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Securities Code: 7596

June 12, 2026

To our shareholders:

Takahide Kurokawa,
Representative Director and President
UORIKI CO., LTD.
8-3, Akebonocho 2-chome, Tachikawa-shi, Tokyo

Notice of the 42nd Annual General Meeting of Shareholders

Notice is hereby given that the 42nd Annual General Meeting of Shareholders of UORIKI CO., LTD. (the “Company”) will be held as follows.

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of the 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, and posts this information on the websites indicated below. Please access one of the websites indicated below to review the information.

[Company website]

<https://uoriki.co.jp/> (in Japanese)

(From the above website, select “Investor Relations News,” “General Meeting of Shareholders,” and then “Notice of the 42nd Annual General Meeting of Shareholders.”)

[Website for informational materials for the General Meeting of Shareholders]

<https://d.sokai.jp/7596/teiji/> (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 “Uoriki” in “Issue name (company name)” or the Company’s securities code “7596” 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].”)

[Exercising voting rights in writing]

Please indicate your approval or disapproval of the proposals on the voting right exercise form sent along with this convocation notice and return it by 6:00 p.m. on Friday, June 26, 2026.

When voting rights are exercised in writing (by mail), if there is no indication of approval or disapproval of a proposal in the voting right exercise form, this will be treated as an indication of approval of the proposal.

[Exercising voting rights via the Internet, etc.]

Please access the website for exercising voting rights designated by the Company (<https://evote.tr.mufg.jp/>) and, using your “login ID” and “temporary password” shown in the voting right exercise form sent along with this convocation notice, indicate your approval or disapproval of the proposals by following the instructions on the screen by 6:00 p.m. on Friday, June 26, 2026. If you exercise your voting rights via the Internet, please view the “Guidelines regarding the exercise of a voting right via the Internet, etc.” (in Japanese only).

If you exercise your voting rights both in writing and via the Internet, we will consider your vote via the Internet to be valid. In the event that your voting right is exercised more than once via the Internet, the last exercise of the voting right shall be deemed to be the valid exercise of the voting right.

- 1. Date and Time:** Monday, June 29, 2026, at 10:00 a.m. (JST)
- 2. Venue:** HOTEL emisia TOKYO TACHIKAWA, 3rd floor, San Marco Grande
14-16, Akebonocho 2-chome, Tachikawa-shi, Tokyo

3. Purpose of the Meeting

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the 42nd Fiscal Year (from April 1, 2025 to March 31, 2026), and the Audit Results of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. Non-consolidated Financial Statements for the 42nd Fiscal Year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

- Proposal No. 1** Election of Nine Directors
Proposal No. 2 Election of Financial Auditor

- If you plan to attend the meeting in person, please submit the voting form sent together with this notice to the receptionist at the meeting.
- We will not be distributing tea, meal tickets, etc. at the General Meeting of Shareholders. We greatly appreciate your understanding.
- Among the matters subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Company's Articles of Incorporation, the matters listed below are not provided in the paper-based documents to be delivered to shareholders who have requested them.

Accordingly, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements contained in these documents are part of the documents that were audited by the Financial Auditor in preparing the Accounting Audit Report and the Audit & Supervisory Board Members in preparing the Audit Report.

1. The following matters in the Business Report

- (1) Major businesses
- (2) Major places of business
- (3) Status of major lenders
- (4) Status of share acquisition rights, etc.
- (5) Financial Auditor
- (6) Systems for ensuring the appropriateness of operations and the status of operation of such systems

2. The following matters in the Consolidated Financial Statements

- (1) Consolidated Statement of Changes in Equity
- (2) Notes to Consolidated Financial Statements

3. The following matters in the Non-consolidated Financial Statements

- (1) Non-consolidated Statement of Changes in Equity
- (2) Notes to Non-consolidated Financial Statements

Please note that, as for this General Meeting of Shareholders, regardless of whether a request for paper delivery has been made, a document excluding the above items from the matters subject to measures for electronic provision will be sent uniformly to all shareholders.

