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(Securities Code: 8609)
June 7, 2018

To Shareholders with Voting Rights:

Hiroyuki Shinshiba
President
OKASAN SECURITIES GROUP INC.
1-17-6 Nihonbashi, Chuo-ku, Tokyo

**NOTICE OF CONVOCATION OF
THE 80TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 80th Annual General Meeting of Shareholders of OKASAN SECURITIES GROUP INC. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing by submitting the Voting Rights Exercise Form, or via the Internet.

If exercising your voting rights in writing, please review the attached Reference Documents for the General Meeting of Shareholders (page 3 through 8) and exercise your voting rights in the manner described hereafter by Wednesday, June 27, 2018, Japan time.

- 1. Date and Time:** Thursday, June 28, 2018 at 10:00 a.m. Japan time
- 2. Place:** Conference Center on the 5th Flr., BELLESALLE Tokyo Nihonbashi
in Tokyo Nihonbashi Tower located at 2-7-1 Nihonbashi, Chuo-ku, Tokyo
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 80th Fiscal Year (April 1, 2017 - March 31, 2018) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee
 2. Non-consolidated Financial Statements for the Company's 80th Fiscal Year (April 1, 2017 - March 31, 2018)
- Proposals to be resolved:**
- Proposal:** Election of Five (5) Directors (excluding Directors who are Audit & Supervisory Committee Members)

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

Notes:

1. The following matters have been posted on the Company's website (<http://www.okasan.jp/>) and are therefore omitted from the attachment to this Notice of Convocation pursuant to relevant laws and regulations as well as Article 15 of the Company's Articles of Incorporation:

(1) Notes to the Consolidated Financial Statements

(2) Notes to the Non-consolidated Financial Statements

Documents provided in this notice of convocation and the attachment constitutes part of the documents audited by the Audit & Supervisory Committee in preparing the Audit Report, and by the Accounting Auditor in preparing the Independent Auditor's Report.

2. Any subsequent revisions to the reference documents for the general meeting of shareholders, the business report, the consolidated financial statements or the non-consolidated financial statements will be posted on the Company's website.

The Company's website: <http://www.okasan.jp/>

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal: Election of Five (5) Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all Nine (9) Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter the same shall apply in this Proposal) will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the election of Five (5) Directors is proposed.

The Audit & Supervisory Committee has judged each candidate to be suitable to serve as Director based on his performance of duties, insights, and abilities.

The candidates for Directors are as follows:

No.	Name	Current position in the Company	
1	Tetsuo Kato	Vice Chairman	
2	Hiroyuki Shinshiba	President	
3	Hiroyuki Shindo	Director	
4	Akira Terayama	Director	
5	<table border="1"><tr><td>New Appointment</td></tr></table> Mitsuru Tanaka	New Appointment	
New Appointment			



1 Tetsuo Kato

Date of Birth: February 1, 1948

Number of the Company's shares held	569,147 shares
Significant concurrent positions	Director, Okasan Securities Co., Ltd.

Career summary, positions and responsibilities at the Company

May 1970	Joined the Mitsubishi Bank, Ltd.
June 1986	Joined the Company
December 1986	Director
June 1989	Managing Director
June 1991	Senior Managing Director
June 1995	Executive Vice President
June 1997	President
April 2014	Vice Chairman (to present)

[Reason for nomination as a candidate for Director]

Mr. Tetsuo Kato assumed office as the President of the Company in 1997 and has served as Vice Chairman of the Company since 2014.

His deep insights based on many years of extensive experience and achievements as a top executive are indispensable for the Okasan Securities Group companies ("the Group") to improve its corporate value and strengthen its corporate governance, and therefore the Company proposes him as a candidate for reelection as Director.

(Note) There are no special interests between the candidate and the Company.



2 Hiroyuki Shinshiba Date of Birth: March 2, 1958

Number of the Company's shares held	37,000 shares
Significant concurrent positions	Director, Okasan Securities Co., Ltd.

Career summary, positions and responsibilities at the Company

April 1981	Joined the Company
June 2001	Director
October 2003	Managing Director, Okasan Securities Co., Ltd.
June 2004	Managing Director, the Company
June 2006	Senior Managing Director
April 2011	Senior Managing Director Division Head, Corporate Planning Division and Executive, Personnel Planning Dept.
April 2014	President (to present)

[Reason for nomination as a candidate for Director]

Mr. Hiroyuki Shinshiba served as Director of the Company in charge of Corporate Planning Division from 2001 and has then demonstrated his skills to promote business management of the Group as the President of the Company since 2014. His deep insights based on his extensive experience and achievements are indispensable for the Group to achieve sustainable growth and strengthen its corporate governance, and therefore the Company proposes him as a candidate for reelection as Director.

