

This document has been translated from a part of the Japanese original for the convenience of non-Japanese shareholders. In the event of any discrepancy between this translation and the Japanese original, the original shall prevail.

Securities code: 2659
May 8, 2026

To our shareholders:

Taku Toyoda
President, Chief Executive Officer
SAN-A CO., LTD.
7-2-10, Oyama, Ginowan-City, Okinawa

Notice of the 56th Ordinary General Meeting of Shareholders

We are pleased to announce the 56th Ordinary General Meeting of Shareholders of SAN-A CO., LTD. (the “Company”), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the Company’s website. Please access the Company’s website by using the internet address shown below to review the information.

The Company’s website: <https://www.san-a.co.jp/ir/> (in Japanese)
(From the above website, select “IR Library,” and then “General Meeting of Shareholders.”)

Matters for which measures for providing information in electronic format are to be taken are also posted on the website of the Tokyo Stock Exchange (TSE). Please access the website by using the internet address shown below to review the information.

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “SAN-A” in “Issue name (company name)” or the Company’s securities code “2659” 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].”)

Moreover, shareholders can exercise their voting rights via the internet or in writing (by postage mail). Please review the Reference Documents for the General Meeting of Shareholders described hereinafter, and exercise your voting rights. You are requested to indicate your approval or disapproval of the proposals on the voting website (<https://evote.tr.mufg.jp/>) designated by the Company, or by indicating your approval or disapproval of the proposals on the voting form, no later than Monday, May 25, 2026, at 6:00 p.m. (JST).

- 1. Date and Time:** Tuesday, May 26, 2026, at 10:00 a.m. (JST)
(Doors open at 9:30 a.m.)
- 2. Venue:** Large Banquet Hall “Hagoromo,” 2nd floor, Laguna Garden Hotel
4-1-1, Mashiki, Ginowan-City, Okinawa
- 3. Purpose of the Meeting:**
 - Matters to be reported:**
 1. The Business Report and the Consolidated Financial Statements for the 56th fiscal year (from March 1, 2025 to February 28, 2026), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee
 2. The Non-consolidated Financial Statements for the 56th fiscal year (from March 1, 2025 to February 28, 2026)
 - Matters to be resolved:**
 - Proposal No. 1:** Appropriation of Surplus
 - Proposal No. 2:** Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
 - Proposal No. 3:** Election of One (1) Director Who Is an Audit and Supervisory Committee Member
- 4. Matters to Be Decided Upon Convocation (Guide to Exercising Your Voting Rights)**
 - (1) If voting rights are exercised in writing (by postage mail) and there is no indication of approval or disapproval of the proposals on the voting form, it will be considered that voting rights are exercised in favor of the proposals.
 - (2) If you have exercised your voting rights multiple times via the internet, the last exercise of voting rights shall be treated as valid.
 - (3) If voting rights have been exercised both in writing (by postage mail) and via the internet, the internet vote shall be treated as valid, regardless of the date and time the voting form reaches the Company.
 - (4) If a shareholder exercises their voting rights by proxy, the shareholder may attend the General Meeting of Shareholders with one (1) other shareholder who has voting rights as their proxy. However, note that the shareholder will be required to submit documentation to prove proxy rights.
 - (5) If you wish to exercise your voting rights in a non-uniform manner, please notify the Company of your intention to exercise your voting rights in a non-uniform manner and the reason for doing so at least three (3) days prior to the date of the General Meeting of Shareholders.

< Suspension of gifts >

Considering the fair treatment of shareholders who attend the General Meeting of Shareholders and those who find it difficult to attend the Meeting, we do not provide gifts to shareholders at the Meeting. Your understanding on this matter is appreciated.

- When you attend the Meeting, you are kindly requested to present the voting form at the reception. We would appreciate it if you could arrive at the meeting venue a little early as the reception will be extremely crowded immediately before the opening of the Meeting.
- If revisions to the matters for which measures for providing information in electronic format are to be taken arise, a notice of the revisions and the details of the provisions before and after the revisions will be posted on the Company's website and the TSE website described on page 1.
- Pursuant to the provisions of laws and regulations and Article 14 of the Company's Articles of Incorporation, "Matters Regarding Share Acquisition Rights" and "Matters Regarding a System to Ensure the Appropriateness of Business Activities and the Outline of the Operating Status of the System" of the Business Report and "Consolidated Statement of Changes in Equity," "Notes to the Consolidated Financial Statements," "Statement of Changes in Equity" and "Notes to the Non-consolidated Financial Statements" of Financial Statements shall be excluded from the documents delivered to shareholders who have made a request for delivery of such documents. These documents are part of the documents audited by the Financial Auditor when preparing the financial audit report, and by Audit and Supervisory Committee when preparing the audit report.

