

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 2281

June 6, 2022

To Our Shareholders:

Naoto Chiba  
President and CEO  
**Prima Meat Packers, Ltd.**  
Headquarters: 3-17-4 Higashi-Oi, Shinagawa-ku,  
Tokyo  
Head office: 4-12-2 Higashi-Shinagawa,  
Shinagawa-ku, Tokyo

## Notice of the 75th Annual General Meeting of Shareholders

We are pleased to announce the 75th Annual General Meeting of Shareholders of Prima Meat Packers, Ltd. (the “Company”), which will be held as indicated below.

In order to prevent the spread of infection of COVID-19, you are encouraged to exercise your voting rights prior to the meeting in writing or via the Internet to the extent in which doing so is possible. Regardless of your own state of health, you are strongly urged to refrain from traveling to the venue on the date of the meeting.

Accordingly, please review the attached Reference Documents for Annual General Meeting of Shareholders, and exercise your voting rights by no later than 5:00 p.m. on Monday, June 27, 2022 (JST).

**1. Date and Time:** Tuesday, June 28, 2022, at 10:00 a.m. (JST)

**2. Venue:** “Asuka,” 13th floor, Azur Takeshiba  
1-11-2 Kaigan, Minato-ku, Tokyo

### 3. Purpose of the Meeting:

#### (1) Matters to be reported

- 1) The Business Report and the Consolidated Financial Statements for the 75th fiscal year (from April 1, 2021 to March 31, 2022), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Board of Corporate Auditors
- 2) The Non-consolidated Financial Statements for the 75th fiscal year (from April 1, 2021 to March 31, 2022)

#### (2) Matters to be resolved

- Proposal No. 1:** Appropriation of Surplus  
**Proposal No. 2:** Partial Amendments to the Articles of Incorporation  
**Proposal No. 3:** Election of Six (6) Directors

#### **4. Instructions for Exercising Voting Rights:**

- (1) Exercise of voting rights in writing  
Please indicate your approval or disapproval on the enclosed voting card and return the card to the Company by postal mail so that your vote is received by 5:00 p.m. on Monday, June 27, 2022 (JST).
- (2) Exercise of voting rights via the Internet  
Please read the “Instructions for the Exercise of Voting Rights via the Internet” (in the Japanese original only) and exercise your voting rights by no later than 5:00 p.m. on Monday, June 27, 2022 (JST).
- (3) If the voting rights are exercised both in writing and via the Internet, only the exercise of the voting rights via the Internet shall be valid. If the voting rights are exercised multiple times via the Internet, only the last exercise of the voting rights shall be valid.

- 
- ◎ When you attend the meeting, you are kindly requested to present the enclosed voting card at the reception desk at the Meeting.
  - ◎ “System to Ensure the Properness of Operations,” and “Overview of Operational Status of System to Ensure the Properness of Operations,” in the Business Report, the Notes to Consolidated Financial Statements and the Notes to Non-consolidated Financial Statements are posted on the Company’s website in accordance with laws and regulations, and the provisions of the Company’s Articles of Incorporation. Therefore, they are not included in the attached materials of this Notice of the 75th Annual General Meeting of Shareholders.
  - ◎ If any changes are made to the Reference Documents for Annual General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements or the Non-consolidated Financial Statements, such changes will immediately be posted on the Company’s website.

**The Company’s Website (<https://www.primaham.co.jp>)**

# Reference Documents for the 75th Annual General Meeting of Shareholders

## Proposals and Reference Items

### Proposal No. 1: Appropriation of Surplus

The Company aims to form a corporation that can secure stable earnings and distribute profits continuously. Regarding the appropriation of surplus for the year under review, the Company seeks to enhance its internal reserves to strengthen the management base and enable the required investments for the future, while realizing a stable dividend by distributing profits to shareholders. Toward this end, after giving comprehensive consideration to factors such as business results and future business development, the Company has decided to pay a year-end dividend of ¥45 per share.

As the Company has already paid a mid-term dividend of ¥20 per share, the annual dividend will be ¥65 per share for the fiscal year under review.

