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Securities code: 5902 June 5, 2025

To Shareholders with Voting Rights:

Kosuke Ikeda President and Representative Director Hokkan Holdings Limited 2-1-1 Nihonbashimuromachi, Chuo-ku, Tokyo, Japan

NOTICE OF

THE 100th ANNUAL SHAREHOLDERS' MEETING

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage. We hereby inform you that the 100th Annual Shareholders' Meeting of Hokkan Holdings Limited (the "Company") will be held as described below.

When convening this general shareholders' meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general shareholders' meeting, etc. (matters of an electronic provision measures) in electronic format, and posts this information on the Company's website and the TSE website. Please access the Company's website and the TSE website by using the internet address shown below to review the information.

Company website https://hokkanholdings.co.jp/ir/library/syosyu/ (in Japanese)

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter "Hokkan Holdings" in "Issue name (company name)" or the Company's securities code "5902" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "Notice of General Shareholders' Meeting /Informational Materials for a General Shareholders' Meeting.")

* If revisions to the matters of an electronic provision measures arise, a notification to that effect, and the corrected and pre-corrected versions of these matters will be posted on the Company's aforementioned website and the TSE website.

If you do not attend the meeting in person, you can exercise your voting rights via the internet, etc. or in writing. Please review the Reference Documents for the Shareholders' Meeting, and exercise your voting rights by 5:00 p.m. on Thursday, June 26, 2025, Japan Standard Time.

- **1. Date and Time:** Friday, June 27, 2025 at 10:00 a.m. Japan Standard Time
 - (Reception starts at 9:00 a.m.)
 - Fuji Room, 3F Main Building, Imperial Hotel
 - 1-1-1, Uchisaiwaicho, Chiyoda-ku, Tokyo, Japan

3. Meeting Agenda:

2. Place:

- Matters to be reported:1. The Business Report and Consolidated Financial Statements for the Company's 100th Fiscal Year (April 1, 2024 - March 31, 2025) 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 100th Fiscal Year (April 1, 2024 March 31, 2025)
- Proposals to be resolved:

Company Proposals (Proposals 1 to 4)

Proposal 1:Election of Nine (9) DirectorsProposal 2:Election of One (1) Audit & Supervisory Board MemberProposal 3:Election of One (1) Substitute Audit & Supervisory Board MemberProposal 4:Revision of Remuneration for DirectorsShareholder Proposals (Proposals 5 to 6)Proposal 5:Proposal 5:Partial Amendment to the Articles of Incorporation (Sale of Cross-Shareholdings)Proposal 6:Partial Amendment to the Articles of Incorporation (Review of Holding Purpose for Cross-Shareholdings and Disclosure of Results)

4. Decision Matters upon Convocation (Information on Exercise of Voting Rights)

- (1) If there is no indication of approval or disapproval of the proposal in the voting form when the voting right is exercised in writing, it will be treated as an indication of approval for company proposals and disapproval for shareholder proposals.
- (2) If voting rights are exercised multiple times via the internet, etc. the last exercise of voting rights will be treated as valid.
- (3) If voting rights are exercised both via the internet, etc. and in writing, the exercise of voting rights via the internet, etc. will be treated as valid regardless of the date and time of arrival.
- If you will attend the Annual General Shareholders' Meeting in person, please submit the voting form to the reception desk.
- Among the matters subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents delivered to shareholders who have made a request for delivery of such documents.

Note that, for this general meeting of shareholders, paper-based documents stating matters for which measures for providing information in electronic format are to be taken, excluding the below matters, will be delivered to all shareholders regardless of whether they have made a request for delivery of such documents.

- (1) Within the "Current situation of the company" in the business report, "Overview of Liability Limitation Agreements" and "Overview of Directors and Officers Liability Insurance" under "Status of Company Officers," "Status of Accounting Auditor," and "System to Ensure the Appropriateness of Business Operations and the Operational Status of the System"
- (2) "Consolidated Statement of Changes in Shareholders' Equity" and "Consolidated Notes" in the consolidated financial statements
- (3) Financial statements
- (4) Accounting Audit Report by the Accounting Auditor and Audit Report by the Audit & Supervisory Board

The Audit & Supervisory Board and the Accounting Auditor have audited the documents subject to audit, including the above

matters.

Reference Documents for the Shareholders' Meeting

Proposal 1: Election of Nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the Company proposes to elect nine (9) Directors. The candidates for Director are as follows.

For your reference, a skills matrix of Director candidates is provided on page 18, and a summary of criteria and procedures of the selection of candidates for Director and Audit & Supervisory Board Member are provided on page 20 and below.

	Name		Number of years in office	Committees to which they belong, if their election is approved. (indicates a chairperson.)				
No.		Current positions and responsibilities at the Company		Remuneration Review Committee	Officers Nomination Review Committee	Risk Management Committee	Compliance Committee	Sustainability Committee
1	Reappointment Kosuke Ikeda	President and Representative Director	16 years	Ø	0	Ø		O
2	Reappointment Yasuhiro Sato	Director and Senior Managing Executive Officer	6 years					0
3	<u>Reappointment</u> Hideaki Tada	Director and Senior Managing Executive Officer	4 years			0		0
4	Reappointment Takuya Takeda	Director and Managing Executive Officer General Affairs Dept. Human Resources Dept.	11 years	0	0		Ø	0
5	Reappointment Toshiaki Sunahiro	Director and Managing Executive Officer Accounting & Finance Dept. Management & Control Dept./Global Business Dept.	7 years			0		0
6	Reappointment Outside Independent Akiko Fujita	Outside Director	5 years	0	0			0
7	Reappointment Outside Independent Kazuhide Koda	Outside Director	4 years	0	0			

