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[Paper-based documents for delivery]
Securities Code: 9850
June 5, 2025

To our shareholders

Atsushi Mukumoto, Board Director and Chief Executive Officer
GOURMET KINEYA CO., LTD.
3-4-7, Kitakagaya, Suminoe-ku, Osaka City

Notice of the 59th Annual General Meeting of Shareholders

We would like to inform you that the 59th Annual General Meeting of Shareholders of GOURMET KINEYA CO., LTD. (the “Company”) will be held as set forth below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as “Notice of the 59th Annual General Meeting of Shareholders” on the Internet. Please access either of the following websites by using the internet addresses shown to review the information.

The Company’s website:

<https://www.gourmet-kineya-hd.co.jp/ir/> (in Japanese)

Website containing informational materials for the general meeting of shareholders:

<https://d.sokai.jp/9850/teiji/> (in Japanese)

Tokyo Stock Exchange website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “Gourmet Kineya” in “Issue name (company name)” or the Company’s securities code “9850” 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].”)

If you do not plan to attend the meeting in person, you may exercise your voting rights via the Internet, etc. or in writing. Please review the Reference Documents for the General Meeting of Shareholders below, and exercise your votes no later than Monday, June 23, 2025, at 5:45 p.m. (JST).

[Exercising voting rights via the Internet, etc.]

Please access the Company’s designated voting website (<https://evote.tr.mufg.jp/>), follow the instructions on the screen, and input your votes for or against the proposals by no later than Monday, June 23, 2025, at 5:45 p.m. (JST). When exercising your voting rights via the Internet, etc., please refer to the “Guide to Voting via the Internet, etc.” on page 5 (in Japanese).

[Exercising voting rights in writing]

Please indicate your votes for or against the proposals on the voting form sent with this notice of convocation and send the form back to arrive no later than Monday, June 23, 2025, at 5:45 p.m. (JST).

1. Date and Time: Tuesday, June 24, 2025, at 10:30 a.m. (JST)

2. Venue: Mydome Osaka, 3rd Floor

Exhibition Hall (reception desk is on the 2nd floor)

2-5, Honmachi-bashi, Chuo-ku, Osaka City

3. Purpose of the Meeting

Matters to be reported:

1. Report on the Business Report, Consolidated Financial Statements, and results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit Committee for the 59th fiscal year (from April 1, 2024, to March 31, 2025)
2. Report on the Non-consolidated Financial Statements for the 59th fiscal year (from April 1, 2024, to March 31, 2025)

Matters to be resolved:

Proposal No. 1 Disposal of surplus

Proposal No. 2 Election of 10 Board Directors

Following the general meeting of shareholders, the Company will hold a tasting party in order to engage in dialogue with shareholders. Please take this opportunity to attend and share your opinions and other feedback with us.

4. Matters to Be Decided at the Time of Convocation

(1) Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and the Articles of Incorporation of the Company, the following items are not provided in the paper-based documents delivered to shareholders who have made a request for delivery of such documents. Accordingly, the documents that are delivered to shareholders who have made a request for delivery of paper-based documents are part of the documents included in the scope of audits by the Audit & Supervisory Committee and the Financial Auditor when they create their respective audit reports.

- 1) Main offices and plants
- 2) Status of employees in the corporate group
- 3) Stock information
- 4) Status of share acquisition rights
- 5) Status of cross-shareholdings
- 6) System to ensure the appropriateness of operations
- 7) Overview of the operating status of the system to ensure the appropriateness of operations
- 8) Basic policy on control over the company
- 9) Notes to Consolidated Financial Statements
- 10) Notes to Non-consolidated Financial Statements

(2) If you exercise your voting rights both via the Internet, etc. and by voting form, the vote cast via the Internet, etc. shall be deemed valid. If you exercise your voting rights more than once via the Internet, etc., the last vote shall be deemed valid.

(3) If no indication of approval or disapproval is made for each proposal on the returned voting form, it will be treated as an indication of approval.

