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Securities Code: 8715
June 7, 2019

To our shareholders:

Nobuaki Komori
Representative Director
Anicom Holdings, Inc.
8-17-1, Nishi-Shinjuku, Shinjuku-ku, Tokyo

Notice of the 19th Annual General Meeting of Shareholders

You are cordially invited to attend the 19th Annual General Meeting of Shareholders of Anicom Holdings, Inc. (the "Company"), which will be held as indicated below.
If you are unable to attend the meeting in person, you may exercise your voting rights in writing or via the internet. Please review the attached Reference Documents for General Meeting of Shareholders, and indicate your approval or disapproval of the proposals in the enclosed voting form and then return the form to the Company by postal mail, or exercise your voting rights via the website for exercising voting rights designated by the Company (https://soukai.mizuho-tb.co.jp/), so that your vote is received by 6:00 p.m. on Friday, June 21, 2019 (JST).

1. **Date and Time:** Monday, June 24, 2019, at 2:00 p.m. (JST)
2. **Venue:** BELLESALLE Shinjuku Grand Conference Center
   5th floor, Sumitomo Fudosan Shinjuku Grand Tower
   8-17-1, Nishi-Shinjuku, Shinjuku-ku, Tokyo
3. **Purpose of the Meeting**

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the fiscal year 2018 (from April 1, 2018 to March 31, 2019), and the results of audit of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the fiscal year 2018 (from April 1, 2018 to March 31, 2019)

Matters to be resolved:

Proposal No. 1 Appropriation of Surplus
Proposal No. 2 Partial Amendments to the Articles of Incorporation
Proposal No. 3 Election of Four Directors
Proposal No. 4 Election of One Audit & Supervisory Board Member
Proposal No. 5 Election of One Substitute Director

- If you attend the meeting in person, you are kindly requested to submit the enclosed voting form at the reception.
- If any changes are made to items in the Reference Documents for General Meeting of Shareholders, Business Report, Non-Consolidated Financial Statements or Consolidated Financial Statements, such changes will be posted immediately on the Company's website (http://www.anicom.co.jp/).

Reference Documents for General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

The Company recognizes the return of profit to its shareholders as a key management priority and makes it a basic policy to pay ongoing and stable dividends from a medium to long-term perspective while taking into account financial soundness and capital efficiency. As a result of a verification based on these factors, the Company proposes to pay a year-end dividend for the fiscal year as follows:

(1) Type of dividend property
To be paid in cash.
(2) Allotment of dividend property and their aggregate amount
¥5 per common share of the Company
The total dividends will be ¥101,047,925
(3) Effective date of dividends of surplus
June 25, 2019

Proposal No. 2 Partial Amendments to the Articles of Incorporation

1. Reasons for the proposal
   A new article shall be established allowing for deemed provision of the Reference Documents for General Meeting of Shareholders, etc. through disclosure via the internet in accordance with an Ordinance of the Ministry of Justice in light of the spread of the internet, and as a result, the articles following Article 15 in the current Articles of Incorporation shall be renumbered.

2. Details of the amendments
   The details of the amendments are as follows.
   It should be noted that the amendments to the Articles of Incorporation shall enter into effect upon the conclusion of this general meeting.

(Amendments are indicated by underlining.)

Current Articles of Incorporation	Proposed Amendments
Article 1. to Article 14. <Omitted>	Article 1. to Article 14. <Unchanged>
<Newly established>	(Internet Disclosure of Reference Documents for General Meeting of Shareholders, etc. and Deemed Provision) Article 15. The Company can deem that information related to matters that should be stated or indicated in the Reference Documents for General Meeting of Shareholders, Business Report, Non-Consolidated Financial Statements, or Consolidated Financial Statements (including the Accounting Audit Report and Audit Report related to the Consolidated Financial Statements) when convening the General Meeting of Shareholders have been provided to shareholders through disclosure using the internet in accordance with the provisions of the Ordinance of the Ministry of Justice.
Article 15. to Article 50. <Omitted>	Article 16. to Article 51. <Unchanged>

