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To Shareholders

Securities Code: 3543

May 13, 2026

(Electronic provision of information starts on: April 30, 2026)

Yuichi Amari  
President and Representative Director, CEO  
**KOMEDA Holdings Co., Ltd.**  
3-12-23, Aoi, Higashi-ku,  
Nagoya, Aichi, JAPAN

## NOTICE OF CONVOCATION OF THE 12TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

KOMEDA Holdings Co., Ltd. (hereafter the “Company”) hereby announces that the 12th Ordinary General Meeting of Shareholders will be held as set forth below.

For the General Meeting of Shareholders, the Company provides information comprising the content of reference documents for the General Meeting of Shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, which is posted on the Company’s website. Please access the website by using the internet address shown below to review the information.

**The Company’s Website:**

<https://komeda-holdings.co.jp/meeting/>



**Website for posting materials for the General Meeting of Shareholders:**

<https://d.sokai.jp/3543/teiji/>



**TSE website (Listed Company Search):**

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

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show> (English)



Access the TSE website by using the internet address shown above, enter “KOMEDA Holdings” in “Issue name (company name)” field or the Company’s securities code “3543” in “Code” field, and click “Search,” and then click “Basic information,” select “Documents for public inspection/PR information,” and confirm “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under “Files information available for public inspection.”

Please be advised that even if you do not attend the General Meeting of Shareholders in person, you can exercise your voting rights in writing or via electronic means (internet, etc.). Please refer to Instructions for Exercising Voting Rights on page 3, and review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting right by 6:00 p.m. on Wednesday, May 27, 2026 (JST).

**1. Date and Time:** 10:00 a.m. (JST) on Thursday, May 28, 2026  
(Reception is scheduled to start at 9:00 a.m.)

**2. Place:** Banquet Room “Nago-West&Center” 3rd Floor  
Nagoya Kanko Hotel  
1-19-30 Nishiki, Naka-ku, Nagoya, Aichi

**3. Purpose of the Meeting:**

**Matters to be Reported:**

1. The business report, the consolidated financial statements and audit results on consolidated financial statements by Accounting Auditors and the Audit & Supervisory Committee for fiscal 2025 (March 1, 2025 to February 28, 2026)
2. The non-consolidated financial statements for fiscal 2025 (March 1, 2025 to February 28, 2026)

**Proposals to be Resolved:**

Proposal 1: Election of Four (4) Directors (excluding Directors who are Audit & Supervisory Committee Members)

Proposal 2: Election of Two (2) Directors who are Audit & Supervisory Committee Members

Proposal 3: Election of One (1) Substitute Director who is Audit & Supervisory Committee Member

**4. Matters Posted on the Company Website**

Of the electronic provision items, the following documents are not included with the material sent to shareholders who have requested delivery of written documents in accordance with laws and regulations, and Article 14 of the Articles of Incorporation.

Of note, the Audit & Supervisory Committee and the Accounting Auditor have audited the documents that are subject to audit, including the above matters.

Business Report:

- Status of assets and earnings
- Management strategy and key issues
- Main business
- Major offices and plants
- Status of employees
- Status of major lenders
- Status of shares
- Status of subscription rights to shares
- Matters related to outside directors
- Status of accounting auditor
- Overview of the internal control system and its operational status
- Policy on determination of dividends of surplus and others

Consolidated Financial Statements:

- Consolidated Statement of Changes in Equity
- Notes to the Consolidated Financial Statements

Non-Consolidated Financial Statements:

- Balance Sheet
- Statement of Income
- Statement of Changes in Net Assets
- Notes to the Non-Consolidated Financial Statements

Auditor’s Reports:

- Accounting Auditor’s Report on the Consolidated Financial Statements
- Accounting Auditor’s Report on the Non-Consolidated Financial Statements
- Audit & Supervisory Committee's Audit Report

Notes:

- When attending the meeting in person, please present the enclosed Voting Rights Exercise Form at the reception counter.
- Shareholders who have not requested written delivery are being sent documents excerpted from the Reference Documents for the General Meeting of Shareholders, in addition to the matters stipulated by law.
- In the case of any modification to the electronic provision measures items, the original and revised matters will be posted on the Company’s website.
- No gifts or beverages will be provided at the venue.
- The results of the resolutions will be announced on the Company’s website following the conclusion of the General Meeting of Shareholders.

## Instructions for Exercising Voting Rights

Please review the Reference Documents of the General Meeting of Shareholders below and exercise your voting rights.

Voting rights may be exercised by attendance, mail or via the internet.

In the event voting rights are exercised more than once:

- (1) If the voting right is exercised both via the internet and by mail, only the exercise of the voting right via the internet shall be valid.
- (2) If the voting right is exercised more than once via the internet, only the last exercise of the voting right shall be valid.

If both for and against are marked for any proposal, the vote shall be treated as invalid due to the unclear intention

1. When exercising voting rights via INTERNET

### Exercise due date:

No later than 6:00 p.m.,  
on Wednesday, May 27, 2026 (JST)



Please access the Voting Rights Exercise Website from your computer or smartphone as follows and indicate whether you are for or against each of the items.

