

(Translation)



Securities code: 2579

March 3, 2014

## NOTICE OF THE 56<sup>th</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder,

You are cordially invited to attend the 56<sup>th</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 24 (Monday), 2014.

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 25 (Tuesday), 2014  
**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 56<sup>th</sup> fiscal term (January 1 to December 31, 2013); and audit reports of consolidated financial statements by Accounting Auditors and the Audit & Supervisory Board
  2. Non-consolidated financial statements for the 56<sup>th</sup> fiscal term (January 1 to December 31, 2013)

*Items to be proposed:*

- |                |                                   |
|----------------|-----------------------------------|
| Proposal No. 1 | Appropriation of surplus          |
| Proposal No. 2 | Election of twelve (12) 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 24 (Monday), 2014.
- (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 24 (Monday), 2014.
- (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.

---

#### 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.web54.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 telecommunications (encrypted communication). (For security reasons, the Company's designated website is only configured to support 128bit SSL telecommunications (encrypted communication). Consequently, certain devices cannot be used. You may also exercise voting rights using the full-browser function of your mobile phone (including smartphones), although it may not be possible to access the website depending on the model of your mobile phone).

(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 the following numbers.

Administrator of Shareholders' Register:

Sumitomo Mitsui Trust Bank, Limited  
Stock Transfer Agency Business Planning Department

Direct Line:

(Toll free) 0120-652-031  
(accessible from 9:00 a.m. to 9:00 p.m.; within Japan only)

(Inquiries on matters other than the exercise of voting rights): (Toll free) 0120-782-031  
(accessible from 9:00 a.m. to 5:00 p.m. excluding Saturdays, Sundays and Japanese national holidays; 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, 2013**

	Millions of yen
<b>ASSETS</b>	
Current Assets:	
Cash and deposits	45,632
Trade notes and accounts receivable	26,876
Marketable securities	25,132
Merchandise and finished goods	26,621
Work in progress	566
Raw materials and supplies	2,071
Deferred tax assets	4,933
Other current assets	14,696
Allowance for doubtful accounts	(352)
Total Current Assets	146,178
Fixed Assets:	
Property, plant and equipment:	
Buildings and structures	35,826
Machinery, equipment and vehicles	24,818
Sales equipment	25,390
Land	59,908
Construction in progress	14
Other property, plant and equipment	1,654
Total property, plant and equipment	147,613
Intangible assets:	
Goodwill	42,189
Other intangible assets	7,118
Total intangible assets	49,307
Investments and other assets:	
Investment securities	17,306
Deferred tax assets	1,635
Prepaid annuity expense	4,479
Other assets	8,315
Allowance for doubtful accounts	(418)
Total investments and other assets	31,317
Total Fixed Assets	228,239
Total Assets	374,418

Note: Amounts less than one million yen are omitted.

**Consolidated Balance Sheet**  
**As of December 31, 2013**

	Millions of yen
<b>LIABILITIES</b>	
Current Liabilities:	
Trade notes and accounts payable	16,278
Current portion of bonds payable	30,000
Current portion of long-term loans payable	2,517
Accrued income taxes	3,165
Other accounts payable	17,624
Provision for sales promotion expenses	203
Other current liabilities	12,098
<b>Total Current Liabilities</b>	<b>81,889</b>
Long-term Liabilities:	
Bonds payable	20,000
Long-term loans payable	5,237
Deferred tax liabilities	3,655
Allowance for employees' retirement benefits	2,048
Allowance for directors' retirement benefits	149
Other long-term liabilities	3,501
<b>Total Long-term Liabilities</b>	<b>34,592</b>
<b>Total Liabilities</b>	<b>116,481</b>
<b>NET ASSETS</b>	
Shareholders' equity:	
Common stock	15,231
Additional paid-in capital	109,072
Retained earnings	135,619
Treasury stock (at cost)	(4,577)
<b>Total shareholders' equity</b>	<b>255,346</b>
Accumulated other comprehensive income:	
Net unrealized gains on other marketable securities	2,214
Deferred loss on hedges	(1)
<b>Total accumulated other comprehensive income</b>	<b>2,212</b>
Minority interests	377
<b>Total Net Assets</b>	<b>257,936</b>
<b>Total Liabilities and Net Assets</b>	<b>374,418</b>

Note: Amounts less than one million yen are omitted.

