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(Securities Code 2811)

March 4, 2026

(Measures for electronic provision have commenced on February 13, 2026)

To Shareholders with Voting Rights:

Harunobu Okuya
President & Representative Director
Kagome Co., Ltd.
3-14-15 Nishiki, Naka-ku, Nagoya,
Aichi, 460-0003 Japan

**NOTICE OF
THE 82ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

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

We are pleased to notify you that the 82nd Annual General Meeting of Shareholders of Kagome Co., Ltd. (the “Company”) will be held for the purposes described below. Please refer to the Annual Securities Report, which will be disclosed on Friday, March 13, prior to the General Meeting of Shareholders.

- 1. Date and Time:** Thursday, March 26, 2026, at 10:00 a.m. JST
(Reception starts at 9:00 a.m.)
- 2. Place:** Port Messe Nagoya, Exhibition Hall 2,
2-2 Kinjofuto, Minato-ku, Nagoya, Aichi Prefecture, Japan

Please note that the venue for the meeting is different from that of the previous year.

The meeting will be streamed live on the website. For details, please refer to the enclosed leaflet and the Company’s IR website.*

<https://www.kagome.co.jp/company/ir/events/meeting/online/>



- 3. Agenda:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the Company’s 82nd Fiscal Year (January 1, 2025 to December 31, 2025)
 2. Results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee

Proposal to be resolved:

- Proposal 1:** Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 2:** Election of three (3) Directors who are Audit and Supervisory Committee Members
- Proposal 3:** Election of one (1) Substitute Director who is an Audit and Supervisory Committee Member

* Viewing the live stream does not constitute attendance at the General Meeting of Shareholders under the Companies Act, and you will not be able to vote on any resolutions during the meeting. Please exercise your voting rights in advance. Please also note that you may not ask questions or make motions.

Measures for electronic provision

We have taken measures for the electronic provision of this General Meeting of Shareholders, and the matters subject to measures for electronic provision have been posted on the websites shown below.

The Company's website:

<https://www.kagome.co.jp/company/ir/events/meeting/>

The website of the Tokyo Stock Exchange:

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

Kagome Co., Ltd.



Tokyo Stock Exchange



Please access the website above, search by entering the Company's name or securities code, and select "Basic information" then "Documents for public inspection/PR information" to view the matters.

If you are unable to attend the meeting, you may exercise your voting rights via the Internet or by sending the Voting Rights Exercise Form enclosed herewith by postal mail. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights in accordance with the Guide to Exercising Voting Rights on page 3.

- © Documents delivered to shareholders who requested document delivery will not include the following matters, in accordance with laws, regulations, and Article 14 of the Company's Articles of Incorporation. The documents delivered will therefore constitute one part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor when preparing their audit reports.
 - "Current Status of the Corporate Group," "Matters related to Stock Acquisition Rights, etc.," "Status of Accounting Auditor," "Structure and Policy of the Company," "Consolidated Statements of Changes in Net Assets," "Notes to the Consolidated Financial Statements," "Statements of Changes in Net Assets," and "Notes to the Non-Consolidated Financial Statements"
- © If you need assistance in attending the General Meeting of Shareholders, please contact the staff on the day of the meeting.

Updates

Any updates to the matters subject to measures for electronic provision will be posted on each website on which the matters are posted.

Guide to Exercising Voting Rights

Please exercise your voting rights, which allow you to be involved in the management of the Company.

The following methods are available for exercising your voting rights after reviewing the **Reference Documents for the General Meeting of Shareholders** starting from page 5.

Shareholders who will attend the meeting

Present the Voting Rights Exercise Form at the reception desk.

This year's meeting will be held at Port Messe Nagoya, Exhibition Hall 2.

Date and time of the meeting

Thursday, March 26, 2026, at 10:00 a.m.

(Doors open at 9:00 a.m.)

