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Securities code: 8091

June 5, 2025

(Date of commencement of electronic provision measures: June 2, 2025)

To Shareholders with Voting Rights:

Shinya Aoki
President, Representative Director
NICHIMO CO., LTD.
2-20 Higashi-Shinagawa 2-chome,
Shinagawa-ku, Tokyo, Japan

**NOTICE OF
THE 139th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 139th Annual General Meeting of Shareholders of NICHIMO CO., LTD. (the “Company”) will be held as described below.

When convening this general meeting of shareholders, the Company has taken the electronic provision measures and has posted matters subject to the electronic provision measures as the “Notice of the 139th Annual General Meeting of Shareholders” on each of the following websites.

[The Company website]

<https://www.nichimo.co.jp/english/>

(Please access the Company website above and click on “Investor Relations” on the top menu and then click on “General Meeting of Shareholders” to review the information.)

[Tokyo Stock Exchange (TSE) website (Listed Company Search)]

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

(Please access the TSE website above, enter “NICHIMO” in the “Issue name (company name)” field or our stock exchange code “8091” in the “Code” field, and click on “Search” to find search results. Then, click on “Basic information” and “Documents for public inspection/PR information” in this order to find the matters subject to the electronic provision measures.)

If you do not attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by no later than 5:10 p.m. on Thursday, June 26, 2025, Japan time.

- 1. Date and Time:** Friday, June 27, 2025 at 10:00 a.m. Japan time
*Reception starts at 9:00 a.m. Japan time
- 2. Place:** DIAMOND 30, Shinagawa Prince Hotel, 30th floor of Main Tower
10-30 Takanawa 4-chome, Minato-ku Tokyo, Japan
- 3. Meeting Agenda:**
Matters to be reported:
1. The Business Report and Consolidated Financial Statements for the Company's 139th Fiscal Year (April 1, 2024 - March 31, 2025) and results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements
 2. The Non-consolidated Financial Statements for the Company's 139th Fiscal Year (April 1, 2024 - March 31, 2025)

Proposal to be resolved:

Proposal: Election of Six (6) Directors (excluding Directors Serving as Audit & Supervisory Committee Member)

4. Other Matters Concerning Convocation of the General Meeting of Shareholders

- (1) If you have exercised your voting rights more than once via the Internet, the last vote will be treated as the valid one.
- (2) If you have exercised your voting rights both by posting the Voting Rights Exercise Form by mail and via the Internet, only the vote exercised via the Internet will be treated as the valid one.
- (3) If you show no indication of approval or disapproval of the proposals on the Voting Rights Exercise Form, we will treat it as an indication of approval.
- (4) Among the matters subject to the electronic provision measures, the following matters will not be provided in the paper copy to shareholders who made a request for delivery of documents in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company. The Audit & Supervisory Committee and the Accounting Auditor have audited documents subject to audit, including the following matters.
 - (i) Notes to Consolidated Financial Statements in Consolidated Financial Statements
 - (ii) Notes to Non-consolidated Financial Statements in Non-consolidated Financial Statements

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- For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival at the meeting.
- If any revisions to the matters subject to electronic provision measures arise, a notice to that effect and the matters before and after the revision will be posted in Japanese on each of the websites mentioned above.
- For this Annual General Meeting of Shareholders, the Company sends a paper copy of the matters subject to electronic provision measures to all shareholders regardless of whether or not they made a request for delivery of documents.

# Reference Documents for the General Meeting of Shareholders







## Proposal and References

**Proposal:** Election of Six (6) Directors (excluding Directors Serving as Audit & Supervisory Committee Member)



The terms of office of the current six (6) Directors (excluding Directors Serving as Audit & Supervisory Committee Member; hereinafter, the same applies in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of six (6) Directors is proposed.

With respect to this proposal, the Audit & Supervisory Committee has provided its opinion to the effect that all candidates for Directors are qualified.



The candidates for Director are as follows.

| No. | Name<br>(Date of birth)                                                                                                                      | Gender | Current positions and responsibilities<br>at the Company                                         | Years served<br>(at conclusion of<br>this Meeting) |
|-----|----------------------------------------------------------------------------------------------------------------------------------------------|--------|--------------------------------------------------------------------------------------------------|----------------------------------------------------|
| 1   | [Reappointment]  Kazuaki Matsumoto<br>(January 11, 1954)    | Male   | Chairman                                                                                         | 17 years                                           |
| 2   | [Reappointment]  Shinya Aoki<br>(June 5, 1962)             | Male   | President, Representative Director                                                               | 3 years                                            |
| 3   | [Reappointment]  Yoshiyuki Tsuchida<br>(January 10, 1961) | Male   | Director, Executive Officer in charge<br>of food business section                                | 13 years                                           |
| 4   | [Reappointment]  Toshihiko Suwabe<br>(March 1, 1960)      | Male   | Director, Executive Officer in charge<br>of marine, machinery and materials<br>business sections | 5 years                                            |
| 5   | [New<br>appointment]  Yutaka Fukui<br>(May 14, 1966)      | Male   | Executive Officer, General Manager<br>of Machinery and Materials Business<br>Division            | -                                                  |
| 6   | [New<br>appointment]  Akinobu Kojima<br>(March 21, 1967)  | Male   | Executive Officer in charge of<br>administrative section                                         | -                                                  |