**Consolidated Statement of Income**  
**For the fiscal year ended December 31, 2013**

	Millions of yen
Net sales	431,711
Cost of sales	216,423
Gross profit	215,287
Selling, general and administrative expenses	199,359
Operating income	15,927
Non-operating income:	
Interest and dividend received	423
Equity in earnings of affiliates	1,074
Other non-operating income	475
Total non-operating income	1,973
Non-operating expenses:	
Interest expenses	602
Other expenses	691
Total non-operating expenses	1,294
Recurring profit	16,606
Extraordinary income:	
Gains on negative goodwill	14,438
Gains on sale of fixed assets	248
Total extraordinary income	14,687
Extraordinary losses:	
Losses on step acquisitions	5,567
Structural reform expenses	4,327
Losses on business integration	1,025
Impairment loss	1,008
Losses on retirement of fixed assets	634
Total extraordinary losses	12,563
Income before income taxes and minority interests	18,730
Income taxes	3,990
Income taxes deferred	1,070
Income before minority interests	13,670
Minority interests	44
Net income	13,625

Note: Amounts less than one million yen are omitted.

**Consolidated Statement of Changes in Shareholders' Equity**  
**For the fiscal year ended December 31, 2013**

(Millions of yen)

	Shareholders' equity				
	Common stock	Additional paid-in capital	Retained earnings	Treasury stock	Total shareholders' equity
Balance as of Jan. 1, 2013	15,231	109,072	132,587	(25,765)	231,125
Changes during this term					
Changes of scope of equity method	-	-	(193)	-	(193)
Dividends of surplus	-	-	(4,282)	-	(4,282)
Net income	-	-	13,625	-	13,625
Acquisition of treasury stock	-	-	-	(5)	(5)
Disposal of treasury stock	-	-	(6,117)	21,192	15,075
(Net) Changes in items other than shareholders' equity during this term	-	-	-	-	-
Total changes during this term	-	-	3,032	21,187	24,220
Balance as of Dec. 31, 2013	15,231	109,072	135,619	(4,577)	255,346

	Accumulated other comprehensive income			Minority interests	Total net assets
	Net unrealized gains (losses) on other marketable securities	Deferred loss on hedges	Total accumulated other comprehensive income		
Balance as of Jan. 1, 2013	(449)	-	(449)	380	231,056
Changes during this term					
Changes of scope of equity method	-	-	-	-	(193)
Dividends of surplus	-	-	-	-	(4,282)
Net income	-	-	-	-	13,625
Acquisition of treasury stock	-	-	-	-	(5)
Disposal of treasury stock	-	-	-	-	15,075
(Net) Changes in items other than shareholders' equity during this term	2,664	(1)	2,662	(3)	2,659
Total changes during this term	2,664	(1)	2,662	(3)	26,879
Balance as of Dec. 31, 2013	2,214	(1)	2,212	377	257,936

Note: Amounts less than one million yen are omitted.

**Non-consolidated Balance Sheet**  
**As of December 31, 2013**

	Millions of yen
<b>ASSETS</b>	
Current Assets:	
Cash and deposits	31,119
Trade notes receivable	23
Trade accounts receivable	23,082
Marketable securities	23,117
Merchandise and finished goods	19,261
Work in progress	0
Raw materials and supplies	750
Prepaid expenses	3,644
Deferred tax assets	2,339
Short-term loans	9
Short-term loans to subsidiaries and affiliates	3,818
Accrued income	7,434
Other current assets	139
Allowance for doubtful accounts	(68)
Total Current Assets	114,675
Fixed Assets:	
Property, plant and equipment:	
Buildings	23,724
Structures	1,981
Machinery and equipment	15,998
Vehicles	1,693
Tools, instruments and fixtures	955
Sales equipment	18,024
Land	45,519
Lease assets	240
Total property, plant and equipment	108,137
Intangible assets:	
Leasehold right	29
Software	4,824
Software in progress	1,631
Other intangible assets	37
Total intangible assets	6,522
Investments and other assets:	
Investment securities	12,424
Stocks of subsidiaries and affiliates	75,837
Long-term loans	48
Long-term loans to subsidiaries and affiliates	7,169
Claims provable in bankruptcy, claims provable in rehabilitation and other	57
Long-term prepaid expenses	2,851
Prepaid annuity expense	3,772
Other assets	1,580
Allowance for doubtful accounts	(295)
Total investments and other assets	103,446
Total Fixed Assets	218,106
Total Assets	332,782

Note: Amounts less than one million yen are omitted.