Proposal No. 3 Election of Four Directors

The terms of office of all four Directors will expire at the conclusion of this annual general meeting of shareholders. In that regard, the Company proposes the election of four Directors.
Furthermore, in regard to the appointment of candidates for Director, from the perspective of ensuring objectivity and transparency, this is deliberated by the Nomination, Compensation, and Governance Committee, which is an advisory committee to the Board of Directors of the Company, mainly comprised of independent outside officers, and is determined by the Board of Directors.
The candidates for Director are as follows:

Candidate No.	Name	Position in the Company	
1	Nobuaki Komori	Representative Director	Reappointment
2	Toshihiko Fukuyama	Director	Reappointment Outside Independent
3	Yukihiko Inoue	Director	Reappointment Outside Independent
4	Ken Shibusawa	–	New election Outside Independent

Candidate No.	Name (Date of birth)	Career summary, position, and responsibility in the Company	Number of the Company's shares owned
1	Nobuaki Komori (May 2, 1969) Reappointment Number of years serving as Director 18 years and 11 months	1992 Joined Tokio Marine & Fire Insurance Co., Ltd. (currently Tokio Marine & Nichido Fire Insurance Co., Ltd.) 2000 Established the Company President and Representative Director 2017 Director of AHB Inc (current position) 2018 Director, Chairman, and Executive Officer of Anicom Insurance, Inc. (current position) 2018 Representative Director of the Company (current position) (Responsibility) Executive Manager, Internal Audit Office [Significant concurrent positions outside the Company] Director, Chairman, and Executive Officer of Anicom Insurance, Inc. Director of AHB Inc	558,500 shares
	Reasons for nomination as candidate for Director He is the Company's founder and has supervised the management of the Group's overall and driven its business as the Representative Director since its foundation in 2000. The Company proposes his election as Director due to his wide range of knowledge, experience, and judgment capabilities required for corporate management, in addition to sufficient knowledge and experience related to the non-life insurance business.		

Candidate No.	Name (Date of birth)	Career summary, position, and responsibility in the Company	Number of the Company's shares owned
2	Toshihiko Fukuyama (November 6, 1951) Reappointment Outside Independent Number of years serving in post 2	1975 Joined The Bank of Japan 2002 Director-General of Administration Department 2003 Director-General of Human Resources Management Department 2004 Director-General of Human Resources and Corporate Affairs Department 2006 Managing Director of The Shoko Chukin Bank, Ltd. 2008 Director of The Center for Financial Industry Information Systems 2011 Representative Director and President of JAPAN SECURITIES AGENTS, LTD. 2011 Representative Director and Vice President of JBIS Holdings, Inc. 2012 Chairman of JAPAN SECURITIES AGENTS, LTD. (current position) 2012 Representative Director and Chairman of Japan Information Processing Service Co., Ltd. 2017 Managing Director of CAPITAL MARKET PROMOTION FOUNDATION (current position) 2017 Outside Director of the Company (current position) [Significant concurrent positions outside the Company] Managing Director of CAPITAL MARKET PROMOTION FOUNDATION Chairman of JAPAN SECURITIES AGENTS, LTD.	–
	Reasons for nomination as candidate for outside Director He has experience gained from his involvement in corporate management as Representative Director and Chairman of Japan Information Processing Service Co., Ltd., as well as experience gained through key positions successively held at the Bank of Japan. The Company expects that he will fulfill appropriate supervisory functions while utilizing his specialized knowledge, cultivated through his prior experience, for the management of the Company, and provide valuable proposals at the Board of Directors, and as such proposes his reappointment as outside Director.		