- Notes:
1. There is no special interest between each candidate for Director and the Company.
  2. The Company has entered into a directors and officers liability insurance agreement provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company to cover damage that could arise due to the insured directors assuming responsibility for the performance of their duties or from claims pertaining to the pursuit of the said responsibility. If this proposal is approved, each candidate for Director will be included in the insured under the policy.

| No.                                                                                                                                                                                                                                                                                                                                                                                                                               | Name<br>(Date of birth)                                                                                                                                                       | Career summary, positions, responsibilities,<br>and significant concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Number of<br>shares of the<br>Company held |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                 |  <p>Kazuaki Matsumoto<br/>(January 11, 1954)</p> <p>[Reappointment]<br/>Years served: 17</p> | <p>April 1976      Joined the Company</p> <p>June 2000      Manager of Food Sales Department 2</p> <p>April 2002      Head of Fukuoka Branch</p> <p>June 2003      Executive Officer, Manager of Biotics Sales<br/>Department</p> <p>April 2007      Executive Officer, Manager of Food Business<br/>Department 1</p> <p>April 2008      Executive Officer, General Manager of Food<br/>Business Division</p> <p>June 2008      Director, Executive Officer, General Manager of<br/>Food Business Division</p> <p>June 2011      Managing Director, General Manager of Food<br/>Business Division</p> <p>June 2014      President, Representative Director</p> <p>June 2024      Chairman (current position)</p> | 9,300                                      |
| <p>[Reason for nomination]</p> <p>Mr. Kazuaki Matsumoto currently serves as Chairman of the Company. We believe that, based on his abundant experience and extensive knowledge as a business manager, Mr. Kazuaki Matsumoto is capable of enhancing the effectiveness of the Company's management and properly executing his duties as Director. Accordingly, we have nominated him as Director of the Company.</p>               |                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                            |
| 2                                                                                                                                                                                                                                                                                                                                                                                                                                 |  <p>Shinya Aoki<br/>(June 5, 1962)</p> <p>[Reappointment]<br/>Years served: 3</p>          | <p>April 1985      Joined the Company</p> <p>April 2002      Head of Shikoku Office</p> <p>April 2018      Executive Officer, Head of Fukuoka Branch</p> <p>April 2020      Executive Officer, General Manager of Materials<br/>Business Division</p> <p>April 2021      Executive Officer, General Manager of Marine<br/>Business Division</p> <p>June 2022      Director, Executive Officer, General Manager of<br/>Marine Business Division</p> <p>April 2024      Director, Executive Officer</p> <p>June 2024      President, Representative Director (current<br/>position)</p>                                                                                                                            | 3,600                                      |
| <p>[Reason for nomination]</p> <p>Mr. Shinya Aoki currently serves as President, Representative Director of the Company. We believe that, based on his abundant experience and extensive knowledge as a business manager, Mr. Shinya Aoki is capable of enhancing the effectiveness of the Company's management and properly executing his duties as Director. Accordingly, we have nominated him as Director of the Company.</p> |                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                            |

| No.                                                                                                                                                                                                                                                                                                                                                                                  | Name<br>(Date of birth)                                                             | Career summary, positions, responsibilities,<br>and significant concurrent positions |                                                                                                                                         | Number of<br>shares of the<br>Company held |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|
| 3                                                                                                                                                                                                                                                                                                                                                                                    |    | April 1986                                                                           | Joined the Company                                                                                                                      | 8,100                                      |
|                                                                                                                                                                                                                                                                                                                                                                                      | Yoshiyuki Tsuchida<br>(January 10, 1961)<br><br>[Reappointment]<br>Years served: 13 | June 2003                                                                            | Manager of Food Sales Department 2                                                                                                      |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2007                                                                           | Head of Osaka Branch                                                                                                                    |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2010                                                                           | Executive Officer, Head of Osaka Branch                                                                                                 |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | June 2012                                                                            | Director, Executive Officer, Head of Osaka Branch                                                                                       |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2018                                                                           | Director, Executive Officer, General Manager of Food Business Division                                                                  |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2024                                                                           | Director, Executive Officer in charge of food business section, General Manager of Food Business Division                               |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2025                                                                           | Director, Executive Officer in charge of food business section (current position)                                                       |                                            |
| [Reason for nomination]<br>Mr. Yoshiyuki Tsuchida has abundant experience and extensive knowledge gained throughout his career mainly in the food business section. We thus believe that he is capable of enhancing the effectiveness of the Company’s management and appropriately executing his duties as Director. Accordingly, we have nominated him as Director of the Company. |                                                                                     |                                                                                      |                                                                                                                                         |                                            |
| 4                                                                                                                                                                                                                                                                                                                                                                                    |  | April 1982                                                                           | Joined the Company                                                                                                                      | 3,600                                      |
|                                                                                                                                                                                                                                                                                                                                                                                      | Toshihiko Suwabe<br>(March 1, 1960)<br><br>[Reappointment]<br>Years served: 5       | April 2002                                                                           | Manager of Food Sales Department 2                                                                                                      |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | June 2003                                                                            | Executive Officer, Manager of Food Sales Department 3                                                                                   |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | October 2004                                                                         | Executive Officer in charge of food business section                                                                                    |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2007                                                                           | Executive Officer, Manager of Food Business Department 2                                                                                |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | June 2014                                                                            | Executive Officer, Head of Fukuoka Branch and Shimonoseki Office                                                                        |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2015                                                                           | Executive Officer, Head of Fukuoka Branch                                                                                               |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2018                                                                           | Executive Officer, Head of Osaka Branch                                                                                                 |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | June 2020                                                                            | Director, Executive Officer, Head of Osaka Branch                                                                                       |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2024                                                                           | Director, Executive Officer in charge of marine, machinery and materials business sections, General Manager of Marine Business Division |                                            |
|                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                     | April 2025                                                                           | Director, Executive Officer in charge of marine, machinery and materials business sections (current position)                           |                                            |
| [Reason for nomination]<br>Mr. Toshihiko Suwabe has abundant experience and extensive knowledge gained throughout his career mainly in the food business section. We thus believe that he is capable of enhancing the effectiveness of the Company’s management and appropriately executing his duties as Director. Accordingly, we have nominated him as Director of the Company.   |                                                                                     |                                                                                      |                                                                                                                                         |                                            |

