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Securities Code: 8142

Mailing date: April 10, 2026

Date of commencement of electronic provision measures: April 4, 2026

To our shareholders,

Kuniharu Okuno,
President and Representative Director
TOHO Co., Ltd.
9, 5-chome, Koyochi-nishi,
Higashinada-ku, Kobe, Hyogo, Japan

Notice of the 73rd Ordinary General Meeting of Shareholders

You are cordially notified of the 73rd Ordinary General Meeting of Shareholders of TOHO Co., Ltd. (the “Company”), which will be held as described below.

For this general meeting of shareholders, the Company has taken electronic measures for providing information (“electronic provision measures”) and has posted the electronic provision measures matters on the following Company’s website.

The Company’s website: <https://www.to-ho.co.jp/ir/english.html>

In addition to the website shown above, the Company also has posted this information on the website of Tokyo Stock Exchange, Inc. (TSE). To view the information, please access the TSE website (Listed Company Search), input the issue name (company name) or securities code, and click “Search”, and then click “Basic information” and select “Documents for public inspection/PR information”.

The TSE website (Listed Company Search):

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

If you are not attending the meeting in person, please consider exercising your voting rights in advance in writing (please send by mail) or via the Internet, etc. (See page 2 for details).

1. Date and time: Tuesday, April 28, 2026, at 10:00 a.m. (doors open at 9:15 a.m.)

2. Place: Banquet Hall Kairaku
Main building B1F, Kobe Portopia Hotel
10-1, 6 Chome, Minatojima Nakamachi
Chuo-ku, Kobe, 650-0046 Japan

3. Agenda:

Matters to be reported:

1. Business Report and Consolidated Financial Statements for the 73rd fiscal year (from February 1, 2025 to January 31, 2026), independent auditor’s report on the Consolidated Financial Statements and Audit & Supervisory Board report
2. Non-consolidated Financial Statements for the 73rd fiscal year (from February 1, 2025 to January 31, 2026)

Matters to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Eight (8) Directors

Procedures for Exercise of Voting Rights

Please exercise your voting rights via one of the following methods.

- Attending the meeting:

Date and time of meeting: 10:00 a.m. on Tuesday, April 28, 2026

You are kindly requested to present the enclosed voting card to the receptionist.

We recommend that you arrive early as the reception area will become crowded shortly before the meeting commences.

Please be informed that any persons other than a shareholder entitled to exercise voting right, such as a proxy who is not a shareholder of the Company, may not attend the meeting.

Space dedicated for wheelchair users is available in the venue.

- Not attending the meeting:

➤ Exercise of voting rights via post

Voting deadline: To arrive no later than 6:00 p.m. on Monday, April 27, 2026

Please indicate your approval or disapproval to the proposals on the enclosed voting card and return it so that it will be received by the voting deadline above.

➤ Exercise of voting rights via the Internet, etc.

Voting deadline: No later than 6:00 p.m. on Monday, April 27, 2026

Please exercise your voting rights by visiting the dedicated voting rights exercise website (<https://www.web54.net>) and following the on-screen instructions to indicate your approval or disapproval to the proposals.

A Smart Voting system is available if you wish to exercise your voting rights by smartphone.

Note:

* If nothing is marked in either the approval or disapproval column of the voting card, it shall be deemed as an intention of approval.

* In such instances whereupon you have exercised your voting rights in writing and via the Internet, etc., only the vote via the Internet, etc. shall be deemed effective. If you have exercised your voting rights more than once via PC or smartphone, only the last vote shall be deemed effective.

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- When notifying the convocation, the following matters are not presented in the documents mailed to shareholders because these matters have been posted on the Company's website and the TSE website on the Internet pursuant to the provisions of laws and regulations, and Article 16 of the Company's Articles of Incorporation. The Audit & Supervisory Board Members and the independent auditor audited documents subject to audit including the following matters.
 - Major Offices and Plants, Status of Employees, Principal Lenders and Amounts of Borrowings, Matters Regarding the Independent Auditor, System to Ensure That Execution of Duties by Directors Complies with Laws and Regulations and the Articles of Incorporation, and Other Systems to Ensure Appropriateness of Business Activities of the Company in Business Report
 - Consolidated Statements of Changes in Equity and Notes to Consolidated Financial Statements
 - Non-consolidated Statements of Changes in Equity and Notes to Non-consolidated Financial Statements
 - If any amendments are made to matters subject to the electronic provision measures, the Company will post to that effect and matters before and after the amendments on the respective websites where the matters are posted.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

