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Securities code: 1377

August 5, 2022

To Shareholders

Hiroshi Sakata, President and Representative Director
SAKATA SEED CORPORATION
2-7-1 Nakamachidai, Tsuzuki-ku, Yokohama-City,
Kanagawa

Notice of Convocation of the 81st General Meeting of Shareholders

Time/Date	10 a.m., Thursday, August 25, 2022
Place	Room Nichirin, 5th Floor, Yokohama Bay Sheraton Hotel & Towers 1-3-23 Kitasaiwai, Nishi-ku, Yokohama, Kanagawa
Agenda items	Matters to be reported 1. Business report and consolidated financial statements for the 81st fiscal year (from June 1, 2021 to May 31, 2022), and the audit reports of the consolidated financial statements for the same fiscal year by the financial auditor and the Audit & Supervisory Board 2. Non-consolidated financial statements for the 81st fiscal year (from June 1, 2021 to May 31, 2022) Matters to be resolved Proposal No. 1 Appropriation of Surplus Proposal No. 2 Partial Amendment to the Articles of Incorporation

- The reception desk will open at 9 a.m. on the day of the meeting.
- Upon arrival at the meeting venue, please submit the enclosed Form for Exercising Voting Rights to the reception desk.
- As permitted by Japanese law and the provisions of Article 16 of our Articles of Incorporation, the Notes to the Consolidated Financial Statements and the Notes to the Non-Consolidated Financial Statements have been disclosed on our website, and are not included with this Notice of Convocation of the 81st General Meeting of Shareholders. Therefore, the documents provided with this notice represent part of the consolidated or non-consolidated financial statements that were audited by the Audit & Supervisory Board Members in preparing their audit report and the financial auditor in preparing its audit reports.
Sakata Seed Corporation website: <https://corporate.sakataseed.co.jp/ir/stock/meeting.html>
- In the case of any necessary revision to the business report, consolidated (non-consolidated) financial statements, and/or reference documents for the general meeting of shareholders, the revised documents will be shared on the website above.
- Please note that non-shareholders such as proxies and those who accompany shareholders are not allowed to attend the meeting.
- In principle, photography as well as audio and/or video recording are not permitted at the venue of the general meeting of shareholders. Thank you for your cooperation.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Appropriation of Surplus

Sakata Seed Corporation (the “Company”) considers the return of profits to shareholders an important management issue, and our basic policy is to provide stable and ongoing profit distribution.

For the year-end dividend for the 81st fiscal year, since profit attributable to owners of parent for the fiscal year ended May 31, 2022 significantly exceeded the previously announced earnings forecasts, the Company has revised the dividend forecast previously announced, proposing a year-end dividend of ¥27 per share. As a result, the annual dividend per share, including the interim dividend of ¥18 per share already paid, will be ¥45 per share, an increase of ¥7 per share from the previous fiscal year.

Year-end dividends

Form of dividend distribution	To be paid in cash
Distribution of dividends and the total amount	¥27 per common share of the Company Total dividend payout: ¥1,198,939,806
Effective date of dividend distribution	August 26, 2022

