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Securities Code: 2281

June 6, 2023

Commencement date of measures for electronic provision: June 1, 2023

To Our Shareholders:

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

Notice of the 76th Annual General Meeting of Shareholders

We are pleased to announce the 76th Annual General Meeting of Shareholders of Prima Meat Packers, Ltd. (the “Company”), which will be held as indicated below.

When convening the Annual General Meeting of Shareholders, the Company takes measures for the electronic provision of information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters subject to measures for electronic provision) and posts said matters on the Company’s website. Please access the Company’s website by using the Internet address shown below to review the matters.

The Company’s Website:

<https://www.primaham.co.jp/ir/library/annualreport/> (in Japanese)

In addition to posting matters subject to measures for electronic provision on the website above, the Company also posts said matters on the website of Tokyo Stock Exchange, Inc. (TSE). Said matters can be accessed from the TSE website (Listed Company Search) by using the internet address shown below, entering the issue name (Prima Meat Packers) or securities code (2281), and clicking “Search,” and then clicking “Basic information” and selecting “Documents for public inspection/PR information.”

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

If you do not plan to attend the meeting, you may exercise your voting rights in writing or via the Internet. Please do so by 5:00 p.m. on Tuesday, June 27, 2023 after reviewing the reference documents for the general meeting of shareholders.

When exercising voting rights in writing, please indicate your approval or disapproval of the proposals on the enclosed voting card and return the card by postal mail so that your vote is received by the above deadline for exercising voting rights.

For information on the exercise of voting rights via the Internet, see “Instructions for the Exercise of Voting Rights via the Internet” (in the Japanese original only).

- 1. Date and Time:** Wednesday, June 28, 2023, at 10:00 a.m. (JST)
- 2. Venue:** “Asuka,” 13th floor, Azur Takeshiba
1-11-2 Kaigan, Minato-ku, Tokyo

3. Purpose of the Meeting:

(1) Matters to be reported

- 1) The Business Report and the Consolidated Financial Statements for the 76th fiscal year (from April 1, 2022 to March 31, 2023), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Board of Corporate Auditors
- 2) The Non-consolidated Financial Statements for the 76th fiscal year (from April 1, 2022 to March 31, 2023)

(2) Matters to be resolved

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Five (5) Directors
- Proposal No. 3:** Election of Three (3) Corporate Auditors

4. Matters to be Noted

- (1) Notice of this general meeting of shareholders is being uniformly delivered in writing, as in the past, irrespective of whether the delivery of documents has been requested.
- (2) Notice of this general meeting of shareholders sent to shareholders includes reference documents for the general meeting of shareholders, as well as matters (with the exception of the following matters) that are contained in the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements that were audited by the Corporate Auditors and the Financial Auditor in the preparation of audit reports. As the following matters are not included in said notice sent to shareholders, please refer to the website above for information.
 - (i) The following matters in the Business Report:
“System to Ensure the Properness of Operations” and “Overview of Operational Status of System to Ensure the Properness of Operations”
 - (ii) The following matters in the Consolidated Financial Statements:
“Notes to Consolidated Financial Statements”
 - (iii) The following matters in the Non-consolidated Financial Statements:
“Notes to Non-consolidated Financial Statements”
- (3) If the voting rights are exercised both in writing and via the Internet, only the exercise of the voting rights via the Internet shall be valid. If the voting rights are exercised multiple times via the Internet, only the last exercise of the voting rights shall be valid.
- (4) If approval or disapproval is not indicated for a proposal on the voting card, approval will be deemed to have been given.

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- ◎ When you attend the meeting, you are kindly requested to present the enclosed voting card at the reception desk at the Meeting.
 - ◎ If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company’s aforementioned website and the TSE website.
 - ◎ No gifts will be provided at this annual general meeting of shareholders. Your understanding is appreciated.
 - ◎ Pursuant to the revision of the Companies Act enacted on September 1, 2022, a system for the electronic provision of informational materials for general meetings of shareholders has commenced. Under this system, information contained in the reference documents for general meetings of shareholders etc. is, in principle, to be accessed on websites (excluding shareholders who requested delivery of documents by the record date of this Annual General Meeting of Shareholders).
 - ◎ Although informational materials for this Annual General Meeting of Shareholders are being uniformly sent in writing as in the past, from the next General Meeting of Shareholders, with the exception of certain information, informational materials will be sent in writing only to those shareholders who have requested the delivery of written documents. Your understanding is appreciated.