Based on the dividend policy, and in consideration of future business development and other factors, the year-end dividend for the 73rd fiscal year is proposed as follows:

Year-end dividend

1. Type of dividend property

Cash

2. Allotment of dividend property and total amount thereof

Dividend per common share of the Company: ¥75

Total amount of dividends: ¥799,215,000

(Note) The Company conducted a 3-for-1 stock split of its common shares, effective February 1, 2026. The year-end dividend for the 73rd fiscal year, a record date of which is January 31, 2026, will be paid based on the number of shares held prior to the stock split.

3. Effective date of the dividend of surplus

April 30, 2026

Proposal 2: Election of Eight (8) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this meeting. In that regard, the Company proposes the election of eight (8) Directors, including four (4) Outside Directors.

The candidates for Director are as follows. (Listed from page 5 to page 11) :

Candidate No.	Name	Current position in the Company	Attendance at meetings of the Board of Directors
1	Kuniharu Okuno <input type="checkbox"/> Reelection	President and Representative Director	100% (18/18)
2	Reiko Tagami <input type="checkbox"/> Reelection	Director and Executive Officer	100% (15/15)
3	Daisuke Harada <input type="checkbox"/> Reelection	Director and Executive Officer	100% (15/15)
4	Takashi Moriyama <input type="checkbox"/> New candidate	Standing Adviser	-
5	Naobumi Sato <input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Director	100% (18/18)
6	Hiroshi Harada <input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Director	100% (18/18)
7	Chie Tomari <input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Director	100% (18/18)
8	Kazumasa Yamamura <input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent	Director	100% (15/15)

(Note) The attendance of candidates, Reiko Tagami, Daisuke Harada, and Kazumasa Yamamura at meeting of the Board of Directors covers the period after their assumption of office as Directors of the Company on April 23, 2025.

