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Securities code: 2938
September 10, 2026
(Commencement date of electronic provision of documents: September 4, 2026)

To Shareholders with Voting Rights:

Koichi Okamura
President and Chief Executive Officer
OKAMURA FOODS CO., LTD.
1-6-11 Yaeda, Aomori-shi, Aomori, Japan

NOTICE OF THE 56TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

We hereby inform you that the 56th Annual General Meeting of Shareholders of OKAMURA FOODS CO., LTD. (the "Company") will be held as described below.

In convening this General Meeting of Shareholders, the information contained in the Reference Documents, etc., for this General Meeting of Shareholders (matters subject to electronic provision) is provided electronically and posted on the following websites. You are kindly requested to access any of these websites and check the information.

The Company's website	https://www.okamurashokuhin.co.jp/en/

In addition to the above, the information is also posted on the following website.

Tokyo Stock Exchange (TSE) website	https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show

To review the information, please access the TSE website above, enter and search for the Company's name or its securities code, and select "Basic information" and "Documents for public inspection/PR information" in that order.

If you are not attending the meeting, you can exercise your voting rights in writing (by mail) or by electromagnetic means (via the Internet). Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. on Friday, September 25, 2026, Japan time.

1. **Date and Time:** Monday, September 28, 2026 at 10:30 a.m. Japan time
(Reception starts at 9:30 a.m.)

2. **Place:** Banquet Kujyaku, 3rd Floor, Hotel Aomori
1-1-23 Tsutsumi-machi, Aomori-shi, Aomori, Japan

3. **Meeting Agenda:**

Matters to be reported:
1. The Business Report, Consolidated Financial Statements and results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements for the Company's 56th Fiscal Year (July 1, 2025 - June 30, 2026)
2. Non-consolidated Financial Statements for the Company's 56th Fiscal Year (July 1, 2025 - June 30, 2026)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Three (3) Directors (Excluding Directors Serving as Audit & Supervisory Committee Member)

Proposal 3: Election of Two (2) Directors Serving as Audit & Supervisory Committee Member

4. **Rules for This General Meeting of Shareholders:**
If you do not indicate your vote for or against each of the proposals, that shall be deemed a vote for the proposal.

◎If there are any changes to the matters subject to electronic provision, the revised information will be posted on each website that posts the matters subject to electronic provision.

Note: If you attend the meeting, please submit the Voting Rights Exercise Form at the reception desk.

◎Please note that no souvenirs will be provided to shareholders attending the meeting.

◎Following the meeting, we extend a warm invitation to all shareholders to join us for a reception.
We highly appreciate your presence and look forward to your attendance.

Reference Documents for the General Meeting of Shareholders

Proposal 1 Appropriation of Surplus

With regard to the appropriation of surplus, the Company maintains a basic policy of paying dividends in line with its business performance, while securing internal reserves required for future business development and strengthened business foundations and considering the continuity and stability of dividends.

Therefore, the Company proposes a year-end dividend for the fiscal year under review as follows.

1 Type of dividend property

Cash

2 Matters concerning the allotment of dividend property to shareholders and the total amount

¥4 per share of common stock of the Company

Total amount: ¥201,241,040

3 Effective date of dividends

September 29, 2026

Proposal 2 Election of Three (3) Directors (Excluding Directors Serving as Audit & Supervisory Committee Member)

The terms of office of all three (3) Directors (excluding Directors serving as Audit & Supervisory Committee Member) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of three (3) Directors (excluding Directors serving as Audit & Supervisory Committee Member).

The candidates for Director (excluding Directors serving as Audit & Supervisory Committee Member) are as follows.

