

(Notes)

1. This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail.
2. “Audit & Supervisory Board Member(s)” and “Audit & Supervisory Board” described herein mean “Kansayaku” and “Kansayaku-kai” stipulated in the Japanese Companies Act respectively.

Stock Code 2503

March 6, 2023

(Start Date of Electronic Provision Measures Matters February 24, 2023)

To: Our Shareholders

Convocation Notice of the 184th Ordinary General Meeting of Shareholders

Please be advised that the 184th Ordinary General Meeting of Shareholders of Kirin Holdings Company, Limited will be held as set forth below.

Yours very truly,

Yoshinori Isozaki
President & Chief Executive Officer
Kirin Holdings Company, Limited
10-2, Nakano 4-chome,
Nakano-ku, Tokyo

Please carefully consider whether or not to attend the Ordinary General Meeting of Shareholders, taking into account the status of the COVID-19 infection on the day of the meeting and your own physical condition, etc. **In lieu of attending the meeting, you may exercise your voting rights in advance by one of the following methods.** If you do not attend the meeting, please review the attached “Reference Documents for the Ordinary General Meeting of Shareholders” and exercise your voting rights **by 5:30 p.m. (JST) on March 29, 2023 (Wed).**

Exercise of voting rights via the Internet, etc.: [Translation omitted.]

Exercise of voting rights by post: [Translation omitted.]

The Ordinary General Meeting of Shareholders will be streamed live via the Internet. For more details, please refer to pages 5-6.

For the convening of this Ordinary General Meeting of Shareholders, information contained in the Reference Documents for the Ordinary General Meeting of Shareholders, etc. (matters to be electronically provided) is provided electronically, and is posted on the Company’s website as “Convocation Notice of the 184th Ordinary General Meeting of Shareholders” and “Other Electronic Provision Measures Matters of the 184th Ordinary General Meeting of Shareholders (Matters Omitted from this Convocation Notice of the Ordinary General Meeting of Shareholders).”

The Company’s website	https://www.kirinholdings.com/jp/investors/stock/agm/
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In addition to the above, such information is also available on the website of the Tokyo Stock Exchange (TSE). If you are unable to access the Company’s website, please go to the TSE’s website below, enter the stock name (Kirin Holdings) or stock code (2503), search for it, and select “Basic information” and “Public documents/PR information” to confirm them.

The TSE’s website	https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show
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Details of the Meeting

1. Date and Time:

March 30, 2023 (Thursday) at 10:00 a.m. (JST) (Reception opens at 9:00 a.m.)

2. Venue:

Ballroom, B2 (2nd basement floor), The Prince Park Tower Tokyo
8-1, Shiba Koen 4-chome, Minato-ku, Tokyo

3. Agenda:

Matters to be reported:

- 1) Business report, consolidated financial statements, and the results of the audit of the consolidated financial statements by the Accounting Auditor and the Audit & Supervisory Board for the 184th fiscal year (January 1, 2022 to December 31, 2022).
- 2) Financial statements for the 184th fiscal year (January 1, 2022 to December 31, 2022).

Matters to be voted on

- | | |
|-----------------|---|
| Proposal No. 1: | Appropriation of surplus |
| Proposal No. 2: | Partial amendment to the Articles of Incorporation |
| Proposal No. 3: | Election of twelve (12) Directors of the Board |
| Proposal No. 4: | Election of two (2) Audit & Supervisory Board Members |

4. Exercise of Voting Rights

In the event that any shareholder votes via both the Internet, etc. and postal mail (double-voting), only the vote via the Internet, etc. will be deemed valid.

If any shareholder submits multiple votes via the Internet, etc. in respect of any single voting matter, only the last vote will be deemed valid.

- END -

Other Electronic Provision Measures Matters (matters omitted from this Convocation Notice of the Ordinary General Meeting of Shareholders)

In accordance with relevant laws and regulations, as well as Article 15 of the Company's Articles of Incorporation, the following items are posted only on the Company's website described on page 1 of this Convocation Notice of the Ordinary General Meeting of Shareholders and the TSE's website, and therefore are not attached to the Convocation Notice of the Ordinary General Meeting of Shareholders.

- (1) Accounting Auditor and Systems to Ensure Appropriate Operation and the Status of Its Implementation
- (2) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements
- (3) Statement of Changes in Net Assets and Notes to Financial Statements


The business report, which has been audited by Audit & Supervisory Board Members, and the consolidated financial statements and financial statements, which have been audited by both the Audit & Supervisory Board Members and the Accounting Auditor, are comprised of not only the documents referred to in the documents attached to this Convocation Notice of the Ordinary General Meeting of Shareholders, but also the items listed in (1), (2) and (3) above.

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- If there are any revisions to the electronic provision measures matters, such revisions will be posted on each website. .
 - **Please note that the Company will not hand out souvenirs and samples of its products at the Ordinary General Meeting of Shareholders. We would appreciate your understanding.**
 - Under the revised Companies Act, which came into effect on September 1, 2022, a system that enables electronic provision of relevant reference documents for General Meetings of Shareholders* has been implemented. Under this system, as a general rule, materials for General Meetings of Shareholders can be viewed via the Internet by accessing the website. Documents for the General Meeting of Shareholders will be sent in writing only to shareholders who have requested the delivery of documents in accordance with the prescribed method by the record date for voting right.
* Reference Documents for General Meetings of Shareholders, Business Report, Audit Report, Financial Statements and Consolidated Financial Statements
 - **Notwithstanding the revision of Companies Act mentioned above, the Company has uniformly sent materials for General Meeting of Shareholders for this Ordinary General Meeting of Shareholders in writing as before. The Company plans to send such materials for General Meeting of Shareholders to be held in the future in writing, except for some of the contents, only to the shareholders who have requested the delivery in writing. We would appreciate your understanding.**

[Inquiries regarding the system for electric provision of relevant reference documents]

Mitsubishi UFJ Trust and Banking Corporation

Securities Agency Division

 0120-696-505 (toll free)

Contact hours: From 9:00 a.m. to 5:00 p.m. (except weekends and holidays)

Notice Regarding Exercise of Voting Rights

[Translation omitted.]

Notice Regarding Live Streaming via the Internet

The Company's General Meeting of Shareholders will be streamed live on the Internet and can be accessed as follows.

1. Date of live streaming

March 30, 2023 (Thu), from 10 a.m. to the end of the General Meeting of Shareholders

*The live viewing page will be accessible from 9:30 a.m., 30 minutes before the start time.

2. To view live stream

- (1) Please access the Ordinary General Meeting of Shareholders' online website "Engagement Portal" (the "Website") by entering the following URL on your computer, smartphone, or other device, or by scanning the QR code below.

URL

<https://engagement-portal.tr.mufg.jp/>



(QR code)

- (2) Please enter the following ID and password on the Website, read the terms of use, check "利用規約に同意する" and click the "ログイン" button.

- 1) ID: Login ID (15 one-byte alphanumeric characters) listed on the right side of the Voting Rights Exercise Form
 - 2) Password: Temporary password (6 one-byte numbers) on the right side of the Voting Rights Exercise Form
- *Please make sure to keep your ID and password with you before mailing the Voting Rights Exercise Form.
- *Passwords changed on the "Voting Rights Exercise Website" will not be carried over to Website.

The image shows a document titled "KIRIN 第184回定時株主総会 議決権行使書" (KIRIN 184th Annual General Meeting Voting Rights Exercise Form). It contains a table for shareholder information and a section for login details. A red circle highlights the "ログインID" (Login ID) field with the value "1111-2222-3333-444" and the label "① ID". Another red circle highlights the "仮パスワード" (Temporary Password) field with the value "123456" and the label "② Password".

- (3) Please click the "当日ライブ視聴" button on the Website, check the terms of use, select the "利用規約に同意する" check box, and then click the "View" button.

3. Method for testing viewing environment

After logging in to the Website, by the method described in "2. To view live stream", the viewing environment can be tested in advance by clicking the "視聴環境テストサイト" button.

4. Notes on live stream

- (1) Please note that the Company may not be able to provide live stream due to unavoidable events. In such case, the Company will make an announcement on its website (<https://www.kirinholdings.com/jp/investors/stock/agm/>).


- (2) Please note that viewing the live stream is not recognized as “participation” in the General Meeting of Shareholders under the Companies Act. Accordingly, shareholders will not be able to exercise their voting rights, pose questions, or make comments via the live stream.
- (3) The live stream is available only to shareholders.
- (4) Actions such as photographing, making a video recording, making a sound recording, storing, and sharing on social media of live stream are strictly prohibited.
- (5) Please note that problems with video and sound, interruption of live streaming, and other problems may occur depending on the Internet environment and other factors.
- (6) Shareholders may be unable to watch the live stream depending on their device and network environment.
- (7) Any incidental fees resulting from accessing the Website and/or live stream, such as Internet connection fees and communication charges, shall be borne by shareholders.

5. Guidance for shareholders who are attending the meeting

While photographing/filming at the venue of the General Meeting of Shareholders for live stream purposes, the Company will make reasonable efforts to limit the on-screen images to the Company’s executives in consideration of shareholders’ privacy. However, filming or photography of shareholders in attendance may be unavoidable. Your understanding would be much appreciated.

[Inquiries regarding Website]

Mitsubishi UFJ Trust and Banking Corporation
Securities Agency Division

 0120-676-808 (toll free)

Contact
hours

From 9:00 a.m. to 5:00 p.m. (except weekends and holidays)
(March 30, 2023 (Thu), from 9 a.m. to the end of the 184th
Ordinary General Meeting of Shareholders)

Reference Documents for the Ordinary General Meeting of Shareholders

Proposal No. 1: Appropriation of surplus

The Board proposes the payment of a year-end dividend of ¥36.50 per share after taking various factors into account, including the Company's operating results for this fiscal year, and the business environment, in accordance with the Company's dividend policy. As a result, including the interim dividend of ¥32.50 per share, the annual dividend for this fiscal year will amount to ¥69 per share, an increase of ¥4 over the previous fiscal year.

1. Matters regarding year-end dividend:

- (1) Matters related to the allocation of the dividend property to shareholders and the total amount thereof:

¥36.50 per share of the Company's common stock

Total amount: ¥29,630,492,753

- (2) Effective date of payment of dividend:

March 31, 2023

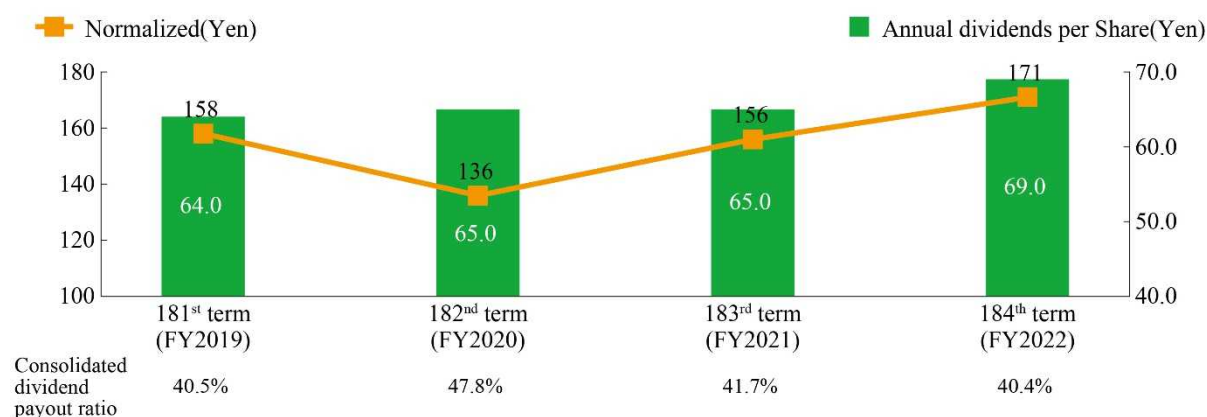
The Company's Dividend Policy

We consider a return of profits to shareholders to be one of the most important management issues, based on the capital policy formulated in the Kirin Group Medium-Term Business Plan 2022 – 2024. Since our establishment in 1907, the Company has consistently distributed a dividend to shareholders in every financial period. In addition to the stable and continuous payment of dividends based on "Consolidated dividend payout ratio*¹ of 40% or more of normalized EPS*²," we will also consider opportunities to acquire treasury stock as an additional return to shareholders, taking into consideration the optimal capital structure, market environment, and financial resources after investment.

*¹ Consolidated dividend payout ratio calculated in accordance with International Financial Reporting Standards (IFRS).

*² Normalization: By removing other operating income or expenses, etc. and other non-recurring items, it is adjusted to reflect actual earnings more accurately.

(Reference) Annual dividends per share and normalized EPS



Proposal No. 2: Partial amendment to the Articles of Incorporation

1. Reasons for the Amendment

With the enforcement of the “Act for Partially Amending the Industrial Competitiveness Enhancement Act and Other Related Acts,” it has become possible for listed companies to hold General Meetings of Shareholders with no specified location (so-called “Virtual-Only General Meeting of Shareholders”) under certain conditions, as stipulated in the Articles of Incorporation.

The Company believes that the benefit of the Virtual-Only General Meeting of Shareholders is that it will enable flexible holding of General Meetings of Shareholders, and also will help to further invigorate General Meetings of Shareholders by reducing the burden on shareholders in remote areas and creating an environment where more shareholders could easily attend. In addition, the Company also believes that enabling the holding of the Virtual-Only General Meeting of Shareholders will contribute to measures against infectious diseases, among others, and will also be in line with the recent progress of digitization of society as a whole.

For the above reasons, paragraph 3 will be newly added to Article 13 of the current Articles of Incorporation in order to expand the options for holding General Meetings of Shareholders and to enable the holding of the Virtual-Only General Meeting of Shareholders.

The Company does not currently have any plans to hold a Virtual-Only General Meeting of Shareholders. In the event that the Company holds a Virtual-Only General Meeting of Shareholders, the Board of Directors will carefully deliberate and make resolutions with respect to its necessity and appropriateness in order to ensure the interests and rights of shareholders, and its background and details of the holding procedure (methods of attendance, questioning and exercising voting rights of shareholders, and other necessary matters) will be announced when the General Meeting of Shareholders is convoked.

In submitting this proposal, the Company has received confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice pursuant to the provisions of the Order of the Ministry of Economy, Trade and Industry and the Order of the Ministry of Justice.

2. Contents of the Amendment

The current Articles of Incorporation and proposed amendments are as follows:

(Underlined parts show proposed changes.)

Current Articles of Incorporation	Proposed Amendment
(Convocation) Article 13. The ordinary general meeting of shareholders shall be convened in March of each year. Extraordinary general meetings of shareholders shall be convened whenever necessary. (Newly established)	(Convocation) Article 13. (Unchanged) (Unchanged) <u>The Company may hold a general meeting of shareholders that has no specified location.</u>

Proposal No. 3: Election of twelve (12) Directors of the Board

Upon the close of this Ordinary General Meeting of Shareholders, the terms of office of all twelve (12) Directors of the Board will expire.

Accordingly, shareholders are requested to elect twelve (12) Directors of the Board.

The candidates for the positions of Directors of the Board are as follows:

No.	Name (Age)		Current title and responsibilities at the Company	Rate and number of attendance at Board Meetings	Number of years in office
1	Candidate for Reelection	Yoshinori Isozaki (69)	President & Chief Executive Officer	100% (13 times of 13 meetings)	8 years
2	Candidate for Reelection	Keisuke Nishimura (66)	Representative Director, Senior Executive Vice President Business Alliance and Investment Strategy; Overseas Business; Global Craft Beer Strategy	100% (13 times of 13 meetings)	11 years
3	Candidate for Reelection	Toshiya Miyoshi (64)	Director of the Board, Senior Executive Officer PR Strategy; Risk Management; Legal	100% (13 times of 13 meetings)	8 years
4	Candidate for Reelection	Takeshi Minakata (61)	Director of the Board, Senior Executive Officer Health Strategy; President of Health Science Division	100% (9 times of 9 meetings)	1 year
5	New Candidate	Junko Tsuboi (60)	Senior Executive Officer Personnel and General Affairs	—	—
6	Candidate for Reelection	Masakatsu Mori (76)	Non-executive Director Chairman of the Board	100% (13 times of 13 meetings)	4 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
7	Candidate for Reelection	Hiroyuki Yanagi (68)	Non-executive Director Member of the Nomination and Remuneration Advisory Committee	92% (12 times of 13 meetings)	4 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
8	Candidate for Reelection	Chieko Matsuda (58)	Non-executive Director Chairperson of the Nomination and Remuneration Advisory Committee	100% (13 times of 13 meetings)	3 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
9	Candidate for Reelection	Noriko Shiono (62)	Non-executive Director Member of the Nomination and Remuneration Advisory Committee	100% (13 times of 13 meetings)	3 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				

No.	Name (Age)	Current title and responsibilities at the Company	Rate and number of attendance at Board Meetings	Number of years in office	
10	Candidate for Reelection	Rod Eddington (73)	Non-executive Director	92% (12 times of 13 meetings)	3 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
11	Candidate for Reelection	George Olcott (67)	Non-executive Director	100% (13 times of 13 meetings)	3 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
12	New Candidate	Shinya Katanozaka (67)	—	—	—
	Candidate for Non-executive Director				
	Candidate for Independent Officer				

- (Notes)
1. Age is as of the date of this Ordinary General Meeting of Shareholders.
 2. Among Mr. Takeshi Minakata's responsibilities, "Health Strategy" is scheduled to be changed to "Health Science Strategy" by a resolution of the Board of Directors to be held after the conclusion of this Ordinary General Meeting of Shareholders.
 3. As for the attendance at the Board Meetings of Mr. Takeshi Minakata, the Board Meetings applicable to him are only those held on and after March 30, 2022, the date of his assumption of office.
 4. The number of years in office is the number of years since each candidate assumed office as Director of the Board of the Company (until the close of this Ordinary General Meeting of Shareholders).

No. 1 **Yoshinori Isozaki**



Candidate for Reelection

Date of birth	August 9, 1953
Number of the Company's shares held	64,648 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities

April 1977	Joined the Company
March 2004	Director of San Miguel Corporation
March 2007	General Manager of Corporate Planning Dept. of the Company
March 2008	Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2009	Senior Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2010	Managing Director of the Company (resigned in March 2012)
March 2012	President & CEO of Kirin Brewery Company, Limited (resigned in January 2015)
January 2013	President & Chief Executive Officer of Kirin Company, Limited
March 2015	President & Chief Executive Officer of the Company (Present Position)
September 2021	President & CEO of Kirin Brewery Company, Limited (resigned in January 2022)

Reasons for nomination as a candidate for Director of the Board

Mr. Yoshinori Isozaki has worked in the areas of business development, overseas business, and corporate planning, among others, since he joined the Company and has considerable business experience and deep insight in the management of the Group. Since taking office as President & CEO of the Company in 2015, he has realized the structural reform of the Group centered on (i) strengthening and growing profit base in the beer business, one of the Company's core businesses, and (ii) restructuring and revitalizing low-profit businesses. Further, he has ensured to promote management reform including enhancement of corporate governance. In recent years, he has demonstrated strong leadership in responding to changes in the business environment caused by soaring raw material prices and sudden exchange rate fluctuations associated with global geopolitical risk and others, and led the Group's business recovery. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" and achieving the "Kirin Group 2022-2024 Medium-Term Business Plan" toward continuous improvement of corporate value and overseeing the entire Kirin Group.

Note:

No conflict of interests exists between the Company and Mr. Yoshinori Isozaki.

No. 2 Keisuke Nishimura



Candidate for Reelection

Date of birth	December 7, 1956
Number of the Company's shares held	61,006 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities

April 1980	Joined the Company
March 2007	Chairman and CEO of Kirin (China) Investment Co., Ltd
March 2009	Director of San Miguel Corporation
April 2009	Director and Executive Vice President of San Miguel Brewery Inc.
October 2011	Director of San Miguel Brewery Inc. (Present Position) Executive Officer and General Manager of Strategy Planning Dept. of the Company
March 2012	Director of the Board of the Company
March 2014	Managing Director of the Company Director and Chairman of the Coca-Cola Bottling Company of Northern New England, Inc.
March 2015	Representative Director of the Board, Senior Executive Officer of the Company
August 2015	Director & Vice Chairman of Myanmar Brewery Limited
April 2016	Director of Myanmar Brewery Limited
March 2017	Representative Director, Senior Executive Vice President of the Company (Present Position) Senior Executive Officer of Kirin Company, Limited Director & Vice Chairman of Myanmar Brewery Limited
December 2018	Director of the Coca-Cola Bottling Company of Northern New England, Inc. (currently Coca-Cola Beverages Northeast, Inc.)
March 2019	Director of Lion Pty Ltd. (Present Position)
February 2022	Director & Chairman of Myanmar Brewery Limited (resigned in January 2023)
Responsible for	Business Alliance and Investment Strategy, Overseas Business, Global Craft Beer Strategy

Significant positions concurrently held at other companies and organizations

Director, Lion Pty Ltd.
Director, San Miguel Brewery Inc.

