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Securities Code: 9861
April 30, 2024
(Commencement date of measures for
electronic provision: April 24, 2024)

To All Shareholders

Yasutaka Kawamura, President
YOSHINOYA HOLDINGS CO., LTD.
36-2 Nihombashi Hakozaiki-cho, Chuo-ku, Tokyo

Notice of Convocation of the 67th Ordinary General Meeting of Shareholders

Please be informed that the 67th Ordinary General Meeting of Shareholders of YOSHINOYA HOLDINGS CO., LTD. (the “Company”) (the “Meeting”) will be held as described below.

In convening the Meeting, the Company has taken measures for electronic provision for the information contained in the Reference Documents for the General Meeting of Shareholders (matters subject to the measures for electronic provision), and posted such information on the Company’s website on the Internet. Please access the Company’ website at the address shown below to confirm the details.

[The Company’s website]

<https://www.yoshinoya-holdings.com/english/ir/info/meeting.html>

Matters subject to the measures for electronic provision are also posted on the following website, in addition to the website provided above.

[Tokyo Stock Exchange’s website (Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Please access the website shown above, and enter “Yoshinoya Holdings” in the “Issue name (company name)” field or “9861” in the “Code” field, and press “Search.” On the search results page, please select “Basic information” followed by “Documents for public inspection/PR information.” Please choose “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” from “Filed information available for public inspection,” and access and confirm the information you are searching for.)

In the event that you exercise your voting rights in writing or through electromagnetic means (the Internet) in advance, please review the “Reference Documents for the General Meeting of Shareholders” provided below, and exercise your voting rights no later than 5:30 p.m. JST, Monday, May 27, 2024.

From among the shareholders who have exercised their voting rights through the Internet in advance, 300 persons will win a YOSHINOYA prepaid card (worth ¥1,000) in a random draw.

1. Date & Time: 10:00 a.m., Tuesday, May 28, 2024

2. Place of the Meeting: Hulic Hall Tokyo,
11F, Yurakucho Mullion
2-5-1, Yurakucho, Chiyoda-ku, Tokyo

- **Please note that the place of the Meeting is different from that of last year’s meeting.**
- When you attend the Meeting, please present the enclosed Voting Rights Exercise Form at the reception desk upon arrival at the Meeting.
- There is no distribution of meal coupons to shareholders attending the Meeting. We would appreciate your understanding.

3. Meeting Agenda Items:

Matters to be Reported:

1. The Business Report, the Consolidated Financial Statements and the Audit Reports of the Accounting Auditor and the Board of Corporate Auditors for the Consolidated Financial Statements for the 67th Term (From March 1, 2023, to February 29, 2024)
2. The Non-Consolidated Financial Statements for the 67th Term (From March 1, 2023, to February 29, 2024)

Matters to be Resolved:

Proposal: Election of Six (6) Directors

Notes:

1. Should revisions be made to any of the matters subject to the measures for electronic provision, such changes will be posted on each of the websites on which those matters are posted.
2. The Reference Documents for the General Meeting of Shareholders are included in the documents that are sent to shareholders who have not requested delivery of a paper copy.
3. Pursuant to the provisions of the relevant laws and regulations and Article 15 of the Company's Articles of Incorporation, the following matters are not provided in the documents that are sent to shareholders who have requested delivery of a paper copy. The Consolidated and Non-Consolidated Financial Statements provided in such documents are provided as part of the Consolidated and Non-Consolidated Financial Statements audited in preparing audit reports by the Accounting Auditor and Corporate Auditors.
 - 1) Business Report: Current Status of the Company, "System to Ensure Proper Operations"
 - 2) "Basic Policy on Control of the Company"
 - 3) Consolidated Statements of Changes in Net Assets
 - 4) Notes to the Consolidated Financial Statements
 - 5) Non-Consolidated Statements of Changes in Net Assets
 - 6) Notes to the Non-Consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal: Election of Six (6) Directors

The terms of office of the five (5) current Directors will expire at the conclusion of the Meeting. Accordingly, we propose to elect six (6) Directors, an increase of one (1) Director due to the review of the management system. The candidates for Directors are described below.

