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(Securities Code: 8160)
June 6, 2025

To our shareholders:

Motoyuki Yoshie
Chairman, President and Representative Director
Kisoji Co., Ltd.
18-13, Shirakane 3-chome, Showa-ku, Nagoya-shi

Notice of the 76th Annual General Meeting of Shareholders

We are pleased to announce the 76th Annual General Meeting of Shareholders of Kisoji Co., Ltd. (the “Company”), which will be held as described 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 which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on websites. Please access the following websites to view the information.

The Company’s website:

<https://www.kisoji.co.jp/ir/stock.html> (in Japanese)

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

<https://d.sokai.jp/8160/teiji/> (in Japanese)

TSE 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 “Kisoji” in “Issue name (company name)” or the Company’s securities code “8160” 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].”

Instead of attending the meeting in person, you may exercise your voting rights either via the Internet, etc. or in writing (via postal mail). Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. on Thursday, June 26, 2025 (Japan Standard Time).

1. Date and Time: Friday, June 27, 2025, at 10:00 a.m. (Japan Standard Time)

2. Venue: Main Hall, 7F, Nagoya Trade and Industry Center (Fukiage Hall)
6-3, Fukiage 2-chome, Chikusa-ku, Nagoya-shi
* Please note that the venue is changed from the last year’s meeting.

3. Purpose of the Meeting

Matters to be reported

1. Business Report and Consolidated Financial Statements for the 76th Term (from April 1, 2024 to March 31, 2025), as well as the results of the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-Consolidated Financial Statements for the 76th Term (from April 1, 2024 to March 31, 2025)

Matters to be resolved

Proposal No. 1: Appropriation of Surplus
Proposal No. 2: Election of Seven (7) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
Proposal No. 3: Election of Three (3) Directors Who Are Audit and Supervisory Committee Members

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company's basic policy is to continue delivering stable dividends to its shareholders while striving to enhance retained earnings for future business development.

In view of the performance of the business year under review, the dividend payout ratio, and the strengthening of the management base going forward, the Company proposes the year-end dividend of surplus of 33 yen per share as follows.

As a result, the annual dividend, including the interim dividend of 12 yen, will be 45 yen (including the "Special dividend" of 15 yen) per share, up from 18 yen per share in the previous business year.

In addition, the Company believes it necessary to strengthen its financial position in order to provide a stable return of profits to its shareholders and to prepare for future business development, and proposes to set aside 1.0 billion yen in general reserve as follows.

1. Matters related to year-end dividends

(1) Type of property distributed as dividends

Cash

(2) Matters related to allotment of dividend property to shareholders and their aggregate amount

33 yen per common share of the Company (Ordinary dividend of 18 yen, Special dividend of 15 yen)

Aggregate amount: 929,287,920 yen

The annual dividend will be 45 yen per share (Ordinary dividend of 30 yen, Special dividend of 15 yen).

(3) Effective date of dividends of surplus

June 30, 2025

2. Matters related to appropriation of surplus

(1) Items of surplus to be increased and their amounts

General reserve: 1,000,000,000 yen

(2) Items of surplus to be reduced and their amounts

Retained earnings brought forward: 1,000,000,000 yen

Proposal No. 2: Election of Seven (7) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office of all seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same applies to this Proposal) will expire at the conclusion of this general meeting of shareholders.

Accordingly, based on the decision of the Board of Directors upon the recommendation of the voluntary Nominating and Compensation Advisory Committee, the Company proposes the election of seven (7) Directors.

The candidates for Director are as follows:

Candidate No.	Name	Positions and responsibilities at the Company
1	Motoyuki Yoshie	Chairman, President and Representative Director Reelection
2	Toshiaki Matsuoka	Managing Director General Manager of Human Resources and General Affairs Headquarters and General Manager of Human Resources Division Reelection
3	Hiroshi Ohashi	Managing Director General Manager of East Japan Headquarters and General Manager of Location Development Headquarters Reelection
4	Masaaki Nakane	Director General Manager of Sales General Headquarters and General Manager of Kisoji Sales Headquarters Reelection
5	Akinari Nakagawa	Advisor (New election)
6	Tsuneyoshi Matsui	Outside Director Reelection Outside
7	Kuniaki Ito	Outside Director Reelection Outside