Reasons for nomination as a candidate for Director of the Board

Mr. Keisuke Nishimura has worked in the areas of human resource management, corporate planning, and overseas business, among others, since he joined the Company and has considerable business experience and deep insight in the management of the Group. Since taking office as Director of the Board of the Company in 2012, he has primarily been in charge of business alliance and investment strategy and overseas business, and has made a great contribution toward the structural reform of the Group, including promotion of global craft beer business strategy and withdrawal from the low-profit overseas businesses. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks

needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" and achieving the "Kirin Group 2022-2024 Medium-Term Business Plan" toward continuous improvement of corporate value and overseeing the entire Kirin Group.

Note:

No conflict of interests exists between the Company and Mr. Keisuke Nishimura.

No. 3 Toshiya Miyoshi



Candidate for Reelection

Date of birth	December 30, 1958
Number of the Company's shares held	24,247 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities

April 1982	Joined the Company
March 2008	Representative Director and President & CEO of Yokohama Akarenga Inc.
March 2010	General Manager of Personnel & General Affairs Dept. of the Company
March 2012	Executive Officer and General Manager of Personnel & General Affairs Dept. of the Company
January 2013	Executive Officer and Director of Group Personnel & General Affairs of the Company
	Executive Officer and General Manager of Personnel Dept. of Kirin Company, Limited
March 2014	Senior Executive Officer and Director of Group Personnel & General Affairs of the Company
	Senior Executive Officer and General Manager of Personnel Dept. of Kirin Company, Limited
March 2015	Director of the Board, Senior Executive Officer of the Company (Present Position)
	Senior Executive Officer of Kirin Company, Limited
	Director of San Miguel Brewery Inc. (Present Position)
March 2019	Director of Kirin Brewery Company, Limited
March 2021	Director of Kirin Beverage Company, Limited (Present Position)
Responsible for	PR Strategy, Risk Management, Legal

Significant positions concurrently held at other companies and organizations

Director, Kirin Beverage Company, Limited
 Director, San Miguel Brewery Inc.

Reasons for nomination as a candidate for Director of the Board

Mr. Toshiya Miyoshi has worked in the areas of human resource management, corporate planning, and diversification of business, among others, since he joined the Company and has considerable business experience and deep insight in the management of the Group. Since taking office as Director of the Board of the Company in 2015, he has been in charge of a wide range of areas such as human resources & general affairs strategy, marketing strategy, branding strategy and risk management, among others, and has made a great contribution towards the structural reform and management reform of the Group, including strengthening corporate governance. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" and achieving the "Kirin Group 2022-2024 Medium Term Business Plan" toward continuous improvement of corporate

value and overseeing the entire Kirin Group.

Note:

No conflict of interests exists between the Company and Mr. Toshiya Miyoshi.

No. 4 Takeshi Minakata



Candidate for Reelection

Date of birth	December 31, 1961
Number of the Company's shares held	7,135 shares
Rate of and number of times attending Board Meetings	100% (9 times of 9 meetings)

Profile, title and responsibilities

April 1984	Joined the Company
March 2012	General Manager of Corporate Planning Dept. of Kirin Brewery Company, Limited
January 2013	Executive Officer and General Manager of Corporate Planning Dept. of Kirin Company, Limited
March 2015	Executive Officer and General Manager of Corporate Planning Dept. of Kirin Brewery Company, Limited
March 2015	Senior Executive Officer and Director of Group Strategy Planning of the Company
March 2016	Senior Executive Officer and General Manager of Corporate Planning Dept. of Kirin Company, Limited
April 2016	Senior Executive Officer of the Company (resigned in March 2018)
March 2018	President and CEO of Myanmar Brewery Limited
March 2018	Executive Director of the Board, President & Chief Executive Officer of Kyowa Hakko Bio Co., Ltd. (resigned in December 2021)
March 2020	Senior Executive Officer of the Company
March 2022	Director of the Board, Senior Executive Officer of the Company
April 2022	Director of Kyowa Kirin Co., Ltd. (Present Position)
April 2022	Director of the Board, Senior Executive Officer, President of Health Science Division of the Company (Present Position)
Responsible for	Health Strategy, President of Health Science Division

Significant positions concurrently held at other companies and organizations

Director of Kyowa Kirin Co., Ltd.

Reasons for nomination as a candidate for Director of the Board

Mr. Takeshi Minakata has worked in the areas of production, corporate planning, and overseas business since he joined the Company, and has considerable business experience and deep insight in the management of the Group. He served as President of the Company's subsidiaries in Japan and overseas since taking office as Senior Executive Office of the Company in 2015 and served as President of Health Science Division since taking office as Director of the Board of the Company in 2022, and has made a great contribution in structural reform and management reform of the Group by building the foundations for growth in the Overseas Business and Health Science domain. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" and achieving the "Kirin Group 2022-2024 Medium-Term Business Plan" toward continuous

improvement of corporate value and overseeing the entire Kirin Group.

Notes:

1. No conflict of interests exists between the Company and Mr. Takeshi Minakata.
2. Among Mr. Takeshi Minakata's responsibilities, "Health Strategy" is scheduled to be changed to "Health Science Strategy" by a resolution of the Board of Directors to be held after the conclusion of this Ordinary General Meeting of Shareholders.

No. 5 Junko Tsuboi



New Candidate

Date of birth	August 8, 1962
Number of the Company's shares held	18,631 shares

Profile, title and responsibilities

April 1985	Joined the Company
March 2005	General Manager of Corporate Communication Dept. of Kirin Beverage Company, Limited
March 2010	Director of the Board, President and CEO of Yokohama Akarenga Inc.
March 2012	General Manager of CSR Promotion Dept. and Corporate Communication Dept. of the Company
November 2012	General Manager of Corporate Communication Dept. of the Company
January 2013	General Manager of Strategic Branding Dept., CSV Division of Kirin Company, Limited
March 2014	Executive Officer, General Manager of Strategic Branding Dept., CSV Division of Kirin Company, Limited
March 2019	Senior Executive Officer, General Manager of Strategic Branding Dept. of the Company
June 2020	Outside Director of FANCL Corporation (Present Position)
March 2022	Senior Executive Officer of the Company (Present Position)

Responsible for	Personnel and General Affairs
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Significant positions concurrently held at other companies and organizations

Outside Director, FANCL Corporation

Reasons for nomination as a candidate for Director of the Board

Ms. Junko Tsuboi has worked in the areas of manufacturing technology, marketing, public relations and diversified business, among others, since she joined the Company, and has considerable business experience and deep insight in the management of the Group. She was responsible for marketing strategy and brand strategy after taking office as Senior Executive Office of the Company in 2019 and has been responsible for personnel and general affairs since 2022, and has made a great contribution towards management reform of the Group based on her deep insight regarding internal and external stakeholders. For the reasons above, the Board has determined that she is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" and achieving the "Kirin Group 2022-2024 Medium-Term Business Plan" toward continuous improvement of corporate value and overseeing the entire Kirin Group.

Note:

No conflict of interests exists between the Company and Ms. Junko Tsuboi.

No. 6 Masakatsu Mori



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	January 22, 1947
Number of the Company's shares held	21,700 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities

April 1969	Joined Arthur Andersen, LLP
February 1989	Japan Representative of Andersen Consulting (currently Accenture Japan Ltd.)
December 1995	President and Management Director of Andersen Consulting
April 2003	Chairman and Management Director of Accenture Japan Ltd.
September 2005	Chairman and Director of Accenture Japan Ltd.
September 2007	Chief Corporate Advisor of Accenture Japan Ltd.
October 2009	President of International University of Japan
June 2010	Outside Director of STANLEY ELECTRIC CO., LTD (Present Position)
October 2012	Trustee of International University of Japan
November 2013	Vice Chairman of International University of Japan
March 2015	Audit & Supervisory Board Member of the Company
April 2018	Senior Advisor of International University of Japan (Present Position)
March 2019	Non-executive Director of the Company (Present Position)
November 2020	External Statutory Auditor of FAST RETAILING CO., LTD. (Present Position)
Responsible for	Chairperson of the Board

Significant positions concurrently held at other companies and organizations

Senior Advisor, International University of Japan
 Outside Director, STANLEY ELECTRIC CO., LTD.
 External Statutory Auditor, FAST RETAILING CO., LTD.

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. Masakatsu Mori has considerable experience acquired over many years spent in management of a consulting firm, as well as a president and trustee of a university. He has a wide range of knowledge and particularly exceptional insight in corporate management based on his specialized expertise in finance and accounting. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that he, as Non-executive Director going forward, is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. Masakatsu Mori.
2. Mr. Masakatsu Mori is a candidate for the position of Non-executive Director.
3. Mr. Masakatsu Mori was an Audit & Supervisory Board Member for 4 years from March 2015 until March 2019.
4. As of the close of this Ordinary General Meeting of Shareholders, Mr. Masakatsu Mori has served 4 years as a Non-executive Director since his election.
5. Mr. Masakatsu Mori is an independent officer as prescribed in the regulations of Tokyo Stock Exchange, Inc., etc., and he is expected to remain an independent officer if he is re-elected and appointed as a Director of the Board.

No. 7 **Hiroyuki Yanagi**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	November 20, 1954
Number of the Company's shares held	4,100 shares
Rate of and number of times attending Board Meetings	92% (12 times of 13 meetings)

Profile, title and responsibilities

April 1978	Joined Yamaha Motor Co., Ltd.
March 2010	President, Chief Executive Officer and Representative Director of Yamaha Motor Co., Ltd.
January 2018	Chairman and Representative Director of Yamaha Motor Co., Ltd.
March 2019	Non-executive Director of the Company (Present Position) Outside Director of AGC Inc. (Present Position)
March 2021	Chairman and Director of Yamaha Motor Co., Ltd.
June 2021	Outside Director of Japan Airlines Co., Ltd. (Present Position)
January 2022	Director of Yamaha Motor Co., Ltd.
March 2022	Adviser of Yamaha Motor Co., Ltd. (Present Position)
June 2022	Outside Director, Mitsubishi Electric Corporation
Responsible for	Member of the Nomination & Remuneration Advisory Committee

Significant positions concurrently held at other companies and organizations

Adviser, Yamaha Motor Co., Ltd.
 Outside Director, AGC Inc.
 Outside Director, Japan Airlines Co., Ltd.
 Outside Director, Mitsubishi Electric Corporation

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. Hiroyuki Yanagi has considerable experience acquired over many years as a corporate executive. He has a wide range of knowledge and particularly highly specialized expertise in brand development in the global market through technological development and innovation through his experience as President, Chief Executive Officer and Representative Director, and Chairman and Representative Director of Yamaha Motor Co., Ltd. Based on this, we expect him to provide valuable opinions and suggestions to the management of the Company from an objective and professional perspective as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. Hiroyuki Yanagi.
2. Mr. Hiroyuki Yanagi is a candidate for the position of Non-executive Director.
3. As of the close of this Ordinary General Meeting of Shareholders, Mr. Hiroyuki Yanagi has

served 4 years as a Non-executive Director since his election.

4. At Mitsubishi Electric Corporation, where Mr. Hiroyuki Yanagi is serving as an Outside Director, inappropriate quality-related practices at several manufacturing sites were discovered in and after April 2021, and the final investigation results were published in October 2022. Although he was not aware of this fact in advance, which came to light after his appointment as Director of Mitsubishi Electric Corporation, he regularly cautioned about the importance of compliance and its thoroughness in the Board, etc. In addition, after the discovery of this fact, he has been fulfilling his responsibilities by instructing measures to prevent recurrence, among others.
5. Mr. Hiroyuki Yanagi is an independent officer as prescribed in the regulations of Tokyo Stock Exchange, Inc., etc., and he is expected to remain an independent officer if he is re-elected and appointed as a Director of the Board.

No. 8 **Chieko Matsuda**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	November 18, 1964
Number of the Company's shares held	1,700 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities

April 1987	Joined The Long-Term Credit Bank of Japan, Limited
October 1998	Joined Moody's Japan K.K.
September 2001	Joined Corporate Directions, Inc.
May 2006	Representative Director of Matrix, Inc.
October 2006	Vice President (Partner) of Booz and Company, Inc.
April 2011	Professor of School of Business Administration, Faculty of Urban Liberal Arts (currently Faculty of Economics and Business Administration) at Tokyo Metropolitan University (Present Position)
	Professor of Department of Business Administration, Graduate School of Social Sciences (currently Graduate School of Management) at Tokyo Metropolitan University (Present Position)
March 2016	Audit & Supervisory Board Member of the Company
March, 2020	Non-executive Director of the Company (Present Position)
June 2020	Outside Director of IHI Corporation (Present Position)
Responsible for	Chairperson of the Nomination & Remuneration Advisory Committee

Significant positions concurrently held at other companies and organizations

Professor, Faculty of Economics and Business Administration, Tokyo Metropolitan University
 Professor, Graduate School of Management, Tokyo Metropolitan University
 Outside Director, IHI Corporation

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Ms. Chieko Matsuda has considerable experience and a wide range of knowledge acquired through financial and capital market operations and management consulting services, including reputable banking and credit rating agencies, especially exceptional insight in corporate management based on her specialized expertise in finance and corporate governance. Based on her experience and insight, she specializes in corporate and financial strategies and has an impressive background in academic research on corporate management and capital markets. Based on this, we expect her to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that she is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Ms. Chieko Matsuda.
2. Ms. Chieko Matsuda is a candidate for the position of Non-executive Director.
3. Ms. Chieko Matsuda was formerly an Audit & Supervisory Board Member of the Company for 4 years from March 2016 until March 2020.
4. As of the close of this Ordinary General Meeting of Shareholders, Ms. Chieko Matsuda has served 3 years as a Non-executive Director since her election.
5. Ms. Chieko Matsuda is an independent officer as prescribed in the regulations of Tokyo Stock Exchange, Inc., etc., and she is expected to remain an independent officer if she is re-elected and appointed as a Director of the Board.

No. 9 **Noriko Shiono**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	October 18, 1960
Number of the Company's shares held	8,189 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities	
August 1983	Joined Japan New Media Co., Ltd.
March 2010	Representative Director, President of SSP Co., Ltd.
January 2014	President and Corporate Officer of Konami Sports & Life Co., Ltd. (currently Konami Sports Co., Ltd.)
May 2016	Chairman, Director of Konami Sports Co., Ltd.
October 2017	President of Widex Japan (Present Position)
March 2018	Non-executive Director of Kirin Company, Limited
March 2019	Strategic Advisor of the Company
March 2020	Non-executive Director of the Company (Present Position)
Responsible for	Member of the Nomination & Remuneration Advisory Committee

Significant positions concurrently held at other companies and organizations
President, Widex Japan

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Ms. Noriko Shiono has considerable experience and a wide range of knowledge acquired over many years as a corporate executive. She has exceptional insight in corporate management and marketing based on her specialized expertise in pharmaceuticals and healthcare strategy as a Representative Director, President of SSP Co., Ltd., and as President of Widex Japan, a medical device manufacturer. Based on this, we expect her to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director, particularly for the Company to launch and develop new businesses in Health Science domain. For the reasons above, the Board has determined that she is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Ms. Noriko Shiono.
2. Ms. Noriko Shiono is a candidate for the position of Non-executive Director.
3. As of the close of this Ordinary General Meeting of Shareholders, Ms. Noriko Shiono has served 3 years as a Non-executive Director since her election.
4. Ms. Noriko Shiono was a Non-executive Director of Kirin Company, Limited for 1 year from March 2018 to March 2019.
5. Ms. Noriko Shiono is an independent officer as prescribed in the regulations of Tokyo Stock Exchange, Inc., etc., and she is expected to remain an independent officer if she is re-elected and appointed as a Director of the Board. She served as Strategic Advisor to the Board of Directors of the Company for 1 year from March 2019 to March 2020 and she had previously served as a Non-executive Director of Kirin Company, Limited. As a result of the abolition of

the Board of Directors of Kirin Company, Limited, she assumed the position of Strategic Advisor, which is equivalent to a Non-executive Director of the Company. The Company has determined that her appointment will not affect the Company's independence.

No. 10 **Rod Eddington**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	January 2, 1950
Number of the Company's shares held	0 shares
Rate of and number of times attending Board Meetings	92% (12 times of 13 meetings)

Profile, title and responsibilities

September 1979	Joined John Swire & Sons (H.K.) Ltd.
April 1992	Managing Director of Cathay Pacific Airways Limited
January 1997	Outside Director of John Swire & Sons (Australia) Pty Ltd. (Present Position)
April 2000	Chief Executive Officer of British Airways plc
January 2006	Outside Director of CLP Holdings Limited (Present Position)
March 2011	Director of Lion Pty Ltd
March 2012	Chairman, Independent Non-Executive Director of Lion Pty Ltd (Present Position)
March 2020	Non-executive Director of the Company (Present Position)

Significant positions concurrently held at other companies and organizations

Chairman, Independent Non-Executive Director of Lion Pty Ltd
 Outside Director, John Swire & Sons (Australia) Pty Ltd.
 Outside Director, CLP Holdings Limited

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Sir Rod Eddington has exceptional insight in corporate management and corporate governance acquired through considerable experience as a corporate executive and director of numerous global companies over many years. In addition, since he serves as Chairman of an Advisory Council of the Australia Japan Business Co-operation Committee and as a member of the International Advisory Committee of Mitsubishi Corporation, he has a deep understanding of the economies and markets of Japan and other Asia-Pacific countries, and has built an expansive network. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company regarding its global strategy among others as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Sir Rod Eddington.
2. Sir Rod Eddington is a candidate for the position of Non-executive Director. He served as a Director of the Board of Lion Pty Ltd from March 2011 to March 2012, and as a Chairman of the Board of Lion Pty Ltd from March 2012 to the present. All of these positions were/are non-executive officers.
3. As of the close of this Ordinary General Meeting of Shareholders, Sir Rod Eddington has served 3 years as a Non-executive Director since his election.

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4. Sir Rod Eddington is an independent officer as prescribed in the regulations of Tokyo Stock Exchange, Inc., etc., and he is expected to remain an independent officer if he is re-elected and appointed as a Director of the Board.
 5. Sir. Rod Eddington's name will be shown as "Roderick Eddington" in the commercial registration.

No. 11 **George Olcott**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	May 7, 1955
Number of the Company's shares held	2,300 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities

July 1986	Joined S.G. Warburg & Co., Ltd.
February 1999	President of UBS Asset Management (Japan) President of Japan UBS Brinson Group
June 2000	Managing Director, Equity Capital Market, UBS Warburg Tokyo
September 2001	Judge Business School, University of Cambridge
March 2005	FME Teaching Fellow, Judge Business School, University of Cambridge
March 2008	Senior Fellow, Judge Business School, University of Cambridge
April 2014	Guest Professor, Faculty of Business and Commerce, Keio University
March 2020	Non-executive Director of the Company (Present Position)
June 2022	Audit & Supervisory Board Member of Toyota Motor Corporation

Significant positions concurrently held at other companies and organizations

Audit & Supervisory Board Member, Toyota Motor Corporation

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. George Olcott has considerable experience in international financial markets, including in investment banking operations. He has exceptional insight in corporate management based on his academic expertise in human resource development and corporate governance in global management. Based on his experience and insight, he also has an impressive background in academic research focused on improving the value of Japanese companies and relevant experience as a director of several leading listed companies in Japan. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. George Olcott.
2. Mr. George Olcott is a candidate for the position of Non-executive Director.
3. As of the close of this Ordinary General Meeting of Shareholders, Mr. George Olcott has served 3 years as a Non-executive Director since his election.
4. In December 2019, DENSO CORPORATION, where Mr. George Olcott held the position of Outside Director until June 2022, was issued guidance by (a) the Personal Information Protection Committee in respect of the Personal Information Protection Law and (b) the Aichi

Labor Bureau in respect of the Employment Security Act and associated guidelines, and the Personal Information Protection Law. The aforementioned guidance was issued to DENSO CORPORATION as a result of its inappropriate behavior regarding the use of personal information of job applicants, including students. Although he was not aware of this fact in advance, he regularly cautioned about the importance of compliance and its thoroughness in the Board, etc. In addition, after the discovery of this fact, he fulfilled his responsibilities by instructing measures to prevent recurrence, among others.

5. Mr. George Olcott is an independent officer as prescribed in the regulations of Tokyo Stock Exchange, Inc., etc., and he is expected to remain an independent officer if he is re-elected and appointed as a Director of the Board.

No. 12 **Shinya Katanozaka**



New Candidate
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	July 4, 1955
Number of the Company's shares held	0 shares

Profile, title and responsibilities

April 1979	Joined ALL NIPPON AIRWAYS CO., LTD. (currently ANA HOLDINGS INC.)
April 2013	Representative Director, Senior Executive Vice President of ANA HOLDINGS INC.
April 2015	Representative Director, President & Chief Executive Officer of ANA HOLDINGS INC.
June 2020	Outside Director of Tokyo Marine Holdings, Inc. (Present Position)
April 2022	Chairman of the Board of Directors of ANA HOLDINGS INC. (Present Position)

Significant positions concurrently held at other companies and organizations

Chairman of the Board of Directors, ANA HOLDINGS INC.
 Outside Director, Tokyo Marine Holdings, Inc.