No.	Name	Current position and responsibilities at the Company	Attendance at Board of Directors meetings
1	Reappointment Yasutaka Kawamura	Representative Director, President Overall Management	100% (17/17 times)
2	Reappointment Norihiro Ozawa	Managing Director General Manager, Group Planning Office	100% (17/17 times)
3	Reappointment Tetsuya Naruse	Director General Manager, Asia Headquarters	100% (17/17 times)
4	New Appointment Yoshihiro Maeda	Executive Officer	-
5	Reappointment Outside Daisaku Fujikawa	Outside Director	100% (17/17 times)
6	Reappointment Outside Nobuko Sowa	Outside Director	100% (14/14 times)

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s) * Current position	Number of the Company's shares held
1	<p data-bbox="233 703 408 734"><u>Reappointment</u></p> <p data-bbox="233 770 480 831">Yasutaka Kawamura (November 18, 1968)</p> <p data-bbox="233 866 480 992"><Attendance at Board of Directors meetings in the 67th term> 100% (17/17 times)</p>	<p data-bbox="501 300 1190 869"> April 1993 Joined the Company March 2003 In charge of Business Development, Corporate Planning Office, the Company July 2004 Director, Hanamaru, Inc. April 2007 Representative Director, President, Hanamaru, Inc. May 2010 Director, the Company September 2012 Representative Director, President, the Company* August 2013 Director, YOSHINOYA AMERICA, INC.* September 2013 Director, YOSHINOYA CO., LTD. March 2014 Director, KYOTARU CO., LTD. September 2014 Representative Director, President, YOSHINOYA CO., LTD.* January 2015 Director, ASIA YOSHINOYA INTERNATIONAL SDN. BHD. June 2015 Director, YOSHINOYA China Holdings Co., Ltd.* </p> <p data-bbox="501 904 1190 965">(Significant concurrent position) Representative Director, President, YOSHINOYA CO., LTD.</p> <p data-bbox="501 1001 1190 1397"> ■ Reason for nomination as candidate for Director Mr. Yasutaka Kawamura has been serving as Representative Director at the Company since September 2012. He has extensive knowledge and experience with all aspects of management as a business manager, demonstrates his strong leadership in the Group companies and strives to achieve the medium- and long-term growth strategy of the Group. Therefore, the Company judged that he is qualified to be a Director and nominated him as a candidate for Director. If his reelection as Director is approved, he will assume the responsibilities as Representative Director. </p>	25,966

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s) * Current position	Number of the Company's shares held
2	<p data-bbox="233 734 408 768"><u>Reappointment</u></p> <p data-bbox="233 801 448 869">Norihiro Ozawa (January 22, 1970)</p> <p data-bbox="233 902 480 1025"><Attendance at Board of Directors meetings in the 67th term> 100% (17/17 times)</p>	<p data-bbox="501 262 1198 869"> April 1992 Joined OBAYASHI CORPORATION September 2005 Joined Seiyo Food Systems, Inc. (currently Compass Group Japan Inc.) January 2010 Seconded to Compass Group USA, Inc.; Finance Director, Contract Food Service Division June 2015 Director and Senior Executive Officer, Seiyo Food-Compass Group, Inc. (currently Compass Group Japan Inc.) September 2015 Group COO, Seiyo Food-Compass Group, Inc. October 2017 Chief Executive Officer and Group CEO, Seiyo Food-Compass Group, Inc. September 2019 Executive Officer, General Manager, Group Planning Office, the Company May 2020 Managing Director, General Manager, Group Planning Office, the Company * January 2021 Chairman, YOSHINOYA AMERICA, INC.* </p> <p data-bbox="501 902 999 969">(Significant concurrent position) Chairman, YOSHINOYA AMERICA, INC.</p> <p data-bbox="501 1003 1198 1498"> ■Reason for nomination as candidate for Director Mr. Norihiro Ozawa has been engaged in the restaurant business both in Japan and abroad over the years. Serving as General Manager of the Group Planning Office at the Company since September 2019, he has been in charge of the Group's business strategies, finance, capital policy, public relations and IR activities for stakeholders. He has broad expertise in corporate management in addition to profound experience and achievements. Therefore, the Company judged that his abilities are necessary for the Group to further enhance its corporate value, and nominated him as a candidate for Director. If his reelection as Director is approved, he will assume the responsibilities as Managing Director and General Manager of the Group Planning Office. </p>	6,566

