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Securities Code: 7981

June 11, 2021

To our shareholders:

Representative Director and President, Takeo Watanabe

**TAKARA STANDARD CO., LTD.**

1-2-1 Shigino-higashi, Joto-ku, Osaka, Japan

## Notice of the 147th Annual General Meeting of Shareholders

We are pleased to announce the 147th Annual General Meeting of Shareholders of TAKARA STANDARD CO., LTD. (the “Company”), which will be held as indicated below.

**As an alternative to attending the meeting in person, you can exercise your voting rights in writing (by mail) or via the internet, etc. We ask you to review the attached Reference Documents for the Annual General Meeting of Shareholders and exercise your voting rights by 5:50 p.m., Monday, June 28, 2021 (Japan Standard Time) in writing (by mail) or via the internet, etc.**

1	<b>Date and Time:</b>	10:00 a.m. on Tuesday June 29, 2021
2	<b>Venue:</b>	<b>4F Meeting Room, Takara Standard New Head Office Building</b> 1-2-1 Shigino-higashi, Joto-ku, Osaka, Japan
3	<b>Purpose of the Meeting</b>	<b>Matters to be reported:</b> <ol style="list-style-type: none"><li>1. The Business Report and the Consolidated Financial Statements for the 147th fiscal year (from April 1, 2020 to March 31, 2021), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit &amp; Supervisory Board</li><li>2. Non-consolidated Financial Statements for the 147th fiscal year (from April 1, 2020 to March 31, 2021)</li></ol> <hr/> <b>Matters to be resolved:</b> Proposal No. 1      Dividends of Surplus Proposal No. 2      Election of 4 Directors Proposal No. 3      Election of 2 Audit & Supervisory Board Members

## 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 147th fiscal year as follows:

1	<b>Type of dividend property</b> To be paid in cash.
2	<b>Allotment of dividend property and their aggregate amount</b> ¥17 per common share of the Company Total dividends: ¥1,243,342,549
3	<b>Effective date of dividends of surplus</b> June 30, 2021

**Proposal No. 2 Election of 4 Directors**

The terms of office of five Directors Takeo Watanabe, Yoji Ito, Hidetoshi Suzuki, Toshiaki Noguchi and Ken Hashimoto will expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of four 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		July 1994	Joined the Company
		June 1997	Director
		June 1999	Managing Director
		June 2001	Senior Managing Director
		May 2003	Representative Director and President (current position)
		June 2012	President and Executive Office (current position)
Takeo Watanabe			
Date of birth	July 14, 1958		
Number of the Company's shares owned	518,400 shares		

**Reasons for nomination as candidate for Director**

Takeo Watanabe has extensive experience and a proven track record as a management executive gained serving as the Company's Representative Director and President among other positions. He has been nominated to continue as Director because he is well qualified to formulate and advance the Company's business strategy and that he will suitably fulfill his role in making decisions on important matters regarding the Company and providing management oversight.

Candidate No. 2

Reelection



Yoji Ito

Date of birth	December 6, 1950
Number of the Company's shares owned	35,000 shares

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

June	1977	Joined the Company
June	1997	Director
May	2003	Managing Director
June	2006	Senior Managing Director
Apr.	2008	In charge of Human Resources
May	2009	Director and Vice President
Apr.	2010	Representative Director and Vice President
June	2012	Vice President and Executive Officer (current position)
Apr.	2019	General Manager of Administrative Headquarters of Head Office and in charge of Sales Headquarters (current position)
June	2020	Representative Director (current position)

Reasons for nomination as candidate for Director

Yoji Ito has contributed to the implementation of management strategy and the Company's growth, having served as the person in charge of the Administration Division of Head Office broadly over many years, and as Representative Director, Vice President and Executive Officer, he has played a central role in the Company's management. He has been nominated to continue as Director with the expectation that he is well qualified to formulate and advance the Company's business strategy and that he will suitably fulfill his role in making decisions on important matters regarding the Company and providing management oversight.

Candidate No. 3

Reelection



Hidetoshi Suzuki

Date of birth	February 7, 1961
Number of the Company's shares owned	4,900 shares

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

Mar.	1984	Joined the Company
Apr.	2012	General Manager of Administration Division of Head Office
Apr.	2015	Executive Officer
Apr.	2017	Managing Executive Officer (current position)
		In charge of Quality Assurance Department (current position)
June	2017	Managing Director
Apr.	2019	General Manager of Production and Logistics Headquarters of Head Office (current position)
June	2020	Director (current position)

Reasons for nomination as candidate for Director

Hidetoshi Suzuki has extensive experience and insight concerning corporate planning and production management, having served as the General Manager of Administration Division of Head Office, etc. and as Director, he has played a central role in the Company's management, centered on the Production and Logistics Divisions. He has been nominated to continue as Director with the expectation that he is well qualified to formulate and advance the Company's business strategy and that he will suitably fulfill his role in making decisions on important matters regarding the Company and providing management oversight.

