

Please note that the following is an unofficial English translation of Japanese original text of the Notice of Convocation of the 2nd Ordinary General Meeting of Shareholders of Cosmo Energy Holdings Co., Ltd. The Company provides this translation for reference and convenience purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities Code: 5021

June 1, 2017

To Shareholders with Voting Rights

Keizo Morikawa
President
Cosmo Energy Holdings Co., Ltd.
1-1-1, Shibaura, Minato-ku, Tokyo

**NOTICE OF CONVOCATION OF
THE 2nd ORDINARY GENERAL MEETING OF SHAREHOLDERS**

You are cordially invited to attend the 2nd Ordinary General Meeting of Shareholders of Cosmo Energy Holdings Co., Ltd. (the "Company"). The Meeting will be held as described below.

If you are unable to attend the Meeting, you can exercise your voting rights in writing (Voting Rights Exercise Form) or via the Internet, etc. Please review the "Reference Documents for the General Meeting of Shareholders" mentioned below, and exercise your voting rights by no later than 5:30 p.m., Wednesday, June 21, 2017.

- 1. Date and Time:** 10:00 a.m., Thursday, June 22, 2017
- 2. Place:** "Willard" 5F, INTERCONTINENTAL TOKYO BAY,
1-16-2, Kaigan, Minato-ku, Tokyo, Japan
- 3. Agenda of the Meeting:**
 - Matters to be Reported:**
 - (1) The Business Report and the Consolidated Financial Statements, and Audit Reports of the Accounting Auditor and the Supervisory Committee for the Consolidated Financial Statements for the 2nd Business Year (from April 1, 2016 to March 31, 2017).
 - (2) The Financial Statements for the 2nd Business Year (from April 1, 2016 to March 31, 2017)
 - Proposals to be Resolved:**
 - Proposal No. 1: Appropriation of Surplus**
 - Proposal No. 2: Election of Seven (7) Directors (excluding those who are Members of the Supervisory Committee)**
 - Proposal No. 3: Election of Three (3) Directors who are Members of the Supervisory Committee**
 - Proposal No. 4: Election of Two (2) Substitute Directors who are Members of the Supervisory Committee**

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- For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk upon arrival at the Meeting.
 - Voting by proxy is possible only when delegated to a shareholder of the Company with voting rights. In such instance, the shareholder must submit a letter of proxy to the reception desk. The proxy must be a single shareholder.
 - Should any modification to the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Financial Statements occur, the matters after modification will be posted on the Internet website of the Company (<http://ceh.cosmo-oil.co.jp/>).