*Note that persons who are not shareholders with voting rights, such as non-shareholder proxies or persons accompanying shareholders (except persons assisting a shareholder who requires support), will not be permitted to attend the meeting.

*Please bring this notice with you on the day of the meeting.

*Shareholders who attend the meeting will be presented with product samples as they leave the venue.

Shareholders who will exercise their voting rights in writing (by postal mail)

Indicate your vote for or against the proposals on the Voting Rights Exercise Form and return it. If there is no indication of approval or disapproval for a proposal, it will be deemed as "approval" for that proposal made by the Company.

Deadline

Voting Rights Exercise Forms should arrive no later than 5:30 p.m. on Wednesday, March 25, 2026.

Guide to filling out the Voting Rights Exercise Form

Proposals 1 and 2

- If you approve the appointment of all candidates, mark a ○ in the “賛” box.
- If you disapprove of the appointment of all candidates, mark ○ in the “否” box.
- If you disapprove of certain candidates, mark a ○ in the “賛” box and enter the numbers of the candidates you wish to veto.

Proposal 3

- If you approve the appointment of the candidate, mark a ○ in the “賛” box.
- If you disapprove of the appointment of the candidate, mark ○ in the “否” box.

Shareholders who will exercise their voting rights via the Internet

Follow the instructions on the next page to indicate your vote for or against the proposal.

Deadline

Voting rights should be exercised no later than 5:30 p.m. on Wednesday, March 25, 2026.

Procedures for Exercising Voting Rights via the Internet

Exercise your voting rights via the Internet by accessing the Company's designated **voting rights exercise website** (<https://evote.tr.mufg.jp/>) by computer or smartphone.

Using a smartphone

Scan the QR code login provided on the right side of the voting stub of the enclosed Voting Rights Exercise Form.

Using a computer, etc.

You may access the website, **enter the login ID and temporary password that are indicated on the enclosed Voting Rights Exercise Form** and follow the instructions on the website to indicate your vote for or against the proposal.

Notes:

- Votes via the Internet will be accepted until 5:30 p.m. on the day before the General Meeting of Shareholders (Wednesday, March 25, 2026).
- If you exercise your voting rights both by postal mail and via the Internet, only the Internet vote will be considered valid.
- If you exercise your voting rights multiple times via the Internet, only the last vote cast will be considered valid.

Inquiries about the system (Help Desk)

Securities Agency Division, Mitsubishi UFJ Trust and Banking Corporation

Tel: **0120-173-027** (operating hours: 9:00 a.m. to 9:00 p.m.; toll-free in Japan)

Reference Documents for the General Meeting of Shareholders

Proposal 1: Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply throughout this proposal) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of six (6) Directors, including two (2) External Directors, is proposed.

The candidates are as follows:

No.	Name	Position at the Company	Attendance at Board of Directors meetings
1	Satoshi Yamaguchi [Reappointment]	Director & Chairman	100% (14 out of 14 meetings)
2	Harunobu Okuya [Reappointment]	President & Representative Director	100% (14 out of 14 meetings)
3	Yoshihisa Hairo [Reappointment]	Director & Managing Executive Officer	100% (14 out of 14 meetings)
4	Takeshi Saeki [Reappointment]	Director & Managing Executive Officer	100% (10 out of 10 meetings)
5	Kumi Arakane [Reappointment] [External Director]	External Director	100% (14 out of 14 meetings)
6	Shigeru Kumekawa [Reappointment] [External Director]	External Director	100% (10 out of 10 meetings)