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. Shinya Katanozaka has considerable experience and a wide range of knowledge acquired over many years as a corporate executive. He has exceptional insight in promoting internationalization of management and diversity, fostering new businesses, and reforming management through the use of digital technology through his experience as a Representative Director, President & Chief Executive Officer of ANA HOLDINGS INC. and Chairman of the Board of Directors thereof. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. Shinya Katanozaka.
2. Mr. Shinya Katanozaka is a candidate for the position of Non-executive Director.
3. ALL NIPPON AIRWAYS CO., LTD., where Mr. Shinya Katanozaka served as a Director of the Board until March 2022, was issued (i) a stern warning in December 2018, (ii) a business improvement recommendation in April 2019 and (iii) a business improvement order based on the Civil Aeronautics Act in May 2020 by the Ministry of Land, Infrastructure, Transport and Tourism due to inappropriate incidents involving aircrew drinking. He promoted efforts to prevent recurrence, including installing stricter operating rules and regulations and a stronger alcohol testing system, as well as introducing other measures to raise awareness and strengthen and support self-management among the company group employees, such as alcohol education programs and counseling, among others.
4. Mr. Shinya Katanozaka is expected to be an independent officer as prescribed in the

regulations of Tokyo Stock Exchange, Inc., etc. if he is elected and appointed as a Director of the Board.

Contracts for Limitation of Liability

Pursuant to Article 427, paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Masakatsu Mori, Mr. Hiroyuki Yanagi, Ms. Chieko Matsuda, Ms. Noriko Shiono, Mr. Rod Eddington and Mr. George Olcott to limit their liability under Article 423, paragraph 1 of the Companies Act, and the maximum amount of liability under such agreements is the minimum liability amount stipulated by Article 425, paragraph 1 of the Companies Act. If each of them is elected and assumes office as Director of the Board, the Company plans to continue such agreements. In addition, if Mr. Shinya Katanozaka is elected and assumes office as Director of the Board, the Company will enter into a new agreement with the same content with him.

Indemnification Agreement

Pursuant to Article 430-2, paragraph 1 of the Companies Act, the Company has entered into indemnification agreements with Mr. Yoshinori Isozaki, Mr. Keisuke Nishimura, Mr. Toshiya Miyoshi, Mr. Takeshi Minakata, Mr. Masakatsu Mori, Mr. Hiroyuki Yanagi, Ms. Chieko Matsuda, Ms. Noriko Shiono, Mr. Rod Eddington and Mr. George Olcott, under which the Company will indemnify each of them for the expenses referred to in Article 430-2, paragraph 1, item (i) of the Companies Act and the losses referred to in item (ii) of the same paragraph to the extent permitted by laws and regulations. If each of them is elected and assumes office as Director of the Board, the Company plans to continue such agreements. The Company has entered into an agreement with the same content with Ms. Junko Tsuboi, Senior Executive Officer, considering the provisions of the Companies Act. If she is elected and assumes office as Director of the Board, the Company plans to continue such agreement with her. In addition, if Mr. Shinya Katanozaka is elected and assumes office as Director of the Board, the Company will enter into a new agreement with the same content with him.

Directors and Officers Liability Insurance Contracts

- The Company has entered into Directors and Officers liability insurance contracts with an insurance company as provided in Article 430, paragraph 3, item (i) of the Companies Act (hereinafter referred to as “D&O Insurance”), wherein the insured persons include Directors of the Board, Audit & Supervisory Board Members, Executive Officers etc. of the Company and its subsidiaries. An outline of the contents of the D&O Insurance is as described on page 71 of this convocation notice.
- If each candidate is elected and assumes office as Director of the Board, all the Directors of the Board will be insured by the D&O insurance.
- The term of the D&O insurance is 1 year and it is scheduled to be renewed by resolution of the Board prior to the expiration of the term.

Proposal No. 4: Election of two (2) Audit & Supervisory Board Members

Upon the close of this Ordinary General Meeting of Shareholders, the terms of office of Mr. Keiji Kuwata and Ms. Yoshiko Ando, Audit & Supervisory Board Members, will expire.

Accordingly, shareholders are requested to elect two (2) Audit & Supervisory Board Members.

This proposal has already obtained consent of the Audit & Supervisory Board.

The candidates for the positions of Audit & Supervisory Board Member are as follows:

No. 1 Toru Ishikura



New Candidate

Date of birth	November 30, 1963 (59 years old)
Number of the Company's shares held	4,700 shares

Profile, title and responsibilities

April 1989	Joined the Company
March 2015	General Manager of Technology Management Dept. of Research & Development Division of Kirin Company, Limited
April 2015	General Manager of Research & Development Strategy Dept. of Research & Development Division of Kirin Company, Limited
March 2018	Executive Officer, General Manager of Research & Development Strategy Dept. of Research & Development Division of Kirin Company, Limited
April 2019	Executive Officer, Vice President of Research & Development Division and General Manager of Research & Development Strategy Dept. of the Company
March 2020	Director of the Board, Kyowa Hakko Bio Co., Ltd.
April 2020	Executive Officer, General Manager of Health Business Strategy Office, Corporate Strategy Dept. of the Company
April 2022	Executive Officer, General Manager of Health Science Business Dept., Health Science Business Division of the Company (Present Position)

Reasons for nomination as a candidate for Audit & Supervisory Board Member

Mr. Toru Ishikura has worked in the areas of engineering, internal audit, and research & development of the Company and the subsidiaries of the Company since he joined the Company and has considerable business experience and deep insight in the management of the Group. He took office as an Executive Officer, General Manager of the Health Business Strategy Office, Corporate Strategy Dept. of the Company in 2020 and has been an Executive Officer, General Manager of Health Science Business Dept., Health Science Business Division of the Company since 2022, and has fulfilled his role appropriately ever since. For the reasons above, the Board has determined that he is suited to audit business execution of Directors of the Board of the Company toward continuous improvement of corporate value as an Audit & Supervisory Board Member. In addition, he is expected to be elected as a Standing Audit & Supervisory Board Member at the Audit & Supervisory Board

Meeting to be held after the close of this Ordinary General Meeting of Shareholders.

Notes:

1. No conflict of interests exists between the Company and Mr. Toru Ishikura.
2. If Mr. Toru Ishikura is elected and assumes office as an Audit & Supervisory Board Member, he is expected to be elected as a Standing Audit & Supervisory Board Member at the Audit & Supervisory Board Meeting to be held after the close of this Ordinary General Meeting of Shareholders.
3. Mr. Toru Ishikura is to assume from the position of Audit & Supervisory Board Member of Kyowa Kirin Co., Ltd. with the approval of the 100th Ordinary General Meeting of Shareholders of Kyowa Kirin Co., Ltd. to be held in March 2023.

No. 2 Yoshiko Ando



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	March 17, 1959 (64 years old)
Number of the Company's shares held	5,100 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)
Rate and number of attendance at Audit & Supervisory Meetings	100% (15 times of 15 meetings)

Profile, title and responsibilities

April 1982	Entered the Ministry of Labor
April 2003	Lieutenant governor of Shiga Prefecture
July 2006	Director of Equal Employment Policy Div. of Equal Employment, Children and Families Bureau of the Ministry of Health, Labour and Welfare
July 2011	Director-General of the Saitama Labor Bureau of the Ministry of Health, Labour and Welfare
July 2013	Director-General of Industrial Accident Compensation Dept. of Labour Standards Bureau of the Ministry of Health, Labour and Welfare
July 2014	Director-General of Equal Employment, Children and Families Bureau of the Ministry of Health, Labour and Welfare
October 2015	Director-General for Labour Policy Planning of the Ministry of Health, Labour and Welfare
June 2016	Director-General for Statistics and Information Policy of the Ministry of Health, Labour and Welfare
July 2017	Director-General for Human Resources Development of the Ministry of Health, Labour and Welfare
March 2019	Audit & Supervisory Board Member of the Company (Present Position)
June 2019	Outside Director of Sansei Technologies, Inc. (Present Position)
June 2020	Outside Director of JFE Holdings, Inc. (Present Position)

Significant positions concurrently held at other companies and organizations

Outside Director of Sansei Technologies, Inc.
 Outside Director of JFE Holdings, Inc.

Reasons for nomination as a candidate for Audit & Supervisory Board Member

Ms. Yoshiko Ando, as a government official, has been engaged over many years in policy planning in labor administration and has highly specialized expertise, considerable experience and a high level of insight in a wide range of fields of employment and labor including promotion of women's participation and advancement. Based on this, as an independent audit

& supervisory board member, she has provided valuable opinions and suggestions from an objective and professional perspective. Based on the above, the Company has determined that she is suited to audit business execution of Directors of the Board of the Company toward continuous improvement of corporate value. Although Ms. Yoshiko Ando has no experience in company management, for the reasons above, the Company believes that she will be able to appropriately execute her duties as an Audit & Supervisory Board Member.

Notes:

1. No conflict of interests exists between the Company and Ms. Yoshiko Ando.
2. Ms. Yoshiko Ando is a candidate for the position of an Audit & Supervisory Board Member.
3. Ms. Yoshiko Ando has been an Audit & Supervisory Board Member of the Company for 4 years (until the conclusion of this Ordinary General Meeting of Shareholders).
4. Ms. Yoshiko Ando is an independent officer as provided for by the Tokyo Stock Exchange, Inc., and is expected to continue to be an independent officer if she is reappointed as an Audit & Supervisory Board Member.

Contracts for Limitation of Liability

Pursuant to Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Ms. Yoshiko Ando to limit her liability under Article 423, paragraph 1 of the Companies Act, and the maximum amount of liability under such agreement is the minimum liability amount stipulated by Article 425, paragraph 1 of the Companies Act. If she is elected and assumes office as an Audit & Supervisory Board Member, the Company plans to continue the agreement. In addition, if Mr. Toru Ishikura is elected and assumes office as an Audit & Supervisory Board Member, the Company will enter into a new agreement with the same content with him.

Indemnification Agreement

Pursuant to Article 430-2, paragraph 1 of the Companies Act, the Company has entered into an indemnification agreement with Ms. Yoshiko Ando under which the Company will indemnify her for the expenses referred to in Article 430-2, paragraph 1, item (i) of the Companies Act and the losses referred to in item (ii) of the same paragraph to the extent permitted by laws and regulations. If she is elected and assumes office as an Audit & Supervisory Board Member, the Company plans to continue the agreement. In addition, if Mr. Toru Ishikura is elected and assumes office as an Audit & Supervisory Board Member, the Company will enter into a new agreement with the same content with him.

Directors and Officers liability insurance contracts

- The Company has entered into Directors and Officers liability insurance contracts with an insurance company as provided in Article 430, paragraph 3, item (i) of the Companies Act (hereinafter referred to as “D&O Insurance”), wherein the insured persons include Directors of the Board, Audit & Supervisory Board Members, Executive Officers etc. of the Company and its subsidiaries. An outline of the contents of the D&O Insurance is as described on page 71 of this convocation notice.
- If each candidate is elected and assumes office as an Audit & Supervisory Board Member, all the Audit & Supervisory Board Members will be insured by the D&O insurance.
- The term of the D&O insurance is 1 year and it is scheduled to be renewed by resolution of the Board prior to the expiration of the term.

(Reference)

Major Reorganizations of the Company

- In July 2007, the Company changed its former name, Kirin Brewery Company, Limited, to Kirin Holdings Company, Limited, and became a pure holding company, while the Company’s domestic alcoholic beverages business was transferred to a separate company through a corporate split. The separate company was renamed Kirin Brewery Company, Limited.
- In January 2013, the administration function of the Japan Integrated Beverages Business of the Company was transferred to Kirin Company, Limited, through a corporate split. Kirin Company, Limited was liquidated in July 2019 as a result of an absorption-type merger, whereby the Company became the surviving company.

Skills Required for the Board of Directors and Audit & Supervisory Board

The Company places CSV* at the core of its management, and has adopted a pure holding company structure as a framework to oversee its diverse and global business development with three core areas: Food, Pharmaceuticals and Health Science.

The structure of company with company auditors system has been adopted as the institutional design, and in order to maintain and improve a governance system that is highly transparent to stakeholders, the Board, of which independent Non-executive directors are the majority, works closely with Audit & Supervisory Board to make final decisions on important matters and strengthen management oversight functions. In addition, an executive officer system has been introduced to flexibly execute strategies for each business and function and to clarify execution responsibilities.

In order for this supervisory and execution system to function properly, and to achieve sustainable growth of the Kirin Group and improvement of corporate value, the Board and Audit & Supervisory Board are required to possess the necessary skills as a whole while ensuring diversity in terms of gender, internationality and other aspects. This requirement also applies to the executives.

From the above perspectives, the Company has selected the skills required for the Board and the Audit & Supervisory Board as follows.

First, comprehensive capabilities of "Corporate Management" through experience in management and business executives, and expertise and experience in "CSV," which is the foundation of the Company's management, are important skills as the basic premise.

Second, in making final decisions on important matters, it is necessary to have a deep understanding of the Company's business domain. In particular, expertise and experience in "Health Science" and "Pharmaceuticals," which will drive the long-term growth of Kirin Group, are skills that the Company, which oversees Kirin Group, should prioritize. In addition, expertise and experience in the following areas are required: "R&D," "Manufacture," "Quality Assurance," and "Brand Strategy/Marketing," which form the foundation of the Company's business domain; "Overseas Business," which is necessary to promote global expansion; "ICT/DX," which is becoming essential to transforming business models; and "HR/Organization Development," which supports the implementation of these business and functional strategies.

The above mentioned skills are required to fulfill the supervisory function over management. In addition, expertise and experience in "Finance/Accounting," "Legal," "Risk Management" and "ESG" are particularly essential from the perspective of realizing effective corporate governance.

In the skill matrix on the following pages, highly related skills are listed together. Although the necessary skills will change in accordance with future changes in the business environment, the Company believes that the Board and Audit & Supervisory Board as a whole possesses the skills required at this time if Proposal 3 "Election of twelve (12) Directors of the Board" and Proposal 4 "Election of two (2) Audit & Supervisory Board Members" are approved and passed as proposed.

*Creating Shared Value: Combined added value for consumers as well as for society at large.

Expertise and Experience of Directors of the Board (Skill Matrix)

The expertise and experience of each Director of the Board if Proposal No. 3 is approved as originally proposed will be as follows.

Name	Gender	Expertise and Experience									
		Corporate Management	CSV / ESG	Finance / Accounting	HR / Organization Development	Legal / Risk Management	Manufacture / Quality Assurance	Brand Strategy / Marketing	Overseas Business	R&D / Health Science / Pharmaceuticals	ICT / DX
Yoshinori Isozaki	Male	•	•	•		•		•	•	•	
Keisuke Nishimura	Male	•	•		•				•		
Toshiya Miyoshi	Male	•	•		•	•		•			
Takeshi Minakata	Male	•	•	•			•		•	•	
Junko Tsuboi	Female	•	•		•			•		•	
Masakatsu Mori	Male	•		•					•		•
Hiroyuki Yanagi	Male	•					•	•	•		
Chieko Matsuda	Female		•	•		•					
Noriko Shiono	Female	•						•	•	•	
Rod Eddington	Male	•							•		
George Olcott	Male		•	•	•				•		
Shinya Katanozaka	Male	•			•				•		•

Expertise and Experience of Audit & Supervisory Board Members (Skill Matrix)

The expertise and experience of each Audit & Supervisory Board Members if Proposal No. 4 is approved as originally proposed will be as follows.

Name	Gender	Expertise and Experience									
		Corporate Management	CSV / ESG	Finance / Accounting	HR / Organization Development	Legal / Risk Management	Manufacture / Quality Assurance	Brand Strategy / Marketing	Overseas Business	R&D / Health Science / Pharmaceuticals	ICT / DX
Shobu Nishitani	Male		•	•					•		
Toru Ishikura	Male		•				•			•	
Yoshiko Ando	Female		•		•	•					
Kaoru Kashima	Female			•	•						
Kenichi Fujinawa	Male		•			•			•	•	

Expertise and Experience of Senior Executive Officers (Skill Matrix)

The Company adopts an executive officer based system. The expertise and experience of Senior Executive Officers, who are not concurrently assuming the position of Director of the Board and will be appointed in the Board meeting following the conclusion of this Ordinary General Meeting of Shareholders, are as follows.

Name	Gender	Expertise and Experience									
		Corporate Management	CSV / ESG	Finance / Accounting	HR / Organization Development	Legal / Risk Management	Manufacture / Quality Assurance	Brand Strategy / Marketing	Overseas Business	R&D / Health Science / Pharmaceuticals	ICT / DX
Ryosuke Mizouchi	Male		•	•				•	•		•
Masao Maehara	Male		•				•		•		
Shinjiro Akieda	Male	•	•	•		•		•	•		•
Koji Fukada	Male		•				•		•	•	
Mitsuharu Yamagata	Male		•					•	•	•	•
Hideki Horiguchi	Male	•	•					•	•		
Toru Yoshimura	Male	•	•	•			•		•	•	•
Yuki Kanzaki	Female	•	•				•			•	

Policy for the nomination of Directors, Executive Officers and Audit and Supervisory Board Members

- The Kirin Group, having expanded its business globally with Japan as its core in the fields of food and health, intends to carry out its decision-making and management monitoring in a more appropriate fashion and at a higher level. To this end, Directors, Executive Officers and Audit and Supervisory Board members shall be appointed upon taking into account the balance of their experience, achievements and specialization, etc. in relation to the Kirin Group's key businesses and business management. A number of persons having a wealth of management experience, advanced specialized knowledge, and extensive expertise shall be appointed as Non-executive Director of the Board and Non-standing Audit and Supervisory Board members.
- One or more persons with sufficient knowledge of finance and accounting shall be appointed as Audit & Supervisory Board Members.
- The appointment/dismissal of Directors and Executive Officers shall be decided by the Board of Directors upon deliberation by the Nomination and Remuneration Advisory Committee, taking performance into account; and proposals for the nomination/dismissal of Directors shall be discussed at general meetings of shareholders. The nomination/dismissal of Audit and Supervisory Board Members shall be discussed by the Nomination and Remuneration Advisory Committee, and shall then be decided by the Board of Directors and discussed at a general meeting of shareholders (the appointment of Audit and Supervisory Board members shall require the consent of the Audit and Supervisory Board).
- The aforementioned policies and procedures for the appointment of Directors, Executive Officers and Audit & Supervisory Board Members, as well as the skills matrix listing their knowledge, experience and abilities, shall be disclosed on the Company's website, etc.
- Reasons for the nomination/dismissal of candidates for the positions of Directors and Audit and Supervisory Board members shall be indicated on convocation notices for general meetings of shareholders.

Nomination & Remuneration Advisory Committee

- The Nomination and Remuneration Advisory Committee shall be set up to deal with the nomination and remuneration of Directors, Executive Officers and Audit and Supervisory Board members.
- The Nomination and Remuneration Advisory Committee shall be composed of Directors, the majority of whom shall be independent Non-Executive Directors, and its Chairman shall be appointed from independent Non-Executive Directors. As an advisory body to the Board of Directors, the Nomination and Remuneration Advisory Committee shall discuss the following matters from an objective and fair perspective, and report to the Board of Directors:
 - 1) Policy for the appointment/dismissal of Directors, Executive Officers and Audit and Supervisory Board members, and proposal of candidates
 - 2) Plans for the succession of the President & CEO
 - 3) System, standards and amounts for the remuneration of Directors, Executive Officers and Audit and Supervisory Board members
 - 4) Proposal of candidates for the positions of chairman, president and director at the Company's key Group companies based on the nature and scale of their business; remuneration systems and standards

Criteria regarding the Independence of Non-executive Directors and Non-standing Audit & Supervisory Board Members

- Please refer to the following URL for the Company's criteria regarding the independence of Non-executive Directors and Non-standing Audit & Supervisory Board Members.
https://www.kirinholdings.com/jp/purpose/files/pdf/independencecriteria_officer_2.pdf

- END -

(Attached documents)

BUSINESS REPORT

(For the period January 1 to December 31, 2022)

1. Overview of Kirin Group business operations

(1) Result of business operations

- **Consolidated sales revenue:**
Overall sales revenue increased mainly due to year-on-year growth in the Oceania adult beverages business, Pharmaceuticals business, and North American beverages business, among others.
- **Consolidated Normalized operating profit^{*1}:**
The Japan beer and spirits business, the Oceania adult beverages business, the Pharmaceuticals business, and the North American beverages business, among others, posted year-on-year increases, resulting in an overall increase.
- **Profit attributable to the owners of the Company:**
While impairment losses were recorded related to KYOWA HAKKO BIO CO., LTD., gains on the sale of investments accounted for under the equity method associated with the sale of China Resources Kirin Beverages (Greater China) Company, Limited resulted in an increase in profit.

2022 Review

In 2022, in addition to the prolonged COVID-19 pandemic, the emergence of geopolitical risks, global inflation, and the weak yen, among others had a significant impact on corporate management. In terms of consumer behavior, it was a year of major changes in society, including a further increase in health consciousness and further polarization of consumption.