(Note) There are no special interests between the candidate and the Company.



3 Hiroyuki Shindo

Date of Birth: February 11, 1958

Number of the Company's shares held	36,000 shares
Significant concurrent positions	President, Okasan Securities Co., Ltd.

Career summary, positions and responsibilities at the Company

April 1981	Joined the Company
June 2003	Director
October 2003	Director, Okasan Securities Co., Ltd.
June 2006	Director, the Company
June 2007	Managing Director Executive, Personnel Planning Dept.
June 2011	Director (to present)
April 2014	President, Okasan Securities Co., Ltd.
June 2017	President and Executive Officer (to present)

[Reason for nomination as a candidate for Director]

Mr. Hiroyuki Shindo held significant positions including Head of Retail Sales Headquarters, Division Head of Personnel Planning Division while serving as Director of the Company, as well as Head of Retail Sales Headquarters of Okasan Securities Co., Ltd. from 2003. He has then exercised his management skills as the President of Okasan Securities Co., Ltd. since 2014. His deep insights based on his extensive experience and achievements are indispensable for the Group to achieve sustainable growth and improve its corporate value, and therefore the Company proposes him as a candidate for reelection as Director.

(Note) There are no special interests between the candidate and the Company.



4 Akira Terayama

Date of Birth: March 1, 1956

Number of the Company's shares held	18,000 shares
Significant concurrent positions	Director, Okasan Securities Co., Ltd.

Career summary, positions and responsibilities at the Company

April 1978	Joined the Company
June 2001	Director
October 2003	Director, Okasan Securities Co., Ltd.
April 2008	Managing Director
June 2011	Managing Director Head, Investment Strategy & Research Division Executive Officer, the Company (to present)
April 2014	Head, Financial Institutions Division, Corporate Business Division and Underwriting Division Executive, Corporate Business Affairs Dept., Okasan Securities Co., Ltd.
June 2015	Senior Managing Director
April 2016	Senior Managing Director Head, Retail Sales Headquarters
June 2016	Director, the Company (to present)
April 2018	Director and Executive Vice President, Okasan Securities Co., Ltd. (to present)

[Reason for nomination as a candidate for Director]

Mr. Akira Terayama held significant positions including Division Head of Trading Division, Division Head of Financial Institutions Division and Division Head of Investment Strategy & Research Division while serving as Director of the Company from 2001, and demonstrated his skills in his duties. He has then served as Head of Retail Sales Headquarters of Okasan Securities Co., Ltd. since 2016. His deep insights based on his extensive experience and achievements are indispensable for the Group to achieve sustainable growth and improve its corporate value, and therefore the Company proposes him as a candidate for reelection as Director.

(Note) There are no special interests between the candidate and the Company.



5 Mitsuru Tanaka

Date of Birth: August 20, 1958

Number of the Company's shares held 19,000 shares

Significant concurrent positions Director, Okasan Securities Co., Ltd.

New appointment

Career summary, positions and responsibilities at the Company

April 1981	Joined the Company
June 2001	Director
October 2003	Managing Director, Okasan Securities Co., Ltd.
April 2014	Senior Managing Director Head, Retail Sales Headquarters Executive Officer, the Company
June 2014	Director, the Company
April 2016	Head, Financial Institutions Division, Corporate Business Division and Underwriting Division and Executive, Corporate Business Affairs Dept., Okasan Securities Co., Ltd.
June 2016	Resigned from the position of Director of the Company
April 2018	Senior Managing Executive Officer Group Chief Strategy Officer, Corporate Strategy Division Division Head, Corporate Planning Division, Okasan Securities Co., Ltd. (to present)

[Reason for nomination as a candidate for Director]

Mr. Mitsuru Tanaka held significant positions including Head of Retail Sales Headquarters while serving as Director of the Company, as well as Head of Financial Institutions Division, Corporate Business Division and Underwriting Division of Okasan Securities Co., Ltd. from 2001, and demonstrated his skills in his duties. He has been then serving as Senior Managing Executive Officer of the Company in charge of Corporate Strategy Division since 2018. His deep insights based on his extensive experience and achievements are indispensable for the Group to achieve sustainable growth and improve its corporate value, and therefore the Company proposes him as a candidate for Director.

(Note) There are no special interests between the candidate and the Company.