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (significant concurrent positions)		Number of the Company's shares held
1	Motoyuki Yoshie (July 18, 1947) Reelection	Apr. 1977 Jul. 1981 Jun. 1987 Jun. 1993 Jun. 2006 Mar. 2016 Mar. 2021 Jul. 2024	Joined the Company Senior Managing Director of the Company Representative Director of the Company President and Representative Director of the Company Chairman and Representative Director of the Company Chairman, President and Representative Director of the Company Chairman and Representative Director of the Company Chairman, President and Representative Director of the Company (current position)	200,091
Reasons for nomination as a candidate for Director				
Since assuming the position of President and Representative Director in 1993, Motoyuki Yoshie has led the corporate management of the Company over the years and contributed to the improvement of corporate value. We have nominated him again as a candidate for Director based on his achievements, abilities and extensive experience as a corporate manager, as well as his excellent character and insight.				
2	Toshiaki Matsuoka (September 26, 1964) Reelection	Apr. 1987 Jan. 2003 May 2007 Jun. 2008 Jun. 2011 Feb. 2020 Apr. 2025	Joined the Company General Manager of Human Resources Development Division of the Company General Manager of Human Resources Headquarters, General Manager of Human Resources Division and General Manager of Human Resources Development Division of the Company Executive Officer, General Manager of Human Resources Headquarters, General Manager of Human Resources Division and General Manager of Human Resources Development Division of the Company Director, General Manager of Human Resources Headquarters, General Manager of Human Resources Division and General Manager of Human Resources Development Division of the Company Managing Director, General Manager of East Japan Headquarters of the Company Managing Director, General Manager of Human Resources and General Affairs Headquarters and General Manager of Human Resources Division of the Company (current position)	4,000
Reasons for nomination as a candidate for Director				
Toshiaki Matsuoka has served in various positions responsible for Human Resources Development Division and Human Resources Division of the Company, including General Manager of Human Resources Headquarters. He has extensive experience and broad insight, and has been serving as a Director of the Company since 2011. The Company has determined that he is an appropriate person to strongly promote the further improvement of the Company's corporate value, therefore nominated him again as a candidate for Director.				

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (significant concurrent positions)			Number of the Company's shares held
3	Hiroshi Ohashi (July 16, 1963) Reelection	Apr. 1987 May 2010 Apr. 2011 Jun. 2013 Jun. 2017 Jun. 2022 Aug. 2024	Joined the Company General Manager of Planning Division of the Company Executive Officer, General Manager of Planning Division of the Company Director, General Manager of Planning Division, in charge of Accounting Division and Operational Efficiency Center of the Company Director, General Manager of Administration General Headquarters and General Manager of Corporate Planning Division of the Company Managing Director, General Manager of Administration Headquarters and General Manager of Corporate Planning Division of the Company Managing Director, General Manager of East Japan Headquarters and General Manager of Location Development Headquarters of the Company (current position)		2,000
Reasons for nomination as a candidate for Director Hiroshi Ohashi has served in positions including a position responsible for Corporate Planning Division of the Company. He has extensive experience and broad insight, and has been serving as a Director of the Company since 2013. The Company has determined that he is an appropriate person to strongly promote the further improvement of the Company's corporate value, therefore nominated him again as a candidate for Director.					
4	Masaaki Nakane (November 23, 1962) Reelection	Dec. 2003 Jul. 2012 Jun. 2020 Jun. 2023 Apr. 2025	Joined the Company General Manager of Kisoji Nagoya Sales Division of the Company Executive Officer, General Manager of Kisoji Tokyo Sales Division No. 2 of the Company Director, Deputy General Manager of Sales Headquarters, General Manager of Chubu Headquarters and General Manager of Kisoji Nagoya Sales Division of the Company Director, General Manager of Sales General Headquarters and General Manager of Kisoji Sales Headquarters of the Company (current position)		800
Reasons for nomination as a candidate for Director Masaaki Nakane has served in various positions responsible for Kisoji Sales Divisions. He has been serving as an Executive Officer since 2020 and has extensive experience and broad insight. The Company has determined that he is an appropriate person to strongly promote the further improvement of the Company's corporate value, therefore nominated him again as a candidate for Director.					

