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(Stock Exchange Code 9367)

June 10, 2024

(Date of commencement of electronic provision: June 5, 2024)

**To Shareholders with Voting Rights:**

Yoshisada Sone  
President and Representative Director  
DAITO KOUN CO., LTD.  
4-6-8 Shibaura, Minato-ku, Tokyo, Japan

**NOTICE OF CONVOCATION OF  
THE 75th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We would like to express our deepest condolences concerning those who lost their lives in the Noto Peninsula Earthquake in January this year, and our heartfelt sympathies to all those affected by the disaster. We pray for the earliest possible recovery of the affected areas.

You are cordially notified that the 75th Annual General Meeting of Shareholders of DAITO KOUN CO., LTD. (the “Company”) will be held for the purposes as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision of materials for the General Meeting of Shareholders and posted the matters to be provided electronically on the website indicated below.

The Company’s website <https://www.daito-koun.co.jp/ir/library/> (in Japanese)

In addition to the above, the materials are also posted on the website indicated below.

Please access the Tokyo Stock Exchange website indicated below, enter “Daito Koun” in the “Issue name (company name)” field or the Company’s securities code “9367” in the “Code” field and click “Search,” select “Basic information,” then “Documents for public inspection/PR information,” and click “Click here for access” below “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting” to review the materials.

Tokyo Stock Exchange website (TSE Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

**If you are unable to attend the meeting, please exercise your voting rights by mailing us the enclosed Voting Rights Exercise Form or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders included in the matters to be provided electronically and exercise your voting rights by 5:15 p.m. on Wednesday, June 26, 2024, Japan time.**

- 1. Date and Time:** Thursday, June 27, 2024 at 10:00 a.m. Japan time
- 2. Place:** Room B and C, 2<sup>nd</sup> floor, BELLESALLE Mita Garden at Sumitomo Fudosan Tokyo Mita Garden Tower located at 3-5-19 Mita, Minato-ku, Tokyo, Japan

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 75th Fiscal Year (April 1, 2023 - March 31, 2024) and report on results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
  2. Non-consolidated Financial Statements for the Company's 75th Fiscal Year (April 1, 2023 - March 31, 2024)

**Proposals to be resolved:**

- Proposal 1:** Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 2:** Election of Three Directors Who Are Audit and Supervisory Committee Members
- Proposal 3:** Election of One Substitute Director Who Is an Audit and Supervisory Committee Member

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- ◎ When attending the meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk at the venue. Additionally, please bring this Notice with you in order to conserve resources.
  - ◎ Should the matters to be provided electronically require revisions, the revised versions will be posted on the websites on which such matters are posted.
  - ◎ Of the matters to be provided electronically, "Notes to the Consolidated Financial Statements" and "Notes to the Non-consolidated Financial Statements" are, in accordance with laws and ordinances, and Article 14 of the Articles of Incorporation of the Company, only posted on the Company's website and the Tokyo Stock Exchange website indicated above and are therefore not included in this notice of convocation. Accordingly, the documents included in this notice of convocation are part of the documents which have been audited by the Accounting Auditor and the Audit and Supervisory Committee in the preparation of their respective audit reports.
  - ◎ The system for electronic provision of information contained in the reference documents for the general meeting of shareholders started in line with the enforcement of the amended Companies Act on September 1, 2022. Regardless of the amendments to the law, the Company has sent the paper-based materials for the General Meeting of Shareholders of the Company pertaining to this General Meeting of Shareholders as before.

## Reference Documents for the General Meeting of Shareholders

### Proposals and References

**Proposal 1:** Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all six Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this proposal) will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes the election of six Directors (excluding Directors who are Audit and Supervisory Committee Members).

The candidates for Directors are as follows:

No.	Name	Gender	Current positions at the Company	Attendance at the Board of Directors meetings
1	Yoshisada Sone [Reappointment]	Male	President and Representative Director	10 out of 12 meetings (84%)
2	Tetsuji Ogino [Reappointment]	Male	Vice President and Representative Director	12 out of 12 meetings (100%)
3	Tadashi Kusakabe [Reappointment]	Male	Senior Managing Director	12 out of 12 meetings (100%)
4	Noboru Igushi [Reappointment]	Male	Managing Director	12 out of 12 meetings (100%)
5	Atsuko Okajima [Reappointment] [Outside] [Independent]	Female	Outside Director	12 out of 12 meetings (100%)
6	Yoshiki Masuta [Reappointment] [Outside]	Male	Outside Director	10 out of 10 meetings (100%)

