[Translation]

This document is an unofficial translation and summary of the Notice of the 70th General Meeting of Shareholders and is provided for your convenience only, without any warranty as to its accuracy or as to the completeness of the information. The Japanese original version of the document is the sole official version.

Securities code: 9987
June 6, 2016

To our shareholders:

Hiromi Miyata
President and CEO
SUZUKEN CO., LTD.
8 Higashikataha-machi Higashi-ku, Nagoya

NOTICE OF THE 70th GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 70th General Meeting of Shareholders of SUZUKEN CO., LTD. (the "Company") on June 28, 2016, which will be held as described hereunder.

Meeting Details

1. Date and Time: Tuesday, June 28, 2016 at 10:00 a.m. (Japan Standard Time)

2. Venue: **8 Higashikataha-machi Higashi-ku, Nagoya**
SUZUKEN Head Office, 2F Hall

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 70th fiscal year from April 1, 2015 to March 31, 2016 and Reports of Audit on the Consolidated Financial Statements by Financial Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 70th Fiscal Year (from April 1, 2015 to March 31, 2016)

Items to be resolved:

Proposal 1: Election of Nine (9) Directors
Proposal 2: Election of One (1) Alternate Audit & Supervisory Board Member

If any changes have been made to items in the Reference Document for the General Meeting of Shareholders, such changes will be posted on the Company's website. (Japanese only)
SUZUKEN website: http://www.suzuken.co.jp

[Translation]

Reference Document for the General Meeting of Shareholders

Proposals and Reference Information

Proposal 1: Election of Nine (9) Directors

The terms of office of all 8 members of the Board are to expire at the conclusion of this General Meeting of Shareholders. To further enhance the corporate governance system, the Company proposes to increase the number of Directors by one (1) and elect nine (9) members of the Board of Directors.

The candidates are as follows:

No.	Name	Current positions and areas of responsibility in the Company	Attribute
1	Yoshiki Bessho	Chairman and Executive Officer	Re-elected
2	Hiromi Miyata	President and Chief Executive Officer	Re-elected
3	Shigeru Asano	Director, Senior Executive Officer, Senior General Manager of Corporate Planning Headquarters and General Manager of Corporate Planning Dept., In charge of Pharmaceutical Regulatory Affairs Dept., and CSR Promotion Office of the Company	Re-elected
4	Masao Saito	Senior Executive Officer, Senior General Manager of Sales Headquarters	Newly elected
5	Yoshimichi Izawa	Managing Executive Officer, General Manager of Pharmacy Business Management Dept.	Newly elected
6	Hisashi Tamura	Managing Executive Officer, General Manager of Sales Promotion Dept.	Newly elected
7	Keisuke Ueda	Outside Director	Re-elected Independent
8	Toshiaki Iwatani	Outside Director	Re-elected Independent
9	Yasunori Usui		Newly elected Independent

(New candidates: *)

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held	Attendance at meetings of the Board of Directors
1	Yoshiki Bessho (May 27, 1943)	Apr. 1966 Joined The Tokai Bank, Limited (current The Bank of Tokyo-Mitsubishi UFJ, Ltd.) Mar. 1970 Joined the Company Aug. 1970 Director of the Company Jan. 1973 Managing Director of the Company Dec. 1973 Senior Director of the Company Apr. 1975 Representative Senior Director of the Company Jun. 1983 President of the Company Jun. 2004 President and Chief Executive Officer of the Company Apr. 2007 Chairman and Executive Officer of the Company (current post)	1,865,063	24/25
		[Reason for nomination as a candidate for Director] Mr. Yoshiki Bessho has a wealth of knowledge and experience in overall corporate management with his service as Representative Director of the Company since April 1975. Since April 2007, he has served as Chairman and Executive Officer of the Company. He has fully performed his duties concerning deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Director.		

