

(TRANSLATION ONLY)

TSE Securities Code: 4565

June 3, 2008

To Our Shareholders:

## **Call for the 18th Ordinary General Meeting of Shareholders**

The Company would hereby like to inform you that the 18th Ordinary General Meeting of Shareholders will be held as follows, and would be grateful if you could attend the meeting.

Those who will not be able to attend the meeting on the day may exercise their voting rights in writing or via the Internet. You are kindly requested to consider appended "Reference Documents for Ordinary General Meeting of Shareholders," and exercise your voting right either by: indicating your approval or disapproval for each of the proposals in the space provided on the enclosed ballot, and returning the ballot via postal mail to reach the Company no later than 18:00 on June 23 (Monday), 2008.

Yours faithfully,  
Shinichi Tamura  
Board Director, President and CEO,  
Representative Executive Officer  
Sosei Group Corporation  
8 Ichiban-cho, Chiyoda-ku, Tokyo

- 1. Date and Time:** At 10:00 a.m., Tuesday, June 24, 2008
- 2. Venue:** 606 Conference Room, 6F Toshin Center Hotel  
2-4-1 Hirakawa-cho, Chiyoda-ku, Tokyo

### **3. Meeting Agenda**

#### ***Items to be reported***

1. Business Report, Consolidated Financial Statements, Reports on Consolidated Accounting Statements by the Independent Auditors and the Audit Committee for the 18th fiscal year (from April 1, 2007 to March 31, 2008)
2. Non-consolidated Financial Statements for the 18th fiscal year (from April 1, 2007 to March 31, 2008)

#### ***Items to be resolved***

Agenda Item: Election of Four (4) Board Directors

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Shareholders present at the meeting are requested to submit the enclosed proxy form at the reception desk on the above-mentioned date.

If the Reference Documents for Ordinary General Meeting of Shareholders, the Business Report, the financial statements and the consolidated financial statements are revised, the revisions shall be put up on the website of the Company (<http://www.osei.com/>) to inform you of the revisions.

## Reference Documents for Ordinary General Meeting of Shareholders

### Agenda: Election of Four (4) Board Directors

The tenures of all seven (7) Board Directors will expire upon the conclusion of the Ordinary General Meeting of Shareholders. Based on a resolution at the Nomination Committee, it is hereby requested that four (4) new Board Directors be appointed.

No.	Name (Date of birth)	Brief personal history, position, operations and representative positions in other companies	Number of shares owned
1	Shinichi Tamura (Sep. 17, 1949)	Mar. 1978 Completed master's course, science graduate univ., Univ. of Tokyo Apr. 1978 Joined Fujisawa Pharmaceuticals Inc. (now Astellas Pharma Inc.) Feb. 1987 Joined Genentech Inc. Jul. 1989 Representative Director, Genentech Inc. Jun. 1990 Representative Director and CEO, the Company Jun. 2005 Board Director, Representative Executive Officer and CEO to present Nov. 2006 Representative Board Director and President, Sosei Co. Ltd. to present	3,645
2	Takuya Fujii (Jul. 5, 1945)	Mar. 1968 Graduated from University of Tokyo Apr. 1968 Joined the Bank of Japan Jun. 1974 Studied at Wharton School, Penn., U.S.A. (MBA) Dec. 1998 Chairman, Nippon Trust Bank Mar. 2001 Representative in Japan, Marsh & McLennan Companies Jan. 2005 Representative, F Business Brain Jun. 2005 Board Director, the Company to present Chairman of Audit Committee, the Company to present Oct. 2005 Chairman and CEO, Promontory Financial Group Oct. 2006 Global Service Japan LLC President and CEO, Promontory Financial Group Global Service Japan LLC to present	20

No.	Name (Date of birth)	Brief personal history, position, operations and representative positions in other companies	Number of shares owned
3	Isao Muramatsu (Aug. 14, 1939)	<p>Mar. 1962 Graduated from Keio University, Faculty of Economics</p> <p>Jan. 1984 Board Director and General Manager of Second Sales Division, Pfizer Japan Inc.</p> <p>Jul. 1991 Representative Director and Vice President in charge of pharmaceutical business, Bristol-Myers Squibb K.K.</p> <p>Dec. 1992 Representative Director and President, SmithKline Beecham Seiyaku K.K.</p> <p>Apr. 2001 Board Director and Advisor, GlaxoSmithKline K.K. Director and Chairman, IWNC Holdings Ltd. to present</p> <p>Apr. 2002 Representative Director, Pinecrest Co., Ltd. to present</p> <p>Jun. 2005 Board Director, Santen Pharmaceutical Co., Ltd. to present</p> <p>Jun. 2007 Board Director, the Company to present</p>	-
4	Declan Doogan (Mar. 22, 1952)	<p>Jul. 1975 Graduated from Medical School, the University of Glasgow</p> <p>Feb. 1978 Joined Duphar BV.</p> <p>Feb. 1982 Joined Pfizer Inc.</p> <p>Mar. 1991 Medical Director, Pfizer UK and Eire</p> <p>Nov. 1999 Senior Vice President, Clinical Research and Development Europe and Japan, Pfizer Inc.</p> <p>Feb. 2005 Head of Worldwide Development, Pfizer Global Research and Development</p> <p>Oct. 2005 Visiting Professor, Kitasato University to present</p> <p>Apr. 2007 Research and Development President, Amarin Corporation plc</p> <p>Jun. 2007 to present</p> <p>Board Director, the Company to present</p>	-

Notes:

1. There are no apparent conflicts of interest between the candidates and the Company.
2. The directorial candidates, Mr. Takuya Fujii, Mr. Isao Muramatsu and Mr. Declan Doogan meet necessary requirements to be external Directors.
3. Reasons to select the candidates for external directors and limited liability agreement
  - (1) Reasons to select candidates for external directors and its fact of independence
    - 1) As the Company judges that advices on overall management of the Company by Mr. Takuya Fujii, with his extensive business experience nurtured so far and knowledge on risk management will enhance further the management framework, the Company would hereby like to elect him as External Director. The tenure of office of Mr. T. Fujii is three years at the closure of this general meeting of shareholders.
    - 2) As the Company judges that advices on overall management of the Company by Mr. Isao Muramatsu, who has experienced the position of president for a globally-esteemed Japanese pharmaceutical corporation, and who holds extensive business experience nurtured so far and knowledge on management, will enhance further the management framework; the Company would hereby like to elect him as External Director. The tenure of office of Mr. I.

- Muramatsu is one year at the closure of this general meeting of shareholders.
- 3) As the Company judges that advices on overall management of the Company by Mr. Declan Doogan, who has experienced the position of a leading researcher in a major multinational pharmaceutical corporation, who has worked in Japan, and who holds expertise and experience on research and development of drugs, will enhance further the management framework; the Company would hereby like to elect him as External Director. The tenure of office of Mr. D. Doogan is one year at the closure of this general meeting of shareholders.
- (2) Liability limitation agreement with External Directors
- 1) In accordance with stipulations of Article 427-1 of Corporation Law, the Company concluded with Messrs. Takuya Fujii, Isao Muramatsu, and Declan Doogan limited liability agreements set forth in Article 423-1 of the same law. The maximum amount of liability based on the agreement with them is those set forth in Article 425-1 of the same law.
  - 2) If the agenda is approved at the General Meeting of Shareholders, the Company will conclude with Messrs. Takuya Fujii, Isao Muramatsu, and Declan Doogan limited liability agreements as stated in 1).

*The English translation is an abridged version of the original invitation notice in Japanese. In the event of discrepancy, the Japanese version shall prevail.*