| No.                                                                                                                                                                                                                                                                                                                                      | Name<br>(Date of birth)                                                            | Career summary, positions, responsibilities,<br>and significant concurrent positions |                                                                                                       | Number of<br>shares of the<br>Company held |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------|--------------------------------------------|
| 5                                                                                                                                                                                                                                                                                                                                        |   | April 1989                                                                           | Joined the Company                                                                                    | 7,200                                      |
|                                                                                                                                                                                                                                                                                                                                          | Yutaka Fukui<br>(May 14, 1966)                                                     | April 2010                                                                           | Manager of Machinery Sales Department                                                                 |                                            |
|                                                                                                                                                                                                                                                                                                                                          |                                                                                    | April 2021                                                                           | Executive Officer, General Manager of Machinery<br>and Materials Business Division (current position) |                                            |
| [New appointment]                                                                                                                                                                                                                                                                                                                        |                                                                                    |                                                                                      |                                                                                                       |                                            |
| [Reason for nomination]<br>Mr. Yutaka Fukui has abundant experience and extensive knowledge gained throughout his career mainly in the machinery business section. We thus believe that he is capable of appropriately executing his duties as Director. Accordingly, we have nominated him as Director of the Company.                  |                                                                                    |                                                                                      |                                                                                                       |                                            |
| 6                                                                                                                                                                                                                                                                                                                                        |  | April 1989                                                                           | Joined the Company                                                                                    | 600                                        |
|                                                                                                                                                                                                                                                                                                                                          | Akinobu Kojima<br>(March 21, 1967)                                                 | October 2011                                                                         | Manager of Food Sales Department 3                                                                    |                                            |
|                                                                                                                                                                                                                                                                                                                                          |                                                                                    | April 2016                                                                           | Manager of Finance Department                                                                         |                                            |
| April 2022<br>Executive Officer, Manager of General Affairs<br>Department and Finance Department                                                                                                                                                                                                                                         |                                                                                    |                                                                                      |                                                                                                       |                                            |
| April 2025<br>Executive Officer in charge of administrative<br>section (current position)                                                                                                                                                                                                                                                |                                                                                    |                                                                                      |                                                                                                       |                                            |
| [New appointment]                                                                                                                                                                                                                                                                                                                        |                                                                                    |                                                                                      |                                                                                                       |                                            |
| [Reason for nomination]<br>Mr. Akinobu Kojima has abundant experience and extensive knowledge gained throughout his career in the food business section and administrative section. We thus believe that he is capable of appropriately executing his duties as Director. Accordingly, we have nominated him as Director of the Company. |                                                                                    |                                                                                      |                                                                                                       |                                            |

(Reference)