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (significant concurrent positions)		Number of the Company's shares held
5	Akinari Nakagawa (June 20, 1965) New election	Apr. 1989 Jan. 1994 Apr. 2002 Jan. 2005 Apr. 2014 Jun. 2021 Jun. 2025	Joined Osaka Gas Co., Ltd. Seconded to KINREI CORPORATION General Manager of Restaurant Business Division of KINREI CORPORATION CEO of Restaurant Business Company of KINREI CORPORATION Representative Director and President of KR Food Service Corporation Representative Director and President of j-Group Holdings Corp. Joined the Company	-
6	Tsuneyoshi Matsui (April 3, 1951) Reelection Outside	Apr. 1974 Jun. 2006 Jun. 2008 Jun. 2010 May 2015 Jun. 2015 Jul. 2016 Aug. 2018 Nov. 2024	Joined Toho Gas., Co., Ltd. Executive Officer of Toho Gas., Co., Ltd. and President and Representative Director of Toho Gas Living, Co., Ltd. Managing Executive Officer of Toho Gas., Co., Ltd. Senior Executive Officer of Toho Gas., Co., Ltd. Chairman and Representative Director of Toho Gas Living, Co., Ltd. Outside Director of the Company (current position) Representative Director of MA Kikaku K.K. (current position) Full-Time Auditor of stmn.inc. Outside Director of Central Japan Innovation Capital Inc. (current position)	3,000

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (significant concurrent positions)		Number of the Company's shares held
7	Kuniaki Ito (June 22, 1951) Reelection Outside	Apr. 1974	Joined The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)	1,000
		Mar. 1995	Deputy General Manager of Sales Division No. 10 of The Industrial Bank of Japan, Limited (currently Mizuho Bank, Ltd.)	
		Aug. 1995	President and Representative Director of MEIKI SHOKAI K.K. (current position)	
		Feb. 1998	President and Representative Director of Lamitec K.K. (current position)	
		Apr. 2005	President and Representative Director of MEIKI K.K. (current position)	
		Jun. 2015	Outside Director of the Company (current position)	
		Reasons for nomination as a candidate for Outside Director and an outline of expected roles Kuniaki Ito joined The Industrial Bank of Japan, Limited, then served as President and Representative Director of MEIKI SHOKAI K.K., President and Representative Director of Lamitec K.K., and President and Representative Director of MEIKI K.K. He has made outstanding achievements in corporate management. The Company has determined that he will be able to utilize his extensive experience and broad insight in the Company's management decision-making, therefore nominated him again as a candidate for Outside Director.		

(Notes)

1. There is no special conflict of interests between each candidate and the Company.
2. Tsuneyoshi Matsui and Kuniaki Ito are candidates for Outside Director.
3. Tsuneyoshi Matsui and Kuniaki Ito are currently Outside Directors of the Company, and their terms of office as Outside Directors will have been ten (10) years at the conclusion of this general meeting of shareholders.
4. The Company has registered Tsuneyoshi Matsui and Kuniaki Ito as independent officers as stipulated under the rules of the Tokyo Stock Exchange and Nagoya Stock Exchange with the said exchanges.
5. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Tsuneyoshi Matsui and Kuniaki Ito limiting their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the Minimum Liability Amount stipulated in Article 425, paragraph (1) of the Companies Act. The Company intends to continue these agreements if their reelections are approved.
6. The Company has concluded a liability insurance contract for officers, etc. stipulated under Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insurance contract will cover damages that may be incurred by the insured due to claims being filed in connection with liabilities for execution of duties or pursuit of such liabilities. Each of the candidates will be included in the insured of the insurance contract. The Company plans to renew the insurance contract with the same coverage upon the next renewal.

Proposal No. 3: Election of Three (3) Directors Who Are Audit and Supervisory Committee Members

The term of office of all three (3) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this general meeting of shareholders.

Accordingly, based on the decision of the Board of Directors upon the recommendation of the voluntary Nominating and Compensation Advisory Committee, the Company proposes the election of three (3) Directors who are Audit and Supervisory Committee Members.

For this proposal, the approval of the Audit and Supervisory Committee has been obtained.