Outside Directors: 4 (44.4%); Male: 7 (77.8%); Female: 2 (22.2%)

No.	Name	Current positions and responsibilities at the Company	N7 1	Committees to which they belong, if their election is approved. (indicates a chairperson.)				
			Number of years in office	Remuneration Review Committee	Officers Nomination Review Committee	Risk Management Committee	Compliance Committee	Sustainability Committee
8	Reappointment Outside Independent Atsuko Watanabe	Outside Director	4 years	0	0			
9	Reappointment Outside Independent Takashi Furukawa	Outside Director	l year	0	0			

No.	Name Date of birth	Car	Number of shares of the Company held			
	Kosuke Ikeda (November 24, 1962) [Reappointment] [Attendance at the Board of Directors meetings] 100% (12/12)	President and Re	Joined Hokkai Can Co., Ltd. (currently, the Company) Executive Officer, Hokkai Can Co., Ltd. Director, the Company Executive Managing Director, the Company President and Representative Director, the Company (current position) urrent positions] epresentative Director, Hokkai Can Co., Ltd. epresentative Director, Nihon Canpack Co., Ltd. DKKAN DELTAPACK INDUSTRI	15,800		
1	 [Reason for nomination as candidate for Director] Mr. Kosuke Ikeda has engaged in various fields such as corporate strategies and overseas business of the Group. Serving as President and Representative Director of the Company since June 2018, he has abundant experience and ability to lead the Group. Accordingly, the Company nominated him once again as a candidate for Director. Notes: 1. The candidate Mr. Kosuke Ikeda does not have any special interests in the Company. 2. Mr. Kosuke Ikeda is the President and Representative Director of Hokkai Can Co., Ltd. and Nihon Canpack Co., Ltd. The Company has business transactions with these companies, such as money lending transactions, and payment of outsourcing fee and management fee. 3. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Kosuke Ikeda is appointed upon approval of his 					

No.	Name Date of birth	Ca	Number of shares of the Company held		
2	Yasuhiro Sato (February 9, 1964) [Reappointment] [Attendance at the Board of Directors meetings] 100% (12/12)	Executive Vice	Joined Hokkai Can Co., Ltd. (currently, the Company) Factory Manager at Chiyoda Factory, Hokkai Can Co., Ltd. Executive Officer, Hokkai Can Co., Ltd. Director and Executive Officer, Hokkai Can Co., Ltd. Director and Managing Executive Officer, Hokkai Can Co., Ltd. Director and Senior Executive Officer, Hokkai Can Co., Ltd. Director and Managing Executive Officer, the Company Executive Vice President, Hokkai Can Co., Ltd. (current position) Director and Senior Managing Executive Officer, the Company (current position) neurrent positions] President, Hokkai Can Co., Ltd.	6,600	
	 [Reason for nomination as candidate for Director] Mr. Yasuhiro Sato is engaged in management as a Director of the Company, Hokkai Can Co., Ltd., a main business company of the Group, and as the President and Representative Director of OS Machinery Corp. He also has abundant experience and track record in the container business and is therefore a person necessary for enhancing the Group's corporate value. Accordingly, the Company nominated him once again as a candidate for Director. Notes: 1. The candidate Mr. Yasuhiro Sato does not have any special interests in the Company. 2. Mr. Yasuhiro Sato is the President and Representative Director of OS Machinery Corp. The Company has business transactions with this company, such as money lending transactions and management fee. 3. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Yasuhiro Sato is appointed upon approval of his election, he will be covered by the insurance contract. 				

No.	Name Date of birth	Ca	Number of shares of the Company held					
		April 1980	Joined Nihon Canpack Co., Ltd.					
		June 2008	Executive Officer, Nihon Canpack Co., Ltd.					
		June 2009	Director and Executive Officer, Nihon Canpack Co., Ltd.					
	Hideaki Tada (March 18, 1962)	June 2014	Director and Managing Executive Officer, Nihon Canpack Co., Ltd.					
		April 2019	Director and Senior Executive Officer, Nihon					
	[Reappointment]	June 2021	Canpack Co., Ltd. Director and Managing Executive Officer, the Company	3,200				
	[Attendance at the Board of Directors meetings] 100% (12/12)	April 2024	Executive Vice President, Nihon Canpack Co., Ltd. (current position)					
		April 2024	Director and Senior Managing Executive Officer, the Company (current position)					
		[Significant cor						
3		Executive Vice						
		Director, OS M	achinery Corp.					
	[Reason for nomination as candidate for Director]							
		Mr. Hideaki Tada is engaged in management as a Director of the Company, and a Director of Nihon Canpack						
	Co., Ltd. and OS Machinery Corp., which are main business companies of the Group. He also has abundant							
	experience and track record in the contract filling business and is therefore a person necessary for the Group's							
	future business expansion. Accordingly, the Company nominated him once again as a candidate for Director.							
			da does not have any special interests in the Company.					
	2. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract							
	provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The							
	contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and							
	-	compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Hideaki Tada is appointed upon approval of his						
		•		5 vui 01 1115				
L		election, he will be covered by the insurance contract.						