Candidate No. 4

Reelection

Outside

Independent



Ken Hashimoto

Date of birth	September 7, 1951
Number of the Company's shares owned	3,300 shares

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

Apr.	1974	Joined Kao Soap Co., Ltd. (currently Kao Corporation)
Nov.	1999	General Manager of Chemical Business
Mar.	2006	Head of Purchasing Division
June	2008	Director and Executive Officer
June	2012	Director and Managing Executive Officer in charge of Finance and Accounting Division and Information Systems Division
Mar.	2013	In charge of Purchasing Division
Aug.	2014	Advisor of Yoshikawakuni Plastics CO., LTD. (current position)
June	2016	Outside Director of ITOCHU SHOKUHIN Co., Ltd. (current position)
June	2017	Director of the Company (current position)

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

Ken Hashimoto has extensive knowledge and experience of business management gained over many years of practicing business management in important roles at business companies. He has been nominated to continue as outside Director 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 is well qualified to provide oversight of the Company's management.

At the conclusion of this general meeting of shareholders, his tenure as outside Director of the Company will have been four years.

Notes:

1. There is no special interest between any of the candidates and the Company.
2. Ken Hashimoto is a candidate for outside Director.
3. Ken Hashimoto is scheduled to retire from office as outside Director of ITOCHU SHOKUHIN Co., Ltd. on June 17, 2021.
4. The Company has submitted notification to Tokyo Stock Exchange that Ken Hashimoto has been designated as an independent officer as provided for by Tokyo Stock Exchange. If the reelection of the candidate is approved, the Company plans to continue to designate him as an independent officer.
5. The Company has entered into a limited liability agreement with Ken Hashimoto 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.
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. The insurance policy covers losses such as damages payable and litigation expenses, etc. that insureds, including the Company's Directors, are liable for under the law as a result of claims for damages being made against the insureds. If the reelection of each of the candidates is approved, they shall continue to 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 2 Audit & Supervisory Board Members

The term of office of two Audit & Supervisory Board Members Shintaro Nakashima and Kazuhiro Iida will expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of two Audit & Supervisory Board Members.

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

The candidates for Audit & Supervisory Board Member are as follows:

Candidate No. 1		Career summary, position in the Company, and significant concurrent positions outside the Company
Reelection		
	Shintaro Nakashima	
Date of birth	January 9, 1956	Mar. 1978 Joined the Company
Number of the Company's shares owned	22,300 shares	June 2005 Director
		June 2008 Managing Director
		May 2009 Senior Managing Director
		June 2011 Director and Vice President
		June 2012 Vice President and Executive Officer
		June 2017 Standing Audit & Supervisory Board Member (current position)

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

Shintaro Nakashima has extensive knowledge and experience in the Company's business, having served as Director as a the person in charge of the Administration Division of Head Office broadly, including the Internal Audit Division, and he has broad insight concerning corporate management. In addition, after being appointed as Audit & Supervisory Board Member, he has appropriately fulfilled his duties. He has been nominated to continue as Audit & Supervisory Board Member with the judgment that he will suitably fulfill his duties as Audit & Supervisory Board Member.

Candidate No. 2			Career summary, position in the Company, and significant concurrent positions outside the Company		
Reelection	Outside		Independent	Apr.	1986
			June	2005	Outside Audit & Supervisory Board Member of Daiwa House Industry Co., Ltd. (current position)
			June	2009	Outside Audit & Supervisory Board Member of Kansai Urban Living Service Corporation (current position) Outside Audit & Supervisory Board Member of Development Center Kansai Science City Co. Ltd. (current position)
			June	2013	Audit & Supervisory Board Member of the Company (current position) Outside Audit & Supervisory Board Member of Tachibana Material Co., Ltd. (current position)
			Jan.	2014	Outside Audit & Supervisory Board Member of Tsujii Lumber Co., Ltd. (current position)
<hr/> Kazuhiro Iida Date of birth                      March 11, 1960 Number of the Company's shares owned                      7,800 shares					

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

Kazuhiro Iida has expert knowledge as an attorney at law, and extensive experience relating to corporate legal affairs. He also has experience as an outside audit & supervisory board member of other companies. He has therefore been nominated as outside Audit & Supervisory Board Member with the judgment that he will perform broad-ranging audits. Although he has not been directly involved in management of a company in the past, the Company believes that he will suitably perform his duties as outside Audit & Supervisory Board Member.

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

#### Notes:

1. There is no special interest between any of the candidates and the Company.
2. Kazuhiro Iida is a candidate for outside Audit & Supervisory Board Member.
3. The Company has submitted notification to Tokyo Stock Exchange that Kazuhiro Iida has been designated as an independent officer as provided for by Tokyo Stock Exchange. If the reelection of the candidate 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 Shintaro Nakashima and Kazuhiro Iida which limits their liability to the minimum amount for damages as provided for by Article 425, paragraph (1) of the Companies Act. If their reelection is approved, the Company plans to renew the aforementioned agreement with them.
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. The insurance policy covers losses such as damages payable and litigation expenses, etc. that insureds, including the Company's Audit & Supervisory Board Members, are liable for under the law as a result of claims for damages being made against the insureds. If the reelection of each of the candidates is approved, they shall continue to 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.