Composition of the Board of Directors upon approval of the Proposal

| Name                                                 |                                          | Areas of expertise/experience expected by the Company |                        |                                   |                |                  |                      | Nomination and Remuneration Advisory Committee member |
|------------------------------------------------------|------------------------------------------|-------------------------------------------------------|------------------------|-----------------------------------|----------------|------------------|----------------------|-------------------------------------------------------|
|                                                      |                                          | Corporate management                                  | Finance and accounting | Legal affairs and risk management | Sales strategy | Internationality | Sustainability (ESG) |                                                       |
| (excluding the Audit & Supervisory Committee Member) | Kazuaki Matsumoto [Reappointment]        | ●                                                     |                        |                                   | ●              | ●                | ●                    |                                                       |
|                                                      | Shinya Aoki [Reappointment]              | ●                                                     |                        |                                   | ●              | ●                | ●                    | ■                                                     |
|                                                      | Yoshiyuki Tsuchida [Reappointment]       | ●                                                     |                        |                                   | ●              | ●                |                      |                                                       |
|                                                      | Toshihiko Suwabe [Reappointment]         | ●                                                     |                        |                                   | ●              | ●                |                      |                                                       |
|                                                      | Yutaka Fukui [New appointment]           |                                                       |                        |                                   | ●              |                  | ●                    |                                                       |
|                                                      | Akinobu Kojima [New appointment]         |                                                       | ●                      | ●                                 |                |                  |                      |                                                       |
| Director (Audit & Supervisory Committee Member)      | Toshio Yamamoto                          |                                                       |                        | ●                                 |                | ●                |                      |                                                       |
|                                                      | Tatsuya Kikuchi [External] [Independent] | ●                                                     | ●                      | ●                                 |                |                  |                      | ■                                                     |
|                                                      | Sunao Hirata [External] [Independent]    |                                                       | ●                      | ●                                 |                |                  | ●                    | ■                                                     |
|                                                      | Ninjo Akashi [External] [Independent]    | ●                                                     |                        | ●                                 | ●              |                  |                      | ■                                                     |
|                                                      | Yumiko Yoshie [External] [Independent]   |                                                       |                        | ●                                 |                | ●                | ●                    | ■                                                     |

# Business Report

(April 1, 2024–March 31, 2025)

## 1. Overview of the Corporate Group

### (1) Business Progress and Results

In the Japanese economy during the consolidated fiscal year under review, stimulation of consumption and investment activities had been expected owing to factors including an improved employment and income environment, in addition to the effects of various policy measures as well as heightened inbound tourism demand. On the other hand, price hikes on account of geopolitical tensions and surging raw material and energy prices continued to weigh down improvement in consumer spending, and from the beginning of this year, U.S. policy trends caused uncertainties to grow even further, and going forward the economic outlook remained unclear.

In such an economic environment, the fishery, seafood processing and distribution and food products industries, which form the operating base of the Nichimo Group (the “Group”), have all struggled amid severe business conditions. Despite growth in inbound tourism demand that exerted a boost, primarily to the food services industry, challenges included rising ocean temperatures and poor catches in inshore waters around Japan, as well as personal consumption that became more oriented toward frugality due to rising prices, which led to a difficult-to-navigate environment where the Company was expected to respond flexibly to the diverse needs of consumers.

Under such circumstances, the Group, during the final year of its three-year management plan, the “Fiscal 2023 Medium-term Management Plan (Toward the next stage),” has been promoting sales activities through a unified system that is unique to the Group under its management policy, “From Ocean To Dining.”

As a result, net sales for the consolidated fiscal year under review totaled 133,900 million yen (an increase of 6,144 million yen year on year), operating profit stood at 3,002 million yen (an increase of 982 million yen year on year), and ordinary profit totaled 3,601 million yen (an increase of 1,038 million yen year on year).

As for extraordinary income and losses, the Group recorded extraordinary income of 295 million yen and extraordinary losses of 406 million yen. As a result, profit attributable to owners of parent totaled 2,666 million yen (an increase of 317 million yen year on year).

#### Consolidated Performance Highlights

|                 |                                               |                                         |                                              |
|-----------------|-----------------------------------------------|-----------------------------------------|----------------------------------------------|
| Net sales       | 133,900 million yen<br>(up 4.8% year on year) | Operating profit                        | 3,002 million yen<br>(up 48.6% year on year) |
| Ordinary profit | 3,601 million yen<br>(up 40.6% year on year)  | Profit attributable to owners of parent | 2,666 million yen<br>(up 13.5% year on year) |

The following is a summary of the business according to segments.

### Food Business

In the *surimi* (fish paste) section, in addition to lower raw material fish catches in Hokkaido, South American *surimi* production was also lackluster, and sales declined, although by striving to manage for profitability operating profit rose. In the fresh frozen seafood products section, commercial and mail-order crab sales were robust, sales of scallops to overseas markets grew, and its production was also brisk, resulting in respective increases to both sales and operating profit. Both sales and operating profit from frozen fish from northern waters also increased as a result of higher sales to China, mainly of Pacific ocean perch and Atka mackerel. Both sales and operating profit of Pollock roe products, however, declined significantly as we were unable to offset production cost increases despite having strived to pass on costs and focus on profitable sales amid soaring raw material costs. In the processed food products section, sales increased as a result of favorable sales of cultured coho salmon and tuna products, although operating profit declined as sales of boiled and grilled fish and other processed food products were unable to proceed according to plan.

As a result of the above factors, consolidated net sales for the food business totaled 84,102 million yen (an increase of 1,813 million yen year on year), and operating profit totaled 1,953 million yen (an increase of 317 million yen year on year).



### **Marine Business**

In the fishing net and fishing gear section, sales of ground nets, mainly for overseas baseball fields, remained strong, although with sales of various fishing gear, replacement demand in the previous fiscal year fell off, and the impact of lower catches both in and outside of Japan depressed sales and the result was a decline in both sales and operating profit. In the ship and machinery section, sales and operating profit both fell on account of decreased demand amid a trend in ship reduction. On the other hand, in the aquaculture section, in addition to brisk sales of aquaculture machinery and materials and aquaculture feed, we have firmly captured demand for capital investment in seaweed machinery and materials. As a result, both sales and operating profit rose substantially.