(Reference) List of Candidates

No.			Name	Current positions at the Company	Attendance at the Board of Directors meetings
1	Reappointment	Male	Koichi Okamura	President and Chief Executive Officer	17/17 meetings
2	Reappointment	Male	Soki Hayama	Director and Chief Operating Officer	11/11 meetings
3	Reappointment	Male	Kota Taniguchi	Director and Chief Financial Officer	11/11 meetings

(Reference) Skills Matrix

	Primary expertise and backgrounds (knowledge and experience expected from Directors)							
	Corporate Management	Inter-national Experience	Marketing & Sales	Manufacturing & Quality Assurance	Finance & Accounting	Human Resources & Labor Management	Legal Affairs & Compliance	Internal Control & Corporate Governance
Koichi Okamura	○	○	○	○				
Soki Hayama	○	○	○	○				
Kota Taniguchi	○				○	○	○	○
Akira Abe	○		○		○			
Fumiyuki Ito						○	○	○
Takeshi Hamada			○	○			○	
Kimiko Koshida	○	○			○			○
Kaeko Gondo	○	○	○		○			

No. 1

Koichi Okamura

Reappointment

Male

Date of birth
February 11, 1961



Number of shares of the Company held
27,279,988

Attendance at the Board of Directors meetings
17/17 meetings

Period served as Director
37 years and 6 months
(At the conclusion of this General Meeting of Shareholders)

■Career summary, positions, responsibilities, and significant concurrent positions

Apr. 1985	Joined Nabelin CO., LTD.
Apr. 1987	Joined the Company
Mar. 1989	Director of the Company
Oct. 1999	President and Chief Executive Officer of the Company (to present)
Sep. 2021	Director, Chairperson of Japan Salmon Farm Inc. (to present)
Mar. 2023	Independent Director of Sukayu Onsen Co., Ltd. (to present)

Reason for nomination as candidate for Director

As President and Chief Executive Officer of the Company, Mr. Okamura has provided leadership in steering the Company's management over the years, thus making noteworthy contributions to enhancing corporate value. We have renominated him as a candidate for Director due to his extensive experience and discerning insight into all management aspects, which are essential for managing the Company and its group companies.

No. 2

Soki Hayama

Reappointment

Male

Date of birth
June 28, 1986



Number of shares of the Company held
77,704

Attendance at the Board of Directors meetings
11/11 meetings

Period served as Director
1 year
(At the conclusion of this General Meeting of Shareholders)

■Career summary, positions, responsibilities, and significant concurrent positions

Apr. 2009	Joined JALUX CO., LTD.
Jan. 2013	Joined Shimizu Foodstuffs Co., Ltd.
Apr. 2014	Joined Okamura Trading CO., LTD. (currently the Company)
Jan. 2021	Executive Officer and Head of Tokyo Business Division of the Company
Aug. 2024	Executive Officer, COO, Head of Tokyo Business Division of the Company
Jul. 2025	Executive Officer, COO, Head of Tokyo Business Division, Head of Aomori Business Division of the Company
Sep. 2025	Director and COO, Head of Tokyo Business Division, Head of Aomori Business Division of the Company
Aug. 2026	Director and COO, Head of Aomori Business Division of the Company (to present)

Reason for nomination as candidate for Director

Mr. Hayama has been involved in food processing and sales at the Company. He has been responsible for all aspects of the business as Executive Officer since 2021 and currently as Director and Chief Operating Officer (COO). Based on his experience and expertise in these businesses, he is promoting business expansion by establishing the Company's first business base in Europe in April 2026. We have nominated him as a candidate for Director with the expectation that he will continue to drive the growth of the business as a whole as Director and COO.

No. 3

Kota Taniguchi

Date of birth
October 26, 1977

Reappointment

Male



Number of shares of the Company held
61,892

Attendance at the Board of Directors meetings
11/11 meetings

Period served as Director
1 year
(At the conclusion of this General Meeting of Shareholders)

■Career summary, positions, responsibilities, and significant concurrent positions

Dec. 2004	Joined Tohmatsu Limited Liability Audit Corporation
Dec. 2017	Joined Nine Sigma Holdings Co., Ltd., CFO
Mar. 2019	Director CFO of Nine Sigma Holdings Co., Ltd.
May 2020	Joined the Company, Director of Corporate Planning
Aug. 2024	Executive Officer, Head of Administration Division of the Company
Sep. 2025	Director and Chief Financial Officer, Head of Administration Division of the Company (to present)

Reason for nomination as candidate for Director

Mr. Taniguchi effectively utilizes his extensive experience and expertise gained as a certified public accountant and at other business companies to skillfully oversee the Company's management division as a whole as Executive Officer, Head of Administration Division since 2024 and currently as Director and Chief Financial Officer (CFO). We have nominated him as a candidate for Director with the expectation that he will continue to drive the growth of the management division as a whole as Director and CFO.