- If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details before and after the revisions will be posted on each of the aforementioned websites.
- The Company's officers and staff, etc. will wear the Cool Biz (business casual) style.
- The results of the resolutions of this General Meeting of Shareholders will be posted on the Company's website instead of sending out a notice of resolutions.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Election of Nine Directors

The terms of office of all eight Directors will expire at the conclusion of this meeting. Therefore, the Company proposes to increase the number of Directors by one and elect nine Directors in order to strengthen the management structure. The selection of candidates for Director was carried out following reports from the Nomination and Remuneration Committee, in which half of the members were independent outside Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Masayuki Yamada (March 8, 1964)	Apr. 1985 Joined the Company Feb. 1997 Director of the Company Mar. 2008 Director, President and CEO of UORIKI FRESH, INC. Apr. 2012 Chief of Sales & Marketing Headquarters of the Company June 2012 Senior Managing Director of the Company June 2015 Representative Director and Vice President of the Company June 2017 Representative Director and President of the Company Aug. 2018 Director and President of Uoriki America Inc. (current position) Aug. 2018 Director and President of Uoriki Seafoods, LLC Nov. 2018 Representative Director and President of Japan Fishery Support Corporation May 2024 Director of Mogami Sengyo Co., Ltd. June 2024 Representative Director and Chairman of the Company (current position)	10,000 shares
[Reasons for nomination as candidate for Director] The Company nominated Masayuki Yamada as a candidate for Director because he has abundant experience and a high level of insight into the fisheries industry in general, and has also promoted various initiatives for business expansion overseas, expanding its business, etc., and his experience and global sensibilities will be reflected in the management of the Company.			