- If you are attending the meeting in person, please hand in the voting form sent with this notice of convocation at the reception desk.
- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the websites for posted items subject to measures for electronic provision on page 1.
- The Company has prepared gifts that will be provided at the reception desk to shareholders attending the meeting in person. Please note that, regardless of the number of voting forms a shareholder brings, each shareholder attending the meeting can receive only one gift.
- The caregiving staff of G.K.S.C. Home, a special elderly nursing home, will provide assistance to seniors and people with physical disabilities. Please contact the administration division if you have any questions. (Toll-free telephone number within Japan: 0120-122-649)

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Disposal of surplus

Details of disposal of surplus

Matters concerning year-end dividend

Having positioned shareholder return as a key pillar of corporate management, the Company has set a basic policy of stressing stable dividends and maintaining payment of dividends linked to earnings while reinforcing its financial position. In light of such factors as earnings for the fiscal year under review and future business expansion, the Company would like to pay the following end-of-year dividend for the fiscal year.

(1) Type of asset distributed as dividend:

Cash

(2) Matters concerning the allotment of assets distributed as dividends and the total amount thereof
7 yen per share of common stock of the Company, for a total amount of 160,118,175 yen

(3) Effective date of distribution of surplus

June 25, 2025

Proposal No. 2 Election of 10 Board Directors

At the conclusion of this meeting, the terms of office of all ten Board Directors will expire. Therefore, the Company proposes the election of ten Board Directors in accordance with the decision of the Nomination Committee. The names and others of the candidates for Board Director are as follows:

Candidate No.	Name		Position and responsibility in the Company
1	Atsushi Mukumoto	Reelection	Board Director Chairperson of the Board of Directors Chief Executive Officer Chairperson of Nomination Committee Chairperson of Remuneration Committee
2	Shigeaki Teraoka	Reelection	Board Director Executive Officer
3	Creamson Tsai	Reelection	Board Director Executive Officer
4	Hiromichi Shimada	Reelection	Board Director Executive Officer
5	Akiyo Yabu	Reelection	Board Director Executive Officer
6	Takeshi Murakami	Reelection	Board Director Chairperson of Audit Committee
7	Megumi Sawai	Reelection Outside Independent	Outside Board Director Member of Nomination Committee Member of Remuneration Committee
8	Motoyasu Kimura	Reelection Outside Independent	Outside Board Director Member of Audit Committee
9	Tomoko Kiriyma	Reelection Outside Independent	Outside Board Director Member of Nomination Committee Member of Remuneration Committee
10	Seiko Hoshino	Reelection Outside Independent	Outside Board Director Member of Audit Committee

Reelection	Candidate for Board Director for Reelection
Outside	Candidate for Outside Board Director
Independent	Candidate for Independent Board Director Based on the Stipulations of the Tokyo Stock Exchange

(Reference) Main Areas of Experience of Candidates for Board Director (Skills Matrix)

The main areas of experience of candidates for Board Director are as below.

Candidate No.	Name	Corporate management	Corporate strategy	Restaurants and food	Transportation	International business	Technology and Digital Transformation	Legal risk management	Brand marketing	ESG sustainability	Finance and Accounting
1	Atsushi Mukumoto	○	○	○							
2	Shigeaki Teraoka	○	○	○		○	○	○	○		○
3	Creamson Tsai		○	○	○	○			○		
4	Hiromichi Shimada		○	○	○				○		○
5	Akiyo Yabu	○	○		○				○	○	○
6	Takeshi Murakami	○						○			
7	Megumi Sawai	○					○		○		
8	Motoyasu Kimura							○			○
9	Tomoko Kiriyama	○							○		
10	Seiko Hoshino							○			

* The above table does not indicate all of the expertise and experience of each candidate for Board Director.