The Company’s Website ► <https://www.primaham.co.jp/ir/library/annualreport/> (in Japanese)

Reference Documents for the 76th Annual General Meeting of Shareholders

Proposals and Reference Items

Proposal No. 1: Appropriation of Surplus

The Company considers profit distribution to shareholders as an important management issue. The Company's policy concerning the determination of dividends of surplus, etc. is to aim for a dividend payout ratio of 30% or more, and to seek to enhance its internal reserves to strengthen its management base and enable investments required for the future, while realizing a stable dividend. Regarding the appropriation of surplus at the end of the fiscal year under review, after comprehensively considering factors such as business results and future business development, the Company has decided to pay a year-end dividend of ¥45 per share. As the Company has already paid a mid-term dividend of ¥20 per share, the annual dividend will be ¥65 per share for the fiscal year under review.

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

Year-end dividends

1 Type of dividend property	To be paid in cash.
2 Allotment of dividend property and their aggregate amount	¥45 per common share of the Company Total dividends: ¥2,265,206,985
3 Effective date of dividends	June 29, 2023

Proposal No. 2: Election of Five (5) Directors

The terms of office of all six (6) Directors (including three (3) Outside Directors) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of five (5) Directors (including three (3) Outside Directors), more than half of whom are Outside Directors. Additionally, to ensure fairness and transparency in determining candidates for Directors, the Company consults with the Executive Advisory Committee composed of the President and Representative Director and the Outside Directors, follows a recommendation by the Committee, and passes resolution by the Board of Directors for the determination.

The candidates for Directors are as follows:

Candidate No.	Name	Current Position in the Company	Attributes of Candidates	Number of Board of Directors' Meetings Attended
1	Naoto Chiba	President and CEO	Reappointment	13/13 (100.0%)
2	Satoshi Nakajima	Managing Executive Officer	New appointment	–
3	Takeshi Yamashita	Director	Reappointment Outside Director Independent Officer	13/13 (100.0%)
4	Yuzo Ide	Director	Reappointment Outside Director Independent Officer	13/13 (100.0%)
5	Yoshino Tsujita	Director	Reappointment Outside Director Independent Officer	10/10 (100.0%) (since appointment)

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company		
1	Naoto Chiba (Born October 31, 1958) Reappointment Number of years in office as Director 7 years Number of Board of Directors' Meetings Attended 13/13 (100.0%)	Apr. 1983	Joined ITOCHU Corporation	Number of the Company's Shares Owned 18,800 Number of shares to be granted under the performance-linked stock remuneration plan 10,129 Total 28,929
		Apr. 2004	General Manager, Grain & Feed Department of ITOCHU Corporation	
		Apr. 2005	General Manager, Planning & Administration Department, Food Company of ITOCHU Corporation	
		Apr. 2007	Chief Operating Officer, Fresh Food & Food Distribution Division of ITOCHU Corporation	
		Apr. 2013	Chief Operating Officer, Fresh Food Division of ITOCHU Corporation	
		Apr. 2014	Executive Officer of ITOCHU Corporation	
		Apr. 2014	Chief Operating Officer, Food Products Marketing & Distribution Division of ITOCHU Corporation	
		Apr. 2015	Seconded to Dole Asia Holdings Pte. Ltd. (Executive Vice President, Director) (residing in Singapore)	
		Apr. 2016	Managing Executive Officer assigned to Processed Foods Business Division and Fresh Meats Business Division, in charge of Audit Department of the Company	
		Jun. 2016	Managing Director and General Manager, Processed Foods Business Division of the Company	
Jun. 2018	President and CEO of the Company (current position)			
Jun. 2019	President and Executive Officer of the Company (current position)			
<p>Reasons for nomination as candidate for director</p> <p>Mr. Naoto Chiba has had success in increasing the Company's earnings, and has abundant experience and track records as a corporate manager. In addition, he has managed the Board of Directors appropriately in his capacity as Chairman of the Board of Directors.</p> <p>The Company therefore deems him to be a suitable person as a director responsible for further improving the corporate value of the Group, and nominates him to continue as a director.</p>				