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position	Number of shares of the Company held
1	Satoshi Yamaguchi (December 29, 1960) [Reappointment]	<div> <div>April 1983</div> <div>Joined the Company</div> </div> <div> <div>April 2003</div> <div>General Manager, Institutional & Industrial Business Unit</div> </div> <div> <div>April 2010</div> <div>Executive Officer</div> </div> <div> <div>April 2010</div> <div>Director, Institutional & Industrial Business Division</div> </div> <div> <div>October 2015</div> <div>Director, Innovation Division</div> </div> <div> <div>October 2018</div> <div>Director, Vegetable Business Division</div> </div> <div> <div>March 2019</div> <div>Director & Managing Executive Officer</div> </div> <div> <div>January 2020</div> <div>President & Representative Director</div> </div> <div> <div>January 2026</div> <div>Director & Chairman (to present)</div> </div>	25,300
	<div>[Reason for nomination as candidate for Director]</div> <div>For the past six years, Mr. Satoshi Yamaguchi, as President & Representative Director, was responsible for managing the Group and driving the Group's businesses while taking the initiative in creating a new vision and the medium-term management plan. Currently, as the Director & Chairman, he serves as the board chairman and is engaged in efforts to further strengthen corporate governance. In light of his track record and extensive experience accumulated in the institutional & industrial business and research departments, the Company proposes his reappointment as Director in order to realize sustainable growth and improve the Company's corporate value over the medium and long terms.</div>		

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position		Number of shares of the Company held		
2	Harunobu Okuya (March 17, 1968) [Reappointment]	April 1990	Joined the Company	3,500		
		November 2013	General Manager, Planning & Coordination Department, Asia Business Company			
		March 2014	CFO and General Manager, Planning & Coordination Department, Asia Business Company			
		October 2015	General Manager, Planning & Coordination Department, Global Consumer Business Unit			
		April 2016	General Manager, Planning & Management Department, International Business Division			
		November 2021	General Manager, Corporate Planning Department and General Manager, US Growth Strategy Department			
		April 2022	Executive Officer			
		March 2024	Director & Executive Officer			
		April 2024	Director, Corporate Division and General Manager, Corporate Planning Department			
		March 2025	Director & Managing Executive Officer			
		October 2025	Director, Corporate Division			
		January 2026	President & Representative Director (to present)			
[Reason for nomination as candidate for Director] Mr. Harunobu Okuya began his career in agricultural raw materials and procurement practices and has long been at the core of international business through involvement in business development and secondments to overseas companies and overseas subsidiaries. He has also driven the growth of the Kagome Group by leading the Corporate Division, strengthening the Group’s management foundation, and optimizing its management resources. The Company proposes his reappointment as Director in the belief that, as the President & Representative Director, he is capable of promoting a new vision and the medium-term management plan as well as realizing sustainable growth and improving the Company’s corporate value over the medium and long terms.						
3	Yoshihisa Hairo (October 6, 1967) [Reappointment]	April 1990	Joined the Company	4,100		
		April 2013	Director, Kagome Australia Pty Ltd.			
		April 2016	General Manager, Global Quality Assurance Department, International Business Division of the Company			
		April 2019	General Manager, Purchasing Department, Production & Purchasing Division			
		October 2020	Director, Production & Purchasing Division (to present)			
		April 2021	Executive Officer			
		March 2024	Director & Executive Officer			
		March 2025	Director & Managing Executive Officer (to present)			
		[Reason for nomination as candidate for Director] Mr. Yoshihisa Hairo began his career in quality control and procurement practices and was seconded to an overseas subsidiary, where he was involved in the post-acquisition integration and management of the subsidiary. He has extensive experience in factory management, international procurement, and quality assurance. With his meticulousness and strategic acumen, he currently leads the transformation of the production and procurement system as Director & Managing Executive Officer and Director of the Production & Purchasing Division. The Company proposes his reappointment as Director in the belief that he is capable of realizing sustainable growth and improving the Company’s corporate value over the medium and long terms.				