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held	Attendance at meetings of the Board of Directors
2	Hiromi Miyata (Apr. 24, 1960)	Apr. 1984 Joined the Company Jun. 2006 General Manager of Logistics Dept. of the Company Jun. 2008 Executive Officer of the Company Apr. 2009 Executive Officer, General Manager of Corporate Planning Dept. of the Company Apr. 2011 Managing Executive Officer of the Company (non-director) Apr. 2012 Senior Executive Officer of the Company (non-director) Jun. 2012 Director, Senior Executive Officer of the Company Apr. 2013 Director, Senior Executive Officer, Senior General Manager of Corporate Planning Headquarters, General Manager of Corporate Planning Dept. of the Company Apr. 2014 Director, Senior Executive Officer, Senior General Manager of Corporate Planning Headquarters of the Company Apr. 2015 Director, Vice President and Executive Officer of the Company Apr. 2016 President and Chief Executive Officer of the Company (current post)	12,782	25/25
		[Reason for nomination as a candidate for Director] Mr. Hiromi Miyata has a wealth of knowledge and experience in business of the Company with many years of his service in sales, logistics and planning departments. Since April 2016, he has served as President and Chief Executive Officer of the Company. He has fully performed his duties concerning deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Director.		

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held	Attendance at meetings of the Board of Directors
3	Shigeru Asano (Aug. 4, 1966)	Apr. 1990 Joined the Company Mar. 2005 Representative Director and President of Collabo-Create Co., Ltd. (current S.D. Collabo Co., Ltd.) Jun. 2009 Executive Officer of the Company Jul. 2010 Executive Officer, Senior General Manager of SCM Headquarters of the Company Apr. 2012 Managing Executive Officer (non-director) of the Company Apr. 2015 Senior Executive Officer (non-director), Senior General Manager of Corporate Planning Headquarters, In charge of Pharmaceutical Regulatory Affairs Dept., and CSR Promotion Office of the Company Jun. 2015 Director, Senior Executive Officer of the Company (current post) Apr. 2016 Senior General Manager of Corporate Planning Headquarters and General Manager of Corporate Planning Dept., In charge of Pharmaceutical Regulatory Affairs Dept., and CSR Promotion Office of the Company (current post)	5,114	19/19
		[Reason for nomination as a candidate for Director] Mr. Shigeru Asano has a wealth of knowledge and experience in business of the Company with many years of his service in logistics and planning departments. Since April 2016, he has served as Director and Senior Executive Officer, Senior General Manager of Corporate Planning Headquarters, and General Manager of Corporate Planning Dept. of the Company. He has fully performed his duties concerning deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Director.		
4	* Masao Saito (Feb. 28, 1956)	Apr. 1979 Joined the Company Nov. 2010 General Manager of Tokyo Hospital Marketing Dept. of the Company Apr. 2012 Executive Officer of the Company Apr. 2014 Executive Officer, General Manager of Sales Promotion Dept. of the Company Apr. 2015 Managing Executive Officer of the Company Apr. 2016 Senior Executive Officer, Senior General Manager of Sales Headquarters of the Company (current post)	3,927	—
		[Reason for nomination as a candidate for Director] Mr. Masao Saito has a wealth of knowledge and experience in business of the Company with many years of his service in sales department. Since April 2016, he has served as Senior Executive Officer, Senior General Manager of Sales Headquarters. He has fully performed his duties concerning deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Director.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, positions and areas of responsibility in the Company, and important concurrent positions</th><th>Number of the Company's shares held</th><th>Attendance at meetings of the Board of Directors</th></tr>
<tr><td rowspan="2">5</td><td rowspan="2">*
Yoshimichi Izawa
(Mar. 29, 1956)</td><td>Apr. 1979
Jun. 2001
Jun. 2003
Apr. 2007
Jun. 2009
Oct. 2009

Mar. 2011

Apr. 2013

Apr. 2015</td><td>Joined the Company
General Manager of Consulting Dept. of the Company
General Manager of Customer Support Dept. of the Company
General Manager of Pharmacy Marketing Dept. of the Company
Executive Officer of the Company
Executive Officer,
General Manager of Pharmacy Planning Dept. of the Company
Executive Officer,
General Manager of Pharmacy Supervisor Dept. of the Company
Executive Officer,
General Manager of Pharmacy Business Management Dept. of the Company
Managing Executive Officer,
General Manager of Pharmacy Business Management Dept. of the Company (current post)</td><td>16,824</td><td>—</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Director]
Mr. Yoshimichi Izawa has a wealth of knowledge and experience in business of the Company with many years of his service in sales department.
Since April 2015, he has served as Managing Executive Officer, General Manager of Pharmacy Business Management Dept. of the Company.
He has fully performed his duties concerning deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Director.</td></tr>
<tr><td rowspan="2">6</td><td rowspan="2">*
Hisashi Tamura
(Oct. 26, 1960)</td><td>Apr. 1984
Jul. 2010