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	 Yoshisada Sone (October 4, 1959) [Reappointment]	April 1982    Joined the Company June 1994    Director April 1997    Managing Director June 1998    Vice President and Representative Director June 1999    President and Representative Director June 2009    President and Representative Director in charge of Internal Audit Office December 2010    President and Representative Director in charge of Customs Clearance Administration & Management Office and Legal Audit Office June 2012    President and Representative Director, Internal Audit Office, Legal Audit Office, and Customs Clearance Administration & Management Office June 2015    President and Representative Director, Customs Clearance Administration & Management Office June 2021    President and Representative Director To the present	330,397
		Reason for nomination as candidate for Director Mr. Yoshisada Sone has served as the Company's President and Representative Director since 1999 and has a track record of leading the entire Group and abundant experience and insight as a corporate manager. The Company proposes his continued election as Director representing the Group because we judged that he is qualified to promote the Group's management.	
		 Tetsuji Ogino (July 1, 1956) [Reappointment]	
Reason for nomination as candidate for Director While assisting the president, Mr. Tetsuji Ogino served as the person in charge of the Company's Administration Division and Customs Clearance Administration & Management Office, and has abundant experience, achievements and insights in business management and accounting and finance, as well as being familiar with customs clearance, which is the company's main business. The Company proposes his continued election as Director because we judged that he is qualified to decide the important matters of the Group's management.			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	 Tadashi Kusakabe (December 5, 1956)  [Reappointment]	<p>December 1975    Joined Daito Maritime Agency Co., Ltd.</p> <p>November 1986    Transferred to the Company</p> <p>April 2008        General Manager of Marketing Department II</p> <p>July 2010         Executive Officer in charge of Marketing Department I and General Manager of Marketing Department II</p> <p>June 2011         Executive Officer in charge of Marketing Department I, General Manager of Marketing Department II, and General Manager of Marketing Department III</p> <p>July 2012         Executive Officer in charge of Marketing Department I, Marketing Department II, Marketing Department III, and Marketing Department IV, and General Manager of Marketing Department III</p> <p>June 2013         Director, Marketing Department I, Marketing Department II, and Marketing Department III</p> <p>June 2015         Director, Marketing Division</p> <p>June 2016         Managing Director, Marketing Division</p> <p>June 2020         Senior Managing Director, Marketing Division</p> <p>June 2022         Senior Managing Director, Marketing Division, Osaka Branch, Kobe Sales Office, Fukuoka Sales Office To the present</p>	76,283
	Reason for nomination as candidate for Director	Mr. Tadashi Kusakabe has a wealth of experience and insight in corporate management and the Marketing Division, and boasts strong leadership and a unifying force in leading the organization. The Company proposes his continued election as Director because we judged that he is qualified to strengthen the Company's sales capabilities.	
	4	 Noboru Igushi (October 30, 1967)  [Reappointment]	
Reason for nomination as candidate for Director	Based on Mr. Noboru Igushi's many years of experience in the Administration Division and Operations Department, it was judged that he is suitable for opening dialogue with sites utilizing his knowledge of the core system and proposing and executing an efficient mechanism in response to the request, with a view to management through figures. Therefore, the Company proposes his continued election as Director.		

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5		<p>April 1977      Joined the Ministry of Agriculture, Forestry and Fisheries</p> <p>July 2003      Deputy Director-General of Ministry of Agriculture, Forestry and Fisheries (Food Safety and Consumer Affairs Bureau)</p> <p>July 2004      Deputy Director-General of Ministry of Health, Labour and Welfare (Safety and Consumer Affairs Bureau)</p> <p>July 2006      Vice Governor of Saitama prefecture</p> <p>July 2009      Director-General of Gender Equality Bureau of Cabinet Office (until September 2012)</p> <p>April 2013      Member of the Information Disclosure and Personal Information Protection Review Board of Cabinet Office (retired in March 2019)</p> <p>June 2020      Outside Auditor of House Foods Group Inc.</p> <p>July 2020      Part-time Adviser of KYOKUYO CO., LTD.</p> <p>June 2021      Director of the Company</p> <p>                    Outside Director (Audit &amp; Supervisory Committee Member) of House Foods Group Inc.</p> <p>                    To the present</p> <p>[Significant concurrent positions]</p> <p>                    Outside Director (Audit &amp; Supervisory Committee Member) of House Foods Group Inc.</p> <p>                    Part-time Adviser of KYOKUYO CO., LTD.</p>	1,000
	<p>Atsuko Okajima (October 15, 1954)</p> <p>[Reappointment] [Outside] [Independent]</p>		
	<p>Reason for nomination as candidate for Outside Director and expected roles</p>	<p>Ms. Atsuko Okajima is a candidate for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Regulation for Enforcement of the Companies Act. She is expected to give appropriate advice and supervision regarding management decisions and risk management by utilizing her wealth of experience and knowledge about food as well as the wide range of experience and insight in policy management that she has cultivated through serving in the positions of the Ministry of Agriculture, Forestry and Fisheries; Ministry of Health, Labour and Welfare; Vice Governor of Saitama prefecture; Director-General of Gender Equality Bureau of Cabinet Office; and a member of the Information Disclosure and Personal Information Protection Review Board of Cabinet Office.</p> <p>Additionally, the Company expects that she will serve as a Nomination Committee member (nominating directors, etc.), a voluntary committee, to play an important role such as supervising the management team. Therefore, the Company proposes her continued election as Outside Director.</p>	