Notes:
1. The number of shares of the Company held by Mr. Okamura includes the shares held by his asset management company, OKAMURA CO., LTD.
2. Mr. Okamura qualifies as a parent company, etc., as outlined in Article 2, item (iv)-2 of the Companies Act.
3. There are no special interests between each candidate and the Company.
4. The Company has concluded an indemnity agreement with all Directors as stipulated in Article 430-2, paragraph (1) of the Companies Act. Under this agreement, the Company undertakes to indemnify Directors for the expenses outlined in item (i) and the losses detailed in item (ii) of the above paragraph within the limits allowed by law. If this proposal is approved as originally proposed, the Company will maintain this indemnity agreement with each of them.
5. The Company has concluded a directors and officers' liability insurance contract with an insurance company, with all Directors as the insured, as outlined in Article 430-3, paragraph (1) of the Companies Act. The insurance covers any damages that may result from insured persons being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. If each candidate is appointed Director, they will be insured under said insurance contract. The said insurance contract will be renewed in December 2026.

Proposal 3 Election of Two (2) Directors Serving as Audit & Supervisory Committee Member

The term of office of Mr. Takeshi Hamada, Director serving as Audit & Supervisory Committee Member, will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the Company proposes the election of two (2) Directors serving as Audit & Supervisory Committee Member.

The Audit & Supervisory Committee has given its consent to this proposal.

The candidates for Director serving as Audit & Supervisory Committee Member are as follows:

(Reference) List of Candidates

No.			Name	Current positions at the Company	Attendance at the Board of Directors meetings	Attendance at the Audit & Supervisory Committee meetings
1	Reappointment	Male	Takeshi Hamada	Audit & Supervisory Committee Member	17/17 meetings	13/13 meetings
2	New appointment	Female	Kaeko Gondo	-	-/- meetings	-/- meetings

No. 1

Takeshi Hamada

Reappointment

Outside

Independent

Male

Date of birth
March 13, 1969



Number of shares of the Company held
0

Attendance at the Board of Directors meetings
17/17 meetings

Attendance at the Audit & Supervisory Committee meetings
13/13 meetings

Period served as Director
3 years and 6 months
(At the conclusion of this General Meeting of Shareholders)

■Career summary, positions, responsibilities, and significant concurrent positions

(Education)

Mar. 1999 Doctor of Fisheries Science, Graduate School of Fisheries Science, Hokkaido University

(Career)

Apr. 1998 Research Fellowship for Young Scientists of Japan Society for the Promotion of Science

Apr. 2000 Research Fellowship of Japan Fisheries Research and Education Agency

May 2002 Assistant of Tokyo University of Marine Science and Technology Faculty of Fisheries

Oct. 2006 Assistant Professor (subsequently Associate Professor) of Tokyo University of Marine Science and Technology Faculty of Fisheries

Apr. 2016 Professor of Hokkai-Gakuen University Faculty of Economics (to present)

Jun. 2018 Independent Director of Marusui Sapporo Chuousuisan Co., Ltd.

Oct. 2021 Independent Director of Marusui Holdings Co., Ltd. (to present)

Apr. 2022 Manager of Center for Development Policy Studies at Hokkai-Gakuen University

Apr. 2023 Audit & Supervisory Committee Member of the Company (to present)

(Awards)

May 2001 Encouragement Award of Japanese Society of Fisheries Engineering

May 2011 Encouragement Award of Japanese Society of Fisheries Economics

May 2013 Achievement Award of Japanese Society of Fisheries Economics

Oct. 2013	Academic Award of Japanese Society for Co-operative Studies
Oct. 2016	Academic Award of Japanese Society for Co-operative Studies (joint research)
Apr. 2017	Best Award of Japan Fisheries Journalists' Association
July 2017	8th Shizuo Tsuji Food Culture Award of Shizuo Tsuji Gastronomy Foundation