The Company proposes to pay a year-end dividend for the current fiscal year as follows:

#### Year-end dividends

1 Type of dividend property	To be paid in cash.
2 Allotment of dividend property and their aggregate amount	¥45 per common share of the Company Total dividends: ¥2,265,249,375
3 Effective date of dividends	June 29, 2022

**Proposal No. 2: Partial Amendments to the Articles of Incorporation**

1. Reasons for Proposal

- (1) The Company will change the term of office of Directors to one year in order to create a corporate structure that can respond quickly to changes in the business environment and to further strengthen corporate governance by clarifying the responsibilities of management and increasing opportunities for shareholder confidence.
- (2) In accordance with the amendment provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) that are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation due to the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format.
  - (i) Article 16 (Measures, etc. for Providing Information in Electronic Format), paragraph 1 of the amended Articles of Incorporation will be established because it is mandated that the Articles of Incorporation stipulate that measures be taken for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.
  - (ii) Article 16 (Measures, etc. for Providing Information in Electronic Format), paragraph 2 of the amended Articles of Incorporation will be established to allow for limiting the scope of items among those items to be provided through the measures for providing information in electronic format that constitutes the content of reference documents for general meeting of shareholders, etc. that are stated in paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents to within the scope prescribed by the Ordinance of the Ministry of Justice.
  - (iii) With the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format, the provisions of Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for General Meeting of Shareholders, Etc.) of the pre-amended Articles of Incorporation will no longer be required and will be deleted.
  - (iv) Supplementary provisions regarding the effect of provisions above to be established and deleted will be established. Additionally, these supplementary provisions shall be deleted on the date when their effective period has elapsed.

2. Details of Amendments

(Underlined portions indicate amendments.)

Current Articles of Incorporation	Proposed Amendments
Article 1 – 15 (Omitted)	Article 1 – 15 (Unchanged)
<p><u>Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for General Meeting of Shareholders, Etc.)</u></p> <p><u>When the Company convenes a General Meeting of Shareholders, if it discloses information that is to be stated or indicated in the Reference Documents for the General Meeting of Shareholders, Business Report, Financial Statements and Consolidated Financial Statements through the internet in accordance with the provisions prescribed by the Ordinance of the Ministry of Justice, it may be deemed that the Company has provided this information to shareholders.</u></p>	(Deleted)

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<u>Article 16 (Measures, etc. for Providing Information in Electronic Format)</u>
	<ol style="list-style-type: none"> <li data-bbox="817 293 1394 427">1. <u>When the Company convenes a General Meeting of Shareholders, it shall take measures for providing information that constitutes the content of the Reference Documents for the General Meeting of Shareholders, etc. in electronic format.</u></li> <li data-bbox="817 439 1394 629">2. <u>Among items to be provided through the measures for providing information in electronic format, the Company shall not be required to include all or part of any item designated by the Ordinance of the Ministry of Justice in paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.</u></li> </ol>
Article 17 – Article 20 (Omitted)	Article 17 – Article 20 (Unchanged)
Article 21 (Term of Office of Directors)	Article 21 (Term of Office of Directors)
<ol style="list-style-type: none"> <li data-bbox="210 772 759 884">1. The term of office of Directors shall expire upon conclusion of the Annual General Meeting of Shareholders to be held for the last fiscal year ending within <u>two years</u> after his/her election.</li> <li data-bbox="210 896 759 996">2. <u>The term of office of Directors who is elected to increase the number of Directors or to fill a vacancy shall expire when the term of office of incumbent Director expires.</u></li> </ol>	<p data-bbox="817 772 1394 884">The term of office of Directors shall expire upon conclusion of the Annual General Meeting of Shareholders to be held for the last fiscal year ending within <u>one year</u> after his/her election.</p> <p data-bbox="1050 891 1150 920">(Deleted)</p>
Article 22 – Article 38 (Omitted)	Article 22 – Article 38 (Unchanged)
(Newly established)	<u>(Supplementary Provisions)</u>
	<u>Article 1 (Transitional Measures for Providing Informational Materials for the General Meeting of Shareholders in Electronic Format)</u>
	<ol style="list-style-type: none"> <li data-bbox="817 1240 1394 1570">1. <u>The deletion of Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for General Meeting of Shareholders, Etc.) of the pre-amended Articles of Incorporation and the establishment of the Article 16 (Measures, etc. for Providing Information in Electronic Format) of the amended Articles of Incorporation shall be effective from September 1, 2022, the date of enforcement of the amendment provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter referred to as the “Date of Enforcement”).</u></li> <li data-bbox="817 1581 1394 1771">2. <u>Notwithstanding the provision of the preceding paragraph, Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for General Meeting of Shareholders, Etc.) of the pre-amended Articles of Incorporation shall remain effective regarding any General Meeting of Shareholders held on a date within six months from the Date of Enforcement.</u></li> <li data-bbox="817 1783 1394 1939">3. <u>The provisions in this Article shall be automatically deleted on the date when six months have elapsed from the Date of Enforcement or the date when three months have elapsed from the date of the General Meeting of Shareholders set forth in the preceding paragraph, whichever is later.</u></li> </ol>