### Log in from your smartphone

1. Scan the QR Code at the lower right-hand side of the Voting Rights Exercise Form.
  - It is not necessary to type a burdensome code or password.
  - You can exercise your voting rights only one time by scanning the QR Code to log in.
  - If exercising voting rights more than once, use the instructions in “Log in from your computer, etc.”
  - QR Code is a registered trademark of DENSO WAVE INCORPORATED.
2. Then, please indicate whether you are “for” or “against” each of the items by following the directions on the website.

### Log in from your computer, etc.

Voting Rights Exercise Website: <https://www.web54.net>

1. Access the Voting Rights Exercise Website.
2. Fill in the “Code” described on the lower right-hand side of the Voting Rights Exercise Form, and then, fill in the “password” provided on the lower right-hand side of the Voting Rights Exercise Form.
3. Register a new password.
4. Then, please indicate whether you are “for” or “against” each of the items following the directions on the website.

If you have any inquiries on systems, etc., please contact the Help Desk shown below.

Web support, Sumitomo Mitsui Trust Bank, Limited.

Tel: 0120-652-031 (Toll-free, Japanese language only)

(Business hours: 9:00 a.m. to 9:00 p.m.)

### To institutional investors:

KOMEDA participates in the electronic voting rights exercise platform operated and administered by ICJ, Inc.

2. When exercising voting rights by MAIL

**Exercise due date:**

To be returned to us no later than 6:00 p.m.,  
on Wednesday, May 27, 2026 (JST)



Please indicate whether you are “for” or “against” each of the items on the Voting Rights Exercise Form and return it to the Company. If there is no indication of “for” or “against” a proposal, it shall be deemed that you have voted for the proposal.

**Guide to filling in the Voting Rights Exercise Form:**

Please indicate “for” or “against” for each item.

- Proposal 1 and 2

When you are for all of the candidates in the item, mark  in the “for” box, and when you are against all of the candidates, mark  in the “against” box.

If you are against certain candidates, mark  in the “for” box, and also write the candidate number for each candidate you are against inside the parentheses.

3. When exercising voting rights by ATTENDANCE

**Date and Time of the Meeting:**

10:00 a.m., on Thursday,  
May 28, 2026 (JST)  
(Reception is scheduled to start at 9:00 a.m.)



Please submit the Voting Rights Exercise Form to the reception counter at the Meeting.

## Reference Documents for the General Meeting of Shareholders

### Proposal and Reference Information

#### Proposal 1: Election of Four (4) Directors (excluding Directors who are Audit & Supervisory Committee Members)

The terms of office of all four (4) Directors (excluding directors of Audit & Supervisory Committee Members; the same shall apply hereinafter in this proposal) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of four (4) Directors.

The Independent Advisory Committee (composed of four (4) Independent Outside Directors) deliberated on the appropriateness of the candidates for Director, and based on the opinion from the Independent Advisory Committee, the Company selected the candidates for Director.

Also, the Audit & Supervisory Committee has considered this proposal, and the Company has obtained the opinion that each candidate is qualified as a director of the Company. The candidates for Director are as follows:


Candidate Number	Name	Position in the Company (Significant concurrent positions)	Number of years as member of the Board	Attendance at meetings of the Board of Directors during the fiscal 2025
1	<b>Yuichi Amari</b>	President and Representative Director, CEO (Significant concurrent positions) President and Representative Director, KOMEDA Co., Ltd. Director, KOMEDA INTERNATIONAL HOLDINGS PTE. LTD. Director, KOMEDA Taiwan Co., Ltd.	6 years	19/19 (100%)
2	<b>Hiroki Shimizu</b>	Senior Managing Director, CFO, Division Manager of Administration Headquarters (Significant concurrent positions) Senior Managing Director, KOMEDA Co., Ltd. Director, Ryukyu KOMEDA Co., Ltd. Director, KOMEDA INTERNATIONAL HOLDINGS PTE. LTD. Komisaris, PT KOMEDA COFFEE INDONESIA	7 years	19/19 (100%)
3	<b>Tomohide Yamamoto</b>	Director (Significant concurrent positions) Director, KOMEDA Co., Ltd. President and Representative Director, Ryukyu KOMEDA Co., Ltd.	7 years	19/19 (100%)
4	<b>Eiichi Gochou</b>	Outside Director (Significant concurrent positions) President and Representative Director, Sanko Seika Co., Ltd.	1 year	13/13 (100%)


Note 1: There are no special interests between any of the candidates and the Company.


Note 2: The Company has entered into a directors and officers liability insurance contract with an insurance company to insure all Directors. The insurance contract covers damages that may arise from any improper acts (including omissions) by the insured Director, based on assuming their responsibilities for the performance of their duties or receiving claims in pursuit of such responsibilities, although the Company bears all insurance premiums for the insured. If this proposal is approved and a candidate becomes a Director, each candidate will be insured in the insurance contract. The Company plans to renew the insurance contract with the same terms and conditions during the terms of office.