<table>
<tr><th>Candidate No.</th><th>Name
(Date of birth)</th><th colspan="2">Career summary, position, and responsibility in the Company</th><th>Number of the Company's shares owned</th></tr>
<tr><td rowspan="2">3</td><td>Yukihiko Inoue
(November 4, 1937)
Reappointment
Outside
Independent

Number of years serving in post
1</td><td>1989
1994

2002
2003

2006

2014

2018

[Significant concurrent positions outside the Company]
Chairperson of the Board of Directors of Japan Guide Dog Association
Outside Director of ASAHI KOGYOSHA CO., LTD.
Outside Director of Pan Pacific International Holdings Corporation</td><td>Chief of Chiba Prefectural Police Headquarters
Superintendent General of Metropolitan Police Department
Director of Tokyo Gas Co., Ltd.
Chairperson of the Board of Directors of Japan Guide Dog Association (current position)
Outside Director of ASAHI KOGYOSHA CO., LTD. (current position)
Outside Director of Don Quijote Holdings Co., Ltd. (currently Pan Pacific International Holdings Corporation) (current position)
Outside Director of the Company (current position)</td><td>–</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for outside Director
He has experience in key positions such as Superintendent General of Metropolitan Police Department in addition to key positions such as Chairperson of the Board of Directors of Japan Guide Dog Association (currently engaged). The Company expects that he will fulfill appropriate supervisory functions while utilizing his specialized knowledge, cultivated through his prior experience, for the management of the Company, and provide valuable proposals at the Board of Directors, and as such proposes his reappointment as outside Director.</td></tr>
<tr><td rowspan="2">4</td><td>Ken Shibusawa
(April 18, 1961)
New election
Outside
Independent</td><td>1984
1987
1988
1992
1994
1996
2001

2007

2008

[Significant concurrent positions outside the Company]
Representative Director of Shibusawa and Company, Inc.
Representative Director and Chairman of Commons Asset Management Inc.</td><td>Joined Japan Center for International Exchange
Joined First Boston Corporation
Joined J.P. Morgan Bank
Joined J.P. Morgan Securities
Joined Goldman Sachs
Joined Moore Capital Management, LP.
Established Shibusawa and Company, Inc., serving as Representative Director (current position)
Established Commons Co., Ltd. (currently Commons Asset Management Inc.)
Representative Director and Chairman of Commons Asset Management Inc. (current position)</td><td>–</td></tr>
<tr><td colspan="4">Reasons for nomination as candidate for outside Director
He has abundant international experience, insight of ESG investing and SDGs, fostered through experience of active engagement with companies in relation to securities and asset management services at financial institutions for many years. The Company expects that he will fulfill appropriate supervisory functions based on his insight, cultivated through his prior experience, for the management of the Company, and provide valuable proposals at the Board of Directors, and as such proposes his appointment as outside Director.</td></tr>
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Notes: 1. There is no special interest between any of the candidates for Director and the Company.

2. Toshihiko Fukuyama, Yukihiko Inoue, and Ken Shibusawa are candidates for outside Director. At the conclusion of this annual general meeting of shareholders, Toshihiko Fukuyama has served as outside Director for a period of two years, Yukihiko Inoue has served as outside Director for a period of one year. Ken Shibusawa is a new candidate. If this proposal is approved and adopted and they are elected as outside Directors, the Company plans to submit notification to Tokyo Stock Exchange, Inc. concerning their appointment as independent officers as provided for by the aforementioned exchange.

3. Limited liability agreements with outside Director

Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into agreements with Toshihiko Fukuyama and Yukihiko Inoue to limit their liability for damages under Article 423, paragraph 1 of the Companies Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph 1 of the same Act, and if the reappointment of Toshihiko Fukuyama and Yukihiko Inoue is approved, the Company plans to renew the aforementioned agreement with them. If the election of Ken Shibusawa is approved, the Company plans to enter into the same limited liability agreement with him.

Proposal No. 4 Election of One Audit & Supervisory Board Member

The terms of office of Audit & Supervisory Board Member Kuniyuki Suda will expire at the conclusion of this annual general meeting of shareholders. In that regard, the Company proposes the election of one Audit & Supervisory Board Member.

Furthermore, in regard to the appointment of the candidate for Audit & Supervisory Board Member, from the perspective of ensuring objectivity and transparency, this is deliberated by the Nomination, Compensation, and Governance Committee, which is an advisory committee to the Board of Directors of the Company, mainly comprised of independent outside officers, and is determined by the Board of Directors.