**Proposal No. 3: Election of Six (6) Directors**

The terms of office of all five (5) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes to increase the number of Outside Directors by one (1) for further strengthening management supervisory functions, and, thus proposes the election of six (6) Directors. Additionally, to ensure fairness and transparency in determining candidates for Directors, the Company consults with the Executive Advisory Committee composed of the President and Representative Director and the Outside Directors, follows a recommendation by the Committee, and passes resolution by the Board of Directors for the determination.

The candidates for Directors are as follows:

Candidate No.	Name	Current Position in the Company	Attributes of Candidates	Number of Board of Directors' Meetings Attended
1	Naoto Chiba	President and Representative Director	Reappointment	15/15 (100.0%)
2	Hidefumi Suzuki	Director	Reappointment	15/15 (100.0%)
3	Kenichi Tai	Director	Reappointment	15/15 (100.0%)
4	Takeshi Yamashita	Director	Reappointment Outside Director Independent officer	15/15 (100.0%)
5	Yuzo Ide	Director	Reappointment Outside Director Independent officer	15/15 (100.0%)
6	Yoshino Tsujita	-	New appointment Outside Director Independent officer	-

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
1	Naoto Chiba (Born October 31, 1958)  Reappointment  Number of years in office as Director 6 years  Number of Board of Directors' Meetings Attended 15/15 (100.0%)	<p>Apr. 1983      Joined ITOCHU Corporation</p> <p>Apr. 2004      General Manager, Grain &amp; Feed Department of ITOCHU Corporation</p> <p>Apr. 2005      General Manager, Planning &amp; Administration Department, Food Company of ITOCHU Corporation</p> <p>Apr. 2007      Chief Operating Officer, Fresh Food &amp; Food Distribution Division of ITOCHU Corporation</p> <p>Apr. 2013      Chief Operating Officer, Fresh Food Division of ITOCHU Corporation</p> <p>Apr. 2014      Executive Officer of ITOCHU Corporation</p> <p>Apr. 2014      Chief Operating Officer, Food Products Marketing &amp; Distribution Division of ITOCHU Corporation</p> <p>Apr. 2015      Seconded to Dole Asia Holdings Pte. Ltd. (Executive Vice President, Director) (residing in Singapore)</p> <p>Apr. 2016      Managing Executive Officer assigned to Processed Foods Business Division and Fresh Meats Business Division, in charge of Audit Department of the Company</p> <p>Jun. 2016      Managing Director and General Manager, Processed Foods Business Division of the Company</p> <p>Jun. 2018      President and Representative Director of the Company (current position)</p> <p>Jun. 2019      President and Executive Officer of the Company (current position)</p> <p><b>Reasons for nomination as candidate for director</b> Mr. Naoto Chiba has had significant success in increasing the Company's earnings, and as Chairman of the Board of Directors he has managed the Board of Directors appropriately. The Company therefore deems him to be a suitable person as a director responsible for further improving the corporate value of the Group, and nominates him to continue as a director.</p>	16,000