Note 3: Mr. Eiichi Gochou is the candidate for Outside Director.

- Note 4: In accordance with Article 427, Paragraph 1 of the Companies Act, the Company has concluded an agreement with Mr. Eiichi Gochou to limit the liability for damages under Article 423, Paragraph 1 of the Companies Act. If his appointment is approved, the agreement with him will continue. The maximum amount of liability for damages based on the contract is the minimum liability limit stipulated by laws and regulations.
- Note 5: Mr. Eiichi Gochou meets the requirements of an independent director based on the provisions of the listed stock exchange. The Company plans to continuously register him as an independent director.
- Note 6: The Board of Directors has been convened 13 times since the 11th Ordinary General Meeting of Shareholders held on May 29, 2025, at which Mr. Eiichi Gochou was appointed as an Outside Director.

<p><u>Candidate Number:</u></p> <p style="text-align: center;">1</p> <p style="text-align: center;"><b>Reappointment</b></p>	<p><u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u></p> <p>Apr. 1985 The Sanwa Bank, Ltd. (currently MUFG Bank, Ltd.)  Jul. 2006 Executive Officer, SEGA SAMMY HOLDINGS INC.  Oct. 2006 Director, Sammy Corporation  Apr. 2011 Representative Director and Senior Managing Director, Division Manager of Sales Division, Sammy Corporation</p>
<p><u>Name:</u></p> <p style="text-align: center;"><b>Yuichi Amari</b></p> 	<p>Aug. 2011 President &amp; CEO, TAIYO ELEC Co., Ltd.  Apr. 2017 Senior Executive Officer, SEGA SAMMY HOLDINGS INC.  Dec. 2019 Advisor, KOMEDA Co., Ltd.  Mar. 2020 Director, Division Manager of Sales Division, KOMEDA Co., Ltd.  May 2020 Director, KOMEDA Holdings Co., Ltd.  Nov. 2020 Senior Managing Director, Division Manager of Sales Division, and in charge of Human Resources &amp; General Affairs Division, KOMEDA Co., Ltd.  May 2021 Representative Director, Vice President, KOMEDA Holdings Co., Ltd.  Representative Director, Vice President, Division Manager of Sales Division, and in charge of Human Resources &amp; General Affairs Division, KOMEDA Co., Ltd.</p>
<p><u>Date of Birth:</u></p> <p style="text-align: center;"><b>April 1, 1963</b></p>	<p>Oct. 2021 Representative Director, Vice President, Division Manager of Sales Division, and in charge of Human Resources Division, KOMEDA Co., Ltd.  Mar. 2022 Representative Director, Vice President, and in charge of Human Resources Department, KOMEDA Co., Ltd.  May 2022 President and Representative Director, KOMEDA Holdings Co., Ltd.</p>
<p><u>Number of shares owned:</u></p> <p style="text-align: center;"><b>35,000</b></p>	<p>President and Representative Director, and in charge of Human Resources Department, KOMEDA Co., Ltd.  Mar. 2023 President and Representative Director, KOMEDA Co., Ltd.  May 2023 Director, KOMEDA Taiwan Co., Ltd. (current)  Jul. 2024 Director, KOMEDA INTERNATIONAL HOLDINGS PTE. LTD. (current)  Jan. 2025 President and Representative Director, and in charge of CEO's Office, Human Resources &amp; General Affairs Division, and Customer Relation Division, KOMEDA Co., Ltd.  Jun. 2025 President and Representative Director, and in charge of CEO's Office, and Customer Relation Division, KOMEDA Co., Ltd.  Mar. 2026 President and Representative Director, CEO, KOMEDA Holdings Co., Ltd. (current)  President and Representative Director, and in charge of Customer Relation Division, and Corporate Strategy Division, KOMEDA Co., Ltd. (current)</p> <p><u>Significant concurrent positions:</u>  President and Representative Director, and in charge of Customer Relation Division, and Corporate Strategy Division, KOMEDA Co., Ltd.  Director, KOMEDA INTERNATIONAL HOLDINGS PTE. LTD.  Director, KOMEDA Taiwan Co., Ltd.</p> <p><u>Reasons for nomination as a candidate for Director:</u>  Mr. Yuichi Amari has extensive experience in the sales field, including serving as a branch manager of a bank. He was the Representative Director, etc. of an entertainment and consumer products companies, and after serving as the Representative Director and Vice President of the Company and KOMEDA Co., Ltd., a subsidiary of the Company, he was appointed as the President and Representative Director in May 2022. He has a track record of expanding business with many business partners regardless of the type of business or format, and has a wealth of experience, insight, and knowledge of financial accounting.  The Company has considered that as a member of the Board of Directors of the Company, he will make appropriate decisions based on the above experience, achievements, insights, and make prompt decisions for the entire business of the Company, so the Company has appointed him as a candidate for Director.</p>

