Breakdown of other retained earnings** (Millions of yen)

	Other retained earnings					
	Reserve for advanced depreciation	Reserve for community contributions	Reserve for regional environmental preservation	General reserve	Retained earnings to be carried forward	Total other retained earnings
Balance as of Dec. 31, 2009	412	406	568	119,188	(3,809)	116,765
Changes during this term						
Dividends of surplus	-	-	-	-	(4,098)	(4,098)
Net income	-	-	-	-	6,479	6,479
Savings of provisions	13	200	-	-	(213)	-
Reversal of provisions	(22)	(217)	(8)	(13,000)	13,248	-
Acquisition of treasury stock	-	-	-	-	-	-
Disposal of treasury stock	-	-	-	-	(0)	(0)
(Net) Changes in items other than shareholders' equity during this term	-	-	-	-	-	-
Total changes during this term	(9)	(17)	(8)	(13,000)	15,415	2,380
Balance as of Dec. 31, 2010	403	388	560	106,188	11,606	119,146

Note 2: Amounts less than one million yen are omitted.

## Reference Materials for General Meeting of Shareholders

### Proposal No. 1: Appropriation of surplus

Generally taking into account our business results for the fiscal year under review and our future business environment, we propose the appropriation of surplus as follows:

#### 1. Year-end dividends

(1) Type of assets to be distributed

Cash

(2) Allotment of assets to be distributed and the total amount

We propose to pay 20 yen per share of the Company's common stock.

In this case, the dividends will total 1,999,471,560 yen.

As a result, annual dividends will be 40 yen per share, including interim dividends, which is a decrease of 2 yen from the previous fiscal year.

(3) Effective date of the distribution of surplus

We propose that the effective date of the distribution of surplus will be March 25, 2011.

#### 2. Other matters relating to the appropriation of surplus

(1) Items of surplus to increase and the amount

Reserve for community contributions: 200,000,000 yen

General reserve: 5,000,000,000 yen

(2) Item of surplus to decrease and the amount

Retained earnings to be carried forward: 5,200,000,000 yen

## Proposal No. 2: Election of ten (10) Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, we propose that ten (10) Directors be elected.

The candidates for Directors are as follows:

No.	Name (Date of Birth)	Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions		No. of Company Shares Owned
1	Norio Sueyoshi (February 18, 1945)	April 1967	Joined Coca-Cola West Co., Ltd.	17,335
		March 1991	Director, Coca-Cola West Co., Ltd.	
		March 1995	Managing Director, Coca-Cola West Co., Ltd.	
		August 1997	Senior Managing Director, Coca-Cola West Co., Ltd.	
		March 1999	Executive Vice President, Coca-Cola West Co., Ltd.	
		March 2001	Director, Coca-Cola West Co., Ltd. Vice President, Coca-Cola West Co., Ltd.	
		October 2001	Representative Director, Specified Nonprofit Corporation Ichimura Kyushu School of Nature (incumbent)	
		March 2002	Representative Director, Coca-Cola West Co., Ltd. (incumbent) President & CEO, Coca-Cola West Co., Ltd.	
		March 2005	Outside Director, Royal Co., Ltd. (present Royal Holdings Co., Ltd.) (incumbent)	
		July 2006	CEO, Coca-Cola West Co., Ltd.	
		June 2007	Outside Director, Nishi-Nippon Railroad Co., Ltd. (incumbent)	
		January 2009	President & CEO, Coca-Cola West Co., Ltd.	
		January 2010	Chairman, Coca-Cola West Co., Ltd. (incumbent)	
		March 2010	President, The Coca-Cola Educational & Environmental Foundation (incumbent)	
		June 2010	Chairman, Specified Nonprofit Corporation Fukuoka Prefecture Recreation Association (incumbent)	
2	Tamio Yoshimatsu (February 10, 1947)	March 1969	Joined Kinki Coca-Cola Bottling Co., Ltd.	3,955
		March 2000	Director, Kinki Coca-Cola Bottling Co., Ltd.	
		March 2004	Managing Director, Kinki Coca-Cola Bottling Co., Ltd.	
		March 2006	Senior Managing Director, Kinki Coca-Cola Bottling Co., Ltd. Executive Corporate Officer, Kinki Coca-Cola Bottling Co., Ltd.	
		July 2006	Director, Coca-Cola West Co., Ltd. Executive Corporate Officer, Coca-Cola West Co., Ltd.	
		March 2007	Representative Director, Kinki Coca-Cola Bottling Co., Ltd. President, Kinki Coca-Cola Bottling Co., Ltd.	
		January 2009	Executive Vice President, Coca-Cola West Co., Ltd.	
		March 2009	Representative Director, Coca-Cola West Co., Ltd. (incumbent)	
		January 2010	President, Coca-Cola West Co., Ltd. (incumbent)	
		January 2011	In charge of Business Model Innovation Division, Coca-Cola West Co., Ltd. (incumbent)	