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	 Yoshiaki Masuta (December 8, 1962) [Reappointment] [Outside]	April 1986 April 2010 April 2015 April 2016 April 2017 June 2017 June 2019 June 2020 June 2022 June 2023 To the present [Significant concurrent positions] Executive Managing Director of KOBELCO LOGISTICS, LTD.	—
	Reason for nomination as candidate for Outside Director and expected roles	Mr. Yoshiaki Masuta is a candidate for Outside Director as stipulated in Article 2, Paragraph 3, Item 7 of the Regulation for Enforcement of the Companies Act. He has abundant experience and insight in management at Kobe Steel, Ltd. and KOBELCO LOGISTICS, LTD., which is a business partner of the Company. The Company expects him to provide effective and appropriate advice and supervision in ensuring the validity and compliance of our management judgment and management supervision, etc. In addition, based on his own knowledge, the Company expects him to fulfill important duties such as promoting the sustainable growth of the Company and giving advice to improve corporate value over the medium to long term. Therefore, the Company proposes his continued election as Outside Director.	

(Notes)

- Ms. Atsuko Okajima and Mr. Yoshiaki Masuta are candidates for Outside Directors. The Company has registered Ms. Atsuko Okajima as Independent Director with the Tokyo Stock Exchange in accordance with its regulations. If her reelection is approved, the Company will continue to register her as Independent Director with the Tokyo Stock Exchange.
- The Company has entered into agreements with Ms. Atsuko Okajima and Mr. Yoshiaki Masuta in accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act to limit their liability for damages pursuant to Article 423, Paragraph 1 of the same Act. If their reelection is approved, the Company will continue said liability limitation agreements with them.
- The Company has concluded a directors and officers liability insurance contract with an insurance company, and each candidate is insured under the policy. Please refer to page 26 of the Business Report (Japanese version) for outline of the insurance contract. The Company plans to renew the insurance contract with the same contents at the time of the next renewal.
- A candidate for Director, Mr. Yoshiaki Masuta, is concurrently serving as Executive Managing Director of KOBELCO

LOGISTICS, LTD.

There is a business relationship between KOBELCO LOGISTICS, LTD. and the Company regarding revenue such as shipping charges, premises work fees, and payment of office rent.

5. The term of office of Ms. Atsuko Okajima as the Company's Outside Director will be three years as of the conclusion of this Annual General Meeting of Shareholders.
6. The term of office of Mr. Yoshiki Masuta as the Company's Outside Director will be one year as of the conclusion of this Annual General Meeting of Shareholders.
7. There are no special interests between other candidates for Directors and the Company.

In addition to the above, there are no special matters to be stated in the proposal for the election of Directors as stipulated in Article 74 of the Regulation for Enforcement of the Companies Act.

**Proposal 2:** Election of Three Directors Who Are Audit and Supervisory Committee Members

The terms of office of all three Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the Company proposes the election of three Directors who are Audit and Supervisory Committee Members, with the consent of the Audit and Supervisory Committee.