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s) * Current position	Number of the Company's shares held
3	<p data-bbox="231 846 405 880"><u>Reappointment</u></p> <p data-bbox="231 913 411 981">Tetsuya Naruse (July 25, 1967)</p> <p data-bbox="231 1014 483 1144"><Attendance at Board of Directors meetings in the 67th term> 100% (17/17 times)</p>	<p data-bbox="499 262 1192 1032"> June 1988 Joined the Company March 2001 Project General Manager, Sales Management, Sales Dept., POT & POT CO., LTD. (currently STARTING OVER CO., LTD.) October 2007 Executive Officer, the Company and Representative Director, President, SENKICHI CO., LTD. (currently STARTING OVER CO., LTD.) January 2012 Managing Director, Director, Future Creation Laboratory, YOSHINOYA CO., LTD. and Representative Director, President, SENKICHI CO., LTD. September 2012 Representative Director, President, Hanamaru, Inc. May 2014 Director, the Company* June 2015 Director, YOSHINOYA China Holdings Co., Ltd. January 2018 CEO, ASIA YOSHINOYA INTERNATIONAL SDN. BHD.* January 2021 Chairman, YOSHINOYA China Holdings Co., Ltd.* March 2023 General Manager, Asia Headquarters, the Company* </p> <p data-bbox="499 1066 1182 1160">(Significant concurrent positions) CEO, ASIA YOSHINOYA INTERNATIONAL SDN. BHD. Chairman, YOSHINOYA China Holdings Co., Ltd.</p> <p data-bbox="499 1193 1198 1718"> ■Reason for nomination as candidate for Director Mr. Tetsuya Naruse has been serving as CEO of ASIA YOSHINOYA INTERNATIONAL SDN. BHD., the company with specific responsibility for all operations of the ASEAN region since 2018. He has been concurrently serving as Chairman of YOSHINOYA China Holdings Co., Ltd., the company with specific responsibility for all operations in China since January 2021, and as General Manager of the Asia Headquarters, which is responsible for operations in the entire Asian region, including the above two regions as well as Taiwan, since March 2023. The Company judged that his expertise and experience are essential for the Group's overseas strategies, and nominated him as a candidate for Director. If his reelection as Director is approved, he will assume the responsibilities as General Manager, Asia Headquarters. </p>	10,617

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s) * Current position	Number of the Company's shares held
4	<div data-bbox="229 831 443 864" style="border: 1px solid black; padding: 2px;">New Appointment</div> <p data-bbox="229 902 480 965">Yoshihiro Maeda (November 20, 1976)</p>	<p data-bbox="497 262 1193 869"> November 2001 Joined Hanamaru, Inc. Director, Manager, Hanamaru Business, Hanamaru, Inc. January 2012 Managing Director, General Manager, Hanamaru Business, Hanamaru, Inc. Chairman, Hanamaru Food Management (Shanghai) Co., Ltd. November 2014 Executive Officer, in charge of Special Assignments (overseas posting), the Company May 2021 Executive Officer, the Company and Executive Officer, General Manager, New Business Development Office, YOSHINOYA CO., LTD. September 2021 Executive Officer, the Company and Managing Director, Hanamaru, Inc. March 2022 Executive Officer, the Company and Representative Director, President, Hanamaru, Inc.* </p> <p data-bbox="497 902 1077 965">(Significant concurrent position) Representative Director, President, Hanamaru, Inc.</p> <p data-bbox="497 1003 1198 1532"> ■Reason for nomination as candidate for Director Mr. Yoshihiro Maeda joined Hanamaru, Inc., which is one of the core businesses of the Company, at the time of its establishment, and has been involved in business management. He has served as Representative Director of Hanamaru, Inc. since March 2022. In addition, he has been in charge of launching new businesses and business development overseas as Executive Officer of the Company since 2014. The Company judged that his high level of experience and sound judgment regarding business development centered on the Hanamaru business are essential for the Company's future growth strategy, and therefore nominated him as a candidate for Director. If his election as Director is approved, he will continue to perform the responsibilities as Representative Director of Hanamaru, Inc. </p>	6,962