No.	Name Date of birth	Ca	Number of shares of the Company held		
	Takuya Takeda (September 30, 1964) [Reappointment] [Attendance at the Board of Directors meetings] 100% (12/12)		-	4,500	
4			enior Executive Officer, Nihon Canpack Co., Ltd.		
	 [Reason for nomination as candidate for Director] Mr. Takuya Takeda is engaged in management as a Director of the Company and of Hokkai Can Co., Ltd. and Nihon Canpack Co., Ltd., which are main business companies of the Group. He also has abundant experience, track record and insight that he accumulated in general affairs and human resources divisions, etc. Accordingly, the Company nominated him once again as a candidate for Director. Notes: 1. The candidate Mr. Takuya Takeda does not have any special interests in the Company. 2. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Takuya Takeda is appointed upon approval of his election, he will be covered by the insurance contract. 				

No.	Name Date of birth	Ca	Number of shares of the Company held			
5	Toshiaki Sunahiro (October 1, 1964) [Reappointment] [Attendance at the Board of Directors meetings] 100% (12/12)	[Significant con Director and Se Director and Se Commissioner,	Joined Hokkai Can Co., Ltd. (currently, the Company) Executive Officer, the Company Executive Officer, Nihon Canpack Co., Ltd. Director and Executive Officer, Nihon Canpack Co., Ltd. Director, the Company Director and Executive Officer, the Company Director and Managing Executive Officer, the Company (current position) Management & Control Dept./Global Business Dept. ncurrent positions] enior Executive Officer, Hokkai Can Co., Ltd. enior Executive Officer, Nihon Canpack Co., Ltd. PT. HOKKAN DELTAPACK INDUSTRI	3,100		
	 [Reason for nomination as candidate for Director] Mr. Toshiaki Sunahiro is engaged in management as a Director of the Company and of Hokkai Can Co., Ltd. and Nihon Canpack Co., Ltd., which are main business companies of the Group, and as a Commissioner of PT. HOKKAN DELTAPACK INDUSTRI. He also has abundant experience, track record and insight through serving in managerial positions at accounting and finance divisions, etc. Accordingly, the Company nominated him once again as a candidate for Director. Notes: 1. The candidate Mr. Toshiaki Sunahiro does not have any special interests in the Company. 2. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Toshiaki Sunahiro is appointed upon approval of his election, he will be covered by the insurance contract. 					

No.	Name Date of birth	Ca	areer summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held		
6	Akiko Fujita (December 12, 1962) [Reappointment] [Outside] [Independent] [Years in office as Outside Director] 5 years (at the conclusion of this Meeting) [Attendance at the Board of Directors meetings] 100% (12/12)	Dean, Faculty of	Associate professor, Faculty of Economics, Saga University Professor, Department of Business Administration, Faculty of Economics, Meiji Gakuin University Professor, Department of International Business, Faculty of Economics, Meiji Gakuin University (to present) Outside Director, the Company (current position) Dean, Faculty of Economics, Meiji Gakuin University (to present) neurrent positions] of Economics, and Professor, Department of usiness, Faculty of Economics, Meiji Gakuin			
	Outside Director and overview of expected roles to be a nic experience and expertise in the field of accountin dpoint particularly regarding corporate accounting. A ulated in each item under "3. Selection criteria for Ou and Removal of Officers," and therefore the Compa volved in corporate management in the past other that e can appropriately execute the duties as an Outside D	g, and provides accordingly, utside ny requests her an as an outside				
	 the above reasons. Notes: 1. The candidate Ms. Akiko Fujita does not have any special interests in the Company. 2. Ms. Akiko Fujita is a candidate for Outside Director. If she is reappointed, she will continue serving as an independent officer as stipulated by the Tokyo Stock Exchange and Sapporo Securities Exchange. 3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into a contract with Ms. Akiko Fujita to limit the liability for damages stipulated in Article 423, paragraph (1) of the said Act to the minimum liability amounts provided for by Article 425, paragraph (1) of the said Act. If she is reappointed, the Company will continue the same contract with her. 4. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Ms. Akiko Fujita is appointed upon approval of her election, she will be covered by the insurance contract. 					

No.	Name Date of birth	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held			
	Kazuhide Koda (October 20, 1962) [Reappointment] [Outside] [Independent]	March 1993Admitted as a certified public accountantJuly 2013Senior Partner, Ernst & Young ShinNihon LLC.July 2015General Manager, Okinawa Office, Ernst & Young ShinNihon LLC. (until June 2021)July 2021Outside Director, the Company (current position)[Significant concurrent positions]				
	[Years in office as Outside Director] 4 years (at the conclusion of this Meeting)	_	-			
7	[Attendance at the Board of Directors meetings] 100% (12/12)					
	[Reason for nomination as candidate for Outside Director and overview of expected roles to be fulfilled] Mr. Kazuhide Koda is qualified as a certified public accountant. He has abundant experience and expertise regarding accounting and provides useful advice from a professional standpoint particularly regarding corporate accounting. Accordingly, he is expected to fulfill the roles stipulated in each item under "3. Selection criteria for Outside Directors" in the "Policy for Selection and Removal of Officers," and therefore the Company requests his election. Although he has not been involved in corporate management in the past other than as an outside officer, the Company believes that he can appropriately execute the duties as an Outside Director due to the above reasons.					
	 Notes: 1. The candidate Mr. Kazuhide Koda does not have any special interests in the Company. 2. Mr. Kazuhide Koda is a candidate for Outside Director. If he is reappointed, he will continue serving as an independent officer as stipulated by the Tokyo Stock Exchange and Sapporo Securities 					
	 Exchange. 3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into a contract with Mr. Kazuhide Koda to limit the liability for damages stipulated in Article 423, paragraph (1) of the said Act to the minimum liability amounts provided for by Article 425, paragraph (1) of the said Act. If he is reappointed, the Company will continue the same contract with him. 					
	 4. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Kazuhide Koda is appointed upon approval of his election, he will be covered by the insurance contract. 					