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts
1	<p style="text-align: center;">Kuniharu Okuno (September 26, 1961)</p> <p style="text-align: center;"><u>Reelection</u></p> <p>Number of the Company's shares held: 2,200 shares</p> <p>Attendance at meetings of the Board of Directors: 18/18</p> <p>Years served as Director: 5 years (at the conclusion of this general meeting of shareholders)</p>	<p>Mar. 1984 Joined the Company</p> <p>Feb. 2006 General Manager of Sales Planning Office, A-Price Division, the Company</p> <p>Aug. 2008 General Manager of Human Resources and General Affairs Department, TOHO Business Service Co., Ltd.</p> <p>Mar. 2011 Director, General Manager of Human Resources and General Affairs Department, TOHO Business Service Co., Ltd.</p> <p>Feb. 2012 President and Representative Director, TOHO Cash & Carry Co., Ltd.</p> <p>Mar. 2019 President and Representative Director, TOHO Business Service Co., Ltd. Director, TOHO CONSTRUCTION Co., Ltd.</p> <p>Mar. 2020 Audit & Supervisory Board Member, TSURUGAYA Co., Ltd.</p> <p>Mar. 2021 Standing Adviser, the Company Audit & Supervisory Board Member, TOHO CONSTRUCTION Co., Ltd.</p> <p>Apr. 2021 Director in charge of Human Resources Department, Compliance Office, the Company</p> <p>Mar. 2022 Audit & Supervisory Board Member, TOHO Store Co., Ltd.</p> <p>Jun. 2022 Director, TOHO Store Co., Ltd.</p> <p>Mar. 2023 Director and Executive Officer, General Manager of Product Strategy Headquarters, the Company Audit & Supervisory Board Member, TOHO Kita Kanto Co., Ltd.</p> <p>Apr. 2025 President and Representative Director, the Company (incumbent)</p>
<p>[Reasons for nomination as candidate for Director]</p> <p>Kuniharu Okuno has gained wide-ranging experience in the sales planning department and the human resources and general affairs department, and since 2012, he has engaged in the management of the group as a representative director of a core group company in the cash & carry (commercial foods cash wholesaling) business division. He possesses extensive knowledge and achievements in the business and management of the Company, partly gained through promoting the product strategy as a Director of the Company from 2021. The Company believes that he is qualified to make decisions regarding important management matters of the group and execute business, and accordingly proposes his reelection as a Director.</p>		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts	
2	<p>Reiko Tagami (November 30, 1969)</p> <p><u>Reelection</u></p> <p>Number of the Company's shares held: 1,100 shares</p> <p>Attendance at meetings of the Board of Directors: 15/15</p> <p>Years served as Director: 1 year (at the conclusion of this general meeting of shareholders)</p>	<p>Apr. 1992</p> <p>Apr. 2013</p> <p>Mar. 2019</p> <p>Feb. 2022</p> <p>Feb. 2024</p> <p>Feb. 2025</p> <p>Mar. 2025</p> <p>Apr. 2025</p> <p>Mar. 2026</p>	<p>Joined SANYO Electric Co., Ltd.</p> <p>Joined the Company</p> <p>General Manager of Human Resources Department, the Company</p> <p>Executive Officer, General Manager of Human Resources Department, the Company</p> <p>Executive Officer in charge of Compliance Office, General Manager of Human Resources Department, the Company</p> <p>Executive Officer in charge of Legal Affairs and Compliance Department, General Manager of Human Resources Department, the Company</p> <p>Audit & Supervisory Board Member, TOHO Food Service Co., Ltd.</p> <p>Director, TOHO Business Service Co., Ltd.</p> <p>Director and Executive Officer in charge of Legal Affairs and Compliance Department and Corporate Communication Department, General Manager of Human Resources Department, the Company (incumbent)</p> <p>Audit & Supervisory Board Member, TOHO Cash & Carry Co., Ltd. (incumbent)</p>
	<p>[Reasons for nomination as candidate for Director]</p> <p>Reiko Tagami has experience and achievements in improvement and reform of personnel affairs in the group, belonging to the Company's human resources department after experience in the sales planning department of a group company. The Company believes that she is qualified to promote the group's human capital management and compliance management, and accordingly proposes her reelection as a Director.</p>		
3	<p>Daisuke Harada (December 18, 1977)</p> <p><u>Reelection</u></p> <p>Number of the Company's shares held: 1,000 shares</p> <p>Attendance at meetings of the Board of Directors: 15/15</p> <p>Years served as Director: 1 year (at the conclusion of this general meeting of shareholders)</p>	<p>Mar. 2001</p> <p>Mar. 2019</p> <p>Mar. 2020</p> <p>Feb. 2022</p> <p>May 2023</p> <p>Feb. 2024</p> <p>Mar. 2025</p> <p>Apr. 2025</p> <p>Mar. 2026</p>	<p>Joined the Company</p> <p>Director, TOHO FOODS HK CO., LTD. (incumbent)</p> <p>In charge of Overseas Subsidiaries, General Manager of Group Strategy Department, the Company</p> <p>Executive Officer in charge of Overseas Subsidiaries, General Manager of Group Strategy Department, the Company</p> <p>Director, TOHO Singapore Pte. Ltd. (incumbent)</p> <p>Executive Officer in charge of Overseas Business and IT Strategy Department, General Manager of Group Strategy Department, the Company</p> <p>Audit & Supervisory Board Member, TOHO Cash & Carry Co., Ltd.</p> <p>Director, TOHO Okinawa Co., Ltd.</p> <p>Director and Executive Officer in charge of Finance Department, Overseas Business, and IT Strategy Department, General Manager of Group Strategy Department, the Company (incumbent)</p> <p>Audit & Supervisory Board Member, TOHO Food Service Co., Ltd. (incumbent)</p>