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
2	<p>Hidefumi Suzuki (Born November 18, 1957)</p> <p>Reappointment</p> <p>Number of years in office as Director 5 years</p> <p>Number of Board of Directors' Meetings Attended 15/15 (100.0%)</p>	<p>Apr. 1980      Joined ITOCHU Corporation</p> <p>Feb. 1988      Registration as an attorney in New York State, the United States</p> <p>Apr. 2011      Executive Officer and General Manager, Legal Division of ITOCHU Corporation</p> <p>Apr. 2013      Managing Director of Dole International Holdings Inc.</p> <p>Apr. 2014      Senior Vice President of Dole Asia Holdings Pte. Ltd.</p> <p>Sep. 2015      Senior Vice President, General Counsel, and North America Compliance Officer of ITOCHU International Inc.</p> <p>Jan. 2017      Concurrent General Manager, Washington Office of ITOCHU International Inc.</p> <p>Apr. 2017      Managing Executive Officer of the Company In charge of Legal Division and Environmental Management Division of the Company</p> <p>Jun. 2017      Director of the Company (current position)</p> <p>Jun. 2019      In charge of Compliance, Legal and Environmental Affairs of the Company (current position)</p>	3,100
<p><b>Reasons for nomination as candidate for director</b></p> <p>Mr. Hidefumi Suzuki has utilized abundant experience at and broad knowledge of general trading companies as well as sophisticated expert knowledge of management and administration and corporate legal operations in his responsibilities for the Company's corporate legal operations. The Company therefore deems that his experience and knowledge can be utilized to further improve the corporate value of the Group, and nominates him to continue as a director.</p>			



Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
3	Kenichi Tai (Born September 12, 1966)  Reappointment  Number of years in office as Director 3 years  Number of Board of Directors' Meetings Attended 15/15 (100.0%)	<p>Apr. 1989      Joined ITOCHU Corporation</p> <p>Apr. 2010      ITOCHU (Thailand) Ltd. (residing in Bangkok)</p> <p>Jul. 2011      ITOCHU Management (Thailand) Co., Ltd. (residing in Bangkok) and ITOCHU (Thailand) Ltd.</p> <p>Apr. 2014      General Manager, Meat Products Department of ITOCHU Corporation</p> <p>Apr. 2016      General Manager, Meat Products Department and Manager, Meat Products Section No.1 of ITOCHU Corporation</p> <p>Sep. 2018      General Manager, Meat Products Department and Manager, Meat Products Section No.2 of ITOCHU Corporation</p> <p>Apr. 2019      Chief Operating Officer, Fresh Food Division of ITOCHU Corporation (current position)</p> <p>Jun. 2019      Director of the Company (current position)</p> <p>Apr. 2021      Executive Officer, ITOCHU Corporation (current position)</p> <p>[Significant Concurrent Positions outside the Company] Director of Japan Foods Co., Ltd. Director of Food Management Support Corporation President Commissioner of PT. ANEKA TUNA INDONESIA Representative Director of Dole International Holdings, Inc. Director of Dole Asia Holdings Pte. Ltd.</p> <p><b>Reasons for nomination as candidate for director</b> Mr. Kenichi Tai has global and abundant experience at a general trading company and broad-ranging and professional knowledge relating to fresh foods in general, such as meat products. The Company therefore deems that his experience and knowledge can be utilized to further improve the corporate value of the Group, and nominates him to continue as a director.</p>	0
4	Takeshi Yamashita (Born January 31, 1946)  Reappointment  Outside Director  Independent officer  Number of years in office as Director 10 years  Number of Board of Directors' Meetings Attended 15/15 (100.0%)	<p>Apr. 1985      Professor at Hiroshima University</p> <p>Apr. 1997      Professor at Tokai University</p> <p>Jul. 1997      Registration as an attorney</p> <p>Apr. 1999      Part-time Lecturer of International Corporate Strategy at Graduate School of Hitotsubashi University</p> <p>Jun. 2003      Corporate Auditor of the Company</p> <p>Jun. 2012      Director of the Company (current position)</p> <p>[Significant Concurrent Positions outside the Company] Attorney (Hibiya Park Law Offices)</p> <p><b>Reasons for nomination as candidate for outside director and outline of expected roles</b> Mr. Takeshi Yamashita has abundant experience and sophisticated expert knowledge as a university professor and an attorney. The Company therefore deems that he will be able to provide oversight and supervision of the Company's management from an independent standpoint, and nominates him to continue as an outside director. If elected, he is expected to provide an objective and neutral voice as a member of the Executive Advisory Committee for matters involving the appointment and dismissal of candidates for the Company's officers, officer remuneration, and other vital matters involved in corporate governance. He has never in the past been involved in the management of a company except as an outside officer. However, the Company judges he will appropriately fulfill his duties as an outside director based on the above reasons.</p>	0