No.	Name Date of birth	Car	reer summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held		
	Atsuko Watanabe (February 3, 1964) [Reappointment]	April 1996 August 2010 July 2014	Registered as an attorney-at-law Joined Nagaishi Law Office Opened Atsuko Watanabe Law office Watanabe Law Offices (office name changed) (to			
	[Outside] [Independent]	June 2021 June 2023	present) Outside Director, the Company (current position) Outside Director, Mitsubishi Paper Mills Limited			
	[Years in office as Outside Director] 4 years (at the		(current position) current positions] Watanabe Law Offices	-		
0	conclusion of this Meeting)	-	r, Mitsubishi Paper Mills Limited			
8	[Attendance at the Board of Directors meetings] 92% (11/12)					
	[Reason for nomination as candidate for Outside Director and overview of expected roles to be fulfilled] Ms. Atsuko Watanabe is qualified as a lawyer. She has abundant experience and expertise regarding affairs and provides useful advice from a professional standpoint particularly regarding compliance a corporate legal affairs. Accordingly, she is expected to fulfill the roles stipulated in each item under Selection criteria for Outside Directors" in the "Policy for Selection and Removal of Officers," and therefore the Company requests her election. Although she has not been involved in corporate management in the past other than as an outside officer, the Company believes that she can appropria execute the duties as an Outside Director due to the above reasons.					
	 Notes: 1. The candidate Ms. Atsuko Watanabe does not have any special interests in the Company. 2. Ms. Atsuko Watanabe is a candidate for Outside Director. If she is reappointed, she will continue serving as an independent officer as stipulated by the Tokyo Stock Exchange and Sapporo Securities 					
	 Exchange. 3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has entered into a contract with Ms. Atsuko Watanabe to limit the liability for damages stipulated in Article 423, paragraph (1) of the said Act to the minimum liability amounts provided for by Article 425, paragraph (1) of the said Act. If she is reappointed, the Company will continue the same contract with her. 					
	4. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Ms. Atsuko Watanabe is appointed upon approval of her election, she will be covered by the insurance contract.					

No.	Name Date of birth	Care	Number of shares of the Company held				
	Takashi Furukawa	April 1995	Joined the Bank of Japan	Company neta			
	(June 6, 1971)	July 2000	Joined Boston Consulting Group				
		October 2002	CEO and Chairman, Ultima Partners				
	[Reappointment]	June 2005	Member of the Board and CFO, Transcu				
	[Outside]	August 2007	Technologies Co., Ltd. Director, Industrial Growth Platform, Inc.				
	[Independent]	August 2007 August 2015	Corporate Officer, SanBio Co., Ltd.				
	Waans in office of	November 2017	CEO and Chairman, Innophys Co., Ltd.				
	[Years in office as Outside Director]	August 2021	SBIR Executive Program Manager, Cabinet Office,	-			
	1 year (at the conclusion	1149450 2021	Government of Japan (current position)				
	of this Meeting)	October 2021	Managing Partner, UTokyo Innovation Platform				
9	[A 44 - 1 - 1 - 1 4 4]	June 2024	Co., Ltd. (current position)				
	[Attendance at the Board of Directors		Outside Director, the Company (current position)				
	meetings]	[Significant concu					
	100% (10/10)	Managing Partner	, UTokyo Innovation Platform Co., Ltd.				
	[Reason for nomination	as candidate for O	utside Director and overview of expected roles to be	fulfilled]			
	Mr. Takashi Furukawa	has management	experience in multiple companies, is working as a	capitalist on			
	•		p companies, and to create innovation. He has abu				
			nent and provides useful advice for corporate gove				
	-	-	gly, he is expected to fulfill the roles stipulated in e				
			ors" in the "Policy for Selection and Removal of O	fficers," and			
	therefore the Company	-					
			kawa does not have any special interests in the Comp	•			
			idate for Outside Director. If he is reappointed, he wil				
	serving as an Exchange.	independent office	r as stipulated by the Tokyo Stock Exchange and Sap	poro Securities			
	•	rticle 127 paragray	ph (1) of the Companies Act, the Company has entere	d into a contract			
			mit the liability for damages stipulated in Article 423				
	 the said Act to the minimum liability amounts provided for by Article 425, paragraph (1) of the said Act. If he is reappointed, the Company will continue the same contract with him. 4. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The 						
			wed in July 2025. This insurance contract covers litigation				
			borne by the insured persons, which may result from				
	liable for the	performance of the	eir duties. If Mr. Takashi Furukawa is appointed upon	approval of his			
	election, he w	vill be covered by t	he insurance contract.				

Proposal 2: Election of One (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Motoki Watanabe will expire at the conclusion of this Annual Shareholders' Meeting. Accordingly, the Company proposes to elect one (1) Audit & Supervisory Board Member.

The Audit & Supervisory Board has given its consent to this Proposal.

The candidate for Audit & Supervisory Board Member is as follows.

Name Date of birth		Number of shares of the Company held			
Motoki Watanabe (February 28, 1967) [Reappointment]	C	Joined The Norinchukin Bank General Manager of Nagasaki Branch of The Norinchukin Bank General Manager of Compliance Division of The Norinchukin Bank General Manager of Legal Affairs and Compliance Division of The Norinchukin Bank Audit & Supervisory Board Member, the Company (current position) neurrent positions visory Board Member, Hokkai Can Co., Ltd.	800		
 [Reason for nomination as candidate for Audit & Supervisory Board Member] Mr. Motoki Watanabe has extensive experience working at financial institutions and possesses experience in compliance and internal audit. Accordingly, the Company nominated him once again as a candidate for Audit & Supervisory Board Member. Notes: 1. The candidate Mr. Motoki Watanabe does not have any special interests in the Company. 2. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Mr. Motoki Watanabe is appointed upon approval of his election, he will be covered by the insurance contract. 					