As a result of the above factors, consolidated net sales for the marine business totaled 22,377 million yen (an increase of 563 million yen year on year), and operating profit totaled 755 million yen (an increase of 251 million yen year on year).

### **Machinery Business**

In the machinery business, sales and operating profit both increased significantly, in Japan backed by strong inbound tourism demand, particularly for the food services industry which continued to have an aggressive appetite for capital investment to satisfy rising needs, such as for more efficient production, and due to orders received for a various projects, with sizes ranging widely from small to medium and large, and despite delays experienced for certain large projects, delivery was completed within the period under review. In addition, outside Japan, orders with a focus on labor-saving were steady for various production facilities, such as for tofu, deli and other products. As a result, both sales and operating income increased.

As a result of the above factors, consolidated net sales for the machinery business totaled 15,618 million yen (an increase of 3,359 million yen year on year), and operating profit totaled 1,456 million yen (an increase of 489 million yen year on year).

### **Materials Business**

In the materials business, sales were steady in the chemical products section, with firm orders for resin films, and with packaging materials as well, sales of industrial materials grew in overseas markets. In addition, we strived to conduct sales activities with a focus on profitability to cover the soaring cost of raw materials through the sales of various products. As a result, both sales and operating profit increased. Moreover, in the agricultural and livestock materials section, we endeavored to expand sales of agriculture materials and fertilizers, resulting in increases in both sales and operating profit.

As a result of the above factors, consolidated net sales for the materials business totaled 9,043 million yen (an increase of 537 million yen year on year), and operating profit totaled 382 million yen (an increase of 32 million yen year on year).

### **Biotics Business**

In the biotics business, sales to medical professionals remained strong, while mail order sales and sales of OEM products to pharmacies struggled. As a result, consolidated net sales for the biotics business amounted to 293 million yen (a decrease of 15 million yen year on year) and operating profit was 17 million yen (a decrease of 7 million yen year on year).

### **Distribution Business**

In the distribution business, as a result of efforts to continue selection and concentration on businesses against the backdrop of ongoing increases in expenses on account of chronic labor shortages, consolidated net sales totaled 2,352 million yen (a decrease of 117 million yen year on year), and operating profit totaled 108 million yen (an increase of 228 million yen year on year).

### **Other Businesses**

We are engaged in other businesses, including real-estate leasing and temporary staffing. These businesses recorded consolidated net sales of 110 million yen (an increase of 1 million yen year on year) and operating profit of 90 million yen (a decrease of 58 million yen year on year).

## Breakdown of Net Sales and Operating Profit by Business Segment

| Business segment      | Net sales                             | Ratio of total sales | Operating profit or loss             |
|-----------------------|---------------------------------------|----------------------|--------------------------------------|
| Food Business         | 84,102 <small>Millions of yen</small> | 62.81 %              | 1,953 <small>Millions of yen</small> |
| Marine Business       | 22,377                                | 16.71                | 755                                  |
| Machinery Business    | 15,618                                | 11.67                | 1,456                                |
| Materials Business    | 9,043                                 | 6.75                 | 382                                  |
| Biotics Business      | 293                                   | 0.22                 | 17                                   |
| Distribution Business | 2,352                                 | 1.76                 | 108                                  |
| Other Businesses      | 110                                   | 0.08                 | 90                                   |
| Subtotal              | 133,900                               | 100.00               | 4,763                                |
| Other adjustments     | —                                     | —                    | (1,760)                              |
| Total                 | 133,900                               | 100.00               | 3,002                                |

### (2) Capital Investments

The total amount of capital investment, etc., conducted during the consolidated fiscal year under review was 1,956 million yen. The main capital investments included 107 million yen in system development expenditure and 1,215 million yen for the construction of a new frozen food factory at Yamaichi Suisan Co., Ltd., a consolidated subsidiary of the Company.

### (3) Financing

In the fiscal year under review, we raised funds as follows.

- (i) As part of sustainable management, we signed a long-term funding agreement for 3.0 billion yen through Positive Impact Finance (PIF) with Sumitomo Mitsui Banking Corporation on September 30, 2024, and a long-term funding agreement for 4.0 billion yen through Mizuho Sustainability-linked Loan PRO with Mizuho Bank, Limited on March 31, 2025.
- (ii) On September 30, 2024, we issued the 13th unsecured straight bond of 2.0 billion yen fully underwritten by The Norinchukin Bank and the 14th unsecured straight bond of 2.0 billion yen fully underwritten by MUFG Bank, Ltd.
- (iii) In order to secure stable access to short-term working capital, on September 30, 2024, we signed a three-year commitment line agreement for a total of 8.0 billion yen using the syndication method with Mizuho Bank, Limited as the arranger, and a one-year commitment line agreement for a total of 4.0 billion yen using the syndication method with Sumitomo Mitsui Trust Bank, Limited as the arranger.

