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Securities Code: 3392

June 10, 2026

Electronic provision commenced: June 4, 2026

To Shareholders:

Yoshiyasu Ohzaki,
President and Representative Director
DELICA FOODS HOLDINGS CO., LTD.
4-12-12, Rokuchō, Adachi-ku, Tokyo

**NOTICE OF
THE 23RD ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders,

You are cordially invited to attend the 23rd Ordinary General Meeting of Shareholders of Delica Foods Holdings Co., Ltd. (the “Company”), to be held as described below.

If you do not attend the meeting in person, you may exercise your voting rights in advance by mailing the enclosed voting card or by voting via the Internet. Please review the Reference Documents for the Ordinary General Meeting of Shareholders and exercise your voting rights no later than 5:45 p.m. on Thursday, June 25, 2026 (JST).

1. Date and Time: Friday, June 26, 2026 at 10:00 a.m. (JST)

(The reception desk will open at 9:30 a.m. on this date.)

2. Place: Sola City Conference Center, 4-6 Kanda-Surugadai, Chiyoda-ku, Tokyo
2nd Floor, SOLA CITY HALL

3. Agenda:

MATTERS TO BE REPORTED

1. Business Report, Consolidated Financial Statements for the 23rd Fiscal Year (from April 1, 2025 to March 31, 2026), and the results of the audits thereof by the Independent Auditor and the Audit & Supervisory Board.
2. Non-consolidated Financial Statements for the 23rd Fiscal Year (from April 1, 2025 to March 31, 2026).

PROPOSED RESOLUTIONS

Proposal No. 1: Appropriation of Surplus

Proposal No. 2: Amendment to the Articles of Incorporation

Proposal No. 3: Election of Seven (7) Directors

Proposal No. 4: Election of Two (2) Substitute Company Auditors

4. Notes regarding the exercise of voting rights:

- 1) If voting rights are exercised both by voting card and via the Internet, the vote cast via the Internet will be deemed valid.
- 2) If voting rights are exercised more than once via the Internet, the last vote cast will be deemed valid.

For details regarding the Reference Documents for the Ordinary General Meeting of Shareholders and voting via the Internet, please refer to the enclosed documents or the documents published on the Company's website (<https://www.delica.co.jp/ir/>).

Please note that, if any amendment is made to the Reference Documents for the Ordinary General Meeting of Shareholders, the amendment will be published on the Company's website.

Reference Documents for the Ordinary General Meeting of Shareholders

Proposals and Reference Matters

Proposal No. 1: Appropriation of Surplus

The Company's basic policy on the distribution of earnings is to secure a solid management base and maintain a stable and progressive dividend policy.

Regarding the year-end dividend for the current fiscal year, the Company proposes an ordinary dividend of JPY 22.00 per share. In addition, because the Company achieved the targets of the Fifth Medium-Term Business Plan one year ahead of schedule, the Company proposes a commemorative dividend of JPY 3.00 per share, resulting in a total dividend of JPY 25.00 per share, as an expression of gratitude to shareholders for their continued support.

(1) Type of dividend property

Cash

(2) Allotment of dividend property and aggregate amount thereof:

JPY 25.00 per common share of the Company

Total dividend amount to be paid:

JPY 406,091,800

(3) Effective date of distribution of surplus:

June 29, 2026

Proposal No. 2: Amendment to the Articles of Incorporation

1. Reason for the amendment

Article 21 (Term of Office of Directors) of the Company's current Articles of Incorporation will be amended to shorten the term of office of Directors from two years to one year, for the purpose of clarifying the management responsibilities of Directors, building a management system that can respond quickly to changes in the business environment, and enhancing shareholders' confidence.

2. Details of the amendment

The details of the amendment are as follows.

(Changes are underlined.)

Current Articles of Incorporation	Proposed Amendment
(Term of Office of Directors) Article 21 The term of office of Directors shall expire at the conclusion of the Ordinary General Meeting of Shareholders held for the last fiscal year ending within two	(Term of Office of Directors) Article 21 The term of office of Directors shall expire at the conclusion of the Ordinary General Meeting of Shareholders held for the last fiscal year ending within one

years after their election.	year after their election.
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Proposal No. 3: Election of Seven (7) Directors

The terms of office of all eight (8) current Directors of the Company will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of seven (7) Directors.

The candidates are as follows:

(1) **Yoshiyasu Ohzaki**

Date of birth: September 28, 1971

Number of shares of the Company held: 370,948

Attendance at Board of Directors meetings in the current fiscal year:
15 out of 15 meetings

(2) **Kenji Kobayashi**

Date of birth: August 4, 1965

Number of shares of the Company held: 86,906

Attendance at Board of Directors meetings in the current fiscal year:
15 out of 15 meetings

(3) **Konno Nakayama**

Date of birth: May 27, 1964

Number of shares of the Company held: 29,446

Attendance at Board of Directors meetings in the current fiscal year:
15 out of 15 meetings

(4) **Mariko Ichino**

Date of birth: July 27, 1966

Number of shares of the Company held: 63,475

Attendance at Board of Directors meetings in the current fiscal year:
15 out of 15 meetings

(5) **Hiroyuki Ozaki (Outside Director)**

Date of birth: April 17, 1960

Number of shares of the Company held: 0

Attendance at Board of Directors meetings in the current fiscal year:
15 out of 15 meetings

(6) Misuzu Shibata (Outside Director)

Date of birth: July 25, 1974

Number of shares of the Company held: 0

Attendance at Board of Directors meetings in the current fiscal year:

15 out of 15 meetings

(7) **Miyuki Kohriki**

Date of birth: May 12, 1961

Number of shares of the Company held: 0

Attendance at Board of Directors meetings in the current fiscal year:

10 out of 10 meetings (held after her inauguration)

Mr. Isatake Tachimoto, Chairman of the Board, will retire as a Director at the conclusion of this General Meeting of Shareholders. After his retirement, he is scheduled to assume the position of Honorary Adviser of the Company; however, he will not be an officer as defined under the Companies Act. No retirement allowance will be paid in connection with his retirement.

Proposal No. 4: Election of Two (2) Substitute Company Auditors

At the conclusion of this General Meeting of Shareholders, the term of appointment of Toshiyuki Fujii, Substitute Company Auditor, who was elected at the 19th Ordinary General Meeting of Shareholders held on June 22, 2022, will expire. In addition, Kiyotaka Tanaka, another Substitute Company Auditor who was elected at the 22nd Ordinary General Meeting of Shareholders held on June 26, 2025, has announced his resignation. Accordingly, the Company proposes the election of two (2) Substitute Company Auditors to prepare for the possibility that the number of Company Auditors falls below the number required by laws and regulations. The Audit & Supervisory Board has consented to this proposal.

The candidates are as follows:

(1) Toshiyuki Fujii

Date of birth: May 10, 1961

Number of shares of the Company held: 300

(2) Yusuke Yamaguchi

Date of birth: June 10, 1986

Number of shares of the Company held: 0

End