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
5	<p data-bbox="343 548 550 638">Yuzo Ide (Born September 24, 1954)</p> <p data-bbox="367 660 526 694">Reappointment</p> <p data-bbox="359 716 534 750">Outside Director</p> <p data-bbox="343 772 550 806">Independent officer</p> <p data-bbox="319 828 574 907">Number of years in office as Director 2 years</p> <p data-bbox="343 929 550 1041">Number of Board of Directors' Meetings Attended 15/15 (100.0%)</p>	<p data-bbox="582 286 1204 347">Apr. 1977      Joined Wacoal Corp. (current Wacoal Holdings Corp.)</p> <p data-bbox="582 353 1204 414">Apr. 2006      Corporate Officer of Wacoal Corp. (operating corporation)</p> <p data-bbox="582 421 1204 481">Apr. 2008      Director and Senior Managing Corporate Officer of Wacoal Corp. (operating corporation)</p> <p data-bbox="582 488 1204 548">Apr. 2014      Director and Vice President Corporate Officer of Wacoal Corp. (operating corporation)</p> <p data-bbox="582 555 1204 589">Jun. 2014      Managing Director of Wacoal Holdings Corp.</p> <p data-bbox="582 595 1204 629">Jun. 2016      Director of Wacoal Holdings Corp.</p> <p data-bbox="582 636 1204 757">Jun. 2018      Director of Wacoal Corp. (operating corporation) (The former Wacoal Corp. transitioned into a holding company and changed its corporate name to Wacoal Holdings Corp. in July 2005.)</p> <p data-bbox="582 763 1204 824">May 2020      Outside Director of COSMO CO., LTD. (current position)</p> <p data-bbox="582 831 1204 864">Jun. 2020      Director of the Company (current position)</p> <p data-bbox="582 871 1204 904">[Significant Concurrent Positions outside the Company]</p> <p data-bbox="582 911 1204 945">Outside Director of COSMO CO., LTD.</p>	400
<p data-bbox="582 972 1324 1028"><b>Reasons for nomination as candidate for outside director and outline of expected roles</b></p> <p data-bbox="582 1034 1401 1198">Mr. Yuzo Ide has been in charge of corporate management at a major global manufacturer and has abundant experience and deep knowledge related to overseas business development and management strategy. The Company therefore deems that he will be able to provide oversight, support and appropriate advice from an independent standpoint in order to promote the Company's management strategy, and nominates him to continue as an outside director.</p> <p data-bbox="582 1205 1401 1305">If elected, he is expected to provide an objective and neutral voice as a member of the Executive Advisory Committee for matters involving the appointment and dismissal of candidates for the Company's officers, officer remuneration, and other vital matters involved in corporate governance.</p>			

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
6	Yoshino Tsujita (Born August 19, 1964)  New appointment  Outside Director  Independent officer	<p>Mar. 1987      Joined Swiss Bank Securities Corporation</p> <p>Jan. 1989      Joined Salomon Brothers Asia Securities Ltd.</p> <p>Jun. 1999      Vice President of The Chase Manhattan Bank</p> <p>Feb. 2001      Vice President of JPMorgan Securities Japan Co., Ltd.</p> <p>Mar. 2002      Joined Japan Tobacco Inc.</p> <p>Jun. 2006      General Manager, Corporate Planning Division of Japan Tobacco Inc.</p> <p>Sep. 2014      General Manager, Compliance Office of Japan Tobacco Inc.</p> <p>Apr. 2016      General Manager, Media and Investor Relations Division of Japan Tobacco Inc.</p> <p>Mar. 2020      Representative Director of Relier Inc. (current position)</p> <p>Apr. 2020      Outside Director of Yukiguni Maitake Co., Ltd. (current position)</p> <p>[Significant Concurrent Positions outside the Company] Representative Director of Relier Inc. Outside Director of Yukiguni Maitake Co., Ltd.</p>	0
<p><b>Reasons for nomination as candidate for outside director and outline of expected roles</b></p> <p>Ms. Yoshino Tsujita has global and abundant experience in both domestic and international companies, deep knowledge related to management and diversity, and sophisticated expert knowledge of finance and accounting. The Company therefore deems that she will be able to provide oversight, support and appropriate advice from an independent standpoint in order to promote the Company's management strategy, and nominates her to be a new candidate for outside director. If elected, she is expected to provide an objective and neutral voice as a member of the Executive Advisory Committee for matters involving the appointment and dismissal of candidates for the Company's officers, officer remuneration, and other vital matters involved in corporate governance.</p>			