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position		Number of shares of the Company held
4	Takeshi Saeki (December 1, 1962)	April 1986	Joined KYOCERA Corporation	3,600
	[Reappointment]	May 1991	Seconded to YASHICA Kyocera GmbH (Germany)	
		January 2003	Joined the Company	
		April 2013	CFO, Tomato Business Company	
		October 2017	General Manager, Finance & Accounting Department	
		April 2020	Executive Officer	
		November 2021	CFO, CRO and Executive Director, Enterprise Risk Management Committee	
		October 2023	Managing Executive Officer	
		March 2024	General Manager, Finance & Accounting Department (to present)	
		March 2025	Director & Managing Executive Officer (to present)	
		April 2025	CFO and CRO (to present)	
[Reason for nomination as candidate for Director] As Director & Managing Executive Officer, Chief Financial Officer (CFO) and Chief Risk Management Officer (CRO), Mr. Takeshi Saeki is responsible for managing the Group. He has been supervising the finance & accounting department, while also formulating financial strategies, and strengthening Group governance of the consolidated subsidiaries. In light of his track record and extensive experience in international business and the corporate planning department, the Company proposes his reappointment as Director in the belief that he is capable of realizing sustainable growth and improving the Company's corporate value over the medium and long terms.				
5	Kumi Arakane (July 4, 1956)	April 1981	Joined KOBAYASHI KOSÉ COMPANY LIMITED (currently, KOSÉ Corporation)	900
	[Reappointment]	July 1997	Obtained PhD in Pharmaceutical Sciences from the University of Tokyo	
	[External Director]	March 2002	Senior Chief Researcher, R&D Headquarters Advanced Cosmetic Research Laboratories, KOSÉ Corporation	
		March 2004	General Manager, Product Development Dept., Marketing Headquarters, KOSÉ Corporation	
		March 2006	Executive Officer and Deputy Director-General, Marketing Headquarters and General Manager, Product Development Dept., KOSÉ Corporation	
		March 2010	Executive Officer and General Manager, R&D Laboratories, KOSÉ Corporation	
		March 2011	Executive Officer and General Manager, Quality Assurance Dept., KOSÉ Corporation	
	[Term of office as External Director: six years]	June 2011	Director, KOSÉ Corporation (in charge of Quality Assurance Dept., Customer Service Center, Purchasing Dept., and Product Designing Dept.)	
		June 2017	Standing Audit & Supervisory Board Member, KOSÉ Corporation	
		March 2019	Outside Audit & Supervisory Board member, Kubota Corporation	
		March 2020	External Director of the Company (to present)	
		June 2020	Outside Director, Toda Corporation (to present)	
		March 2021	Outside Director, Kubota Corporation (to present)	
[Reason for nomination as candidate for External Director and expected roles] Dr. Kumi Arakane has extensive experience and knowledge in corporate management, backed by her experience at KOSÉ Corporation in managing research and development, product development and quality assurance as a Doctor of Pharmacy, and engaging in managerial execution and supervision as a Director. As an External Director, she gives appropriate advice on and supervises the management of the Company, which aims to achieve innovation-driven growth. The Company, based on the above, expects her to continue to play these roles and proposes her reappointment as External Director.				

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position	Number of shares of the Company held
6	Shigeru Kumekawa (August 18, 1963) [Reappointment] [External Director] [Term of office as External Director: one year]	<p>April 1986 Joined Sony Corporation</p> <p>April 2006 General Manager, Display & Home AV Marketing Department, Sony Marketing Inc.</p> <p>April 2010 Corporate Vice President, National Account Sales Division, Sony Marketing Inc.</p> <p>April 2012 Corporate Vice President, Marketing Division, Sony Marketing Inc.</p> <p>September 2014 Chairman & President, CJSC Sony Electronics (Moscow)</p> <p>April 2016 President, Sony Europe Limited</p> <p>April 2018 Senior Vice President, Sony Corporation</p> <p>April 2019 President and Representative Director, Sony Marketing Inc.</p> <p>April 2022 Deputy Global Sales & Marketing Officer, Sony Corporation (concurrent position)</p> <p>April 2024 Chairman and Representative Director, Sony Marketing Inc.</p> <p>March 2025 External Director of the Company (to present)</p>	200
<p>[Reason for nomination as candidate for External Director and expected roles]</p> <p>Mr. Shigeru Kumekawa has extensive knowledge in corporate management, particularly in the areas of international business, sales and marketing, backed by his experience at Sony Corporation in managing international sales of Sony products in Europe and the Middle East. He has also been involved in the management of Sony Marketing Inc., which conducts business in Japan, as Chairman and Representative Director, and President and Representative Director. He gives appropriate advice on and supervises the management of the Company, which pursues medium- to long-term growth through globalization. The Company, based on the above, expects him to continue to play these roles and proposes his reappointment as External Director.</p>			

