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1. This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the Japanese original shall prevail.
2. “Audit & Supervisory Board Member(s)” and “Audit & Supervisory Board” described herein mean “Kansayaku” and “Kansayaku-kai” stipulated in the Japanese Companies Act respectively.

Reference Documents for the Ordinary General Meeting of Shareholders

Proposal No. 1: Appropriation of surplus

The Board proposes the payment of a year-end dividend of ¥35.50 per share after taking various factors into account, including the Company’s operating results for this fiscal year, and the business environment, in accordance with the Company’s dividend policy. As a result, including the interim dividend of ¥35.50 per share, the annual dividend for this fiscal year will amount to ¥71.00 per share.

1. Matters regarding year-end dividend:

- (1) Matters related to the allocation of the dividend property to shareholders and the total amount thereof:
¥35.50 per share of the Company’s common stock
Total amount: ¥28,817,329,977

- (2) Effective date of payment of dividend:
March 31, 2025

The Company’s Dividend Policy

We consider a return of profits to shareholders to be one of the most important management issues. Since our establishment in 1907, the Company has consistently distributed a dividend to shareholders in every financial period. We will distribute the annual dividend for this fiscal year based on "Consolidated dividend payout ratio*¹ of 40% or more of normalized EPS*²," according to the capital policy formulated in the Kirin Group Medium-Term Business Plan 2022 – 2024.

In addition, in order to achieve more stable and sustainable dividends from FY2025 onward, we will target a DOE (consolidated dividend on equity) of 5% or more, and we will change to a progressive dividend*³ in principle. We will also continue to consider opportunities to acquire treasury stock as an additional return to shareholders, taking into consideration the optimal capital structure, market environment, and financial resources after investment.

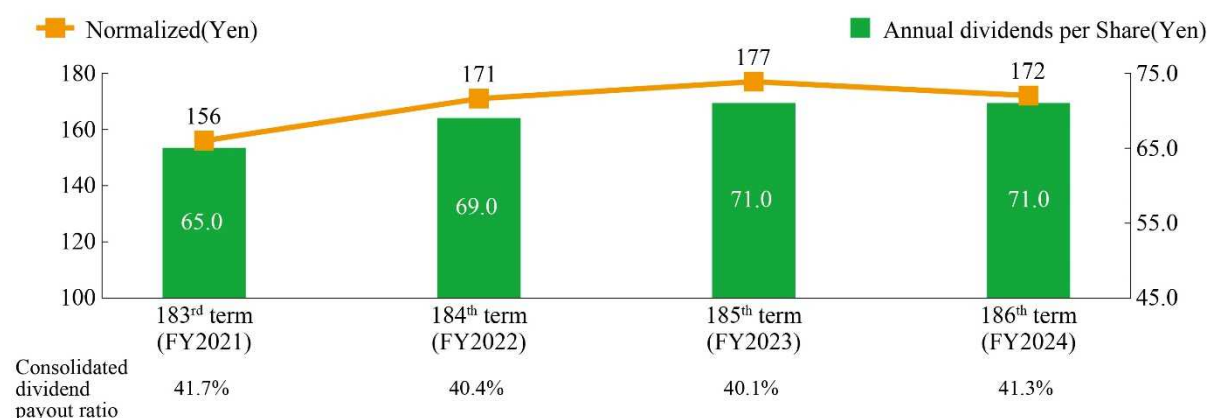
As part of our cost of shareholder’s equity-conscious corporate management aimed at increasing corporate value, we will continue to increase the return of profits to shareholders and improve capital efficiency.

*¹ Consolidated dividend payout ratio calculated in accordance with International Financial Reporting Standards (IFRS).

*² Normalization: By removing other operating income or expenses, etc. and other non-recurring items, it is adjusted to reflect actual earnings more accurately.

*³ Dividend policy to maintain or increases the unit price of dividends.

(Reference) Annual dividends per share and normalized EPS



Proposal No. 2: Election of twelve (12) Directors of the Board

Upon the close of this Ordinary General Meeting of Shareholders, the terms of office of all twelve (12) Directors of the Board will expire.

Accordingly, shareholders are requested to elect twelve (12) Directors of the Board.

The candidates for the positions of Directors of the Board are as follows:

No.	Name (Age)		Current title and responsibilities at the Company	Rate and number of attendance at Board Meetings	Number of years in office
1	Candidate for Reelection	Yoshinori Isozaki (71)	Representative Director of the Board & CEO Group Management Control Member of the Nomination and Remuneration Advisory Committee	100% (16 times of 16 meetings)	10 years
2	Candidate for Reelection	Takeshi Minakata (63)	Representative Director of the Board, President & COO Group Business Execution Control Member of the Nomination and Remuneration Advisory Committee	100% (16 times of 16 meetings)	3 years
3	Candidate for Reelection	Junko Tsuboi (62)	Director of the Board, Senior Executive Vice President Chief People Officer (Group Human Capital Management), Chief Legal Officer	100% (16 times of 16 meetings)	2 year
4	Candidate for Reelection	Toru Yoshimura (60)	Director of the Board, Senior Executive Officer Health Science Strategy, President of Health Science Business Division, Business Alliances / Investment Strategies (Health Sciences domain)	100% (13 times of 13 meetings)	1 year
5	Candidate for Reelection	Shinjiro Akieda (59)	Director of the Board, Senior Executive Officer Chief Financial Officer (Financial Strategy, IR)	100% (13 times of 13 meetings)	1 year
6	Candidate for Reelection	Hiroyuki Yanagi (70)	Non-executive Director Chairperson of the Board	94% (15 times of 16 meetings)	6 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
7	Candidate for Reelection	Noriko Shiono (64)	Non-executive Director Chairperson of the Nomination and Remuneration Advisory Committee	100% (16 times of 16 meetings)	5 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
8	Candidate for Reelection	Rod Eddington (75)	Non-executive Director	100% (16 times of 16 meetings)	5 years
	Candidate for Non-executive Director				
	Candidate for Independent Officer				

9	Candidate for Reelection	Shinya Katanozaka (69)	Non-executive Director Member of the Nomination and Remuneration Advisory Committee	100% (16 times of 16 meetings)	2 year
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
10	Candidate for Reelection	Yoshiko Ando (66)	Non-executive Director Member of the Nomination and Remuneration Advisory Committee	92% (12 times of 13 meetings)	1 year
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
11	New Candidate	Shingo Konomoto (65)	—	—	—
	Candidate for Non-executive Director				
	Candidate for Independent Officer				
12	New Candidate	Naoko Mikami (64)	—	—	—
	Candidate for Non-executive Director				
	Candidate for Independent Officer				

(Notes)

1. Age is as of the date of this Ordinary General Meeting of Shareholders.
2. As for the attendance at the Board Meetings of Mr. Toru Yoshimura, Mr. Shinjiro Akieda and Ms. Yoshiko Ando, the Board Meetings applicable to them are only those held on and after March 28, 2024. Ms. Yoshiko Ando attended all three (3) Board Meetings as Audit & Supervisory Board Member before resigning from the office of Audit & Supervisory Board Member.
3. The number of years in office is the number of years since each candidate assumed office as Director of the Board of the Company (until the close of this Ordinary General Meeting of Shareholders).

No. 1 **Yoshinori Isozaki**



Candidate for Reelection

Date of birth	August 9, 1953
Number of the Company's shares held	82,148 shares
Rate of and number of times attending Board Meetings	100% (16 times of 16 meetings)

Profile, title and responsibilities

April 1977	Joined the Company
March 2004	Director of San Miguel Corporation.
March 2007	General Manager of Corporate Planning Dept. of the Company
March 2008	Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2009	Senior Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2010	Managing Director of the Company (resigned in March 2012)
March 2012	President & CEO of Kirin Brewery Company, Limited (resigned in January 2015)
January 2013	President & Chief Executive Officer of Kirin Company, Limited
March 2015	President & Chief Executive Officer of the Company
September 2021	President & CEO of Kirin Brewery Company, Limited (resigned in January 2022)
March 2024	Representative Director of the Board & CEO of the Company (Present Position)
Responsible for	Group Management Control, Member of the Nomination and Remuneration Advisory Committee

Reasons for nomination as a candidate for Director of the Board

Mr. Yoshinori Isozaki has worked in the areas of business development, overseas business, and corporate planning, among others, since he joined the Company and has considerable business experience and deep insight in the management of the Group. Since taking office as President & CEO of the Company in 2015, he has realized the structural reform of the Group centered on (i) strengthening and growing profit base in the beer business, one of the Company's core businesses, and (ii) restructuring and revitalizing low-profit businesses. Further, he has ensured to promote management reform including enhancement of corporate governance. After assuming the position of Representative Director of the Board & CEO in 2024, under the new management structure of CEO and COO, he has demonstrated strong leadership in the steady progress of the Group's portfolio transformation and led the Group's business recovery and regrowth. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" toward continuous improvement of corporate value and the Group's sustainable growth beyond that and overseeing the entire Kirin Group.

Note:

No conflict of interests exists between the Company and Mr. Yoshinori Isozaki.

No. 2 **Takeshi Minakata**



Candidate for Reelection

Date of birth	December 31, 1961
Number of the Company's shares held	11,235 shares
Rate of and number of times attending Board Meetings	100% (16 times of 16 meetings)

Profile, title and responsibilities	
April 1984	Joined the Company
March 2012	General Manager of Corporate Planning Dept. of Kirin Brewery Company, Limited
January 2013	Executive Officer and General Manager of Corporate Planning Dept. of Kirin Company, Limited
	Executive Officer and General Manager of Corporate Planning Dept. of Kirin Brewery Company, Limited
March 2015	Senior Executive Officer and Director of Group Strategy Planning of the Company
	Senior Executive Officer and General Manager of Corporate Planning Dept. of Kirin Company, Limited
March 2016	Senior Executive Officer of the Company (resigned in March 2018)
April 2016	President and CEO of Myanmar Brewery Limited
March 2018	Executive Director of the Board, President & Chief Executive Officer of Kyowa Hakko Bio Co., Ltd. (resigned in December 2021)
March 2020	Senior Executive Officer of the Company
March 2022	Director of the Board, Senior Executive Officer of the Company
	Director of Kyowa Kirin Co., Ltd.
April 2022	Director of the Board, Senior Executive Officer, President of Health Science Division of the Company
August 2023	Director of the Board of Blackmores Limited
March 2024	Representative Director of the Board, President & COO of the Company (Present Position)
Responsible for	Group Business Execution Control, Member of the Nomination and Remuneration Advisory Committee

Reasons for nomination as a candidate for Director of the Board

Mr. Takeshi Minakata has worked in the areas of production, corporate planning, and overseas business since he joined the Company, and has considerable business experience and deep insight in the management of the Group. He served as President of Health Science Division since taking office as Director of the Board of the Company in 2022, and has made a great contribution in structural reform and management reform of the Group by managing Overseas Business and building the foundations for growth in the Domestic and International Health Science domain. Additionally, after assuming the position of Representative Director of the Board, President & COO in 2024, he has overseen the execution of the Group, and led the management team to improve the competitiveness of each business within the Group and to achieve growth in the Health Sciences domain. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management

Vision “Kirin Group Vision 2027” toward continuous improvement of corporate value and the Group’s sustainable growth beyond that and overseeing the entire Kirin Group.

Notes:

No conflict of interests exists between the Company and Mr. Takeshi Minakata.


Candidate for Reelection

Date of birth	August 8, 1962
Number of the Company's shares held	22,331 shares
Rate of and number of times attending Board Meetings	100% (16 times of 16 meetings)

Profile, title and responsibilities

April 1985	Joined the Company
March 2005	General Manager of Corporate Communication Dept. of Kirin Beverage Company, Limited
March 2010	Director of the Board, President and CEO of Yokohama Akarenga Inc.
March 2012	General Manager of CSR Promotion Dept. and Corporate Communication Dept. of the Company
November 2012	General Manager of Corporate Communication Dept. of the Company
January 2013	General Manager of Strategic Branding Dept., CSV Division of Kirin Company, Limited
March 2014	Executive Officer, General Manager of Strategic Branding Dept., CSV Division of Kirin Company, Limited
March 2019	Senior Executive Officer, General Manager of Strategic Branding Dept. of the Company
June 2020	Director of FANCL Corporation (Present Position)
March 2022	Senior Executive Officer of the Company
March 2023	Director of the Board, Senior Executive Officer of the Company
March 2024	Director of the Board, Senior Executive Vice President of the Company (Present Position)
Responsible for	Chief People Officer (Group Human Capital Management), Chief Legal Officer

Significant positions concurrently held at other companies and organizations

Director, FANCL Corporation

Reasons for nomination as a candidate for Director of the Board

Ms. Junko Tsuboi has worked in the areas of manufacturing technology, marketing, public relations, corporate branding and diversified business, among others, since she joined the Company, and has considerable business experience and deep insight in the management of the Group. She was responsible for marketing strategy and brand strategy after taking office as Senior Executive Office of the Company in 2019 and was responsible for personnel and general affairs since 2022, through promotion of human capital strategies aligned with long term management plan. She has taken office as Director in 2023, and she has made a great contribution towards management reform of the Group such as strengthening corporate governance, bringing the perspective of diversity in the management team from 2024 as Director and Senior Executive Vice President for Group Human Capital Management and Legal. For the reasons above, the Board has determined that she is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" toward continuous

improvement of corporate value and the Group's sustainable growth beyond that and overseeing the entire Kirin Group.

Note:

1. No conflict of interests exists between the Company and Ms. Junko Tsuboi.
2. Ms. Junko Tsuboi is to resign from the position of Director of FANCL Corporation upon the close of FANCL Corporation's 45th Ordinary General Meeting of Shareholders to be held in March 2025, due to the expiration of her term of office.

No. 4 **Toru Yoshimura**



Candidate for Reelection

Date of birth	June 8, 1964
Number of the Company's shares held	12,342 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities	
April 1988	Joined the Company
March 2016	General Manager of Corporate Planning Dept. of Kirin Company, Limited
March 2017	Director of Group Alliance Strategy of the Company Executive Officer and General Manager of Corporate Planning Dept. of Kirin Company, Limited
March 2018	Executive Officer and Director of Group Alliance Strategy of the Company Senior Executive Officer and General Manager of Corporate Planning Dept. of the Company of Kirin Company, Limited
March 2019	Senior Executive Officer and General Manager of Corporate Planning Dept. of the Company Director of the Board of Kirin Beverage Company, Limited
March 2021	Director of the Board of Kirin Brewery Company, Limited
January 2022	Senior Executive Officer of the Company President & CEO of Kirin Beverage Company
March 2024	Director of the Board, Senior Executive Officer, President of Health Science Business Division of the Company (Present Position) Director of Blackmores Limited
Responsible for	Health Science Strategy, President of Health Science Business Division, Business Alliances / Investment Strategies (Health Sciences domain)

Reasons for nomination as a candidate for Director of the Board

Mr. Toru Yoshimura has worked in the areas of production, overseas business and alliance strategies since he joined the Company, and has considerable business experience and deep insight in the management of the Group. He served as General Manager of Corporate Planning Dept. of the Company and promoted building the foundations for growth in the Health Sciences domain since taking office as Senior Executive officer in 2019 and he led the expansion of Health Science domain in addition to the existing business of Kirin Beverage Company, Limited since taking office as President & CEO of Kirin Beverage Company, Limited in 2022. Additionally, after taking office as Director in 2024, he has made a great contribution to establish the new business portfolio of the Group as President of Health Science Business Division. For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" toward continuous improvement of corporate value and the Group's sustainable growth beyond that and overseeing the entire Kirin Group.

