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Securities code: 3193

October 9, 2026

To Shareholders:

Urbannet Midosuji Building 20th Floor,
4-2-13 Awajimachi, Chuo-ku, Osaka-shi
Eternal Hospitality Group Co., Ltd.
Representative Director, President, and CEO Tadashi Okura

NOTICE OF CONVOCAION OF THE 40TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our heartfelt sympathy to all those affected by the 2026 Kumamoto Earthquake and sincerely hope for a swift recovery and reconstruction.

This is to inform you that the 40th Annual General Meeting of Shareholders of Eternal Hospitality Group Co., Ltd. (the “Company”) will be held as follows.

In convening this General Meeting of Shareholders, the Company has taken measures to provide the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters subject to measures for electronic provision) electronically, and has posted such information on the following websites. Please access any one of these websites to review the information.

[The Company’s website]

<https://eternal-hospitality.co.jp/ir/meeting/>



[Website containing materials for the General Meeting of Shareholders]

<https://d.sokai.jp/3193/teiji/>



[Tokyo Stock Exchange Website (Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>



(Please access the above TSE website, enter the Issue name (company name) or Code and search, select “Basic information” then “Documents for public inspection/PR information” in that order, and review the information from “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under “Filed information available for public inspection.”)

You may exercise your voting rights via electromagnetic methods (the Internet, etc.) or in writing (Voting Rights Exercise Form). Please review the “Reference Documents for the General Meeting of Shareholders” in this Notice of Convocation or the matters subject to measures for electronic provision, and exercise your voting rights by no later than 6 p.m. on Tuesday, October 27, 2026, as described on pages 3 through 10.

1. Date and Time: Wednesday, October 28, 2026, at 10 a.m. (reception opens at 9 a.m.)
2. Place: Urbannet Midosuji Building 3F,
4-2-13 Awajimachi, Chuo-ku, Osaka-shi
Urbannet Midosuji Hall
(As the venue is different from the last meeting, please refer to the venue guide map at the end of this notice and make sure that you go to the correct venue.)
3. Meeting Agenda:
Matters to be reported:
 1. The Business Report and Consolidated Financial Statements for the Company's 40th Fiscal Year (August 1, 2025 to July 31, 2026) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 40th Fiscal Year (August 1, 2025 to July 31, 2026)
Proposals to be resolved:
Proposal No. 1: Appropriation of Surplus
Proposal No. 2: Election of One Director
Proposal No. 3: Election of Two Substitute Audit & Supervisory Board Members

The Company will not be providing gifts for shareholders attending the General Meeting of Shareholders.

Thank you in advance for your understanding.

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

Of the matters subject to measures for electronic provision, the following items are not provided in the documents sent to shareholders (including documents sent to shareholders who have requested the delivery of paper-based documents). Therefore, the documents sent to shareholders constitute only part of the documents audited by the Audit & Supervisory Board Members and the Accounting Auditor in preparing their respective audit reports.

Business Report: Systems to Ensure Proper Business Activities and the Operational Status of Those Systems
Financial Statements, etc.: Consolidated Statement of Changes in Equity, Notes to Consolidated Financial Statements, Non-consolidated Balance Sheet, Non-consolidated Statement of Income and Non-consolidated Statement of Changes in Equity, Notes to Non-consolidated Financial Statements

Should the matters subject to measures for electronic provision require revisions, a notification to that effect together with the matters pre- and post-revision shall be posted on each of the websites where these matters are posted.

If there are any significant changes in the operation of the General Meeting of Shareholders due to future circumstances, a notification shall be provided on the Company's website.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1:

Appropriation of Surplus

The Company considers the return of profits to shareholders to be one of the most important management issues, and adopts a progressive dividend policy that aims for stable and sustained dividend increases through long-term profit growth, using a consolidated dividend payout ratio of 20% or more as a guideline. In consideration of the business results of the current fiscal year and the future business development, etc., the Company proposes to pay a year-end dividend for the 40th fiscal year as follows.

The basic policy regarding the determination of dividends from surplus, etc., is stated on page 35 of this Notice of Convocation.

Matters Related to the Year-end Dividend

(1) Type of dividend property

Cash

(2) Matters related to the allocation of dividend property and the total amount thereof

The Company intends to pay a dividend of 23 yen per common share of the Company.