Proposal No. 2 Partial Amendment to the Articles of Incorporation

1. Reasons for proposed amendment

- (1) Since the revised 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) are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation in preparation for the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format.
 - (i) Under the revised law, the Articles of Incorporation must require that the information contained in the reference documents for the general meeting of shareholders, etc., be provided electronically. Therefore, the proposed Paragraph 1 of Article 16 (Measures, etc. for Providing Information in Electronic Format) will be established.
 - (ii) The proposed Paragraph 2 of Article 16 (Measures, etc. for Providing Information in Electronic Format) will be established regarding measures for electronic provision of information contained in the reference documents for the general meeting of shareholders, etc. This is to enable scope limitation for the documents to be delivered to shareholders who request such delivery, to that stipulated by the relevant the Ministry of Justice Order.
 - (iii) Since the provisions for Article 16 of the current Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) will no longer be required, they will be deleted.
 - (iv) Supplementary provisions regarding the effective date will be established for the aforementioned establishment and deletion of article provisions. These supplementary provisions will be deleted after the effective date.
- (2) Article 5 (Method of Public Notification) of the current Articles of Incorporation will be amended to improve public notification and streamline the relevant procedures. The Company's method of public notification will be changed from the *Nihon Keizai Shimbun* to electronic public notice. Moreover, appropriate measures will be taken when electronic public notice becomes infeasible due to unavoidable circumstances.
- (3) The Act for Partially Amending the Industrial Competitiveness Enhancement Act and Other Related Acts (Act No. 70 of 2021) is now in effect, and listed companies can hold a general meeting of shareholders without a fixed location. Therefore, Paragraph 2 of Article 13 (Meeting Convocation) of the Articles of Incorporation will be established to expand the ways that the general meeting of shareholders can be held. It should be noted that a general meeting of shareholders would only be held without a designated location in special circumstances such as during an epidemic or a natural disaster. This would only be in cases where the Board of Directors decides that it is in the best interests of shareholders. Furthermore, in making this change, the Company has obtained confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice of Japan that the change meets the requirements stipulated in the Ordinance of the Ministry of Economy, Trade and Industry and the Ordinance of the Ministry of Justice as contributing to strengthening industrial competitiveness while taking into consideration the interests of shareholders.
- (4) In consideration of future business development, Paragraph 15 of Article 2 (Purpose) of the current Articles of Incorporation will be added in order to expand the purpose of the business. In addition, the numbering of items shall be adjusted in accordance with the addition of the business purpose.

2. Amendment details

The amendment details are as follows:

(Underlined parts indicate amendment)

Current Articles of Incorporation	Proposed Amendment
Article 2 (Purpose) The purpose of the Company shall be to engage in the following business activities: (1) to (14) (Omitted) (Newly established) (15) to (16) (Omitted)	Article 2 (Purpose) The purpose of the Company shall be to engage in the following business activities: (1) to (14) (Unchanged) <u>(15) Communication and information service business related to agriculture and horticulture</u> (16) to (17) (Unchanged)

Current Articles of Incorporation	Proposed Amendment
<p>Article 5 (Method of Public Notification)</p> <p><u>The Company's public notices shall appear in the <i>Nihon Keizai Shimbun</i>.</u></p>	<p>Article 5 (Method of Public Notification)</p> <p>The Company's public notices shall be issued <u>electronically. However, if electronic public notification becomes infeasible due to an accident or other unavoidable reason, the public notice shall appear in the <i>Nihon Keizai Shimbun</i>.</u></p>
<p>Article 13 (Meeting Convocation)</p> <p>(Omitted)</p> <p>(Newly established)</p>	<p>Article 13 (Meeting Convocation)</p> <p>(Unchanged)</p> <p><u>2. A general meeting of shareholders may only be held without a designated location in special circumstances such as during an epidemic or a natural disaster. This shall only be permitted in cases where the Board of Directors decides that it is in the best interests of shareholders.</u></p>
<p>Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</p> <p><u>When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, non-consolidated financial statements and consolidated financial statements (including the corresponding audit reports by the financial auditor and the Audit & Supervisory Board) through the Internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</u></p>	<p>(Deleted)</p>
<p>(Newly established)</p> <p>(Newly established)</p>	<p><u>Article 16 (Measures, etc. for Providing Information in Electronic Format)</u></p> <p><u>1. Whenever the Company convenes a general meeting of shareholders, it shall provide the relevant reference documents for the general meeting of shareholders, etc. in electronic format.</u></p> <p><u>2. Of the matters subject to measures for provision in electronic format, the Company may forgo stating all or part of the matters stipulated by the Ministry of Justice Order in written documents delivered to shareholders who have requested delivery of printed documents before the prescribed cutoff date for voting.</u></p> <p><u>(Supplementary Provisions)</u></p>
	<p><u>Article 1 (Transitional Measures for Providing Informational Materials for the General Meeting of Shareholders in Electronic Format)</u></p> <p><u>1. The deletion of Article 16 of the pre-amended Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) and the establishment of the replacement Article 16 (Measures, etc. for Providing Information in Electronic Format) in the post-amended Articles of Incorporation shall become effective on September 1, 2022.</u></p> <p><u>2. Notwithstanding the provisions of the preceding paragraph, Article 16 of the current Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) shall remain effective regarding a general meeting of shareholders whose date falls within six months from September 1, 2022.</u></p> <p><u>3. These Supplementary Provisions shall be deleted on the date when six months have elapsed from September 1, 2022 or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.</u></p>