

# Independent Director/Auditor Notifications

## 1. Fundamental Information

Name	Suntory Beverage & Food Limited	Securities Code Number	2587
Filing Date	2024/2/28	Date (Scheduled Date) of Status Change	2024/3/27
Reason for Submitting Notification	To discuss the proposal for selection of Outside Directors at the Ordinary General Meeting of Shareholders to be held on March 27, 2024.		
<input checked="" type="checkbox"/> All of those qualified as Independent Officers are appointed as Independent Officers (*1)			

## 2. Matters Regarding Independent Officers and Independence of Outside Officers

No.	Name	Outside Director / Outside Audit and Supervisory Board Member	Independent Officer	Attributes of Officers (*2, 3)													Details of Status Change	Consent of the Said Person				
				a	b	c	d	e	f	g	h	i	j	k	l	N/A						
1	Maki Nakamura	Outside Director	○																○	New election	Yes	
2	Mika Masuyama	Outside Director	○																		○	Yes
3	Mariko Mimura	Outside Director	○																			Yes
4																						
5																						

## 3. Descriptions of Attributes of Independent Officers and Reason for Their Selection

No.	Descriptions of the Applicability of Attributes (*4)	<Reason for the Selection (*5)>
1	Ms. Nakamura concurrently serves as Representative Director and President of Mamma Co., Ltd. and Director and CHRO of SATUDORA HOLDINGS CO., LTD. The Group does not conduct any transactions with Mamma Co., Ltd. Although there are transactions for vending machine installation, etc. between the Group and SATUDORA HOLDINGS CO., LTD., the monetary amount of these transactions is less than 1% of consolidated revenues on either side, and the Company believes that this has no material effect on her independence.	Ms. Maki Nakamura has extensive experience as a corporate executive in the retail industry and other sectors, and her keen insight in the field of human resource development. As such, we expect that she will provide useful advice and appropriate supervision for deliberations on proposals and others at the Board of Directors meetings from an objective and neutral standpoint. In addition, since there is nothing concerning her that breaches either the independence criteria for independent officers set by the Tokyo Stock Exchange or the independence criteria set by the Company, we judge that there is no risk of conflict of interest with general shareholders arising.
2	Ms. Masuyama concurrently serves as President and Representative Partner of Masuyama & Company LLC., Outside Director of KOKUYO Co., Ltd., and External Director of Konoike Transport Co., Ltd. The Group does not conduct any transactions with Masuyama & Company LLC.	Ms. Mika Masuyama has a wealth of consulting experience and keen insight in fields such as corporate governance, human resources and organizations, and M&A as well as global business knowledge in the areas of management and economy, and has provided useful advice and appropriate audits and supervision for deliberations on proposals and others at the Board of Directors meetings from an objective and neutral standpoint as Outside Director (Audit and Supervisory Committee Member). In consideration of this, we judge her well qualified for the role of Outside Director (Audit and Supervisory Committee Member). In addition, since there is nothing concerning her that breaches either the independence criteria for independent officers set by the Tokyo Stock Exchange or the independence criteria set by the Company, we judge that there is no risk of conflict of interest with general shareholders arising.
3	Ms. Mimura concurrently serves as Attorney of Nishimura & Asahi (Gaikokuho Kyodo Jigyo) (Of Counsel) and Board Director (outside) of TOMY COMPANY, LTD. Although there are transactions for legal services, etc. between the Group and Nishimura & Asahi (Gaikokuho Kyodo Jigyo), the monetary amount of these transactions is less than 1% of consolidated revenues on either side, and the Company believes that this has no material effect on her independence.	Ms. Mariko Mimura has experience as an attorney and her keen insight derived from her abundant business experience, and has provided useful advice and appropriate audits and supervision for deliberations on proposals and others at the Board of Directors meetings from an objective and neutral standpoint as Outside Director (Audit and Supervisory Committee Member). In consideration of this, we judge her well qualified for the role of Outside Director (Audit and Supervisory Committee Member). In addition, since there is nothing concerning her that breaches either the independence criteria for independent officers set by the Tokyo Stock Exchange or the independence criteria set by the Company, we judge that there is no risk of conflict of interest with general shareholders arising.
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## 4. Supplemental Explanation

\*1 Check the box if all of outside officers who qualify as independent officers are notified as independent officers.

\*2 Items to be checked concerning the attributes of officers

- a. Executive (a person who executes business; hereinafter, the same) of the Company or its subsidiary
- b. Non-executive director or accounting advisor (where the person is an outside auditor) of the Company or its subsidiaries
- c. Non-executive director or executive of the parent of the Company
- d. Audit and supervisory board member (where the person is an outside audit and supervisory board member) of a parent company of the Company
- e. Executive of a fellow subsidiary of the Company
- f. Party whose major client or supplier is the Company or an executive thereof
- g. Major client or supplier of the Company or an executive thereof
- h. Consultant, accounting professional or legal professional who receives a large amount of monetary consideration or other property from the Company besides remuneration
- i. Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a corporation)
- j. Executive of a client or supplier of the Company (which does not correspond to any of f., g., or h.) (the director himself/herself only)
- k. Executive of a corporation to which outside officers are mutually appointed (the director himself/herself only)
- l. Executive of a corporation that receives a donation from the Company (the director himself/herself only)

Note that the description of the items a to l above is a brief statement of the items provided in the rules of the Exchange.

\*3 “○” when the director presently falls or has recently fallen under the category; “△” when the director fell under the category in the past;

“●” when a close relative of the director presently falls or has recently fallen under the category; and “▲” when a close relative of the director fell under the category in the past

\*4 If an officer falls under any of the items a to l, briefly describe the status.

\*5 State the reason for selection as an independent officer.