The total amount of dividends in this case will be 267,308,760 yen.

(3) Effective date of dividends of surplus

October 29, 2026

(Note) The Company conducted a two-for-one stock split of its common shares, effective on August 1, 2026.

As for the year-end dividend for the 40th fiscal year, the dividend record date is July 31, 2026, and the dividend will accordingly be paid based on the number of shares held before the stock split.

In order to further strengthen the management structure, the Company proposes to increase the number of Outside Directors by one and elect the following candidate. In accordance with the Articles of Incorporation of the Company, the term of office of the Director to be elected this time will expire at the expiration of the terms of office of the other incumbent Directors.

The candidate for Director is as follows.

Name (Date of birth)	Career summary and position and responsibilities at the Company (Status of significant concurrent positions)		Number of shares of the Company owned
Hironobu Kitagawa (June 5, 1965)	April 1989	Joined Japan External Trade Organization (JETRO)	– shares
	April 2010	Manager, Global Marketing Section, Overseas Research Division, Japan External Trade Organization	
	October 2015	General Manager, Service Industry Department, Japan External Trade Organization	
	January 2017	General Manager, Hanoi Office, Japan External Trade Organization	
	October 2019	Director (in charge of the Overseas Research Department, Institute of Developing Economies, Southeast Asia, and Kanto Region excluding Tokyo), Japan External Trade Organization	
	April 2020	Director, Japan Hospitality Movement Association (NPO)	
	July 2021	Executive Officer, The Japan Food Product Overseas Promotion Center (JFOODO)	
	July 2025	Visiting Professor, Jissen Women's University (current position)	
	April 2026	Councilor, Japan External Trade Organization (current position)	
		Advisor, assetfrontier inc. (current position)	
		Advisor, Momotaro Shokuhin Co., Ltd. (current position)	
		Professor, Hollywood Graduate School of Beauty Business (current position)	
	June 2026	Representative Director and President, Japan Food Alliance, General Incorporated Foundation (current position)	
		Director and Vice Chairperson, The Japan-Vietnam Association (current position)	
	July 2026	Outside Director, Dears Brain Inc. (current position)	
	Advisor, Funai Consulting Incorporated (current position)		
September 2026	Director, Connecty Labs, Inc. (current position)		
	(Status of significant concurrent positions)		
	Visiting Professor, Jissen Women's University		
	Councilor, Japan External Trade Organization		
	Advisor, assetfrontier inc.		
	Advisor, Momotaro Shokuhin Co., Ltd.		
	Professor, Hollywood Graduate School of Beauty Business		
	Representative Director and President, Japan Food Alliance, General Incorporated Foundation		
	Director and Vice Chairperson, The Japan-Vietnam Association		
	Outside Director, Dears Brain Inc.		
	Advisor, Funai Consulting Incorporated		
	Director, Connecty Labs, Inc.		
(Reasons for nomination as a candidate for Outside Director and outline of expected role)			
Mr. Hironobu Kitagawa has held key positions at the Japan External Trade Organization, an independent administrative agency, and has extensive experience and deep insight in supporting overseas expansion of Japanese companies and promoting international business. The Company has nominated him as a candidate for Outside Director with the expectation that he will leverage the experience and insight he has gained throughout his career in the management of the Group and fulfill the management supervisory function from an independent standpoint.			

- (Notes)
1. There are no special interests between the candidate and the Company.
 2. Mr. Hironobu Kitagawa is a candidate for Outside Director.
 3. If the election of Mr. Hironobu Kitagawa is approved, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company intends to enter into an agreement with him to limit his liability for damages as provided for in Article 423, paragraph (1) of the same act. The maximum amount of liability for damages under the agreement will be the minimum liability amount stipulated in Article 425, paragraph (1) of the same act.
 4. Mr. Hironobu Kitagawa satisfies the standards for assessing the independence of Outside Directors of the Company. Additionally, Mr. Hironobu Kitagawa satisfies the requirements for an independent officer prescribed by Tokyo Stock Exchange, Inc. and if his appointment is approved, the Company will designate him as an independent officer.
 5. The Group and Connecty Labs, Inc., where Mr. Hironobu Kitagawa holds a key concurrent position, have a business relationship regarding the use of “Kizuna TIME”; however, the annual transaction amount is immaterial.
 6. The Company has entered into a directors and officers liability insurance policy with an insurance company. This insurance policy covers damages incurred by the insured when they bear liability in relation to the performance of their duties or when they are subject to claims pertaining to the pursuit of such liability. The candidate will be included among the insured under this insurance policy. The Company intends to renew this insurance policy at the expiration of the policy period.
 7. The “Number of shares of the Company owned” indicates the number of shares owned as of July 31, 2026.