No.	Name (Date of Birth)	Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions		No. of Company Shares Owned
3	Hijiri Morita (August 18, 1946)	April 1969	Joined Coca-Cola West Co., Ltd.	8,137
		March 1995	Director, Coca-Cola West Co., Ltd.	
		March 1999	Senior Corporate Officer, Coca-Cola West Co., Ltd.	
		April 2003	Executive Corporate Officer, Coca-Cola West Co., Ltd.	
		March 2008	Director, Coca-Cola West Co., Ltd.	
		April 2008	Executive Vice President, Coca-Cola West Co., Ltd. (incumbent)	
		March 2009	Representative Director, Coca-Cola West Co., Ltd. (incumbent)	
		January 2011	In charge of Planning Division, IR Office and Sales Support Office, Coca-Cola West Co., Ltd. (incumbent)	
4	Nobuo Shibata (November 12, 1946)	April 1969	Joined Coca-Cola West Co., Ltd.	9,015
		March 1995	Director, Coca-Cola West Co., Ltd.	
		March 1999	Senior Corporate Officer, Coca-Cola West Co., Ltd.	
		April 2004	Executive Corporate Officer, Coca-Cola West Co., Ltd.	
		January 2005	Representative Director, Coca-Cola West Japan Products Co., Ltd. (present Coca-Cola West Products Co., Ltd.)	
			President, Coca-Cola West Japan Products Co., Ltd. (present Coca-Cola West Products Co., Ltd.)	
		January 2009	Executive Vice President, Coca-Cola West Co., Ltd. (incumbent)	
		March 2009	Director, Coca-Cola West Co., Ltd. (incumbent)	
		January 2011	In charge of General Affairs Division and Career Development Office, Coca-Cola West Co., Ltd. (incumbent)	
5	Shigeki Ota (February 27, 1950)	April 1973	Joined Kirin Brewery Co., Ltd. (present Kirin Holdings Co., Ltd.)	1,115
		January 2001	Vice President, International Beer Company of Kirin Brewery Co., Ltd. (present Kirin Holdings Co., Ltd.)	
		March 2002	Director, San Miguel Corp.	
		March 2004	Managing Director, Kinki Coca-Cola Bottling Co., Ltd.	
		March 2006	Senior Corporate Officer, Kinki Coca-Cola Bottling Co., Ltd.	
		March 2007	Director, Kinki Coca-Cola Bottling Co., Ltd. Director, Coca-Cola West Co., Ltd. (incumbent)	
		April 2008	Executive Corporate Officer, Kinki Coca-Cola Bottling Co., Ltd.	
		January 2009	Executive Corporate Officer, Coca-Cola West Co., Ltd. (incumbent)	
		January 2011	In charge of Financial Division and Business System Office, Coca-Cola West Co., Ltd. (incumbent)	
6	Hiroyoshi Miyaki (March 4, 1950)	March 1972	Joined Kinki Coca-Cola Bottling Co., Ltd.	3,687
		March 2005	Director, Kinki Coca-Cola Bottling Co., Ltd.	
		March 2006	Senior Corporate Officer, Kinki Coca-Cola Bottling Co., Ltd.	
		July 2006	Senior Corporate Officer, Coca-Cola West Co., Ltd.	
		January 2008	Representative Director, Mikasa Coca-Cola Bottling Co., Ltd.	
			President, Mikasa Coca-Cola Bottling Co., Ltd.	
		January 2009	Executive Corporate Officer, Coca-Cola West Co., Ltd. (incumbent)	
		March 2009	Director, Coca-Cola West Co., Ltd. (incumbent)	
		January 2011	In charge of CSR Division and Quality Assurance Office, Coca-Cola West Co., Ltd. (incumbent)	

No.	Name (Date of Birth)	Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions		No. of Company Shares Owned
7	Jiro Wakasa (January 23, 1959)	April 1981 December 1996 July 1999 January 2000 March 2003 October 2003 January 2007 January 2009 March 2009 January 2011	Joined Suntory Limited Joined Coca-Cola (Japan) Co., Ltd. Senior Corporate Officer, Coca-Cola Beverage Services Co., Ltd. (present Coca-Cola Business Service Co., Ltd.) Managing Director & Representative Director, Coca-Cola Beverage Services Co., Ltd. (present Coca-Cola Business Service Co., Ltd.) President & Representative Director, Coca-Cola Beverage Services Co., Ltd. (present Coca-Cola Business Service Co., Ltd.) Corporate Officer, Coca-Cola National Beverages Co., Ltd. Vice President & Director, Coca-Cola National Beverages Co., Ltd. Executive Corporate Officer, Coca-Cola West Co., Ltd. (incumbent) Director, Coca-Cola West Co., Ltd. (incumbent) In charge of SCM Division and General Manager of Tokyo Office, Coca-Cola West Co., Ltd. (incumbent)	2,086
8	Masamitsu Sakurai (January 8, 1942)	April 1966 May 1984 June 1992 April 1993 June 1994 April 1996 March 2005 June 2005 July 2006 April 2007 June 2008	Joined Ricoh Co., Ltd. Director & President, Ricoh UK Products Ltd. Director, Ricoh Co., Ltd. Director & President, Ricoh Europe B.V. Managing Director, Ricoh Co., Ltd. Representative Director & President, Ricoh Co., Ltd. Representative Director, Coca-Cola West Co., Ltd. Chairman, Coca-Cola West Co., Ltd. Representative Director, Ricoh Co., Ltd. (incumbent) President, Ricoh Co., Ltd. Director, Coca-Cola West Co., Ltd. (incumbent) Chairman of the Board, Ricoh Co., Ltd. (incumbent) Chairman, Keizai Doyukai (Japan Association of Corporate Executives) (incumbent) Outside Director, OMRON Corporation (incumbent)	-
9	Vikas Tiku (July 26, 1965)	May 1988 December 1996 January 1998 August 2000 January 2005 July 2005 June 2006 May 2009 June 2009 March 2010	Joined Diageo plc (USA) CFO, Diageo plc Australia CFO, Diageo plc Asia-Pacific Senior Vice President and COO, Source MDx (USA) Managing Director in charge of Asia Pacific, The Hershey Company (USA) Group Manager, Mergers and Acquisitions, The Coca-Cola Company (USA) CFO, Coca-Cola Africa Group, The Coca-Cola Company Executive Vice President and CFO, Coca-Cola (Japan) Co., Ltd. Representative Director, Executive Vice President and CFO, Coca-Cola (Japan) Co., Ltd. (incumbent) Outside Director, Coca-Cola Business Service Co., Ltd. (incumbent)	-