Note:

1. No conflict of interests exists between the Company and Mr. Toru Yoshimura.
2. As for the attendance at the Board Meetings of Mr. Toru Yoshimura, the Board Meetings applicable to him are only those held on and after March 28, 2024.



Candidate for Reelection

Date of birth	July 18, 1965
Number of the Company's shares held	8,468 shares
Rate of and number of times attending Board Meetings	100% (13 times of 13 meetings)

Profile, title and responsibilities	
April 1988	Joined the Company
March 2010	Chairman and CEO of Taiwan Kirin Company, Limited
March 2013	Executive Officer and General Manager of Corporate Planning Dept. of Mercian Corporation
March 2015	Executive Officer and General Manager of Corporate Planning Dept. of Kirin Beverage Company, Limited
March 2017	Senior Executive Officer and General Manager of Corporate Planning Dept. of Kirin Beverage Company, Limited
March 2018	Executive Officer and General Manager of Corporate Planning Dept. of Kirin Brewery Company, Limited
March 2019	Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2020	Executive Officer and General Manager of Corporate Planning Dept. and DX Strategy Dept. of the Company
January 2022	Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2022	Director of the Board of Kirin Brewery Company, Limited Senior Executive Officer and General Manager of Corporate Planning Dept. of the Company
March 2023	Senior Executive Officer of the Company
March 2024	Director of the Board, Senior Executive Officer of the Company (Present Position) Director of Kyowa Kirin Co., Ltd. (Present Position)
Responsible for	Chief Financial Officer (Financial Strategy, IR)
Significant positions concurrently held at other companies and organizations	
Director of Kyowa Kirin Co., Ltd.	

Reasons for nomination as a candidate for Director of the Board

Mr. Shinjiro Akieda has worked in the areas of sales and overseas business, including promoting profit structure reforms as General Managers of Corporate Planning Depts. of three major domestic subsidiaries in the food field, since he joined the Company, and has considerable business experience and deep insight in the management of the Group. He served not only as General Manager of Corporate Planning Dept. of the Company but also built the foundation of the DX strategy since taking office of Senior Executive Officer of the Company in 2022. He has been responsible for Financial Strategy and IR since 2023, and promoted appropriate capital management policy and executed disciplined investments. He has made a great contribution in structural reform and management reform of the Group after taking office as Director in 2024.

For the reasons above, the Board has determined that he is a suitable candidate to carry out the tasks needed for realizing the Company's Long-Term Management Vision "Kirin Group Vision 2027" toward continuous improvement of corporate value and the Group's sustainable growth beyond that and overseeing the entire Kirin Group.

Notes:

1. No conflict of interests exists between the Company and Mr. Shinjiro Akieda.
 2. As for the attendance at the Board Meetings of Mr. Shinjiro Akieda, the Board Meetings applicable to him are only those held on and after March 28, 2024.
 3. Mr. Shinjiro Akieda is to resign from the position of Director of Kyowa Kirin Co., Ltd. upon the close of Kyowa Kirin Co., Ltd.'s 102nd Ordinary General Meeting of Shareholders to be held in March 2025, due to the expiration of his term of office.
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No. 6 **Hiroyuki Yanagi**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	November 20, 1954
Number of the Company's shares held	6,300 shares
Rate of and number of times attending Board Meetings	94% (15 times of 16 meetings)

Profile, title and responsibilities	
April 1978	Joined Yamaha Motor Co., Ltd.
March 2010	President, Chief Executive Officer and Representative Director of Yamaha Motor Co., Ltd.
January 2018	Chairman and Representative Director of Yamaha Motor Co., Ltd.
March 2019	Non-executive Director of the Company (Present Position) Outside Director of AGC Inc. (Present Position)
March 2021	Chairman and Director of Yamaha Motor Co., Ltd.
June 2021	Outside Director of Japan Airlines Co., Ltd. (Present Position)
January 2022	Director of Yamaha Motor Co., Ltd.
March 2022	Adviser of Yamaha Motor Co., Ltd. (Present Position)
June 2022	Outside Director, Mitsubishi Electric Corporation (Present Position)
Responsible for	Chairperson of the Board

Significant positions concurrently held at other companies and organizations

Adviser, Yamaha Motor Co., Ltd.
Outside Director, AGC Inc.
Outside Director, Japan Airlines Co., Ltd.
Outside Director, Mitsubishi Electric Corporation

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. Hiroyuki Yanagi has considerable experience acquired over many years as a corporate executive. He has a wide range of knowledge and particularly highly specialized expertise in brand development in the global market through technological development and innovation through his experience as President, Chief Executive Officer and Representative Director, and Chairman and Representative Director of Yamaha Motor Co., Ltd.. Based on this, we expect him to provide valuable opinions and suggestions to the management of the Company from an objective and professional perspective as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. Hiroyuki Yanagi.
2. Mr. Hiroyuki Yanagi is a candidate for the position of Non-executive Director.
3. As of the close of this Ordinary General Meeting of Shareholders, Mr. Hiroyuki Yanagi has served 6 years as a Non-executive Director since his election.
4. At Mitsubishi Electric Corporation, where Mr. Hiroyuki Yanagi is serving as an Outside Director, inappropriate quality-related practices at several manufacturing sites were discovered in and after

April 2021 and was issued a business suspension order and a business improvement order by the Ministry of Internal Affairs and Communications in respect of the Radio Act in March 2023. Although he was not aware of this fact in advance, which came to light after his appointment as Director of Mitsubishi Electric Corporation in June 2022, he regularly cautioned about the importance of compliance and its thoroughness in the Board, etc. In addition, after the discovery of this fact, he has been fulfilling his responsibilities by instructing measures to prevent recurrence, among others.

5. The Company has designated Mr. Hiroyuki Yanagi as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc., and filed a notification about him with the Exchange. If he is reappointed as a Non-executive Director of the Board, the Company will continuously file a notification about him as an independent officer with the Exchange.

No. 7 **Noriko Shiono**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	October 18, 1960
Number of the Company's shares held	11,489 shares
Rate of and number of times attending Board Meetings	100% (16 times of 16 meetings)

Profile, title and responsibilities

August 1983	Joined Japan New Media Co., Ltd.
March 2010	Representative Director, President of SSP Co., Ltd.
January 2014	President and Corporate Officer of Konami Sports & Life Co., Ltd. (currently Konami Sports Co., Ltd.)
May 2016	Chairman, Director of Konami Sports Co., Ltd.
October 2017	President of Widex Japan
March 2018	Non-executive Director of Kirin Company, Limited
March 2019	Strategic Advisor of the Company
March 2020	Non-executive Director of the Company (Present Position)
June 2024	Outside Director of JAPAN POST HOLDINGS Co., Ltd. (Present Position) Outside Director of Bengo4.com, Inc. (Present Position)

Responsible for	Chairperson of the Nomination & Remuneration Advisory Committee
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Significant positions concurrently held at other companies and organizations

Outside Director of JAPAN POST HOLDINGS Co., Ltd.
Outside Director of Bengo4.com, Inc.

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Ms. Noriko Shiono has considerable experience and a wide range of knowledge acquired over many years as a corporate executive. She has exceptional insight in corporate management and marketing based on her specialized expertise in pharmaceuticals and healthcare strategy as a Representative Director, President of SSP Co., Ltd., and as President of Widex Japan, a medical device manufacturer. Based on this, we expect her to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director, particularly for the Company to grow businesses in Health Science domain. For the reasons above, the Board has determined that she is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Ms. Noriko Shiono.
2. Ms. Noriko Shiono is a candidate for the position of Non-executive Director.
3. As of the close of this Ordinary General Meeting of Shareholders, Ms. Noriko Shiono has served 5 years as a Non-executive Director since her election.
4. Ms. Noriko Shiono was a Non-executive Director of Kirin Company, Limited for 1 year from March 2018 to March 2019.
5. The Company has designated Ms. Noriko Shiono as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc., and filed a notification about her with the Exchange. If she is reappointed as a Non-executive Director of the Board, the Company will continuously file a notification about her as an independent officer with the Exchange. As a result of the abolition of the Board of Directors of Kirin Company, Limited, she assumed the position of Strategic Advisor, which is equivalent to a Non-executive Director of the Company for 1 year from March 2019 to

March 2020. The Company has determined that her appointment will not affect the Company's independence.

No. 8 **Rod Eddington**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	January 2, 1950
Number of the Company's shares held	0 shares
Rate of and number of times attending Board Meetings	100% (16 times of 16 meetings)

Profile, title and responsibilities

September 1979	Joined John Swire & Sons (H.K.) Ltd.
April 1992	Managing Director of Cathay Pacific Airways Limited
April 2000	Chief Executive Officer of British Airways plc
January 2006	Outside Director of CLP Holdings Limited (Present Position)
March 2011	Director of LION PTY LTD
March 2012	Chairman, Independent Non-Executive Director of LION PTY LTD (Present Position)
March 2020	Non-executive Director of the Company (Present Position)

Significant positions concurrently held at other companies and organizations

Chairman, Independent Non-Executive Director of LION PTY LTD
 Outside Director, CLP Holdings Limited

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Sir Rod Eddington has exceptional insight in corporate management and corporate governance acquired through considerable experience as a corporate executive and director of numerous global companies over many years. In addition, since he serves as Chairman of an Advisory Council of the Australia Japan Business Co-operation Committee and as a member of the International Advisory Committee of Mitsubishi Corporation, he has a deep understanding of the economies and markets of Japan and other Asia-Pacific countries, and has built an expansive network. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company regarding its global strategy among others as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Sir Rod Eddington.
2. Sir Rod Eddington is a candidate for the position of Non-executive Director. He served as a Director of the Board of LION PTY LTD from March 2011 to March 2012, and as a Chairman of the company from March 2012 to the present. All of these positions were/are non-executive officers.
3. As of the close of this Ordinary General Meeting of Shareholders, Sir Rod Eddington has served 5 years as a Non-executive Director since his election.
4. The Company has designated Sir Rod Eddington as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc., and filed a notification about him with the Exchange. If he is reappointed as a Non-executive Director of the Board, the Company will continuously file a notification about him as an independent officer with the Exchange.
5. Sir Rod Eddington's name will be shown as "Roderick Eddington" in the commercial registration.

No. 9 **Shinya Katanozaka**



Candidate for Reelection
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	July 4, 1955
Number of the Company's shares held	1,800 shares
Rate of and number of times attending Board Meetings	100% (16 times of 16 meetings)

Profile, title and responsibilities

April 1979	Joined ALL NIPPON AIRWAYS CO., LTD. (currently ANA HOLDINGS INC.)
April 2013	Representative Director, Senior Executive Vice President of ANA HOLDINGS INC.
April 2015	Representative Director, President & Chief Executive Officer of ANA HOLDINGS INC.
June 2020	Outside Director of Tokio Marine Holdings, Inc. (Present Position)
April 2022	Representative Director, Chairman of the Board of Directors of ANA HOLDINGS INC.
March 2023	Non-executive Director of the Company (Present Position)
April 2024	Director of the Board, Chairman of the Board of Directors of ANA HOLDINGS INC. (Present Position)
Responsible for	Member of the Nomination and Remuneration Advisory Committee

Significant positions concurrently held at other companies and organizations

Director of the Board, Chairman of the Board of Directors, ANA HOLDINGS INC.
 Outside Director, Tokio Marine Holdings, Inc.

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. Shinya Katanozaka has considerable experience and a wide range of knowledge acquired over many years as a corporate executive. He has exceptional insight in promoting internationalization of management and diversity, fostering new businesses, brand strategy and marketing through his experience as a Representative Director, President & Chief Executive Officer, and Chairman of the Board of Directors of ANA HOLDINGS INC.. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. Shinya Katanozaka.
2. Mr. Shinya Katanozaka is a candidate for the position of Non-executive Director.
3. As of the close of this Ordinary General Meeting of Shareholders, Mr. Shinya Katanozaka has served 2 years as a Non-executive Director since his election.
4. ALL NIPPON AIRWAYS CO., LTD., where Mr. Shinya Katanozaka served as a Director of the Board until March 2022, was issued (i) a stern warning in December 2018, (ii) a business improvement recommendation in April 2019 and (iii) a business improvement order based on the Civil Aeronautics Act in May 2020 by the Ministry of Land, Infrastructure, Transport and Tourism due to inappropriate incidents involving aircrew drinking. He promoted efforts to prevent recurrence,

including installing stricter operating rules and regulations and a stronger alcohol testing system, as well as introducing other measures to raise awareness and strengthen and support self-management among the company group employees, such as alcohol education programs and counseling, among others.

5. Tokio Marine & Nichido Fire Insurance Co., Ltd., a subsidiary of Tokio Marine Holdings, Inc., where Shinya Katanozaka serves as an outside director, was issued a business improvement order from the Financial Services Agency in respect of the Insurance Business Act due to the adjustments of insurance premium with other companies, etc. in December 2023, and was issued a written cease and desist order and a written surcharge payment order from the Fair Trade Commission pursuant to the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade in November 2024. Although he was not aware of the fact in advance, he regularly cautioned about the importance of compliance and its thoroughness in the Board, etc. In addition, after the discovery of this fact, he has been fulfilling his responsibilities by instructing measures to prevent recurrence, among others.
6. The Company has designated Mr. Shinya Katanozaka as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc., and filed a notification about him with the Exchange. If he is reappointed as a Non-executive Director of the Board, the Company will continuously file a notification about him as an independent officer with the Exchange.