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company		
2	Satoshi Nakajima (Born August 30, 1963) New appointment	Apr. 1987	Joined ITOCHU Corporation	Number of the Company's Shares Owned 0 Number of shares to be granted under the performance-linked stock remuneration plan 0 Total 0
		May 2010	General Manager, Financial Planning Department, Finance Division of ITOCHU Corporation	
		May 2013	General Manager, IR Department of ITOCHU Corporation	
		May 2016	CFO, Energy & Chemicals Company of ITOCHU Corporation	
		Apr. 2019	Executive Officer of ITOCHU-SHOKUHIN Co., Ltd. (residing in Tokyo)	
		Jul. 2019	Member of the Board and Executive Officer of ITOCHU-SHOKUHIN Co., Ltd. (residing in Tokyo)	
		Apr. 2021	Executive Officer and Assistant General Manager, Corporate Strategy Division of the Company	
		Apr. 2023	Managing Executive Officer, General Manager, Corporate Strategy Division and General Manager, Corporate Strategy Department of the Company (current position)	
		Reasons for nomination as candidate for director Mr. Satoshi Nakajima has utilized his abundant experience and broad knowledge gained at general trading companies as well as sophisticated expert knowledge of finance and accounting in performing his responsibilities related to the Company's corporate strategy. The Company therefore deems that his experience and knowledge can be utilized to further improve the corporate value of the Group, and nominates him as a candidate for new director.		
3	Takeshi Yamashita (Born January 31, 1946) Reappointment Outside Director Independent Officer Number of years in office as Director 11 years Number of Board of Directors' Meetings Attended 13/13 (100.0%)	Apr. 1985	Professor at Hiroshima University	Number of the Company's Shares Owned 0 Number of shares to be granted under the performance-linked stock remuneration plan 0 Total 0
		Apr. 1997	Professor at Tokai University	
		Jul. 1997	Registration as an attorney	
		Apr. 1999	Part-time Lecturer of International Corporate Strategy at Graduate School of Hitotsubashi University	
		Jun. 2003	Corporate Auditor of the Company	
		Dec. 2003	Joined Hibiya Park Law Offices (current position)	
		Jun. 2012	Director of the Company (current position)	
		Reasons for nomination as candidate for outside director and outline of expected roles Mr. Takeshi Yamashita has abundant experience and sophisticated expert knowledge as a university professor and an attorney. The Company therefore deems that he will be able to provide oversight and supervision of the Company's management from an independent standpoint, and nominates him to continue as an outside director. He has never in the past been involved in the management of a company except as an outside officer. However, the Company judges he will appropriately fulfill his duties as an outside director based on the above reasons. If elected, he is also expected to provide an objective and neutral voice as a member of the Executive Advisory Committee for matters involving the appointment and dismissal of candidates for the Company's officers, officer remuneration, and other vital matters involved in corporate governance.		

