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(Stock Exchange Code 3182)
June 3, 2021

To Shareholders with Voting Rights:

Kohey Takashima
Representative Director, CEO
Oisix ra daichi Inc.
1-11-2 Osaki, Shinagawa-ku, Tokyo, Japan

**NOTICE OF
THE 24th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby notify you of the 24th Annual General Meeting of Shareholders of Oisix ra daichi Inc. (the “Company”). The meeting will be held for the purposes as described below.

You can exercise your voting rights in writing or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 6:30 p.m. on Monday, June 21, 2021, Japan time.

- 1. Date and Time:** Tuesday, June 22, 2021 at 10:00 a.m. Japan time
(Doors scheduled to open at 9:30 a.m.)
- 2. Place:** Conference room at the Company’s head office located at
Gate City Osaki East 5F
1-11-2 Osaki, Shinagawa-ku, Tokyo, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report, Consolidated Financial Statements for the Company’s 24th Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 24th Fiscal Year (April 1, 2020 - March 31, 2021)**Proposals to be resolved:**
 - Proposal 1:** Partial Amendments to the Articles of Incorporation
 - Proposal 2:** Election of Ten (10) Directors
 - Proposal 3:** Election of One (1) Auditor

◎ In the event of revisions to the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements, the revisions shall be provided on the Company’s website: (<https://www.oisixradaichi.co.jp/investors/>)

◎ Of the documents to be provided with this Notice, the Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements are provided on the Company’s website in accordance with the provisions of laws and regulations as well as the Article 18 of the Company’s Articles of Incorporation and therefore are not provided in the Appendix of this Notice.

Accordingly, the documents provided in this Notice are parts of documents audited by the Auditors and the Accounting Auditor when preparing the Audit Report and the Accounting Auditor’s Report.

◎ **Souvenirs for shareholders who attend the meeting will not be provided. We appreciate your understanding.**

◎ **In the event that any changes that may impact the operation of the General Meeting of Shareholders occur, notice will be posted on the above Company’s website.**

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for the amendments
 - (1) In order to ensure flexible operation of the Board of Directors in accordance with the management system, of the Company will make necessary amendments to Article 23 of the current Articles of Incorporation as follows.
 - (2) The Company will newly stipulate Article 31, Paragraphs 3 and 4, so that the Company shall elect substitute Auditors at the General Meeting of Shareholders pursuant to the provisions of Article 329, Paragraph 3 of the Companies Act and that the effective term of pre-election shall expire at the time of commencement of the Annual General Meeting of Shareholders for the last business year out of the business years terminating within four years after the resolutions, taking into consideration complexity of election procedures.
2. Details of the amendments
Details of the amendments are as follows:

(Amended parts are underlined.)

Current	Proposed amendment
CHAPTER IV. DIRECTORS AND BOARD OF DIRECTORS (Convener and Chairperson of Meetings of the Board of Directors) Article 23. Except as otherwise provided by laws and regulations, <u>the Director, CEO</u> shall convene the meetings of the Board of Directors and act as the Chairperson thereof. 2. When <u>the position of Director, CEO is vacant or</u> the Director, CEO is unable to act, another Director, determined in accordance with an order of priority previously determined by resolution of the Board of Directors, shall convene the meetings of the Board of Directors and act as the Chairperson thereof.	CHAPTER IV. DIRECTORS AND BOARD OF DIRECTORS (Convener and Chairperson of Meetings of the Board of Directors) Article 23. Except as otherwise provided by laws and regulations, <u>the Director selected in advance by resolution of the Board of Directors</u> shall convene the meetings of the Board of Directors and act as the Chairperson thereof. 2. When <u>the person selected under the preceding paragraph</u> is unable to act, another Director, determined in accordance with an order of priority previously determined by resolution of the Board of Directors, shall convene the meetings of the Board of Directors and act as the Chairperson thereof.

Current	Proposed amendment
<p>CHAPTER V. AUDITORS AND BOARD OF AUDITORS (Method of Election)</p> <p>Article 31. Auditors shall be elected at the General Meeting of Shareholders.</p> <p>2. Resolutions for the election of Auditors shall be adopted by a majority vote of the attending shareholders who hold one-third (1/3) or more of the voting rights of shareholders entitled to exercise voting rights. (Newly established)</p> <p>(Newly established)</p>	<p>CHAPTER V. AUDITORS AND BOARD OF AUDITORS (Election)</p> <p>Article 31. (Same as the present)</p> <p>2. (Same as the present)</p> <p>3. <u>The Company may elect substitute Auditors at the General Meeting of Shareholders in preparation for lacking the number of Auditors stipulated by laws and regulations pursuant to the provisions of Article 329, Paragraph 3 of the Companies Act.</u></p> <p>4. <u>The effective period of the resolutions regarding the election of substitute Auditors in the preceding Paragraph shall expire at the time of commencement of the Annual General Meeting of Shareholders for the last business year out of the business years terminating within four years after the resolutions.</u></p>

Proposal 2: Election of Ten (10) Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this General Meeting of Shareholders.