The candidates for Board Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
3	Creamson Tsai (August 19, 1965)	Jan. 2002 General Manager of Asia Division and Quality Department, Newell Global Sourcing Asia May 2004 Director, Opex, Lufthansa Service Asia (LSG) Apr. 2019 Project Director, HSBC Bank/Protiviti Apr. 2020 Operating Officer and Director of Corporate Planning Office, GOURMET KINEYA CO., LTD. June 2020 Board Director, ASAHI Wellness Foods Co., Ltd. June 2020 Board Director, Japan Food Wholesale Co., Ltd. June 2020 Board Director, AAS Catering Co., Ltd. (current position) June 2021 Board Director, Gourmet Kineya Restaurant Co., Ltd. June 2021 Board Director, GOURMET KINEYA CO., LTD. (current position) June 2021 Executive Officer, GOURMET KINEYA CO., LTD. (current position) June 2021 Officer in charge of Corporate Planning Office, GOURMET KINEYA CO., LTD. June 2022 CSO, GOURMET KINEYA CO., LTD. (current position) July 2022 Officer in charge of Corporate Planning Department, GOURMET KINEYA CO., LTD. Aug. 2024 Officer in charge of Strategy and Corporate Planning Office, GOURMET KINEYA CO., LTD. (current position) (Significant concurrent positions outside the Company) Board Director, AAS Catering Co., Ltd.	0 shares	
Reasons for nomination as candidate for Board Director Creamson Tsai has been the leader of global corporations for improving operational processes and efficiency in distribution and transportation. Therefore, the Company has nominated him as a candidate for Board Director based on its judgment that he is qualified to promote the standardization and higher efficiency of the operational process and draft growth strategy for the divisions of the Group.				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
4	Hiromichi Shimada (April 29, 1974)	Apr. 1997	Joined Keihan Electric Railway Co., Ltd. (current Keihan Holdings Co., Ltd.)	
<p>Reasons for nomination as candidate for Board Director</p> <p>Hiromichi Shimada has, in addition to practical business experience at companies, registered as a Small and Medium sized Enterprise Consultant (SMEC) in 2007 and received a Master of Business Administration from Kobe University's MBA program in 2009. He has extensive experience and knowledge in business strategy development, personnel system reform, and the transportation business. He is well versed in promotion of inbound tourism and digital promotion, as well as in human resource development. Therefore, the Company has nominated him as a candidate for Board Director based on its judgment that he is qualified to promote growth of businesses of the Company and the Group, and to strengthen corporate governance.</p>				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned	
5	Akiyo Yabu (August 14, 1965)	Apr. 1988	Joined West Japan Railway Company	1,100 shares	
		June 2006	Board Director, Planning and Development Department Manager, Kobe SC Development Co., Ltd., (current JR West Urban Development Co.,Ltd.)		
		June 2009	Representative Director and President, West Japan Railway Fashion Goods Company		
		June 2014	Representative Director and President, Wakayama Station Building, Co., Ltd.		
		June 2016	Standing Audit & Supervisory Board Member, JAPAN RAILWAY WEST TRADING Co.		
		June 2019	Managing Director and Sales Division Manager, Kyoto Station Center Co., Ltd. (current JR West Japan Kyoto Shopping Center Development Company)		
		June 2024	Board Director, Gourmet Kineya Restaurant Co., Ltd. (current position)		
		June 2024	Board Director, GOURMET KINEYA CO., LTD. (current position)		
		June 2024	Executive Officer, GOURMET KINEYA CO., LTD. (current position)		
		(Significant concurrent positions outside the Company)			
Board Director, Gourmet Kineya Restaurant Co., Ltd.					
Reasons for nomination as candidate for Board Director					
Akiyo Yabu has a wide range of experience and knowledge on organizational management, business strategy formulation, compliance, and governance based on her many years of experience as a corporate officer and corporate auditor. As the first female president in the West Japan Railway Group, she has experience with corporate management and is knowledgeable of and well versed in networks within SC developer operations, particularly for commercial facility development and management operations. Therefore, the Company has nominated her as a candidate for Board Director based on its judgment that she is qualified to promote growth of businesses of the Company and the Group, and to strengthen corporate governance.					
6	Takeshi Murakami (August 20, 1953)	Mar. 1978	Joined Shiozaki Fiber Co., Ltd.	0 shares	
		Mar. 1991	Director in charge of sales, Shiozaki Fiber Co., Ltd.		
		Mar. 1993	Senior Managing Director, Shiozaki Fiber Co., Ltd.		
		Mar. 1995	Representative Director, Vindor Co., Ltd.		
		Feb. 1997	Founded Ideal Inc.		
		Feb. 1997	Representative Director, Ideal Inc.		
		July 2008	Joined GOURMET KINEYA CO., LTD.		
		Apr. 2010	General Manager of HR Development Department, GOURMET KINEYA CO., LTD.		
		June 2019	Auditor, GOURMET KINEYA CO., LTD.		
		June 2021	Board Director, GOURMET KINEYA CO., LTD. (current position)		
June 2021					
Chairperson of Audit Committee, GOURMET KINEYA CO., LTD. (current position)					
(Significant concurrent positions outside the Company)					
None					
Reasons for nomination as candidate for Board Director					
Takeshi Murakami has a wide range of experience and knowledge on each of the businesses of the Company and the Group as well as abundant experience in corporate management positions. He also has knowledge of governance and internal controls by having served as a chairperson of the Audit Committee of the Company. Therefore, the Company has nominated him as a candidate for Board Director based on its judgment that he is qualified to promote growth of businesses of the Company and the Group, and to strengthen corporate governance.					