	<p>[Reasons for nomination as candidate for Director]</p> <p>Daisuke Harada has extensive experience, achievements, and insight gained through leading the group companies as the person responsible for the Company's management planning department, formulating and promoting the group's medium-term management plan, and materializing M&A strategies and overseas business strategies. The Company believes that he is qualified to promote the group's management, and accordingly proposes his reelection as a Director.</p>		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts
4	<p data-bbox="331 398 520 459">Takashi Moriyama (March 28, 1965)</p> <p data-bbox="347 481 504 517">New candidate</p> <p data-bbox="293 539 558 622">Number of the Company's shares held: 2,000 shares</p>	<p data-bbox="574 257 948 286">Apr. 1983 Joined the Company</p> <p data-bbox="574 293 1382 353">Apr. 2005 General Manager of Nishi Kobe Branch, Distributor Division, the Company</p> <p data-bbox="574 360 1326 421">Feb. 2008 General Manager of Kobe Branch, Distributor Division, the Company</p> <p data-bbox="574 427 1382 510">Feb. 2011 General Manager of Chugoku and Shikoku Sales Department and General Manager of Hiroshima Branch, TOHO Food Service Co., Ltd.</p> <p data-bbox="574 517 1350 600">Mar. 2011 Executive Officer, General Manager of Chugoku and Shikoku Sales Department and General Manager of Hiroshima Branch, TOHO Food Service Co., Ltd.</p> <p data-bbox="574 607 1362 667">Mar. 2015 President and Representative Director, TOHO Business Service Co., Ltd.</p> <p data-bbox="574 674 1374 734">Mar. 2019 President and Representative Director, TOHO Food Service Co., Ltd.</p> <p data-bbox="574 741 1394 824">Mar. 2026 Standing Adviser, the Company (incumbent) Audit & Supervisory Board Member, TOHO Business Service Co., Ltd. (incumbent)</p>
<p data-bbox="288 831 783 860">[Reasons for nomination as candidate for Director]</p> <p data-bbox="288 866 1382 1032">Takashi Moriyama gained extensive experience in the Distributor Business (Wholesale of Commercial Foods) division. After that, he was engaged in the management of the group as a representative director of core group companies, respectively in the Food Solutions Business division from 2015 and in the Distributor Business division from 2019. He possesses extensive knowledge and achievements in the business and management of the Company. The Company believes that he is qualified to further enhance synergies across the group and promote the group-wide DX, and accordingly proposes his election as a Director.</p>		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts
5	<p data-bbox="347 394 501 450">Naobumi Sato (May 20, 1956)</p> <p data-bbox="368 479 480 573"> <input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent </p> <p data-bbox="296 607 557 685">Number of the Company's shares held: 2,600 shares</p> <p data-bbox="296 719 557 797">Attendance at meetings of the Board of Directors: 18/18</p> <p data-bbox="336 831 517 987">Years served as Outside Director: 5 years (at the conclusion of this general meeting of shareholders)</p>	<p data-bbox="576 293 1366 322">Apr. 1979 Joined The Daiwa Bank, Ltd. (currently Resona Bank, Limited).</p> <p data-bbox="576 331 1366 383">Dec. 2000 General Manager of No. 1 Sales Division, Shibuya Branch, The Daiwa Bank, Ltd.</p> <p data-bbox="576 392 1394 443">Apr. 2004 Executive Officer, Head of Integration Promotion Office, Planning Department, Resona Holdings, Inc.</p> <p data-bbox="576 452 1394 530">Mar. 2006 Senior Managing Executive Officer in Charge of Systems Division and Administration Planning Division, The Kinki Osaka Bank, Ltd. (currently Kansai Mirai Bank, Limited)</p> <p data-bbox="576 539 1394 651">Jun. 2006 Representative Director and Senior Managing Executive Officer in Charge of Systems Division, Administration Planning Division, Risk Management Division and Accident Prevention Office, The Kinki Osaka Bank, Ltd.</p> <p data-bbox="576 660 1366 716">Apr. 2008 Vice President, Representative Director, Executive Officer, The Kinki Osaka Bank, Ltd.</p> <p data-bbox="576 725 1339 781">Jun. 2010 Standing Audit & Supervisory Board Member, Resona Bank, Limited</p> <p data-bbox="576 790 1281 819">Apr. 2013 President and Representative Director, DACS Co., Ltd.</p> <p data-bbox="576 828 1358 884">Jun. 2019 Part-time Audit & Supervisory Board Member, ASAHI SEIKO CO., LTD.</p> <p data-bbox="576 893 1091 922">Apr. 2021 Director, the Company (incumbent)</p> <p data-bbox="576 931 1058 960">Jun. 2022 Senior Adviser, DACS Co., Ltd.</p> <p data-bbox="576 969 1342 1025">Jun. 2023 Director, The Research Foundation for Microbial Diseases of Osaka University (incumbent)</p> <p data-bbox="746 1034 1128 1064">Director, BIKEN Co., Ltd. (incumbent)</p> <p data-bbox="576 1072 1115 1102">Jul. 2023 Adviser, DACS Co., Ltd. (incumbent)</p>
<p data-bbox="288 1104 1050 1133">[Reasons for nomination as candidate for Outside Director and expected roles]</p> <p data-bbox="288 1142 1394 1272">Naobumi Sato has experience in management at financial institutions and other business companies. Since assuming the office of Outside Director of the Company in April 2021, he has actively participated in meetings of the Board of Directors in supervising business execution and making important decisions. For information system strategies in particular, he provides the Company with meaningful perspectives on every occasion based on his accumulated insights. Accordingly, the Company proposes his reelection as an Outside Director.</p>		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts	