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Takahide Kurokawa (April 1, 1967)	<p>Apr. 1985 Joined the Company</p> <p>June 2011 General Manager of Sales Department of the Company</p> <p>June 2013 Director of the Company</p> <p>June 2015 Managing Director of the Company</p> <p>Apr. 2018 Senior Managing Director of the Company</p> <p>Apr. 2019 Representative Director and President of Uoriki Trading Company</p> <p>Feb. 2020 Representative Director and President of Mogami Sengyo Co., Ltd.</p> <p>Apr. 2021 Chief of Sales & Marketing Headquarters of the Company</p> <p>Apr. 2022 General Manager of Store Development Department of the Company</p> <p>May 2022 Retired as Representative Director and President of Mogami Sengyo Co., Ltd.</p> <p>June 2024 Representative Director and President of the Company (current position)</p> <p>May 2025 Representative Director and President of Mogami Sengyo Co., Ltd. (current position)</p>	10,900 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>The Company nominated Takahide Kurokawa as a candidate for Director because he has a wealth of experience and a high level of insight into the fresh fish distribution industry, has excellent management skills and a proven track record in the establishment of the management system of the entire Group, expansion of the business, and the establishment of a management foundation as the director and president of an affiliate, and his experience and abilities will be reflected in the management of the Company.</p>			
3	Torao Yamada (October 31, 1966)	<p>Apr. 1990 Joined The Long-Term Credit Bank of Japan, Ltd. (currently SBI Shinsei Bank, Limited)</p> <p>Apr. 2003 Director and Managing Executive Officer of Gracchus & Associates, Inc.</p> <p>Apr. 2007 General Manager, Business Finance Department, Structured Finance Division of Sanyo Electric Credit Co., Ltd. (currently Sumitomo Mitsui Finance and Leasing Company, Limited)</p> <p>July 2013 Deputy Director, Finance Office, Accounting & Finance Department of Electric Power Development Co., Ltd.</p> <p>Jan. 2016 Joined the Company</p> <p>Apr. 2017 Executive Officer (current position), General Manager of Corporate Planning Department (current position) of the Company</p> <p>June 2018 Director of the Company</p> <p>June 2023 Managing Director of the Company (current position)</p>	2,700 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>The Company nominated Torao Yamada as a candidate for Director because he has demonstrated a high level of ability in building the Company's management plan and growth strategy, etc. based on his expert knowledge of finance and treasury as well as his experience and high level of insight as a manager, and his experience and abilities will be reflected in the management of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Masatoshi Yamaguchi (August 8, 1971)	<p>Apr. 1990 Joined Seiyu Foods Co., Ltd.</p> <p>Apr. 2002 Joined Seiyu Co., Ltd.</p> <p>Mar. 2004 Joined the Company</p> <p>Apr. 2016 General Manager of Sales Department of the Company</p> <p>Apr. 2017 Executive Officer (current position) and General Manager of Sushi Department and Food & Beverage Department of the Company</p> <p>June 2019 Director of the Company</p> <p>Apr. 2020 Acting Chief of Sales & Marketing Headquarters of the Company</p> <p>Apr. 2021 Deputy Chief of Sales & Marketing Headquarters of the Company</p> <p>June 2023 Retired as Director of the Company</p> <p>Apr. 2024 General Manager of Sales Management Department of the Company (current position)</p> <p>Apr. 2025 Chief of Sales & Marketing Headquarters of the Company (current position)</p> <p>June 2025 Director of the Company (current position)</p>	1,900 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>The Company nominated Masatoshi Yamaguchi as a candidate for Director because he has abundant knowledge and experience mainly in the sales division, and has demonstrated leadership in strengthening store operations and human resource development, etc., and his experience and abilities will be reflected in the management of the Company.</p>			
5	Koichi Kitagawa (April 11, 1969)	<p>Apr. 1988 Joined the Company</p> <p>Apr. 2012 General Manager of Product Department of the Company</p> <p>Apr. 2014 General Manager of Sales Department 1 of the Company</p> <p>Apr. 2015 General Manager of Sales Department 2 of the Company</p> <p>Apr. 2016 Director of Ota Uoriki Co., Ltd. (currently Uoriki Trading Company) (current position)</p> <p>Apr. 2016 Representative Director and President of Ota Uoriki Co., Ltd.</p> <p>Apr. 2018 Executive Officer of the Company (current position)</p> <p>Apr. 2021 General Manager of Procurement Department of the Company</p> <p>Apr. 2022 Deputy Chief of Sales & Marketing Headquarters of the Company</p> <p>Apr. 2024 Chief of Sales & Marketing Headquarters of the Company</p> <p>Apr. 2025 Chief of Procurement Planning Headquarters of the Company (current position)</p> <p>June 2025 Director of the Company (current position)</p>	1,800 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>The Company nominated Koichi Kitagawa as a candidate for Director because he possesses extensive knowledge and experience, especially in the procurement department, has a wide network, is well-versed in store operations and overseas transactions, and has contributed to expanding the scale of our subsidiaries as a manager, and his experience and abilities will be reflected in the management of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
* 6	Masaharu Koba (June 1, 1967)	<p>Oct. 1992 Joined the International Department of Showa Ota & Co.</p> <p>June 1998 General Manager of Finance Department, Nemic-Lambda Co., Ltd. (currently TDK-Lambda Corporation)</p> <p>Apr. 2001 Opened Koba Certified Public Accountant Office</p> <p>Apr. 2003 General Manager of Administration Division and CFO, Appericia, Inc. (currently MC Healthcare, Inc.)</p> <p>Apr. 2011 General Manager of Administration Division and CFO, Mitsubishi Corporation Securities Co., Ltd.</p> <p>Feb. 2018 Mitsubishi Corporation (Americas) Internal Audit Office General Manager</p> <p>Dec. 2019 Assistant General Manager of Internal Audit Dept., Mitsubishi Corporation</p> <p>Oct. 2022 Director and General Manager of Finance Department, Management Headquarters, Rigaku Holdings Corporation</p> <p>Feb. 2025 Representative of Koba Certified Public Accountant Office (current position)</p> <p>Jan. 2026 Joined the Company</p> <p>Feb. 2026 Executive Officer, Chief Financial Officer, Chief of Administration Headquarters (current position), and General Manager of Finance & Accounting Department of the Company</p> <p>May 2026 Director of Mogami Sengyo Co., Ltd. (current position)</p>	- shares
<p>[Reasons for nomination as candidate for Director]</p> <p>The Company nominated Masaharu Koba as a candidate for Director because he has specialized knowledge as a Certified Public Accountant and global and abundant experience as a manager, and is well-versed in the IT field, and his experience and abilities will be reflected in the management of the Company.</p>			
7	Erina Shindo (January 10, 1963)	<p>Oct. 2000 Registered as an attorney at law with the Dai-ichi Tokyo Bar Association</p> <p>Oct. 2000 Joined Idesawa & Partners</p> <p>July 2011 Partner of Rokubancho Sogo Law Office (currently Kudanzaka Sogo Law Office) (current position)</p> <p>May 2013 Outside Audit & Supervisory Board Member of Nipponhyojun Co., Ltd. (current position)</p> <p>June 2020 Outside Director of the Company (current position)</p> <p>Sept. 2020 Director of Nichibenren Traffic Accident Consultation Center (current position)</p>	- shares
<p>[Reasons for nomination as candidate for outside Director and expected role]</p> <p>The Company nominated Erina Shindo as a candidate for outside Director because we hope that she provides supervision and advice regarding the execution of Directors' duties from an objective standpoint as a lawyer and a woman's perspective. In addition, if she is elected, she will participate in selecting candidates for Officer and the decision of remuneration for Officers of the Company as a Nominating and Remuneration Committee member from an objective and neutral standpoint. Although she has no experience of being involved in the management of a company in the past other than as an outside director, for the reasons stated above, the Company believes that she can appropriately perform her duties as an outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
8	Motoyasu Hasebe (May 8, 1964)	<p>Apr. 1988 Joined Mitsui & Co., Ltd.</p> <p>Sept. 2005 General Manager, Marine Product Office, Grocery MD Department, Food Business Unit of Mitsui & Co., Ltd.</p> <p>Apr. 2009 President of Mitsui & Co. HRD Institute</p> <p>July 2012 General Manager of Strategy Planning Office, Retail Business Unit of Mitsui & Co., LTD.</p> <p>Apr. 2016 President & CEO of Starzen International Co., Ltd.</p> <p>June 2018 Director of Starzen Co., Ltd.</p> <p>Apr. 2019 General Manager, Manufacturing Division of Starzen Co., Ltd.</p> <p>Apr. 2020 General Manager, McDonald's Division of Starzen Co., Ltd.</p> <p>June 2022 Outside Director of the Company (current position)</p> <p>Nov. 2022 Representative Director and President of R&S Co., Ltd. (current position)</p>	- shares
<p>[Reasons for nomination as candidate for outside Director and expected role]</p> <p>The Company nominated Motoyasu Hasebe as a candidate for outside Director because we hope that he provides appropriate advice and supervision regarding the execution of Directors' duties utilizing his expertise mainly in the meat distribution industry and the fast-food business, and abundant experience as a manager, particularly from a specialized perspective on food products in general. In addition, if he is elected, he will participate in selecting candidates for Officer and the decision of remuneration for Officers of the Company as the chairperson of the Nominating and Remuneration Committee from an objective and neutral standpoint.</p>			
* 9	Malcolm Omond (January 13, 1970)	<p>Apr. 1996 Joined Hyatt Hotels and Resorts</p> <p>Dec. 1999 Food & Beverage Manager, Hyatt Regency Saipan of Hyatt Hotels and Resorts</p> <p>Dec. 2003 Deputy General Manager, Hyatt Regency Osaka of Hyatt Hotels and Resorts</p> <p>May 2007 Food & Beverage Manager of Four Seasons Hotel Bangkok</p> <p>May 2012 Manager, APAC Regional Food & Beverage Division of Google LLC</p> <p>Apr. 2014 Regional Manager, APAC Regional Food & Beverage Division of Google LLC</p> <p>Aug. 2016 Regional Manager, APAC & EMEA Regional Food & Beverage Division of Google LLC</p> <p>Nov. 2017 General Manager, APEC & EMEA Regional Real Estate & Workplace Services of Google LLC</p> <p>Oct. 2021 Executive Sponsor, APEC Sustainability Committee of Google LLC</p> <p>Nov. 2022 Supervising Manager, APEC & EMEA Regional Real Estate & Workplace Services of Google LLC</p>	- shares
<p>[Reasons for nomination as candidate for outside Director and expected role]</p> <p>The Company nominated Malcolm Omond as a candidate for outside Director because we hope that he provides supervision and advice regarding the execution of Directors' duties utilizing his abundant business experience and practical knowledge of ESG management, including serving as an executive in the food and beverage department at international brand hotels, and in the food and beverage department, workplace services department, and sustainability committee at Google LLC. In addition, if he is elected, he will participate in selecting candidates for Officer and the decision of remuneration for Officers of the Company as a Nominating and Remuneration Committee member from an objective and neutral standpoint. Although he has no experience of being involved in the management of a company in the past, for the reasons stated above, the Company believes that he can appropriately perform his duties as an outside Director.</p>			