Proposal 3: Election of One (1) Substitute Audit & Supervisory Board Member

To prepare for a contingency in which the Company does not have the number of Audit & Supervisory Board Members required by laws and regulations, the Company proposes to elect one (1) Substitute Audit & Supervisory Board Member.

The Audit & Supervisory Board has given its consent to this Proposal.

The candidate for Substitute Audit & Supervisory Board Member is as follows.

Name Date of birth		Number of shares of the Company held	
	April 1992	Joined Morgan Stanley Japan Limited (currently, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.)	
	April 2000	Registered as an attorney-at-law	
		Joined Nagashima Ohno & Tsunematsu	
	July 2010	Established Tokyo J Law Office (to the present)	
Eriko Matsuno (January 10, 1969)	October 2015	Outside Auditor, WealthNavi Inc.	
	June 2020	Outside Director, H.U. Group Holdings, Inc.	
[Outside]	March 2022	Outside Director, Audit & Supervisory Committee	-
[Independent]		Member, WealthNavi Inc.	
[maependent]	May 2023	Outside Director, TOKYO KOKI CO. LTD. (current	
		position)	
	[Significant con		
	Representative 1		
	Outside Director		

[Reason for nomination as candidate for Substitute Outside Audit & Supervisory Board Member] Ms. Eriko Matsuno is qualified as a lawyer and has insight into legal affairs, so the Company expects to receive useful advice from her and proposes her election. Although she has not been involved in corporate management in the past other than as an outside officer, the Company believes that she can appropriately execute duties as an Outside Audit & Supervisory Board Member.

Notes: 1. The candidate Ms. Eriko Matsuno does not have any special interests in the Company.

- 2. Ms. Eriko Matsuno is a candidate for Substitute Outside Audit & Supervisory Board Member. If she is appointed as Outside Audit & Supervisory Board Member, she will serve as an independent officer as stipulated by the Tokyo Stock Exchange and Sapporo Securities Exchange.
- 3. If Ms. Eriko Matsuno is appointed as Outside Audit & Supervisory Board Member, the Company will, pursuant to Article 427, paragraph (1) of the Companies Act, enter into a contract with her to limit the liability for damages stipulated in Article 423, paragraph (1) of the said Act to the minimum liability amounts provided for by Article 425, paragraph (1) of the said Act.
- 4. The Company has entered into a directors and officers liability insurance (D&O Insurance) contract provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company. The contract is scheduled to be renewed in July 2025. This insurance contract covers litigation costs and compensation for damages to be borne by the insured persons, which may result from them being liable for the performance of their duties. If Ms. Eriko Matsuno is appointed as Audit & Supervisory Board Member, she will be covered by the insurance contract.

Proposal 4: Revision of Remuneration for Directors

At the 94th Annual Shareholders' Meeting held on June 27, 2019, it was approved that the total annual remuneration for the Company's Directors shall not exceed \$300 million (of which up to \$30 million is for Outside Directors; this amount does not include salaries for Directors who also serve as employees), which remains in effect. The number of Directors as of the conclusion of the said Annual Shareholders' Meeting was eight (8), including two (2) Outside Directors.

Separately, it was also approved to provide share-based compensation to Directors (excluding Outside Directors), as stipulated in "2. Types of Remuneration (2) Share-based Remuneration" under the Policy for Determining Officers' Remuneration.

The Company is increasing the number of Outside Directors based on the view that their independent role is becoming increasingly important in strengthening and ensuring the effectiveness of corporate governance, as well as in bringing about the Company's medium- to long-term growth. As a result, both at present and after Proposal 1 is approved as originally proposed, the number of Directors will be nine (9), including four (4) Outside Directors.

In addition to the increase in the number of Outside Directors, the number of matters to be entrusted to them is also expected to grow going forward. Furthermore, in order to secure diverse personnel who possess the knowledge and experience necessary to support sound management and contribute to the Company's medium- to long-term growth, it is necessary to provide appropriate remuneration in light of economic conditions and other relevant factors. Accordingly, the Company proposes to increase the remuneration for Outside Directors and revise the total annual remuneration for Directors to no more than \$350 million (of which up to \$80 million is for Outside Directors; this amount does not include salaries for Directors who also serve as employees).

This Proposal has been determined by the Board of Directors after deliberation by the Remuneration Review Committee, of which a majority of the members are Outside Directors who are independent from the Company, and the Company deems it to be appropriate.

In addition, the Company's policy for determining the details of remuneration, etc. for individual Directors are provided on page 40 and below of the business report (in Japanese only).

(Reference) Skills matrix of Director candidates

In order for the Board of Directors of the Company to appropriately fulfill its roles and responsibilities, the Company expects each Director to demonstrate the following knowledge and abilities (skills). The Company judged that the Board of Directors of the Company is equipped with necessary skills as a whole. Skills that the Company particularly expects each Director to demonstrate are determined by the Board of Directors with reference to the career summary of each Director (Our criteria require Internal Directors to possess work experience of serving in the position of General Manager or higher for a certain period of time).