<p><u>Candidate Number:</u></p> <p style="text-align: center;">2</p> <p style="text-align: center;"><b>Reappointment</b></p>	<p><u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u></p> <p>Oct. 1998 Showa Ota &amp; Co. (currently Ernst &amp; Young ShinNihon LLC)</p> <p>Jun. 2002 Registered as a Certified Public Accountant</p> <p>Sep. 2014 Outside Auditor, KOMEDA Co., Ltd.</p> <p>Nov. 2014 Outside Auditor, KOMEDA Holdings Co., Ltd.</p> <p>Apr. 2016 Outside Director/Audit &amp; Supervisory Committee Member, KOMEDA Holdings Co., Ltd.</p>
<p><u>Name:</u></p> <p style="text-align: center;"><b>Hiroki Shimizu</b></p> 	<p>May 2017 Deputy Division Manager of Administration Headquarters, KOMEDA Holdings Co., Ltd.</p> <p>Director and Deputy Division Manager of Business Strategy Division, KOMEDA Co., Ltd.</p> <p>May 2019 Director and Deputy Division Manager of Administration Headquarters, KOMEDA Holdings Co., Ltd.</p> <p>May 2020 Director and CFO, Division Manager of Administration Headquarters, KOMEDA Holdings Co., Ltd.</p> <p>Director and Division Manager of Business Strategy Division, KOMEDA Co., Ltd.</p> <p>Oct. 2021 Director, Division Manager of Business Strategy Division, and in charge of General Affairs Department, KOMEDA Co., Ltd.</p>
<p><u>Date of Birth:</u></p> <p style="text-align: center;"><b>August 19, 1973</b></p>	<p>Mar. 2022 Director in charge of Business Strategy, Administration Division and General Affairs Department, KOMEDA Co., Ltd.</p> <p>Komisaris, PT KOMEDA COFFEE INDONESIA (current)</p>
<p><u>Number of shares owned:</u></p> <p style="text-align: center;"><b>31,980</b></p>	<p>May 2022 Managing Director, CFO, Division Manager of Administration Headquarters, KOMEDA Holdings Co., Ltd.</p> <p>Managing Director in charge of Business Strategy, Administration Division and General Affairs Department, KOMEDA Co., Ltd.</p> <p>Mar. 2023 Managing Director in charge of Business Strategy and Administration Division, KOMEDA Co., Ltd.</p> <p>Jun. 2023 Managing Director, in charge of Administration Division and Digital Innovation Division, KOMEDA Co., Ltd.</p> <p>Apr. 2024 Director, Ryukyu KOMEDA Co., Ltd. (current)</p> <p>Sep. 2024 Director, KOMEDA INTERNATIONAL HOLDINGS PTE. LTD. (current)</p> <p>May 2025 Senior Managing Director, CFO, Division Manager of Administration Headquarters, KOMEDA Holdings Co., Ltd. (current)</p> <p>Senior Managing Director in charge of Administration Division and Digital Innovation Division, KOMEDA Co., Ltd.</p> <p>Jun. 2025 Senior Managing Director in charge of Administration Division, Human Resources &amp; General Affairs Department, and Digital Innovation Division, KOMEDA Co., Ltd.</p> <p>Nov. 2025 Senior Managing Director in charge of Administration Division, General Affairs Department, Human Resources Department, and Digital Innovation Division, KOMEDA Co., Ltd. (current)</p> <p><u>Significant concurrent positions:</u></p> <p>Senior Managing Director in charge of Administration Division, General Affairs Department, Human Resources Department, and Digital Innovation Division, KOMEDA Co., Ltd.</p> <p>Director, Ryukyu KOMEDA Co., Ltd.</p> <p>Director, KOMEDA INTERNATIONAL HOLDINGS PTE. LTD.</p> <p>Komisaris, PT KOMEDA COFFEE INDONESIA</p> <p><u>Reasons for nomination as a candidate for Director:</u></p> <p>Mr. Hiroki Shimizu is familiar with the overall business of the Company, and he has served as the director in charge of business strategy at the Company and KOMEDA Co., Ltd., a subsidiary of the Company. With a high level of expertise and compliance as a certified public accountant, he participates in management from a wide range of positions regarding business management and financial, and DX strategy.</p> <p>The Company has considered that as a member of the Board of Directors of the Company, he will make appropriate decisions based on the above experience, achievements, insights, and make prompt decisions for the entire business of the Company, so the Company has appointed him as a candidate for Director.</p>