### (4) Issues to Be Addressed

The outlook for the future is for a gradual improvement in personal consumption and further expansion in inbound tourism demand. Against that backdrop, while we anticipate a moderate economic recovery, in addition to the continued escalation of geopolitical risks, the impact of trade policies and changing economic situations in countries around the world, chiefly the U.S., and other factors, lead to expectations of continued uncertainties in the business environment.

Within such an environment, the Group has formulated its next three-year management plan, the “Fiscal 2026 Medium-Term Plan (Breaking Through Toward 2028).” The first point we deliberated upon in developing this Medium-Term Management Plan was our vision for a decade hence in terms of the paradigm shift occurring in the marine products industry. These discussions confirmed our belief that the strength of the Group lies in our “history of tackling challenges,” having responded flexibly to changing times for more than a century, and based on the “experience” cultivated in the course of this history, the offering of “technology and service.”

This thinking forms the foundation upon which we developed “From Ocean To Dining, Challenges For The Better Future,” which serves as the Group’s Purpose. While making concerted efforts as a solutions partner in the marine products industry, our core business, we are also rebuilding

a business portfolio that offers a balanced profit structure as we pursue “best solutions” that connect “the power of individuals to the power of the organization.”

Specifically, as a guideline for the next three years from a back casting perspective with a view of 10 years into the future, we will build new pillars of business, such as “aquaculture, environment and resource conservation fields, and food machinery,” as we aim to become a company that creates new value into the future.

We ask for the continued support and kind encouragement of all our shareholders.

(5) Trends in Assets and Income

(Millions of yen, unless otherwise specified.)

| Item                                               | The 136th<br>fiscal year<br>ended<br>March 31,<br>2022 | The 137th<br>fiscal year<br>ended<br>March 31,<br>2023 | The 138th<br>fiscal year<br>ended<br>March 31,<br>2024 | The 139th<br>fiscal year<br>ended<br>March 31,<br>2025<br>(Fiscal year<br>under review) |
|----------------------------------------------------|--------------------------------------------------------|--------------------------------------------------------|--------------------------------------------------------|-----------------------------------------------------------------------------------------|
| Net sales                                          | 115,469                                                | 126,829                                                | 127,756                                                | 133,900                                                                                 |
| Operating profit                                   | 3,201                                                  | 2,874                                                  | 2,020                                                  | 3,002                                                                                   |
| Ordinary profit                                    | 3,611                                                  | 3,220                                                  | 2,562                                                  | 3,601                                                                                   |
| Profit or loss attributable to<br>owners of parent | 2,754                                                  | 2,437                                                  | 2,349                                                  | 2,666                                                                                   |
| Net profit or loss per share<br>(Yen)              | 402.58                                                 | 341.31                                                 | 283.24                                                 | 320.06                                                                                  |
| Total assets                                       | 74,863                                                 | 78,647                                                 | 81,092                                                 | 83,098                                                                                  |
| Net assets                                         | 20,066                                                 | 24,095                                                 | 28,349                                                 | 30,229                                                                                  |

Note: Effective January 1, 2024, the Company conducted a two-for-one stock split of its common stock. Accordingly, net profit per share is calculated based on the assumption that this stock split was conducted at the beginning of the 136th fiscal year ended March 31, 2022.

## Consolidated Balance Sheet

(As of March 31, 2025)

(Millions of yen)