Accordingly, the election of ten (10) Directors is proposed.

The candidates for Director are as follows.

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
1	<p style="text-align: center;">[Reelection]</p> <p>Kohey Takashima (August 15, 1973)</p>	<p>May 1997 Established Kohey Ltd. (currently the Company) Representative Director</p> <p>April 1998 Joined McKinsey & Company Inc. Japan</p> <p>June 2000 Representative Director, CEO of the Company (current position)</p> <p>September 2010 Representative Director of Gochimaru Inc.</p> <p>June 2011 Representative Director of Eastern Japan Food Association (current position)</p> <p>October 2015 Director of Oisix Hong Kong Co., Ltd. (current position)</p> <p>July 2016 Chairman and Representative Director of Tokushimaru Inc. (current position)</p> <p>July 2018 Chairman of JAPAN WHEELCHAIR RUGBY FEDERATION (currently Japan Wheelchair Rugby Federation) (current position)</p> <p>December 2018 Director of Oisix Inc. (current position)</p> <p>May 2019 Director of Three Limes, Inc. (current position)</p> <p>October 2019 Director of WELCOME Co., Ltd. (current position)</p> <p>March 2020 External Director of CARTA HOLDINGS, INC. (current position)</p> <p>April 2021 Vice Chairman of KEIZAI DOYUKAI (Japan Association of Corporate Executives) (current position)</p> <p>June 2021 Outside Director of Benesse Holdings, Inc. (scheduled to assume office)</p>	4,847,200
<p>[Reason for nomination as candidate for Director]</p> <p>Since the Company was founded in 1997, he has been in charge of management of the Company and the Group as Representative Director of the Company. He has extensive and deep insight and thoughts in management of the Company and the Group. The Company expects that he will continue to leverage these skills for management of the Company and the Group, and therefore renominated him as candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
2	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Reelection</div> Kazuyoshi Fujita (February 6, 1947)	November 1977 Joined Daichi Co., Ltd. (currently the Company) March 1983 President and Representative Director February 1987 Director of Fruits Basket Co., Ltd. (current position) December 1994 Representative Director of Sogonosya-Yamagatamura Ltd. April 2017 External Director of the Company October 2017 Chairman of Board of Director (current position)	1,032,516
		<p style="text-align: center;">[Reason for nomination as candidate for Director]</p> He founded Daichi Co., Ltd. in 1977 and has managed the company as a pioneer in the delivery of safe foodstuffs such as organic agricultural products and additive-free ready-made side dishes. Even after the business merger with the Company in 2017, he continues to possess extensive and deep insight and thoughts in management of the Company and the Group. The Company therefore renominated him as candidate for Director.	
3	<div style="border: 1px solid black; display: inline-block; padding: 2px;">Reelection</div> Yusuke Tsutsumi (March 22, 1978)	June 1997 Joined Kohey Ltd. (currently the Company) October 1999 Director of the Company June 2006 Director; Manager of EC Business Department July 2008 Director and Executive Officer; General Manager of Business Division April 2012 Director and Executive Officer; General Manager of EC Business Division April 2017 Director and Executive Officer; General Manager of Alliance/Solution Division October 2017 Director and Executive Officer; General Manager of Solution Business Division (current position) July 2018 Director of karabiner.inc (current position)	720,000
		<p style="text-align: center;">[Reason for nomination as candidate for Director]</p> As one of the founding members of the Company established in 1997, he has been in charge of operation and management of the Company and the Group. He has extensive and deep insight and thoughts in management of the Company and the Group. The Company expects that he will continue to leverage these skills for management of the Company and the Group, and therefore renominated him as candidate for Director.	