<p><u>Candidate Number:</u></p> <p style="text-align: center;">3</p> <p style="text-align: center;"><b>Reappointment</b></p>	<p><u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u></p> <p>Apr. 1989 Daiwa Jitsugyo Group (currently Daiwa Exceed Co., Ltd.)  Oct. 2003 DOUTOR Coffee Co., Ltd.  Aug. 2010 General Manager of Management Quality Department, SUPER HOTEL Co., Ltd.  Oct. 2013 General Manager of Sales Promotion Department, KOMEDA Co., Ltd.  Jun. 2015 Executive Officer, KOMEDA Co., Ltd.  May 2017 Director and Division Manager of Sales Division, KOMEDA Co., Ltd.  Mar. 2018 Director and Division Manager of Marketing Division, KOMEDA Co., Ltd.  Mar. 2019 Director and Division Manager of Sales Division, KOMEDA Co., Ltd.  May 2019 Director, KOMEDA Holdings Co., Ltd. (current)  Mar. 2020 Director and Division Manager of Business Promotion Division, KOMEDA Co., Ltd.  Mar. 2022 Director in charge of Production Division, Product Management Division and Marketing Division, KOMEDA Co., Ltd. (current)  Mar. 2024 President and Representative Director, Ryukyu KOMEDA Co., Ltd. (current)</p> <p><u>Significant concurrent positions:</u></p> <p>Director in charge of Production Division, Product Management Division and Marketing Division, KOMEDA Co., Ltd.  President and Representative Director, Ryukyu KOMEDA Co., Ltd.</p> <p><u>Reasons for nomination as a candidate for Director:</u></p> <p>Mr. Tomohide Yamamoto has been involved in the restaurant and franchise business for many years. At KOMEDA Co., Ltd., a subsidiary of the Company, he has been responsible for the supply chain and quality control of products and goods as a division manager of the Production and Product Management Division, and sales improvement of existing stores and new products development as a division manager of the Sales and Marketing Divisions. He has a wealth of experience, achievements, and insights that have been cultivated through such business execution.</p> <p>The Company has considered that as a member of the Board of Directors of the Company, he will make appropriate decisions based on the above experience, achievements, insights, and make prompt decisions for the entire business of the Company, so the Company has appointed him as a candidate for Director.</p>
<p><u>Name:</u></p> <p><b>Tomohide Yamamoto</b></p> 	
<p><u>Date of Birth:</u></p> <p><b>January 27, 1967</b></p>	
<p><u>Number of shares owned:</u></p> <p><b>12,589</b></p>	

<p><u>Candidate Number:</u></p> <p style="text-align: center;">4</p> <p style="text-align: center;"><b>Reappointment</b> <b>Outside</b> <b>Independent</b></p>	<p><u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u></p> <p>Apr. 1983 LOTTE CO., LTD.  Apr. 2008 Executive Officer of Sales Management Division, LOTTE SHOJI CO., LTD.  Apr. 2015 Managing Director, LOTTE SHOJI CO., LTD.  Director, LOTTE HOLDINGS CO., LTD.  Apr. 2016 Representative Director and Senior Managing Director, LOTTE SHOJI CO., LTD.  Apr. 2018 President and Representative Director, LOTTE CO., LTD.  Apr. 2024 Special Permanent Advisor, LOTTE CO., LTD.  Apr. 2025 Advisor, LOTTE CO., LTD.  May 2025 Outside Director, KOMEDA Holdings Co., Ltd. (current)  Jul. 2025 Director, Sanko Seika Co., Ltd.  Oct. 2025 President and Representative Director, Sanko Seika Co., Ltd. (current)</p>
<p><u>Name:</u></p> <p style="text-align: center;">Eiichi Gochou</p> 	<p><u>Significant concurrent positions:</u>  President and Representative Director, Sanko Seika Co., Ltd.</p> <p><u>Reasons for nomination as a candidate for Outside Director, and summary of expected roles:</u>  Mr. Eiichi Gochou has been involved in management as Representative Director of LOTTE CO., LTD. for many years and possesses extensive knowledge and experience in business strategy, sales, and marketing measures. The Company expects that he will contribute to the decision-making of the Board of Directors and the strengthening of the effectiveness of the supervisory function from an objective and multifaceted perspective based on his knowledge and experience. Also, the Company expects that he will contribute to discussions on improving the transparency and effectiveness of the nomination and compensation determination processes for Directors as a Human Resources Strategy Committee member, and an Independent Advisory Committee member upon his appointment as a Director.</p>
<p><u>Date of Birth:</u></p> <p style="text-align: center;">November 11, 1960</p>	<p>For this reason, the Company has appointed him as a candidate for Director (Outside Director) in order that he will contribute to the overall management of the Company.</p>
<p><u>Number of shares owned:</u></p> <p style="text-align: center;">-</p>	
<p><u>Note:</u></p>	<p>The Company and LOTTE CO., LTD., for which Mr. Eiichi Gochou has served as Advisor, have had transactions involving the sale of products using trademark rights and the purchase of raw materials. However, the transaction amount does not exceed 0.1% of the consolidated net sales of either party and is not significant enough to affect his independence.</p>

## Proposal 2: Election of Two (2) Directors who are Audit & Supervisory Committee Members

The term of office of two (2) Directors who are Audit & Supervisory Committee Members, Ms. Chiaki Oda and Ms. Tomoe Matsuda, will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of two (2) Directors who are Audit & Supervisory Committee Members.