In this environment, the Kirin Group accelerated its efforts to respond to changes in society under its *Kirin Group Vision 2027* (KV2027) long-term management plan, including increasing profits in the Food & Beverages domain, strengthening the global foundation of the Pharmaceuticals domain, and expanding the Health Science domain. Kirin Holdings has been developing its pharmaceutical business for more than 40 years on the strength of fermentation and biotechnology cultivated through the beer business, which has continued for more than 100 years since its founding, and Kirin Holdings is promoting its health science business, newly launched under KV2027, by leveraging these core technologies. Kirin Holdings believes that using its superior fermentation technologies and biological knowledge to grow the health science business - leading to solutions to health issues - will ensure the future of the Kirin Group's continued existence and sustainable growth as a company.

Kirin Holdings will use the strengths of the Kirin Group to solve not only health issues, but also other issues facing society, while at the same time creating economic value as a company and maximizing corporate value.

During the year under review, Kirin Holdings pursued the following initiatives under the *Kirin Group 2022-2024 Medium-Term Business Plan* (2022-2024 MTBP), the second of three medium-term business plans toward achieve KV2027.

① Food & Beverages Domain

While building a strong brand system by concentrating on its mainstay brands, Kirin Holdings also worked to expand products and services that offer new value propositions. In response to soaring prices of raw materials and fuel prices, each Group company worked to improve profitability through productivity improvements and product price revisions.

② Pharmaceuticals Domain

As a Japan-based Global Specialty Pharmaceutical company^{*2}, Kirin Holdings worked to strengthen the foundation in Japan as well as overseas. In addition to steadily growing global strategic products, Kirin Holdings promoted the development of next-generation strategic products.

③ Health Science Domain

Kirin Holdings accelerated the development of *Lactococcus lactis* strain Plasma^{*3} (LC-Plasma) to expand its business domain. In addition to the development of its own group products such as beverages and supplements, Kirin Holdings promoted sales of raw material to external partner companies and expanded the number of functional food products. As a result, the sales amount of LC-Plasma-related business increased 40% from the previous year. In addition, Kirin Holdings continued its efforts to raise awareness of “immune care” and contributed to solving consumers' health issues.



1 This is a profit indicator that measures the ordinary performance of the business by deducting the cost of sales and selling, general and administrative expenses from revenue.

2 A pharmaceutical company that continuously creates, develops, and markets innovative new drugs on a global scale by utilizing cutting-edge biotechnology with antibody technology at its core in the fields of nephrology, oncology, immunology/allergy, and the central nervous system.

3 A lactic acid bacterium that supports the maintenance of immune function in healthy people. Named after plasma cytotid dendritic cells (pDCs), which are immune cells, the Kirin Group has published many papers and presented at many conferences in collaboration with universities and research institutions in Japan and overseas.

Kirin Holdings has also received high praise from outside the company in terms of ESG. For the second year in a row, Kirin Holdings received an "AA" rating in the MSCI ESG Ratings^{*4} by the U.S.-based Morgan Stanley Capital International (MSCI), Inc. on a par with the world's leading CSV^{*5} companies. In a survey conducted by CDP^{*6}, an international non-profit organization, Kirin Holdings also received the highest rating of "A-List" in the two themes of "climate change" and "water security" for four consecutive years. In Japan, Kirin Holdings also received the highest overall ranking in the Nikkei SDGs Management Survey for four consecutive years, as well as the "SDGs Strategy and Economic Value Award" at the 4th Nikkei SDGs Management Grand Prix.

In response to increasing demands for disclosure of non-financial information, Kirin Holdings has been proactive in disclosing non-financial indicators. Kirin Holdings has set non-financial targets in the areas of "Environment," "Health," and "Employees" as key performance indicators in the 2022-2024 MTBP, and have promoted specific initiatives.

4 A rating by Morgan Stanley Capital International (MSCI), Inc. of the United States, as measured by resilience to significant long-term environmental, social, and governance risks, with a scale of AAA-CCC.

5 Creating Shared Value: combined added value for consumers as well as for society at large.

6 A non-profit organization that, at the request of institutional investors and major purchasing companies around the world, requires companies and municipalities to disclose information regarding their measures to combat climate change, protect water resources, preserve forests, and other environmental issues, and encourages them to take action.



4th Nikkei SDGs Management Grand Prix.
SDGs Strategy and Economic Value Award

Received “AA” MSCI ESG Rating
Second year in a row

Results for this fiscal year

Consolidated revenue
¥1,989.5 billion (up 9.2% compared to the previous fiscal year)

Consolidated normalized operating profit
¥191.2 billion (up 15.6% compared to the previous fiscal year)

Consolidated profit before tax
¥191.4 billion (up 92.1% compared to the previous fiscal year)

Profit attributable to owners of the Company
¥111.0 billion (up 85.7% compared to the previous fiscal year)

Key performance indicators

■ Financial targets Normalized EPS
 ¥171 (up 9.6% compared to the previous fiscal year)
 ROIC 8.5%

Item	Theme	Proposed non-financial indicators for external disclosure	2022 result	2024 target level
Environment	Climate change	Reduction rate of GHG emissions Scope1+2 vs. 2019	18% ^{*3}	23% (50% in 2030)
	Containers and Packaging	Recycling rate of resin for PET bottles	8%	38% (50% in 2027)
	Water resources	Water use intensity at manufacturing sites with high water stress Lion (Australia) (Unit of water use = water use ÷ production volume)	3.7 kl/kl	3.0 kl/kl or less (2.4 kl/kl or less in 2025)
Health	Progress of medium-term health science strategy	Achievement level in supporting the maintenance of immune function ① Recognition rate of LC-Plasma function in Japan ② Number of people continuing to take LC-Plasma	① 32% ② 640,000	① 45% ② 1,900,000 (③ 50% in 2027)
		Achievement level of new value creation in the immunity, brain function, and intestinal environment areas	Specific component indicators and target levels are strategically undisclosed	
Employees	Organizational culture	Employee engagement score	70%	75%
	Diversity	Level of achievement in increasing diversity ^{*1} ① Ratio of female managers in Japan ② Ratio of mid-career hires in Japan	① 10.6% ② 27.3%	① 15.0% ② 30.0%
	Occupational health and safety	Lost time injury frequency rate ^{*2}	0.90 ^{*3}	0.95 (Japan: 0.40)

*1 The target group is employees of Kirin Holdings.

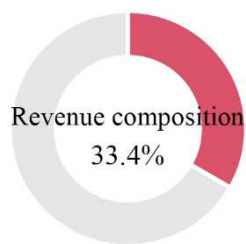
*2 Major group companies that have production and logistics functions within the group will be included. Partner companies within the plant/brewery premises are also included.

*3 Current forecast before actual results are finalized

Japan Beer and Spirits Business: Kirin Brewery Company, Limited (Kirin Brewery)

Consolidated revenue 663.5 billion yen, up 0.3%

Consolidated normalized operating profit 74.7 billion yen, up 5.8%



The domestic alcoholic beverages market was affected by soaring raw material and fuel prices as well as the prolonged COVID-19, but overall the market was on a recovery trend. Kirin Brewery focused on its mainstay brand *KIRIN ICHIBAN* and *KIRIN ICHIBAN Zero Sugar*^{*7}, to capture health-conscious consumers. As a result, overall sales volume of the *KIRIN ICHIBAN* brand increased 3% year-on-year. In the craft beer category, Kirin Brewery focused on efforts to broaden the appeal of a variety of beers. From the *SPRING VALLEY* brand, in addition to *SPRING VALLEY Hojun <496>*, *SPRING VALLEY Silk Ale [White]* was newly launched. *Kirin Home Tap*, a beer server for home use that allows consumers to enjoy authentic draft and craft beer at home, delivered the taste of freshly brewed beer to consumers nationwide. The *Tap Marché* beer server for restaurants, which can serve four kinds of craft beer from various regions of Japan, brought the enjoyment of a wide range of craft beer to consumers with 14 participating breweries.

In addition, Kirin Brewery has been rolling out *TAPPY*, a next-generation beer server that maintains the freshness of beer and helps reduce food loss, and the number of restaurants that have installed *TAPPY* has surpassed 10,000.

In the RTD^{*8} category, the mainstay *Kirin Hyoketsu*[®] brand sold well. In particular, the *Hyoketsu*[®] *Sugar Free* series received strong support, with sales exceeding 14 million cases^{*9}, approximately 1.2 times the target set at the beginning of the year.

In the non-alcoholic beer-taste beverage category, Kirin Brewery revamped *Kirin GREENS FREE*, which helped revitalize the market.

⁷ According to food labeling standards products containing less than 0.5g of sugar per 100ml can be labeled “zero sugar.”

⁸ Abbreviation for Ready to Drink, a canned cocktail.

⁹ Equivalent to 24 bottles of 250ml each

Major Products:

- *KIRIN ICHIBAN*
- *KIRIN ICHIBAN Zero Sugar*
- *SPRING VALLEY Silk Ale [White]*
- *Hyoketsu*[®] *Sugar Free*
- *Kirin Home Tap*
- *Tap Marché*



Japan Non-alcoholic Beverages Business: Kirin Beverage Company, Limited (Kirin Beverage)

Consolidated revenue 243.3 billion yen, down 0.5%

Consolidated normalized operating profit 18.8 billion yen, down 11.0%



The domestic beverage market is on a recovery trend due to increased opportunities to go out, but the external environment surrounding the market became more intense due to soaring raw material and fuel prices, etc.

At Kirin Beverage, sales of mainstay brands were strong, with sales of both *Kirin Gogo-no-Kocha* and *Kirin Nama-cha* exceeding those of the previous year. In particular, sales of *Kirin Gogo-no-Kocha Oishii Muto* (sugar free) were up 17% from the previous year. In the Health Science area, where Kirin Beverage is focusing its efforts, *Kirin iMUSE Morning Immune Care*, a small-volume PET-bottled beverage, was launched nationwide to strengthen efforts to make “immune care” a habit in consumers. In addition, Kirin Beverage renewed and strengthened sales of *Kirin iMUSE Lemon* and *Kirin iMUSE Yogurt Taste*, resulting in a 23% year-on-year growth in sales volume of beverages containing LC-Plasma. On top of that, KIRIN naturals, a service for corporate consumers to promote health management, was renewed as a service to improve employees' lifestyle habits and raise their health awareness.

Major Products:

- *Kirin Gogo-no-Kocha Oishii Muto* (sugar free)
- *Kirin Nama-cha*
- *Kirin iMUSE Morning Immune Care*
- *Kirin iMUSE Lemon*



Oceania Adult Beverages Business: Lion Pty Limited (Lion)

Consolidated revenue 255.9 billion yen, up 18.3%

Consolidated normalized operating profit 31.5 billion yen, up 18.8%



In the Australian alcoholic beverage market, while the on-premise market was recovering from the impact of COVID-19, the off-premise market remained soft. Lion strengthened marketing activities centered on its mainstay XXXX (“four-ex”) and worked to revitalize the brand. In the craft beer business, which is positioned and focused as a growth area, Lion acquired Fermentum Pty Ltd. in Australia in 2021 and expanded its premium portfolio. In 2022, Lion acquired Bell's Brewery, Inc. in the United States, and together with New Belgium Brewing Company, proceeded to build a craft platform in North America.

Major Products:

- XXXX GOLD
- Voodoo Ranger IPA



Pharmaceuticals Business: Kyowa Kirin Co., Ltd. (Kyowa Kirin)

Consolidated revenue 397.9 billion yen, up 13.1%

Consolidated normalized operating profit 82.5 billion yen, up 34.7%



In 2022, the second year of the company's 2021-2025 Medium Term Business Plan, Kyowa Kirin continued its efforts to grow as a Japan-based Global Specialty Pharmaceutical company.

While the global therapeutic environment is changing due to COVID-19, global strategic products *Crysvita*^{*10} and *Poteligeo*^{*11} continued to show steady growth. As for next-generation strategic products, development of *KHK4083* (generic name: Rocatinlimab)^{*12} and *KHK7791* (generic name: Tenapanor Hydrochloride)^{*13} made steady progress. On the other hand, the development of *KW-6356*^{*14} was discontinued, and the decision was made to discontinue the development of *ME-401*^{*15} outside Japan. In Kyowa Kirin's "patient advocacy" activities, which aim to resolve business and social issues by listening to the voices of people facing illnesses, Kyowa Kirin actively promoted support for rare and intractable diseases in Japan and overseas, including participation in the community of ASrid, a Japanese non-profit organization.

10 A drug for the treatment of rare diseases that cause disorders of bone growth and metabolism mainly due to genetic causes. In Japan, it is marketed under the *CRYSVITA* product name.

11 A drug for the treatment of certain types of leukemia. It is already marketed in Japan under the *POTELIGEO* brand name.

12 A drug for the treatment of atopic dermatitis.

13 A treatment that inhibits phosphorus absorption for hemodialysis patients.

14 The next-generation *KW-6002* product (Japanese product name: *Nouriastr*), used for the treatment of Parkinson's disease.

15 A drug for the treatment of certain types of leukemia.

Other Businesses

Consolidated revenue	428.9 billion yen, up 23.3%
Consolidated normalized operating profit	37.5 billion yen, up 19.8%
Revenue Composition	21.6%

KYOWA HAKKO BIO CO., LTD (Kyowa Hakko Bio)

Kyowa Hakko Bio was forced to suspend manufacturing at its Shanghai plant in China (SHANGHAI KYOWA AMINO ACID CO., LTD.), one of its production bases, following the spread of a new COVID-19 strain, and sales were also constrained. In addition, sales of Citicoline^{*16}, a key ingredient, were weak due to factors such as the impact of inflation in the United States, the largest dietary supplement market. Profitability was also affected by soaring raw material and fuel prices. On the R&D front, Kyowa Hakko Bio built a foundation for medium- to long-term growth in the Kirin Group's Health Science domain. On the other hand, despite the severe business environment, Kyowa Hakko Bio completed a production facility for HMOs^{*17} (human milk oligosaccharides) - for which demand is expected to grow worldwide - in its own factory in Thailand (THAI KYOWA BIOTECHNOLOGIES CO., LTD.).

16 An ingredient found in the body that maintains the cell membranes of the brain and nerve cells, and has been used for many years around the world in medicines for brain diseases and health foods that support the improvement of cognitive functions. In Japan, it is currently classified as a pharmaceutical product.

17 A generic term for oligosaccharides contained in breast milk. More than 200 kinds are contained in breast milk, and the results of research contributing to immunity and brain function, among others, have been reported.

Mercian Corporation (Mercian)

At Mercian, while its mainstay wine business was greatly affected by the sharp depreciation of the yen, it worked to nurture its own highly profitable brands. Mercian began developing a new brand, *Mercian Wines*, co-created with winemakers around the world, and responded to ethical consumption which has been on the rise in recent years.

In Japanese wines, Mercian has strengthened its efforts with the *Château Mercian* flagship brand. Mercian also launched a consulting business to raise the standard of the Japanese wine industry as a whole. Mercian aims to grow *Château Mercian* while contributing to local economies.

Major Products:

- *Mercian Wines Blends PERFECT BLEND (Red/White)*
- *Château Mercian*



Myanmar Brewery Ltd. (Myanmar Brewery)

With regard to Myanmar Brewery Kirin Holdings reached an agreement to transfer all shares of Myanmar Brewery held by its subsidiary Kirin Holdings Singapore Pte, Ltd. (Myanmar Brewery's acquisition of its own shares). Accordingly, a share transfer agreement was signed with Myanmar Brewery on January 23, 2023, and the transfer was completed.

Coca-Cola Beverages Northeast, Inc. (Coke Northeast)

In the United States, the beverage market grew significantly, as strong consumer demand continued despite rising inflation. Coke Northeast also worked to increase demand while revising product prices, and as a result, sales remained strong. The company also improved profitability by working on a more profitable product mix.

Kirin Group 2022-2024 Medium-Term Business Plan

The Kirin Group is working on KV2027 to achieve sustainable growth in the midst of a drastically changing social environment. In the new three-year plan as well, Kirin Holdings will continue to place CSV at the core of its management, aiming for growth in the Food & Beverages, Pharmaceutical, and Health Science domains. Here is an overview of KV2027 and the 2022-2024 MTBP, as well as some of the topics related to CSV management.



About the Kirin Group's CSV Management

In 2019, Kirin Holdings formulated its *CSV Purpose* reflecting the United Nations Sustainable Development Goals (SDGs). In addition, Kirin Holdings has been aiming for growth through new value creation and implementation of business structure reforms to achieve KV2027. In the 2022-2024 MTBP, Kirin Holdings has established non-financial indicators from the three perspectives of environment, health, and employees. By linking non-financial indicators to financial indicators, we are working to achieve both economic and social value.



A Responsible Alcohol Producer

Advocate "Slow Drink"[®]*1 to promote proper drinking

As part of the *CSV Purpose*, "A Responsible Alcohol Producer," Kirin Holdings has formulated the "Kirin Group Global Marketing Code for Responsible Drinking." Kirin Holdings will work on this as a common guideline for Kirin Brewery, Mercian, and Lion, which operate alcoholic beverage businesses, in terms of legal compliance, ethics, advertising, and governance.

In Japan, Kirin Holdings began sequentially displaying the amount of pure alcohol contained in alcoholic products on containers. In addition, to raise awareness of the "Slow Drink[®]" concept of enjoying moderate amounts of alcohol slowly, Kirin Holdings strengthened its communication through official SNS (Twitter) to appeal to younger consumers.



1 Enjoying a leisurely time with a drink, talking with someone, and relishing the deliciousness of the meal.

A style of drinking moderately, smartly and comfortably.

Health

Achieve results in the field of immunology and contribute to people's health

Immunity is an indispensable function for a healthy life and can be considered the "foundation of health" for human beings. On the other hand, since immunity is a function that is difficult to be aware of, this social issue can lead to health problems if measures to address it are delayed.

Kirin Holdings believes that resolving this issue is of great social significance. Kirin Holdings has over 100 years of fermentation and biotechnology experience in the beer business, over 40 years of experience in the pharmaceutical business, and over 35 years of knowledge in immunology research. By utilizing these resources, Kirin Holdings is promoting initiatives to solve consumers' health issues.



By leveraging these resources, Kirin Holdings is working to solve consumers' health issues. In the course of Kirin Holdings' research on immunity, Kirin Holdings discovered the world's first plasma lactic acid bacteria that directly activates a leader of the immune system, and announced it in 2012.

LC-Plasma is absorbed in the small intestine when taken by mouth and activates pDCs*2 (plasmacytoid dendritic cells), which play the role of a leader for all immune cells. pDC activation, in turn, can activate all immune cells.

Unlike ordinary lactic acid bacteria, LC-Plasma is effective even when the bacteria are in the "nonviable" state, making it easy to use in a variety of foods. Currently, in addition to the Kirin Group, Kirin Holdings is working with eight partner companies in Japan to develop a broad lineup of products, including beverages, supplements, yogurt, and candies.

Kirin Holdings is also working with overseas partners to deliver the value of LC-Plasma to consumers around the world. Kirin Holdings will continue to contribute to the maintenance of the health of people around the world by communicating the necessity of "immune care" to more consumers through its

products containing LC-Plasma.

Various studies are being conducted on the mechanism of action of LC-Plasma and its efficacy. Kirin Holdings' "Research on Induction of Innate Immunity Linked to Inhibition of Growth and Onset of Novel Coronavirus" was selected by the Japan Agency for Medical Research and Development (AMED) for its FY2022 "Research Program on Emerging and Re-emerging Infectious Diseases".

In addition, Kirin Holdings is conducting joint research with universities and other research institutions, as well as with laboratories of other companies. Overseas, Kirin Holdings has also conducted clinical trials using LC-Plasma. In Vietnam, Kirin Holdings confirmed that the cumulative number of days with cold-like symptoms and the cumulative number of days absent from school decreased significantly in a study conducted on elementary school children.

In recognition of these research results and the development of the product as a functional food, LC-Plasma was awarded Product of the Year in the Immune Support category of the Nutraingredients-Asia Awards^{*3} for two consecutive years. In addition, LC-Plasma received the Minister of Education, Culture, Sports, Science and Technology Award at the 11th Technology Management and Innovation Awards, an award given by the Japan Techno-Economics Society (JATES) to recognize outstanding examples of innovation that are revolutionizing the world.



2 A type of immune cell that is specialized in the defense against viral infection in the body.

3 The awards are presented by William Reed Business Media, a worldwide publisher of newsletters and publications for the food, beverage and nutrition industries.

Community

Creating human and social connections and revitalizing the industry through the expansion of craft beer

Through the development of the *SPRING VALLEY* brand, Kirin Brewery will continue to provide opportunities for people to be genuinely pleased by the delicious taste of craft beer, thereby creating connections between people. Through *Tap Marché*, where people can casually enjoy craft beers from unique regions, Kirin Brewery will contribute to the development of business partners and related local industries.