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

Candidate No.	Name	Positions and responsibilities at the Company
1	Yoko Niimi	General Manager of Compliance Committee (New election)
2	Toyoko Kumada	Outside Director Reelection Outside
3	Yoshinori Hirano	Outside Director Reelection Outside

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities at the Company (significant concurrent positions)			Number of the Company's shares held		
1	Yoko Niimi (June 16, 1960) (New election)	Sep. 1989	Joined the Company	1,265			
		Mar. 2001	Manager of Human Resources Development Division of the Company				
Reasons for nomination as a candidate for Director who is Audit and Supervisory Committee Member							
2	Toyoko Kumada (November 27, 1955) Reelection Outside	Apr. 1985	Registered as Attorney-at-Law Joined Nankan Law Firm (currently Nankan Kitagawa Kimura)	1,236			
		Apr. 1996	Partner at KUMADA LAW-OFFICE (current position)				
Reasons for nomination as a candidate for Outside Director who is Audit and Supervisory Committee Member and an outline of expected roles							
Although Toyoko Kumada does not have direct experience in corporate management, she has made outstanding achievements as a lawyer and has high-level of insight. The Company has determined that she will be able to adequately execute her duties, and therefore nominated her again as a candidate for Outside Director who is Audit and Supervisory Committee Member.							
3	Yoshinori Hirano (February 2, 1952) Reelection Outside	Nov. 1976	Joined Marunouchi & Co. (currently Deloitte Touche Tohmatsu LLC)	-			
		Mar. 1982	Registered as a Certified Public Accountant				
Reasons for nomination as a candidate for Outside Director who is Audit and Supervisory Committee Member and an outline of expected roles							
Although Yoshinori Hirano does not have direct experience in corporate management, he has made outstanding achievements as a certified public accountant and has high-level of insight. The Company has determined that he will be able to adequately execute his duties, and therefore nominated him again as a candidate for Outside Director who is Audit and Supervisory Committee Member.							

(Notes) 1. There is no special conflict of interests between each candidate and the Company.
 2. Toyoko Kumada and Yoshinori Hirano are candidates for Outside Directors.

3. Toyoko Kumada and Yoshinori Hirano are currently Outside Directors of the Company, and their terms of office as Outside Directors will have been two (2) years for Toyoko Kumada and two (2) years for Yoshinori Hirano at the conclusion of this general meeting of shareholders.
4. The Company has registered Toyoko Kumada and Yoshinori Hirano as independent officers as stipulated under the rules of the Tokyo Stock Exchange and Nagoya Stock Exchange with the said exchanges.
5. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Toyoko Kumada and Yoshinori Hirano limiting their liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under these agreements is the Minimum Liability Amount stipulated in Article 425, paragraph (1) of the Companies Act. The Company intends to continue these agreements if their elections are approved.
6. The Company has concluded a liability insurance contract for officers, etc. stipulated under Article 430-3, paragraph (1) of the Companies Act with an insurance company. The insurance contract will cover damages that may be incurred by the insured due to claims being filed in connection with liabilities for execution of duties or pursuit of such liabilities. Each of the candidates will be included in the insured of the insurance contract. The Company plans to renew the insurance contract with the same coverage upon the next renewal.

[Reference] If the Proposals No. 2 and No. 3 are approved and adopted, the Skill Matrix will be as follows:

Title	Name	Corpo- rate	Restau- rant	Sales	Legal	Finance	HR	Compli- ance
Chairman and Representative Director	Motoyuki Yoshie	•	•	•		•	•	•
Managing Director	Toshiaki Matsuoka	•	•	•			•	•
Managing Director	Hiroshi Ohashi	•	•		•	•		•
Director	Masaaki Nakane		•	•				•
Director	Akinari Nakagawa	•	•	•		•	•	•
Director	Tsuneyoshi Matsui	•		•				•
Director	Kuniaki Ito	•		•		•		•
Director (Full-Time Audit and Supervisory Committee Member)	Yoko Niimi		•		•		•	•
Director (Audit and Supervisory Committee Member)	Toyoko Kumada				•		•	•
Director (Audit and Supervisory Committee Member)	Yoshinori Hirano	•			•	•		•

Corporate: Corporate Management

Restaurant: Restaurant Industry

Sales: Sales, Marketing

Legal: Legal Affairs

Finance: Finance, Accounting, IT

HR: Human Resources Management, Human Resources Development

Compliance: Compliance, Risk management