**Non-consolidated Balance Sheet**  
**As of December 31, 2013**

	Millions of yen
<b>LIABILITIES</b>	
Current Liabilities:	
Trade accounts payable	12,546
Current portion of bonds payable	30,000
Lease obligations	249
Other accounts payable	16,609
Accrued expenses	5,098
Accrued income taxes	1,074
Money entrusted	5,991
Other current liabilities	194
Total Current Liabilities	71,764
Long-term Liabilities:	
Bonds payable	20,000
Deferred tax liabilities	3,242
Allowance for employees' retirement benefits	276
Assets retirement obligation	811
Other long-term liabilities	2,062
Total Long-term Liabilities	26,392
Total Liabilities	98,157
<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 special depreciation	6
Reserve for advanced depreciation	784
Reserve for community contributions	218
Reserve for regional environmental preservation	503
General reserve	112,688
Retained earnings to be carried forward	(3,874)
Total other retained earnings	110,326
Total retained earnings	113,643
Treasury stock (at cost)	(4,577)
Total shareholders' equity	232,463
Valuation and translation adjustments:	
Net unrealized gains on other marketable securities	2,161
Total valuation and translation adjustments	2,161
Total Net Assets	234,625
Total Liabilities and Net Assets	332,782

Note: Amounts less than one million yen are omitted.

**Non-consolidated Statement of Income**  
**For the fiscal year ended December 31, 2013**

	Millions of yen
Net sales	332,531
Cost of sales	192,881
Gross profit	139,649
Selling, general and administrative expenses	135,872
Operating income	3,777
Non-operating income:	
Interest and dividend received	2,015
Other non-operating income	424
Total non-operating income	2,440
Non-operating expenses:	
Interest expenses	529
Other expenses	670
Total non-operating expenses	1,200
Recurring profit	5,017
Extraordinary income:	
Gains on sale of fixed assets	226
Total extraordinary income	226
Extraordinary losses:	
Structural reform expenses	4,028
Impairment loss	1,008
Losses on business integration	517
Losses on retirement of fixed assets	491
Total extraordinary losses	6,046
Income before income taxes	(802)
Income taxes	1,322
Income taxes deferred	(1,725)
Net loss	(399)

Note: Amounts less than one million yen are omitted.

**Non-consolidated Statement of Changes in Shareholders' Equity**  
**For the fiscal year ended December 31, 2013**

(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		
		Capital reserve	Legal reserve	Other retained earnings (Note 1)	Total retained earnings			Net unrealized gains (losses) on other marketable securities	
Balance as of Jan. 1, 2013	15,231	108,166	3,316	121,125	124,442	(25,765)	222,075	(442)	221,632
Changes during this term									
Dividends of surplus	-	-	-	(4,282)	(4,282)	-	(4,282)	-	(4,282)
Net loss	-	-	-	(399)	(399)	-	(399)	-	(399)
Reversal of reserves	-	-	-	-	-	-	-	-	-
Savings of provisions	-	-	-	-	-	-	-	-	-
Reversal of provisions	-	-	-	-	-	-	-	-	-
Acquisition of treasury stock	-	-	-	-	-	(5)	(5)	-	(5)
Disposal of treasury stock	-	-	-	(6,117)	(6,117)	21,192	15,075	-	15,075
(Net) Changes in items other than shareholders' equity during this term	-	-	-	-	-	-	-	2,604	2,604
Total changes during this term	-	-	-	(10,799)	(10,799)	21,187	10,388	2,604	12,992
Balance as of Dec. 31, 2013	15,231	108,166	3,316	110,326	113,643	(4,577)	232,463	2,161	234,625

Note 1: Breakdown of other retained earnings

(Millions of yen)