Apr. 2012
Apr. 2014

Apr. 2015

Apr. 2016</td><td>Joined the Company
General Manager of Mie Sales Dept. of the Company
Executive Officer of the Company
Executive Officer,
General Manager of Nagoya Sales Dept. of the Company
Managing Executive Officer of the Company (current post)
General Manager of Sales Promotion Dept. of the Company (current post)</td><td>3,766</td><td>—</td></tr>
<tr><td colspan="4">[Reason for nomination as a candidate for Director]
Mr. Hisashi Tamura has a wealth of knowledge and experience in business of the Company with many years of his service in sales department.
Since April 2016, he has served as Managing Executive Officer, General Manager of Sales Promotion Dept. of the Company.
He has fully performed his duties concerning deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Director.</td></tr>
</table>

No.	Name (Date of birth)	Career summary, positions and areas of responsibility in the Company, and important concurrent positions	Number of the Company's shares held	Attendance at meetings of the Board of Directors
7	(Outside Director) (Independent) Keisuke Ueda (Jan. 18, 1942)	Oct. 1962 Joined Goryoda Motoo Certified Public Accountant Office Mar. 1964 Joined Imai Tomio Certified Public Accountant Office Apr. 1966 Registered as a Certified Public Accountant Dec. 1968 Joined Marunouchi & Co. (current Deloitte Touche Tohmatsu LLC) due to its establishment Dec. 1972 Representative Partner of Marunouchi & Co. Apr. 1988 Merged with Sanwa & Co. / Tohmatsu Awoki & Co. Managing Partner for Nagoya Regional Operations Feb. 1990 Merged with Mita Audit Corporation and changed the company name to Tohmatsu & Co. (current Deloitte Touche Tohmatsu LLC) May 1991 Managing Representative Partner of Headquarters office of Deloitte Touche Tohmatsu LLC Apr. 1998 Auditor-Secretary of the Hibi Science & Technology Foundation (current post) May 1999 Senior Representative Partner of Headquarters Office of Deloitte Touche Tohmatsu LLC, Representative Partner for Nagoya Regional Operations Apr. 2000 Auditor-Secretary of Koshiyama Science and Technology Foundation (current post) May 2001 Chairman of Headquarters Office of Management Meetings of Deloitte Touche Tohmatsu LLC Oct. 2001 Inspector of Public Interest Incorporated Foundation Sanko Museum (current post) Mar. 2006 Resigned from the Representative Partner of Deloitte Touche Tohmatsu LLC Apr. 2006 Founded Ueda Keisuke Certified Public Accountant Office (current post) Sep. 2006 Regional Advisor of Deloitte Touche Tohmatsu LLC Jan. 2012 Retired from the Regional Advisor of Deloitte Touche Tohmatsu LLC Jun. 2012 Outside Director of the Company (current post) Dec. 2012 Outside Statutory Auditor, TOKAN Co., Ltd. (current post) [Important Concurrent Positions] Certified Public Accountant Outside Statutory Auditor, TOKAN Co., Ltd.	0	25/25
		[Reason for nomination as a candidate for Outside Director] Mr. Keisuke Ueda has highly professional expertise as certified public accountant and considerable insights in management. Since June 2012, he has fully performed his duties by objectively engaging in deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties from his independent and neutral position. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Outside Director.		