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
4	<p style="text-align: center;"><u>Reelection</u></p> <p style="text-align: center;">Hiroyuki Ozaki (October 14, 1952)</p>	<p>April 1975 Joined the Daiei, Inc.</p> <p>June 1996 General Manager of Product Planning Division</p> <p>April 2003 General Manager of Human Resources Division</p> <p>September 2006 Executive Officer</p> <p>October 2006 Director; In charge of East Japan GMS Business</p> <p>March 2007 Director; In charge of Sales</p> <p>July 2008 Joined the Company as Advisor</p> <p>November 2008 General Manager of General Planning Division</p> <p>June 2009 Director and Executive Officer; General Manager of General Planning Division</p> <p>July 2015 Director and Executive Officer; General Manager of Human Resources Planning Division, General Manager of Administration Division</p> <p>July 2015 Corporate Auditor of Gochimaru Inc.</p> <p>October 2015 Auditor of Oisix Hong Kong Co., Ltd.</p> <p>April 2016 Director and Executive Officer; General Manager of Human Resources Planning Division (currently HR Division), the Company</p> <p>October 2019 Director and Executive Officer; General Manager of HR Division (current position)</p>	86,000
<p>[Reason for nomination as candidate for Director]</p> <p>Since joining the Company, he has utilized his experience in operation and management of the retail business, and has been in charge of management such as engaging in corporate administration. He has extensive and deep insight and thoughts in management of the Company and the Group. The Company expects that he will continue to leverage these skills for management of the Company and the Group, and therefore renominated him as candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
5	<div style="text-align: center;"> Reelection Kohei Matsumoto (January 24, 1984) </div>	April 2008 Joined Oisix Inc. (currently the Company) July 2014 Executive Officer; Manager of Corporate Planning Office, General Planning Division, the Company October 2015 Executive Officer; General Manager of Corporate Planning Division February 2018 Corporate Auditor of Radish Boya Co., Ltd. (currently the Company) June 2018 Director and Executive Officer; General Manager of Corporate Planning Division (current position) August 2019 CEO of Future Food Fund Inc. (current position) March 2021 Director of Toyoichi Co., Ltd. (current position)	7,400
		<p style="text-align: center;">[Reason for nomination as candidate for Director]</p> <p>Since joining the Company, he has held positions in corporate planning divisions, and has extensive and deep insight and thoughts in management of the Company and the Group. The Company expects that he will continue to leverage these skills for management of the Company and the Group, and therefore renominated him as candidate for Director.</p>	
6	<div style="text-align: center;"> Reelection External Mitsuyo Hanada (August 8, 1948) </div>	August 1974 Researcher of Laboratory for Organizational Research and Education, University of Southern California September 1977 Lecturer of Faculty of Sociology, California State University, Los Angeles April 1986 Professor of SANNO University March 1990 Professor of Faculty of Policy Management, Keio University June 2007 External Director of the Company (current position) April 2014 Professor Emeritus of Keio University (current position) April 2014 Representative Director of SFC Forum (current position) April 2014 Representative Director of Corporate University Platform Co., Ltd. May 2017 Representative Director of Career Advisor Council (current position)	4,800
		<p style="text-align: center;">[Reason for nomination as candidate for External Director and outline of expected roles]</p> <p>The Company renominated Mr. Mitsuyo Hanada as candidate for External Director, because he has extensive insight in overall corporate management with a focus on personnel and organization from an academic perspective, and the Company expects that he will provide a range of advice and opinions on management of the Company. He will have served as External Director for 14 years at the conclusion of this General Meeting of Shareholders.</p>	