Notes:

1. There is no special interest between the Company and any of the above candidates for Directors.
2. Dr. Kumi Arakane and Mr. Shigeru Kumekawa are candidates for External Directors.
3. Dr. Kumi Arakane and Mr. Shigeru Kumekawa satisfy the Standards for Judging the Independence of Independent External Directors of the Company, and have been named as Independent Directors in the notification required by Tokyo Stock Exchange, Inc. for the purpose of protecting general shareholders. Please refer to the Standards for Judging the Independence of Independent External Directors of the Company posted on the Company's website (<https://www.kagome.co.jp/company/ir/esg/governance/>).
4. Pursuant to the provisions of the Articles of Incorporation, the Company entered into agreements with Dr. Kumi Arakane and Mr. Shigeru Kumekawa when they took office as External Directors to limit their liability for compensation for damages, which is stipulated in Article 423, Paragraph 1 of the Companies Act, to the amount specified by the laws and regulations. If the candidates are reappointed, the Company plans to continue the aforementioned liability limitation agreement with them.
5. The Company has entered into contracts for director/officer liability insurance that cover all its Directors to indemnify them against liabilities and claims that may arise in the course of performing their duties. If the candidates take office as Director, they will be covered by the insurance policies, which will be renewed during their term of office.
6. Dr. Kumi Arakane's name in the family registry is Ms. Kumi Kameyama.

Proposal 2: Election of three (3) Directors who are Audit and Supervisory Committee Members

The terms of office of all three (3) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of three (3) Directors who are Audit and Supervisory Committee Members, including two (2) External Directors, is proposed. The consent of the Audit and Supervisory Committee with respect to this proposal has been obtained.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows:

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position	Number of shares of the Company held
1	Hitoshi Takano (June 5, 1964) [Reappointment]	April 1988 Joined the Company April 2004 Unit Director, Vegetable Beverage Business Unit April 2007 Unit Director, Beverage Business Unit June 2008 Executive Officer April 2009 General Manager, Product Development Department, Consumer Business Division April 2010 General Manager, Business Administration Department, Asia Business Company October 2014 Director, Direct Marketing Division April 2016 Nagoya Branch Manager October 2017 Director, Corporate Planning Division October 2018 Director, SCM Division October 2023 Executive Assistant to the President March 2024 Director, Audit and Supervisory Committee Member (to present)	14,400
		Attendance at the Board of Directors meetings: 100% (14 out of 14 meetings) Attendance at the Audit and Supervisory Committee meetings: 100% (13 out of 13 meetings)	
		[Reason for nomination as candidate for Director] Mr. Hitoshi Takano, as a Director who is a Standing Audit and Supervisory Committee Member, has been responsible for managing the Company and taking part in decision-making for business execution, while coordinating with the other Audit and Supervisory Committee Members and Internal Audit Division to audit and supervise management. In light of his track record and extensive experience accumulated in various aspects of the Company's value chain, including sales, product development, Asia business, corporate planning, and supply chain management (SCM), the Company proposes his reappointment as Director who is an Audit and Supervisory Committee Member in the belief that he is capable of providing appropriate supervision of the Company's business execution, from the standpoint of an Audit and Supervisory Committee Member.	