<table>
<tr><th>No.</th><th>Name
(Date of birth)</th><th>Career summary, positions and areas of responsibility in the Company, and important concurrent positions</th><th>Number of the Company's shares held</th><th>Attendance at meetings of the Board of Directors</th></tr>
<tr><td rowspan="3">8</td><td rowspan="3">(Outside Director)

(Independent)

Toshiaki Iwatani
(Jan. 20, 1962)</td><td>Apr. 1992 Registered as an Attorney
Joined Ushida/Shirahase Law Office
Jun. 1994 Outside Audit & Supervisory Board Member of the Company
Oct. 2000 Founded Aska Law Offices (current post)
Apr. 2009 Professor, Konan University Law School (current post)
Apr. 2013 Visiting Professor, Osaka University Law School (current post)
May 2013 Specially Appointed Professor, Osaka University Intellectual Property Center (current post)
Jun. 2015 Outside Director of the Company (current post)
[Important Concurrent Positions]
Attorney</td><td>0</td><td>19/19</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Outside Director]
Mr. Toshiaki Iwatani has high level of expertise and abundant experience as an attorney. Since June 2015, Mr. Toshiaki Iwatani has fully performed his duties by objectively engaging in deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties from his independent and neutral position as Outside Director of the Company. The Company believes he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to continue appropriately performing his duties as Outside Director.
For this reason, the Company believes that he can suitably perform the duties of the position although he has not been involved in the management of a company.</td></tr>
<tr><td rowspan="3">9</td><td rowspan="3">(Outside Director)

(Independent)

*
Yasunori Usui
(Nov. 3, 1953)</td><td>Apr. 1976 Joined Ministry of Health and Welfare (now Ministry of Health, Labor and Welfare)
Sep. 2006 Director-General for Policy Planning and Evaluation (for Social Security) of Ministry of Health, Labor and Welfare
Jul. 2008 Director-General of General Affairs Department of Social Insurance Agency
Director-General of Japan Pension Service Preparatory Office
Jan. 2010 Vice President of Japan Pension Service
Dec. 2013 Retired from Ministry of Health, Labor and Welfare
Dec. 2015 Retired from Vice President's post of Japan Pension Service</td><td>0</td><td>—</td></tr>
<tr><td colspan="3">[Reason for nomination as a candidate for Outside Director]
Mr. Yasunori Usui has a wealth of knowledge and experience of his service in administration of health, labor and welfare with many years. The Company believes that it can expect him to fully perform his duties by objectively engaging in deliberation and decision-making over important matters at the Board of Directors as well as supervision of other Directors and Executive Officers in execution of their duties from his independent and neutral position and he is fully qualified as Director in the aspect of personality as well with his high ethical standards and fairness, and he will be able to appropriately perform his duties as Outside Director.
For this reason, the Company believes that he can suitably perform the duties of the position although he has not been involved in the management of a company.</td></tr>
</table>

Notes: 1. There are no special conflicts of interests between the Company and the candidate.
2. The candidates Mr. Keisuke Ueda, Mr. Toshiaki Iwatani and Mr. Yasunori Usui are candidates for Outside Directors of the Company.
3. The Company notified the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Sapporo Stock Exchange that Mr. Keisuke Ueda and Mr. Toshiaki Iwatani are independent officers of the

Company as stipulated in each regulation of the said Exchanges. Provided they are re-elected as proposed, they will continue their service for the Company as independent officers.

4. If the election of Mr. Yasunori Usui is approved, he will be an independent officer of the company as stipulated in each regulation of the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Sapporo Stock Exchange.
5. Mr. Keisuke Ueda will have served as an Outside Director for a period of four (4) years as of the conclusion of this General Meeting of Shareholders.
6. Mr. Toshiaki Iwatani will have served as an Outside Director for a period of one (1) year as of the conclusion of this General Meeting of Shareholders.
7. The Company amended the Articles of Incorporation enabling the Company to enter into an agreement with Outside Directors limiting their liability through a resolution of the 60th General Meeting of Shareholders held on June 29, 2006.
   Pursuant to this amendment of the Articles of Incorporation, the Company has entered into such agreement limiting liability with Mr. Keisuke Ueda and Mr. Toshiaki Iwatani.
   If the election of Mr. Keisuke Ueda, Mr. Toshiaki Iwatani and Mr. Yasunori Usui is approved, the Company shall continue the agreement limiting liability with Mr. Keisuke Ueda and Mr. Toshiaki Iwatani. The Company intends to enter into the agreement limiting liability with Mr. Yasunori Usui.
   The following is an outline of the agreement limiting liability:
   (Agreement Limiting Liability with Outside Directors)
   The Company, once, has entered into agreements with Outside Directors that limit their liabilities for damages caused by their dereliction of duty under Article 423, paragraph 1 of the Companies Act of Japan, in accordance with Article 427, paragraph 1 of the Companies Act and the Article 28 of the Articles of Incorporation of the Company unless their misconducts made by the Outside Director is on purpose or significant materiality.
   In this case, the maximum liability amount is the minimum amount stipulated by the Companies Act, Article 425, paragraph 1.