Candidate for Reelection

Candidate for Non-executive Director

Candidate for Independent Officer

Date of birth	March 17, 1959
Number of the Company's shares held	7,900 shares
Rate of and number of times attending Board Meetings	92% (12 times of 13 meetings)

Profile, title and responsibilities

April 1982	Entered the Ministry of Labor
April 2003	Lieutenant governor of Shiga Prefecture
July 2006	Director of Equal Employment Policy Div. of Equal Employment, Children and Families Bureau of the Ministry of Health, Labour and Welfare
July 2011	Director-General of the Saitama Labor Bureau of the Ministry of Health, Labour and Welfare
July 2013	Director-General of Industrial Accident Compensation Dept. of Labour Standards Bureau of the Ministry of Health, Labour and Welfare
July 2014	Director-General of Equal Employment, Children and Families Bureau of the Ministry of Health, Labour and Welfare
October 2015	Director-General for Labour Policy Planning of the Ministry of Health, Labour and Welfare
June 2016	Director-General for Statistics and Information Policy of the Ministry of Health, Labour and Welfare
July 2017	Director-General for Human Resources Development of the Ministry of Health, Labour and Welfare
March 2019	Audit & Supervisory Board Member of the Company
June 2019	Outside Director of Sansei Technologies, Inc. (Present Position)
June 2020	Outside Director of JFE Holdings, Inc. (Present Position)
March 2024	Non-executive Director of the Company (Present Position)

Responsible for	Member of Nomination and Remuneration Advisory Committee
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Significant positions concurrently held at other companies and organizations

Outside Director of Sansei Technologies, Inc.

Outside Director of JFE Holdings, Inc.

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Ms. Yoshiko Ando, as a government official, has been engaged over many years in policy planning in labor administration and has highly specialized expertise, considerable experience, and a high level of insight in a wide range of fields of employment and labor including promotion of women's participation and advancement. Based on this, we expect her to provide valuable opinions and suggestions to the management of the Company from an objective and professional perspective as an Independent Non-executive Director. For the reasons above, the Board has

determined that she is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value. Although Ms. Yoshiko Ando has no experience in company management, for the reasons above, the Company believes that she will be able to appropriately execute her duties as a Non-executive Director.

Notes:

1. No conflict of interests exists between the Company and Ms. Yoshiko Ando.
2. Ms. Yoshiko Ando is a candidate for the position of a Non-executive Director.
3. Ms. Yoshiko Ando was an Audit & Supervisory Board Member of the Company for 5 years from March 2019 to March 2024.
4. As of the close of this Ordinary General Meeting of Shareholders, Ms. Yoshiko Ando has served 1 year as a Non-executive Director since her election.
5. As for the attendance at the Board Meetings, the Board Meeting applicable to her is only that was held after her appointment on March 28, 2024. Ms. Yoshiko Ando attended all three (3) Board of the Meetings as Audit & Supervisory Board Member before resigning from the office of Audit & Supervisory Board Member.
6. The Company has designated Ms. Yoshiko Ando as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc., and filed a notification about her with the Exchange. If she is reappointed as a Non-executive Director of the Board, the Company will continuously file a notification about her as an independent officer with the Exchange.

**New Candidate****Candidate for Non-executive Director****Candidate for Independent Officer**

Date of birth	February 11, 1960
Number of the Company's shares held	0 shares

Profile, title and responsibilities

April 1985	Joined Nomura Research Institute, Ltd.
June 2015	Representative Director, Senior Executive Managing Director of Nomura Research Institute, Ltd.
April 2016	Representative Director, President & CEO of Nomura Research Institute, Ltd.
June 2019	Representative Director, Chairman of the Board of Directors and President & CEO of Nomura Research Institute, Ltd.
April 2024	Representative Director, Chairman of the Board of Directors of Nomura Research Institute, Ltd.
June 2024	Director of the Board, Chairman of the Board of Directors of Nomura Research Institute, Ltd. (Present Position) Outside Director of Sony Group Corporation (Present Position)

Significant positions concurrently held at other companies and organizations

Director of the Board, Chairman of the Board of Directors of Nomura Research Institute, Ltd.
Outside Director of Sony Group Corporation

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Mr. Shingo Konomoto has considerable experience and a wide range of knowledge acquired over many years as a corporate executive. He has exceptional insight in overseas businesses, M&A, and ICT/DX through his experience as Representative Director, President & CEO and Chairman of the Board of Directors of Nomura Research Institute, Ltd.. Based on this, we expect him to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that he is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Mr. Shingo Konomoto.
2. Mr. Shingo Konomoto is a candidate for the position of Non-executive Director.
3. If Mr. Shingo Konomoto is elected and appointed as a Director of the Board, the Company will designate him as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc. and file a notification about him with the Exchange. Although there is a payment of outsourcing fees by the Company and a subsidiary of the Company to Nomura Research Institute, Ltd., where he serves as Director of the Board and Chairman of the Board of Directors, the amount of payment to Nomura Research Institute, Ltd. during this fiscal year is less than 0.1% of its consolidated revenue. Therefore, we believe that Mr. Shingo Konomoto has sufficient independence where there is no possibility of conflict of interests with general shareholders.

No. 12 **Naoko Mikami**



New Candidate
Candidate for Non-executive Director
Candidate for Independent Officer

Date of birth	March 12, 1961
Number of the Company's shares held	100 shares

Profile, title and responsibilities

April 1983	Joined Ajinomoto Co., Inc.
January 2010	Joined C'BON COSMETICS Co., Ltd.
June 2019	Representative Director, Vice President, Executive Officer of C'BON COSMETICS Co., Ltd
June 2021	Outside Director of Showa Sangyo Co., Ltd. (Present Position)
March 2022	Outside Director of Earth Corporation (Present Position)
March 2024	Outside Director of Kuraray Co., Ltd. (Present Position)

Significant positions concurrently held at other companies and organizations

Outside Director of Showa Sangyo Co., Ltd.
 Outside Director of Earth Corporation
 Outside Director of Kuraray Co., Ltd.

Reasons for nomination as a candidate for Non-executive Director and outline of expected roles

Ms. Naoko Mikami has considerable experience and a wide range of knowledge acquired over many years as a corporate executive in health science-related companies. She has exceptional insight in research and production areas, and cosmetics business. Based on this, we expect her to provide valuable opinions and suggestions from an objective and professional perspective to the management of the Company as an Independent Non-executive Director. For the reasons above, the Board has determined that she is a suitable candidate to oversee business execution of the Company toward continuous improvement of corporate value.

Notes:

1. No conflict of interests exists between the Company and Ms. Naoko Mikami.
2. Ms. Naoko Mikami is a candidate for the position of Non-executive Director.
3. If Ms. Naoko Mikami is elected and appointed as a Director of the Board, the Company will designate her as an independent officer in accordance with the provisions of the Tokyo Stock Exchange, Inc. and file a notification about her with the Exchange.

Contracts for Limitation of Liability

Pursuant to Article 427, paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Hiroyuki Yanagi, Ms. Noriko Shiono, Sir Rod Eddington, Mr. Shinya Katanozaka and Ms. Yoshiko Ando to limit their liability under Article 423, paragraph 1 of the Companies Act, and the maximum amount of liability under such agreements is the minimum liability amount stipulated by Article 425, paragraph 1 of the Companies Act. If each of them is elected and assumes office as Director of the Board, the Company plans to continue such agreements. If Mr. Shingo Konomoto and Ms. Naoko Mikami are elected and assume offices as Director of the Board, the Company will enter into a new agreement with the same content with each of them.

Indemnification Agreement

Pursuant to Article 430-2, paragraph 1 of the Companies Act, the Company has entered into indemnification agreements with Mr. Yoshinori Isozaki, Mr. Takeshi Minakata, Ms. Junko Tsuboi, Mr. Toru Yoshimura, Mr. Shinjiro Akieda, Mr. Hiroyuki Yanagi, Ms. Noriko Shiono, Sir Rod Eddington, Mr. Shinya Katanozaka and Ms. Yoshiko Ando under which the Company will indemnify each of them for the expenses referred to in Article 430-2, paragraph 1, item (i) of the Companies Act and the losses referred to in item (ii) of the same paragraph to the extent permitted by laws and regulations. If each of them is elected and assumes office as Director of the Board, the Company plans to continue such agreements. If Mr. Shingo Konomoto and Ms. Naoko Mikami are elected and assume offices as Director of the Board, the Company will enter into a new agreement with the same content with each of them.

Directors and Officers Liability Insurance Contracts

- The Company has entered into Directors and Officers liability insurance contracts with an insurance company as provided in Article 430, paragraph 3, item (i) of the Companies Act (hereinafter referred to as “D&O Insurance”), wherein the insured persons include Directors of the Board, Audit & Supervisory Board Members, Executive Officers, etc. of the Company and its subsidiaries. An outline of the contents of the D&O Insurance is as described on page 62.
- If each candidate is elected and assumes office as Director of the Board, all the Directors of the Board will be insured by the D&O insurance.
- The term of the D&O insurance is 1 year and it is scheduled to be renewed by resolution of the Board prior to the expiration of the term.

(Reference)

Major Reorganizations of the Company

- In July 2007, the Company changed its former name, Kirin Brewery Company, Limited, to Kirin Holdings Company, Limited, and became a pure holding company, while the Company’s domestic alcoholic beverages business was transferred to a separate company through a corporate split. The separate company was renamed Kirin Brewery Company, Limited.
- In January 2013, the administration function of the Japan Integrated Beverages Business of the Company was transferred to Kirin Company, Limited, through a corporate split. Kirin Company, Limited was liquidated in July 2019 as a result of an absorption-type merger, whereby the Company became only surviving entity.

Skills Required for the Board of Directors and Audit & Supervisory Board

The Company places CSV* at the core of its management, and has adopted a pure holding company structure as a framework to oversee its diverse and global business development with three core areas: Food, Pharmaceuticals and Health Science.

The structure of company with company auditors system has been adopted as the institutional design, and in order to maintain and improve a governance system that is highly transparent to stakeholders, the Board, of which independent Non-executive directors are the majority, works closely with Audit & Supervisory Board to make final decisions on important matters and strengthen management oversight functions. In addition, an executive officer system has been introduced to flexibly execute strategies for each business and function and to clarify execution responsibilities.

In order for this supervisory and execution system to function properly, and to achieve sustainable growth of the Kirin Group and improvement of corporate value, the Board and Audit & Supervisory Board are required to possess the necessary skills as a whole while ensuring diversity in terms of gender, internationality and other aspects. This requirement also applies to the executives.

From the above perspectives, the Company has selected the skills required for the Board and the Audit & Supervisory Board as follows.

First, comprehensive capabilities of "Corporate Management" through experience in management and business executives, and expertise and experience in "CSV," which is the foundation of the Company's management, are important skills as the basic premise.

Second, in making final decisions on important matters, it is necessary to have a deep understanding of the Company's business domain. In particular, expertise and experience in "Health Science" and "Pharmaceuticals," which will drive the long-term growth of Kirin Group, are skills that the Company, which oversees Kirin Group, should prioritize. In addition, expertise and experience in the following areas are required: "R&D," "Manufacture," "Quality Assurance," and "Brand Strategy/Marketing," which form the foundation of the Company's business domain; "Overseas Business," which is necessary to promote global expansion; "ICT/DX," which is becoming essential to transforming business models; and "HR/Organization Development," which supports the implementation of these business and functional strategies.

The above mentioned skills are required to fulfill the supervisory function over management. In addition, expertise and experience in "Finance/Accounting," "Legal," "Risk Management" and "ESG" are particularly essential from the perspective of realizing effective corporate governance.

In the skill matrix on the following pages, highly related skills are listed together. Although the necessary skills will change in accordance with future changes in the business environment, the Company believes that the Board and Audit & Supervisory Board as a whole possesses the skills required at this time if Proposal No. 2 "Election of twelve (12) Directors of the Board" is approved and passed as proposed.

*Creating Shared Value: Combined added value for consumers as well as for society at large.

Expertise and Experience of Directors of the Board (Skill Matrix)

The expertise and experience of each Director of the Board if Proposal No. 2 is approved as originally proposed will be as follows.

Name	Gender	Expertise and Experience									
		Corporate Management	CSV / ESG	Finance / Accounting	HR / Organization Development	Legal / Risk Management	Manufacture / Quality Assurance	Brand Strategy / Marketing	Overseas Business	R&D / Health Science / Pharmaceuticals	ICT / DX
Yoshinori Isozaki	Male	•	•	•		•		•	•	•	
Takeshi Minakata	Male	•	•	•			•		•	•	
Junko Tsuboi	Female	•	•		•	•		•		•	
Toru Yoshimura	Male	•	•	•			•		•	•	•
Shinjiro Akieda	Male	•	•	•		•		•	•		•
Hiroyuki Yanagi	Male	•	•				•	•	•		
Noriko Shiono	Female	•	•					•	•	•	
Rod Eddington	Male	•	•	•					•		
Shinya Katanozaka	Male	•	•		•			•	•		
Yoshiko Ando	Female		•		•	•					
Shingo Konomoto	Male	•							•		•
Naoko Mikami	Female	•					•			•	

Expertise and Experience of Audit & Supervisory Board Members (Skill Matrix)

The expertise and experience of each Audit& Supervisory Board Members.

Name	Gender	Expertise and Experience									
		Corporate Management	CSV / ESG	Finance / Accounting	HR / Organization Development	Legal / Risk Management	Manufacture / Quality Assurance	Brand Strategy / Marketing	Overseas Business	R&D / Health Science / Pharmaceuticals	ICT / DX
Shobu Nishitani	Male		•	•					•	•	
Toru Ishikura	Male		•				•			•	•
Kaoru Kashima	Female		•	•	•						
Kenichi Fujinawa	Male		•			•			•	•	
Yoko Dochi	Female		•	•					•		

Expertise and Experience of Senior Executive Officers (Skill Matrix)

The Company adopts an executive officer based system. The expertise and experience of Senior Executive Officers, who are not concurrently assuming the position of Director of the Board and will be appointed in the Board meeting following the conclusion of this Ordinary General Meeting of Shareholders, are as follows.