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

No.	Name	Gender	Current positions at the Company	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Hisao Kitada [Reappointment]	Male	Director Chairman of the Audit and Supervisory Committee	12 out of 12 meetings (100%)	14 out of 14 meetings (100%)
2	Eijiro Kamata [Reappointment] [Independent] [Outside]	Male	Outside Director Audit and Supervisory Committee Member	12 out of 12 meetings (100%)	14 out of 14 meetings (100%)
3	Ryuta Matsuda [Reappointment] [Independent] [Outside]	Male	Outside Director Audit and Supervisory Committee Member	12 out of 12 meetings (100%)	14 out of 14 meetings (100%)

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	 Hisao Kitada (January 7, 1956) [Reappointment]	June 1990      Joined the Company April 2003    General Manager of Port Transport Department April 2006    General Manager in charge of Development Department December 2006 General Manager of Marketing Department I July 2010     Executive Officer in charge of Marketing Department VI and Marketing Department VII and General Manager of Marketing Department V June 2013     Director, Marketing Department IV and Marketing Department V June 2015     Director, Operations Division, Yokohama Branch, Kawasaki Branch, and Keiyo Branch June 2018     Managing Director, Operations Division, Yokohama Branch, Kawasaki Branch, and Keiyo Branch June 2019     Managing Director, Operations Division and Branch Division June 2022     Director who is an Audit and Supervisory Committee Member Chairman of the Audit and Supervisory Committee To the present	19,000
	Reason for nomination as candidate for Director	Since joining the Company, Mr. Hisao Kitada has abundant experience and insight, having served in the Operations Division, the Marketing Division, and the Branch Division over many years. The Company proposes his continued election as Director who is an Audit and Supervisory Committee Member because we judged that he is qualified to contribute to securing the soundness of the Company by ensuring the legality of business execution and maintaining close communication with the Internal Audit Office capitalizing on his wealth of experience.	

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	 Eijiro Kamata (May 23, 1950)  [Reappointment] [Outside] [Independent]	April 1973    Joined The Dai-ichi Kangyo Bank, Limited (currently Mizuho Bank, Ltd.) April 1996    General Manager of Shinmatsudo Branch September 1999    Planning and Research Officer of Human Resources Office April 2002    General Manager of Minowa Ekimae Branch of Mizuho Bank, Ltd. August 2003    Transferred to Credit Management Services Co., Ltd., Managing Director and General Manager of General Administration Division April 2006    Executive Director of Mizuho Education Welfare Foundation May 2014    Retired from the Foundation June 2014    Corporate Auditor of the Company To the present May 2015    Outside Director of Maruzen Co., Ltd. (retired in May 2019) June 2022    Director who is an Audit and Supervisory Committee Member of the Company To the present	—
	Reason for nomination as candidate for Outside Director and expected roles	Mr. Eijiro Kamata has a wealth of knowledge in financial affairs, having served in the banking business for many years. He is highly independent and has served as the chairman of the voluntary Nomination Committee (nominating directors, etc.) and Remuneration Committee. The Company proposes his continued election as Outside Director who is an Audit and Supervising Committee Member because we expect him to contribute to further strengthen the Company's audit system.	
	3	 Ryuta Matsuda (May 26, 1972)  [Reappointment] [Outside] [Independent]	
	[Significant concurrent positions] Partner of ONO SOGO LEGAL PROFESSION CORPORATION		
	Reason for nomination as candidate for Outside Director and expected roles	Although Mr. Ryuta Matsuda has never been directly involved in corporate management, he has extensive knowledge of legal affairs as an attorney-at-law, and we expect him to proactively contribute to the Company's auditing operations objectively as a legal expert. Additionally, He has served as a member of the voluntary Nomination Committee (nominating directors, etc.). Therefore, the Company proposes his continued election as Outside Director who is an Audit and Supervising Committee Member because we judged that he is a necessary asset to enhance the corporate value of the Company.	

(Notes)

- The Company has a legal advisory agreement with ONO SOGO LEGAL PROFESSION CORPORATION, to which Mr. Ryuta Matsuda belongs. There is no special interest relationship between other candidates and the Company.
- Messrs. Eijiro Kamata and Ryuta Matsuda are candidates for Outside Directors.  
The Company has registered Messrs. Eijiro Kamata and Ryuta Matsuda as Independent Directors with the Tokyo Stock Exchange in accordance with its regulations. If their reelection is approved, the Company will continue to register them as Independent Directors with the Tokyo Stock Exchange.
- The Company has concluded a directors and officers liability insurance contract with an insurance company, and each

candidate is insured under the policy. Please refer to page 26 of the Business Report (Japanese version) for outline of the insurance contract. The Company plans to renew the insurance contract with the same contents at the time of the next renewal.

4. The term of office of Mr. Eijiro Kamata as Outside Director of the Company will be two years as of the conclusion of this Annual General Meeting of Shareholders.
5. The term of office of Mr. Ryutaro Matsuda as Outside Director of the Company will be two years as of the conclusion of this Annual General Meeting of Shareholders.

