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June 20, 2025

Company name ITOCHU-SHOKUHIN Co., Ltd.  
(Code No: 2692, Prime Market)

Representative Hitoshi Okamoto  
Representative Director and  
President & CEO, Chief  
Corporate Officer

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Executive Officer, Executive  
General Manager,  
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### **Matters Concerning Controlling Shareholder, Etc.**

ITOCHU-SHOKUHIN Co., Ltd. (the “Company”) hereby announces matters concerning controlling shareholder, etc., regarding ITOCHU Corporation, the Company’s parent company, as outlined below.

#### **1. Trade name etc., of parent company, controlling shareholder (excluding parent company), or other subsidiaries and associates**

(As of March 31,2025)

Name	Attribute	Percentage of ownership voting rights(%)			Stock exchange, etc. where issued share certificates, etc. are listed
		Direct ownership	Subject to aggregation	Total	
ITOCHU Corporation	Parent company	52.5	0.1	52.6	Tokyo Stock Exchange, Inc., Prime Market

#### **2. Positioning of the listed company within the parent company’s corporate group and other relationships between the listed company and the parent company, etc.**

ITOCHU Corporation, the parent company of ITOCHU-SHOKUHIN Co., Ltd., owns 52.6% of the Company’s voting rights. The Company is a consolidated subsidiary of ITOCHU Corporation and belongs to the Food segment within its business segments. Two executives concurrently serving at ITOCHU Corporation, including one corporate auditor, are appointed to the Company. However, the Company’s management and business operations are conducted based on its own independent decision-making. Particularly important matters are decided by the Board of Directors, which is composed of at least one-third independent outside directors.

The status of concurrent positions held by officers as of after the Ordinary General Meeting of Shareholders held on June 19, 2025, is as follows.

(Concurrently held positions of officer)

(As of June 19, 2025)

Title	Name	Title at parent company, etc.	Reason of appointment
Director (Part-time)	Hiroyuki Nakamura	Executive Officer Chief Operating Officer, Food Products Marketing & Distribution Division	He serves as Executive Officer and Chief Operating Officer, Food Products Marketing & Distribution Division at ITOCHU Corporation, possessing extensive knowledge and diverse experience in the food distribution industry. Given that he is expected to contribute to appropriate decision-making and provide valuable advice to the Company's Board of Directors, the Company have determined that his involvement will contribute to the sustainable enhancement of the Company's corporate value.
Corporate Auditor (Part-time)	Ryuta Seike	General Manager Affiliate Administration Section Food Company	He has long been engaged in the business management and risk management departments at ITOCHU Corporation and has diverse experience and insights, including serving as a statutory auditor for ITOCHU Corporation's subsidiaries and affiliates. Leveraging these experiences, he is expected to conduct appropriate audits, and therefore, the Company have determined that his involvement will contribute to the sustainable enhancement of the Company's corporate value.

### 3. Matters concerning transactions with controlling shareholder, etc.

(From April 1, 2024, to March 31, 2025; Unit: Millions of yen)

Attribute	Company name	Location	Capital	Description of business or occupation	Percentage of voting rights ownership (owned)	Relation with the related party	Details of transactions	Amount of transactions	Account	Balance at the end of fiscal year
Parent company	ITOCHU Corporation	Kita-ku, Osaka	253,448	General trading company	(Owned) Directly:52.5% Indirectly:0.1%	The Company's suppliers, concurrent holding of executive positions, Leasing of land and buildings	Purchase of goods	113,014	Accounts payable	20,767
							Repayment of lease liabilities	205	Accounts receivable (rebate)	368
							Interest expense	44	Lease liabilities	2,329

Notes: 1. In addition to the above, the Company lease a logistics center from the parent company, ITOCHU Corporation, under an operating lease agreement. The details related to this lease are as follows. The lease fees have been determined through discussions after comparing the estimates provided with those obtained from other companies.

Lease fees	322millions of yen
Security deposit	300 millions of yen
Unearned lease payments (land) under an operating lease agreement	3,298 million of yen

2. Transaction terms and/or policies for determining transaction terms

The transaction terms, including pricing for the procurement of goods, are determined through discussions with reference to prevailing market conditions.

The lease agreement have been determined through discussions after comparing the estimates provided with those obtained from other companies.

#### **4 . Implementation of measures to protect minority shareholders in transactions, etc. with controlling shareholders**

The Company procures goods and leases a logistics center from the parent company, ITOCHU Corporation, and also deposits funds through the group's financial system. These transactions are reviewed and examined annually to ensure that the various terms between related parties are appropriate, and the results are reported to the Board of Directors.

Matters related to nominations, remuneration, and overall governance are deliberated and examined by the Governance Committee, an advisory body to the Board of Directors, which is composed of a majority of independent outside directors.