Supporting Sri Lankan Tea Plantations to Obtain "Rainforest Alliance Certification"*4

Since 2013, Kirin Holdings has been supporting sustainable farm certification and contributing to the sustainable development of production areas. Kirin Holdings also continues to implement water source conservation activities on the farms to help solve environmental problems in the production areas. Products using tea leaves from certified farms are sold under the *Kirin Gogo-no-Kocha* brand to introduce this initiative, thereby enhancing the brand's value.



4 An international certification system for farms recognized for their commitment to more sustainable farming practices while protecting nature and the farmers. <https://www.rainforest-alliance.org>

Environment

In recent years, the world's interest in environmental issues has grown even greater. Corporate initiatives are also expected to evolve from being something that is completed by the company itself to something that has a positive impact on society as a whole. Kirin Holdings has positioned climate change, biological resources, water resources, as well as containers and packaging as four key issues unique to the Kirin Group, and is taking an integrated approach to these interrelated environmental issues.

Climate Change

First food company in the world to receive SBT*5 Net Zero*6 certification

Kirin Holdings is the first food company in the world to be certified as meeting the net-zero GHG*7 emissions standard which was established by the SBT Initiative*8 and set forth in the *Kirin Group Environmental Vision 2050*. This means that the goal has been recognized as scientifically based and consistent with the level of GHG emission reductions required by the Paris Climate Agreement 2015.

5 Science Based Targets: Greenhouse gas reduction targets based on scientific evidence.

6 A state in which anthropogenic GHG emissions and removals are balanced and GHG emissions to the atmosphere are net zero.

7 Abbreviation for greenhouse gases.

8 An international initiative jointly established in 2015 by CDP, the UN Global Compact, the World Resources Institute (WRI), and the World Wide Fund for Nature (WWF).

Disclosure based on TCFD*⁹ recommendations

In 2018, Kirin Holdings became the first company in the Japanese food industry to endorse the TCFD. In 2021, Kyowa Kirin also announced its endorsement and disclosure, and in 2022, Kyowa Kirin received a high rating from eight organizations, the most among the GPIF*¹⁰ Japanese equity investment management organizations for “Excellent TCFD Disclosure.” In addition, in its environmental report, Kyowa Kirin made disclosures in full compliance with the new TCFD guidance*¹¹ released in October 2021.

9 Task Force on Climate-related Financial Disclosures

10 Japan’s Government Pension Investment Fund

11 Focuses on the indicators and targets that the TCFD called for companies to disclose in its June 2017 recommendations, and provides more specific disclosure methods and introduces the new concept of a "transition plan."

The results of the scenario analysis based on the TCFD recommendations and their reflection in the business strategy.

Risk	Business Impact	Financial Impact	Strategies
Physical risk	Decline in yields of agricultural products Procurement cost	Approximately 2.5 billion yen to 9.7 billion yen (4°C scenario, 2050)	Brewing technology that does not rely on barley Mass plant propagation technologies Support for farms to acquire certification
Transition risk	Carbon Pricing Energy Procurement	Tax burden with/without GHG reduction efforts: approx. 1 billion yen/about 500 million yen (4°C scenario, 2030), approx. 69 yen/about 3.9 billion yen (2°C scenario, 2030)	Medium- to long-term profit/loss-neutral GHG emissions reductions
Business Opportunity	Spread of infectious diseases	Up to approximately 4.4 billion people at risk of exposure to dengue virus infection in the world by 2030	Contribution with products that maintain immunity

Biological and Water Resources

World's first disclosure under the LEAP*¹² approach advocated by TNFD*¹³

In Kirin Holdings’ Environmental Report released in July 2022, Kirin Holdings was the first in the world to analyze and disclose its natural capital based on the LEAP approach advocated by the TNFD, which was highly praised by society. Kirin Holdings will organize and deepen the efforts it has made as a company dependent on natural capital to ensure appropriate disclosure.

12 An acronym for the four phases of Locate, Evaluate, Assess, and Prepare, a process proposed by TNFD to systematically assess nature-related risks and opportunities based on scientific evidence.

13 Abbreviation of Taskforce on Nature-related Financial Disclosures, an international initiative that requires financial institutions and corporations to disclose information on business opportunities and risks in terms of natural capital and biodiversity.

Selected as a “30by30 Alliance for Biodiversity^{*14}” site for certification as a socio-ecological production landscapes and seascapes (SEPLS) site.

The Mariko Vineyard was selected as a certified match as the only vineyard producing agricultural products in the Nature Positive Site Demonstration Project of the 30by30 Alliance for Biodiversity led by Japan’s Ministry of the Environment. Based on the ecological research Kirin Holdings has conducted since 2014 together with Japan’s National Institute for Agro-Environmental Sciences (NIAES), Kirin Holdings believes that the grass-cultivated Mariko Vineyard is an example of "Nature Positive"^{*15} through the project.



14 This goal was agreed upon in the G7 2030 Nature Compact and adopted as a new global goal at the 15th Conference of the Parties (COP15) to the UN Convention on Biological Diversity in December 2022, which aims to effectively conserve at least 30% of the land and oceans as healthy ecosystems by 2030.

15 The goal of halting and restoring biodiversity loss by 2030, as agreed on in the G7 2030 Nature Compact.

Containers and packaging

PET Bottle Recycling through Chemical Recycling

Kirin Holdings’ goal is to achieve a society in which plastics continue to recirculate. As part of this effort, Kirin Holdings is conducting research on the promotion of recycling of PET bottles using chemical recycling technology. The practical application of this technology will make it possible to recycle a wide range of PET products. By developing new chemical recycling technologies, Kirin Holdings aims to create a society in which PET plastic is widely recycled.

(2) Issues to be addressed

While social activities are recovering from the effects of COVID-19, outbreaks of infectious diseases will continue to be unavoidable. In addition, heightened geopolitical risks may cause raw material and fuel prices to soar and other commodity prices to rise, making the business environment increasingly unpredictable. Against this backdrop, the Kirin Group will work to grow in the Pharmaceutical and Health Science domains and to improve profitability in the Food & Beverages domain while facing social issues head-on.

The Kirin Group's growth is supported by four organizational capabilities: human resources, ICT, marketing, in addition to technological capabilities based on fermentation and biotechnology. In the area of human capital, which has been attracting increasing attention in recent years, Kirin Holdings will increase the number of highly specialized and diverse human capital and reform the Group’s human capital strategy to foster an organizational culture that enables growth through taking on challenges. Under the new strategy, Kirin Holdings will link investment in human capital to increased corporate value.

Kirin Holdings will also strengthen human rights initiatives in its global supply chain. It will reduce human rights risks by conducting human rights due diligence on tea plantations in Sri Lanka and other raw material suppliers, and by utilizing the grievance mechanism of the Japan Center for Engagement and Remedy on Business and Human Rights (JaCER).

Under the new strategy, Kirin Holdings will link investment in human capital to the enhancement of corporate value. In addition, Kirin Holdings will promote initiatives aimed at creating a positive impact on a global level to address environmental issues that must be addressed on a global scale.

Through these efforts, Kirin Holdings aims to achieve its financial targets of an average annual growth rate of at least 11% in Normalized EPS by 2024*1 and an ROIC of 10% by 2024, as well as its non-financial targets for the environment, health, and employees.

1 Standard is for FY2021.

Results forecast for the next fiscal year

Consolidated revenue
¥2,115.0 billion (up 6.3% compared to the previous fiscal year)

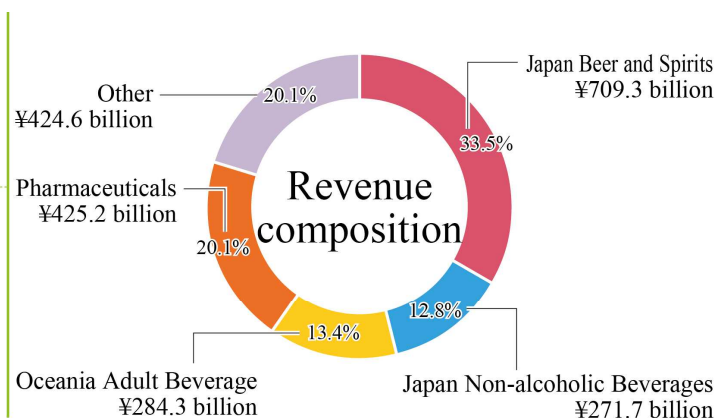
Consolidated normalized operating profit
¥192.0 billion (up 0.4% compared to the previous fiscal year)

Consolidated profit before tax
¥196.0 billion (up 2.4% compared to the previous fiscal year)

Profit attributable to owners of the Company
¥113.0 billion (up 1.8% compared to the previous fiscal year)

Key performance indicators

■ Financial targets Normalized EPS
 ¥171 (±0% compared to the previous fiscal year)
 ROIC 8.5%



Food & Beverages Domain

In the Food & Beverages domain, Kirin Holdings will continue to build a strong brand system, nurture growth engines, and improve profitability.

Kirin Brewery will work to "make beer more appealing" in response to rising demand for beer due to the upcoming liquor tax revision in October. Focusing on the renewal of *KIRIN ICHIBAN*, we will strengthen our mainstay brands such as *KIRIN ICHIBAN*, *KIRIN ICHIBAN Zero Sugar*, and the *Kirin Hyoketsu*® RTD. In craft beer, which is positioned as a growth engine, Kirin Brewery will focus on the *SPRING VALLEY* brand, strengthen partnerships with other craft breweries, and expand the *Tap Marché* and *Kirin Home Tap* services.

Kirin Beverage has positioned "Health with good taste for everyone's daily life" as its pledge to its consumers in response to growing health consciousness. Kirin Beverage will focus on expanding the immune care market by strengthening its lineup of LC-Plasma-containing beverages, centered on the newly launched *Kirin Oishii Immune Care*. In its mainstay brands, Kirin Beverage will work to enhance the intrinsic value of black tea through the *Kirin Gogo-no-Kocha* mainstay brand and will also work on evolving taste and reducing environmental impact with *Kirin Nama-cha*.



Lion will strengthen marketing activities in priority brands such as XXXX. In the well-performing craft beer area, Lion will focus on strengthening its operating base in Australia and the

United States. Lion will also pursue sustainable growth through transformation to a new business operation model.

Mercian will focus on *Mercian Wines* and *Château Mercian* to strengthen profitability.

Coke Northeast will work to build a continuous, stable, and highly profitable structure.

Pharmaceuticals Domain

Kyowa Kirin aims to maximize the value of its global strategic products, *Crysvita* and *Poteligeo*. For *Crysvita* in particular, Kyowa Kirin will switch its sales promotion activities in North America from Ultragenyx, its previous outsourcing partner, to in-house, aiming for further growth and improved profitability.



The pharmaceutical industry is experiencing severe changes in the business environment, such as reduced spending on pharmaceuticals due to measures to control drug costs and promote the use of generics, as well as increased costs in new drug development. At the same time, there are moves to encourage new drug discovery methods that will enable innovative treatments.

We will steadily conduct clinical trials for *KHK4083* and *KHK4951* (generic name: Tivozanib)*², which are being co-developed with Amgen, along with promoting R&D to further enhance the product pipeline.

2 A treatment for exudative age-related macular degeneration (a disease that causes abnormal angiogenesis in the area called the macula, where photoreceptor cells are densely located, resulting in rapid vision loss).

Health Science Domain

While the effects of COVID-19 linger, people's interest in health and wellness is growing year by year, and in 2023, Kirin Holdings will continue its efforts to raise awareness of “immune care,” which enhances people's innate immune ability.

In addition to Kirin Holdings' own products, it will work with external partners to develop a wide range of functional food products, such as beverages, candies, and supplements containing LC-Plasma, to expand the environment in which consumers can easily and habitually take care of their immune systems. Kirin Holdings will utilize the knowledge gained from selling



its own products to develop a proposal-based B-to-B business that is not limited to sales of raw material. Overseas, Kirin Holdings will accelerate expansion to Southeast Asia, the U.S., Europe, and other regions to convey the importance of “immune care” to people around the world.

Kyowa Hakko Bio will strengthen sales of Citicoline in the United States, and will aim to roll out HMOs (human milk oligosaccharides), a nutritional ingredient unique to breast milk, in Southeast Asia.

Kirin Holdings will accelerate joint research and new product development with FANCL by leveraging the strengths of both companies. In addition to expanding synergies by broadening the scope of joint research and increasing synergies, Kirin Beverage will utilize FANCL's Calolimit® brand to develop high value-added products. In addition, by sharing FANCL's expertise in e-commerce sales, Kirin Holdings will enhance its ability to respond to and make proposals to consumers.

The Kirin Group will promote CSV management that creates social and economic value in the areas of Food & Beverages, Pharmaceuticals, and Health Science domains, centered on its strengths in fermentation and biotechnology. The foundation of the business portfolio aimed for in KV2027 is being built, and Kirin Holdings aims to achieve sustainable growth and increase corporate value by accelerating growth and increasing the degree of strategy execution in each domain.

Kirin Holdings sincerely thanks the Kirin Group's shareholders for their continued understanding and support.

(3) Assets and income

Item		181 st term (FY2019)	182 nd term (FY2020)	183 rd term (FY2021)	184 th term (FY2022)
Revenue		¥1,941,305 million	¥1,849,545 million	¥1,821,570 million	¥1,989,468 million
Normalized operating profit		¥190,754 million	¥162,115 million	¥165,430 million	¥191,159 million
Profit before tax		¥116,823 million	¥124,550 million	¥99,617 million	¥191,387 million
Profit attributable to owners of the Company		¥59,642 million	¥71,935 million	¥59,790 million	¥111,007 million
Basic earnings per share		¥68.00	¥85.57	¥71.73	¥135.08
Total equity		¥1,146,825 million	¥1,095,939 million	¥1,147,990 million	¥1,253,203 million
Equity per share attributable to owners of the Company		¥1,043.57	¥1,005.96	¥1,072.69	¥1,210.16
Total assets		¥2,412,874 million	¥2,459,363 million	¥2,471,933 million	¥2,542,263 million
Key performance indicators (Financial targets)	Normalized EPS	¥158	¥136	¥156	¥171
	ROIC	5.2%	6.0%	4.2%	8.5%

(Notes) The Company's consolidated financial statements are prepared based on International Financial Reporting Standards (IFRS).

(4) Plant and equipment investment

Consolidated plant and equipment investment for this fiscal year amounted to ¥77.2 billion on a payment basis.

The major facilities completed during this fiscal year, and those still under construction or contemplation as of the end of the term to be reported are listed below:

1) Major facilities completed during this fiscal year

No matters to report.

2) Major facilities under construction or contemplation as of the end of the term

Business division	Company name	Details of plant and equipment investment
Pharmaceuticals	Kyowa Kirin Company, Limited	(Takasaki Plant) Construction of New Quality Building and New Biopharmaceutical API Manufacturing Facility

(5) Financing

The aggregate amount of loans payable, including bonds, was ¥523.1 billion as of the end of this fiscal year.

Major financing during this fiscal year was the issue of unsecured bonds (social bonds[※]) by the Company amounting to ¥20 billion.

※Bonds issued to raise funds for businesses that contribute to solving social issues.

(6) Description of major businesses

The Kirin Group's major businesses are the production and sale of alcoholic beverages including beer, happo-shu, new genre, wine, western spirits, etc. and non-alcoholic beverages, pharmaceutical and health food products, among others.

Major products by business division are described on pages 47 to 51 of "(1) Result of business operations".

(7) Significant subsidiaries, etc.

1) Significant subsidiaries

Business division	Company name	Location	Capital	Ratio of shareholding	Description of major businesses
Japan Beer and Spirits	Kirin Brewery Company, Limited	Nakano-ku, Tokyo	¥30,000 million	100%	Production and sale of alcoholic beverages
Japan Non-alcoholic Beverages	Kirin Beverage Company, Limited	Chiyoda-ku, Tokyo	¥8,417 million	100%	Production and sale of non-alcoholic beverages
Oceania Adult Beverages	Lion Pty Limited	New South Wales, Australia	A\$7,531 million	100%	Management of alcoholic beverages business in Oceania
Pharmaceuticals	Kyowa Kirin Company, Limited	Chiyoda-ku, Tokyo	¥26,745 million	53.5%	Research, development, production, sale, import and export etc. of prescription medicine
Others	Mercian Corporation	Nakano-ku, Tokyo	¥3,000 million	100%	Import, production and sale of alcoholic beverages

Business division	Company name	Location	Capital	Ratio of shareholding	Description of major businesses
	Kyowa Hakko Bio Company, Limited	Chiyoda-ku, Tokyo	¥10,000 million	100% (5%)	Production and sale of pharmaceutical materials, various amino acids and materials of health food products
	Coca-Cola Beverages Northeast, Inc.	New Hampshire, U.S.	U.S. \$930 thousand	100%	Production and sale of non-alcoholic beverages

- (Note) 1. The number in brackets of the ratio of shareholding means indirect holdings ratio.
2. On January 1, 2023, the Company acquired 5.0% of the issued and outstanding shares of Kyowa Hakko Bio Company, Limited held through Kyowa Kirin Company, Limited, and directly owns all shares of Kyowa Hakko Bio Company, Limited.

2) Significant affiliated companies

Business division	Company name	Location	Capital	Ratio of shareholding	Description of major businesses
Others	FANCL CORPORATION	Yokohama, Kanagawa	¥10,795 million	30.3%	Production and sale of cosmetics and health food products
	San Miguel Brewery Inc.	Metro Manila, the Philippines	₱15,410 million	48.4%	Production and sale of beer

(8) Major business offices, plants, etc.

1) Kirin Holdings Company, Limited

Head Office: 10-2, Nakano 4-chome, Nakano-ku, Tokyo, Japan

Laboratories: 3 Laboratories including Institute for Future Beverages (Yokohama, Kanagawa)

2) Subsidiaries

Business division	Company name	Major centers	
Japan Beer and Spirits	Kirin Brewery	Head Office	Nakano-ku, Tokyo
		Branch Offices	Off-Premise Head Office (Nakano-ku, Tokyo etc.),

Business division	Company name	Major centers	
	Company, Limited		9 Regional Sales & Marketing Divisions including Metropolitan Regional Sales & Marketing Division (Chuo-ku, Tokyo)
		Plants	9 Plants including Yokohama Plant (Yokohama, Kanagawa)
Japan Non-alcoholic Beverages	Kirin Beverage Company, Limited	Head Office	Chiyoda-ku, Tokyo
		Branch Offices	5 Regional Sales & Marketing Divisions including Metropolitan Regional Sales & Marketing Division (Chiyoda-ku, Tokyo)
		Plants	Shonan Plant (Samukawa-machi, Koza-gun, Kanagawa), Shiga Plant (Taga-cho, Inukami-gun, Shiga)
Oceania Adult Beverages	Lion Pty Limited	Head Office	New South Wales, Australia
Pharmaceuticals	Kyowa Kirin Company, Limited	Head Office	Chiyoda-ku, Tokyo
		Branch Offices	11 Branches including Tokyo Branch (Chuo-ku, Tokyo)
		Plants	Takasaki Plant (Takasaki, Gunma), Ube Plant (Ube, Yamaguchi)
		Laboratories	4 Laboratories including Fuji Research Park (Nagaizumi-cho, Suntou-gun, Shizuoka)
Others	Mercian Corporation	Head Office	Nakano-ku, Tokyo
		Branch Offices	7 Branches including Metropolitan Regional Sales & Marketing Branch (Chuo-ku, Tokyo)
		Plants	6 Plants including Fujisawa Plant (Fujisawa, Kanagawa)
	Kyowa Hakko Bio Company, Limited	Head Office	Chiyoda-ku, Tokyo
		Plants	Yamaguchi Production Center (Hofu, Yamaguchi)
		Laboratories	Technical Research Laboratory (Hofu, Yamaguchi)
	Coca-Cola Beverages Northeast, Inc.		Head Office

(9) Employees

Business division	Number of employees (persons)
Japan Beer and Spirits	4,275
Japan Non-alcoholic Beverage	3,467
Oceania Adult Beverage	4,049
Pharmaceuticals	5,982
Others	11,446
Administration	1,319
Total	30,538

- (Notes)
1. The number of employees indicates the number of employees currently on duty.
 2. The number of employees indicated as Administration is mainly the number of employees of the Company, which is a holding company (excluding employees seconded by the Company and including employees seconded to the Company).

(10) Significant business transfers to and from the Kirin Group and acquisitions and disposals of shares of other companies

- 1) In January 2022, the Company, by way of its Australian subsidiary Lion Global Craft Beverages. Pty Ltd., acquired all shares of Bell's Brewery, Inc. in the United States.
- 2) In August 2022, the Company transferred all its shares in China Resources Kirin Beverages (Greater China) Company, Limited to Plateau Consumer Ltd.

(11) Major lenders and loan balances

Lender	Outstanding balance of loan
Syndicated loans	¥94,852 million
MUFG Bank, Ltd.	¥54,918 million

(Note) The syndicated loans consist of those arranged by MUFG Bank, Ltd., The Norinchukin Bank or Sumitomo Mitsui Banking Corporation as the agent bank.

(12) Other important matters concerning the current situation

In January 2023, the Company, by way of its Singaporean subsidiary Kirin Holdings Singapore Pte, Ltd., transferred all of its outstanding shares in Myanmar Brewery Limited held by the Singaporean subsidiary (Purchase of treasury stock by Myanmar Brewery Limited).