Name	Gender	Expertise and Experience									
		Corporate Management	CSV / ESG	Finance / Accounting	HR / Organization Development	Legal / Risk Management	Manufacture / Quality Assurance	Brand Strategy / Marketing	Overseas Business	R&D / Health Science / Pharmaceuticals	ICT / DX
Mitsuharu Yamagata	Male		•					•	•	•	•
Hiroshi Fujikawa	Male	•	•		•			•	•		
Akiyoshi Iwasaki	Male	•	•				•		•		
Kazufumi Nagashima	Male	•	•				•		•	•	
Hama Toshihito	Male	•	•		•	•			•		
Daisuke Fujiwara	Male		•					•		•	
Hideki Horiguchi	Male	•	•	•				•	•		
Kazuhiro Inoue	Male	•	•	•				•		•	
Koji Fukada	Male	•	•	•			•		•	•	
Hideki Mitsuhashi	Male	•	•	•		•			•	•	•

Policy for the nomination of Directors, Executive Officers and Audit and Supervisory Board Members

- The Kirin Group, having expanded its business globally with Japan as its core in the fields of food and health, intends to carry out its decision-making and management monitoring in a more appropriate fashion and at a higher level. To this end, Directors, Executive Officers and Audit and Supervisory Board members shall be appointed upon taking into account the balance of their experience, achievements and specialization, etc. in relation to the Kirin Group's key businesses and business management. A number of persons having a wealth of management experience, advanced specialized knowledge, and extensive expertise shall be appointed as Non-executive Director of the Board and Non-standing Audit and Supervisory Board members.
- One or more persons with sufficient knowledge of finance and accounting shall be appointed as Audit & Supervisory Board Members.
- The appointment/dismissal of Directors and Executive Officers shall be decided by the Board of Directors upon deliberation by the Nomination and Remuneration Advisory Committee, taking performance into account; and proposals for the nomination/dismissal of Directors shall be discussed at general meetings of shareholders. The nomination/dismissal of Audit and Supervisory Board Members shall be discussed by the Nomination and Remuneration Advisory Committee, and shall then be decided by the Board of Directors and discussed at a general meeting of shareholders (the appointment of Audit and Supervisory Board members shall require the consent of the Audit and Supervisory Board).

- The aforementioned policies and procedures for the appointment of Directors, Executive Officers and Audit & Supervisory Board Members, as well as the skills matrix listing their knowledge, experience and abilities, shall be disclosed on the Company's website, etc.
- Reasons for the nomination/dismissal of candidates for the positions of Directors and Audit and Supervisory Board members shall be indicated on reference documents, etc. for general meetings of shareholders.

Nomination & Remuneration Advisory Committee

- The Nomination and Remuneration Advisory Committee shall be set up to deal with the nomination and remuneration of Directors, Executive Officers and Audit and Supervisory Board members.
- The Nomination and Remuneration Advisory Committee shall be composed of Directors, the majority of whom shall be independent Non-Executive Directors, and its Chairman shall be appointed from independent Non-Executive Directors. As an advisory body to the Board of Directors, the Nomination and Remuneration Advisory Committee shall discuss the following matters from an objective and fair perspective, and report to the Board of Directors:
 - 1) Policy for the appointment/dismissal of Directors, Executive Officers and Audit and Supervisory Board members, and proposal of candidates
 - 2) Plans for the succession of the President & CEO
 - 3) System, standards and amounts for the remuneration of Directors, Executive Officers and Audit and Supervisory Board members
 - 4) Proposal of candidates for the positions of chairman, president and director at the Company's key Group companies based on the nature and scale of their business; remuneration systems and standards

Criteria regarding the Independence of Non-executive Directors and Non-standing Audit & Supervisory Board Members

- Please refer to the following URL for the Company's criteria regarding the independence of Non-executive Directors and Non-standing Audit & Supervisory Board Members.
https://www.kirinholdings.com/en/purpose/files/pdf/independencecriteria_officer_1.pdf

Proposal No. 3: Partial revision to the framework of remuneration to Eligible Directors and Officers relating to the Trust-type Stock Compensation Plan

[Points of revision]

- The current system consists of three components: (1) "Single Year PSU" linked to the degree of achievement of performance in a single fiscal year, (2) "RSU" with no performance achievement conditions attached, and (3) "Medium-Term Plan PSU" linked to the degree of achievement of targets in the Medium-Term Management Plan.
- The revised system will consist of two components: (2) above and "PSU," which is linked to the degree of achievement of performance targets, etc. in the three-year rolling business plan. There will be no revision of the amount of remuneration.

1. Reasons for the proposal and reasons to deem the revision of the existing framework to be appropriate

Following approval at the 183rd Ordinary General Meeting of Shareholders held on March 30, 2022, the Company revised the amount and the framework of remuneration, etc. relating to the trust-type stock compensation plan for the Company's Directors of the Board (excluding Non-executive Directors) and Executive Officers (excluding those concurrently serving as Directors of the Board, and those in an employment relationship with the Company) ("Eligible Directors and Officers") who are residents in Japan (the "Trust Plan"), as well as performance-linked and stock-price-linked remuneration plans for Eligible Directors and Officers who are non-residents in Japan (the "Phantom Stock Plan"; together with the "Trust Plan", the "Stock Compensation Plan").

Consequently, the Company proposes partially revise the framework of remuneration relating to the Stock Compensation Plan.

The Trust Plan is comprised of the performance share unit linking to the level of achievement of performance for a single fiscal year (the "Single-Year PSU"), the restricted share unit without performance requirements (the "RSU"), and the performance share unit linking to the level of achievement of performance under the Medium-Term Business Plan. With regard to this composition, in order to strengthen incentives for medium- to long-term performance improvement and corporate value increase by increasing the linkage between the achievement of the targets of the Medium-Term Business Plan and remuneration, and to make this plan more shareholder-oriented, from fiscal year 2025, the Company will discontinue the Single-Year PSU for the performance-linked portion by which the Trust Plan will be comprised of RSU and performance share units (the "PSU"), which is linked to the degree of achievement of performance targets, etc. in the three-year rolling business plan. The Company's Medium-Term Business Plan was formulated every three fiscal years until fiscal year 2024, however, from fiscal year 2025 and thereafter, it will be formulated and reviewed annually as a rolling business plan. In addition, Eligible Directors and Officers who are not residents in Japan or eligible under the Trust Plan, the Phantom Stock Plan shall be continuously operated in a manner that corresponds to the revised Trust Plan. The Company considers that such revision is appropriate as it is consistent with the "Policy for Determining Officers' Remuneration, etc." described in pages 33 to 35, and was duly deliberated upon by the Nomination & Remuneration Advisory Committee.

If Proposal No. 2 "Election of twelve (12) Directors of the Board" is approved as originally proposed, the number of Directors of the Board to whom the Trust Plan will apply will be five (the number of Executive Officers to whom the Trust Plan will apply will be ten). At present, it is anticipated that there will not be any Directors of the Board and Executive Officers to whom the Phantom Stock Plan will apply. Additionally, employee salaries are not paid to Directors of the Board.

While the Stock Compensation Plan is also applied to the Company's Executive Officers as stated above, and the types of remuneration based on the Stock Compensation Plan includes those for these

Executive Officers, the Company seeks to establish the same trust for Eligible Directors and Officers, and request approval for the framework of the entire remuneration based on the Stock Compensation Plan.

2. Outline of the revised Stock Compensation Plan as well as the framework of remuneration, etc. Plan

(1) The Trust Plan

The Trust Plan is a medium- to long-term incentive plan for multiple fiscal years. Under the Trust Plan, a trust established and funded by the Company (the “Trust”) acquires Company’s shares. In principle, it shall deliver and pay the Company’s shares and cash equivalent to the proceeds from the realization of the Company’s shares that are realizable (collectively, the “Company’s Shares and Cash”) to Eligible Directors and Officers who have been granted points pursuant to the Company’s Share Delivery Rules, corresponding to the number of points granted.

In addition, if the trust period of the Trust expires, the Trust Plan will continue to be implemented by establishing a new Trust, or by modifying the trust agreement of the existing Trust for which the trust period has expired and adding a Trust.

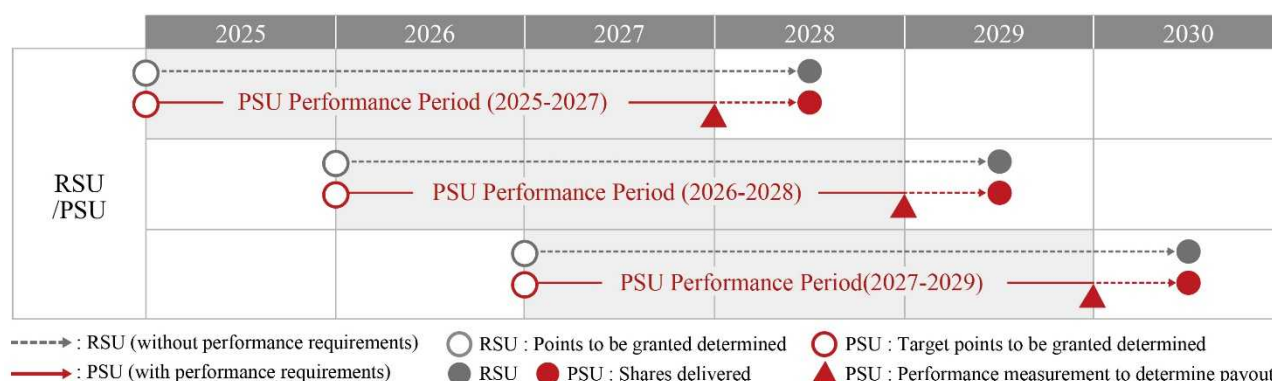
For fiscal year 2025 and thereafter, the Trust Plan will be the Trust Plan until fiscal year 2024 with some necessary changes related to the discontinuation of Single-Year PSU as stated in 1. above to the Trust Plan until the fiscal year 2024 are made, and the outline is as follows (Underlined are changes due to revision).

1) Those eligible under the Trust Plan	- The Company’s Eligible Directors and Officers who are residents in Japan
2) Upper limit of the cash contribution by the Company	- ¥1,450 million per fiscal year (the Company shall deliver cash up to the amount calculated by multiplying ¥1,450 million by the number of years during the trust period (initially three years) in the first year of the trust period.)
3) Method for acquiring the Company’s shares and upper limit to the number of the Company’s shares to be delivered, etc.	<ul style="list-style-type: none"> - Planned to acquire either from the stock market or the Company - The upper limit of the total number of points granted to the Eligible Directors and Officers per fiscal year shall be 1,000,000 points. (One point is granted by converting one share of the Company's common stock into one point. (In this case, the upper limit shall amount to 1,000,000 shares*.) - However, for the Company’s shares realizable under the Company’s Share Delivery Rules, an amount of cash equivalent to the proceeds from the realization shall be paid.) - RSU will grant points, the number of which shall predetermined fixed points based on the stock compensation base amount for each executive rank in each applicable fiscal year. - <u>PSU will grant points, the number of which shall be calculated by multiplying the performance-linked factor (see 4) below) by basic points based on the stock compensation base amount for each executive rank for each position in each applicable fiscal year</u>

4) Details of performance requirements, etc.	<ul style="list-style-type: none"> - No performance requirements shall be imposed for the RSU. - <u>PSU, the performance-linked factor which forms the basis of calculating respective points shall be evaluated based on the level of achievement etc. of financial and non-financial indicators under the Business Plan for each performance evaluation period (three fiscal years). (It shall be variable between 0% and 200%.)</u>
5) Timing of the delivery and payment of the Company's Shares and Cash	<ul style="list-style-type: none"> - In principle, at a certain point in time after three years from the start of the applicable fiscal year.
6) Conditions for deprivation and return, etc.	<ul style="list-style-type: none"> - If it is determined by the Board of Directors that any Eligible Directors and Officers committed an illegal act or otherwise falls under any of the certain cases specified by the Company's Share Delivery Rules, the Company may deprive those individuals of the right to receive remuneration under the Trust Plan, or may demand those individuals to return to the Company any cash equivalent to the Company's Shares and Cash.

* The upper limit to the total number of points granted to the Eligible Directors and Officers per fiscal year shall be the sum of RSU, and PSU. It is equivalent to approximately 0.123% of the total number of the Company's shares outstanding (as of December 31, 2024, excluding treasury shares). In the event that the Company's shares in the Trust increase or decrease due to a share split or share consolidation during the trust period, the Company shall adjust the number and value of the Company's Shares and Cash to be delivered depending on the ratio of such increase or decrease.

The image of the Trust Plan (after amendment) is illustrated in the figure below.



(2) The Phantom Stock Plan

Under the Phantom Stock Plan, pursuant to the Company's Share Delivery Rules, the Eligible Directors and Officers who are non-residents in Japan shall, in principle, be granted points calculated by the same formula as under the Trust Plan, and shall be paid a cash amount equivalent to the amount of the Company's shares for the Delivery to the Eligible Directors and Officers under the Trust Plan (including the Company's shares realizable under the Trust Plan) commensurate with the number of such granted points.

As for cash to be paid to Directors of the Board under the Phantom Stock Plan, the total amount recorded as expenses with respect to such payment, and the amount of fixed basic remuneration of Directors of the Board and bonuses for Directors of the Board excluding Non-executive Directors shall not exceed the limit of monetary compensation of Directors of the Board (¥1,520 million per year).

(Reference)

Policy for Determining Officers' Remuneration, etc. (Summary)

The Company resolved the following matters at a Board meeting held on February 14, 2025, as a new policy for determining officers' remuneration, etc. for the fiscal year 2025 and thereafter in lieu of the policy for determining officers' remuneration, etc. described in pages 62 to 66.

(1) Basic policy on officers' remuneration, etc.

- (i) The Company shall establish a remuneration structure that emphasizes the linkage of remuneration with business performance and medium- to long-term corporate value and share value with the shareholders.
- (ii) Remuneration levels shall be appropriate for the roles and responsibilities of the Kirin Group's officers.
- (iii) Remuneration shall be deliberated by the Nomination & Remuneration Advisory Committee, of which Non-executive Directors shall constitute the majority, in order to ensure objectivity and transparency.

(2) Remuneration structure and recipients

Remuneration, etc. for officers of the Company is comprised of three parts: basic remuneration as fixed remuneration, bonuses as short-term incentive remuneration, and stock-based remuneration as a medium- to long-term incentive. Non-executive Directors are responsible for monitoring and advising the management of the Company and the Kirin Group as a whole from an objective point of view and Corporate Auditors are responsible for monitoring by the Directors of the Board from an objective point of view. Accordingly, Non-executive Directors and Corporate Auditors respectively shall only receive basic remuneration.

Basic remuneration	Annual sum comprised of fixed remuneration based on the executive rank and responsibilities and additional remuneration based on responsibilities is divided equally by 12 and paid each month.
Bonuses	Performance-linked remuneration for motivation to achieve annual performance targets of each fiscal year and engage in initiatives for future growth; assuming the amount to be paid upon achievement of a target (base amount) predetermined for each executive rank and responsibility is set at 100%, this remuneration is variable between 0% and 200% depending on the level of achievement of the performance target; and lump-sum payment after the end of each fiscal year.
Stock-based remuneration	The Company adopts the Trust-type Stock Compensation Plan. Stock-based remuneration shall be comprised of the RSU (restricted share unit) without performance requirements and PSU (performance share units) which is paid in conjunction with the level of achievement of performance targets of a three-year rolling business plan. As a general rule, at a certain time after three years have elapsed from the start of each eligible fiscal year, shares and money will be paid in a lump sum in a 50:50 ratio according to the points awarded.