- (Notes) 1. There is no special interest between each candidate and the Company.
2. Mr. Takeshi Yamashita, Mr. Yuzo Ide, and Ms. Yoshino Tsujita are candidates for outside director as specified in Article 2, Item 15 of the Companies Act.
  3. At the conclusion of this Annual General Meeting of Shareholders, Mr. Takeshi Yamashita's tenure since assuming office as outside director of the Company will have been ten years.
  4. At the conclusion of this Annual General Meeting of Shareholders, Mr. Yuzo Ide's tenure since assuming office as outside director of the Company will have been two years.
  5. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Kenichi Tai, Mr. Takeshi Yamashita, and Mr. Yuzo Ide to limit the liability for damages under Article 423, Paragraph 1 of the said Act. The maximum amount of liability for damages under such agreement is the minimum liability amount provided for under Article 425, Paragraph 1 of the Companies Act. If the reappointment of Mr. Kenichi Tai, Mr. Takeshi Yamashita, and Mr. Yuzo Ide is approved, the Company plans to continue the aforementioned agreement with them.
  6. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company plans to enter into an agreement with Ms. Yoshino Tsujita to limit the liability for damages under Article 423, Paragraph 1 of the said Act if her election is approved. The maximum amount of liability for damages under such agreement will be the minimum liability amount provided for under Article 425, Paragraph 1 of the Companies Act.
  7. The Company has submitted a notification to the Tokyo Stock Exchange, Inc. concerning the appointment of Mr. Takeshi Yamashita and Mr. Yuzo Ide as independent officers as provided for by the aforementioned exchange. If their reappointment is approved, the Company plans to submit a notification of its designation of their continued positions as independent officers.
  8. If the election of Ms. Yoshino Tsujita is approved, the Company plans to submit a notification to the Tokyo Stock Exchange, Inc. concerning her appointment as an independent officer as provided for by the aforementioned exchange.

9. The Company has entered into a directors and officers liability insurance agreement with an insurance company, and the insurance agreement covers damages, litigation expenses, etc. that the insured may incur in the event of a claim for damages from shareholders, third parties, etc. Currently, each candidate with the exception of Ms. Yoshino Tsujita is insured under this insurance agreement and if the election of each candidate is approved, all candidates including Ms. Yoshino Tsujita shall be included as insured under this agreement. In addition, the Company plans to renew the agreement with the same terms and conditions at the next renewal.
10. The “Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company” of Mr. Naoto Chiba, Mr. Hidefumi Suzuki, and Mr. Kenichi Tai include their positions and assignments as executives over the past ten years and currently at ITOCHU Corporation, the Company’s parent company, and its subsidiary companies, etc.

## Board of Director Skill Matrix Following this General Meeting of Shareholders (Plan)

(Note) The following will be the skill matrix for the Board of Directors if each candidate listed in the Notice of the 75th Annual General Meeting of Shareholders is elected as proposed.

As of June 28, 2022

Position, etc.	Name	Diversity		General company experience					Industry-specific
		Age	Gender	Senior mgmt.	Global	Finance, accounts	HR, talent devt.	Internal control, legal, compliance	Manu-facturing exp.
President and Representative Director	Naoto Chiba	63	Male	•	•			•	•
Director	Hidefumi Suzuki	64	Male	•	•			•	•
Director	Kenichi Tai	55	Male	•	•				
Outside Director (part-time)	Takeshi Yamashita	76	Male		•			•	
Outside Director (part-time)	Yuzo Ide	67	Male	•	•		•		•
Outside Director (part-time)	Yoshino Tsujita	57	Female	•	•	•			
Outside Corporate Auditor	Koichi Sato	61	Male			•	•	•	
Outside Corporate Auditor	Hideki Shimosawa	59	Male			•		•	
Corporate Auditor (part-time)	Kenichiro Soma	55	Male		•	•			
Outside Corporate Auditor (part-time)	Akemi Sunaga	60	Female			•		•	