In addition, the consent of the Audit & Supervisory Board has been obtained for the submission of this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary and position in the Company		Number of the Company's shares owned
Kuniyuki Suda (March 17, 1945) Reappointment Outside Independent Number of years serving in post 4	1968	Joined Tokio Marine & Fire Insurance Co., Ltd. (currently Tokio Marine & Nichido Fire Insurance Co., Ltd.)	–
	1992	Manager of Reserve Funds Operations Department	
	1996	Manager of Accounting Department	
	1998	Director and Delegated Manager of Accounting Department	
	2000	Audit & Supervisory Board Member (Full-Time) of Tokio Marine & Fire Insurance Co., Ltd.	
	2008	Supervisor of Office of Audit Committee of Japan Post Insurance Co., Ltd.	
	2012	Auditor of NPO Institute of Intelligence Studies (current position)	
	2015	Audit & Supervisory Board Member of the Company (current position)	
	[Significant concurrent positions outside the Company] Auditor of NPO Institute of Intelligence Studies		
Reasons for nomination as candidate for outside Audit & Supervisory Board Member The Company proposes the election of Kuniyuki Suda as outside Audit & Supervisory Board Member so that his many years of experience and considerable knowledge concerning finance and accounting developed through about 40 years of work at Tokio Marine & Nichido Fire Insurance Co., Ltd.			

(Notes) 1. There is no special interest between the candidate for Audit & Supervisory Board Member and the Company.

2. Kuniyuki Suda is a candidate for outside Audit & Supervisory Board Member. The Company has submitted notification to Tokyo Stock Exchange, Inc. concerning his appointment as an independent officer as provided for by the aforementioned exchange. If the reelection of Kuniyuki Suda is approved, the Company plans for his appointment as an independent officer to continue.

3. Limited liability agreements with outside Audit & Supervisory Board Member
   Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Kuniyuki Suda to limit his liability for damages under Article 423, paragraph 1 of the Companies Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by Article 425, paragraph 1 of the same Act, and if the reappointment of Kuniyuki Suda is approved, the Company plans to renew the aforementioned agreement with him.

Proposal No. 5 Election of One Substitute Director

As there is planned to be only one inside Director, Nobuaki Komori, the Company requests approval for the election of one substitute Director in preparation for cases where he becomes unavailable.
Furthermore, in regard to the appointment of the candidate for substitute Director, from the perspective of ensuring objectivity and transparency, this is deliberated by the Nomination, Compensation, and Governance Committee, which is an advisory committee to the Board of Directors of the Company, mainly comprised, of independent outside officers, and is determined by the Board of Directors.
The candidate for substitute Director is as follows:

Name (Date of birth)	Career summary, position, and responsibility in the Company	Number of the Company's shares owned
Tatsuhiko Kamei (April 1, 1981)	2003 Joined the Financial Services Agency 2010 Seconded to Tokyo Stock Exchange, Inc. 2013 Returned to the Financial Services Agency 2016 Joined the Company 2016 Director of Celltrust Animal Therapeutics Co., Ltd. (current position) 2016 Director of the Company 2016 Director of Anicom Frontier, Inc. 2018 Managing Executive Officer of the Company (current position) 2018 Director of Anicom Specialty Medical Institute, Inc. (current position) (Responsibility) Corporate Planning Department, Healthy Lifespan Extension Department [Significant concurrent positions outside the Company] Director of Anicom Specialty Medical Institute, Inc. Director of Celltrust Animal Therapeutics Co., Ltd.	1,500 shares
Reasons for nomination as candidate for substitute Director The Company proposes his appointment as substitute Director as he has played a central part in the management of the Company as the officer responsible for the Corporate Planning Department after joining the Company, in addition to his specialized knowledge and experience cultivated through his experience working at the Financial Services Agency and the Tokyo Stock Exchange, Inc.		

Note: There is no special interest between the candidate and the Company.