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s) * Current position	Number of the Company's shares held
5	<p data-bbox="229 629 405 663">Reappointment</p> <p data-bbox="229 696 320 730">Outside</p> <p data-bbox="229 763 437 824">Daisaku Fujikawa (April 7, 1960)</p> <p data-bbox="229 857 483 987"><Attendance at Board of Directors meetings in the 67th term> 100% (17/17 times)</p>	<p data-bbox="497 262 1193 613"> April 1984 Joined The Industrial Bank of Japan, Limited July 2000 Joined UBS Warburg Securities (Japan) Limited (currently UBS Securities Japan Co., Ltd.) March 2006 Joined Nikko Citigroup Global Limited October 2009 Joined Citigroup Global Markets Japan Inc. February 2019 Executive Vice President and Head of Banking, Capital Markets and Advisory of Citigroup Global Markets Japan Inc. May 2022 Director, the Company* </p> <p data-bbox="497 651 1155 1348"> Reason for nomination as candidate for Outside Director and outline of expected role Mr. Daisaku Fujikawa has been engaged in transactions of various types of financial instruments at international financial institutions for many years, and has considerable business experience working with diverse human resources at Japanese, U.S., and European financial institutions with and of different cultural backgrounds and nationalities. In addition, he has broad and profound expertise in planning of business management, including not only sales but also business planning, corporate planning departments, and governance. The Company judged that he would properly perform the duties of an Outside Director based on his considerable experience and expertise. Accordingly, the Company nominated him as a candidate for Independent Outside Director. If his reelection as Outside Director is approved, the Company expects him to continue providing suggestions on management based on his profound expertise, as well as to further enhance the governance of the Company as Chairperson of the Remuneration Advisory Committee and a member of the Nomination Advisory Committee. </p>	600

No.	Name (Date of birth)	Brief personal history, position, responsibilities and status of significant concurrent position(s) * Current position	Number of the Company's shares held
6	<p>Reappointment</p> <p>Outside</p> <p>Nobuko Sowa (November 2, 1962)</p> <p><Attendance at Board of Directors meetings in the 67th term> 100% (14/14 times)</p>	<p>April 1985 Joined IBM Japan, Ltd.</p> <p>January 2012 Associate Director, in charge of Financial Application Development, Global Business Service, IBM Japan, Ltd.</p> <p>March 2014 General Manager, IBM Japan Services Company, Ltd.</p> <p>January 2017 In charge of Financial Strategy Projects, Global Business Service, IBM Japan, Ltd.</p> <p>October 2018 Director, in charge of Insurance/Postal Group Services, Global Business Service, IBM Japan, Ltd.</p> <p>April 2022 Senior Delivery Executive, IBM Consulting, IBM Japan, Ltd.*</p> <p>May 2023 Director, the Company*</p> <p>■Reason for nomination as candidate for Outside Director and outline of expected role Ms. Nobuko Sowa has been engaged in the development and establishment of IT systems and taken part in the management of a company that has pushed forward digital transformation (DX) over the years. She has also extensively promoted the active participation of women, as well as diversity in the workplace as a visiting university professor. The Company judged that she would properly perform the duties of an Outside Director based on her wide ranging and considerable experience and expertise. Accordingly, the Company nominated her as a candidate for Independent Outside Director. If her reelection as Outside Director is approved, the Company expects her to continue providing suggestions on management based on her profound expertise, as well as to further enhance the governance of the Company as a member of the Remuneration Advisory Committee and the Nomination Advisory Committee.</p>	0

Notes:

- The candidates Mr. Daisaku Fujikawa and Ms. Nobuko Sowa are candidates for Outside Directors.
- The name on the family register of the candidate for Outside Director, Ms. Nobuko Sowa, is Nobuko Kobayashi.
- Limited liability agreements with each candidate for Outside Director
The Company has entered into a limited liability agreement in accordance with Article 427, Paragraph 1 of the Companies Act with Mr. Daisaku Fujikawa and Ms. Nobuko Sowa to limit the liability for damages as provided in Article 423, Paragraph 1 of the same act. Upon the approval of election of the candidates Mr. Daisaku Fujikawa and Ms. Nobuko Sowa, the Company intends to continue such agreement with them. The upper limit of liability for damages borne by each of the Outside Directors shall be the minimum liability amount provided for in Article 425, Paragraph 1 of the Companies Act pursuant to the said limited liability agreement, if they have acted in good faith and without gross negligence in performing their duties.
- Directors and Officers liability insurance contract for candidates for Directors
The Company has entered into a Directors and Officers liability insurance contract to insure all Officers. If insured Officers receive a claim for damages arising from the execution of their duties, the resulting damages and litigation expenses will be covered by the contract. The insurance premium for the contract is fully borne by the Company. If this proposal is approved, each Director candidate will be insured by the said insurance contract. The Company intends to renew the liability insurance contract with the same terms and conditions during their terms of office.
- The Company has designated the candidates Mr. Daisaku Fujikawa and Ms. Nobuko Sowa as Independent

Director pursuant to the relevant provisions of Tokyo Stock Exchange, Inc. and has submitted relevant notification to the said stock exchange.

6. The candidate Mr. Daisaku Fujikawa is currently Outside Director of the Company, and his tenure will be two years as of the conclusion of the Meeting.
7. The candidate Ms. Nobuko Sowa is currently Outside Director of the Company, and her tenure will be one year as of the conclusion of the Meeting.
8. There is no special relationship of interests between each of the candidates for Directors and the Company.
9. In addition to the number of Board of Directors meetings described above, there was one written resolution that was deemed to have been approved by the Board of Directors in accordance with Article 370 of the Companies Act and Article 25 of the Company's Articles of Incorporation.
10. The attendance ratio of Ms. Nobuko Sowa at the Board of Directors meetings represents her attendance at the meetings held after her appointment as a director.

(Reference) Skills and experience possessed by Directors and Corporate Auditors after this Meeting (Planned)

The Board of Directors of the Company, the holding company supervising and overseeing the Group, is comprised of members who have diverse perspectives, profound experience, and advanced skills, in order to develop highly transparent and sound corporate governance and internal controls, as well as to govern the Group companies appropriately. The Company believes that the Board of Directors as a whole is equipped with the necessary skills.