| Assets                                              |               | Liabilities and net assets                                           |               |
|-----------------------------------------------------|---------------|----------------------------------------------------------------------|---------------|
| Item                                                | Amount        | Item                                                                 | Amount        |
| <b>(Assets)</b>                                     |               | <b>(Liabilities)</b>                                                 |               |
| <b>Current assets</b>                               | <b>56,501</b> | <b>Current liabilities</b>                                           | <b>32,086</b> |
| Cash and deposits                                   | 5,956         | Notes and accounts payable - trade                                   | 11,776        |
| Notes receivable - trade                            | 1,832         | Electronically recorded obligations - operating                      | 2,315         |
| Accounts receivable - trade                         | 14,896        | Short-term borrowings                                                | 7,776         |
| Electronically recorded monetary claims - operating | 681           | Current portion of bonds payable                                     | 764           |
| Merchandise and finished goods                      | 27,001        | Current portion of long-term borrowings                              | 4,336         |
| Work in process                                     | 1,214         | Accounts payable - other                                             | 567           |
| Raw materials and supplies                          | 3,410         | Contract liabilities                                                 | 3,017         |
| Advance payments to suppliers                       | 832           | Income taxes payable                                                 | 380           |
| Other                                               | 747           | Provision for bonuses                                                | 636           |
| Allowance for doubtful accounts                     | (72)          | Other                                                                | 513           |
| <b>Non-current assets</b>                           | <b>26,450</b> | <b>Non-current liabilities</b>                                       | <b>20,783</b> |
| <b>Property, plant and equipment</b>                | <b>10,593</b> | Bonds payable                                                        | 9,422         |
| Buildings and structures                            | 3,994         | Long-term borrowings                                                 | 8,959         |
| Machinery, equipment and vehicles                   | 2,482         | Deferred tax liabilities                                             | 1,154         |
| Tools, furniture and fixtures                       | 262           | Provision for retirement benefits for directors (and other officers) | 158           |
| Land                                                | 2,982         | Provision for share awards for directors (and other officers)        | 217           |
| Construction in progress                            | 870           | Retirement benefit liability                                         | 440           |
| <b>Intangible assets</b>                            | <b>648</b>    | Other                                                                | 429           |
| Other                                               | 648           | <b>Total liabilities</b>                                             | <b>52,869</b> |
| <b>Investments and other assets</b>                 | <b>15,208</b> | <b>(Net assets)</b>                                                  |               |
| Investment securities                               | 14,434        | <b>Shareholders' equity</b>                                          | <b>25,291</b> |
| Long-term loans receivable                          | 35            | <b>Share capital</b>                                                 | <b>6,354</b>  |
| Distressed receivables                              | 464           | <b>Retained earnings</b>                                             | <b>19,855</b> |
| Deferred tax assets                                 | 246           | <b>Treasury shares</b>                                               | <b>(918)</b>  |
| Other                                               | 509           | <b>Accumulated other comprehensive income</b>                        | <b>4,920</b>  |
| Allowance for doubtful accounts                     | (482)         | <b>Valuation difference on available-for-sale securities</b>         | <b>4,001</b>  |
| <b>Deferred assets</b>                              | <b>147</b>    | <b>Deferred gains or losses on hedges</b>                            | <b>(23)</b>   |
| Bond issuance costs                                 | 147           | <b>Foreign currency translation adjustment</b>                       | <b>941</b>    |
|                                                     |               | <b>Remeasurements of defined benefit plans</b>                       | <b>1</b>      |
|                                                     |               | <b>Non-controlling interests</b>                                     | <b>17</b>     |
|                                                     |               | <b>Total net assets</b>                                              | <b>30,229</b> |
| <b>Total assets</b>                                 | <b>83,098</b> | <b>Total liabilities and net assets</b>                              | <b>83,098</b> |

Note: Figures presented in the financial statements are rounded down to the nearest million yen.

## Consolidated Statement of Income

(April 1, 2024–March 31, 2025)

(Millions of yen)

| Item                                                          | Amount         |
|---------------------------------------------------------------|----------------|
| <b>Net sales</b>                                              | <b>133,900</b> |
| Cost of sales                                                 | 121,672        |
| <b>Gross profit</b>                                           | <b>12,228</b>  |
| Selling, general and administrative expenses                  | 9,225          |
| <b>Operating profit</b>                                       | <b>3,002</b>   |
| <b>Non-operating income</b>                                   |                |
| Interest income                                               | 39             |
| Dividend income                                               | 216            |
| Share of profit of entities accounted for using equity method | 674            |
| Other                                                         | 199            |
|                                                               | 1,130          |
| <b>Non-operating expenses</b>                                 |                |
| Interest expenses                                             | 411            |
| Commission for syndicated loans                               | 29             |
| Other                                                         | 90             |
|                                                               | 531            |
| <b>Ordinary profit</b>                                        | <b>3,601</b>   |
| <b>Extraordinary income</b>                                   |                |
| Gain on sale of non-current assets                            | 6              |
| Gain on sale of investment securities                         | 142            |
| Subsidy income                                                | 146            |
|                                                               | 295            |
| <b>Extraordinary losses</b>                                   |                |
| Impairment losses                                             | 65             |
| Loss on retirement of non-current assets                      | 5              |
| Loss on tax purpose reduction entry of non-current assets     | 146            |
| Settlement payments                                           | 188            |
|                                                               | 406            |
| <b>Profit before income taxes</b>                             | <b>3,489</b>   |
| Income taxes-current                                          | 912            |
| Income taxes-deferred                                         | (94)           |
|                                                               | 818            |
| <b>Profit</b>                                                 | <b>2,671</b>   |
| Profit attributable to non-controlling interests              | 4              |
| <b>Profit attributable to owners of parent</b>                | <b>2,666</b>   |

Note: Figures presented in the financial statements are rounded down to the nearest million yen.

## Non-consolidated Balance Sheet

(As of March 31, 2025)

(Millions of yen)