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company recognizes the appropriate return of profit to shareholders as an important management priority. The Company's basic policy is to provide a stable return of profit, in accordance with the economic conditions, industry trends, progress of business performance and other factors, while taking into account the enhancement of profitability of the Company's business and its financial standing over the medium to long term. Based on such policy, and in consideration of the future business development and other factors, the Company proposes the payment of year-end dividends and other appropriation of surplus as follows:

1. Matters regarding the year-end dividends

(1) Type of dividend property

To be paid in cash.

(2) Allotment of dividend property and total amount thereof

The Company proposes a dividend of ¥125 per common share of the Company.

The total amount of dividends will be ¥7,730,949,875.

(3) Effective date of dividends of surplus

May 27, 2026

2. Other matters regarding appropriation of surplus

(1) Item of surplus to be decreased and amount of decrease

Retained earnings brought forward: ¥1,200,000,000

(2) Item of surplus to be increased and amount of increase

General reserve: ¥1,200,000,000

Proposal No. 2: Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

At the conclusion of the General Meeting of Shareholders, the terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire. Therefore, the Company proposes the election of five (5) Directors. Also, the Audit and Supervisory Committee has expressed the opinion that, in regard to this proposal, there are no matters that need to be stated at the General Meeting of Shareholders.

The candidates for Director are as follows:

Candidate No.	Name	Current Position in the Company
1	Taku Toyoda	President, Chief Executive Officer <u>Reelection</u>
2	Tamotsu Goya	Executive Director, General Manager of Sales Management Headquarters and General Manager of First Sales Division <u>Reelection</u>
3	Hisashi Takeda	Executive Director, Deputy General Manager of Sales Management Headquarters and General Manager of Second Sales Division <u>Reelection</u>
4	Riki Takaesu	Director, General Manager of Corporate Headquarters <u>Reelection</u>
5	Junichi Hasegawa	General Manager of Manufacturing and Logistics Headquarters and General Manager of Food Manufacturing Dept and General Manager of Logistics Dept <u>New election</u>