Based on the opinion from the Independent Advisory Committee, the Company decided the candidates for Directors who are Audit & Supervisory Committee Members. The Audit & Supervisory Committee has previously given its consent to this proposal.

The candidates for Directors who are Audit & Supervisory Committee Members are as follows:

Candidate Number	Name	Position in the Company (Significant concurrent positions)	Number of years as member of the Board	Attendance at meetings of the Board of Directors and the Audit & Supervisory Committee during the fiscal 2025
1	<div style="display: flex; flex-direction: column; align-items: center;"> <div style="background-color: #cccccc; padding: 2px;">Reappointment</div> <div style="background-color: #cccccc; padding: 2px;">Outside</div> <div style="background-color: #cccccc; padding: 2px;">Independent</div> </div> <p><b>Chiaki Oda</b> (current surname : Maekawa)</p>	Outside Director (Audit & Supervisory Committee Member)	4 years	Board of Directors 19 / 19 (100%)
		(Significant concurrent positions) Shobu LPC, Attorney-at-Law Auditor, KOMEDA Co., Ltd.		Audit & Supervisory Committee 18 / 18 (100%)
2	<div style="display: flex; flex-direction: column; align-items: center;"> <div style="background-color: #cccccc; padding: 2px;">Reappointment</div> <div style="background-color: #cccccc; padding: 2px;">Outside</div> <div style="background-color: #cccccc; padding: 2px;">Independent</div> </div> <p><b>Tomoe Matsuda</b> (current surname : Nozaki)</p>	Outside Director (Audit & Supervisory Committee Member)	2 years	Board of Directors 19 / 19 (100%)
		(Significant concurrent positions) President and Representative Director, Gem Box Co., Ltd. Adjunct Lecturer, Shukutoku University		Audit & Supervisory Committee 18 / 18 (100%)

Note 1: There are no special interests between any of the candidates and the Company.

Note 2: Ms. Chiaki Oda and Ms. Tomoe Matsuda are the candidates for Outside Directors.


Note 3: In accordance with Article 427, Paragraph 1 of the Companies Act, the Company has concluded an agreement with Ms. Chiaki Oda and Ms. Tomoe Matsuda to limit the liability for damages under Article 423, Paragraph 1 of the Companies Act. If their appointments are approved, the agreement with them will continue. The maximum amount of liability for damages based on the contract is the minimum liability limit stipulated by laws and regulations.


Note 4: The Company has concluded a liability insurance contract with an insurance company for all directors. If Ms. Chiaki Oda and Ms. Tomoe Matsuda are appointed as Directors who are Audit & Supervisory Committee Members, they will be included as an insured person under the liability insurance contract. The outline of the agreement is as described on page 5 (Note 2) of this Notice.

Note 5: Ms. Chiaki Oda is currently an Outside Director of the Company, and her tenure will be 4 years at the conclusion of this Ordinary General Meeting of Shareholders.

Note 6: Ms. Tomoe Matsuda is currently an Outside Director of the Company, and her tenure will be 2 years at the conclusion of this Ordinary General Meeting of Shareholders.

Note 7: Ms. Chiaki Oda and Ms. Tomoe Matsuda meet the requirements of an independent director based on the provisions of the listed stock exchange. The Company plans to continuously register them as independent directors.

<p><u>Candidate Number:</u></p> <p style="text-align: center;">1</p> <p style="text-align: center;"><b>Reappointment Outside Independent</b></p>	<p><u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u></p> <p>Dec. 2012    Registration as Attorney-at-Law (Aichi Bar Association)  Jan. 2013    Shobu Law Office (Former office of Shobu LPC) (current)  Oct. 2015    Adjunct Lecturer, Nagoya University, Graduate School of Law  Mar. 2016    Member of the Japan Federation of Bar Associations support center for small and medium-sized companies (current)  Sep. 2016    Nagoya Kita-ward Environmental Council Member  May 2022    Outside Director/Audit &amp; Supervisory Committee Member, KOMEDA Holdings Co., Ltd. (current)  May 2023    Auditor, KOMEDA Co., Ltd. (current)</p>
<p><u>Name:</u></p> <p style="text-align: center;"><b>Chiaki Oda</b>  (current surname :  Mackawa)</p> 	<p><u>Significant concurrent positions:</u>  Shobu LPC, Attorney-at-Law  Auditor, KOMEDA Co., Ltd</p> <p><u>Reasons for nomination as a candidate for Director (Outside Director) who is Audit &amp; Supervisory Committee Member, and summary of expected roles:</u>  Ms. Chiaki Oda has a high level of expertise, experience, and insight as a lawyer in overseas business development and mergers and acquisitions, fields which feature in the Company's Medium-term Management Plan. Additionally, being a native and resident of Nagoya, she understands the perspective of customers of KOMEDA's Coffee, and together with the high level of experience and insight mentioned above, the Company expects her to contribute to improving the effectiveness of the decision-making and management oversight functions of the Company's Board of Directors. For this reason, while she has no direct experience in corporate management, the Company believes she is well-qualified candidate for Outside Director who is an Audit &amp; Supervisory Committee Member.</p>
<p><u>Date of Birth:</u></p> <p style="text-align: center;">June 7, 1985</p>	
<p><u>Number of shares owned:</u></p> <p style="text-align: center;">-</p>	<p><u>Reason for judging independence:</u>  There is no business relationship between the Company and her concurrent positions, and there are no other special interests.</p>