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
7	Megumi Sawai (May 7, 1981)	Sept. 2004 Joined Accenture Japan Ltd. Sept. 2010 Manager of Health & Public Service Headquarters, Accenture Japan Ltd. Dec. 2016 Senior Manager of Health & Public Service Headquarters, Accenture Japan Ltd. June 2019 Outside Board Director, GOURMET KINEYA CO., LTD. (current position) Oct. 2020 Director, Marketing Core Corporation (current position) June 2021 Member of Nomination Committee and Member of Remuneration Committee, GOURMET KINEYA CO., LTD. (current position) June 2022 President and Representative Director, ATHENA Co., LTD. (current position) (Significant concurrent positions outside the Company) Director, Marketing Core Corporation President and Representative Director, ATHENA Co., LTD.		0 shares
<p>[Reasons for nomination as candidate for Outside Board Director and Overview of expected roles]</p> <p>Megumi Sawai studied at Hult International Business School (Boston Campus) in the U.S. from 2013 to 2014 and received an MBA. She has experience related to increasing operational efficiency of overall organizations and reforms using IT, including operational reforms and enhancement consulting, IT strategy-related consulting and system implementation, at Accenture Japan Ltd. and has insights on portfolio formulation for business development gained through providing consulting for foreign companies entering Japanese markets. Therefore, the Company has made this nomination in anticipation that she will be capable of providing advice on the development of new business models, business efficiency enhancement through IT implementation and other matters for the Gourmet Kineya Group. If she is elected, the Company plans to involve her in electing its Board Directors and determining Board Director remuneration, etc. from an objective and neutral standpoint as a member of the Nomination Committee and the Remuneration Committee.</p>				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
8	Motoyasu Kimura (December 18, 1978)	Oct. 2003 Joined Chuo Aoyama Audit Corporation June 2007 Registered as a certified public accountant July 2007 Joined AZSA & Co. (current KPMG AZSA LLC) July 2009 Representative, Kimura Motoyasu Accounting Office (current position) July 2009 Registered as a licensed tax accountant Sept. 2009 Audit & Supervisory Committee Member, JB ELEVEN CO., LTD. May 2016 Outside Auditor, Fuji Bellows Co., Ltd. (current position) June 2016 Outside Board Director, JB ELEVEN CO., LTD. (Audit & Supervisory Committee Member) (current position) June 2021 Outside Board Director, GOURMET KINEYA CO., LTD. (current position) June 2021 Member of Audit Committee, GOURMET KINEYA CO., LTD. (current position) (Significant concurrent positions outside the Company) Certified public accountant and licensed tax accountant Representative, Kimura Motoyasu Accounting Office Outside Board Director, JB ELEVEN CO., LTD. (Audit & Supervisory Committee Member) Outside Supervisory Committee Member, Fuji Bellows Co., Ltd.		0 shares
<p>[Reasons for nomination as candidate for Outside Board Director and Overview of expected roles]</p> <p>Motoyasu Kimura has knowledge and experience as a certified public accountant and a licensed tax accountant and abundant experience as an auditor and an audit & supervisory committee member of other companies. Accordingly, the Company has made this nomination, based on its judgment that he can be expected to provide advice for reinforcing corporate governance of the Company and its group. If he is elected, the Company plans to involve him in the Company from an objective and neutral standpoint as a member of the Audit Committee. He has never in the past been involved in the management of a company except as an outside officer. However, the Company judges he will appropriately fulfill his duties as an Outside Board Director based on the above reasons.</p>				

