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Securities Code: 7981

June 4, 2024

(Start date of measures for electronic provision May 30, 2024)

To our shareholders:

Representative Director and President, Masaru Komori
TAKARA STANDARD CO., LTD.
1-2-1 Shigino-higashi, Joto-ku, Osaka, Japan

Notice of the 150th Annual General Meeting of Shareholders

We are pleased to announce the 150th Annual General Meeting of Shareholders of TAKARA STANDARD CO., LTD. (the “Company”), which will be held as indicated below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for an electronic provision measure) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

With respect to this notice, the Company uniformly sends the same paper-based notice as before, regardless of whether or not the shareholder has made a request for delivery of such paper-based documents.

- The Company’s website:

https://www.takara-standard.co.jp/company/ir/shareholders_meeting/

- TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “TAKARA STANDARD” in “Issue name (company name)” or the Company’s securities code “7981” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

- Website for informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7981/teiji/>

If you are not attending the meeting in person, **you can exercise your voting rights in writing (by mail) or via the internet. We ask you to review the Reference Documents for the Annual General Meeting of Shareholders and exercise your voting rights by 5:50 p.m., Tuesday, June 25, 2024 (Japan Standard Time) in writing (by mail) or via the internet, etc.**

1	Date and Time:	10:00 a.m. on Wednesday June 26, 2024
2	Venue:	4F Meeting Room, Takara Standard New Head Office Building 1-2-1 Shigino-higashi, Joto-ku, Osaka, Japan
3	Purpose of the Meeting	<p>Matter to be reported:</p> <p>The Business Report, the Non-consolidated Financial Statements and the Consolidated Financial Statements for the 150th fiscal year (from April 1, 2023 to March 31, 2024), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board</p> <hr/> <p>Matters to be resolved:</p> <p>Proposal No. 1 Dividends of Surplus</p> <p>Proposal No. 2 Election of 3 Directors</p> <p>Proposal No. 3 Election of 1 Audit & Supervisory Board Member</p>

- Among matters for an electronic provision measure, the “Notes to Consolidated Financial Statements” of the Consolidated Financial Statements and the “Notes to Non-Consolidated Financial Statements” of the Non-Consolidated Financial Statements are not included in this document, since they are posted on the websites listed on previous page pursuant to laws and regulations and Article 15 of the Articles of Incorporation of the Company. Each of the above documents is included in the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Member and the Financial Auditor when preparing the audit report and accounting audit report, respectively.
- If revisions to the matters for an electronic provision measure arise, a notice of the revisions will be posted on the websites listed on previous page.

Reference Documents for the Annual General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Dividends of Surplus

The Company has given consideration to the business performance of the fiscal year and future business development, and it proposes to pay year-end dividends for the 150th fiscal year as follows:


1	Type of dividend property To be paid in cash.
2	Allotment of dividend property and their aggregate amount ¥27 per common share of the Company Total dividends: ¥1,845,104,130
3	Effective date of dividends of surplus June 27, 2024

Proposal No. 2 Election of 3 Directors

The terms of office of Directors Hidetaka Yoshikawa and Motoki Takahashi will both expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes to add one Director to strengthen the management system and elect three Directors, including one outside Director.

Additionally, the nomination of candidates for Director was carried out following deliberations by non-statutory Nominating and Remuneration committees of which half of the members were independent outside Directors.

The candidates for Director are as follows:

Candidate No. 1		Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	
Reelection		Apr. 1974 June 1983 June 1987 Oct. 1989 June 1996 June 1999	Joined Takara Belmont Corporation Director Managing Director Representative Director, C.E.O Director of the Company (current position) Representative Director, Chairman & C.E.O. of Takara Belmont Corporation (current position)
Hidetaka Yoshikawa			
Date of birth	August 17, 1949		
Gender	Male		
Number of the Company's shares owned	232,250 shares		

Reasons for nomination as candidate for Director

Hidetaka Yoshikawa has extensive knowledge and experience of overall management gained serving as representative at a business company among other positions, and in recent years has made efforts in sustainability and manufacturing from a global perspective. He has been nominated to continue as Director with the expectation that he will suitably fulfill his role in making decisions on important matters regarding the Company.