| Assets                                              |               | Liabilities and net assets                                    |               |
|-----------------------------------------------------|---------------|---------------------------------------------------------------|---------------|
| Item                                                | Amount        | Item                                                          | Amount        |
| <b>(Assets)</b>                                     |               | <b>(Liabilities)</b>                                          |               |
| <b>Current assets</b>                               | <b>38,072</b> | <b>Current liabilities</b>                                    | <b>20,062</b> |
| Cash and deposits                                   | 736           | Notes payable - trade                                         | 175           |
| Notes receivable - trade                            | 1,523         | Accounts payable - trade                                      | 6,132         |
| Accounts receivable - trade                         | 9,260         | Electronically recorded obligations - operating               | 2,315         |
| Electronically recorded monetary claims - operating | 681           | Short-term borrowings                                         | 3,900         |
| Merchandise                                         | 21,307        | Current portion of bonds payable                              | 764           |
| Advance payments to suppliers                       | 967           | Current portion of long-term borrowings                       | 4,000         |
| Short-term loans receivable                         | 4,132         | Accounts payable - other                                      | 228           |
| Other                                               | 393           | Income taxes payable                                          | 85            |
| Allowance for doubtful accounts                     | (930)         | Contract liabilities                                          | 1,954         |
|                                                     |               | Accrued expenses                                              | 84            |
|                                                     |               | Provision for bonuses                                         | 322           |
|                                                     |               | Other                                                         | 98            |
| <b>Non-current assets</b>                           | <b>18,878</b> | <b>Non-current liabilities</b>                                | <b>19,353</b> |
| <b>Property, plant and equipment</b>                | <b>3,895</b>  | Bonds payable                                                 | 9,422         |
| Buildings                                           | 1,180         | Long-term borrowings                                          | 6,850         |
| Structures                                          | 135           | Deferred tax liabilities                                      | 1,133         |
| Machinery and equipment                             | 181           | Provision for retirement benefits                             | 281           |
| Vehicles                                            | 0             | Provision for loss on business of subsidiaries and associates | 1,334         |
| Tools, furniture and fixtures                       | 161           | Provision for share awards for directors (and other officers) | 217           |
| Land                                                | 2,204         | Other                                                         | 114           |
| Construction in progress                            | 31            | <b>Total liabilities</b>                                      | <b>39,415</b> |
|                                                     |               | <b>(Net assets)</b>                                           |               |
| <b>Intangible assets</b>                            | <b>595</b>    | <b>Shareholders' equity</b>                                   | <b>14,101</b> |
| Telephone subscription right                        | 10            | <b>Share capital</b>                                          | <b>6,354</b>  |
| Other                                               | 584           | <b>Capital surplus</b>                                        | <b>22</b>     |
|                                                     |               | Legal capital surplus                                         | 22            |
| <b>Investments and other assets</b>                 | <b>14,387</b> | <b>Retained earnings</b>                                      | <b>8,602</b>  |
| Investment securities                               | 6,974         | Legal retained earnings                                       | 1,061         |
| Shares of subsidiaries and associates               | 6,229         | Other retained earnings                                       | 7,540         |
| Long-term loans receivable                          | 941           | General reserve                                               | 2,700         |
| Distressed receivables                              | 241           | Reserve for tax purpose reduction entry of non-current assets | 3             |
| Leasehold deposits                                  | 157           | Retained earnings brought forward                             | 4,837         |
| Other                                               | 100           | <b>Treasury shares</b>                                        | <b>(877)</b>  |
| Allowance for doubtful accounts                     | (257)         | <b>Valuation and translation adjustments</b>                  | <b>3,580</b>  |
|                                                     |               | <b>Valuation difference on available-for-sale securities</b>  | <b>3,603</b>  |
| <b>Deferred assets</b>                              | <b>147</b>    | <b>Deferred gains or losses on hedges</b>                     | <b>(23)</b>   |
| Bond issuance costs                                 | 147           | <b>Total net assets</b>                                       | <b>17,682</b> |
| <b>Total assets</b>                                 | <b>57,097</b> | <b>Total liabilities and net assets</b>                       | <b>57,097</b> |

Note: Figures presented in the financial statements are rounded down to the nearest million yen.

## Non-consolidated Statement of Income

(April 1, 2024–March 31, 2025)

(Millions of yen)

| Item                                                                      | Amount |               |
|---------------------------------------------------------------------------|--------|---------------|
| <b>Net sales</b>                                                          |        | <b>76,387</b> |
| Cost of sales                                                             |        | 69,885        |
| <b>Gross profit</b>                                                       |        | <b>6,501</b>  |
| Selling, general and administrative expenses                              |        | 4,947         |
| <b>Operating profit</b>                                                   |        | <b>1,554</b>  |
| <b>Non-operating income</b>                                               |        |               |
| Interest income                                                           | 9      |               |
| Dividend income                                                           | 795    |               |
| Other                                                                     | 99     | 904           |
| <b>Non-operating expenses</b>                                             |        |               |
| Interest expenses                                                         | 247    |               |
| Commission for syndicated loans                                           | 29     |               |
| Other                                                                     | 66     | 343           |
| <b>Ordinary profit</b>                                                    |        | <b>2,116</b>  |
| <b>Extraordinary income</b>                                               |        |               |
| Gain on sale of investment securities                                     | 142    |               |
| Reversal of provision for loss on business of subsidiaries and associates | 169    | 311           |
| <b>Extraordinary losses</b>                                               |        |               |
| Loss on retirement of non-current assets                                  | 5      |               |
| Loss on valuation of shares of subsidiaries                               | 188    |               |
| Provision for loss on business of subsidiaries and associates             | 83     |               |
| Provision of allowance for doubtful accounts                              | 334    | 610           |
| <b>Profit before income taxes</b>                                         |        | <b>1,816</b>  |
| Income taxes-current                                                      | 435    |               |
| Income taxes-deferred                                                     | (25)   | 410           |
| <b>Profit</b>                                                             |        | <b>1,406</b>  |

Note: Figures presented in the financial statements are rounded down to the nearest million yen.