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position		Number of shares of the Company held
2	Asako Yamagami (January 1, 1970) [Reappointment] [External Director] [Term of office as External Director who is an Audit and Supervisory Committee Member: six years]	April 1999	Registered as attorney-at-law Joined Taiyo Law Office (currently, Paul Hastings LLP)	—
		October 2005	Seconded to The Walt Disney Company (Japan) Ltd.	
		May 2006	Joined IBM Japan, Ltd.	
		July 2012	Joined Natori Law Office (currently, N & O Partners) as Partner (to present)	
3	Masaharu Umetsuji (October 1, 1957) [New appointment] [External Director]	June 2015	Outside Director, Audit & Supervisory Committee Member, Musashi Seimitsu Industry Co., Ltd.	—
		January 2016	Director, Office of International Affairs, Japan Federation of Bar Associations	
		March 2020	External Director, Audit and Supervisory Committee Member of the Company (to present)	
		June 2020	External Director (Audit and Supervisory Committee Member) of NIKON CORPORATION (to present)	
		June 2021	Outside Director of NEC Capital Solutions Limited (to present)	
		May 2023	Leader, Project Team on Female External Board Members, Headquarters for the Promotion of Gender Equality, Japan Federation of Bar Associations	
			Attendance at the Board of Directors meetings: 100% (14 out of 14 meetings) Attendance at the Audit and Supervisory Committee meetings: 100% (13 out of 13 meetings)	
			[Reason for nomination as candidate for External Director and expected roles] Ms. Asako Yamagami has been active as an attorney-at-law in the U.S., China, and other countries internationally, and also has experience as an in-house attorney. She is proficient in corporate legal affairs, and has extensive knowledge required to oversee corporate management. As an External Director who is an Audit and Supervisory Committee Member, she has carried out management audits and provided proper advice and supervision for the Company. Although she has never been involved in corporate management beyond serving as an External Director, the Company, based on the above, expects her to continue to play these roles and proposes her reappointment as an External Director who is an Audit and Supervisory Committee Member.	
3	Masaharu Umetsuji (October 1, 1957) [New appointment] [External Director]	October 1984	Joined Arthur Andersen & Co.	—
		April 1989	Registered as certified public accountant	
		February 1993	Certified as tax accountant	
		September 1998	Partner at Arthur Andersen & Co.	
		July 2002	Partner at Asahi KPMG Tax Corporation (currently, KPMG Tax Corporation)	
		December 2020	Representative of Umetsuji Tax and Accounting Office (to present)	
			Attendance at the Board of Directors meetings: — Attendance at the Audit and Supervisory Committee meetings: —	
			[Reason for nomination as candidate for External Director and expected roles] Mr. Masaharu Umetsuji has been engaged in the accounting audits, the formulation of tax strategies, corporate restructuring, and other initiatives to solve management issues of multiple companies both in Japan and abroad, as a certified public accountant and tax accountant. He is proficient in corporate accounting and tax affairs, and has the extensive knowledge required to oversee corporate management. Although he has never been involved in corporate management beyond serving as an External Director, the Company, based on the above, proposes his appointment as an External Director who is an Audit and Supervisory Committee Member.	

Notes:

1. There is no special interest between the Company and any of the above candidates for Directors.
2. Ms. Asako Yamagami and Mr. Masaharu Umetsuji are candidates for External Directors.
3. Ms. Asako Yamagami and Mr. Masaharu Umetsuji satisfy the conditions for an Independent Director, whose appointment is required by Tokyo Stock Exchange, Inc. for the purpose of protecting general shareholders, and have been or will be named as Independent Directors in a notification to the Exchange. Please refer to the Standards for Judging the Independence of Independent External Directors of the Company posted on the Company's website (<https://www.kagome.co.jp/company/ir/esg/governance/>).
4. Pursuant to the provisions of the Articles of Incorporation, the Company entered into an agreement with Ms. Asako Yamagami when she took office as External Director who is an Audit and Supervisory Committee Member to limit her liability for compensation for damages, which is stipulated in Article 423, Paragraph 1 of the Companies Act, to the amount specified by the laws and regulations. If the candidate is reappointed, the Company plans to continue the aforementioned liability limitation agreement with her. If Mr. Masaharu Umetsuji is appointed, the Company plans to enter into a similar liability limitation agreement

with him.

