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Securities code: 8043

June 12, 2023

(Commencement date of measures for electronic provision: June 7, 2023)

To Shareholders with Voting Rights:

Kazuhiko Yokota
Representative Director,
President & CEO
Starzen Co., Ltd.
2-5-7 Konan, Minato-ku,
Tokyo, Japan

**NOTICE OF
THE 84th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby inform you that the 84th Annual General Meeting of Shareholders of Starzen Co., Ltd. (the “Company”) will be held as described below.

The Company has taken measures for electronic provision of the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (the “matters subject to electronic provision”), and the matters subject to electronic provision are posted as “NOTICE OF THE 84th ANNUAL GENERAL MEETING OF SHAREHOLDERS” on the Company’s website on the Internet. Please access the Company’s website below to check the information.

Company’s website: <https://www.starzen.co.jp/en/ir/>

In addition to the above, the matters subject to electronic provision are also posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (Listed Company Search) below, enter “Starzen” in the Issue name (company name) field or “8043” in the Code field, search, and select “Basic information” and then “Documents for public inspection/PR information” to check the information.

Tokyo Stock Exchange website (Listed Company Search service):
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you are unable to attend the meeting in person, you may exercise your voting rights in writing or by electromagnetic means (via the internet, etc.). Please review the “Reference Documents for the General Meeting of Shareholders” included in the matters subject to electronic provision, and exercise your voting rights no later than 5:00 p.m. on Wednesday, June 28, 2023.

- 1. Date and Time:** Thursday, June 29, 2023 at 10:00 a.m. Japan time
(Reception desk will be open at 9:00 a.m.)
- 2. Place:** SHINAGAWA FRONT BUILDING B1 SHINAGAWA FRONT BUILDING
CONFERENCE ROOM
2-3-13 Konan, Minato-ku, Tokyo, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and Consolidated Financial Statements for the 84th fiscal year (from April 1, 2022 to March 31, 2023) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-Consolidated Financial Statements for the 84th fiscal year (from April 1, 2022 to March 31, 2023)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Nine (9) Directors

4. Decisions Regarding the Convocation:

- (1) If you do not indicate your approval or disapproval for any proposal on the voting form you return, you will be deemed to have approved the proposal.
- (2) If you exercise your voting rights both in writing and via the Internet, only the vote via the Internet will be deemed valid. If you exercise your voting rights multiple times via the Internet, only the last vote will be deemed valid.

- If you attend the meeting in person, please submit the enclosed voting form at the reception.
- We will send documents stating the matters subject to electronic provision to all shareholders with voting rights for this General Meeting of Shareholders, regardless of whether a request for document delivery has been made. Please note that the page numbers, section numbers, and reference page numbers of the enclosed documents are identical to those of the matters subject to electronic provision.
- Of the matters subject to electronic provision, the following items (available in Japanese only) are not included in the documents stating the matters subject to electronic provision in accordance with the provisions of applicable laws and regulations, as well as Article 15 of the Company's Articles of Incorporation. Accordingly, such documents are part of the documents audited by the Audit & Supervisory Board Members and the Accounting Auditor in the course of preparing audit reports.
 - (i) The following items in the Business Report
 - Share Acquisition Rights of the Company
 - Systems to Ensure the Appropriateness of Business Operations and the Operational Status thereof
 - Basic Policy on the Control of the Company
 - Policy on Determination of Dividends from Surplus, etc.
 - (ii) The following items in Consolidated Financial Statements
 - Consolidated Statement of Changes in Equity
 - Notes to Consolidated Financial Statements
 - (iii) The following items in Non-Consolidated Financial Statements
 - Non-Consolidated Statement of Changes in Equity
 - Notes to Non-Consolidated Financial Statements
- If any revisions are made to the matters subject to electronic provision, details of the revisions will be posted on each website on which the matters are posted.
- If changes are made to the operation of this General Meeting of Shareholders, details will be posted on the Company's website (<https://www.starzen.co.jp/>).

Regarding page numbers and section numbers of the enclosed documents:

Please note that the enclosed documents have certain missing page numbers and section numbers because they were prepared by excluding the items listed in (i) through (iii) above from the matters subject to electronic provision.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company proposes to appropriate the surplus as follows:

Matters concerning the year-end dividend:

The Company regards the payment of dividends to shareholders as one of its most important policies. Under such recognition, our basic policy is to pay stable dividends to shareholders.

Taking comprehensively into account the business performance and financial position for the fiscal year under review, the Company proposes to pay a year-end dividend for the 84th fiscal year, increasing the dividend by 10 yen year-on-year to 75 yen per share of the Company's common stock.