(Note): Non-residents in Japan shall be applied a performance-linked and stock-price-linked remuneration plan (Phantom Stock Plan) in lieu of the Trust-type Stock Compensation Plan. Under this plan, the Company will pay cash equivalent to the amount of the Company's shares (including the Company's shares that are subject to conversion and disposal under the

Trust-type Stock Compensation Plan) calculated using the same formula as the Trust-type Stock Compensation Plan in accordance with the Company's Share Delivery Rules.

(3) Ratio of performance-linked remuneration

The ratio of remuneration structure for the President & CEO shall be: the basic remuneration to the base amount of performance-linked remuneration is approximately 30:70 (of which the ratio of bonuses to stock-based remuneration is 30:40). The remuneration structure for other Eligible Directors and Executive Officers (excluding Non-executive Directors) shall be determined in a similar manner as above in consideration of their executive rank and responsibilities. The composition ratio of the RSU and PSU in the stock compensation base amount shall be common to all intended beneficiaries (approximately 30:70).

(4) Scheme for performance-linked remuneration

The policy for determining the calculation method for the Company's Performance-linked Remuneration is as follows.

(i) Bonuses

For the evaluation indicators for bonuses, corporate performance evaluation (consolidated normalized operating profit) and individual performance evaluation are selected in order to promote steady revenue growth and strategy execution for the entire Kirin Group and major businesses. For the presidents of the operating companies and the Officer in charge of health science strategy, business performance evaluation (normalized operating profit of each business, etc.) will also be added as an evaluation indicator. The amount to be paid upon achievement of a target (bonus base amount) is predetermined for each executive rank and responsibility. Assuming it is set at 100%, bonuses shall range from 0% to 200% depending on the level of achievement of the performance target.

(ii) Stock-based remuneration

For the evaluation indicators for stock-based remuneration, ROIC, EPS and Non-Financial Indicators (environment, community, health, and human capital) are selected in order to promote improvement of shareholder value over the medium- to long-term and to create social value. RSU will grant points, the number of which shall be predetermined fixed points based on the stock compensation base amount for each executive rank. PSU will grant points, the number of which shall be calculated by multiplying the performance-linked factor based on the level of achievement etc. of the business plan by basic points based on the stock compensation base amount for each executive rank. At a certain point in time after three years have passed since the start of the Performance Evaluation Period, the number of shares of the Company's common stock equivalent to 50% of the points (1 point is equivalent to 1 share of the Company's common stock) for the Performance Evaluation Period (three fiscal years) will be delivered, and the number of shares of the Company's common stock equivalent to the remaining points will be paid in cash equivalent to the amount of the proceeds from the sale of the shares.

(5) Method for determining officers' remuneration, etc.

In order to ensure fair and reasonable operation of this plan in accordance with the basic policy described in (1)–(4) above, remuneration, etc. for officers is deliberated on by the Nomination & Remuneration Advisory Committee, of which independent directors constitute a majority and an independent director is the chair. The Nomination & Remuneration Advisory Committee reports to the Board of Directors.

The specific remuneration for each Director of the Board and Executive Officer is determined by the Board of Directors within the limit of remuneration resolved in advance at a general meeting of shareholders in consideration of a report submitted by the Nomination & Remuneration Advisory Committee.

As for bonuses, however, the determination of the individual performance evaluation and the individual payment ratio regarding individual performance evaluation for each officer is delegated to the Nomination & Remuneration Advisory Committee. In this determination, the Nomination & Remuneration Advisory Committee will deliberate on the draft prepared through a certain process.

(6) Other matters

In the event of significant changes in the business environment due to an occurrence of unexpected, extraordinary events, the Company may make a discretionary judgment in a resolution of the Board of Directors after extraordinary deliberation by the Nomination & Remuneration Advisory Committee as necessary.

- END -

BUSINESS REPORT

(For the period January 1 to December 31, 2024)

1. Overview of Kirin Group business operations

(1) Result of business operations

➤ **Consolidated sales revenue:**

In addition to the alcoholic beverages, soft drinks and pharmaceuticals businesses, the health science business also saw an increase in sales revenue due to the consolidation of Blackmores, resulting in an increase in sales revenue for the entire group.

➤ **Consolidated Normalized operating profit ^{*1}:**

In addition to the soft drinks business seeing an increase in Normalized operating profit due to the strong performance of Coca-Cola Northeast, the health science business also saw an increase in Normalized operating profit due to the consolidation of Blackmores, resulting in an increase in Normalized operating profit for the entire group.

➤ **Profit attributable to the owners of the Company:**

Due to factors such as the loss on step acquisition^{*2} associated with the consolidation of FANCL and the impact of the transfer of the amino acid business of Kyowa Hakko Bio.

2024 Review

In 2024, the environment surrounding the company has changed at an accelerating pace, with major economic and social consequences. Globally, conflicts and disputes among major powers have further heightened geopolitical tensions. Economically, the situation remains uncertain despite the calming of inflation, especially in the U.S., and the gradual recovery of the domestic economy.

In addition, environmental measures are urgently needed due to the frequency of extreme weather events and disasters in many countries around the world. In the digital ICT field, the practical application of generative AI and quantum technology is accelerating and having a significant impact on industry.

As the social environment undergoes major changes and becomes more complex, consumers' values and lifestyles are becoming more diverse than ever before, and we are entering an era of great change in which conventional wisdom is no longer applicable.

With "Creating Shared Value (CSV^{*3})" at the core of its management, the Kirin Group aims to achieve sustainable growth by flexibly responding to severe changes in the business environment through its unique business portfolio management, which includes health science in addition to alcoholic beverages, pharmaceuticals, and beverage products.

In 2024, in order to further evolve CSV management and increase the degree of strategy execution in each business, we shifted to a new management structure with two members, CEO and COO, and worked to maximize corporate value.

Consequently, we created results in expansion of business profit in the alcoholic beverages and beverages business, strengthening of the global foundation of the pharmaceutical business, and expansion of the scale of the health science business in line with the *Kirin Group 2022-2024 Medium-Term Business Plan* and achieved a record-high normalized operating profit.

1 This is a profit indicator that measures the ordinary performance of the business by deducting the cost of sales and selling, general and administrative expenses from revenue.

2 When a company that is accounted for using the equity method is made a subsidiary by acquiring additional shares, the difference between the fair value at the time of acquisition and the previous investment amount is recorded as profit or loss for the period.

3 Creating Shared Value: Combined added value for consumers as well as for society at large.

In terms of ESG initiatives, we have received high praise from external organizations, and for the fourth consecutive year, we have received an "AA" rating in the MSCI ESG Rating^{*4}, an ESG index, on par with leading global companies in CSV management.

Kirin Holdings was also selected as one of the SX Brands^{*5} (Sustainability Transformation Brands) 2024 initiated by Japan's Ministry of Economy, Trade and Industry and the Tokyo Stock Exchange.

In addition, Kirin Holdings received the highest overall ranking for SDGs Management in the 6th Nikkei SDGs Management Survey for the sixth year in a row. Kirin Holdings' efforts to address social issues through its business operations and information disclosure of natural capital initiatives were highly praised.

4 A rating by Morgan Stanley Capital International (MSCI), Inc. of the United States, as measured by resilience to environmental, social, and governance risks, rated AAA-CCC.

5 Launched by the Ministry of Economy, Trade and Industry (METI) and the Tokyo Stock Exchange in 2024, this program selects companies that promote sustainable corporate value creation.



Results for this fiscal year

Consolidated revenue

¥2,338.4 billion (up 9.6% compared to the previous fiscal year)

Consolidated normalized operating profit

¥211.0 billion (up 4.7% compared to the previous fiscal year)

Consolidated profit before tax

¥139.7 billion (down 29.1% compared to the previous fiscal year)

Profit attributable to owners of the Company

¥58.2 billion (down 48.3% compared to the previous fiscal year)

Key performance indicators

■ Financial targets	Normalized EPS	
	¥172	(down 2.8% compared to the previous fiscal year)
	ROIC	4.1%

Item	Theme	Proposed non-financial indicators for external disclosure	2024 result
Environment	Climate change	Reduction rate of GHG emissions Scope 1+2 vs. 2019	36% ^{*1}
	Containers and Packaging	Recycling rate of resin for PET bottles	36%
	Water resources	Water use intensity at manufacturing sites with high water stress Lion (Australia) (Unit of water use = water use ÷ production volume)	3.1 kl/kl
Health	Progress of medium-term health science strategy	Achievement level in supporting the maintenance of immune function ① Recognition rate of LC-Plasma function in Japan ② Number of people continuing to take LC-Plasma	① 31% ② 780,000
		Achievement level of new value creation in the immunity, brain function, and intestinal environment areas and achievement of "Promotion of Collaboration in the Medical Field"	Undisclosed* 2
Employees	Organizational culture	Employee engagement score	71
	Diversity	Level of achievement in increasing diversity ^{*3} ① Ratio of female managers in Japan ② Ratio of mid-career hires in Japan	① 15.9% ② 42.9%
	Occupational health and safety	Lost time injury frequency rate ^{*4}	0.90 ^{*1}

*1 Current forecast before actual results are finalized

*2 Specific component indicators and target levels are not disclosed for strategic reasons, as they include content related to intellectual property.

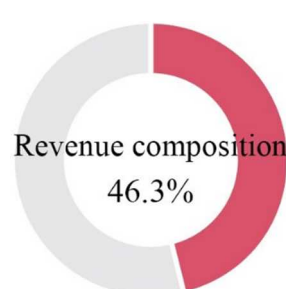
*3 The target group is employees of Kirin Holdings.

*4 Major group companies that have production and logistics functions within the group will be included. Partner companies within the plant/brewery premises are also

Alcoholic Beverages Business: Kirin Brewery Company, Limited (Kirin Brewery), Lion Pty Ltd. (Lion)

Consolidated sales revenue ¥1,081.7 billion, up 3.5%

Consolidated normalized operating profit ¥124.0 billion, up 3.4%



Kirin Brewery has achieved an attractive beer brand system by strengthening investment in its mainstay brands and introducing new products that meet consumer needs in anticipation of a single liquor tax in 2026.

We worked to revitalize the beer category by renewing *KIRIN ICHIBAN*, which has been on sale for 35 years, and *KIRIN ICHIBAN Zero Sugar*^{*6}, which appeals to the health conscious, offering the delicious taste that only the *KIRIN ICHIBAN* production method can provide. Overall sales volume of the *KIRIN ICHIBAN* brand grew steadily, up 1% year on year.

⁶ Can be labeled for products with less than 0.5g of carbohydrate per 100ml (according to the food labeling standards).

We also launched a new standard beer brand, *Kirin Beer Harekaze*, for the first time in 17 years. We proposed a new taste of beer to our customers and nurtured it as a brand next to *KIRIN ICHIBAN*. As a result, it became a big hit, selling 1.3 times the annual target set at the time of its launch.

In craft beer, we renewed the *Spring Valley* brand and proposed ways to enjoy beer with diverse tastes. We also renewed and reopened Spring Valley Brewery Tokyo, a base for disseminating information about the brand, and worked to expand customer contacts in the craft beer market.

In the Japanese whisky category, domestic sales were up 20% year-on-year

In particular, sales of *Kirin Whisky Riku* increased by 40% over the previous year due to an increase in the number of restaurants handling the product.

Kirin Whisky Fuji, the flagship brand of FUJI-GOTEMBA DISTILLERY, received high acclaim, in addition to strong sales in Japan and expansion into new overseas markets, winning Gold in the Japanese whisky category at the International Spirits Challenge, a world-class liquor competition, for the second year in a row.

In RTDs^{*7}, the mainstay *Kirin Hyoketsu*® brand performed well, growing 5% year on year. In particular, the *Kirin Hyoketsu*® *Sugar-Free* series grew significantly by 12% year-on-year, driving the overall growth of the brand. We also launched the *Kirin Hyoketsu*® *mottainai* series, which uses fruits that would otherwise be discarded due to standards issues, and gained the sympathy of customers as a new product that combines both good taste and social contribution.

⁷ Abbreviation for Ready to Drink, a canned cocktail.

Lion posted higher-than-market beer sales in Australia. In particular, *Stone & Wood* and *Hahn*, which meets health needs, performed well, and *XXXX* (four-ex) and several other brands also launched functional products to strengthen their sales base. In addition, *Hyoketsu*, which was launched in Australia and New Zealand, performed well thanks to the rollout of multiple flavors.

In North America, sales of *Voodoo Ranger*, a craft beer from New Belgium Brewing Company, were up from the previous year, while *Voodoo Hard Charged Tea*, an RTD product launched in 2024, performed well.

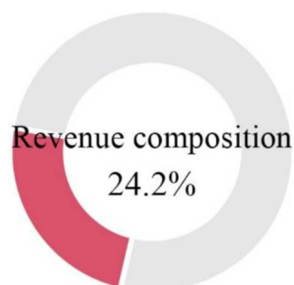
Major Products:

- *KIRIN ICHIBAN*
- *Kirin Beer Harekaze*,
- *Kirin Hyoketsu*®
- *XXXX GOLD*
- *Stone & Wood*
- *Voodoo Ranger IPA*



Non-alcoholic Beverages Business: Kirin Beverage Company, Limited (Kirin Beverage), Coca-Cola Beverages Northeast, Inc. (Coke Northeast)

Consolidated sales revenue	¥564.9 billion, up 9.4%
Consolidated Normalized Operating Profit	¥64.0 billion, up 22.2%



Kirin Beverage focused on expanding health science beverages in addition to strengthening its core brands, and worked to improve profitability through cost reductions and price revisions.

In the *Gogo-no-Kocha* brand, we renewed the mainstay *Kirin Gogo-no-Kocha Straight Tea/Milk Tea/Lemon Tea* and worked to increase demand for black tea throughout the year by proposing drinking scenarios such as iced tea in summer and hot milk tea in winter.

The *Kirin Nama-cha* brand was revitalized in the unsweetened tea market with the major renewal of *Kirin Nama-cha* and *Kirin Nama-cha Houjisencha*. The brand was well received not only for its taste, but also for its design, which was in line with customers' lifestyles and times, and its annual sales volume increased by 12% over the previous year.

In the health science beverages business, the *Kirin Oishii Immune Care* series, which was relaunched in March, achieved a significant year-on-year sales volume increase of 40% thanks to further promotion of an "immune care" habit. We also expanded our health science beverage lineup by strengthening functional beverages such as the *Healthya* brand of tea catechin drinks - which we acquired from Kao Corporation - and FANCL CORPORATION's *Calolimit®* brand.

Coke Northeast^{*8} recorded strong sales, especially of carbonated beverages. Continuous optimization of operations, including the use of digital ICT, and pricing strategies tailored to market conditions drove profit growth for the entire group.