[Reference]

“Policies Related to Nomination”

When nominating officers for the Company and Group subsidiaries, the Company shall, in principle, select persons with an emphasis on qualities suitable for realizing the “Global YAKITORI Family” as well as their track record and experience at the Company or other companies.

- (1) In order to be a leader in the food business industry, which must constantly respond to changes in the global market, the Company will sufficiently consider diversity in the composition of officers when nominating human resources.
- (2) In addition to the qualities, insight, experience, and abilities necessary for business development in Japan and overseas, the Company will nominate individuals with mental resilience and a deep understanding of “The Eternal Way” and the ability to put it into practice as Executive Directors.
- (3) For Outside Directors, the Company will nominate individuals who have extensive experience and insight related to corporate management and specialized fields, and who are capable of contributing to the enhancement of corporate value from an independent standpoint.
- (4) When nominating Directors, transparency and objectivity shall be ensured through the Nomination and Remuneration Committee.
- (5) For Audit & Supervisory Board Members, the Company will nominate individuals who have the qualifications, expertise, and ability to fulfill their duties, and who can be expected to contribute to the establishment of a good corporate governance system.

“Standards for Assessing the Independence of Outside Directors”

In addition to the independence standards set forth by financial instruments exchanges, the Company determines that Outside Directors are independent when it is judged they do not fall under any of the following items.

- (1) A person who has received payments in excess of 30 million yen from the Company and subsidiaries of the Company (hereinafter, referred to as the “Group”), or an executive thereof
- (2) A person who has made payments in excess of 30 million yen to the Group, or an executive thereof
- (3) A lender of the Group, or an executive thereof
- (4) A major shareholder of the Company (directly or indirectly holding 10% or more of the total voting rights), or an executive thereof.
- (5) A person affiliated with an audit firm that is an accounting auditor of the Group
- (6) An attorney, certified public accountant, certified public tax accountant, consultant, etc., who obtains money or other property from the Group other than officer remuneration (if such remuneration is paid to a corporation, partnership, or other organization, a person affiliated with that organization)
- (7) An executive of another company, when an executive of the Group serves as an outside officer of that other company
- (8) A person who receives a donation from the Group or a director or other executive of an organization that receives a donation from the Group
- (9) A person who has fallen under any of the above categories 1 through 8 in the past three years
- (10) Relatives within the second degree of kinship of a person falling under any of the above categories 1 through 9

Proposal No. 3:
Election of Two Substitute Audit & Supervisory Board Members

The Company proposes the election of two substitute Audit & Supervisory Board Members, to prepare for cases when the number of Audit & Supervisory Board Members falls below the number set forth in laws and regulations.

Although Candidates Mr. Shusei Abe and Ms. Mayumi Takeda were elected as substitute Audit & Supervisory Board Members at the 39th Annual General Meeting of Shareholders held on October 29, 2025, their election is effective until the commencement of this Annual General Meeting of Shareholders. Accordingly, the Company once again proposes their election as substitutes for Audit & Supervisory Board Members.

The Company has obtained consent for this proposal from the Audit & Supervisory Board.

The candidates for substitute Audit & Supervisory Board Members are as follows.

Candidate number	Name (Date of birth)	Career summary and position at the Company (Status of significant concurrent positions)	Number of shares of the Company owned
1	Shusei Abe (March 18, 1974)	October 2003 Joined Tatsuno, Ozaki & Fujii Law Office January 2010 Joint representative, Tatsuno, Ozaki & Fujii Law Office July 2015 Joint representative, Sowa Law Firm (current position) December 2022 Audit & Supervisory Board Member, CSS-consulting Inc. (current position) July 2024 Chairman, Hirakata City Architectural Review Board (current position) (Status of significant concurrent positions) Joint representative, Sowa Law Firm Audit & Supervisory Board Member, CSS-consulting Inc. Chairman, Hirakata City Architectural Review Board	– shares
(Reason for nomination as a candidate for substitute Outside Audit & Supervisory Board Member) Mr. Shusei Abe has not been directly involved in corporate management in any way other than serving as an outside officer. However, he has expertise and a high level of knowledge and a wealth of experience in corporate legal affairs which have been cultivated as a lawyer. The Company has determined that he can be expected to utilize this knowledge to perform audits from an independent standpoint, and has therefore nominated him as a candidate for substitute Outside Audit & Supervisory Board Member.			