Candidate No. 2

New election



Yoshimichi Shirasaka

Date of birth	September 17, 1961
Gender	Male
Number of the Company's shares owned	8,100 shares

Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company

Mar. 1984	Joined the Company
Apr. 2017	Executive Officer General Manager of General Affairs Department
June 2021	Managing Executive Officer In charge of Human Resources Department and General Affairs Department of Administrative Headquarters
Apr. 2024	Senior Managing Executive Officer (current position) General Manager of Administrative Headquarters (current position)

Reasons for nomination as candidate for Director

Yoshimichi Shirasaka has served in the sales management, general affairs, and human resources departments of the Company, and in recent years has worked to realize the corporate philosophy through his efforts to create an environment conducive to employee satisfaction and performance and reform the human resources system. He has been nominated as Director with the expectation that he will continue to suitably fulfill his role as the General Manager of Administrative Headquarters in making decisions on important matters regarding the Company and providing management oversight.

Candidate No. 3

New election

Outside

Independent



Tamaki Sawamura

Date of birth	October 3, 1962
Gender	Female
Number of the Company's shares owned	0 shares

Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company

Aug. 1985	Joined Nestlé Japan Ltd.
July 1991	Joined Asatsu International Ltd.
Oct. 1992	Joined DENTSU EAST JAPAN INC.
Oct. 2007	Joined Aflac Life Insurance Japan Ltd.
Jan. 2015	Executive Officer
Jan. 2023	Advisor (current position)
Aug. 2023	Advisor of HomeServe Japan Corporation (current position)

Reasons for nomination as candidate for outside Director and overview of expected roles

Tamaki Sawamura has extensive knowledge and experience of business management gained by fulfilling her duties in marketing, promotion, product development projects, etc. at business companies, and also possesses knowledge in areas that the Company will focus on in the future, including women's empowerment and diversity, and DX promotion. Therefore, she has been nominated as outside Director with the expectation that she can provide useful opinions and advice regarding the management of the Company from an independent and impartial perspective and that she is well qualified to provide oversight of the Company's management, etc.

Notes:


1. There is no special interest between any of the candidates and the Company.
2. Tamaki Sawamura is a candidate for outside Director.
3. Tamaki Sawamura is scheduled to be appointed as an outside director of Morinaga & Co., Ltd. effective June 27, 2024.
4. Tamaki Sawamura satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, and if the election of Tamaki Sawamura is approved, the Company plans to submit notification to the aforementioned exchange concerning her designation as an independent officer.
5. The Company has entered into a limited liability agreement with Hidetaka Yoshikawa which limits his liability to the minimum amount for damages as provided for by Article 425, paragraph (1) of the Companies Act. If his reelection is approved, the Company plans to renew the aforementioned agreement with him. If the election of Tamaki Sawamura is approved, the Company plans to enter into a similar limited liability agreement with her.
6. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, which covers Directors, Audit & Supervisory Board Members, Executive Officers of the Company and its subsidiaries, with the Company responsible for paying all insurance premiums. The insurance policy covers legal damages and litigation expenses arising from claims for damages incurred by the insured during the course of actions taken as a director or officer of the Company. However, the policy contains exemption clauses, such as refusing coverage for actions recognized by the insured to be criminal actions or violations of the law, or for damages arising from personal gain or improper benefits obtained through illegal means.
If the election of each of the candidates is approved, they shall be included as insureds under the aforementioned insurance policy. In addition, when the aforementioned insurance policy is next renewed, the Company plans to renew it with the same terms.

Proposal No. 3 Election of 1 Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Yutaka Kondo will expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of one Audit & Supervisory Board Member.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

Candidate		Career summary, position in the Company, and significant concurrent positions outside the Company	
			
		Apr. 1985	Joined The Dai-Ichi Kangyo Bank, Ltd. (currently Mizuho Bank, Ltd.)
		Apr. 2009	General Manager, Mitaka Branch, Mizuho Bank, Ltd.
		Oct. 2010	General Manager of Corporate Banking Credit 1st Division
		May 2013	Director and Vice President of Mizuho Business Service Co., Ltd.
		June 2020	Standing Audit & Supervisory Board Member of the Company (current position)
Yutaka Kondo			
Date of birth	December 1, 1961		
Gender	Male		
Number of the Company's shares owned	6,700 shares		

Reasons for nomination as candidate for outside Audit & Supervisory Board Member

Yutaka Kondo has extensive knowledge and experience of business management and financial institutions, and also vigorously conducts on-site inspections at each of the Company's offices. He has been nominated as outside Audit & Supervisory Board Member with the expectation that he can provide useful opinions and advice regarding the management of the Company from an independent and impartial perspective and that he can monitor the Company's overall management to enhance the effectiveness of audits.