- Notes:
1. New candidates for Director are indicated by an asterisk (*).
 2. There is no special interest between any of the candidates and the Company.
 3. Erina Shindo, Motoyasu Hasebe, and Malcolm Omond are candidates for outside Director.
 4. The Company has registered Erina Shindo and Motoyasu Hasebe as independent directors as defined by the provisions of the Tokyo Stock Exchange, and will continue to appoint them as independent directors if they are elected. In addition, Malcolm Omond meets the requirements for an independent director as defined by the Tokyo Stock Exchange, and if he is elected, the Company will register him as an independent director with the Exchange.
 5. Erina Shindo and Motoyasu Hasebe are currently outside Directors of the Company, and their terms of office as outside Directors will be 6 years for Erina Shindo, and 4 years for Motoyasu Hasebe at the conclusion of this meeting.
 6. Masatoshi Yamaguchi served as a Director of the Company within the past 10 years, and his position and responsibilities are as stated in the section “Career summary and position and responsibility in the Company (Significant concurrent positions outside the Company)” above.
 7. The Company has entered into agreements with Erina Shindo and Motoyasu Hasebe, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit their liability for damages as provided in Article 423, paragraph (1) of the same act. The maximum amount of liability for damages under the said agreements is the minimum liability amount stipulated in Article 425, paragraph (1) of the Companies Act, and the Company plans to continue the said agreements with them if they are elected. If Malcolm Omond is elected, the Company plans to enter into the same limited liability agreement with him.
 8. The Company has entered into a directors’ and officers’ liability insurance contract with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. The said insurance covers damages arising from the legal liability of the insured persons, including Directors of the Company (excluding cases of criminal acts such as bribery or intentional illegal acts). If the candidates are elected, each of them will be insured under the said insurance contract. The Company plans to renew the said insurance contract with the same contents at the next renewal.
 9. Erina Shindo’s name in her family register is Erina Ueno.