Candidate number	Name (Date of birth)	Career summary and position at the Company (Status of significant concurrent positions)	Number of shares of the Company owned
2	Mayumi Takeda (April 5, 1979) (Name in the family registry: Mayumi Tanabe)	October 2002 Joined ChuoAoyama Audit Corporation September 2006 Joined Arata Audit Corporation (currently PwC Japan LLC) April 2011 Representative, Mayumi Takeda Certified Public Accountant Office (current position) June 2011 Director, Takeda Construction Co., Ltd. February 2014 Affiliated with Ishikawa Office Accounting, Tax Accountancy Corporation June 2015 Outside Audit & Supervisory Board Member, Saylor Advertising, Inc. June 2020 Affiliated with Hiroyuki Hashikawa Office, Certified Public Tax Accountant (current position) June 2021 Outside Director and Audit and Supervisory Committee Member, Saylor Advertising, Inc. (current position) June 2024 Outside Director and Audit and Supervisory Committee Member, The Kagawa Bank, Ltd. June 2025 Outside Director and Audit and Supervisory Committee Member, TOMONY Holdings, Inc. (current position) June 2026 Senior Managing Director, Takeda Construction Co., Ltd. (current position) (Status of significant concurrent positions) Representative, Mayumi Takeda Certified Public Accountant Office Senior Managing Director, Takeda Construction Co., Ltd. Outside Director and Audit and Supervisory Committee Member, Saylor Advertising, Inc. Outside Director and Audit and Supervisory Committee Member, TOMONY Holdings, Inc.	– shares

(Reason for nomination as a candidate for substitute Outside Audit & Supervisory Board Member)

Ms. Mayumi Takeda has specialized knowledge developed as a certified public accountant, as well as advanced insight and extensive experience related to corporate accounting, and also participates in corporate management as Outside Director (Audit and Supervisory Committee Member) of other listed companies and as a Director of an unlisted company. The Company has determined that she can be expected to utilize this knowledge to perform audits from an independent standpoint, and has therefore nominated her as a candidate for substitute Outside Audit & Supervisory Board Member.

- (Notes)
1. There are no special interests between Mr. Shusei Abe or Ms. Mayumi Takeda and the Company.
 2. Mr. Shusei Abe is a candidate to serve as a substitute for Outside Audit & Supervisory Board Member Yoshihito Ishii, and Ms. Mayumi Takeda is a candidate to serve as a substitute for Outside Audit & Supervisory Board Member Minoru Hikita.
If this proposal is approved and afterward, Mr. Shusei Abe and Ms. Mayumi Takeda assume office as Audit & Supervisory Board Members, the Company plans to register both of them as independent officers pursuant to the provisions of Tokyo Stock Exchange, Inc.
 3. If Mr. Shusei Abe and Ms. Mayumi Takeda assume office as Audit & Supervisory Board Members, pursuant

to the provisions of Article 427, paragraph (1) of the Companies Act, the Company intends to enter into an agreement with them to limit their liability for damages as provided for in Article 423, paragraph (1) of the same act. The maximum amount of liability for damages under the agreement will be the minimum liability amount stipulated in Article 425, paragraph (1) of the same act.

4. The Company has entered into a directors and officers liability insurance policy with an insurance company. This insurance policy covers damages incurred by the insured when they bear liability in relation to the performance of their duties or when they are subject to claims pertaining to the pursuit of such liability. If Mr. Shusei Abe and Ms. Mayumi Takeda assume office as Audit & Supervisory Board Members, they will be included among the insured under this insurance policy. The Company intends to renew this insurance policy at the expiration of the policy period.
5. The name of Ms. Mayumi Takeda in the family registry is Mayumi Tanabe.
6. The “Number of shares of the Company owned” indicates the number of shares owned as of July 31, 2026.