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)		Number of the Company's shares owned
9	Tomoko Kiriyama (June 20, 1969)	<p>Apr. 1993 Joined Nankai Electric Railway Co., Ltd.</p> <p>Dec. 2018 Director, Nankaishoji Co., Ltd.</p> <p>June 2019 Managing Director, Nankaishoji Co., Ltd.</p> <p>June 2021 Director and President, Nankaishoji Co., Ltd.</p> <p>Apr. 2024 Managing Corporate Officer and Urban Co-creation Division Manager Nankai Electric Railway Co., Ltd. (current position)</p> <p>June 2024 Outside Board Director, GOURMET KINEYA CO., LTD. (current position)</p> <p>June 2024 Member of Nomination Committee and Member of Remuneration Committee, GOURMET KINEYA CO., LTD. (current position)</p> <p>Jan. 2025 Outside Board Director, Tsutenkaku Kanko Co., Ltd. (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Managing Corporate Officer and Urban Co-creation Division Manager Nankai Electric Railway Co., Ltd.</p> <p>Outside Board Director, Tsutenkaku Kanko Co., Ltd.</p>	0 shares	
[Reasons for nomination as candidate for Outside Board Director and Overview of expected roles]				
10	Seiko Hoshino (August 23, 1982)	<p>Dec. 2009 Registered as a lawyer</p> <p>Dec. 2009 Joined Human Network Nakamura Law Office</p> <p>Apr. 2015 Joined Tokyo Legal Affairs Bureau</p> <p>Apr. 2017 Joined Yoroibashi Law Office</p> <p>Nov. 2017 Joined U-Shin Ltd.</p> <p>May 2021 Transferred to MinebeaMitumi Inc.</p> <p>Apr. 2023 Joined Yoroibashi Law Office (current position)</p> <p>June 2024 Outside Board Director, GOURMET KINEYA CO., LTD. (current position)</p> <p>June 2024 Member of Audit Committee, GOURMET KINEYA CO., LTD. (current position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Attorney, Yoroibashi Law Office</p>	0 shares	
[Reasons for nomination as candidate for Outside Board Director and Overview of expected roles]				
Seiko Hoshino has many years of experience as an attorney and abundant knowledge of corporate legal affairs and corporate governance. Accordingly, the Company has made this nomination, based on its judgment that she can be expected to provide advice for reinforcing corporate governance of the Company and its group. If she is elected, the Company plans to involve her in the Company from an objective and neutral standpoint as a member of the Audit Committee. She has never in the past been involved in the management of a company. However, the Company judges she will appropriately fulfill her duties as an Outside Board Director based on the above reasons.				

Notes:

1. There are no special interests between each candidate and the Company.
2. Shigeaki Teraoka is expected to be appointed as Representative Director and President of Japan Food Wholesale Co., Ltd. on June 13, 2025.
3. Seiko Hoshino's name in her family register is Seiko Kishimoto.
4. Megumi Sawai, Motoyasu Kimura, Tomoko Kiriyama, and Seiko Hoshino are candidates for Outside Board Director. The Company has submitted notification to the Tokyo Stock Exchange that Megumi Sawai, Motoyasu Kimura, Tomoko Kiriyama, and Seiko Hoshino have been designated as independent officers as provided for by the aforementioned exchange. If the re-election of each candidate is approved, the Company plans for their designation as independent officers to continue.
5. Megumi Sawai is currently an Outside Board Director of the Company. At the conclusion of this meeting, her tenure as Outside Board Director will have been six years.

6. Motoyasu Kimura is currently an Outside Board Director of the Company. At the conclusion of this meeting, his tenure as Outside Board Director will have been four years.
7. Tomoko Kiriyma is currently an Outside Board Director of the Company. At the conclusion of this meeting, her tenure as Outside Board Director will have been one year.
8. Seiko Hoshino is currently an Outside Board Director of the Company. At the conclusion of this meeting, her tenure as Outside Board Director will have been one year.
9. The Company has entered into agreements to limit liability for damages under Article 423, paragraph (1) of the Companies Act with Megumi Sawai, Motoyasu Kimura, Tomoko Kiriyma, and Seiko Hoshino pursuant to the provision of Article 427, paragraph (1) of the said Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for under Article 425, paragraph (1) of the said Act. If the re-election of each candidate is approved, the Company plans to renew the aforementioned agreements with him or her.
10. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, paragraph (1) of the Companies Act. An outline of the insurance agreement is as described in "Outline, etc. of the directors and officers liability insurance agreement" of 2. (1) (iii) of the Business Report (in Japanese only). If each candidate is elected as Board Director, he or she will become the insured of the relevant insurance agreement. The next time the current agreement is renewed, the Company plans to renew the agreement with similar provisions.