8 Coca-Cola Beverages Northeast operates a soft drink manufacturing and sales business in the northeastern United States, centered on Coca-Cola bottling.

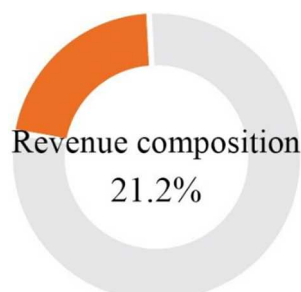
Major Products:

- *Kirin Gogo-no-Kocha Straight Tea*
- *Kirin Nama-cha*
- *Kirin Oishii Immune Care*



Pharmaceutical Business: Kyowa Kirin Co., Ltd. (Kyowa Kirin)

Consolidated sales revenue	¥495.3 billion, up 12.1%
Consolidated Normalized Operating Profit	¥91.9 billion, down 4.3%



Kyowa Kirin drove growth with solid sales of *Crysvita*^{*9} and *Poteligeo*^{*10}, products in the therapeutic areas of focus. In the development pipeline, clinical trials for *KHK4083/AMG451* (generic name: rocatinlimab)^{*11} progressed steadily, and we entered into a strategic alliance agreement with Kura Oncology, Inc. for the development and marketing of ziftomenib^{*12}. In addition, Kyowa Kirin promoted reforms aimed at sustainable growth as a Japanese Global Specialty Pharmaceutical Company from Japan, including the transformation of our global research structure to strengthen drug discovery capabilities, construction of a biopharmaceutical API manufacturing plant in North America, and restructuring of the Asia-Pacific business.

9 A drug for the treatment of a rare disease that causes disorders of bone growth and metabolism, mainly due to genetic causes. It is marketed in Japan under the product name *CRYSVITA*.

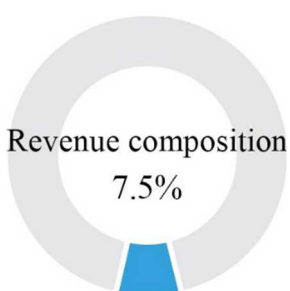
10 A drug for the treatment of certain blood cancers. It is marketed in Japan under the product name *POTELIGEO*.

11 This product is under development for the treatment of atopic dermatitis. Clinical trials for prurigo nodosa and asthma are also ongoing.

12 This product is developed for the treatment of acute leukemia.

Health Science Business: FANCL CORPORATION (FANCL), Blackmores Group (Blackmores)

Consolidated sales revenue	¥175.3 billion, up 69.6%
Consolidated Normalized Operating Profit	¥-10.9 billion, -



With Blackmores, based in Australia, as well as the acquisition of FANCL as a wholly owned subsidiary, we have established an operating base to become one of the largest health science companies in the Asia-Pacific region.

Blackmores reported strong sales of its mainstay brand *Blackmores* and *BioCeuticals*, a dietary supplement for medical institutions, with sales revenue exceeding the previous year in all Asia-Pacific regions of operation.

In Japan, sales of supplement products in the *L. lactis* strain Plasma (LC-Plasma) business were strengthened mainly through online sales and drugstores. We also promoted the development of products containing LC-Plasma through partner companies to expand sales.

Kyowa Hakko Bio is in the amino acid and human milk oligosaccharide (HMO) business, and it reached an agreement to transfer the amino acid and HMO business to Meihua Holdings Group, a leading bio-industry company in China. After the completion of the transfer, Kyowa Hakko Bio will focus on specialty materials, mainly citicoline, to improve profitability.

Major Products:

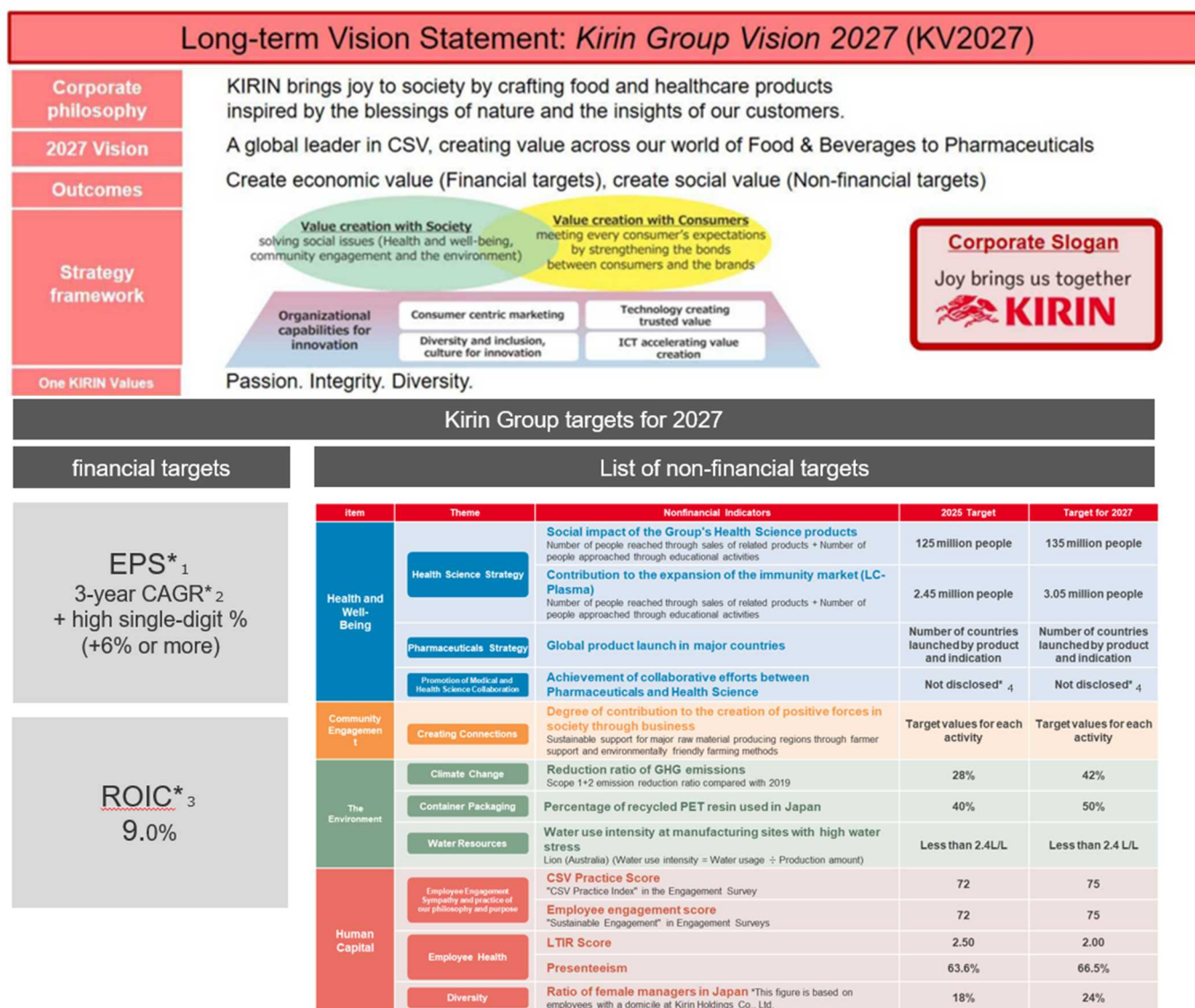
- *Kirin iMUSE Immune Care Supplement*
- *Kirin iMUSE Professional*
- *Blackmores*
- *BioCeuticals*
- *FANCL Mild Cleansing Oil*
- *FANCL Calolimit*



Topics for the achievement of the *Kirin Group Vision 2027 (KV2027)* long-term management concept

The Kirin Group is working to achieve KV2027, which aims to achieve sustainable growth even in the midst of a drastically changing social environment, with CSV at the core of its management, creating value in areas ranging from Food & Beverages to Pharmaceuticals and becoming a leading global CSV company.

In addition, from January this year, we have changed to a planning cycle in which the three-year plan is reviewed every year, so that we can respond quickly and flexibly to rapid changes in the environment.



*1 Earning Per Share

*2 Compound Average Growth Rate

*3 Profit after tax before interest / (Average total interest-bearing liabilities at beginning and end of the period + Average total equity at beginning and end of the period)

*4 Specific indicators and target levels are not disclosed in the strategy because they include content related to intellectual property

About the Kirin Group's CSV Management

The *CSV Purpose*, which was formulated in 2019 while reflecting the United Nations' Sustainable Development Goals (SDGs), was updated in light of environmental changes and business conditions, and based on the premise of "responsibility as an alcoholic beverage producer," we are addressing social issues in health, community, and environment to help achieve a happy and healthy rich society.

We are also working to create economic and social value by linking financial indicators with non-financial indicators set from four perspectives: health, community, environment, and human capital.

Here are some of the organizational capabilities and CSV management topics that will enable the innovation needed to achieve KV 2027.

Topics in Organizational Capabilities for Innovation

Diverse human resources and a culture of challenge

The Kirin Group regards human capital as a source of value creation and competitive advantage. Leveraging our unique business portfolio, we are strengthening our investment in human capital that combines expertise with diverse perspectives and values.

By expanding the recruitment of mid-career and global human resources and promoting the optimal allocation of human resources, we aim to create a corporate culture that fosters co-creation and challenges that transcend organizational boundaries.

Technical capabilities that create solid value

The Kirin Group has research laboratories in each of the Food & Beverage, Health Science, and Pharmaceutical fields, with fermentation and biotechnology as the base, and we are promoting a wide range of research and development that is not restricted by any particular field by combining our technologies.

In addition, the R&D and business divisions are working together to formulate strategies to put into practical use various products and services utilizing LC-Plasma and other bacteria.

Customer-centric marketing capabilities

The Kirin Group oversees the marketing functions of each of its operating companies and is strengthening cooperation in Japan and overseas to improve customer-centric marketing capabilities. The introduction of new marketing methods that further deepen our understanding of consumers has led to results such as *Kirin Nama-cha* and *Kirin Beer Harekaze*, and has contributed to business sales.

ICT for Accelerating Value Creation

In the area of ICT, we promoted business process reforms and operational efficiency improvement through the use of digital technology in sales activities and in the field of logistics. In vending machine operations, the use of generative AI helped to address labor shortages and reduce waste loss. At beverage distribution sites, we introduced solutions that automate and make intelligent use of picking operations to accelerate our response to the 2024 problem^{*13}.



13 Shortage of truck drivers expected to come due to new government restrictions in Japan

CSV Management Topics

Responsibility as an alcoholic beverage producer, revised Group policy and strengthened efforts to eradicate harmful consumption of alcohol

The Kirin Group has established a policy to fulfill its responsibility as an alcoholic beverage producer, and the entire Group is committed to working toward the eradication of harmful alcohol consumption and contributing to the development of a moderate drinking culture and the achievement of a happy and healthy society.

Specific initiatives include the promotion of responsible drinking awareness and the expansion of non-alcoholic and low-alcohol products.

We conduct Responsible Drinking Seminars for universities and companies, offering a wide range of people the responsible way to interact with alcohol.

In addition to *Kirin Green's Free*, we are also proposing new value to the non-alcohol and low-alcohol market through products such as *Calolimit Non-Alcoholic Umeshu Taste*, *Zeitaku Wine Kibun Sparkling (Non-Alcoholic Sparkling Wine)*, and *Kirin Hana Yoi*.

Health

Building the "foundation of health" for consumers and solving individual health issues

With the aim of achieving a healthy and happy society, the Kirin Group is working to build a healthy foundation for consumers and address individual health issues that differ from person to person, based on its strengths in fermentation and biotechnologies.

We believe that maintaining immunity is one of the most important daily health practices in building the foundation of health to enhance our innate ability.

In addition, we have been conducting immunological research for about 40 years, accumulating a variety of knowledge and results.

Our research on LC-Plasma was selected for the SCARDA^{*14} project in recognition of its potential as a means of preventing respiratory viral infections, including COVID-19.

In November, we announced the results of our joint research with the National Institute of Infectious Diseases (NIID), which confirmed the effect of intranasal inoculation of LC-Plasma in inhibiting growth on COVID-19 and influenza viruses in nonclinical experiments.

In addition, the discovery and commercialization of LC-Plasma received the Kirin Group's first 2024 Commendation for Science and Technology by the Minister of Education, Culture, Sports, Science and Technology, and was highly acclaimed by external organizations.

We actively addressed individual health issues through new business.

In May, we launched the *Electric Salt Spoon*, a tableware-type device that enhances the salty and umami flavors of low-sodium foods with the power of electricity. The product won the Japan Open Innovation Award sponsored by the Cabinet Office and the CES Innovation Awards® 2025^{*15}, an international awards program, and was recognized for its innovative technology that contributes to people's healthy eating habits.



We will continue to promote research and development in immunity and other areas, and contribute to people's health through our business.

14 Strategic Center of Biomedical Advanced Vaccine Research and Development for Preparedness and Response

15 CES® is the world's largest technology exhibition held in Las Vegas, United States, and the CES® Innovation Awards are given to products and services with excellent design and technology.

Community

Creating connections between people and creating positive forces in society

Visualizing the social impact of soccer support activities for the first time

In collaboration with the Japan Football Association, we have visualized for the first time the social value created by soccer support activities using the “social return on investment”^{*16}.

In the KIRIN CHALLENGE CUP, the results showed that the value of the Kirin Family Challenge Cup^{*17} was higher in terms of the value of diversity and acceptance of differences due to age and gender, in addition to the strengthening of bonds with family and friends.

16 This is a stakeholder participatory evaluation method and a framework for quantitatively visualizing the value of change by applying market values to social, economic, and environmental changes (benefits) resulting from project implementation. It is possible to show how much benefit was created in relation to the cost by a multiplier, which can be obtained by dividing the benefit converted into monetary value by the input (cost) spent for the project implementation.

17 This is a walking soccer event played by teams consisting of single or multiple families.

Harekaze ACTION to protect Japanese traditions

Kirin Brewery donated a portion of the proceeds from the sales of *Kirin Beer Harekaze* to activities to preserve and pass on cherry blossoms and fireworks festivals in order to protect Japanese traditional festivals and to pass on the smiles of the people who gather there to future generations. The first campaign focused on cherry blossoms and the second on fireworks festivals, both of which reached the 40 million yen goal within a month and a half of the start of the campaign. Donations were made to 92 municipalities throughout Japan, contributing to the development of local communities and community building.



HYOKETSU mottainai Project to Reduce Food Loss of Fruits and Support Farmers

Kirin Brewery launched the HYOKETSU mottainai Project to reduce food loss by using fruits that would otherwise be discarded due to specification issues, and launched *Kirin Hyoketsu® mottainai Hamanashi* (limited time only) and *Kirin Hyoketsu® mottainai Ponkan* (limited time only).