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions Outside the Company	Number of the Company's Shares Owned
1 Reelection	Taku Toyoda (May 11, 1969)	<p>Apr. 1995 Joined the Company</p> <p>Feb. 2006 General Manager of Management Planning Dept</p> <p>Nov. 2009 General Manager of Management Planning Dept and General Manager of Finance Dept</p> <p>May 2020 Director in charge of management (in charge of Management Planning Dept, Finance Dept, General Affair Dept, and Human Resource Dept), in charge of compliance and risk management</p> <p>May 2022 Executive Director in charge of management (in charge of Management Planning Dept, Finance Dept, General Affair Dept, Human Resource Dept, and Accounting Dept), in charge of compliance and risk management</p> <p>May 2024 President, Chief Executive Officer (current position) (Significant Concurrent Position Outside the Company) President, Chief Executive Officer, SAN-A Urasoe West Coast Development Co., Ltd.</p>	31,800 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Taku Toyoda has the experience of supervising the whole range of the Company's management operations area, including the corporate strategy area, and has served as President and Chief Executive Officer of the Company since May 2024. As he possesses experience and extensive knowledge as a manager, and the Company considers that his leadership will contribute to the further development of the Company's business, the Company has once again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions Outside the Company	Number of the Company's Shares Owned
2 <div style="border: 1px solid black; padding: 2px; width: fit-content;">Reelection</div>	Tamotsu Goya (Apr. 2, 1966)	<p>Apr. 1989 Joined the Company</p> <p>Feb. 2006 General Manager of Drugs Dept</p> <p>May 2020 Director in charge of marketing (in charge of Drugs Dept, General Merchandise and Cosmetics Dept, and Quality Control Office)</p> <p>May 2022 Director in charge of marketing (in charge of Drugs Dept, General Merchandise and Cosmetics Dept, Clothing Dept, Electrical Appliance Dept, and Quality Control Office)</p> <p>Sept. 2023 Director in charge of marketing (in charge of Drugs Dept, General Merchandise and Cosmetics Dept, Clothing Dept, and Electrical Appliance Dept)</p> <p>May 2024 Executive Director in charge of marketing (in charge of Foodstuffs & Groceries Dept, Electrical Appliance Dept, Drugs Dept, General Merchandise and Cosmetics Dept, and Food Processing Center)</p> <p>Mar. 2025 Executive Director in charge of marketing (in charge of Foodstuffs & Groceries Dept, Drugs Dept, General Merchandise and Cosmetics Dept, and Food Processing Center)</p> <p>May 2025 Executive Director in charge of marketing (in charge of Foodstuffs & Groceries Dept, Drugs Dept, Food Processing Center, and Quality Control Office)</p> <p>Mar. 2026 Executive Director, General Manager of Sales Management Headquarters and General Manager of First Sales Division (Food Product Dept, Grocery Store Operations Dept, Drugs Dept, Internet Sales Dept, and Quality Control Office) (current position)</p>	27,200 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Tamotsu Goya has successfully developed new businesses as General Manager of Drugs Dept and supervised a wide range of areas as Director in charge of marketing. As he possesses abundant experience and extensive knowledge regarding the areas of marketing and product planning, and the Company considers that he will contribute to the further development of the Company's business by leading the area of marketing, the Company has once again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions Outside the Company	Number of the Company's Shares Owned
3 Reelection	Hisashi Takeda (July 18, 1972)	<p>Apr. 1995 Joined the Company</p> <p>Feb. 2006 General Manager of Electric Data Processing Dept</p> <p>May 2020 Director in charge of management (in charge of Electric Data Processing Dept and Accounting Dept)</p> <p>May 2022 Director in charge of Digital Dept (in charge of Electric Data Processing Dept, Market Planning Dept, and Internet Sales Dept)</p> <p>May 2024 Executive Director in charge of marketing (in charge of Clothing Dept, Restaurant Dept, Internet Sales Dept, Market Planning Dept, and Electric Data Processing Dept)</p> <p>May 2025 Executive Director in charge of marketing (in charge of Clothing Dept, Restaurant Dept, Internet Sales Dept, and Market Planning Dept)</p> <p>Mar. 2026 Executive Director, Deputy General Manager of Sales Management Headquarters and General Manager of Second Sales Division (Clothing Dept, Electrical Appliance Dept, Restaurant Dept, and Market Planning Dept) (current position)</p>	29,400 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Hisashi Takeda possesses abundant experience and extensive knowledge regarding the area of management operations. As having served as General Manager of Electric Data Processing Dept for many years, he possesses deep knowledge regarding the area of IT, and the Company considers that he will contribute to the acceleration of digital transformation in marketing and the further development of the Company's business by leading the area of marketing, the Company has once again nominated him as a candidate for Director.</p>			
4 Reelection	Riki Takaesu (July 27, 1979)	<p>Apr. 2003 Joined the Company</p> <p>Feb. 2020 General Manager of Human Resource Dept</p> <p>Sept. 2023 General Manager of Human Resource Dept and General Manager of General Affair Dept</p> <p>May 2025 Director in charge of management (in charge of General Affair Dept, Human Resource Dept, Human Resource Development Dept, Accounting Dept, Finance Dept, and Electric Data Processing Dept), in charge of compliance and risk management</p> <p>Mar. 2026 Director, General Manager of Corporate Headquarters (General Affair Dept, Human Resource Dept, Human Resource Development Dept, Finance Dept, and Electric Data Processing Dept), in charge of compliance and risk management (current position)</p>	2,704 shares
<p>[Reasons for nomination as candidate for Director]</p> <p>Riki Takaesu possesses abundant experience and extensive knowledge in the areas of human resources and general affairs, spanning from practical operations to management, and has supervised the area of corporate affairs, playing a pivotal role in the Company's organizational operations as well as the improvement of its management systems. As the Company considers that he will contribute to the further development of the Company's business by leading the area of corporate affairs and pursuing corporate management that prioritizes compliance, the Company has once again nominated him as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions Outside the Company	Number of the Company's Shares Owned
5	Junichi Hasegawa (Jan. 26, 1970)	Apr. 1995 Joined the Company Feb. 2024 General Manager of Food Processing Center Mar. 2026 General Manager of Manufacturing and Logistics Headquarters and General Manager of Food Manufacturing Dept and General Manager of Logistics Dept (current position)	300 shares
New election	<p>[Reasons for nomination as candidate for Director]</p> <p>Junichi Hasegawa possesses abundant experience and extensive knowledge in the areas of food manufacturing and logistics, spanning from practical operations to management. These will greatly contribute to the steady advancement and optimization of the plan to construct a new food processing center, which is a key element of the Company's growth strategy. As the Company considers that he will contribute to the further development of the Company's business by leading the areas of food manufacturing and logistics, the Company has newly nominated him as a candidate for Director.</p>		

- (Notes)
1. There is no special interest between each candidate and the Company.
 2. The Company has concluded directors and officers liability insurance policies (D&O insurance policies) with all Directors as insured persons which cover damages incurred from the insured Directors bearing responsibility for the execution of their job duties and from any claims associated with the pursuit of those responsibilities. Furthermore, if the candidates assume the office as Director, they will become insured persons in the D&O insurance policies, which will be renewed with the same terms in August 2026.