<p><u>Candidate Number:</u></p> <p style="text-align: center;">2</p> <p style="text-align: center;"><b>Reappointment Outside Independent</b></p>	<p><u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u></p> <p>Apr. 1985    Fuji Television Network, Inc.  Apr. 1987    Freelance Announcer  Sep. 2019    President and Representative Director, Gem Box Co., Ltd. (current)  Apr. 2022    Adjunct Lecturer, Shukutoku University. (current)  May 2024    Outside Director/Audit &amp; Supervisory Committee Member,  KOMEDA Holdings Co., Ltd. (current)</p>
<p><u>Name:</u></p> <p><b>Tomoe Matsuda</b>  (current surname :  Nozaki)</p> 	<p><u>Significant concurrent positions:</u>  President and Representative Director, Gem Box Co., Ltd.  Adjunct Lecturer, Shukutoku University.</p> <p><u>Reasons for nomination as a candidate for Director (Outside Director) who is Audit &amp; Supervisory Committee Member, and summary of expected roles:</u>  Ms. Tomoe Matsuda has a wealth of knowledge and experience regarding “Empowering the people for KUTSUROGI” one of the Company’s Materiality issues (priority issues to be addressed through business activities). This expertise stems from her many years of involvement in human communication related operations and her work as a clinical psychologist conducting mental health lectures. The Company expects her to contribute to the Board's decision-making and its supervisory functions and believes she is well-qualified as a candidate for Outside Director who is an Audit &amp; Supervisory Committee Member.</p>
<p><u>Date of Birth:</u></p> <p>March 12, 1963</p>	<p><u>Reason for judging independence:</u>  There is no business relationship between the Company and her concurrent positions, and there are no other special interests.</p>
<p><u>Number of shares owned:</u></p> <p style="text-align: center;">-</p>	

### Proposal 3: Election of One (1) Substitute Director who is Audit & Supervisory Committee Member

To prepare for the event that the Company lacks the number of Directors who are Audit & Supervisory Committee members as required by laws and regulations, the Company proposes the election of one (1) Substitute Director who is Audit & Supervisory Committee Member.

The Audit & Supervisory Committee has previously given its consent to this proposal.

The candidate for Substitute Director who is an Audit & Supervisory Committee Member is as follows:

Name	Position in the Company (Significant concurrent positions)	Number of years as member of the Board	Attendance at meetings of the Board of Directors and the Audit & Supervisory Committee during the fiscal 2025
	None		
<div style="display: inline-block; vertical-align: middle;"><div style="background-color: #cccccc; padding: 2px; margin-bottom: 2px;">Outside</div><div style="background-color: #cccccc; padding: 2px;">Independent</div></div> <b>Masaki Maeda</b>	(Significant concurrent positions) President, Masaki Maeda Certified Public Accountant and Tax Accountant Office Outside Corporate Auditor, CHUO MALLEABLE IRON CO., LTD. Outside Director, DAISEKI Co., Ltd.	-	-


Note 1: There are no special interests between the candidate and the Company.

Note 2: Mr. Masaki Maeda is the substitute candidate for Outside Director.

Note 3: If the appointment of Mr. Masaki Maeda is approved, in accordance with Article 427, Paragraph 1 of the Companies Act, the Company plans to conclude an agreement with him to limit the liability for damages under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability for damages based on the contract is the minimum liability limit stipulated by laws and regulations.

Note 4: The Company has concluded a liability insurance contract with an insurance company for all directors. If Mr. Masaki Maeda is appointed as Director who is Audit & Supervisory Committee member, he will be included as insured person under the liability insurance contract. The outline of the agreement is as described on page 5 (Note 2) of this Notice.

Note 5: Mr. Masaki Maeda meets the requirements of an independent director based on the provisions of the listed stock exchange. If his appointment is approved, the Company plans to register him as an independent director.