Kirin Hyoketsu® mottainai Hamanashi (limited edition product), made with "Hamanashi" pears, a specialty of Yokohama, reduced food loss by approximately 34,000 units, while at the same time supporting fruit farmers and contributing to the development of local communities by donating a portion of the proceeds to growers.

In addition, this project was the first alcoholic beverage producer to receive the Chairman's Award of the Judging Committee for the Food Loss Reduction Promotion Award sponsored by the Consumer Affairs Agency and the Ministry of the Environment.



Environment

Positive Impact to create a sustainable global environment for future generations

Working with 19 suppliers reduce GHG Scope 3 emissions

In order to promote our efforts to reduce GHG^{*18} Scope 3 emissions, we have launched the *Kirin Supply Chain Environmental Program*. Under this program, we are promoting mutual disclosure of actual GHG emissions data, request and support for setting GHG emissions reduction targets at the SBT^{*19} level, and collaborative efforts to reduce GHG emissions with 19 suppliers who are large GHG Scope 3 emitters.

¹⁸ Greenhouse gases

¹⁹ Science Based Targets: greenhouse gas reduction targets based on scientific evidence.

Working to conserve biodiversity and combat climate change through “environmentally regenerative agriculture”

① Initiatives to improve the sustainability of tea plantations by working closely with producers

Kirin Gogo-no-Kocha uses black tea leaves produced mainly in Sri Lanka. Since 2013, we have been supporting the acquisition of Rainforest Alliance certification^{*20} in order to build better partnerships with people working in tea production areas and to continue producing safe and delicious black tea drinks.

As one of the support activities, we have developed and started to operate a "Regenerative Tea Scorecard" for some tea farms in collaboration with the Rainforest Alliance to encourage them to shift to environmentally regenerative agriculture^{*21}. Through this initiative, we aim to support the practice of environmentally regenerative agriculture on tea farms and improve the sustainability of raw material production areas.



²⁰ Certification given to farms that are recognized for their commitment to more sustainable farming methods while protecting nature and the farmers

²¹ Sustainable agriculture that reduces the environmental burden caused by the use of chemical fertilizers and pesticides through soil cultivation, etc., while taking advantage of the material-cycle function of agriculture and paying attention to harmony with productivity, etc.

②Chateau Mercian Mariko Vineyard started joint research to gain knowledge on environmentally regenerative agriculture

With the cooperation of the National Agriculture and Food Research Organization (NARO), we have started a joint research project to reduce GHG emissions into the atmosphere by turning pruned grape branches into biochar^{*22} at Chateau Mercian Mariko Vineyard. We are evaluating the effects of these studies and accumulating knowledge with the aim of achieving environmentally regenerative agriculture.

22 Soil improvement material made by heating unused biomass at temperatures exceeding 350°C under oxygen concentrations controlled to prevent combustion and recognized as effective in improving soil permeability as well as carbon sequestration in the soil.

③ Developing craft beers using ingredients grown in environmentally regenerative agriculture

Lion has begun brewing beer with barley and hops produced through environmentally regenerative agriculture. In particular, its flagship brand, *Stone & Wood*, has pioneered sustainability, and in 2024, the company launched *Northern Rivers Beer*, made with 70% malt and 100% hops derived from certified environmentally regenerative agriculture.

(2) Issues to be addressed

Coupled with the global political situation, the future economic outlook remains uncertain. In addition, climate change countermeasures due to global warming are urgently needed, and the environment surrounding management is piled with challenges.

In times of increasing uncertainty, the Kirin Group will make CSV a cornerstone of its management, solving social issues with the Group's strengths to create economic and social value.

We will develop a long-term vision for the next 10 years and transform our organizational structure to one that can quickly and flexibly optimize and execute strategies in response to any changes in the environment. We will actively invest in human resources, ICT, and R&D to improve our organizational capacity to achieve innovation.

In human resources, we will nurture employees who take on the challenge of creating value based on their expertise and diversity, while at the same time developing the systems and environment for this purpose.

In addition, we will expand the number of global human resources and career hires who will be responsible for future group management.

In ICT, we will promote value creation in marketing and R&D areas, etc., by utilizing digital technologies such as generative AI, and work to transform business processes throughout the Group. By promoting the division of labor between humans and AI, we will change the way we work and accelerate productivity improvement.

In R&D, we will use our technological capabilities based on fermentation and biotechnology, which are our strengths, to promote R&D linked to our business strategy, such as further adding value through functional research of LC-Plasma and the possibility of developing skincare products by utilizing FANCL's technology.

In addition, we have set as a common goal the strengthening of front-line capabilities to execute strategies in all businesses, and by working together with management and front-line personnel, we will strive to achieve group growth and strengthen our earnings base.

Through these efforts, we aim to achieve our financial targets for EPS and ROIC, as well as our non-financial targets for health, community, environment, and human capital.

Results forecast for the next fiscal year

Consolidated revenue
¥2,440.0 billion (up 4.3% compared to the previous fiscal year)

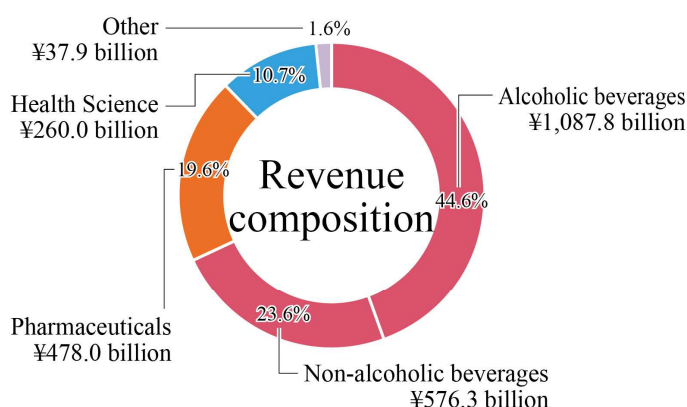
Consolidated normalized operating profit
¥212.0 billion (up 0.5% compared to the previous fiscal year)

Consolidated profit before tax
¥230.0 billion (up 64.6% compared to the previous fiscal year)

Profit attributable to owners of the Company
¥150.0 billion (up 157.7% compared to the previous fiscal year)

Key performance indicators

■ Financial targets	EPS	¥185
	ROIC	7.2%



Alcoholic Beverages Business

As customers' values toward alcoholic beverages are diversifying, Kirin Brewery will create the future of alcoholic beverages and create the pleasure of connecting with people and society, based on the premise of our CSV Purpose: being a "Responsible Alcohol Producer." To grow our business, we aim to strengthen our earnings base by focusing on our main beer brands with an eye on the future market environment.

Under the *KIRIN ICHIBAN* brand, *Kirin Ichiban White Beer* will be released in April, offering new drinking opportunities to consumers.

Kirin Beer Harekaze will also begin to be sold in medium bottles (500 ml) for restaurants in April. We will continue to propose new tastes of beer and work to establish a firm foothold in the market through Harekaze ACTION, an initiative to preserve and pass on Japanese traditional customs and traditions. In craft beer, we will continue our efforts to make beer culture more attractive by substantially renewing the *Spring Valley* brand in March and actively collaborating with craft breweries around Japan.



Lion will strengthen sales of the *Hahn* beer brand in Australia, *Stone & Wood*, and *Hyoketsu*, which it markets in Australia and New Zealand. In North America, we will also work to expand sales of the RTD *Voodoo Hardcharged Tea* in addition to *Voodoo Ranger*, both from New Belgium Brewing Co.

Non-alcoholic Beverage Business

In the severely competitive environment of the domestic beverage market, Kirin Beverage is striving to grow its business with health science beverages as a driver, under the slogan "deliver tasty health to consumers every day." In addition to the renewal of *Oishii Immune Care* and *iMUSE Yogurt* in March, we will propose drinking opportunities to a wide range of consumers. By promoting "immune care" as a daily health habit, we aim to further expand the market.



In the *Gogo-no-Kocha* brand, *Gogo-no-Kocha Oishii Muto* was renewed in March, and by promoting the appeal of unsweetened black tea, we aim to expand the black tea market and strengthen the unsweetened tea market as well.

Coke Northeast will focus on strong soda products, and will work on a pricing strategy tailored to the market environment, while improving supply chain efficiency, including digital ICT, to ensure high profitability.

Pharmaceuticals Business

As a Global Specialty Pharmaceutical Company from Japan, Kyowa Kirin will accelerate its efforts to create "life-changing" value that will bring smiles to the faces of people facing illness.



To further solidify our management structure, we have changed to a two-person CEO and COO structure, aiming for a further leap forward^{*23}.

In addition to aiming to increase profits through the growth of *Crysvita* and *Poteligeo*, which are products in Kyowa Kirin's therapeutic areas of focus, Kyowa Kirin will steadily promote the development and launch of *KHK4083/AMG451* (generic name: rocatinlimab) and ziftomenib in order to enhance its pipeline. We will also work to strengthen our global R&D capabilities.

²³ Kirin Holdings plans to make a formal decision at the ordinary general meeting of shareholders to be held in March 2025 at Kyowa Kirin and at the meeting of the Board of Directors following the said general meeting of shareholders.

Health Science Business

As the market grows significantly due to increasing health consciousness, the Kirin Group aims to grow faster than the market in order to realize the joy of living and happy and healthy lifestyles for people in all regions where we do business. FANCL, Blackmores, and Kirin Holdings will maximize the value they provide through their respective growth and the swift achievement of the benefits of integration.



FANCL will achieve further growth in the Cosmetics business and health food businesses in Japan.

FANCL and Kirin Holdings will work to create value by leveraging the strengths of both companies, for example by combining FANCL's customer analysis capabilities through direct channels with Kirin Holdings' market research capabilities to develop new products.

Overseas, in addition to nurturing the brand in China, FANCL will expand into Southeast Asia and other regions through collaboration with Blackmores.

Blackmores aims to achieve sustained growth of the *Blackmores* and *BioCeuticals* brands in Australia and New Zealand, and to increase revenues in China and Southeast Asia.

In the LC-Plasma business, Kirin Holdings aims to improve profitability through expansion of value-added products and overseas expansion in collaboration with Blackmores, aiming for further growth. In the domestic supplement business, Kirin Holdings aims to improve operating efficiency and profitability by integrating its sales base with that of FANCL.

We will also accelerate the creation of new synergies between health science and pharmaceuticals. Kirin Holdings Company and Kyowa Kirin Company established Cowellnex Corporation in September 2024 as a joint venture. Cowellnex exists in the Kirin Group's Innovation Center, and through innovation that combines the strengths of both companies in health-related research and business development, we will work to solve social issues surrounding health.



The Kirin Group will continue to strive to be the company you have come to expect as a company that achieves sustainable growth through high strategic execution and unique business portfolio management, and with our sights set on KV2027, we aim to raise the stage for becoming one of the world's leading CSV companies by ensuring that each and every employee continues to challenge themselves to achieve innovation.

We look forward to the continued understanding and support of our shareholders.

(3) Assets and income

Item		183 rd term (FY2021)	184 th term (FY2022)	185 th term (FY2023)	186 th term (FY2024)
Revenue		¥1,821,570 million	¥1,989,468 million	¥2,134,393 million	¥2,338,385 million
Normalized operating profit		¥165,430 million	¥191,159 million	¥201,495 million	¥210,968 million
Profit before tax		¥99,617 million	¥191,387 million	¥197,049 million	¥139,721 million
Profit attributable to owners of the Company		¥59,790 million	¥111,007 million	¥112,697 million	¥58,214 million
Basic earnings per share		¥71.73	¥135.08	¥139.16	¥71.87
Total equity		¥1,147,990 million	¥1,253,203 million	¥1,425,838 million	¥1,533,714 million
Equity per share attributable to owners of the Company		¥1,072.69	¥1,210.16	¥1,398.47	¥1,458.68
Total assets		¥2,471,933 million	¥2,542,263 million	¥2,869,585 million	¥3,354,159 million
Key performance indicators (Financial targets)	Normalized EPS	¥156	¥171	¥177	¥172
	ROIC	4.2%	8.5%	8.0%	4.1%

(Note) The Company's consolidated financial statements are prepared based on International Financial Reporting Standards (IFRS).

(4) Plant and equipment investment

Consolidated plant and equipment investment for this fiscal year amounted to ¥90.7 billion on a payment basis.

The major facilities completed during this fiscal year, and those still under construction or contemplation as of the end of the term to be reported are listed below:

1) Major facilities completed during this fiscal year

No matters to report.

2) Major facilities under construction or contemplation as of the end of the term

Business division	Company name	Details of plant and equipment investment
Pharmaceuticals	Kyowa Kirin Co, Ltd.	(Takasaki Plant) Biopharmaceutical ingredient manufacturing building
	Kyowa Kirin North America North Carolina, LLC	(Plant name to be determined) Construction of a biologics drug substance manufacturing plant
Others	Kirin BioMaterials Co., Ltd.	(Yamaguchi Office) Establishment of new clinical trial drug substance manufacturing facility

(5) Financing

The aggregate amount of loans payable, including bonds, was ¥857.6 billion as of the end of this fiscal year.

There are no matters to report concerning major financing during this fiscal year.

(6) Description of major businesses

The Kirin Group's major businesses are the production and sale of alcoholic beverages including beer, happo-shu, new genre, wine, western spirits, etc. and non-alcoholic beverages, pharmaceutical and health food products, among others.

Major products by business division are described on pages 38 to 42 of "(1) Result of business operations".

(7) Significant subsidiaries, etc.

1) Significant subsidiaries

Business division	Company name	Location	Capital	Ratio of shareholding	Description of major businesses
Alcoholic Beverages	Kirin Brewery Company, Limited	Nakano-ku, Tokyo	¥30,000 million	100.0%	Production and sale of alcoholic beverages
	LION PTY LTD	New South Wales, Australia	AU \$8,731 million	100.0%	Management of alcoholic beverages business in Oceania
Non-alcoholic Beverages	Kirin Beverage Company, Limited	Chiyoda-ku, Tokyo	¥8,417 million	100.0%	Production and sale of non-alcoholic beverages
	Coca-Cola Beverages Northeast, Inc.	New Hampshire, U.S.	U.S. \$930 thousand	100.0%	Production and sale of non-alcoholic beverages
Pharmaceuticals	Kyowa Kirin Co, Ltd.	Chiyoda-ku, Tokyo	¥26,745 million	54.9%	Research, development, production, sale, import and export etc. of prescription medicine
Health Science	FANCL CORPORATION	Yokohama, Kanagawa	¥10,795 million	75.6%	Research, development, production and sale of cosmetics and health foods

Business division	Company name	Location	Capital	Ratio of shareholding	Description of major businesses
	Kyowa Hakko Bio Co, Ltd.	Chiyoda-ku, Tokyo	¥10,000 million	100.0%	Production and sale of pharmaceutical materials, various amino acids and materials of health food products
	Blackmores Limited	New South Wales, Australia	AU \$ 202 million	100.0%	Production and sale of dietary supplements such as supplements

(Note) The ratio of shareholding includes indirect holdings.