		Occupation	Skills (Those marked in gray are the skills the Company particularly expects Outside Directors to possess)							
N 0	Name		Corporate management		Management planning, M&A	Global business	Group business	Finance &	Legal affairs, risk management	Human
1	Kosuke Ikeda	President and Representative Director	•		●	•	•			
2	Yasuhiro Sato	Director and Senior Managing Executive Officer		•			•			
3	Hideaki Tada	Director and Senior Managing Executive Officer					•			
4	Takuya Takeda	Director and Managing Executive Officer General Affairs Dept. Human Resources Dept.							•	•
5	Toshiaki Sunahiro	Director and Managing Executive Officer Finance Dept. Management & Control Dept./Global Business Dept.			•			•		
6	Akiko Fujita	Outside Director (University professor)						•		
7	Kazuhide Koda	Outside Director (Certified public accountant)						•		
8	Atsuko Watanabe	Outside Director (Lawyer)								
9	Takashi Furukawa	Outside Director (Capitalist)	•		•					

The Company defines the skills that shall be possessed by the Board of Directors of the Company as follows.

Skills	Definitions
Corporate management	Skills to make managerial decisions from a broad perspective and to execute business management toward the enhancement of the Group's corporate value over a medium to long term, based on experience of corporate management in the position of president or posts with responsibilities equivalent thereto, and with deep insight into and experience in corporate governance, management strategies and management planning, etc.
Sustainability	Skills to promote sustainability management from the perspective of enhancing corporate value over a medium to long term based on issues of material importance for the Group.
Management planning, M&A	Skills to formulate and implement management strategies and management plans, inclusive of new business development and M&A, toward further development of the Group's businesses.
Global business	Skills to execute business operation toward further development, based on deep knowledge and experience in the Group's overseas operation and global business as a whole.
Group business	Skills to execute business operation toward further development, based on deep knowledge and experience in technical development, production and sales, etc. concerning the Group's three mainstay businesses (container, filling and overseas)
Finance & accounting, tax affairs	Skills to execute business management toward the enhancement of the Group's corporate value over a medium to long term based on deep knowledge and experience regarding finance, accounting and tax affairs, which are fundamental to management strategies and business management.
Legal affairs, risk management and compliance	Skills to execute business management toward the enhancement of the Group's corporate value over a medium to long term based on deep knowledge and experience regarding legal affairs, risk management and compliance, which are fundamental to management strategies and corporate governance.
Human resource development	Skills to promote human resource strategies such as retention of a diverse workforce and supporting their growth from the perspective of enhancing the Group's corporate value over a medium to long term.

(Reference) Summary of criteria and procedures of the selection of candidates for Director and Audit & Supervisory Board Member

The Board of Directors of the Company has resolved and operates the "Policy for Selection and Removal of Officers" as criteria and procedures of the selection of candidates for Director and Audit & Supervisory Board Member.

https://hokkanholdings.co.jp/en/wp-content/themes/hokkan_hd_eng/pdf/english/governance1.pdf An overview is as follows:

[Scale and Composition of the Board of Directors and Audit & Supervisory Board]

Taking into consideration the business characteristics of each Group company and the role of the Company as a holding company, and the necessity to expedite decision-making and being able to delegate authority, the Board of Directors is composed of an appropriate number of members of ten (10) or less as stipulated in the Articles of Incorporation.

Taking into account the knowledge and abilities required for the Company to promote sound management as well as the proportion of Outside Directors and female Directors on the Board of Directors and other diversity of the Board of Directors, at least one-third of the number of Directors of the Board of Directors is composed of independent Outside Directors from the Company.

Taking into consideration the abundant experience and knowledge required to carry out audits of the Company and the Group, as well as to get a good balance of knowledge of finance, accounting, and legal affairs, the Audit & Supervisory Board is composed of an appropriate number of members of five (5) or less as stipulated in the Articles of Incorporation.

[Selection criteria for Directors and Audit & Supervisory Board Members]

The Company requires its Directors and Audit & Supervisory Board Members to have outstanding personality, knowledge, ability, and rich experience; to have high ethical standards; to be persons who proactively act toward the sustainable growth of the Group and the enhancement of corporate value in the medium and long term while adhering to the Code of Conduct established by the Board of Directors; to be concurrently appointed with no more than four (4) other listed company executive positions; and to attend Board of Directors meetings at a rate of roughly 85% or more, as a guideline for the proper performance of their role and responsibilities, and uses these criteria for candidate selection.

[Selection criteria for Outside Directors]

The Company has established the following criteria regarding the roles and responsibilities expected of Outside Directors, and selects those who meet these criteria as candidates for Outside Directors.

(1) Promote sustainable growth of the Company based on their own knowledge of management policies and management improvement, and give advice from the perspective of improving corporate value in the medium and long term

- (2) Provide management supervision through key decisions of the Board of Directors
- (3) Supervise conflicts of interest between the Company and the Group's management and major shareholders
- (4) Ensure that the opinions of each stakeholder are appropriately reflected in the Board of Directors in an independent position from the Group's management and major shareholders

[Overview of independence criteria]

The Company has established the criteria for judging the independence of its officers based on laws and regulations and the independence criteria established by the Listed Stock Exchange. An outline is as follows.