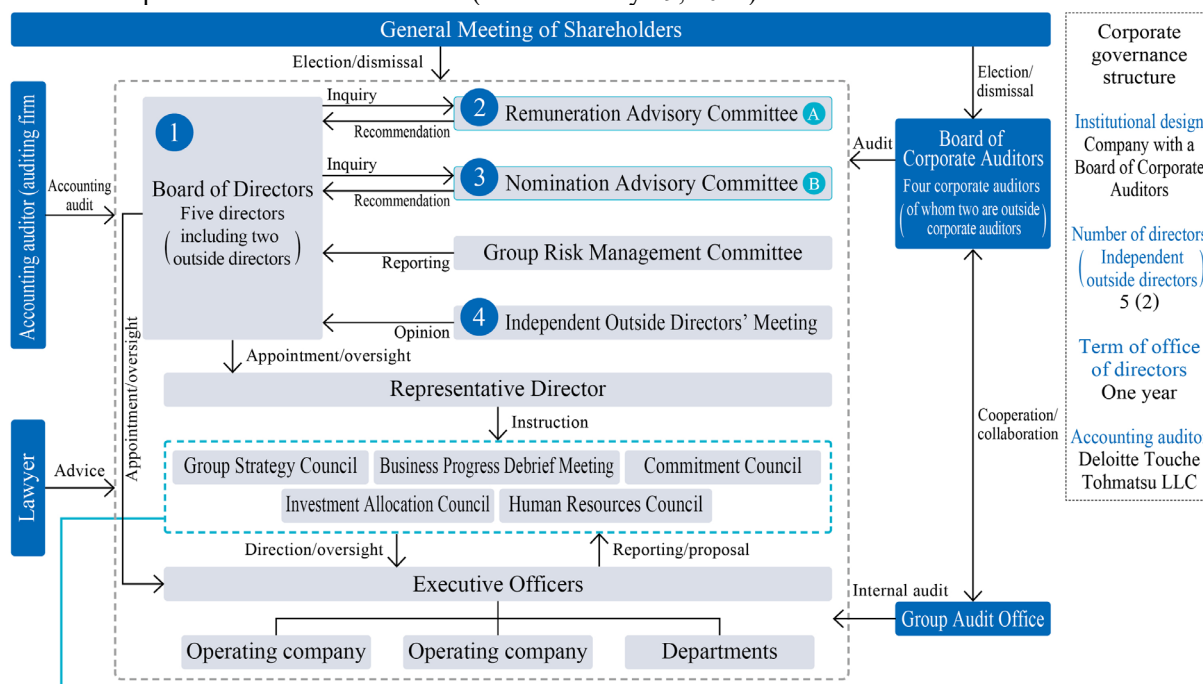
The table below shows the specific skills and experience that are expected to be possessed (marked ●) by the Directors and Corporate Auditors based on their knowledge, experience, and capabilities.

Accordingly, the table does not necessarily show all of the knowledge, experience, and capabilities they possess.

Skill	Definition
Corporate management and management strategies	Experience at a listed company (or companies) or a company (or companies) equivalent to a listed company, or knowledge, experience, and capabilities related to corporate management and management strategies
Sales and marketing	Experience in sales activities, and knowledge, experience, and capability related to marketing
M&A, finance, and accounting	Knowledge, experience, and capabilities related to financial strategies, capital markets, and accounting and finance gained at a financial institution (or institutions), at a finance and accounting or investment department (or departments), or as a professional
Global	Knowledge, experience, and capabilities related to international business transactions and other activities, as well as overseas business at an international corporation (or corporations)
Diversity and personnel development	Knowledge, experience, and capabilities related to promotion of diversity at the Group, or matters such as personnel development
Legal affairs and compliance	Expertise and experience as a professional such as an attorney, or expertise related to corporate legal affairs, statutory regulations, and other laws and regulations
IT and DX	Expertise related to information technology (IT) and digital transformation (DX)

Name	Position	Skills and experience						
		Corporate management and management strategies	Sales and marketing	M&A, finance, and accounting	Global	Diversity and personnel development	Legal affairs and compliance	IT and DX
Yasutaka Kawamura	President	●	●			●		
Norihiro Ozawa	Managing Director	●		●	●			
Tetsuya Naruse	Director		●		●	●		
Yoshihiro Maeda	Director		●		●			
Daisaku Fujikawa	Outside Director	●		●				
Nobuko Sowa	Outside Director					●		●
Akihiro Yasui	Full-time Corporate Auditor		●		●			
Kaoru Tomiya	Full-time Corporate Auditor		●				●	
Osamu Ohashi	Outside Corporate Auditor			●				
Hitoshi Yokokura	Outside Corporate Auditor			●			●	

(Reference) Corporate governance structure
Corporate Governance Structure (as of February 29, 2024)



Group Strategy Council

Based on the basic group management policy determined by the Board of Directors, deliberates and reviews important group-wide matters such as overall group management implementation policies and plans.

Business Progress Debrief Meeting

Reports and shares the business progress of each subsidiary to the directors and executive officers twice per year to improve the status of business of the subsidiary and promptly adjust strategic issues as necessary.

Commitment Council

Reports on the annual status of business, presents the management plan for the next fiscal year to the directors and executive officers, and commits to the president the numerical targets to be achieved by the subsidiaries or the general managers of each department and division.