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	
4	<p>Yuzo Ide (Born September 24, 1954)</p> <p>Reappointment</p> <p>Outside Director</p> <p>Independent Officer</p> <p>Number of years in office as Director 3 years</p> <p>Number of Board of Directors' Meetings Attended 13/13 (100.0%)</p>	<p>Apr. 1977 Joined Wacoal Corp. (current Wacoal Holdings Corp.) (The former Wacoal Corp. transitioned into a holding company and changed its corporate name to Wacoal Holdings Corp. in July 2005.)</p>	<p>Number of the Company's Shares Owned</p> <p style="text-align: right;">1,000</p> <p>Number of shares to be granted under the performance-linked stock remuneration plan</p> <p style="text-align: right;">0</p> <p>Total</p> <p style="text-align: right;">1,000</p>
		<p>Apr. 2006 Corporate Officer of Wacoal Corp. (operating corporation)</p>	
		<p>Apr. 2008 Director and Senior Managing Corporate Officer of Wacoal Corp. (operating corporation)</p>	
		<p>Apr. 2014 Director and Vice President Corporate Officer of Wacoal Corp. (operating corporation)</p>	
		<p>Jun. 2014 Managing Director of Wacoal Holdings Corp.</p>	
		<p>Jun. 2016 Retired as Director of Wacoal Holdings Corp.</p>	
		<p>Jun. 2018 Retired as Director of Wacoal Corp. (operating corporation)</p>	
		<p>May 2020 Outside Director of COSMO CO., LTD. (current position)</p>	
		<p>Jun. 2020 Director of the Company (current position)</p>	
		<p>[Significant Concurrent Positions outside the Company] Outside Director of COSMO CO., LTD.</p>	
<p>Reasons for nomination as candidate for outside director and outline of expected roles</p> <p>Mr. Yuzo Ide has been in charge of corporate management at a major global manufacturer and has abundant experience and deep knowledge related to overseas business development and management strategy.</p> <p>The Company therefore deems that he will be able to provide oversight, support and appropriate advice from an independent standpoint in order to promote the Company's management strategy, and nominates him to continue as an outside director.</p> <p>If elected, he is also expected to provide an objective and neutral voice as a member of the Executive Advisory Committee for matters involving the appointment and dismissal of candidates for the Company's officers, officer remuneration, and other vital matters involved in corporate governance.</p>			

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company		
5	Yoshino Tsujita (Born August 19, 1964) Reappointment Outside Director Independent Officer Number of years in office as Director 1 year Number of Board of Directors' Meetings Attended (since appointment) 10/10 (100.0%)	Mar. 1987	Joined Swiss Bank Securities Corporation	Number of the Company's Shares Owned 300 Number of shares to be granted under the performance-linked stock remuneration plan 0 Total 300
		Jan. 1989	Joined Salomon Brothers Asia Securities Ltd.	
		Jun. 1999	Vice President of The Chase Manhattan Bank	
		Feb. 2001	Vice President of JPMorgan Securities Japan Co., Ltd.	
		Mar. 2002	Joined Japan Tobacco Inc.	
		Jun. 2006	General Manager, Corporate Planning Division of Japan Tobacco Inc.	
		Sep. 2014	General Manager, Compliance Office of Japan Tobacco Inc.	
		Apr. 2016	General Manager, Media and Investor Relations Division of Japan Tobacco Inc.	
		Mar. 2020	Representative Director of Relier Inc. (current position)	
		Apr. 2020	Outside Director of Yukiguni Maitake Co., Ltd. (current position)	
		Jun. 2022	Director of the Company (current position)	
Sep. 2022	Director of Yukai Engineering Inc. (current position)			
	[Significant Concurrent Positions outside the Company] Representative Director of Relier Inc. Outside Director of Yukiguni Maitake Co., Ltd. Director of Yukai Engineering Inc.			
	Reasons for nomination as candidate for outside director and outline of expected roles Ms. Yoshino Tsujita has global and abundant experience in both domestic and international companies, deep knowledge related to management and diversity, and sophisticated expert knowledge of finance and accounting. The Company therefore deems that she will be able to provide oversight, support and appropriate advice from an independent standpoint in order to promote the Company's management strategy, and nominates her to continue as an outside director. If elected, she is also expected to provide an objective and neutral voice as a member of the Executive Advisory Committee for matters involving the appointment and dismissal of candidates for the Company's officers, officer remuneration, and other vital matters involved in corporate governance.			