Independent officers shall not fall under any of the following items:

- (1) A person who is an Executive Officer, Audit & Supervisory Board Member (excluding Outside Audit & Supervisory Board Members) of the Group or a person who has been an Executive Officer or Audit & Supervisory Board Member (excluding Outside Audit & Supervisory Board Members) of the Group in the past ten (10) years
- (2) A person for whom the Group is a main business partner or an Executive Officer thereof
- (3) A main business partner of the Group or an Executive Officer thereof
- (4) Consultants, certified public accountants or legal professionals who have obtained substantial amounts of money or other property other than executive remuneration from the Group (in the case where the person who has obtained such property is a corporation, union, or other organization, a person who belongs to such organization)
- (5) A person or an Executive Officer of a corporation, union, or other organization who receives a large amount of donations or grants from the Group.
- (6) A major shareholder of the Company or an Executive Officer thereof
- (7) Any person who has fallen under any of (2) to (6) within the past three (3) years
- (8) Relatives within the second degree of kinship of the following persons (with regard to employees, limited to those with the position of General Manager or above):
 - (i) An Executive Officer or Audit & Supervisory Board Member of the Group, or a person who has been an Executive Officer or Audit & Supervisory Board Member of the Group within the past three (3) years
 - (ii) Any person who falls under any of the above (2) to (7)

[Selection procedures of candidates for officers]

The Company has established the following selection procedures of candidates for officers:

- (1) In selecting candidates for the Board of Directors, based on these criteria, the Code of Conduct established by the Board of Directors and the internal rules of the Officers Nomination Review Committee, the Officers Nomination Review Committee shall prepare a personnel plan and submit it to the Board of Directors after obtaining the consent of the Audit & Supervisory Board.
- (2) The Board of Directors shall respect the personnel plan submitted by the Officer Nomination

Review Committee, deliberate on it, and make decisions

(Shareholder proposals)

Proposals 5 and 6 have been submitted by shareholders.

The summary and content of the shareholder proposals are presented as originally submitted, including any typographical errors or factual inaccuracies.

Proposal 5: Partial Amendment to the Articles of Incorporation (Sale of Cross-Shareholdings)

(1) Summary of the Proposal

The shareholders propose to establish the following new chapter and article in its Articles of Incorporation. If the approval of other proposals at this Annual Shareholders' Meeting (including company proposals) necessitates formal adjustments to the chapter and article stated in this proposal, such as corrections to article numbers, such provisions shall be deemed to refer to the revised versions after the necessary adjustments.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendment
(Newly established)	Chapter VII
	Cross-Shareholdings
	(Sale of Cross-Shareholdings)
	Article 40
	The Company shall sell all cross-shareholdings it holds by June
	<u>30, 2026.</u>

(2) Reasons for proposal

The "Summary of Discussions of the Follow-up Council," published by the Tokyo Stock Exchange in January 2023, calls for companies to formulate and disclose plans aimed at promoting management that is conscious of capital costs and stock prices. In response, many listed companies have disclosed their policies for reviewing and reducing cross-shareholdings. Meanwhile, the total value of the Company's cross-shareholdings has in fact increased over the past five years, indicating a lack of progress in reducing such holdings.

Accordingly, to ensure the prompt reduction of the Company's cross-shareholdings, this proposal seeks to amend the Articles of Incorporation to include a provision requiring the Company to sell all such holdings within one year from the conclusion of this Annual Shareholders' Meeting.

The Board of Directors opposes this shareholder proposal.

As stated in "Matters Related to Cross-Shareholdings" on page 27, the Company has established a policy on cross-shareholdings through a resolution of the Board of Directors and conducts regular reviews of the rationale for holding each individual stock. Based on the results of these reviews, the Company determines whether to retain or dispose of each cross-shareholding.

In contrast, the proposed amendment to the Articles of Incorporation under this shareholder proposal would obligate the Company to sell all cross-shareholdings within a one-year period. If adopted, this provision would limit the discretion of the Board of Directors in determining the Company's policy on cross-shareholdings, the methods for assessing the rationale for such holdings, and the approach to retaining or disposing of individual stocks.

This not only contradicts the Company's policy, but also lacks rationality in that it fails to consider the validity of holding cross-shareholdings based on advanced management judgment, such as the Company's relationships with business partners and potential business impacts, necessary for enhancing medium- to long-term corporate value. As such, it could ultimately impair shareholder interests.

The matters raised in this shareholder proposal should not be uniformly prescribed in the Articles of Incorporation, but rather should be determined individually and specifically by the Board of Directors as matters related to the execution of business operations. For this reason, the Company believes that it would be inappropriate to include such provisions in the Articles of Incorporation.

For the reasons stated above, the Board of Directors opposes this shareholder proposal.

Proposal 6: Partial Amendment to the Articles of Incorporation (Review of Holding Purpose for Cross-Shareholdings and Disclosure of Results)

(1) Summary of the Proposal

The shareholders propose to establish the following new chapter and article in its Articles of Incorporation. If the approval of other proposals at this Annual Shareholders' Meeting (including company proposals) necessitates formal adjustments to the chapter and article stated in this proposal, such as corrections to article numbers, such provisions shall be deemed to refer to the revised versions after the necessary adjustments.

Current Articles of Incorporation	Proposed Amendment		
(Newly established)	Chapter VII		
	Cross-Shareholdings		
	(Review of Holding Purpose for Cross-Shareholdings and		
	Disclosure of Results)		
	Article 41		
	1 The Company shall, through its Board of Directors,		
	carefully examine the appropriateness of the purpose for		
	acquiring or holding cross-shareholdings, as well as the		
	associated benefits and risks relative to capital cost, and		
	assess whether such holdings are justified.		
	2 The results of the assessment described in the preceding		
	paragraph and the purposes of such holdings shall be		
	disclosed in the Corporate Governance Report submitted		
	by the Company to the Tokyo Stock Exchange.		

(2) Reasons for proposal

Under the "Corporate Governance Code [Principle 1.4: Cross-Shareholdings]" published by the Tokyo Stock Exchange, listed companies that hold cross-shareholdings are required to examine and disclose the appropriateness of the holding purpose and whether the associated benefits and risks are commensurate with capital cost.