2. Shares

(1) Authorized shares

1,732,026,000

(2) Outstanding shares

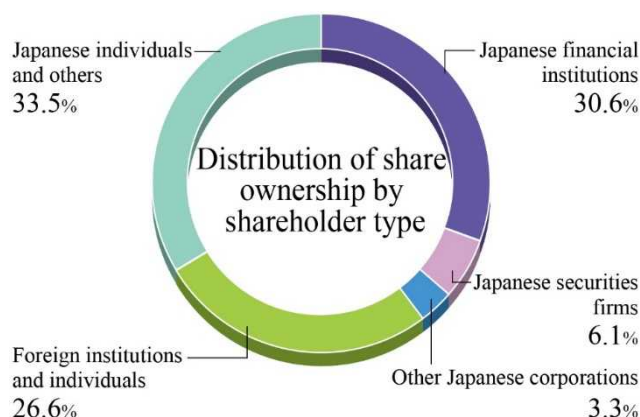
914,000,000

(No change from the end of the previous fiscal year)

(3) Number of shareholders

344,248

(Decreased by 1,179 persons from the end of the previous fiscal year)



(4) Major shareholders (top ten)

Name of shareholder	Number of shares held by shareholder (thousand shares)	Ratio of shares held (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	143,002	17.6
Custody Bank of Japan, Ltd. (Trust account)	53,064	6.5
Meiji Yasuda Life Insurance Company	32,996	4.0
SMBC Nikko Securities Inc.	21,001	2.5
STATE STREET BANK AND TRUST COMPANY 505001	15,314	1.8
STATE STREET BANK WEST CLIENT - TREATY 505234	14,962	1.8
THE BANK OF NEW YORK MELLON 140044	12,725	1.5
JAPAN SECURITIES FINANCE CO., LTD.	10,857	1.3
SSBTC CLIENT OMNIBUS ACCOUNT	10,191	1.2
STATE STREET BANK AND TRUST COMPANY 505103	9,512	1.1

(Notes) 1. The Company holds 102,205,000 shares of treasury stock but has been excluded from the above major shareholders.

2. Ratio of shares held excludes treasury stock.

3. Number of shares held by the shareholder and ratio of shares held are indicated by omitting fractions.

(5) Shares delivered to Officers as consideration for the performance of duties during the current fiscal year

Officer type	Number of shares	Number of recipients
Directors of the Board (excluding Non-executive Directors)	1,900	1

- (Notes) 1. The above shares were issued to a Director of the Board who has retired.
2. The above is the number of shares actually delivered. In addition to the above number of shares, the number of shares that were converted into cash within the trust and paid out in an amount equivalent to the conversion amount was 1,892.

3. Company's Directors of the Board and Audit & Supervisory Board Members

(1) Names of Directors of the Board and Audit & Supervisory Board Members, etc.

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
President & Chief Executive Officer	Yoshinori Isozaki	—	—
Representative Director of the Board, Senior Executive Vice President	Keisuke Nishimura	Responsible for Business Alliance and Investment Strategy; Overseas Business; Global Craft Beer Strategy	Director, Lion Pty Limited Director, San Miguel Brewery Inc.
Director of the Board, Senior Executive Officer	Toshiya Miyoshi	Responsible for PR Strategy; Risk Management; Legal	Director of the Board, Kirin Beverage Company, Limited Director, San Miguel Brewery Inc.
Director of the Board, Senior Executive Officer	Noriya Yokota	Responsible for Financial Strategy; IR; IT Strategy	Director of the Board, Kirin Brewery Company, Limited Director, Kirin Business System Company, Limited
Director of the Board, Senior Executive Officer*	Takeshi Minakata	Responsible for Health Strategy President of Health Science Division	Director, Kyowa Kirin Co., Ltd.

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Director of the Board	Masakatsu Mori	Chairperson of the Board	Senior Advisor, International University of Japan Outside Director, STANLEY ELECTRIC CO., LTD. External Statutory Auditor, FAST RETAILING CO., LTD.
Director of the Board	Hiroyuki Yanagi	Member of the Nomination & Remuneration Advisory Committee	Advisor, Yamaha Motor Co., Ltd. Outside Director, AGC Inc. Outside Director, Japan Airlines Co., Ltd. Outside Director, Mitsubishi Electric Corporation
Director of the Board	Chieko Matsuda	Chairperson of the Nomination & Remuneration Advisory Committee	Professor, Faculty of Economics and Business Administration, Tokyo Metropolitan University Professor, Graduate School of Management, Tokyo Metropolitan University Outside Director, IHI Corporation
Director of the Board	Noriko Shiono	Member of the Nomination & Remuneration Advisory Committee	President, Widex Japan
Director of the Board	Rod Eddington	–	Chairman, Independent Non-Executive Director of Lion Pty Ltd. Outside Director, John Swire & Sons (Australia) Pty Ltd. Outside Director, CLP Holdings Limited
Director of the Board	George Olcott	–	Audit & Supervisory Board Member, Toyota Motor Corporation

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Director of the Board	Kaoru Kato	–	Senior Advisor, NTT DOCOMO, INC. Outside Director, Mitsubishi UFJ Financial Group, Inc.
Standing Audit & Supervisory Board Member	Keiji Kuwata	–	Audit & Supervisory Board Member, Kyowa Kirin Co., Ltd.
Standing Audit & Supervisory Board Member*	Shobu Nishitani	–	Audit & Supervisory Board Member, Kyowa Hakko Bio Co., Ltd.
Audit & Supervisory Board Member	Yoshiko Ando	–	Outside Director, Sansei Technologies, Inc. Outside Director, JFE Holdings, Inc.
Audit & Supervisory Board Member	Kaoru Kashima	–	Outside Audit & Supervisory Board Member, Nippon Telegraph and Telephone Corporation External Director, Sumitomo Mitsui Trust Holdings, Inc.
Audit & Supervisory Board Member*	Kenichi Fujinawa	–	Senior Counsel, Nagashima Ohno & Tsunematsu

- (Notes)
1. A Director of the Board and Audit & Supervisory Board Member marked with an asterisk (*) indicates such officer newly assumed office as of March 30, 2022.
 2. Mr. Masakatsu Mori, Mr. Hiroyuki Yanagi, Ms. Chieko Matsuda, Ms. Noriko Shiono, Mr. Rod Eddington, Mr. George Olcott, and Mr. Kaoru Kato, are Non-executive Directors.
 3. Ms. Yoshiko Ando, Ms. Kaoru Kashima, and Mr. Kenichi Fujinawa are Audit & Supervisory Board Members.
 4. Although there is a payment of attorney fees by the Company to Nagashima Ohno & Tsunematsu, where Audit & Supervisory Board Member, Mr. Kenichi Fujinawa, concurrently holds a significant position, the amount of payment to the law firm during this fiscal year is less than 1% of the total revenue of the law firm.
 5. Standing Audit & Supervisory Board Member, Mr. Shobu Nishitani, held the position of General Manager of the Finance Department at the Company and the subsidiary of the Company, and has a wealth of expertise in finance and accounting.
 6. Audit & Supervisory Board Member, Ms. Kaoru Kashima, is a certified public accountant, has served as a manager of an auditing firm, and has a wealth of expertise in finance and accounting.
 7. Directors of the Board, Mr. Masakatsu Mori, Mr. Hiroyuki Yanagi, Ms. Chieko Matsuda, Ms. Noriko Shiono, Mr. Rod Eddington Mr. George Olcott, and Mr. Kaoru Kato, and Audit & Supervisory Board Members, Ms. Yoshiko Ando, Ms. Kaoru Kashima, and Mr. Kenichi Fujinawa are independent officers in compliance with the requirements of the Tokyo Stock Exchange, Inc., etc.
 8. The following Director of the Board and Audit & Supervisory Board Members resigned from their position as of March 30, 2022.
Director of the Board: Noriaki Kobayashi
Standing Audit & Supervisory Board Member: Akihiro Ito

Audit & Supervisory Board Member: Nobuo Nakata

9. The Company adopts an executive officer based system. Senior Executive Officers who are not concurrently holding the position of Director of the Board as of January 1, 2023 are as follows.

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Senior Executive Officer	Ryosuke Mizouchi	CSV Strategy North America Beer Business	Director, Lion Pty Limited Director, Mercian Corporation Director, Coca-Cola Beverages Northeast, Inc.
Senior Executive Officer	Junko Tsuboi	Personnel & General Affairs Strategy	Outside Director, FANCL CORPORATION
Senior Executive Officer	Masao Maehara	SCM Strategy Production Technology Strategy	Director, Kirin Beverage Company, Limited
Senior Executive Officer	Shinjiro Akieda	Digital Strategy General Manager, Corporate Strategy Department	—
Senior Executive Officer	Koji Fukada	R&D Strategy Quality Assurance	Director, Kyowa Hakko Bio Co., Ltd.
Senior Executive Officer	Mitsuharu Yamagata	Brand Strategy Marketing Strategy	Director of the Board, Kirin Brewery Company, Limited
Senior Executive Officer	Hideki Horiguchi	—	President & CEO, Kirin Brewery Company, Limited
Senior Executive Officer	Toru Yoshimura	—	President & CEO, Kirin Beverage Company, Limited
Senior Executive Officer	Yuki Kanzaki	—	President & CEO, Kyowa Hakko Bio Co., Ltd.

(2) Outline of Contracts for Limitation of Liability

Based on Article 427, paragraph 1 of the Companies Act, the Company has concluded contracts with each Non-executive Director and each Audit & Supervisory Board Member to limit the liability for damages stipulated in Article 423, paragraph 1 of the same Act. The liability limit based on the contract is the minimum liability amount stipulated in Article 425, paragraph 1 of the

same Act.

(3) Directors and Officers liability insurance contracts

The Company has entered into Directors and Officers liability insurance contracts with an insurance company as provided in Article 430-3, paragraph 1 of the Companies Act, wherein the insured persons include Directors of the Board, Audit & Supervisory Board Members, Executive Officers etc. of the Company and its subsidiaries. The Company and its subsidiaries bear all insurance premiums.

This insurance contract covers compensation for damages, legal, and other such costs in the event that an insured person(s) is liable for damages arising from their conduct. However, damages caused by criminal or fraudulent acts etc. committed by insured persons are excluded. In addition, there is a provision for a deductible amount and damages that do not reach the deductible amount are not covered by this insurance contract.

(4) Remuneration, etc. to Directors of the Board and Audit & Supervisory Board Members

1) Policy for determining Officers' remuneration, etc.

The Company's policy for determining Officers' remuneration, etc. is determined by the Board of Directors after deliberation of its validity by the Nomination & Remuneration Advisory Committee, of which Independent Directors constitute a majority. As part of this process, the Nomination & Remuneration Advisory Committee considers changes in the management environment each fiscal year and shareholder/investor requests, and objective and professional opinions of external remuneration consulting firms are referred to when appropriate. An outline of the Company's policy for Officers' remuneration, etc. for the current fiscal year, which was determined after the aforementioned deliberation process, is as follows.

In order to further promote the achievement of financial and non-financial targets in Medium-Term Business Plan starting from the current fiscal year, the Company has been reviewing its Officers' remuneration system since the current fiscal year in order to motivate them more than ever to realize medium- to long-term growth, in addition to the achievement of current performance, and to establish an evaluation and remuneration system that places greater emphasis on improving corporate value. With respect to bonuses, the Company has applied business performance evaluation indicators to the evaluation indicators for some Officers in charge of the business by reviewing and organizing the composition of the evaluation indicators and the applicable targets. With respect to stock-based remuneration, the Company has divided stock-based remuneration up to the previous fiscal year into two categories: the Performance Share Units ("Single-Year PSU"), which is linked to the degree of achievement of performance in a single fiscal year, and the Restricted Share Units ("RSU"), which has no performance conditions attached, and newly added a Performance Share Unit ("Medium-Term Plan PSU"), which is linked to the degree of achievement of Medium-Term Business Plan's goals in multiple fiscal years.

(i) Basic policy on remuneration, etc. for Officers

- i) The Company shall establish a remuneration structure that emphasizes the linkage of remuneration with business performance and medium- to long-term corporate value and share value with the shareholders.

- ii) Remuneration levels shall be appropriate for the roles and responsibilities of the Kirin Group's officers.
- iii) Remuneration shall be deliberated by the Nomination & Remuneration Advisory Committee, of which Non-executive Directors constitute a majority, in order to ensure objectivity and transparency.

(ii) Remuneration structure and recipients, etc.

Remuneration, etc. for officers of the Company is composed of three parts: basic remuneration which is fixed remuneration; bonus as short-term incentive remuneration, which is performance-linked remuneration; and stock-based remuneration as medium- to long-term incentive remuneration. An overview of the remuneration structure and eligibility for payment (including the timing of payment or payment conditions) is as follows. The Non-executive Directors are responsible for monitoring and advising management of the Company and the Kirin Group as a whole from an objective point of view, and Audit & Supervisory Board Members are responsible for auditing the execution of duties by the Directors of the Board from an objective point of view. Accordingly, only basic remuneration shall be paid to the respective parties.

Type of remuneration, etc.	Outline	Evaluation indicators and reasons for adopting them	Persons eligible for the payment		Composition ratio of remuneration for the President & CEO (%)	
			Director of the Board (excluding Non-Executive Director) and Executive Officer *4	Non-Executive Director and Audit & Supervisory Board Member		
Fixed remuneration	Basic remuneration	<ul style="list-style-type: none"> ● Fixed remuneration based on the executive rank and responsibilities ● Additional remuneration based on responsibilities ● Annual sum is divided equally by 12 and paid each month. 	-	○	○	30%
Performance-linked remuneration	Bonus (short-term incentive)	<ul style="list-style-type: none"> ● Performance-linked remuneration for motivation to achieve annual performance targets of each fiscal year and engage in initiatives for future growth 	For each of corporate performance, business performance and individual performance, evaluation	○	-	30%

		<ul style="list-style-type: none"> Assuming the amount to be paid upon achievement of a target (base amount) predetermined for each executive rank and responsibility is set at 100%, this remuneration is variable between 0% and 200% depending on the level of achievement of the performance target. Lump-sum payment after the end of each fiscal year. 	<p>indicators are selected to promote solid earnings growth and strategic execution for the entire Kirin Group and its major businesses. The following indicators are selected for the current fiscal year, and amounts are determined based on individual performance evaluations.</p> <ul style="list-style-type: none"> Corporate Performance Evaluation Indicators (Consolidated Normalized operating profit) Business Performance Evaluation Indicators (Normalized operating profit, etc. of each business) *3 Individual Performance Assessment 			
	Trust-type stock remuneration (*For residents in Japan)	<ul style="list-style-type: none"> Performance-linked remuneration for motivation to improve corporate value over the medium- to long-term. Consists of RSU that are paid on a fixed basis, and Single-Year PSU and Medium-Term Plan PSU that 	From the financial and non-financial indicators of the Kirin Group consolidated group defined by Medium-Term Business Plan, evaluation indicators that promote both	○	-	40%

		<p>are paid in conjunction with the level of achievement of performance targets, etc., with each fiscal year or a fiscal year subject to Medium-Term Business Plan as a performance evaluation period</p> <ul style="list-style-type: none"> ● In both cases, shares are issued in accordance with the number of points granted in accordance with the Share Grant Regulations (However, the equivalent of 50% will be redeemed and paid in money) 	<p>medium- and long-term enhancement of shareholder value and creation of social value are selected. The following indicators were selected for the current fiscal year.</p> <ul style="list-style-type: none"> ● ROIC ● Normalized EPS ● Non-Financial Assessment 			
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*1 Board Incentive Plan (BIP) trust for executive remuneration of Mitsubishi UFJ Trust and Banking Corporation.

*2 A performance-linked and stock-price-linked remuneration plan (the “Phantom Stock Plan”), which has an evaluation system equivalent to the trust-type stock compensation plan, applies to those who are non-residents in Japan and are not subject to the trust-type stock compensation plan.

*3 It will be applied to the president of an operating company or the Officer in charge of health strategy (President of Health Science Division).

*4 Excludes persons who double as Director of the Board and persons who are employed by the Company.

(iii) Establishment of optimal remuneration levels and ratio of performance-linked remuneration

Objective verification is conducted by comparing the Company’s officer remuneration levels and linkage to performance, using relevant survey data obtained from an external research organization. The remuneration levels for the Company’s officers and the ratio of performance-linked remuneration (Bonus and Trust-type stock compensation) are designed and set based on the executive rank and responsibilities, among other things, of each person.

- Establishment of optimal remuneration levels
In comparison with Japan’s leading global manufacturing companies, remuneration shall be set at a competitive level so that basic remuneration is at or near the median, and remuneration upon achievement of performance targets is at or above median levels. The basic remuneration for Non-executive Directors shall be at or above the median level in consideration of their roles where they are expected to strengthen the Company’s governance.
- Ratio of performance-linked remuneration
The ratio of performance-linked remuneration to fixed remuneration will be set higher in reference to the level of leading domestic companies, and the ratio of stock compensation in particular shall be increased to strengthen incentives to achieve performance targets and linkage to shareholder value. Specifically, the ratio of basic remuneration to the performance-linked remuneration base amount for the President & CEO shall be approximately 30:70 (the ratio of bonuses to stock-based

remuneration is 30:40). The ratio for other Eligible Directors and Officers shall be determined in a similar manner as above in consideration of their executive rank and responsibilities. The composition ratio of the Single-Year PSU, to the RSU, to the Medium-Term Plan PSU (per year) in the trust-type stock compensation base amount shall be common to all intended beneficiaries (approximately 4:2:1).

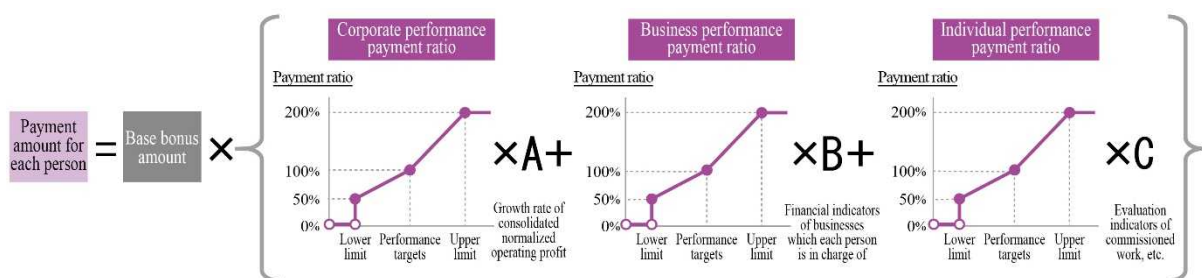
(iv) Mechanism for linkage to performance

The Company’s policy for determining the method to calculate performance-linked remuneration is as follows.

i) Bonuses

The evaluation indicators for bonuses are selected by a resolution of the Board of Directors after deliberations by the Nomination & Remuneration Advisory Committee, with the aim of promoting solid earnings growth and strategic execution for the entire Kirin Group and its major businesses. In the current fiscal year, the Company has selected corporate performance evaluation indicators (Consolidated normalized operating profit) as evaluation indicators for bonuses, and in addition, individual performance is evaluated, and the percentage of bonuses is determined according to the responsibilities. The Business Performance Indicators (Normalized operating profit, etc., of each business) are separately applicable to Directors of the Board and Executive Officers, where the president of an operating company or the Officer in charge of health strategy (President of Health Science Division) serves concurrently. The targets for each fiscal year will be determined in the Board of Directors after deliberations in the Nomination & Remuneration Advisory Committee, based on the results of previous years, the content of Medium-Term Business Plan, and the business outlook at the beginning of the fiscal year. For details, please refer to (v) below. The amount paid upon the achievement of targets (base bonus amount) is predetermined for each executive rank. When this amount is regarded as a pay rate of 100%, this remuneration is variable between 0% and 200% depending on the degree of achievement of targets.

Sample 1: Mechanism for linkage of bonuses to performance



* For President & CEO, A:C = 70:30; for Representative Directors, Senior Executive Vice Presidents, A:C = 60:40; for other Directors of the Board (excluding Non-executive Directors) and Executive Officers, A:C = 50:50, except for President of operating company or Officer in charge of health strategy (President of Health Science Division), A:B:C = 20:40:40.

ii) Stock-based remuneration

The Company's stock-based remuneration is paid through a Trust-type stock compensation plan. Under this plan, a trust established by the Company's contribution of money acquires the Company's shares using such money. In principle, the Company delivers and grants the Company's shares and money in the amount equivalent to the proceeds from converting into cash the Company's shares subject to sale, to the Company's Directors (excluding Non-executive Directors) and Executive Officers who are granted points in accordance with the Share Delivery Rules of the Company. The applicable period of the Trust-type stock compensation plan shall be the fiscal years covered under the Company's Medium-Term Business Plan. Stock-based remuneration consists of (1) Single-Year PSU linked to single-year performance targets, (2) RSU with no performance targets, and (3) Medium-Term Plan PSU linked to the multi-year Medium-Term Business Plan performance targets. RSU are awarded fixed points that are calculated based on pre-defined thresholds for each executive rank and responsibility. (1) Single-Year PSU are awarded points for each business year pertaining to the target period, and (3) Medium-Term Plan PSU are awarded points for the target period (three business years), which are calculated in the business year following each performance evaluation period by multiplying the predefined base points based on stock-based remuneration thresholds for each executive rank (However, for Medium-Term Plan PSU, base points for three years) by the performance-linked factor (from 0% to 200%), which is determined based on the degree of achievement of performance targets. By following the prescribed beneficiary-determining procedure at a certain point in time after the lapse of three years from the start of each performance evaluation period (Medium-Term Plan PSU is a certain period of the business year following the final year of Medium-Term Business Plan), in principle, the number of the Company's shares (where a fractional share shall be counted as one share), corresponding to the number equivalent to 50% of the points (one point shall be converted to one common share of the Company) granted for the performance evaluation period, shall be delivered along with the payment of cash equivalent to the proceeds from the realization of the number of the Company's shares corresponding to the outstanding portion of the points to be appropriated to funds for tax payment.