No.	Name (Date of Birth)	Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions		No. of Company Shares Owned
10	Norio Hyouda (November 22, 1946)	April 1970	Joined Minami Kyushu Coca-Cola Bottling Co., Ltd.	-
		March 2001	Director, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		March 2004	Managing Director, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		March 2007	Senior Managing Director, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		January 2008	Director, Minami Kyushu Coca-Cola Bottling Co., Ltd. Executive Corporate Officer, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		March 2008	Representative Director, Minami Kyushu Coca-Cola Bottling Co., Ltd. (incumbent) President, Minami Kyushu Coca-Cola Bottling Co., Ltd. (incumbent)	
		March 2010	Director, Coca-Cola West Co., Ltd. (incumbent)	

Notes:

1. Special interest relationships between the Company and candidates for Directors are as follows:
  - (1) Norio Sueyoshi concurrently serves as representative director of Specified Nonprofit Corporation Ichimura Kyushu School of Nature, The Coca-Cola Educational & Environmental Foundation and Specified Nonprofit Corporation Fukuoka Prefecture Recreation Association. The Company disburses operating expenses, etc. to Specified Nonprofit Corporation Ichimura Kyushu School of Nature as expenses for contribution to the regional community, and disburses membership fees to The Coca-Cola Educational & Environmental Foundation and Specified Nonprofit Corporation Fukuoka Prefecture Recreation Association.
  - (2) Vikas Tiku is Representative Director, Executive Vice President and CFO of Coca-Cola (Japan) Co., Ltd., which has signed contracts with the Company for the production and sales of Coca-Cola, etc., the use of trademark, and other matters. In addition, Coca-Cola (Japan) Co., Ltd. has business relations with the Company regarding receipt, etc. of sales promotion rebates.
  - (3) Norio Hyouda is Representative Director & President of Minami Kyushu Coca-Cola Bottling Co., Ltd., which has business relations with the Company for the procurement and sales of Coca-Cola and other beverages.
  - (4) There are no special interest relationships between the Company and the other candidates for Directors.
2. Both Vikas Tiku and Norio Hyouda are candidates for Outside Directors.
  - (1) The reasons why the Company designated them as candidates for Outside Directors are as follows:
    - (i) Vikas Tiku is Representative Director, Executive Vice President and CFO of Coca-Cola (Japan) Co., Ltd. The Company requests an election of Mr. Tiku as Outside Director to further enhance strategic partnership with The Coca-Cola Company and Coca-Cola (Japan) Co., Ltd.
    - (ii) Norio Hyouda is Representative Director & President of Minami Kyushu Coca-Cola Bottling Co., Ltd. that has formed financial & business alliance with the Company. The Company requests an election of Mr. Hyouda as Outside Director to promote and deepen mutual understanding.
  - (2) Because Coca-Cola (Japan) Co., Ltd. is a major associating party of the Company and Minami Kyushu Coca-Cola Bottling Co., Ltd. is an equity-method affiliate of the Company, these firms are deemed as business concerns with specific relations with the Company. The positions and responsibilities of both Vikas Tiku and Norio Hyouda in these firms for present and the past five years are as described in "Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions."



- (3) Norio Hyouda is an incumbent Outside Director of the Company and has assumed the office of Outside Director for one year at the conclusion of this General Meeting of Shareholders.
- (4) When the election of Vikas Tiku is approved and adopted, the Company will conclude an agreement for limitation of liability with Mr. Tiku. The agreement will outline that in cases where the Outside Director caused damages to the Company due to non-performance of his duties and yet he is bona fide and there is no gross negligence on him in performing his duties, he shall be liable for the damages to the limit of minimum liability set forth in laws and regulations.