- (1) Type of dividend property:
Cash
- (2) Matters concerning the allotment of dividend property and the total amount thereof:
75 yen per share of the Company's common stock
Total amount of dividend: 1,462,416,900 yen
- (3) Effective date of distribution of surplus:
June 30, 2023

Proposal 2: Election of Nine (9) Directors

The terms of office of all nine (9) directors will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes to elect nine (9) directors.

The candidates for directors are as follows:

No.	Name		Current positions and responsibilities at the Company
1	Reappointment	Kazuhiko Yokota	Representative Director, President & CEO
2	Reappointment	Masao Uzurahashi	Managing Director Supervisor of Overseas Division, McDonald's Division, Sales Division, and Logistics Division
3	Reappointment	Masamichi Takahashi	Managing Director Supervisor of Breeding and Farming Division, Production Division, and STARZEN MEAT PROCESSOR Co., Ltd.
4	Reappointment	Ryuso Sadanobu	Director General Manager of Finance and Group Controller Division
5	Reappointment	Tsunehiro Sana	Director Supervisor of Corporate Division and Administrative Division
6	Reappointment	Wataru Ohara [External] [Independent]	Director
7	Reappointment	Kaku Yoshisato [External]	Director
8	Reappointment	Masanori Matsuishi [External] [Independent]	Director
9	Reappointment	Mariko Eto [External] [Independent]	Director