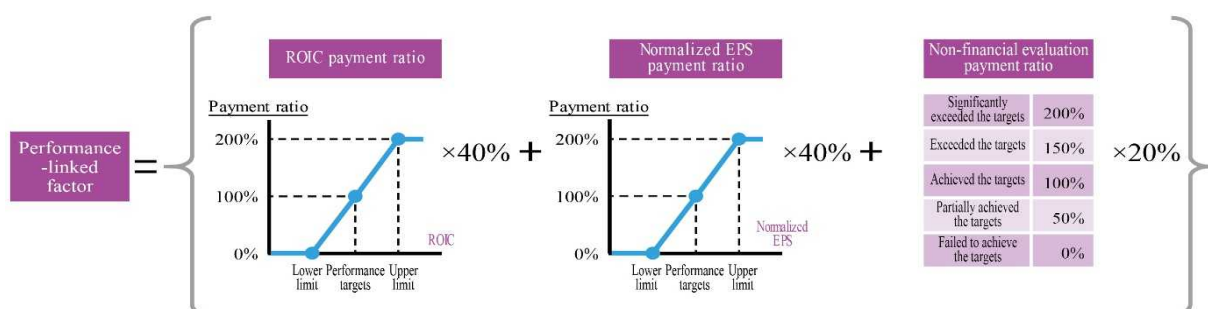
Under Medium-Term Business Plan, the stock-based remuneration's performance indicators will be determined with the aim of enhancing shareholder value and maximizing growth investment's cash flow and realizing the CSV purpose to create social value, and the targets for each fiscal year will be determined by resolution of the Board of Directors after deliberations by the Nomination & Remuneration Advisory Committee, based on the results of previous fiscal years, the content of Medium-Term Business Plan and the business outlook at the beginning of the fiscal year.

In the current fiscal year, in order to promote both medium-to long-term shareholder value improvement and social value creation, three indicators are selected from those specified by Medium-Term Business Plan: ROIC, Normalized EPS (amounts for Single-Year PSU and compound annual growth rates for Medium-Term Plan PSU during the applicable period of Medium-Term Business Plan) and non-financial indicators, and a performance-linked factor is calculated depending on the degree of achievement of targets.

Non-financial indicators are based on a comprehensive evaluation of the three key items defined in committing to medium-to long-term CSV management—the environment, health, and employees—after evaluating each item according to the degree of achievement of the specific indicators set for each item. From the perspective of ensuring objectivity and transparency, the results of the evaluation and the payment rate will be deliberated in

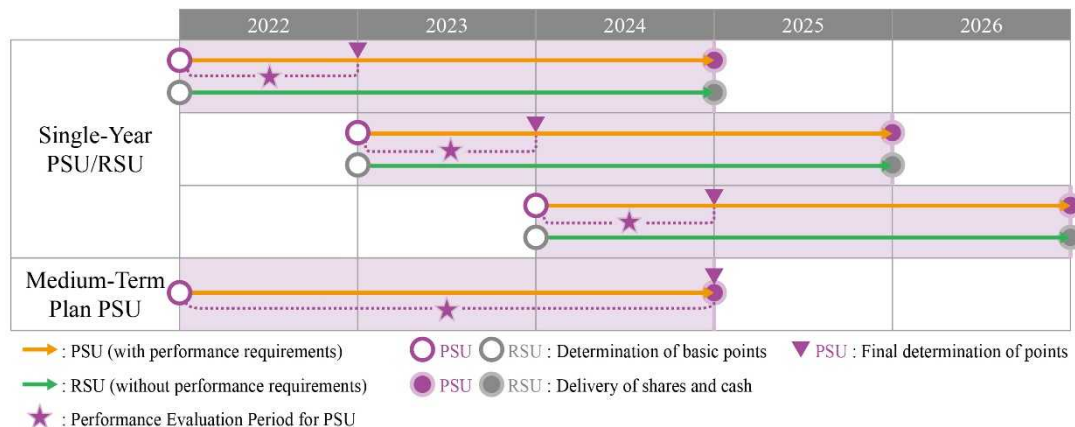
the Nomination & Remuneration Advisory Committee and determined in the Board of Directors based on the results of the evaluation in the Group Executive Committee. The performance-linked factor ranges from 0% to 200% for each evaluation indicator and will be 100% when the target is achieved.

Sample 2: Calculation formula for PSU performance-linked factor under the Trust-type stock compensation (excluding the performance evaluation period; the scheme is common to the Single Year PSU and Medium-Term Business Plan PSU)



*The payout rate for non-financial indicators is a guideline and, after deliberations by the Nomination & Remuneration Advisory Committee, can be determined at a different payout rate from that shown above (from 0% to 200%).

Sample 3: Performance evaluation period, timing of determination of the number of points, and timing of delivery of shares and cash in the Trust-type stock-based remuneration



iii) Performance-linked and stock-price-linked remuneration (Phantom Stock Plan)

A performance-linked and stock-price-linked remuneration plan applies in place of the trust-type stock compensation plan to officers who are non-residents in Japan. Under the plan, in accordance with the Company's Share Delivery Rules, the Company grants points calculated by the same formula as for the Trust-type stock compensation plan, and grants money in the amount equivalent to the Company's shares to be delivered under the Trust-type stock compensation plan (including the Company's shares convertible into cash under the Trust-type stock compensation plan).

(v) Method for determining remuneration, etc. for officers

In order to ensure fair and reasonable operation of the plan in accordance with the basic policy described in (i)–(iv) above, remuneration, etc. for each Officer is deliberated on by the Nomination & Remuneration Advisory Committee, of which independent directors constitute a majority and an independent director is the chair, and reported to the Board of Directors. Then, remuneration for Directors of the Board is determined by the Board of Directors, and remuneration for Audit & Supervisory Board Members is determined in consultation with Audit & Supervisory Board Members within the remuneration limit resolved in advance by a general meeting of shareholders.

Provided, however, that determination of individual performance evaluations (including the setting of evaluation indicators and targets) for the bonuses of each Director of the Board (excluding Non-executive Directors) and each Executive Officer, including the President & CEO, and the evaluation results depending on the degree of achievement of them and the individual payment ratio regarding the individual performance evaluation, is delegated to the Nomination & Remuneration Advisory Committee in order to ensure objectivity and transparency. To ensure that such authority is properly exercised by the Nomination and Remuneration Advisory Committee, the committee will be structured as described above, and decisions will be made by excluding interested persons from the committee depending on the subject matter of the decision, and the committee will report the results of the individual performance evaluation and the individual pay rates regarding individual performance evaluation to the Board in a timely and appropriate manner.

For the current fiscal year, in accordance with this policy, the determination on the individual performance evaluation for the bonus of each Director including that of the President & CEO was delegated to the Nomination & Remuneration Advisory Committee, comprised of the following five persons (three Non-executive Directors and two Directors of the Board)—chair: Chieko Matsuda (Non-executive Director), members: Hiroyuki Yanagi (Non-executive Director), Noriko Shiono (Non-executive Director), Yoshinori Isozaki (President & CEO), and Toshiya Miyoshi (Director of the Board, Senior Executive Officer: his responsibilities are described on page 67). The Nomination & Remuneration Advisory Committee then determined the performance evaluation for the bonus.

In determining the details of individual remuneration, etc. for Directors of the Board, in accordance with the policy for Officers' remuneration, etc., the Nomination & Remuneration Advisory Committee deliberates and considers with a diversified viewpoint the method for calculating remuneration, etc. for Directors of the Board and the calculation of the payment amount based on this, among others. The committee then reports the draft to the Board of Directors, and the Board of Directors respects the deliberation process and reports. Accordingly, the Company considers that details of remuneration, etc. for each Director of the Board are consistent with the policy for Officers' remuneration, etc.

(vi) Other important matters

In the event of significant changes in the business environment due to an occurrence of unexpected, extraordinary events (including, but not limited to, natural disasters, sharp fluctuations in foreign exchange rates, misconduct, and organizational restructuring), the Company may make a discretionary judgment in a resolution of the Board of Directors in determining remuneration, etc. for Directors of the Board (excluding Non-executive Directors) and Executive Officers after extraordinary deliberation by the Nomination & Remuneration Advisory Committee as necessary.

2) Remuneration, etc. for the current fiscal year

(i) Total amount of remuneration, etc. for Directors of the Board and Audit & Supervisory Board Members by officer type, total amount of remuneration, etc. by type and number of officers

Officer type	Total amount of remuneration, etc. (millions of yen)	Total amount (millions of yen) of remuneration etc. by type and number of persons							
		Fixed remuneration		Performance-linked remuneration					
		Monetary remuneration						Non-monetary remuneration	
		Basic remuneration		Bonus		Performance-linked and stock-price-linked remuneration (Phantom Stock Plan)		Trust-type stock compensation	
		Total amount	Number of persons	Total amount	Number of persons	Total amount	Number of persons	Total amount	Number of persons
Directors of the Board (excluding Non-executive Directors)	707	277	6	278	5	-	-	151	6
Audit & Supervisory Board Members (excluding Non-standing Audit & Supervisory Board Members)	75	75	3	-	-	-	-	-	-
Non-executive Officers	Non-executive Directors	138	138	7	-	-	-	-	-
	Non-standing Audit & Supervisory Board Members	57	57	4	-	-	-	-	-
Total	976	546	20	278	5	-	-	151	6

(Notes) 1. Twelve (12) Directors of the Board and five (5) Audit & Supervisory Board Members remain in their positions as of the end of this fiscal year, but the amounts above include remuneration for one (1) Director and two (2) Audit & Supervisory Board Members who retired as of March 30, 2022.

2. The above total amount of bonus is the amount expected to be paid. For actual performance evaluation indicators and others, please refer to (ii) below.

3. There were no officers to whom the above performance-linked and stock-price-linked remuneration (Phantom Stock Plan) was applicable.

4. Trust-type stock compensation was granted to Directors of the Board (excluding Non-executive Directors) as non-monetary remuneration. The above total amount of trust-type stock compensation is the amount recorded as expenses during the current fiscal year for the Board Incentive Plan (BIP) Trust.

5. For details of trust-type stock compensation, please refer to 1) (iv) ii) above.

(ii) Targets, etc. and actual results regarding evaluation indicators for performance-linked remuneration for Directors of the Board

The targets, etc. and actual results regarding evaluation indicators for performance-linked remuneration for the current fiscal year, determined by a way of resolution by the Board of Directors following deliberation by the Nomination & Remuneration Advisory Committee, are as follows.

i) Bonuses (whose performance evaluation period is the current fiscal year)

Performance evaluation indicators		Evaluation ratio	Fluctuation range of payment ratio	Performance target		Actual results	Payment ratio for each indicator	Final payment ratio
Corporate performance evaluation	Consolidated normalized operating profit	20 - 70%	0 - 200%	Upper limit	199.2 billion yen	171.3 billion yen	116.0%	105.4 - 158.0%
				Base	166 billion yen			
				Lower limit	132.8 billion yen			
Business performance evaluation	Revenue in in Health Science domain	40%	0 - 200%	Upper limit	121 billion yen	100.2 billion yen	55.6%	
				Base	110 billion yen			
				Lower limit	99 billion yen			
Individual performance evaluation		30 - 50%	0 - 200%	Decided based on evaluation indicators of commissioned work, etc. for each person.		150 - 200%		

- (Notes) 1. When evaluating the degree of achievement of corporate performance evaluation and business performance evaluation, the impact of exchange fluctuations, etc. for each fiscal year is excluded from calculating items in the financial statements of overseas subsidiaries, etc.
2. Individual performance evaluation was determined by the method described in 1) (v) above.
3. Business performance evaluation is an evaluation indicator applied to the Director of the Board who is in charge of Health Strategy (President of Health Science Division).

ii) Trust-type stock compensation (Single-Year PSU with the current fiscal year as the performance evaluation period)

Performance evaluation indicators	Evaluation ratio	Fluctuation range of payment ratio	Performance targets		Actual results	Payment ratio for each indicator	Final payment ratio
			Upper limit	Lower limit			
ROIC	40%	0 - 200%	Upper limit	12.5%	7.8%	88.0%	90.5%
			Base	8.3%			
			Lower limit	4.1%			
Normalized EPS	40%	0 - 200%	Upper limit	181 yen	153 yen	83.3%	
			Base	157 yen			
			Lower limit	133 yen			
Non-financial evaluation	20%	0 - 200%	The following evaluations were made for each indicator in three categories: Environment, Health and Employees		A	110.0%	

(Note) When evaluating the degree of achievement of financial indicators, the impact of exchange fluctuations, etc. for each fiscal year is excluded from calculating items in the financial statements of overseas subsidiaries, etc.

[Non-financial evaluation]

Category	Evaluation	Background of evaluation for each category	Overall evaluation
Environment	Almost as expected	<p>Among the key indicators below, the Company has made remarkable progress toward the 2024 target for reducing GHG emissions, and has received high external recognition for its initiatives and information disclosure on climate change and water security. Despite the impact of force majeure on some of the other indicators, it was evaluated as progressing smoothly.</p> <ul style="list-style-type: none"> • GHG emission reduction rate: 18%* • Recycled resin usage rate for PET bottle resin: 8% • Basic unit of water usage at manufacturing sites with high water stress: 3.7kl/kl 	Taking into account (1) the evaluation of each item on the left, and (2) achievement status of CSV commitment and internal control indicators by function, as well as improvement and achievement of the highest level of awards, etc. at ESG-related evaluations in major external evaluation organizations and media rankings, the overall rating is set at "A" and the payout rate is set at 110%
Health	Almost as expected	<p>While the following achievements were the main factors evaluated, the Company also evaluated the overall performance of its products and R&D in the Health & Well-being domain including the achievement of high external recognition.</p> <ul style="list-style-type: none"> • Further acceleration of efforts to “support for the maintenance of immune function” is required toward the 2024 target. • “New value creation in immunology, brain function, and intestinal environment areas” is 	

		<p>making good progress as the Company planned.</p> <ul style="list-style-type: none"> • “The promotion of collaboration with the Pharmaceuticals domain” is generally progressing as planned. 	
Employees	Almost as expected	<p>Among the key indicators below, frequency rate of accidents requiring time off from work shows remarkable progress towards the 2024 target. For other indicators, while further acceleration of efforts is required, the Company assessed that progress is generally in line with the plan. For instance, the promotion of women's activities and health management initiatives received high external recognition.</p> <ul style="list-style-type: none"> • Employee engagement score: 70%. • Progress in achieving “Increased diversity” (ratio of female manager in Japan: 10.6%, ratio of employing experienced persons in Japan: 27.3%) • Frequency rate of accidents that require time off from work: 0.90*. 	

* In the non-financial evaluation of the current fiscal year, the indicators for which the actual results have not been determined are evaluated based on the outlook at the time of evaluation.

3) Provisions resolved by a general meeting of shareholders

The remuneration limit and other matters regarding Directors of the Board and Audit & Supervisory Board Members etc. for a fiscal year are as follows.

Position	Type of remuneration	Remuneration limit (millions of yen)/maximum number of granted shares	Date of resolution by a general meeting of shareholders	Number of persons on the date of resolution
Directors of the Board	Basic remuneration and bonus	1,520* ¹ (including 210 for Non-executive Directors)	March 30, 2022	12 (including 7 Non-executive Directors)
Directors of the Board (excluding Non-executive Directors)	Stock-based remuneration	1,450/1,000,000 shares * ²		5 Directors of the Board * ³
Audit & Supervisory Board Members	Basic remuneration	200		5 (including 3 Non-standing Audit & Supervisory Board Members)

*1 Amounts to be expensed in connection with the payment of performance-linked and stock-price-linked remuneration (Phantom Stock Plan) to Directors of the Board (excluding Non-executive Directors) and Executive Officers, who are non-residents in Japan, are included.

*2 Regarding the Trust-type stock compensation plan for Directors of the Board (excluding Non-executive Directors) and Executive Officers, who are residents in Japan, the upper limit of the amount of money to be contributed by the Company and the number of shares of the Company to be delivered per business year.

*3 The stock-based remuneration plan, which was resolved at the General Meeting of Shareholders, covers not only Directors of the Board but also Executive Officers, and the number of such Executive Officer as of the date of the resolution is nine.

(5) Major activities of Non-executive Directors and Non-standing Audit & Supervisory Board Members during this fiscal year

Title	Name	Attendance at Board Meetings	Statements contribution
Director of the Board	Masakatsu Mori	13 times of 13 meetings	At the Board Meeting, he managed the Board Meetings in an active and efficient manner as Chairperson. Additionally, he fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience and broad perspective in corporate management, finance and accounting.
	Hiroyuki Yanagi	12 times of 13 meetings	At the Board Meeting, he made instructive statements, from an independent and objective standpoint, based on his wealth of experience in corporate management and broad perspective in technology development and innovation, and, at the Nomination and Remuneration Advisory Committee Meeting, he was involved in and advised this Committee to ensure objective and transparent nomination and compensation procedures as a member of this Committee. Through these and other activities, he fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company.
	Chieko Matsuda	13 times of 13 meetings	At the Board Meeting, she made instructive statements, from an independent and objective standpoint, based on her expertise in finance and corporate governance and broad perspective in corporate management, and, at the Nomination and Remuneration Advisory Committee Meeting, as Chairperson, she lead the management of this Committee and she was involved in and advised this Committee to ensure objective and transparent nomination and compensation procedures. Through these and other activities, she fulfilled the role expected

			as Non-executive Director, including overseeing business execution of the Company.
	Noriko Shiono	13 times of 13 meetings	At the Board Meeting, she made instructive statements, from an independent and objective standpoint, based on her wealth of experience in corporate management and broad perspective in the pharmaceutical and healthcare field, and, at the Nomination and Remuneration Advisory Committee Meeting, she was involved in and advised this Committee to ensure objective and transparent nomination and compensation procedures as a member of this Committee. Through these and other activities, she fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company.
	Rod Eddington	12 times of 13 meetings	He fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience in global company management and broad perspective in corporate governance.
	George Olcott	13 times of 13 meetings	He fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience in international financial markets and broad perspective in global management and corporate governance.
	Kaoru Kato	12 times of 13 meetings	He fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience in corporate management and broad perspective in Digital strategy.

Title	Name	Attendance at Board Meetings	Attendance at Audit & Supervisory Board Meetings	Statements contribution
Audit & Supervisory Board Member	Yoshiko Ando	13 times of 13 meetings	15 times of 15 meetings	She properly audited business execution of the Company through her activities such as making instructive statements at the Board Meeting and Audit & Supervisory Board Meeting, from an independent and objective standpoint, based on her highly specialized expertise, as well as wealth of experience and broad perspective in the fields of employment and labor.
	Kaoru Kashima	12 times of 13 meetings	15 times of 15 meetings	She properly audited business execution of the Company through her activities such as making instructive statements at the Board Meeting and Audit & Supervisory Board Meeting, from an independent and objective standpoint, based on her wealth of experience and broad perspective in audit operations and corporate management at an auditing firm.
	Kenichi Fujinawa	9 times of 9 meetings	9 times of 9 meetings	He properly audited business execution of the Company through his activities such as making instructive statements at the Board Meeting and Audit & Supervisory Board Meeting, from an independent and objective standpoint, based on his expertise, as well as wealth of experience and broad perspective in corporate legal affairs as an attorney.

(Note) As for the attendance at the Board Meetings and Audit & Supervisory Board Meeting of Audit & Supervisory Board Member Mr. Kenichi Fujinawa, the Board Meetings and Audit & Supervisory Board Meeting applicable to him are only those held on and after March 30, 2022, the date of his assumption of office.