- (Notes) 1. There is no special interest between each candidate and the Company.
- Mr. Takeshi Yamashita, Mr. Yuzo Ide, and Ms. Yoshino Tsujita are candidates for outside director as specified in Article 2, Item 15 of the Companies Act.
 - At the conclusion of this Annual General Meeting of Shareholders, Mr. Takeshi Yamashita's tenure since assuming office as outside director of the Company will have been eleven years.
 - At the conclusion of this Annual General Meeting of Shareholders, Mr. Yuzo Ide's tenure since assuming office as outside director of the Company will have been three years.
 - At the conclusion of this Annual General Meeting of Shareholders, Ms. Yoshino Tsujita's tenure since assuming office as outside director of the Company will have been one year.
 - Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Takeshi Yamashita, Mr. Yuzo Ide, and Ms. Yoshino Tsujita to limit the liability for damages under Article 423, Paragraph 1 of the said Act. The maximum amount of liability for damages under such agreement is the minimum liability amount provided for under Article 425, Paragraph 1 of the Companies Act. If the reappointment of Mr. Takeshi Yamashita, Mr. Yuzo Ide, and Ms. Yoshino Tsujita is approved, the Company plans to continue the aforementioned agreement with them.
 - The Company has submitted a notification to the Tokyo Stock Exchange, Inc. concerning the appointment of Mr. Takeshi Yamashita, Mr. Yuzo Ide, and Ms. Yoshino Tsujita as independent officers as provided for by the aforementioned exchange. If their reappointment is approved, the Company plans to submit a notification of its designation of their continued positions as independent officers.
 - The Company has entered into a directors and officers liability insurance agreement with an insurance company, and the insurance agreement covers damages, litigation expenses, etc. that the insured may incur in the event of a

claim for damages from shareholders, third parties, etc. Currently, each candidate is insured under this insurance agreement and if the election of each candidate is approved, all candidates shall be included as insured under this agreement. In addition, the Company plans to renew the agreement with the same terms and conditions at the next renewal.

9. The “Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company” of Mr. Naoto Chiba and Mr. Satoshi Nakajima include their positions and responsibilities as executives over the past ten years and currently at ITOCHU Corporation, the Company’s parent company, and its subsidiary companies, etc.
10. The number of shares to be granted under the performance-linked stock remuneration plan indicates the number of shares corresponding to the fixed number of points already granted under the performance-linked stock remuneration plan. The number of shares corresponding to the portion to be paid as monetary remuneration upon retirement is also included. For an overview of the Company’s performance-linked stock remuneration plan, see the business report, “Matters Concerning Policy for the Determination of Remuneration for Individual Directors” noted later.

Proposal No. 3: Election of Three (3) Corporate Auditors

As the terms of office of Corporate Auditors Mr. Koichi Sato, Mr. Hideki Shimozawa, and Mr. Kenichiro Soma will expire at the conclusion of this Annual General Meeting of Shareholders, the Company proposes the election of three (3) Corporate Auditors.

The consent of the Board of Corporate Auditors for this proposal has been obtained.

The candidates for Corporate Auditors are as follows:

Candidate No.	Name	Current Position in the Company	Attributes of Candidates	Number of Board of Directors' Meetings Attended	Number of Board of Corporate Auditors' Meetings Attended
1	Naofumi Sakai	–	New appointment	–	–
2	Hideki Shimozawa	Standing Corporate Auditor	Reappointment Outside Corporate Auditor Independent Officer	13/13 (100.0%)	15/15 (100.0%)
3	Kuniaki Abe	–	New appointment	–	–

Reference: Corporate Auditors Following Election (Plan)

Candidate	Name	Position in the Company	Attributes
○	Naofumi Sakai	Standing Corporate Auditor	
○	Hideki Shimozawa	Standing Corporate Auditor	Outside Corporate Auditor Independent Officer
○	Kuniaki Abe	Corporate Auditor	
–	Akemi Sunaga	Corporate Auditor	Outside Corporate Auditor Independent Officer

(Notes) 1. Following the election, the number of Corporate Auditors will be four (4), half of whom will be Outside Corporate Auditors.

2. Corporate Auditor Ms. Akemi Sunaga was elected at the 74th Annual General Meeting of Shareholders, and her term of office will expire upon the conclusion of the 78th Annual General Meeting of Shareholders.