6	<p>Hiroshi Harada (May 18, 1956)</p> <p style="text-align: center;"> <input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent </p> <p>Number of the Company's shares held: 300 shares</p> <p>Attendance at meetings of the Board of Directors: 18/18</p> <p>Years served as Outside Director: 5 years (at the conclusion of this general meeting of shareholders)</p>	<p>Apr. 1981</p> <p>Apr. 2006</p> <p>Apr. 2008</p> <p>Apr. 2012</p> <p>Apr. 2015</p> <p>Apr. 2017</p> <p>Apr. 2021</p>	<p>Joined Kobe City Government</p> <p>Executive Director and Head of General Affairs Division, Foundation for Biomedical Research and Innovation at Kobe</p> <p>Director of General Affairs Division, Kobe City Waterworks Bureau</p> <p>Director and General Manager of Corporate Division, Kobe City Hospital Organization</p> <p>Mayor of Hyogo Ward, Kobe City</p> <p>President and Representative Director, KOBE HARBORLAND Co., Ltd.</p> <p>Director, the Company (incumbent)</p>
<p>[Reasons for nomination as candidate for Outside Director and expected roles]</p> <p>Hiroshi Harada has held important positions in the field of public administration for many years and has experience in corporate management at a business company. Since assuming the office of Outside Director of the Company in April 2021, he has actively participated in meetings of the Board of Directors in supervising business execution and making important decisions. He has provided the Company with valuable perspectives on management issues from an objective viewpoint based on his experience and insights gained to date. Accordingly, the Company proposes his reelection as an Outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts	
7	<p>Chie Tomari (May 29, 1961)</p> <p><input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent</p> <p>Number of the Company's shares held: 500 shares</p> <p>Attendance at meetings of the Board of Directors: 18/18</p> <p>Years served as Outside Director: 3 years (at the conclusion of this general meeting of shareholders)</p>	<p>Apr. 1984</p> <p>Aug. 1999</p> <p>Jan. 2014</p> <p>Jan. 2016</p> <p>Apr. 2017</p> <p>May 2019</p> <p>Apr. 2023</p> <p>Jun. 2023</p> <p>Jun. 2024</p>	<p>Joined TOKYU HANDS INC. (currently Hands Inc.)</p> <p>Joined Senshukai Co., Ltd.</p> <p>Executive Officer, Division Director of General Affairs Division, Senshukai Co., Ltd.</p> <p>Executive Officer, Deputy Division Director of Product Development Division, Senshukai Co., Ltd.</p> <p>Seconded to Planet Work, Co., Ltd. Director, General Manager of Administration Department, and Director, Dears Brain Co., Ltd.</p> <p>Joined Asahi Light Metal Industry Co., Ltd. General Manager of Business Planning Office</p> <p>Director, the Company (incumbent)</p> <p>Director, TEIKOKU ELECTRIC MFG. CO., LTD. (incumbent)</p> <p>Director, CHINO CORPORATION (incumbent)</p>
<p>[Reasons for nomination as candidate for Outside Director and expected roles]</p> <p>Chie Tomari has held important positions at business companies and has extensive experience not only in administration but also in product development. Since assuming the office of Outside Director of the Company in April 2023, she has supervised business execution at the Board of Directors, and provided the Company with valuable and objective opinions based on experience and insight gained through working on the promotion of women's participation and advancement. Accordingly, the Company proposes her reelection as an Outside Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility, and important concurrent posts	
8	Kazumasa Yamamura (January 6, 1961) <input type="checkbox"/> Reelection <input checked="" type="checkbox"/> Outside <input type="checkbox"/> Independent Number of the Company's shares held: - shares Attendance at meetings of the Board of Directors: 15/15 Years served as Director: 1 year (at the conclusion of this general meeting of shareholders)	Apr. 1983	Joined The Mitsui Bank, Limited (currently Sumitomo Mitsui Banking Corporation)
		Apr. 2006	General Manager of Corporate Banking Department, Fukaebashi Branch, Sumitomo Mitsui Banking Corporation
		Apr. 2008	Deputy General Manager of Succession Business Department (Osaka), Sumitomo Mitsui Banking Corporation
		Apr. 2009	Deputy General Manager of Private Advisory Business Department (Osaka), Sumitomo Mitsui Banking Corporation
		Apr. 2010	Seconded to Muromachi Create Co., Ltd. (currently Muromachi Fudousan Create Co., Ltd.)
		Jun. 2010	Executive Officer, General Manager of Kansai Branch, Muromachi Create Co., Ltd.
		Jun. 2012	Director, Executive Officer, General Manager of Kansai Branch, Muromachi Create Co., Ltd.
		Jun. 2014	Director, Managing Executive Officer, General Manager of Kansai Branch, Muromachi Create Co., Ltd.
		Jun. 2018	Director, Managing Executive Officer, President of Kansai Branch, Muromachi Building Co., Ltd.
		Jun. 2020	Director, Senior Managing Executive Officer, President of Kansai Branch, Muromachi Building Co., Ltd.
		Jun. 2023	Deputy General Manager of Muromachi Building Co., Ltd.
		Apr. 2025	Director, the Company (incumbent)
[Reasons for nomination as candidate for Outside Director and expected roles] Kazumasa Yamamura has held important positions at a financial institution, and has gained experience and exceptional insight in management at business companies. Since assuming the office of Outside Director of the Company in April 2025, he has actively participated in meetings of the Board of Directors in supervising business execution and making important decisions. He has provided the Company with valuable perspectives on management issues from an objective viewpoint based on his experience and insights gained to date. Accordingly, the Company proposes his reelection as an Outside Director.			