(A) Remuneration Advisory Committee

The role of the Remuneration Advisory Committee is to deliberate on the determination of remuneration and related matters for directors and executive officers, as well as on the details specific to each individual, and report to the Board of Directors. Specific responsibilities include activities to ensure objectivity in the deliberation of individual details of remuneration for directors and executive officers by viewing them from a neutral perspective based on key management indicators. The Committee also confirms the suitability of each executive officer's rating and the appropriateness of their work load for their respective areas of work.

(B) Nomination Advisory Committee

The Committee's role is to share personnel requirements for the next management and candidates and report to the Board of Directors on the director candidates selected by the Committee and the election of personnel desired as executive officer candidates.

Operation of the Board of Directors and committees

<p>1) Board of Directors</p> <p>■Number of members and composition Five directors (Internal directors: 3, outside directors: 2)</p> <p>■Key roles Actively discusses and exchanges opinions at monthly meetings on regular items for resolution, and by such means as convening committees and projects as needed</p> <p>■No. of meetings/average attendance rate 17 times/100% (Directors: 100%, corporate auditors: 100%)</p>	<p>Chairperson Yasutaka Kawamura</p> <p>■FY2023 activities/major agenda items In FY2023, 17 meetings were held and the attendance rate of directors was 100%. The Board discussed the establishment of Key Performance Indicators (KPIs) for material issues, focusing on the importance of ESG management that is linked to the Company's management strategy from the perspective of the feasibility of management strategies based on the Group's Basic Sustainability Policy. Moreover, following repeated discussions, it made determinations on the formulation of medium- and long-term management policies. This includes group financing, investment allocation, and optimization of the business portfolio. The Board also endeavored to make prompt, prudent management decisions in response to current issues.</p>
<p>2) Remuneration Advisory Committee</p> <p>■Number of members and composition Three members (Representative director and president: 1, outside directors: 2)</p> <p>■Key roles Offers advice to strengthen the independence, objectivity, and accountability of the Board of Directors' functions with respect to directors' remuneration and related matters</p> <p>■No. of meetings/average attendance rate 4 times/100%</p>	<p>Chairperson Daisaku Fujikawa</p> <p>■FY2023 activities/major agenda items In FY2023, the Committee met four times, with 100% attendance by Committee members. From the viewpoint of objectivity and transparency where executive compensation is concerned, it discussed review of the evaluation criteria and compensation table for executive officers with the aim of achieving a balanced remuneration level in accordance with each officer's area of business, social conditions, and market trends.</p>
<p>3) Nomination Advisory Committee</p> <p>■Number of members and composition Five members (Representative director and president: 1, outside directors: 2, outside corporate auditors: 2)</p> <p>■Key roles Strengthens the independence, objectivity, and accountability of the Board of Directors' functions related to the nomination of representative directors and directors</p> <p>■No. of meetings/average attendance rate 1 time/100%</p>	<p>Chairperson Yasutaka Kawamura</p> <p>■FY2023 activities/major agenda items In FY2023, the Committee met once, with 100% attendance by Committee members. The Committee discussed expanding the scope for selecting the next generation of management executive candidates and shared updates to the desired profile of next-generation executives and the candidates. It further discussed the provision of growth opportunities through personnel reassignment of the candidates.</p>
<p>4) Independent Outside Directors' Meeting</p> <p>■Number of members and composition Four members (Outside directors: 2, outside corporate auditors: 2)</p> <p>■Key roles Conducts free discussions on matters related to the Company's business and corporate governance, with independent outside directors and outside corporate auditors engaging in the necessary exchange of information and opinions and sharing their awareness</p> <p>■No. of meetings/average attendance rate 4 times/100%</p>	<p>Chairperson Daisaku Fujikawa</p> <p>■FY2023 activities/major agenda items In FY2023, the Committee met four times, with 100% attendance by Committee members. The Committee primarily discussed and exchanged opinions regarding the Corporate Governance Code including the operation of the Board of Directors, future growth strategies including changes in market conditions, the basic policy on shareholder returns, and the human resources development policy. It also reconfirmed the issues regarding the matters discussed at the Board of Directors and discussed suggestions to propose to the executives.</p>