5. The Company has entered into contracts for director/officer liability insurance that cover all its Directors to indemnify them against liabilities and claims that may arise in the course of performing their duties. If the candidates take office as Director, they will be covered by the insurance policies, which will be renewed during their term of office.

To enhance the corporate value of the Company over the medium to long term through exercising the advisory and monitoring functions of the Board of Directors to the fullest extent, we ensure that the size of the Board of Directors is optimal to enable high-quality deliberation while ensuring diversity and balance in terms of knowledge, capability and experience. To achieve this, we have defined a total of 11 skills required of directors: management skills for advancing corporate management, and functional skills to implement Kagome's business and medium-term management plans and thereby improve business performance. In light of the requirements to be certified as possessing skills (*), the skills possessed are identified based on each director's knowledge, capability, and experience.

Categories, items and definition of skills

Categories / Items	Definition
Management skills for advancing corporate management	
Corporate management	Core corporate management skills pertaining to business management, vision/strategic planning, and leadership
Finance & accounting	Skills to appropriately manage and operate management resources and establish a good relationship of trust with the capital market
Legal affairs & risk management	Skills to accurately identify, assess, and respond to the external environment and various risks that may arise in the course of business to ensure fair and appropriate management
HR development & diversity	Skills to effectively retain and develop human capital while leveraging diverse ideas and experiences to create new corporate value
Sustainability management	Skills to increase corporate value through management practices that consider environmental and social sustainability based on our corporate philosophy of "appreciation," "nature" and "corporate openness"
Functional skills to implement Kagome's business and medium-term management plans and thereby improve business performance	
Agriculture, food & nutrition	Skills to identify issues based on knowledge and insights into agriculture, agricultural policy, food, and nutrition
Research & technology	Skills to advance R&D and technology development strategies that create business seeds for the company
Marketing & brand management	Skills to manage brand value and implement effective marketing strategies
Production, purchasing & quality	Skills to accurately ensure stable procurement of raw ingredients and manufacturing of quality-first products
Sales & SCM	Skills to deploy sales strategies that create efficient supply chains and customer relationships
Global business	Skills to execute business strategies that effectively utilize management resources in a global environment

*Standards to be certified as possessing skills

- 1) Having corporate management experience as an Internal Director of a company.
- 2) Having management experience as a Division Director performing the relevant professional function or in an equivalent position.
- 3) Having experience in directly contributing to the management of a company by utilizing the relevant knowledge and expertise from a corporate management perspective.

Skills Matrix of the Board of Directors (Subject to Approval of Proposal)

Name	Attribute	Management skills for advancing corporate management					Functional skills to implement Kagome's business and medium-term management plans and thereby improve business performance					
		Corporate management	Finance & accounting	Legal affairs & risk management	HR development & diversity	Sustainability management	Agriculture, food & nutrition	Research & technology	Marketing & brand management	Production, purchasing & quality	Sales & SCM	Global business
Satoshi Yamaguchi Director & Chairman		○		○	○	○	○	○			○	
Harunobu Okuya President & Representative Director		○		○	○	○				○		○
Yoshihisa Hairo Director & Managing Executive Officer		○			○		○			○		○
Takeshi Saeki Director & Managing Executive Officer		○	○	○								○
Kumi Arakane External Director	External Independent	○		○		○		○	○	○		
Shigeru Kumekawa External Director	External Independent	○							○		○	○
Hitoshi Takano Director (Audit and Supervisory Committee Member)		○		○					○		○	○
Asako Yamagami External Director (Audit and Supervisory Committee Member)	External Independent			○	○							○
Masaharu Umetsuji External Director (Audit and Supervisory Committee Member)	External Independent		○	○								○