(Reference)

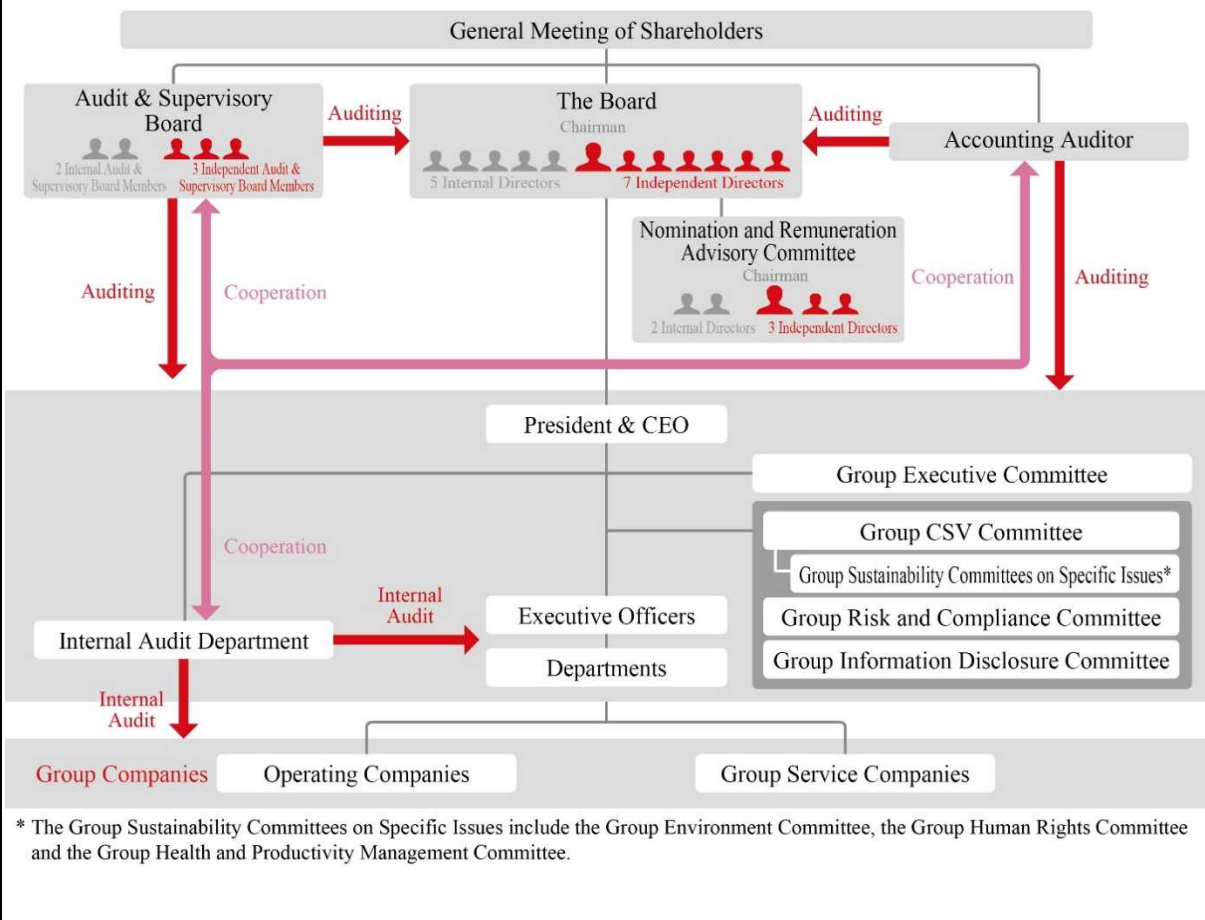
Corporate Governance System

(1) Basic Philosophy and Policy Concerning Corporate Governance

In line with the Kirin Group’s corporate philosophy and “One KIRIN” Values that are shared across the Kirin Group, the Kirin Group recognizes that achieving “2027 Vision” in Long-Term Management Vision “Kirin Group Vision 2027,” will lead to sustainable growth for the Group and improvement of its corporate value over the medium to long term, and also establishes a corporate governance system that is capable of effectively and efficiently achieving this goal.

The Kirin Group recognizes that collaboration with Group stakeholders is essential to realizing “2027 Vision” based on the Kirin Group’s corporate philosophy and management principles, and respecting each stakeholder’s position. The Kirin Group will promptly disclose information to shareholders and investors based on transparency, fairness and continuity, and will actively engage in constructive dialogue with shareholders and investors to fulfill its accountability in good faith.

<Corporate Governance Structure>



(2) Composition of the Board

Taking into account the knowledge, experience, skills and insight etc. that are necessary for turning the 2027 Vision into a reality, the Board of the Company is composed of the appropriate number of members, ensuring overall balance and diversity. At the 183rd Ordinary General Meeting of Shareholders, the Company continuously elected Non-executive directors including two female directors and two non-Japanese directors, and keeps its governance structure to maintain a majority of Non-executive (outside) directors (five internal directors and seven Non-executive (outside) directors). By doing this, the Company is striving to build a highly diverse and transparent governance system, as well as to ensure effective and objective management supervision. Currently, a Non-executive director serves as Chairman of the Board.

The Board of the Company has established the Nomination & Remuneration Advisory Committee composed of a majority of Non-executive directors as a voluntarily-established body. Currently the Committee is composed of two internal directors and three Non-executive directors, and a Non-executive director serves as Chairman.

(3) Evaluation of the Effectiveness of the Board

The Company routinely evaluates the operation of the Board and the content of its discussions, among others, and strives to ensure the important decision-making function and the overseeing function.

During this fiscal year, the Company conducted a survey that included evaluation criteria based on the research of third-party advisors and had discussions at the Board meeting in light of the existing initiatives and improvements.

In this fiscal year, the evaluation was conducted based on the following eight evaluation criteria: (1) Composition and operation of the Board; (2) Development, execution and monitoring of strategies; (3) Supervision of risk management and crisis control; (4) Supervision of decision-making on business acquisition/withdrawal, etc.; (5) Supervision of remuneration for officers and succession plan, etc.; (6) Thorough understanding and implementation of healthy corporate ethics and supervision thereof; (7) Supervision of overall disclosures to stakeholders; and (8) Strengthening points to improve the effectiveness of the Board. The evaluation results indicated that the Board was functioning properly overall and that the effectiveness of the Board was ensured.

While recognizing the importance of efforts regarding ESG (Environment, Society and Governance), the Company will strive to maintain and improve the effectiveness of the Board toward enhancement of corporate value in the medium- to long-term and sustained growth through (1) monitoring on strategy execution; (2) discussions on “inorganic growth” utilizing expertise and organizational knowledge; (3) discussions on “dialogue with stakeholders” in line with changes in the business environment; (4) discussions on “risk management” integrating strategy and risks; and (5) information sharing from the Nomination & Remuneration Advisory Committee, in fiscal year 2023.

Reform of the Election and Dismissal Process for President & CEO

As part of its efforts to strengthen corporate governance, the Company is reforming the election and dismissal process for a President & CEO. Specifically, to promote the involvement of the Board and the Nomination and Remuneration Advisory Committee in the election and dismissal of a President & CEO, the three Non-executive Director members of the Nomination and Remuneration Advisory Committee had strategic dialogue with the current President & CEO, Yoshinori Isozaki. Based on a quantitative evaluation of earnings and other factors, a qualitative evaluation was conducted from the viewpoint of whether Yoshinori Isozaki possesses the qualities necessary for the top management of the Company and whether he demonstrates the qualities appropriately. The Nomination and Remuneration Advisory Committee also reported the results of this evaluation to the Board, which led to a management decision regarding election and dismissal of a President & CEO that ensured more objectivity, timeliness, and fairness.

For more details about the Company's corporate governance, please refer to the following "Corporate Governance Policy."

https://www.kirinholdings.com/en/purpose/files/pdf/governance_policy.pdf

(Note) Amounts and ratios stated in this business report are rounded off to the nearest unit unless otherwise noted.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(At December 31, 2022)

(¥ millions)

<u>ASSETS</u>	
Non-current assets	
Property, plant and equipment	560,642
Goodwill	289,526
Intangible assets	200,900
Equity-accounted investees	361,764
Other financial assets	103,380
Other non-current assets	27,700
Deferred tax assets	111,330
Total non-current assets	1,655,242
Current assets	
Inventories	290,171
Trade and other receivables	409,168
Other financial assets	8,376
Other current assets	41,128
Cash and cash equivalents	88,060
(Sub-total)	<u>836,903</u>
Assets held for sale	<u>50,117</u>
Total current assets	887,021
Total assets	2,542,263

<u>EQUITY</u>	
Share capital	102,046
Share premium	25,519
Retained earnings	1,063,823
Treasury shares	(251,788)
Reserves	40,423
Equity attributable to owners of the Company	<u>980,022</u>
Non-controlling interests	273,181
Total equity	<u>1,253,203</u>

<u>LIABILITIES</u>	
Non-current liabilities	
Bonds and borrowings	408,662
Other financial liabilities	129,662
Defined benefit liability	58,084
Provisions	3,292
Liabilities from application of equity method	15,529
Other non-current liabilities	27,572
Deferred tax liabilities	13,564
Total non-current liabilities	<u>656,365</u>
Current liabilities	
Bonds and borrowings	114,459
Trade and other payables	265,185
Other financial liabilities	59,824
Current tax liabilities	4,611
Provisions	2,970
Other current liabilities	177,530
(Sub-total)	<u>624,579</u>
Liabilities directly associated with assets held for sale	<u>8,116</u>
Total current liabilities	<u>632,695</u>
Total liabilities	<u>1,289,060</u>
Total equity and liabilities	<u>2,542,263</u>

*Amounts are rounded to the nearest ¥1 million.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

(From January 1, 2022 to December 31, 2022)

(¥ millions)

Revenue	1,989,468
Cost of sales	1,083,755
Gross profit	905,713
Selling, general and administrative expenses	714,554
Other operating income	29,454
Other operating expenses	104,594
Operating profit	116,019
Finance income	10,978
Finance costs	6,478
Share of profit of equity-accounted investees	22,780
Gain on sale of equity-accounted investees	48,088
Profit before tax	191,387
Income tax expense	47,615
Profit	143,771
Profit attributable to:	
Owners of the Company	111,007
Non-controlling interests	32,764
Profit	143,771

*Amounts are rounded to the nearest ¥1 million.

BALANCE SHEET

(At December 31, 2022)

<u>ASSETS</u>	(¥ millions)
Current assets	<u>301,629</u>
Cash and time deposits	17,387
Short-term loans receivable	251,738
Other	32,504
Non-current assets	<u>1,597,166</u>
Property, plant and equipment	<u>13,697</u>
Buildings	3,057
Structures	158
Machinery and equipment	1,310
Vehicles	0
Tools, furniture and fixtures	3,049
Land	1,901
Leased assets	3,726
Construction in progress	496
Intangible assets	<u>60,487</u>
Goodwill	9,670
Software	45,157
Leased assets	1,362
Software in progress	4,120
Other	178
Investments and other assets	<u>1,522,982</u>
Investment securities	1,275
Shares of subsidiaries and affiliates	1,498,874
Deferred tax assets	16,665
Other	7,643
Allowance for doubtful accounts	(1,475)
<hr/>	
Total assets	<u>1,898,795</u>
<hr/>	

LIABILITIES

Current liabilities	<u>533,802</u>
Short-term loans payable	432,672
Commercial paper	18,000
Lease liabilities	1,690
Bonds due within one year	55,000
Non-trade accounts payable	14,390
Accrued expenses	1,588
Income taxes payable	2,505
Allowance for employees' bonuses	3,056
Allowance for bonuses for directors and corporate auditors	210
Other	4,690
Non-current liabilities	<u>413,873</u>
Bonds	205,000
Long-term debt	186,000
Lease liabilities	2,278
Reserve for retirement benefits	17,807
Other	2,788
Total liabilities	<u>947,676</u>

NET ASSETS

Shareholders' equity	<u>950,988</u>
Common stock	<u>102,046</u>
Capital surplus	<u>81,412</u>
Additional paid-in capital	81,412
Retained earnings	<u>1,018,119</u>
Legal reserve	25,511
Other retained earnings	992,608
General reserve	506,368
Retained earnings carried forward	486,240
Treasury shares	<u>(250,589)</u>
Valuation and translation adjustments	<u>131</u>
Net unrealized gains on securities	131
Total net assets	<u>951,119</u>
Total liabilities and net assets	<u>1,898,795</u>

*Amounts are rounded to the nearest ¥1 million.

STATEMENT OF INCOME

(From January 1, 2022 to December 31, 2022)

(¥ millions)

Operating revenue		
Group management revenue	64,870	
Dividend revenue from subsidiaries and affiliates	74,914	
Other	13,005	152,789
Operating expenses		
General and administrative expenses	73,402	
Other	4,783	78,185
		74,604
Non-operating income		
Interest and dividend income	2,692	
Foreign exchange gain	3,227	
Other	1,946	7,865
Non-operating expenses		
Interest expense	3,005	
Other	2,586	5,591
		76,878
Special income		
Gain on sale of property, plant and equipment and intangible assets	1	
Gain on sale of investment securities	1,190	
Gain on sale of shares of subsidiaries and affiliates	82,310	
Other	2,258	85,758
Special expenses		
Loss on sale and disposal of property, plant and equipment and intangible assets	3,101	
Loss on valuation of shares of subsidiaries and affiliates	81,874	
Other	1,678	86,653
		75,983
Income before income taxes		75,983
Income taxes – current		14,905
Income taxes – deferred		12,399
		48,679

* Amounts are rounded to the nearest ¥1 million.

Independent Auditor's Report

February 14, 2023

To the Board of Directors of
Kirin Holdings Company, Limited

KPMG AZSA LLC
Tokyo Office, Japan

Masakazu Hattori
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Masahiro Sasaki
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Yoshihiro Fujioka
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Opinion

We have audited the consolidated financial statements, which comprise the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of changes in equity and the related notes of Kirin Holdings Company, Limited (“the Company”) and its consolidated subsidiaries (collectively referred to as “the Group”), as at December 31, 2022 and for the year from January 1, 2022 to December 31, 2022 in accordance with Article 444-4 of the Companies Act.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position and the results of operations of the Group for the period, for which the consolidated financial statements were prepared, in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the business report and its supplementary schedules. Management is responsible for the preparation and presentation of the other information. Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other

information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and Audit & Supervisory Board Members and the Audit & Supervisory Board for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The selection and application of audit procedures depends on the auditor's judgment.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we

conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate whether the presentation and disclosures in the consolidated financial statements are in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards, the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with Audit & Supervisory Board Members and the Audit & Supervisory Board regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide Audit & Supervisory Board Members and the Audit & Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company and its subsidiaries which are required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Reader of Independent Auditor's Report:

The Independent Auditor's Report herein is the English translation of the Independent Auditor's Report as required by the Companies Act for the conveniences of the reader.

Independent Auditor's Report

February 14, 2023

To the Board of Directors of
Kirin Holdings Company, Limited

KPMG AZSA LLC
Tokyo Office, Japan

Masakazu Hattori
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Masahiro Sasaki
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Yoshihiro Fujioka
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Opinion

We have audited the financial statements, which comprise the balance sheet, the statement of income, the statement of changes in net assets and the related notes, and the accompanying supplementary schedules (“the financial statements and others”) of Kirin Holdings Company, Limited (“the Company”) as at December 31, 2022 and for the year from January 1, 2022 to December 31, 2022 in accordance with Article 436-2-1 of the Companies Act.

In our opinion, the financial statements and others referred to above present fairly, in all material respects, the financial position and the results of operations of the Company for the period, for which the financial statements and others were prepared, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements and Others* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the business report and its supplementary schedules. Management is responsible for the preparation and presentation of the other information. Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other information.

Our opinion on the financial statements and the accompanying supplementary schedules does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements and the accompanying supplementary schedules, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements and the accompanying supplementary schedules or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and Audit & Supervisory Board Members and the Audit & Supervisory Board for the Financial Statements and Others

Management is responsible for the preparation and fair presentation of the financial statements and others in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements and others that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements and others, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with accounting principles generally accepted in Japan.

Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements and Others

Our objectives are to obtain reasonable assurance about whether the financial statements and others as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements and others.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements and others, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The selection and application of audit procedures depends on the auditor's judgment.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements and others or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate whether the presentation and disclosures in the financial statements and others are in accordance with accounting standards generally accepted in Japan, the overall presentation, structure and content of the financial statements and others, including the disclosures, and whether the financial statements and others represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with Audit & Supervisory Board Members and the Audit & Supervisory Board regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide Audit & Supervisory Board Members and the Audit & Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company which are required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Reader of Independent Auditor's Report:

This is an English translation of the Independent Auditor's Report as required by the Companies Act of Japan for the conveniences of the reader.

Audit & Supervisory Board Members' Report

We the Audit & Supervisory Board Members of the Company, based on the audit reports prepared by each Audit & Supervisory Board Member regarding the performance of duties by the Directors of the Board during the 184th business year from January 1, 2022 to December 31, 2022, prepared this audit report upon deliberation and hereby report as follows:

1. Audit Methods by Audit & Supervisory Board Members and the Audit & Supervisory Board and its Details

(1) The Audit & Supervisory Board established audit policy of this term, planning of audits, etc., and received reports from each Audit & Supervisory Board Member regarding the state of implementation of his or her audits and results thereof, as well as received reports from the Directors of the Board, etc., and the Accounting Auditor regarding performance of their duties, and sought explanations whenever necessity arose.

(2) Each Audit & Supervisory Board Member complied with the auditing standards of Audit & Supervisory Board Members established by the Audit & Supervisory Board, in accordance with the audit policy of this term, planning of audits, etc., communicated with the Directors of the Board, the internal audit department, other employees, etc., and made efforts to collect information and improve audit environment, and conducted audits in the following methods:

- 1) We attended the Board Meetings and other important meetings, received reports from the Directors of the Board, employees, etc., regarding the state of performance of their duties, sought explanations whenever necessity arose, inspected important decision documents, etc., and made investigation into the state of activities and property at the head office and other main business offices of the Company. With respect to subsidiaries, we communicated and exchanged information with directors, audit & supervisory board members, etc., of the subsidiaries, and visited subsidiaries whenever necessity arose to make investigation into the state of activities and property thereof.
- 2) We monitored and verified the status of the construction and implementation by the Directors of the Board of the system for ensuring that the performance of duties by the Directors of the Board listed on the business report conforms to the laws, regulations and Articles of Incorporation, as well as the resolutions of the Board regarding the improvement of the system stipulated in Article 100, Paragraph (1) and Paragraph (3) of the Ordinance for Enforcement of the Japanese Companies Act and the status of the establishment and operation of the system (internal controls system) that is prepared based on the resolutions, which are necessary for ensuring an appropriateness of operations of a joint stock corporation and corporate group comprised of its subsidiaries.
- 3) We monitored and verified whether the Accounting Auditor maintained their independence and implemented appropriate audits, and we received reports from the Accounting Auditor regarding the state of performance of their duties and sought explanations whenever necessity arose. In addition, we received notice from the Accounting Auditor that "The systems for ensuring the proper performance of duties" (matters set forth in each item of Article 131 of the Rules of Corporate Financial Calculation) is organized in accordance with the "Standards for Quality Control of Audit" (Business Accounting Council, October 28, 2005) and other relevant standards, and sought explanations whenever necessity arose.

Based on the above methods, we examined the business report and supporting schedules, financial statements (balance sheet, statement of income, statement of changes in net assets, and related notes) and the supporting schedules related to the relevant business term, and the consolidated financial statements (consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of changes in equity, and related notes).

2. Results of Audit

- (1) Results of Audit of Business Report and Other Relevant Documents

- 1) In our opinion, the business report and the supporting schedules fairly presents the state of the Company in accordance with the laws, regulations and Articles of Incorporation.
- 2) In connection with the performance of duties by the Directors of the Board, no dishonest act or material fact of violation of laws, regulations, or the Articles of Incorporation exists.
- 3) In our opinion, the contents of the resolutions of the Board regarding the internal controls system, including internal controls related to financial reporting, are fair and reasonable. In addition, we have not found anything that would need to be pointed out in relation to the performance of duties by the Directors of the Board regarding the internal controls system.

(2) Results of Audit of Financial Statements and Supporting Schedules

In our opinion, the methods and results of audit conducted by the Accounting Auditor, KPMG AZSA LLC are proper.

(3) Results of Audit of Consolidated Financial Statements

In our opinion, the methods and results of audit conducted by the Accounting Auditor, KPMG AZSA LLC are proper.

3. Subsequent Event

As described in the notes to significant subsequent events in the Notes to the consolidated financial statements, on January 23, 2023, the Company, by way of its consolidated subsidiary Kirin Holdings Singapore Pte, Ltd., transferred all the shares in Myanmar Brewery Limited (MBL) and Mandalay Brewery Limited (MDL) held by that subsidiary (51% of the outstanding shares) to MBL and MDL (Purchase of treasury stock by MBL and MDL).

February 14, 2023

Audit & Supervisory Board
Kirin Holdings Company, Limited

Shobu Nishitani (Seal)
Standing Audit & Supervisory Board Member

Keiji Kuwata (Seal)
Standing Audit & Supervisory Board Member

Yoshiko Ando (Seal)
Audit & Supervisory Board Member

Kaoru Kashima (Seal)
Audit & Supervisory Board Member

Kenichi Fujinawa (Seal)
Audit & Supervisory Board Member

- END -