	Other retained earnings						
	Reserve for special depreciation	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 Jan. 1, 2013	7	713	401	524	112,688	6,790	121,125
Changes during this term							
Dividends of surplus	-	-	-	-	-	(4,282)	(4,282)
Net loss	-	-	-	-	-	(399)	(399)
Reversal of reserves	(1)	-	-	-	-	1	-
Savings of provisions	-	88	-	-	-	(88)	-
Reversal of provisions	-	(17)	(182)	(21)	-	221	-
Acquisition of treasury stock	-	-	-	-	-	-	-
Disposal of treasury stock	-	-	-	-	-	(6,117)	(6,117)
(Net) Changes in items other than shareholders' equity during this term	-	-	-	-	-	-	-
Total changes during this term	(1)	71	(182)	(21)	-	(10,664)	(10,799)
Balance as of Dec. 31, 2013	6	784	218	503	112,688	(3,874)	110,326

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 described below.

#### 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 21 yen per share of the Company's common stock.

In this case, the dividends will total 2,292,010,539 yen.

As a result, annual dividends will be 41 yen per share, including interim dividends.

(3) Effective date of the dividends of surplus

We propose March 26, 2014 as the effective date of the dividends of surplus.

#### 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
--------------------------------------	-----------------

Reserve for regional environmental preservation:	100,000,000 yen
--	-----------------

(2) Item of surplus to decrease and the amount

Retained earnings to be carried forward:	300,000,000 yen
--	-----------------

## Proposal No. 2: Election of twelve (12) Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this General Meeting of Shareholders.

At the end of the fiscal year under review, one (1) Director of the Company resigned.

Accordingly, we propose that twelve (12) Directors be elected, an increase of one (1) Director to aim at further improvement of our management system.

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.	19,712
		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)	
		November 2011	Chairman, Fukuoka Chamber of Commerce and Industry (incumbent)	
		May 2012	Chairman, The Beverage Industry Environment Beautification Association (incumbent)	