Candidate No.	Name (Date of birth)	Career Summary, Position in the Company and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
1	Naofumi Sakai (Born December 18, 1963) New appointment	<p>Sep. 1987 Joined the Company</p> <p>Apr. 2014 General Manager, Planning & Coordination Department, Sales Division of the Company</p> <p>Apr. 2019 General Manager, Fresh Meats Business Management Department, Fresh Meats Business Division of the Company</p> <p>Apr. 2023 Assistant to General Manager, Corporate Strategy Department, Corporate Strategy Division of the Company (current position)</p>	1,000
<p>Reasons for nomination as candidate for corporate auditor</p> <p>Mr. Naofumi Sakai has abundant experience and specialized knowledge in the industry. He has been involved in the Company's business for many years and has extensive experience in internal control. Accordingly, the Company nominates him as a candidate for new corporate auditor, judging him to be suitably qualified as a corporate auditor.</p>			
2	Hideki Shimozawa (Born October 17, 1962) Reappointment Outside Corporate Auditor Independent Officer Number of years in office as Corporate Auditor 4 years Number of Board of Directors' Meetings Attended 13/13 (100.0%) Number of Board of Corporate Auditors' Meetings Attended 15/15 (100.0%)	<p>Apr. 1986 Joined The Mitsui Trust and Banking Company, Limited (current Sumitomo Mitsui Trust Bank, Limited)</p> <p>Jul. 2008 Manager, Takamatsu Branch of The Chuo Mitsui Trust and Banking Company, Limited</p> <p>Nov. 2009 General Manager, Head Office Business Division 5 of The Chuo Mitsui Trust and Banking Company, Limited</p> <p>Feb. 2011 General Manager, Credit Card and Financing Planning Department of The Chuo Mitsui Trust and Banking Company, Limited</p> <p>Feb. 2012 General Manager, Loan Business Development Department of The Chuo Mitsui Trust and Banking Company, Limited</p> <p>Oct. 2012 Manager, Fukuoka-Tenjin Branch of Sumitomo Mitsui Trust Bank, Limited</p> <p>Oct. 2014 Manager, Private Trust Solutions Dept., Private Banking Dept. of Sumitomo Mitsui Trust Bank, Limited</p> <p>Jun. 2019 Standing Corporate Auditor of the Company (current position)</p>	1,600
<p>Reasons for nomination as candidate for outside corporate auditor</p> <p>Mr. Hideki Shimozawa has abundant experience and advanced specialized knowledge in financial institutions. Accordingly, the Company nominates him to continue as an outside corporate auditor, judging him to be suitably qualified as an outside corporate auditor.</p>			

Candidate No.	Name (Date of birth)	Career Summary, Position in the Company and Significant Concurrent Positions outside the Company	Number of the Company's Shares Owned
3	Kuniaki Abe (Born November 27, 1968) New appointment	<p>Apr. 1991 Joined ITOCHU Corporation</p> <p>Apr. 2011 General Manager, Food Products Marketing & Distribution Strategy Department, Food Products Marketing & Distribution Division of ITOCHU Corporation</p> <p>Apr. 2013 Executive Officer of FamilyMart Co., Ltd. (residing in Tokyo)</p> <p>Apr. 2016 General Manager, Food Development Division of ITOCHU Corporation</p> <p>Apr. 2017 General Manager, Retail Development Division of ITOCHU Corporation</p> <p>Apr. 2019 General Manager, Planning & Administration Department, Fresh Food Division of ITOCHU Corporation</p> <p>Apr. 2022 Executive Officer of ITOCHU Corporation</p> <p>Apr. 2023 Executive Officer and Chief Operating Officer, Fresh Food Division of ITOCHU Corporation (current position)</p> <p>Apr. 2023 Representative Director of Dole International Holdings, Inc. (current position)</p> <p>Apr. 2023 Director of DOLE ASIA HOLDINGS PTE. LTD. (current position)</p> <p>Apr. 2023 President Commissioner of PT. ANEKA TUNA INDONESIA (current position)</p> <p>[Significant Concurrent Positions outside the Company] Representative Director of Dole International Holdings, Inc. Director of DOLE ASIA HOLDINGS PTE. LTD. President Commissioner of PT. ANEKA TUNA INDONESIA</p> <p>Reasons for nomination as candidate for corporate auditor Mr. Kuniaki Abe has abundant experience and advanced specialized knowledge in general trading companies. Accordingly, the Company nominates him as a candidate for new corporate auditor, judging him to be suitably qualified as a corporate auditor.</p>	0