Proposal No. 3: Election of One (1) Director Who Is an Audit and Supervisory Committee Member

At the conclusion of the General Meeting of Shareholders, the term of office of one (1) Director who is an Audit and Supervisory Committee Member will expire. Therefore, the Company proposes the election of one (1) Director who is an Audit and Supervisory Committee Member. In addition, prior consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

Name (Date of birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions Outside the Company	Number of the Company's Shares Owned
Shinji Sakaki (Jan. 23, 1957)	Apr. 1980 Joined TOKYU LAND CORPORATION Apr. 2006 Operating Officer and General Manager of Corporate Planning Department June 2007 Director and Managing Executive Officer of TOKYU HANDS INC. (current Hands Inc.) Apr. 2011 President, Chief Executive Officer June 2014 Director of Tokyu Fudosan Holdings Corporation (concurrent) Apr. 2015 President, Chief Executive Officer of Tokyu Livable, Inc. Apr. 2019 Director and Chairman Apr. 2022 Advisor (current position) May 2022 Outside Director of the Company [Audit and Supervisory Committee Member] (current position) June 2022 Outside Director of Morinaga & Co., Ltd. (current position) Mar. 2024 Outside Director of SENSUKAI CO., LTD. (current position)	0 shares
[Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of the expected role] Shinji Sakaki possesses abundant experience and extensive knowledge as a manager in various fields including retailing, and the Company is benefiting from the appropriate supervision and constructive advice he is providing to the Company as an Outside Director who is an Audit and Supervisory Committee Member. Throughout his tenure, he has deepened his understanding of the Company's management status and the issues that should be prioritized, and he is expected to play an even more effective role going forward. Therefore, the Company has once again nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.		

- (Notes)
1. There is no special interest between the candidate and the Company.
 2. Shinji Sakaki is currently an Outside Director of the Company who is an Audit and Supervisory Committee Member. At the conclusion of this meeting, his term of office as an Outside Director who is an Audit and Supervisory Committee Member will have been four years.
 3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has concluded agreement with Shinji Sakaki limiting his liability for damages under Article 423, Paragraph 1 of the Companies Act. According to the agreement, the limit of liability for damages shall be the minimum liability amount stipulated by laws and regulations. If his reelection is approved, the Company intends to continue the aforesaid agreement.
 4. The Company has designated Shinji Sakaki as an independent officer based on the provisions of the Tokyo Stock Exchange and has submitted notification of his designation to the exchange. If his reelection is approved, the Company intends to continue to designate him as an independent officer.
 5. The Company has concluded directors and officers liability insurance policies (D&O insurance policies) with all Directors as insured persons which cover damages incurred from the insured Directors bearing responsibility for the execution of their job duties and from any claims associated with the pursuit of those responsibilities. Furthermore, if the candidate assumes the office as Director, he will become insured person in the D&O insurance policies, which will be renewed with the same terms in August 2026.

(Reference) Management Structure After Approval of Proposal No. 2 and 3 (Planned)

Name	Gender	Position	Independent Officer	Nomination and Compensation Committee	Management Skills, Knowledge, Experience, etc.					
					Corporate Management	Retail	Finance and Accounting	Legal Affairs and Risk Management	IT/DX	Sustainability
Taku Toyoda	Male	President, Chief Executive Officer		○	○	○	○	○		○
Tamotsu Goya	Male	Executive Director			○	○				○
Hisashi Takeda	Male	Executive Director			○	○	○		○	○
Riki Takaesu	Male	Director			○		○	○	○	○
Junichi Hasegawa	Male	Director			○	○			○	○
Kumiko Uema	Female	Director and Audit and Supervisory Committee Member					○	○		○
Seiko Nozaki	Female	Outside Director and Audit and Supervisory Committee Member	○	○				○		○
Shinji Sakaki	Male	Outside Director and Audit and Supervisory Committee Member	○	○	○	○	○	○		○
Eriko Miyakuni	Female	Outside Director and Audit and Supervisory Committee Member	○	○			○	○		○

- (Notes) 1. Directors with special titles and Nomination and Compensation Committee Members will be determined at the meeting of the Board of Directors to be held after the General Meeting of Shareholders.
2. The above table is not indicative of all the expertise and experience possessed by each individual.