Cross-shareholdings not only impair capital efficiency but also have the potential to serve as a tool for maintaining stable shareholders or arbitrarily realizing gains. Furthermore, if the Company continues to hold shares as a major shareholder of a business partner, it may give rise to conflicts of interest that harm the interests of minority shareholders of the partner company and pose mutual governance concerns.

This proposal calls for the Board of Directors to assess the appropriateness of the purposes of cross-shareholdings from the perspective of corporate governance for both the Company and the investee companies and to examine whether the associated benefits and risks are commensurate with capital cost, with the results to be disclosed in the Corporate Governance Report.

The Board of Directors opposes this shareholder proposal.

As stated in "Matters Related to Cross-shareholdings" on page 27, when the Company receives a request for shareholding from a business partner, it limits such holdings to companies with which it expects to maintain ongoing business relationships or to companies with which it should strengthen ties from a strategic perspective. The Company carefully examines the validity of each case, such as whether the benefits and risks are commensurate with the capital cost, before deciding whether to hold the shares. The Board of Directors also conducts annual reviews of the rationale for each individual holding, and if continued holding is deemed unjustified, the Company undertakes appropriate actions such as sequentially selling the shares.

Details of these policies and the results of such examination are disclosed in the Company's Corporate Governance Report under "Disclosure Based on the Principles of the Corporate Governance Code," specifically in the section on "Principle 1.4: Cross-Shareholdings." Similar information is also disclosed in the Securities Report, and both documents are available on the Company's website. While the results of the Board of Directors' assessments are not disclosed for each individual stock, this is based on the judgment that such disclosure would be inappropriate given the Company Group's relationships with business partners and potential impacts on its business operations.

As stated above, the Company currently discloses that it verifies the rationale for holding crossshareholdings in annual reviews by the Board of Directors. The results of the verification are disclosed in the Corporate Governance Report and the Annual Securities Report (both are in Japanese only), which are posted on the Company's website for viewing. In addition, we will continue these efforts going forward, while striving to make improvements in light of the market views concerning cross-shareholdings.

In contrast, if the amendment to the Articles of Incorporation proposed in this shareholder proposal were adopted, it would limit the discretion of the Board of Directors in determining the methods and content of both the assessment of cross-shareholding purposes and the disclosure of the results.

The matters raised in this shareholder proposal should not be uniformly prescribed in the Articles of Incorporation, but rather should be determined individually and specifically by the Board of Directors as matters related to the execution of business operations. For this reason, the Company believes that it would be inappropriate to include such provisions in the Articles of Incorporation.

For the reasons stated above, the Board of Directors opposes this shareholder proposal.

(Reference) Matters Related to Cross-shareholdings

1. Policy on Cross-Shareholdings

When the Company receives a request for shareholding from a business partner, it limits such holdings to companies with which it expects to maintain ongoing business relationships or to companies with which it should strengthen ties from a strategic perspective. The Company carefully examines the validity of each case, such as whether the benefits and risks are commensurate with the investment amount, before deciding whether to hold the shares. The Board of Directors also conducts annual reviews of the rationale for each individual holding, and if continued holding is deemed unjustified, the Company undertakes appropriate actions such as sequentially selling the shares.

In addition, in November 2024, the Company announced a policy targeting a reduction of the ratio of cross-shareholdings to consolidated net assets to approximately 10% by the end of March 2027. In line with this policy, four (4) stocks were sold during the fiscal year ending March 2025, generating total proceeds of \$859 million and a gain on sale of \$312 million. The Company will continue its efforts to achieve this target by the end of March 2027.

Classification		97th Fiscal Year (Ended March 31, 2022)	98th Fiscal Year (Ended March 31, 2023)	99th Fiscal Year (Ended March 31, 2024)	100th Fiscal Year (Fiscal Year Under Review) (Ended March 31, 2025)
Number of	Unlisted	10	9	9	9
Cross-	Others	19	19	18	14
Shareholdings Held	Total	29	28	27	23
Amount	Unlisted	184	177	169	212
Recorded on	Others	10,061	8,761	11,232	9,978
the Balance Sheet (¥ million)	Total	10,245	8,938	11,402	10,190
Percentage of Consolidated Net Assets		18.0%	12.0%	18.7%	16.4%

2. Status of Cross-Shareholdings

Notes:

1. The Company treats investment securities held for purposes other than pure investment (including deemed shareholdings) as cross-shareholdings in its Securities Report and discloses the transition in the status of these holdings.

2. "Unlisted" refers to unlisted stocks, while "Others" refers to stocks other than unlisted stocks.

3. The Company does not hold any deemed shareholdings.

4. Amounts recorded on the balance sheet are truncated below one million yen, and percentages of consolidated net assets are rounded to the nearest first decimal place.

3. Details of the Review of Cross-Shareholdings

Each year, the Board of Directors reviews the rationale for holding cross-shareholdings based on the following two (2) criteria:

- (i) Comparison of each company's ROE and its cost of shareholders' equity
- (ii) Comparison of the expected return on the held shares with dividends and revenue related to the business partner

(Expected return: Amount calculated by multiplying the market value of the held shares by the

Company's ROA*)

*ROA is based on the greater of the most recent fiscal year value or the five-year average.

For FY2024, the review was conducted at the Board of Directors meeting held in March 2025. As a result, one (1) stock was deemed to lack sufficient rationale for continued holding, and the Company decided to sell it during FY2025 after completing the necessary procedures. The other held stocks are shares of important business partners for the Company and the Group, and the associated benefits and risks are deemed commensurate with the investment amounts. However, in line with the above-mentioned policy, the Company will continue to consider further reductions.