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
8	<div style="border: 1px solid black; padding: 2px; width: fit-content; margin: 0 auto;">Reelection</div> <div style="border: 1px solid black; padding: 2px; width: fit-content; margin: 0 auto;">External</div> <p>Junko Watabe (June 27, 1977)</p>	<p>April 2000 Joined Dai Nippon Printing Co., Ltd. May 2002 Joined Impression Co., Ltd. October 2004 Joined Recruit Co., Ltd. April 2014 Executive Officer of Recruit Lifestyle Co., Ltd. April 2019 Director of Cross-divisional CRM Promotion Office, Recruit Holdings Co., Ltd. June 2019 External Director of the Company (current position) April 2020 Manager of ID Point Product Service Development Department, Recruit Co., Ltd. (current position) Manager of Cross-divisional CRM Department (current position) August 2020 Manager of Quality Coordinate Office (current position) October 2020 Outside Director of Loyalty Marketing, Inc. (current position)</p>	0
<p style="text-align: center;">[Reason for nomination as candidate for External Director and outline of expected roles]</p> <p>The Company renominated Ms. Junko Watabe as candidate for External Director, because she has extensive insight in management regarding customer management with digital technology, accumulated through her career in Recruit Group, and the Company expects that she will provide a range of advice and opinions on management of the Company.</p> <p>She will have served as External Director for 2 years at the conclusion of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
9	<div style="text-align: center;"> Reelection External </div> <p>Wakako Sakurai (May 1, 1973)</p>	<p>January 2002 Joined Jenne Co., Ltd. (currently ABC Cooking Studio Co., Ltd.)</p> <p>October 2012 General Manager of Studio Strategy Division</p> <p>April 2013 Executive Vice President</p> <p>July 2013 President and Representative Director</p> <p>December 2014 Outside Director of DEF ANNIVERSARY Co., Ltd. (current position)</p> <p>July 2015 President and Representative Director of ABC Cooking Studio KOREA Co., Ltd.</p> <p>January 2017 Manager in charge of Alliance, Partner Business Planning Department, NTT DOCOMO, INC. (current position)</p> <p>June 2018 External Director of the Company (current position)</p> <p>December 2018 Outside Director of Toreta, Inc.</p> <p>February 2019 Outside Director of AI CROSS Inc.</p> <p>February 2020 Director of AI CROSS Inc. (current position)</p> <p>January 2021 President and Representative Director of Plus W, Inc. (current position)</p>	0
<p style="text-align: center;">[Reason for nomination as candidate for External Director and outline of expected roles]</p> <p>The Company renominated Ms. Wakako Sakurai as candidate for External Director, because she has many years of experience in ABC Cooking Studio Co., Ltd., possesses abundant insight regarding contents business accumulated in her current position, and the Company expects that she will provide a range of advice and opinions on management of the Company.</p> <p>She will have served as External Director for 3 years at the conclusion of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibility in the Company (Significant concurrent positions)	Number of shares of the Company held
10	<div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">New election</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">External</div> <p>Misato Kowaki (October 23, 1983)</p>	<p>April 2006 Involved in launching a new apparel brand “Joias” and concurrently served as press designer</p> <p>April 2009 Engaged in numerous main projects as fashion editor for the women’s fashion magazine “CanCam”</p> <p>June 2011 Established own brand of wedding dress “heureux de Misato Kowaki.” Since then, worked as a stylist for popular artists, celebrities and actresses, and became in charge of publishing books and photo books about them, in addition to working as editor of “CanCam”</p> <p>September 2015 Developed “Monotone Storage” in Seven & i Group</p> <p>September 2016 Launched a project of Sanrio for women “TOKYO OTONA KITTY” and appointed as Advisor</p> <p>May 2020 Received the Best Mother Award in Economic Category</p> <p>August 2020 Appointed as Advisor, Female Empowerment Advisor of Sabae City</p> <p>October 2020 Established “MOTHERS Lab,” a web media operated by active mothers proposing a new era of lifestyle, and appointed as Chief Editor (to present)</p>	0
<p style="text-align: center;">[Reason for nomination as candidate for External Director and outline of expected roles]</p> <p>Ms. Misato Kowaki, as a free-lancer, has been engaged in various planning, consulting, book publishing, etc. relating to lifestyle including food, clothing and housing. Her activities are based on a perspective from consumers. The Company expects that based on her experience and knowledge she will provide useful advice from this perspective to the Company which pursues the creation of new business value in the food area.</p> <p>Although she has not been involved in corporate management other than having served as an external director or external auditor, the Company judged that she is capable of executing her duties appropriately as an External Director for the above reasons.</p>			

- (Notes)
1. Mr. Kohey Takashima is Representative Director of Eastern Japan Food Association as well as Chairman of Japan Wheelchair Rugby Federation. The Company has a business relationship involving service rendering, etc. with each of these organizations.
 2. There are no special interests between other candidates and the Company.
 3. Mr. Mitsuyo Hanada, Mr. Hitoshi Tanaka, Ms. Junko Watabe, Ms. Wakako Sakurai and Ms. Misato Kowaki are candidates for External Director.
 4. To ensure that Directors (excluding those who are Executive Directors, etc.) can fully perform their expected roles in the course of their duties, the Company has provided in Article 29 of the Articles of Incorporation that it may enter into a limited liability agreement that limits the maximum amount of liability as provided in Article 423, Paragraph 1 of the Companies Act, to the amount stipulated by laws and regulations in accordance with Article 427, Paragraph 1 of the same Act. The Company has entered into such agreement with Mr. Mitsuyo Hanada, Mr. Hitoshi Tanaka, Ms. Junko Watabe and Ms. Wakako Sakurai. If reelection of each of said candidates are approved and Ms. Misato Kowaki is elected, the Company plans to maintain such agreement with them.
 6. The Company has entered into a directors and officers liability insurance agreement, which outlines the following contents to secure excellent human resources and to prevent contraction in the execution of duties, and plans to renew the agreement in October 2021. The candidates for Director who are being proposed for election under this proposal will be insured under the insurance agreement after their election.
[Overview of the insurance]
 - (1) Ratio of premiums to be actually borne by the insured
The premiums, including the portion for riders, will be borne by the Company. There are no actual premiums to be borne by the insured.
 - (2) Overview of the insurance accidents covered
The insurance, including riders, covers damage that may be incurred by the insured directors and officers as a result of assuming responsibilities relating to the execution of duties or receiving claims relating to the pursuit of such responsibilities. However, there are certain exemptions such as in cases where violation of laws and regulations were knowingly committed.
 7. The Company has reported to the Tokyo Stock Exchange that Mr. Mitsuyo Hanada and Mr. Hitoshi Tanaka have been appointed as independent officers stipulated under the regulations of the Exchange. If reelection of both of them are approved and Ms. Misato Kowaki is elected, the Company plans to report to the Exchange that they will be independent officers.
 8. The number of the Company's shares held by the above candidates for Director is the number of shares held as of March 31, 2021.