No.	Name (Date of Birth)	Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions		No. of Company Shares Owned
2	Tamio Yoshimatsu (February 10, 1947)	March 1969	Joined Kinki Coca-Cola Bottling Co., Ltd.	7,759
		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)	
3	Nobuo Shibata (November 12, 1946)	April 1969	Joined Coca-Cola West Co., Ltd.	11,573
		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)	
		June 2012	Outside Director, Kyushu Leasing Service Co., Ltd. (incumbent)	
		January 2014	In charge of General Affairs Division, Planning & Financial Division, SCM Division, Public Relations & Secretary Office and Career Development Office, Coca-Cola West Co., Ltd. (incumbent)	
4	Jiro Wakasa (January 23, 1959)	April 1981	Joined Suntory Limited (present Suntory Liquors Limited)	4,769
		December 1996	Joined Coca-Cola (Japan) Co., Ltd.	
		July 1999	Senior Corporate Officer, Coca-Cola Beverage Services Co., Ltd. (present Coca-Cola Business Service Co., Ltd.)	
		January 2000	Managing Director & Representative Director, Coca-Cola Beverage Services Co., Ltd. (present Coca-Cola Business Service Co., Ltd.)	
		March 2003	President & Representative Director, Coca-Cola Beverage Services Co., Ltd. (present Coca-Cola Business Service Co., Ltd.)	
		October 2003	Corporate Officer, Coca-Cola National Beverages Co., Ltd.	
		January 2007	Vice President & Director, Coca-Cola National Beverages Co., Ltd.	
		January 2009	Executive Corporate Officer, Coca-Cola West Co., Ltd. (incumbent)	
		March 2009	Director, Coca-Cola West Co., Ltd. (incumbent)	
		January 2013	General Manager of Commercial Headquarters, 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
5	Hideharu Takemori (August 16, 1954)	April 1978 March 2003 March 2007 January 2008 January 2012 March 2012 January 2014	Joined Minami Kyushu Coca-Cola Bottling Co., Ltd. Director, Minami Kyushu Coca-Cola Bottling Co., Ltd. Managing Director, Minami Kyushu Coca-Cola Bottling Co., Ltd. Director, Minami Kyushu Coca-Cola Bottling Co., Ltd. Senior Corporate Officer, Minami Kyushu Coca-Cola Bottling Co., Ltd. President, Minami Kyushu Coca-Cola Bottling Co., Ltd. Representative Director, Minami Kyushu Coca-Cola Bottling Co., Ltd. Director, Coca-Cola West Co., Ltd. (incumbent) Executive Corporate Officer, Coca-Cola West Co., Ltd. (incumbent) In charge of CSR Division and Business System Division, Coca-Cola West Co., Ltd. (incumbent)	1,611
6	Toshio Fukami (March 16, 1956)	April 1980 January 2006 January 2007 March 2009 July 2010 March 2012 March 2013 January 2014	Joined Coca-Cola West Co., Ltd. Corporate Officer, Coca-Cola West Co., Ltd. Group Corporate Officer, Coca-Cola West Co., Ltd. Representative Director, Nishinohon Beverage Co., Ltd., President, Nishinohon Beverage Co., Ltd. Director, Shikoku Coca-Cola Bottling Co., Ltd. Managing Director, Shikoku Coca-Cola Bottling Co., Ltd. Senior Corporate Officer, Coca-Cola West Co., Ltd. (incumbent) Director, Coca-Cola West Co., Ltd. (incumbent) Senior General Manager of CSR Division, Coca-Cola West Co., Ltd. (incumbent)	2,971
7	Shigeki Okamoto (November 13, 1956)	March 1979 April 2008 January 2010 January 2012 March 2013	Joined Kinki Coca-Cola Bottling Co., Ltd. Corporate Officer, Coca-Cola West Co., Ltd. Group Senior Corporate Officer, Coca-Cola West Co., Ltd. Representative Director, Coca-Cola West Equipment Service Co., Ltd. President, Coca-Cola West Equipment Service Co., Ltd. Senior Corporate Officer, Coca-Cola West Co., Ltd. (incumbent) General Manager of Chugoku Sales Div., Commercial Headquarters, Coca-Cola West Co., Ltd. (incumbent) Director, Coca-Cola West Co., Ltd. (incumbent)	2,533
8	Yoshiki Fujiwara (October 5, 1962)	March 1985 January 2010 January 2012 March 2013 January 2014	Joined Kinki Coca-Cola Bottling Co., Ltd. Corporate Officer, Coca-Cola West Co., Ltd. Senior Corporate Officer, Coca-Cola West Co., Ltd. (incumbent) Director, Coca-Cola West Co., Ltd. (incumbent) General Manager of Kyushu Sales Div., Commercial Headquarters, Coca-Cola West Co., Ltd. (incumbent)	1,824
9	* Yasunori Koga (April 26, 1962)	April 1985 January 2010 January 2011 January 2012	Joined Coca-Cola West Co., Ltd. Corporate Officer, Coca-Cola West Co., Ltd. Senior General Manager of General Affairs Division, Coca-Cola West Co., Ltd. (incumbent) Senior Corporate Officer, Coca-Cola West Co., Ltd. (incumbent)	1,461

No.	Name (Date of Birth)	Brief Personal Profile, Position and Responsibility in the Company, and Significant Concurrent Positions		No. of Company Shares Owned
10	* Shunichiro Hombo (June 9, 1964)	April 1992	Joined Minami Kyushu Coca-Cola Bottling Co., Ltd.	91
		March 2007	Director, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		January 2008	Executive Officer, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		March 2011	Director, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		January 2012	Senior Corporate Officer, Minami Kyushu Coca-Cola Bottling Co., Ltd.	
		January 2014	Senior Corporate Officer, Coca-Cola West Co., Ltd. (incumbent) Senior General Manager of Trade Marketing Division and General Manager of Marketing & Sales Promotion, Coca-Cola West Co., Ltd. (incumbent)	
11	Shiro Kondo (October 7, 1949)	April 1973	Joined Ricoh Co., Ltd.	-
		June 2000	Senior Vice President, Ricoh Co., Ltd.	
		June 2002	Executive Vice President, Ricoh Co., Ltd.	
		June 2003	Managing Director, Ricoh Co., Ltd.	
		June 2005	Director, Ricoh Co., Ltd.	
		April 2007	Corporate Executive Vice President, Ricoh Co., Ltd. Representative Director, Ricoh Co., Ltd. (incumbent) President, Ricoh Co., Ltd. CEO, Ricoh Co., Ltd.	
		March 2013	Director, Coca-Cola West Co., Ltd. (incumbent)	
		April 2013	Chairman, Ricoh Co., Ltd. (incumbent)	
12	Vikas Tiku (July 26, 1965)	May 1988	Joined Diageo plc (The Pillsbury Company, USA)	-
		December 1996	CFO, Diageo plc (The Pillsbury Company, Australia)	
		January 1998	CFO, Diageo plc (The Pillsbury Company, Asia-Pacific)	
		August 2000	Senior Vice President and COO, Source MDx (USA)	
		January 2005	Managing Director in charge of Asia Pacific, The Hershey Company (USA)	
		July 2005	Group Manager, Mergers and Acquisitions, The Coca-Cola Company (USA)	
		June 2006	CFO, Coca-Cola Africa Group, The Coca-Cola Company	
		May 2009	Executive Vice President and CFO, Coca-Cola (Japan) Co., Ltd.	
		June 2009	Representative Director, Executive Vice President and CFO, Coca-Cola (Japan) Co., Ltd. (incumbent)	
		March 2010	Outside Director, Coca-Cola Business Service Co., Ltd. (incumbent)	
		March 2011	Director, Coca-Cola West Co., Ltd. (incumbent)	