Proposal No. 2 Election of Financial Auditor

The Company's Financial Auditor, PKF Hibiki Audit Corporation, will retire at the conclusion of this General Meeting of Shareholders upon expiration of its term of office; therefore, the Company proposes the election of a new Financial Auditor.

Note that this proposal has been submitted based on the decision of the Audit & Supervisory Board.

In addition, the reason the Audit & Supervisory Board selected Bloom Partners as the candidate for Financial Auditor is that, in light of the fact that the current Financial Auditor has continued auditing the Company since before the Company's initial public offering, the Audit & Supervisory Board expects to receive an audit from a new perspective by appointing this audit corporation, and after comprehensively considering the independence, quality control system, expertise, appropriateness, etc. of the audit corporation, it was judged to be suitable.

The candidate for Financial Auditor is as follows:

(as of March 31, 2026)

Name	Bloom Partners		
Location of principal office	Kioicho Building, 3-12 Kioicho, Chiyoda-ku, Tokyo		
History	Jan. 2022	Established Bloom Partners	
	July 2024	Registered as a Listed Company Audit Firm	
Overview	Capital	24 million yen	
	Composition of personnel	Senior partners and partners	8
		Certified Public Accountants	14
		Others	3
		Total	25

Note: If Bloom Partners is elected, the Company plans to enter into an agreement with the firm, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit its liability for damages as provided in Article 423, paragraph (1) of the same act. The maximum amount of liability for damages under the said agreement is the minimum liability amount stipulated in Article 425, paragraph (1) of the Companies Act.