- Notes:
1. There are no special interests between the candidates and the Company.
 2. Naobumi Sato, Hiroshi Harada, Chie Tomari and Kazumasa Yamamura are candidates for Outside Director.
 3. The Company has entered into agreements with Outside Directors Naobumi Sato and Hiroshi Harada as of April 20, 2021, with Outside Director Chie Tomari as of April 25, 2023, and with Outside Director Kazumasa Yamamura as of April 23, 2025, to limit their liability for damages under Article 423, paragraph 1 of the Companies Act, pursuant to Article 427, paragraph 1 of the same Act. If they are reelected as Directors as proposed, the Company plans to renew the aforementioned agreements with them. The maximum amount of liability for damages under this agreement is the amount provided for under laws and regulations.
 4. The Company has submitted notification to the Tokyo Stock Exchange that Naobumi Sato, Hiroshi Harada, Chie Tomari, and Kazumasa Yamamura have been appointed as independent officers as provided for by the aforementioned Exchange, and the Company plans to submit notification for another term, if they are reelected as Directors as proposed.
 5. The Company has entered into a directors and officers liability insurance (hereinafter, referred to as "D&O Insurance") agreement with an insurance company, through which damages (excluding damages stipulated in the disclaimer in the insurance agreement) will be compensated for in the event that a Director, Audit & Supervisory Board Member, or other such person becomes liable for damages that arise from their duties. The Company bears the entire cost of insurance premiums for the D&O Insurance. Should all candidates be elected and assume the role of Director, the Company plans to insure all Directors with the D&O Insurance. The term of the D&O Insurance agreement is one (1) year, and the Company plans to renew this agreement upon a resolution by the Board of Directors prior to the expiration of said term.
 6. The Company conducted a 3-for-1 stock split of its common shares as of February 1, 2026. However, the number of the Company's shares held by each candidate is stated on a pre-stock-split basis.