In addition to the above, there are no special matters to be stated in the proposal for the election of Directors who are Audit and Supervising Committee Members, as stipulated in Article 74-3 of the Regulation for Enforcement of the Companies Act.

(Reference) Proposal 1: Expertise and experience of the candidates for the Company's Directors (Skill Matrix)

No.	1	2	3	4	5	6
Name	Yoshisada Sone	Tetsuji Ogino	Tadashi Kusakabe	Noboru Igushi	Atsuko Okajima	Yoshiki Masuta
Position at the Company	President and Representative Director	Vice President and Representative Director	Senior Managing Director	Managing Director	Outside Director	Outside Director
Term of office	30	15	11	5	3	1
Corporate management	○	○	○	○		○
Marketing	○		○			
Finance and accounting		○		○		○
Legal affairs and risk management		○		○	○	○
Operation				○		
Knowledge of the industry	○				○	○
Knowledge of overseas		○	○			
Public administration and gender	○				○	
Nomination Committee (voluntary)		○	○	○	○	
Remuneration Committee (voluntary)		○	○	○	○	

(Reference) Proposal 2: Expertise and experience of the candidates for the Company's Directors who are Audit and Supervisory Committee Members (Skill Matrix)

No.	1	2	3
Name	Hisao Kitada	Eijiro Kamata	Ryuta Matsuda
Position at the Company	Director Chairman of the Audit and Supervisory Committee	Outside Director Audit and Supervisory Committee Member	Outside Director Audit and Supervisory Committee Member
Term of office	2	2	2
Corporate management	○	○	○
Marketing	○		
Finance and accounting		○	
Legal affairs and risk management			○
Operation	○		
Knowledge of the industry	○		
Knowledge of overseas			
Public administration and gender			
Nomination Committee (voluntary)	○	○	○
Remuneration Committee (voluntary)	○	○	

**Proposal 3:** Election of One Substitute Director Who Is an Audit and Supervisory Committee Member

The Company proposes the election of one substitute Director who is an Audit and Supervisory Committee Member to prepare in advance for a case where the number of Directors who are Audit and Supervisory Committee Members falls below the number stipulated by laws and ordinances, with the consent of the Audit and Supervisory Committee. The effectiveness of election pursuant to this proposal may be nullified by a resolution of the Board of Directors with the consent of the Audit and Supervisory Committee, but only prior to the candidate assuming office.

Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of shares of the Company held
 <p>Tomio Hanada (June 13, 1945)</p> <p>[Outside]</p>	<p>April 1964     Joined Sapporo Regional Taxation Bureau, Co-ordination Division of Management and Co-ordination Department</p> <p>July 1993     Director of Co-ordination Division of Kanagawa Tax Office</p> <p>July 1998     Deputy District Director of Hino Tax Office</p> <p>July 2003     Deputy District Director of Azabu Tax Office (in charge of Co-ordination, Public Relations, and Revenue Management and Collection)</p> <p>September 2004     Established Hanada Tomio Taxation Office</p> <p>January 2005     Corporate Tax Advisor of the Company</p> <p>March 2014     Outside Corporate Auditor of the Company (retired in June 2014)</p> <p>December 2018     Outside Corporate Auditor of the Company (retired in June 2019)</p> <p>To the present</p>	3,000
<p>Reason for nomination as candidate for Substitute Outside Director and expected roles</p>	<p>Although Mr. Tomio Hanada has never been directly involved in corporate management, he has professional expertise and experience as a certified tax accountant, and we expect him to accurately conduct the Company's auditing operations with his wealth of knowledge. The Company proposes his election as Substitute Outside Director who is an Audit and Supervising Committee Member because we judged that he is a necessary asset to enhance the corporate value of the Company.</p>	

(Notes)

1. There is no special interest relationship between Mr. Tomio Hanada and the Company.
2. Mr. Tomio Hanada is a candidate for Substitute Outside Director who is an Audit and Supervisory Committee Member.
3. If Mr. Tomio Hanada assumes the position of Outside Director who is an Audit and Supervising Committee Member, the Company will enter into agreement with him in accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act to limit his liability for damages pursuant to Article 423, Paragraph 1 of the same Act.
4. The Company has concluded a directors and officers liability insurance contract with an insurance company. Please refer to page 26 of the Business Report (Japanese version) for outline of the insurance contract. If Mr. Tomio Hanada assumes the position of Outside Director who is an Audit and Supervising Committee Member, he will be covered by the insurance contract.