<b>Outside Independent</b>	<u>Brief personal profile, position and responsibility in the Company, and significant concurrent positions:</u>
<u>Name:</u>  <b>Masaki Maeda</b>  	<p>Oct. 1997 Tohmatsu &amp; Co. (currently Deloitte Touche Tohmatsu LLC)</p> <p>Apr. 2001 Registered as a Certified Public Accountant</p> <p>Sep. 2007 Tohmatsu &amp; Co. (currently Deloitte Touche Tohmatsu LLC), Senior Manager, Nagoya Office, and Head of the China Desk, International Division</p> <p>Jul. 2016 President, Masaki Maeda Certified Public Accountant and Tax Accountant Office (current)</p> <p>Sep. 2016 Registered as a Certified Tax Accountant</p> <p>Jun. 2019 Outside Corporate Auditor, SUGA STEEL Co., LTD.</p> <p>Jun. 2023 Outside Corporate Auditor, CHUO MALLEABLE IRON CO., LTD. (current)</p> <p>May 2024 Outside Director, DAISEKI Co., Ltd. (Audit &amp; Supervisory Committee Member) (current)</p>
<u>Date of Birth:</u>  December 25, 1974	<u>Significant concurrent positions:</u> President, Masaki Maeda Certified Public Accountant and Tax Accountant Office Outside Corporate Auditor, CHUO MALLEABLE IRON CO., LTD. Outside Director, DAISEKI Co., Ltd.
<u>Number of shares owned:</u>  -	<u>Reasons for nomination as a candidate for Director (Outside Director) who is Audit &amp; Supervisory Committee member, and summary of expected roles:</u> Mr. Masaki Maeda has a wealth of experience and insight as Certified Public Accountant, particularly in M&A and overseas accounting and finance through his consulting work. The Company expects him to contribute to the Board's decision-making and its supervisory functions of the Company's Board of Directors from a standpoint independent of management. For this reason, while he has no direct experience in corporate management other than serving as an outside officer, the Company believes he is well-qualified to appropriately perform his duties as a candidate for Substitute Outside Director who is an Audit & Supervisory Committee member. <p><u>Reason for judging independence:</u>  There is no business relationship between the Company and his concurrent positions, and there are no other special interests.</p>

**Skills matrix of Board of Directors once Proposal 1 and 2 are approved.**

Capabilities and experience of the Company's directors:

	Management	Knowledge/Experience	Finance/Accounting	Sales/Marketing	Sustainability	Legal/Risk Management	HR/HR Development	Production/SCM/QC	IT/DX	M&A/Overseas
Yuichi Amari	●		●	●	●		●		●	●
Hiroki Shimizu			●		●	●	●		●	●
Tomohide Yamamoto		●		●	●			●		
Eiichi Gochou	●	●		●	●	●		●		
Hisashi Shirahata			●			●				●
Chiaki Oda						●	●			●
Tomoe Matsuda					●		●			

\* Marks indicate skills each director is expected to demonstrate in particular.

## Standards for Independence of Outside Directors

Based on the requirements of independent directors specified by financial instruments exchanges in Japan, such as the Tokyo Stock Exchange, the Company shall be deemed to be independent if it is determined that none of the following items apply:

1. Business executor <sup>\*1</sup> of the Company and/or its subsidiaries (hereinafter referred to as the "Group").
2. Major shareholders of the Group (persons or companies etc. who directly or indirectly hold 10% or more of the total voting rights) or those who execute their business.
3. Companies, etc. of which the Group directly or indirectly holds 10% or more of the total voting rights, or those who execute their business.
4. Major business partners <sup>\*2</sup> of the Group or its business executors.
5. Business partners <sup>\*3</sup> for whom the Group is principal or its business executors.
6. Accounting auditor of the Group or its employee who conduct audits of the Group.
7. Consultants, accounting experts, or legal experts who have obtained large amounts of money or other property <sup>\*4</sup> from the Group in addition to executive compensation (if the person obtaining the property is an organization such as a corporation or a union, etc., a person who belongs to the organization).
8. A person who has received a large amount of donations by money or other property <sup>\*4</sup> from the Group, or a business executor of a corporation or organization that has received a donation.
9. A business executor of a company or its parent company or subsidiary that accepts directors from the Group.
10. Those who have been subject to the above 2.-9. in last 3 years.
11. Those who are close relatives, etc. <sup>\*6</sup> of persons who apply the preceding 1 to 10 above (person in an important position <sup>\*5</sup>).

\*1 Business executor is a person who has belonged to the Group in the past 10 years as executive director, executive officer, or other employees.

\*2 The Group's major business partners are those who pay the Company at least 2% of the Company's annual consolidated sales in the most recent business year, Business partners who have financed the Company at least 2% of the Company's consolidated total assets at the end of the most recent business year.

\*3 Business partners for whom the Group is principal are those who have received from the Company, the payments of 10% or more of their annual consolidated sales in the most recent business year.

\*4 "Large amounts of money or other property" means an amount of 10 million yen or more per year, other than executive remuneration and other property benefits in the most recent business year. (If the person who has obtained the property is an organization such as a corporation, union, etc., it shall mean money or other property profits exceeding 2% of the total income in the most recent business year of the organization.) In the case of donations, this shall also mean the amount of 10 million yen or more and other property benefits.

\*5 A "person in an important position" means an employee who is in a position as director (excluding outside directors), executive officer, or other managerial position.

\*6 Close relatives etc. means spouses and relatives within the second degree of kinship.