[Reference] Criteria for Independence of Outside Directors and Outside Audit & Supervisory Board Members

The Company's Nomination Advisory Committee has outlined the Criteria for Independence of Outside Directors and Outside Audit & Supervisory Board Members as follows, and designates outside officers that do not fall under any of the items below as independent Outside Directors or independent Outside Audit & Supervisory Board Members. In addition, to avoid any concerns regarding independence after an individual assumes office that are caused by a prolonged term of office, the number of consecutive years in office is, in principle, eight years.

- (1) An officer or employee of a group company
 - A person from a group company of the Company
 - A person whose first- to second-degree relative was a Director, Audit & Supervisory Board Member, Senior Officer, Executive Officer, or an Official of a group company in the previous five years
- (2) A person with connections to a major customer
 - A Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of a customer group whose transaction amount accounts for 2% or more of the most recent year-end consolidated sales of the Company. Or a person who held any of the aforementioned positions in the previous three years
 - A Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of a financial institution group from which borrowings account for 1% or more of the most recent year-end consolidated total assets of the Company. Or a person who held any of the aforementioned positions in the previous three years
- (3) A person who provides specialist services (attorney at law, certified public accountant, certified public tax accountant, patent attorney, judicial scrivener, consultant, etc.)
 - A person who has received ¥5 million or more per year in remuneration from group companies in the previous two years
- (4) A person employed by an audit firm that conducts statutory audits of the Company, or a person who was in charge of the auditing services of a group company in the previous three years
- (5) Major Shareholder, etc.
 - A major shareholder (in the event that the shareholder is a corporation, a Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of said corporation) with 5% or more of the voting rights in the Company (in the event that the shareholder is a corporation, the total voting rights of the corporate group that said corporation belongs to)
 - A Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of a corporation with which the Company has a relationship of mutually exchanging Directors, Audit & Supervisory Board Members, and Executive Officers. Or a person who held any of the aforementioned positions in the previous three years
 - A Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of a corporation that is in competition with a group company. Or a person who holds 3% or more of the shares in a competing corporation (in the event that the shareholder is a corporation, a Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of said corporation)
 - A person with any other significant interest in a group company (in the event that the entity with a significant interest is a corporation, a Director, Audit & Supervisory Board Member, Officer, Executive Officer, or employee of said corporation)

[Reference] Skills Matrix of the Board of Directors

If the candidates stated in this notice are elected as proposed, the Board of Directors will compose nine (9) men and three (3) women, and the skills matrix will be as follows.

Name (Position)	Years in office	Corporate management, corporate strategy	Sales, marketing	Finance, accounting, capital policy	Legal affairs, risk management, internal control	HR, labor management	IT, digital	ESG, regional community	Product procurement/ development, logistics
Kuniharu Okuno (President and Representative Director)	5 years	○	○			○			○
Reiko Tagami (Director and Executive Officer)	1 year	○			○	○		○	
Daisuke Harada (Director and Executive Officer)	1 year	○		○			○		
Takashi Moriyama (Director and Executive Officer)	-	○	○						○
Naobumi Sato (Outside Director) (Independent Officer)	5 years	○		○			○		
Hiroshi Harada (Outside Director) (Independent Officer)	5 years	○			○			○	
Chie Tomari (Outside Director) (Independent Officer)	3 years	○				○		○	○
Kazumasa Yamamura (Outside Director) (Independent Officer)	1 year	○		○	○				
Shuichi Fujita (Standing Audit & Supervisory Board Member)	2 years			○	○				
Toru Nakajima (Outside Standing Audit & Supervisory Board Member) (Independent Officer)	5 years	○		○					
Kazuyuki Nakagawa (Outside Audit & Supervisory Board Member) (Independent Officer)	7 years			○					
Akiko Tanetani (Outside Audit & Supervisory Board Member) (Independent Officer)	3 years				○			○	

Note: The above table does not represent all the skills possessed by each individual.