Note: The positions and responsibilities at the Company described are as of April 1, 2023.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	<p>Kazuhiko Yokota (March 18, 1964)</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 13/13</p>	<p>April 1986 Joined the Company</p> <p>February 2006 General Manager of Mass Retailer Business Department</p> <p>October 2010 President & CEO, Starzen Broad Area Sales Co., Ltd.</p> <p>April 2013 Executive Officer, the Company</p> <p>April 2015 Managing Executive Officer</p> <p>June 2016 Director</p> <p>April 2017 President & CEO, Starzen Sales Co., Ltd.</p> <p>April 2018 Managing Director, the Company</p> <p>April 2019 Managing Director, General Manager of Sales Division</p> <p>April 2020 Senior Managing Director, General Manager of Sales Division</p> <p>April 2021 Representative Director, President & CEO (current position)</p>	28,591
<p>[Reason for nomination as candidate for director]</p> <p>Mr. Kazuhiko Yokota has many years of experience as an officer of the Company and the Starzen Group companies. Since April two years ago, he has been responsible for the overall management of the Group as Representative Director, President & CEO. He leads the Group with leadership based on his extensive knowledge and experience. The Company proposes his reappointment as he is indispensable for facilitating group management and further increasing the corporate value.</p>			
2	<p>Masao Uzurahashi (April 20, 1976)</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 13/13</p>	<p>September 2008 Joined the Company</p> <p>October 2011 President & CEO, STARZEN EUROPE ApS (Denmark)</p> <p>January 2014 General Manager of Broad Area Sales Department, Starzen Broad Area Sales Co., Ltd.</p> <p>April 2014 Director, General Manager of Broad Area Sales Department, Starzen Broad Area Sales Co., Ltd.</p> <p>April 2015 Managing Director, Starzen International Co., Ltd.</p> <p>April 2016 Executive Officer, the Company Executive Vice President, Starzen International Co., Ltd.</p> <p>June 2017 Director, the Company</p> <p>April 2018 President & CEO, Starzen International Co., Ltd.</p> <p>April 2019 Director, General Manager of Overseas Division, the Company</p> <p>April 2021 Managing Director, General Manager of Overseas Division</p> <p>April 2023 Managing Director, Supervisor of Overseas Division, McDonald's Division, Sales Division, and Logistics Division (current position)</p>	15,431
<p>[Reason for nomination as candidate for director]</p> <p>Mr. Masao Uzurahashi has served in a number of key positions in the Starzen Group's overseas business division. Currently, he is responsible for the Group's overseas business and import and export operations in general, as well as sales and logistics, as Managing Director. The Company proposes his reappointment as, in response to the rising overseas demand for meat, he is indispensable for further strengthening our overseas transactions and increasing the corporate value.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Masamichi Takahashi (November 18, 1963) [Reappointment] [Attendance at the Board of Directors meetings] 13/13	April 1986 Joined the Company April 2009 General Manager of Domestic Pork and Broiler Department, Starzen Meat Group Co., Ltd. (currently STARZEN MEAT PROCESSOR Co., Ltd.) April 2010 Director, General Manager of Domestic Pork and Broiler Department, Starzen Meat Group Co., Ltd. April 2013 Director, General Manager of Plants in Northern Japan, STARZEN MEAT PROCESSOR Co., Ltd. April 2014 Director, Plant Manager of Aomori Plant, STARZEN MEAT PROCESSOR Co., Ltd. April 2016 Managing Director, Plant Manager of Aomori Plant, STARZEN MEAT PROCESSOR Co., Ltd. April 2017 Executive Officer, the Company April 2018 Senior Managing Director, STARZEN MEAT PROCESSOR Co., Ltd. June 2019 Director, the Company April 2020 President & CEO, STARZEN MEAT PROCESSOR Co., Ltd. April 2023 Managing Director, Supervisor of Breeding and Farming Division, Production Division, and STARZEN MEAT PROCESSOR Co., Ltd., the Company (current position)	10,599
[Reason for nomination as candidate for director] Mr. Masamichi Takahashi is responsible for overall meat processing and the supply of processed food in the Starzen Group as Managing Director. He is also in charge of the production business, which manages the Group's farms. The Company proposes his reappointment as he is indispensable for further increasing the corporate value by leveraging his many years of experience in the field.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Ryuso Sadanobu (March 17, 1959) [Reappointment] [Attendance at the Board of Directors meetings] 13/13	April 1981 Joined The Mitsui Bank, Limited (currently Sumitomo Mitsui Banking Corporation) April 1995 Credit Officer, Global Credit Department, The Sakura Bank, Limited (currently Sumitomo Mitsui Banking Corporation) December 2006 Senior Vice President, Head Office, Sumitomo Mitsui Banking Corporation June 2008 Joined the Company October 2008 General Manager of Credit and Legal Department July 2009 General Manager of Finance Department April 2013 Executive Officer, General Manager of Finance Department April 2015 Executive Officer, General Manager of Finance and Accounting Division February 2018 Executive Officer, General Manager of Finance Division April 2020 Senior Executive Officer, General Manager of Finance Division June 2021 Director, General Manager of Finance Division October 2021 Director, General Manager of Finance and Accounting Division June 2022 Director, Supervisor of Finance and Accounting Division (current position)	10,173
<p>[Reason for nomination as candidate for director]</p> <p>Mr. Ryuso Sadanobu has served in a number of key positions in the finance and accounting field. Currently, he is in charge of the Starzen Group's finance and accounting division. The Company proposes his reappointment as he is indispensable for further increasing the corporate value by leveraging his many years of experience in financial institutions.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	<p>Tsunehiro Sana (October 6, 1962)</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 10/10</p> <p>Attendance after assuming office on June 29, 2022</p>	<p>April 1985 Joined The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)</p> <p>March 2002 Deputy General Manager of President Office, Mitsubishi Tokyo Wealth Management Securities, Ltd.</p> <p>June 2003 Senior Executive Officer, Mitsubishi UFJ Wealth Management Bank (Switzerland), Ltd.</p> <p>February 2009 Deputy Head of Private Banking Division, The Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)</p> <p>April 2011 General Manager of Asagaya Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)</p> <p>January 2013 General Manager of Kamakura Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)</p> <p>November 2015 Joined the Company</p> <p>November 2015 General Manager of Group Human Resources Department, Planning and Administrative Division</p> <p>October 2017 General Manager of Planning and Administrative Division</p> <p>April 2020 Executive Officer, General Manager of Administrative Division</p> <p>June 2022 Director, Supervisor of Corporate Division and Administrative Division (current position)</p>	12,608