Notes:

1. The persons marked with an asterisk are candidates for new Directors.
2. Special interest relationships between the Company and candidates for Directors are as follows:
  - (1) Norio Sueyoshi concurrently serves as representative director of Fukuoka Chamber of Commerce and Industry, Specified Nonprofit Corporation Ichimura Kyushu School of Nature, The Coca-Cola Educational & Environmental Foundation and The Beverage Industry Environment Beautification Association. The Company disburses membership fees and personnel costs for loaned employees, etc. to Fukuoka Chamber of Commerce and Industry, disburses operating expenses, etc. to Specified Nonprofit Corporation Ichimura Kyushu School of Nature as expenses for contribution to regional communities, and disburses membership fees to The Coca-Cola Educational & Environmental Foundation and The Beverage Industry Environment Beautification Association.
  - (2) Shiro Kondo is Representative Director and Chairman of Ricoh Co., Ltd., which is an “associated company” of the Company. However, there are no special interest relationships between the Company and the candidate.
  - (3) 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 the sales of original syrup of Coca-Cola, etc. and receipt, etc. of sales promotion rebates.
  - (4) There are no special interest relationships between the Company and the other candidates for Directors.
3. Both Shiro Kondo and Vikas Tiku are candidates for Outside Directors.
  - (1) The reasons why the Company designated them as candidates for Outside Directors are as follows:
    - (i) Shiro Kondo is Representative Director and Chairman of Ricoh Co., Ltd. The Company requests an election of Shiro Kondo as Outside Director in order for him to utilize his wealth of experience as corporate executive at Ricoh Co., Ltd. for the management of the Company.
    - (ii) Vikas Tiku is Representative Director, Executive Vice President and CFO of Coca-Cola (Japan) Co., Ltd. The Company requests an election of Vikas Tiku as Outside Director to further enhance strategic partnership with The Coca-Cola Company and Coca-Cola (Japan) Co., Ltd.
  - (2) Coca-Cola (Japan) Co., Ltd. is a major associating party of the Company and is deemed as business concerns with specific relations with the Company. The position and responsibility of Vikas Tiku in the firm 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) Shiro Kondo and Vikas Tiku are incumbent Outside Directors of the Company. At the conclusion of this General Meeting of Shareholders, Shiro Kondo has assumed the office as Outside Director for one year and Vikas Tiku has assumed the office as Outside Director for three years.
  - (4) The Company has submitted notices to Tokyo Stock Exchange, Inc. and Fukuoka Stock Exchange, on which the Company is listed, that Shiro Kondo is an “independent director.” The qualification for “independent director” is determined by rules, etc. set by each securities exchange.
  - (5) The Company has concluded an agreement for limitation of liability with Shiro Kondo and Vikas Tiku. When the re-election of Shiro Kondo and Vikas Tiku is approved and adopted, said agreement shall remain valid. The agreement will outline that in cases where the Outside Directors have caused damages to the Company due to non-performance of their duties and yet they are bona fide and there is no gross negligence from them in performing their duties, they shall be liable for the damages to the limit of minimum liability set forth in Article 425, Paragraph 1 of the Corporation Law of Japan.