At the conclusion of this general meeting of shareholders, his tenure as outside Audit & Supervisory Board Member of the Company will have been four years.

Notes:

1. There is no special interest between the candidate and the Company.
2. Yutaka Kondo is a candidate for outside Audit & Supervisory Board Member.
3. The Company has submitted notification to Tokyo Stock Exchange that Yutaka Kondo has been designated as an independent officer as provided for by Tokyo Stock Exchange. If the reelection of Yutaka Kondo is approved, the Company plans to continue to designate him as an independent officer.
4. The Company has entered into a limited liability agreement with Yutaka Kondo which limits his liability to the minimum amount for damages as provided for by Article 425, paragraph (1) of the Companies Act. If his reelection is approved, the Company plans to renew the aforementioned agreement with him.
5. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, paragraph (1) of the Companies Act with an insurance company, which covers Directors, Audit & Supervisory Board Members, Executive Officers of the Company and its subsidiaries, with the Company responsible for paying all insurance premiums. The insurance policy covers legal damages and litigation expenses arising from claims for damages incurred by the insured during the course of actions taken as a director or officer of the Company. However, the policy contains exemption clauses, such as refusing coverage for actions recognized by the insured to be criminal actions or violations of the law, or for damages arising from personal gain or improper benefits obtained through illegal means.
If the reelection of the candidate is approved, he shall be included as an insured under the aforementioned insurance policy. In addition, when the aforementioned insurance policy is next renewed, the Company plans to renew it with the same terms.

(Reference) Skills matrix of Directors and Audit & Supervisory Board Members

In the event that Proposal No. 2 and Proposal No. 3 are approved and passed without modification, the skills matrix of Directors and Audit & Supervisory Board Members will be as follows.

Making reference to the Company’s medium to long-term management direction and business strategies, and with a view to realizing “Medium-Term Management Plan 2026,” the Company has identified the skills (knowledge, experience, and capabilities) that the Company’s Board of Directors should have in order to appropriately demonstrate its decision making and management supervision functions. The Company has defined the fields for which it has particularly strong expectations as 1) corporate management, 2) finance and accounting, 3) compliance and risk management, 4) global, 5) sales and marketing, 6) personnel strategy, 7) procurement, manufacturing, distribution, 8) DX/IT, and 9) ESG.

Name	Position	Gender	Corporate management	Finance and accounting	Compliance and risk management	Global	Sales and marketing	Personnel strategy	Procurement, manufacturing, distribution	DX/IT	ESG
Takeo Watanabe	Representative Director and Chair	Male	○	○	○	○	○				○
Masaru Komori	Representative Director and President and Executive Officer	Male	○	○	○		○	○			○
Yoji Ito	Representative Director Vice Chair and Executive Officer	Male	○	○	○			○		○	○
Hidetoshi Suzuki	Director Senior Managing Executive Officer	Male	○	○	○				○	○	○
Yoshimichi Shirasaka	Director Senior Managing Executive Officer	Male	○	○	○		○	○		○	
Hidetaka Yoshikawa	Director	Male	○		○	○	○	○			
Ken Hashimoto	Director (Independent, Outside)	Male	○	○			○		○	○	
Kazumi Maeda	Director (Independent, Outside)	Female	○		○	○		○			
Tamaki Sawamura	Director (Independent, Outside)	Female	○		○		○			○	
Shintaro Nakashima	Standing Audit & Supervisory Board Member	Male	○	○	○		○		○		○
Hiroshi Hada	Standing Audit & Supervisory Board Member	Male	○	○	○		○				
Yutaka Kondo	Standing Audit & Supervisory Board Member (Independent, Outside)	Male	○	○		○		○		○	
Kazuhiro Iida	Audit & Supervisory Board Member (Independent, Outside)	Male		○	○						

* Up to 6 major skills are denoted for each individual. The above table does not display all the knowledge and experience possessed by the individuals listed.