<p>[Reason for nomination as candidate for director]</p> <p>Since joining the Company, Mr. Tsunehiro Sana has served in a number of key positions, including General Manager of Human Resources Department and Administrative Division. He plays an important role in developing the Company's business strategy and strengthening its governance based on his extensive knowledge and experience. The Company proposes his reappointment as he is indispensable for further increasing the corporate value.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	<p>Wataru Ohara (August 17, 1952)</p> <p>[Reappointment] [External] [Independent]</p> <p>[Attendance at the Board of Directors meetings] 13/13</p>	<p>April 1975 Joined The Mitsui Bank Limited (currently Sumitomo Mitsui Banking Corporation)</p> <p>April 2007 Managing Executive Officer, Sumitomo Mitsui Banking Corporation Managing Executive Officer, Sumitomo Mitsui Financial Group, Inc.</p> <p>June 2010 Representative Director, Deputy President, Sumitomo Mitsui Financial Group, Inc.</p> <p>June 2011 Advisor, Sumitomo Mitsui Banking Corporation</p> <p>June 2012 Director, Teisoh Co., Ltd. (currently Teikoku-Soko Co., Ltd.)</p> <p>April 2013 President, Representative Director, Teisoh Co., Ltd.</p> <p>June 2017 Director (External), the Company (current position)</p> <p>June 2020 Representative Director, Chairman, Teikoku-Soko Co., Ltd.</p> <p>June 2021 Director, Chairman, Teikoku-Soko Co., Ltd.</p> <p>June 2022 Special Advisor, Teikoku-Soko Co., Ltd. (current position)</p> <p>[Significant concurrent positions] • Special Advisor, Teikoku-Soko Co., Ltd.</p>	1,000
<p>[Reason for nomination as candidate for external director and expected roles] Mr. Wataru Ohara has many years of experience as a senior executive of both a financial institution and non-financial company. He possesses extensive experience in and keen insight into all aspects of corporate management. The Company proposes his reappointment as an external director to benefit from his oversight of the Starzen Group's decision-making processes and ability to offer appropriate advice from the standpoint of shareholders' common interests.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	<p>Kaku Yoshisato (April 28, 1967)</p> <p>[Reappointment] [External]</p> <p>[Attendance at the Board of Directors meetings] 13/13</p>	<p>April 1991 Joined Mitsui & Co., Ltd.</p> <p>July 2012 General Manager of Feed, Livestock & Aquaculture Department, Grains Division, Food Business Unit, Mitsui & Co., Ltd.</p> <p>January 2018 President & CEO, Multigrain S.A.</p> <p>April 2019 General Manager of Oils & Fats, Staple Food Project Division, Food Business Unit, Mitsui & Co., Ltd.</p> <p>June 2020 Director (External), the Company (current position)</p> <p>April 2021 General Manager, Livestock & Fisheries Project Division, Food Business Unit, Mitsui & Co., Ltd. (current position)</p> <p>June 2021 Director (External), Prifoods Co., LTD. (current position)</p> <p>July 2022 Director (External), Mitsui & Co. Seafoods Ltd. (current position)</p> <p>September 2022 Director (External), Zalar Holding S.A. (current position)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • General Manager, Livestock & Fisheries Project Division, Food Business Unit, Mitsui & Co., Ltd. • Director (External), Prifoods Co., LTD. 	0
<p>[Reason for nomination as candidate for external director and expected roles]</p> <p>Mr. Kaku Yoshisato has served in a number of key positions in Food Business Unit, etc. at Mitsui & Co., Ltd. He possesses keen insight and an extensive network in the food industry. The Company proposes his reappointment as an external director to benefit from his oversight of the Starzen Group's decision-making processes and ability to offer appropriate advice from the standpoint of shareholders' common interests.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
8	Masanori Matsuishi (December 6, 1960) [Reappointment] [External] [Independent] [Attendance at the Board of Directors meetings] 12/13	April 1986 Research Associate, Nippon Veterinary and Zootechnical College (currently, Nippon Veterinary and Life Science University) April 2002 Associate Professor, Nippon Veterinary and Animal Science University (currently, Nippon Veterinary and Life Science University) April 2008 Professor, Nippon Veterinary and Life Science University October 2014 Member, Agriculture, Forestry and Fisheries Research Council Evaluation Working Group April 2015 Vice Chairman, Japan Society for Meat Research (currently, Japan Society for Meat Science and Technology) (current position) April 2021 Professor, Head of School of Food Science and Technology, Nippon Veterinary and Life Science University (current position) June 2021 Director (External), the Company (current position) [Significant concurrent positions] • Vice Chairman, Japan Society for Meat Science and Technology • Professor, Head of School of Food Science and Technology, Nippon Veterinary and Life Science University	0
	[Reason for nomination as candidate for external director and expected roles] Mr. Masanori Matsuishi has no experience of being directly involved in corporate management. However, he served in a number of key positions at the university and the society for meat science and technology, and possesses extensive experience and keen insight in meat science. He can oversee the Starzen Group's decision-making processes from a professional and objective perspective and offer appropriate advice from the standpoint of shareholders' common interests. The Company proposes his reappointment as we believe that he is capable of performing his duties as an external director appropriately and expect him to perform such role.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
9	<p>Mariko Eto (May 24, 1971)</p> <p>[Reappointment] [External] [Independent]</p> <p>[Attendance at the Board of Directors meetings] 13/13</p> <p>Including attendance as Audit & Supervisory Board Member (External) before assuming office on June 29, 2022</p>	<p>April 1994 Joined Mitsui & Co., Ltd.</p> <p>April 2002 Enrolled in the Legal Training and Research Institute of Japan</p> <p>October 2003 Registered as attorney with Daini Tokyo Bar Association Joined New Tokyo International Law Office (formerly Bingham Sakai Mimura Aizawa (Foreign Law Joint Enterprise))</p> <p>April 2015 Joined TMI Associates</p> <p>January 2017 Partner, TMI Associates (current position)</p> <p>March 2019 Outside Audit & Supervisory Board Member, Otsuka Kagu, Ltd.</p> <p>June 2020 Audit & Supervisory Board Member (External), the Company</p> <p>June 2022 Director (External) (current position)</p> <p>June 2022 Outside Audit & Supervisory Board Member, fundbook, Inc. (current position)</p> <p>[Significant concurrent positions] · Partner, TMI Associates</p>	0
<p>[Reason for nomination as candidate for external director and expected roles]</p> <p>Ms. Mariko Eto possesses expertise and extensive experience as an attorney at law handling corporate law and labor issues. She has executed sound and highly transparent auditing duties as an external Audit & Supervisory Board Member of the Company for two years since June 2020. She has no experience of being directly involved in corporate management. However, she can oversee the Starzen Group's decision-making processes as an attorney at law with expertise in corporate law and offer appropriate advice from the standpoint of shareholders' common interests. The Company proposes her reappointment as we believe that she is capable of performing her duties as an external director appropriately and expect her to perform such role.</p>			