Proposal 3: Election of One (1) Auditor

Auditor Makoto Nakamura will resign from his position at the conclusion of this General Meeting of Shareholders. Accordingly, the election of One (1) Auditor is proposed.

The candidate will be elected to fill the vacancy of Mr. Makoto Nakamura, and in accordance with the provisions of the Company's Articles of Incorporation, her terms of office shall be up to the expiry of the original terms of office of the resigning Auditor.

The Board of Auditors has given prior approval to this proposal.

The candidate for Auditor is as follows:

Name (Date of birth)	Past experience and positions in the Company (Significant concurrent positions)	Number of shares of the Company held
<div style="border: 1px solid black; padding: 2px; display: inline-block;">New election</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">External</div> Chika Otohe (September 4, 1965)	April 1990 Joined the Industrial Bank of Japan (currently Mizuho Bank, Ltd.) August 1999 Joined DeNA Ltd. (currently DeNA Co., Ltd.) In charge of Administration November 2005 In charge of Internal Audit, President's Office June 2006 Corporate Auditor July 2012 Engaged in start-up support business as sole proprietor (to present)	0
[Reason for nomination as candidate for External Auditor]		
As one of the founding members of DeNA Co., Ltd., Ms. Chika Otohe established administration division and internal audit division and assumed office of Corporate Auditor. She has walked hand-in hand with the company's growth while supervising overall administration division. Thereafter, utilizing her experience, she has supported overall corporate operations mainly of start-up companies as sole proprietor, and has been involved in governance and compliance issues of companies of various sizes and industries. Based on these experience and insight, the Company expects that she will provide useful advice on governance of the Company which continues to pursue the creation of new business value, and therefore newly nominated her as candidate.		

- (Notes)
1. She is a new candidate for External Auditor.
 2. There are no special interests between the candidate for Auditor and the Company.
 3. To ensure that Auditors can fully perform their expected roles in the course of their duties, the Company has provided in Article 39 of the Articles of Incorporation that it may enter into a limited liability agreement that limits the maximum amount of liability as provided in Article 423, Paragraph 1 of the Companies Act, to the amount stipulated by laws and regulations in accordance with Article 427, Paragraph 1 of the same Act. The Company has entered into such agreement with Mr. Yukihiro Moroe and Mr. Takashi Okubo. If Ms. Chika Otohe is elected, the Company plans to enter into such agreement with her.
 4. The Company has entered into a directors and officers liability insurance agreement, which outlines the following contents to ensure that Auditors can fully perform their expected roles in the course of their duties, and plans to renew such agreement in October 2021. The candidate for Auditor who is being proposed for election under this proposal will be insured under the insurance agreement after her election.
 [Overview of the insurance]
 - (1) Ratio of premiums to be actually borne by the insured
 The premiums, including the portion for riders, will be borne by the Company. There are no actual premiums to be borne by the insured.
 - (2) Overview of the insurance accidents covered
 The insurance, including riders, covers damage that may be incurred by the insured directors and officers as a result of assuming responsibilities relating to the execution of duties or receiving claims relating to the pursuit of such responsibilities. However, there are certain exemptions such as in cases where violation of laws and regulations were knowingly committed.
 5. If Ms. Chika Otohe is elected, the Company plans to report to the Tokyo Stock Exchange that she will be an independent officer stipulated under the regulations of the Exchange.
 6. The number of the Company's shares held by the above candidate for Auditor is the number of shares held as of March 31, 2021.