- (Notes) 1. There is no special interest between each candidate and the Company.
- Mr. Hideki Shimozawa is a candidate for outside corporate auditor as specified in Article 2, Item 16 and Article 335, Paragraph 3 of the Companies Act.
 - Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Hideki Shimozawa to limit the liability for damages under Article 423, Paragraph 1 of the said Act. The maximum amount of liability for damages under such agreement is the minimum liability amount provided for under Article 425, Paragraph 1 of the Companies Act. If the reappointment of Mr. Hideki Shimozawa is approved, the Company plans to continue the aforementioned agreement with him.
 - Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company plans to enter into an agreement with Mr. Naofumi Sakai and Mr. Kuniaki Abe to limit the liability for damages under Article 423, Paragraph 1 of the said Act if their election is approved. The maximum amount of liability for damages under such agreement will be the minimum liability amount provided for under Article 425, Paragraph 1 of the Companies Act.
 - The Company has submitted a notification to the Tokyo Stock Exchange, Inc. concerning the appointment of Mr. Hideki Shimozawa as an independent officer as provided for by the aforementioned exchange. If his reappointment is approved, the Company plans to submit a notification of its designation of his continued position as an independent officer.
 - The Company has entered into a directors and officers liability insurance agreement with an insurance company, and the insurance agreement covers damages, litigation expenses, etc. that the insured may incur in the event of a claim for damages from shareholders, third parties, etc. Currently, only Mr. Hideki Shimozawa is insured under this insurance agreement. If the election of each candidate is approved, all candidates shall be included as insured under this agreement. In addition, the Company plans to renew the agreement with the same terms and conditions at the next renewal.

7. The “Career Summary, Position in the Company and Significant Concurrent Positions outside the Company” of Mr. Kuniaki Abe includes his positions and responsibilities as an executive over the past ten years and currently at ITOCHU Corporation, the Company’s parent company, and its subsidiary companies, etc.

Skill Matrix for Members of the Board of Directors Following This General Meeting of Shareholders (Plan)

(Note) The following will be the skill matrix for members of the Board of Directors if each candidate listed in the Notice of the 76th Annual General Meeting of Shareholders is elected as proposed.

[Reasons for adopting the skill categories]

Senior management	Because management knowledge and experience are necessary for determining important matters related to management and supervising the execution of duties.
Global	Because global knowledge and experience are necessary for realizing “invest in growth projects and expand globally,” which is stated in the medium-term business plan.
Finance, accounts	Because knowledge and experience in finance and accounting are necessary for realizing the strengthening of a sustainable business foundation.
HR, talent development	Because knowledge and experience in HR & talent development are necessary for realizing the strengthening of a sustainable business foundation.
Internal control, legal, compliance	Because specialized knowledge and experience are necessary for appropriately responding to various risks pertaining to business activities and for supervising sound business operations.
Manufacturing experience	Because knowledge and experience related to the manufacturing industry are necessary given that the manufacturing industry is the Group’s main business area.

As of June 28, 2023

		Diversity		General company experience					Industry-specific
		Age	Gender	Senior mgmt.	Global	Finance, accounts	HR, talent devt.	Internal control, legal, compliance	Manu-facturing exp.
President and CEO	Naoto Chiba	64	Male	●	●			●	●
Director	Satoshi Nakajima	59	Male		●	●			
Outside Director (part-time)	Takeshi Yamashita	77	Male		●			●	
Outside Director (part-time)	Yuzo Ide	68	Male	●	●		●		●
Outside Director (part-time)	Yoshino Tsujita	58	Female	●	●	●			●
Corporate Auditor	Naofumi Sakai	59	Male	●				●	●
Outside Corporate Auditor	Hideki Shimozawa	60	Male			●		●	
Corporate Auditor (part-time)	Kuniaki Abe	54	Male	●	●				
Outside Corporate Auditor (part-time)	Akemi Sunaga	61	Female	●		●		●	