Proposal 3: Election of one (1) Substitute Director who is an Audit and Supervisory Committee Member

To prepare for a contingency in which the Company does not have the number of Directors who are Audit and Supervisory Committee Members required by laws and regulations, the election of a Substitute Director who is an Audit and Supervisory Committee Member is proposed. Pursuant to the provisions of the Articles of Incorporation, the effectiveness of the election under this proposal will expire at the beginning of an annual general meeting of shareholders relating to the last fiscal year ending within two (2) years of the resolution. The consent of the Audit and Supervisory Committee with respect to this proposal has been obtained.

The candidate for Substitute Director who is an Audit and Supervisory Committee Member is as follows:

No.	Name (Date of birth)	Career summary, position, responsibilities and significant concurrent position	Number of shares of the Company held
1	Tatsuya Endo (August 18, 1959) [External Director] [Term of office as External Director who is an Audit and Supervisory Committee Member: six years]	<p>April 1985 Joined Arthur Andersen & Co., Tokyo Office</p> <p>April 1990 Certified as tax accountant</p> <p>September Partner at Arthur Andersen & Co., Tokyo Office</p> <p>1998</p> <p>July 2002 Partner at Asahi KPMG Tax Corporation (currently, KPMG Tax Corporation)</p> <p>January 2016 Deputy Senior Partner at KPMG Tax Corporation</p> <p>January 2020 Representative of Tatsuya Endo Tax Accountant Office (to present)</p> <p>March 2020 External Director, Audit and Supervisory Committee Member of the Company (to present)</p>	800
<p>[Reason for nomination as candidate for External Director and expected roles]</p> <p>Mr. Tatsuya Endo has been engaged in many accounting audits and M&A cases for internationally and domestically listed companies as a tax accountant. He is proficient in corporate accounting and tax affairs, and has the extensive knowledge required to oversee corporate management. From 2020, as an External Director who is an Audit and Supervisory Committee Member, he has carried out management audits and provided appropriate advice and supervision for the Company. Although he has never been involved in corporate management beyond serving as an External Director, the Company, based on the above, expects him to play these roles and proposes his appointment as a Substitute External Director who is an Audit and Supervisory Committee Member.</p>			

Notes:

1. There is no special interest between the Company and Mr. Tatsuya Endo.
2. Mr. Tatsuya Endo is a candidate for Substitute External Director.
3. Pursuant to the provisions of the Articles of Incorporation, if this proposal is approved and Mr. Tatsuya Endo takes office as External Director who is an Audit and Supervisory Committee Member, the Company plans to enter into an agreement with Mr. Tatsuya Endo to limit his liability for compensation for damages, which is stipulated in Article 423, Paragraph 1 of the Companies Act, to the amount specified by the laws and regulations.
4. The Company has entered into contracts for director/officer liability insurance that cover all its Directors to indemnify them against liabilities and claims that may arise in the course of performing their duties. If the candidate takes office as Director, he will be covered by the insurance policies, which will be renewed during his term of office.

Opinion of the Audit and Supervisory Committee

The Audit and Supervisory Committee has carefully examined the appointment of the Company's Directors and the remuneration of Directors, excluding Directors who are Audit and Supervisory Committee Members, which also involved the checking of discussions at the Remuneration and Nomination Advisory Committee. With regard to the appointment of Directors, the Committee determined that the nomination procedures were appropriate, and has judged that each candidate is suitably qualified to be a Director of the Company after evaluating them in terms of their performance of duties and achievements during the fiscal year under review, remarks made at the Board of Directors meetings, career background and experience. In addition, with regard to the remuneration of Directors, excluding Directors who are Audit and Supervisory Committee Members, the Committee has judged that the decision-making procedures are appropriate, and that the remuneration packages are reasonable based on the concept of the remuneration system and the calculation method used to compute the specific remuneration amount.