Reason for nomination as candidate for Outside Director and overview of expected roles

Mr. Hamada specializes in fisheries policy and economics with over 30 years of experience in research and study within the field. Throughout his career, he has been involved in various councils related to fisheries and has authored numerous books on the topic. As an Audit & Supervisory Committee Member of the Company, he has provided valuable advice and guidance from an objective standpoint, drawing from his extensive understanding of the business environment surrounding the Company and its group companies. His continued presence will enhance the provision of insightful counsel on the Company's management; therefore, his reappointment is respectfully requested. Although he has not been involved in corporate management other than as an Outside Director, the Company believes that he is capable of appropriately performing his duties as an Outside Director for the reasons stated above.

No. 2

New appointment

Outside

Independent

Female

Kaeko Gondo

Date of birth
December 5, 1968



Number of shares of the Company held
0

Attendance at the Board of Directors meetings
-/- meetings

Attendance at the Audit & Supervisory Committee meetings
-/- meetings

Period served as Director
-
(At the conclusion of this General Meeting of Shareholders)

■Career summary, positions, responsibilities, and significant concurrent positions

Apr. 1991	Joined the Mitsubishi Bank, Ltd. (currently MUFG Bank, Ltd.)
Jul. 1999	Joined BVLGARI Japan, Inc.
Feb. 2002	Joined Christofle Japan, Inc.
Dec. 2002	Head of President Office of LVMH Fashion Group Japan, Inc. (currently LVJ Group, Inc.)
May 2006	President and CEO of Emilio Pucci Company of LVJ Group, Inc.
Nov. 2013	Representative Director and President of Sonoko Co., Ltd.
Apr. 2018	President and Representative Director of GRAPHIC PACKAGING INTERNATIONAL JAPAN LTD.
Jun. 2022	Outside Director of RISO KAGAKU CORPORATION (to present)
Oct. 2023	Outside Director of HOTEL LOTTE Co., Ltd. (to present)
Mar. 2026	Director of Kizahashi Foundation (to present)

Reason for nomination as candidate for Outside Director and overview of expected roles

Ms. Gondo has abundant experience and extensive knowledge as a corporate manager and outside director in various global companies. We have nominated her as a candidate for Outside Director as we believe that she can utilize her experience and knowledge in the Company's management and fulfill the appropriate role to ensure the appropriateness and fairness of decision-making.

Notes:
1. There are no special interests between each candidate and the Company.
2. Mr. Hamada and Ms. Gondo are candidates for Outside Director. Furthermore, they are also candidates for Independent Officer as stipulated in the regulations of Tokyo Stock Exchange, Inc.
3. At the conclusion of this General Meeting of Shareholders, Mr. Hamada will have served as an Outside Director serving as an Audit & Supervisory Committee Member of the Company for three years and six months.
4. Based on Article 427, paragraph (1) of the Companies Act and the Articles of Incorporation, the Company has concluded an agreement with Mr. Hamada and Ms. Gondo to limit their liability within the minimum liability amount as stipulated in Article 425, paragraph (1) of the same Act. If this proposal is approved as originally proposed, the Company will conclude or maintain the same agreement.
5. The Company has concluded an indemnity agreement with Mr. Hamada and Ms. Gondo as stipulated in Article 430-2, paragraph (1) of the Companies Act. Under this agreement, the Company undertakes to indemnify Directors for the expenses outlined in Item (i) and the losses detailed in Item (ii) of the above paragraph within the limits allowed by law. If this proposal is approved as originally proposed, the Company will conclude or maintain this indemnity agreement.
6. The Company has concluded a directors and officers liability insurance contract with an insurance company, with all Directors as the insured, as outlined in Article 430-3, paragraph

(1) of the Companies Act. The insurance covers any damages that may result from insured persons being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. If each candidate is appointed Director, they will be insured under said insurance contract. The said insurance contract will be renewed in December 2026.