Proposal 2: Election of One (1) Alternate Audit & Supervisory Board Member

In order to prepare for a case in which the number of Audit & Supervisory Board Members falls short of the number stipulated by laws and regulations, as its stipulated at Companies Act of Article 329, paragraph 3, the election of One (1) Alternative Audit & Supervisory Board Members is proposed.

Note that the effectiveness of appointment of the Alternate Audit & Supervisory Board Members is until the commencement of the General Meeting of Shareholders after the approval of this proposal.

The Audit & Supervisory Board has consented to this proposition.

The candidates are as follows:

Name (Date of birth)	Career summary, positions in the Company, and important concurrent positions		Number of the Company's shares held
Meiji Kato (Jan. 1, 1941)	Apr. 1963	Joined Kasukabe Takemaru Certified Public Accountant Office	0
	May 1968	Joined Tohmatsu Awoki & Co. (current Deloitte Touche Tohmatsu LLC) as it was founded	
	Mar. 1974	Registered as a Certified Public Accountant	
	Jul. 1988	Representative Partner of Deloitte Touche Tohmatsu LLC	
	Dec. 2005	Resigned from the Representative Partner of Deloitte Touche Tohmatsu LLC	
	Jan. 2006	Regional Advisor of Deloitte Touche Tohmatsu LLC	
	Apr. 2006	Auditor-Secretary of Mitsubishi UFJ Foundation (Public Interest Incorporated Foundation) (current post)	
	Apr. 2006	Auditor-Secretary of Mitsubishi UFJ Environment Foundation (Public Interest Incorporated Foundation) (current post)	
	Dec. 2010	Retired from the Regional Advisor of Deloitte Touche Tohmatsu LLC	
	Jan. 2011	Founded Kato Meiji Certified Public Accountant Office (current post)	
	Jun. 2011	Outside Corporate Auditor of K.K. Esuka (current post)	
	[Important Concurrent Positions] Certified Public Accountant		
	[Reason for nomination as a candidate for Alternate Audit & Supervisory Board Member] Mr. Meiji Kato has high level of expertise as a certified public accountant. We can anticipate that his high level of expertise will be reflected in the audit of the Company objectively from an independent and neutral perspective based on his knowledge. And the Company believes he is fully qualified as Corporate Auditor in the aspect of personality as well with his high ethical standards and fairness, and he will be able to appropriately perform his duties as Outside Corporate Auditor. For this reason, the Company believes that he can suitably perform the duties of the position although he has not been involved in the management of a company.		

Notes:
1. There are no special conflicts of interests between the Company and the candidate.
2. Mr. Meiji Kato is a candidate for Alternate Outside Audit & Supervisory Board Member.
3. If the election of Mr. Meiji Kato is approved, he will be an independent officer of the company as stipulated in each regulation of the Tokyo Stock Exchange, the Nagoya Stock Exchange and the Sapporo Stock Exchange.
4. The Company amended the Articles of Incorporation enabling the Company to enter into an agreement with Outside Audit & Supervisory Board Member limiting their liability through a resolution of the 60th General Meeting of Shareholders held on June 29, 2006.
   If the election of Mr. Meiji Kato is approved, the Company intends to enter into the agreement limiting liability with him.
   The following is an outline of the agreement limiting liability:
   (Agreement Limiting Liability with Outside Audit & Supervisory Board Members)
   The Company, once, has entered into agreements with Outside Audit & Supervisory Board Member that limit their liabilities for damages caused by their dereliction of duty under Article 423, paragraph 1 of the Companies Act of Japan, in accordance with Article 427, paragraph 1 of the Companies Act and the Article 36 of the Articles of Incorporation of the Company unless their misconducts made by

the Outside Audit & Supervisory Board Member is on purpose or significant materiality.
In this case, the maximum liability amount is the minimum amount stipulated by Article 425, paragraph 1 of the Companies Act.