- Notes:
- Among the candidates for directors, the candidates who have special interests in the Company are as follows:
 - Mr. Kaku Yoshisato is an executive (employee) of Mitsui & Co., Ltd., the largest shareholder of the Company, with which the Company has a capital alliance agreement. There are business transactions related to purchase and sale of meat, etc. between Mitsui & Co., Ltd. and the Company.
 - Other than Mr. Kaku Yoshisato, there are no special interests between the above candidates for directors and the Company.
 - Mr. Wataru Ohara, Mr. Kaku Yoshisato, Mr. Masanori Matsuishi, and Ms. Mariko Eto are the candidates for external directors. Mr. Wataru Ohara, Mr. Masanori Matsuishi, and Ms. Mariko Eto have been registered as independent officers prescribed by Tokyo Stock Exchange, Inc. If Mr. Wataru Ohara, Mr. Masanori Matsuishi, and Ms. Mariko Eto are reappointed, they will continue to be independent officers.
 - Mr. Wataru Ohara, Mr. Kaku Yoshisato, Mr. Masanori Matsuishi, and Ms. Mariko Eto will have served as external directors for six (6) years, three (3) years, two (2) years, and one (1) year, respectively, at the conclusion of this Annual General Meeting of Shareholders.
 - The Company has entered into liability limitation agreements, pursuant to Article 427, Paragraph 1 of the Companies Act and Article 29 of the Company's Articles of Incorporation, with Mr. Wataru Ohara, Mr. Kaku Yoshisato, Mr. Masanori Matsuishi, and Ms. Mariko Eto to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act. The liability for damages under said agreements is limited to the minimum liability amount under Article 425, Paragraph 1 of the said Act. The Company plans to continue said liability limitation agreements if the candidates are reappointed.
 - The Company has entered into a directors and officers liability insurance agreement prescribed in Article 430-3, Paragraph 1 of the Companies Act with an insurance company under which all the directors are insured. This agreement covers damages that may arise due to the insured directors and officers assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. The Company plans to renew said insurance agreement in December 2023.

6. The “Number of shares of the Company held” above is as of March 31, 2023.
7. Ms. Mariko Eto is scheduled to assume office as an outside director of Nitto Denko Corporation in June 2023.
8. Ms. Mariko Eto is recorded under the name of Ms. Mariko Morokawa in the family register.
9. In addition to the [Attendance at the Board of Directors meetings] above, there were two written resolutions that are deemed to be resolutions of the Board of Directors in accordance with Article 370 of the Companies Act and Article 26 of the Company’s Articles of Incorporation.

(Reference) Skills Matrix for each Candidate for Director (expertise, knowledge, experience, etc.)

No.	Name	Corporate management	Sales/ Marketing	Manufacturing / Production	Global business	Financial/ Accounting	Legal / Risk management
1	Kazuhiko Yokota	•	•	•			
2	Masao Uzurahashi	•	•		•		
3	Masamichi Takahashi	•		•			
4	Ryuso Sadanobu					•	
5	Tsunehiro Sana					•	•
6	Wataru Ohara	•				•	•
7	Kaku Yoshisato	•			•		
8	Masanori Matsuishi			•			
9	Mariko Eto						•

* The table does not represent all the knowledge, etc. each candidate possesses.