2) Significant affiliated companies

Business division	Company name	Location	Capital	Ratio of shareholding	Description of major businesses
Alcoholic Beverages	SAN MIGUEL BREWERY INC.	Metro Manila, the Philippines	₱15,410 million	48.4%	Production and sale of beer

(8) Major business offices, plants, etc.

1) Kirin Holdings Company, Limited

Head Office: 10-2, Nakano 4-chome, Nakano-ku, Tokyo, Japan

Laboratories: 5 Laboratories including Institute for Future Beverages (Yokohama, Kanagawa)

2) Subsidiaries

Business division	Company name	Major centers	
Alcoholic Beverages	Kirin Brewery Company, Limited	Head Office	Nakano-ku, Tokyo
		Branch Offices	Off-Premise Head Office (Nakano-ku, Tokyo etc.), 9 Regional Sales & Marketing Divisions including Metropolitan Regional Sales & Marketing Division (Chuo-ku, Tokyo)
		Plants	9 Plants including Yokohama Plant (Yokohama, Kanagawa)

Business division	Company name	Major centers	
	LION PTY LTD	Head Office	New South Wales, Australia
Non-alcoholic Beverages	Kirin Beverage Company, Limited	Head Office	Chiyoda-ku, Tokyo
		Branch Offices	5 Regional Sales & Marketing Divisions including Metropolitan Regional Sales & Marketing Division (Chiyoda-ku, Tokyo)
		Plants	Shonan Plant (Samukawa-machi, Koza-gun, Kanagawa), Shiga Plant (Taga-cho, Inukami-gun, Shiga)
	Coca-Cola Beverages Northeast, Inc.	Head Office	New Hampshire, U.S.
Pharmaceuticals	Kyowa Kirin Co, Ltd.	Head Office	Chiyoda-ku, Tokyo
		Branch Offices	11 Branches including Tokyo Branch (Chuo-ku, Tokyo)
		Plants	Takasaki Plant (Takasaki, Gunma), Ube Plant (Ube, Yamaguchi)
		Laboratories	4 Laboratories including Fuji Research Park (Nagaizumi-cho, Suntou-gun, Shizuoka)
Health Science	FANCL CORPORATION	Head Office	Yokohama, Kanagawa
		Laboratories	5 Laboratories including FANCL Research Institute (Yokohama, Kanagawa)
	Kyowa Hakko Bio Co, Ltd.	Head Office	Chiyoda-ku, Tokyo
		Plants	Yamaguchi Production Center (Hofu, Yamaguchi)
	Blackmores Limited	Head Office	New South Wales, Australia

(9) Employees

Business division	Number of employees (persons)
Alcoholic Beverages	8,925
Non-alcoholic Beverages	7,887
Pharmaceuticals	5,669
Health Science	5,954
Others	2,113
Administration	1,386
Total	31,934

- (Notes)
1. The number of employees indicates the number of employees currently on duty.
 2. The number of employees indicated as Administration is mainly the number of employees of the Company, which is a holding company (excluding employees seconded by the Company and including employees seconded to the Company).

(10) Significant business transfers to and from the Kirin Group and acquisitions and disposals of shares of other companies

- 1) On September 19, 2024, the Company made FANCL CORPORATION a consolidated subsidiary through a tender offer. As a result of the share consolidation on December 20, 2024, the Company obtained all voting rights of FANCL CORPORATION.
- 2) In January 2024, Kyowa Kirin Co., Ltd. acquired all shares of Orchard Therapeutics Limited in the U.K.

(11) Major lenders and loan balances

Lender	Outstanding balance of loan
MUFG Bank, Ltd.	¥244,264 million
Sumitomo Mitsui Banking Corporation	¥226,918 million

(Note) The outstanding balance of loan includes syndicated loans led by MUFG Bank, Ltd. or Sumitomo Mitsui Banking Corporation by each.

(12) Other important matters concerning the current situation

In November 2024, Kyowa Hakko Bio Co., Ltd. signed an agreement to transfer its amino acid business and human milk oligosaccharide business to a subsidiary of Meihua Holdings Group Co., Ltd. in China.

2. Shares

(1) Total number of authorized shares

1,732,026,000

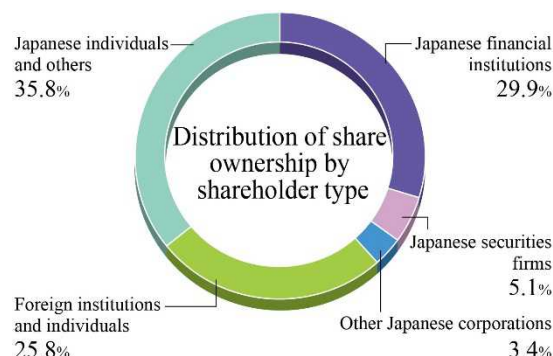
(2) Total number of outstanding shares

914,000,000

(No change from the end of the previous fiscal year)

(3) Number of shareholders

470,082 (Increased by 51,236 persons from the end of the previous fiscal year)



(4) Major shareholders (top ten)

Name of shareholder	Number of shares held by shareholder (thousand shares)	Ratio of shares held (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	138,892	17.1
Custody Bank of Japan, Ltd. (Trust account)	57,287	7.0
Meiji Yasuda Life Insurance Company	31,346	3.8
STATE STREET BANK AND TRUST COMPANY 505001	20,700	2.5
STATE STREET BANK WEST CLIENT - TREATY 505234	16,569	2.0
SMBC Nikko Securities Inc.	16,136	1.9
THE NOMURA TRUST AND BANKING CO., LTD. AS THE TRUSTEE OF REPURCHASE AGREEMENT MOTHER FUND	12,729	1.5
JAPAN SECURITIES FINANCE CO., LTD.	10,132	1.2
BNY GCM CLIENT ACCOUNT JPRD AC ISG (FE-AC)	8,904	1.0
BNYM AS AGT/CLTS NON TREATY JASDEC	8,067	0.9

(Notes) 1. The Company holds 102,244 thousand shares of treasury stock but has been excluded from the above major shareholders.

2. Ratio of shares held excludes treasury stock.

3. Number of shares held by the shareholder and ratio of shares held are indicated by omitting fractions.

(5) Shares delivered to Officers as consideration for the performance of duties during the current fiscal year

Officer type	Number of shares	Number of recipients
Directors of the Board (excluding Non-executive Directors)	41,500	4

(Notes) 1. The above includes shares issued to a Director of the Board who has retired.

2. The above is the number of shares actually delivered. In addition to the above number of shares, the number of shares that were converted into cash within the trust and paid out in an amount equivalent to the conversion amount was 41,114.

3. Company's Directors of the Board and Audit & Supervisory Board Members

(1) Names of Directors of the Board and Audit & Supervisory Board Members, etc.

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Representative Director of the Board & CEO	Yoshinori Isozaki	Group Management Control Member of the Nomination & Remuneration Advisory Committee	—
Representative Director of the Board, President & COO	Takeshi Minakata	Group Business Execution Control Member of the Nomination & Remuneration Advisory Committee	—
Director of the Board, Senior Executive Vice President	Junko Tsuboi	Chief People Officer (Group Human Capital Management), Chief Legal Officer	Director, FANCL CORPORATION
Director of the Board, Senior Executive Officer*	Toru Yoshimura	Health Science Strategy, President of Health Science Business Division, Business Alliance/Investment Strategies (Health Science domain)	—

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Director of the Board, Senior Executive Officer*	Shinjiro Akieda	Chief Financial Officer (Financial Strategy, IR)	Director, Kyowa Kirin Co., Ltd.
Director of the Board	Masakatsu Mori	—	Senior Advisor, International University of Japan Outside Director, STANLEY ELECTRIC CO., LTD. External Statutory Auditor, FAST RETAILING CO., LTD.
Director of the Board	Hiroyuki Yanagi	Chairperson of the Board	Adviser, Yamaha Motor Co., Ltd. Outside Director, AGC Inc. Outside Director, Japan Airlines Co., Ltd. Outside Director, Mitsubishi Electric Corporation
Director of the Board	Noriko Shiono	Chairperson of the Nomination & Remuneration Advisory Committee	Outside Director, JAPAN POST HOLDINGS Co., Ltd. Outside Director, Bengo4.com, Inc.
Director of the Board	Rod Eddington	—	Chairman, Independent Non-Executive Director, LION PTY LTD Independent Non-executive Director, CLP Holdings Limited
Director of the Board	George Olcott	—	Audit & Supervisory Board Member, Toyota Motor Corporation

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Director of the Board	Shinya Katanozaka	Member of the Nomination & Remuneration Advisory Committee	Member of the Board, Chairman, ANA HOLDINGS INC. Outside Director, Tokio Marine Holdings, Inc.
Director of the Board*	Yoshiko Ando	Member of the Nomination & Remuneration Advisory Committee	Outside Director, Sansei Technologies, Inc. Outside Director, JFE Holdings, Inc.
Standing Audit & Supervisory Board Member	Shobu Nishitani	—	Audit & Supervisory Board Member, Kyowa Hakko Bio Co., Ltd.
Standing Audit & Supervisory Board Member	Toru Ishikura	—	Audit & Supervisory Board Member, Kyowa Kirin Co., Ltd.
Audit & Supervisory Board Member	Kaoru Kashima	—	Outside Audit & Supervisory Board Member, Nippon Telegraph and Telephone Corporation External Director, Sumitomo Mitsui Trust Group, Inc.
Audit & Supervisory Board Member	Kenichi Fujinawa	—	Senior Counsel, Nagashima Ohno & Tsunematsu
Audit & Supervisory Board Member*	Yoko Dochi	—	Director (Outside), NIPPO LTD. Director (Outside), Rinnai Corporation

- (Notes)
1. A Director of the Board and Audit & Supervisory Board Member marked with an asterisk (*) indicates such officer newly assumed office as of March 28, 2024. Ms. Yoshiko Ando, Director, resigned as an Audit & Supervisory Board Member on the same date.
 2. Seven Directors of the Board, Mr. Masakatsu Mori, Mr. Hiroyuki Yanagi, Ms. Noriko Shiono, Mr. Rod Eddington, Mr. George Olcott, Mr. Shinya Katanozaka and Ms. Yoshiko Ando, are Non-executive Directors.
 3. Ms. Kaoru Kashima, Mr. Kenichi Fujinawa and Ms. Yoko Dochi are Audit & Supervisory Board Members.
 4. Although there is a payment of fees related to recruitment services by the Company to Bengo4.com, where Directors of the Board Member, Ms. Noriko Shiono, concurrently holds a significant position, the amount of payment to the company during this fiscal year is less than 1% of the consolidated revenue of the company.
 5. Although there is a payment of attorney fees by the Company to Nagashima Ohno & Tsunematsu, where Audit & Supervisory Board Member, Mr. Kenichi Fujinawa, concurrently holds a significant position, the amount of payment to the law firm during this fiscal year is less than 1% of the total revenue of the law firm. He left the firm as of December 31, 2024.
 6. Standing Audit & Supervisory Board Member, Mr. Shobu Nishitani, held the position of General Manager of the Finance Department at the Company and the subsidiary of the Company, and has a wealth of expertise in finance

and accounting.

7. Audit & Supervisory Board Member, Ms. Kaoru Kashima, is a certified public accountant, has served as a manager of an auditing firm, and has a wealth of expertise in finance and accounting.
8. Audit & Supervisory Board Member, Ms. Yoko Dochi has many years of experience as an IR manager at a major listed company and has expertise in finance and accounting.
9. Seven Directors of the Board, Mr. Masakatsu Mori, Mr. Hiroyuki Yanagi, Ms. Noriko Shiono, Mr. Rod Eddington, Mr. George Olcott, Mr. Shinya Katanozaka and Ms. Yoshiko Ando, and Three Audit & Supervisory Board Members, Ms. Kaoru Kashima, Mr. Kenichi Fujinawa and Ms. Yoko Dochi are registered as independent officers with and in compliance with the requirements of the Tokyo Stock Exchange, Inc and notified so to the same.
10. Three Directors of the Board, Mr. Keisuke Nishimura, Mr. Toshiya Miyoshi and Ms. Chieko Matsuda resigned from their position as of March 28, 2024.
11. The Company adopts an executive officer-based system. Senior Executive Officers who are not concurrently holding the position of Director of the Board are as follows.

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Senior Executive Officer	Mitsuharu Yamagata	Marketing, Corporate Brand Strategy Digital, Information Strategy	Senior Executive Vice President, Kirin Brewery Company, Limited (Marketing)
Senior Executive Officer	Hiroshi Fujikawa	CSV Strategy, Public Relations Strategy, General Manager of CSV Strategy Department	Director, Kirin Beverage Company, Limited
Senior Executive Officer	Akiyoshi Iwasaki	SCM Strategy, Production Technology Strategy	Director, Kirin Brewery Company, Limited
Senior Executive Officer	Akihito Yokoyama	R&D Strategy, President of R&D Division	Director, Kirin Beverage Company, Limited
Senior Executive Officer	Kazufumi Nagashima	Chief Quality Assurance Officer, General Manager of Quality Assurance Department, Chief Risk Management Officer	Director, Kyowa Hakko Bio Co., Ltd. Director, SAN MIGUEL BREWERY INC.
Senior Executive Officer	Hideki Horiguchi	—	President & CEO, Kirin Brewery Company, Limited
Senior Executive Officer	Kazuhiro Inoue	—	President & CEO, Kirin Beverage Company, Limited
Senior Executive Officer	Koji Fukada	—	President & CEO, Kyowa Hakko Bio Co., Ltd.

Title	Name	Responsibilities	Significant positions concurrently held at other companies and organizations
Senior Executive Officer	Hideki Mitsuhashi	—	President, Representative Director, FANCL CORPORATION Director, SAN MIGUEL BREWERY INC.

(2) Outline of Limitation of Liability Contracts

Based on Article 427, paragraph 1 of the Companies Act, the Company has been entered into agreements with each Non-executive Director and each Audit & Supervisory Board Member to limit the liability for damages stipulated in Article 423, paragraph 1 of the same Act. The liability limit based on the contract is the minimum liability amount stipulated in Article 425, paragraph 1 of the same Act.

(3) Outline of the Indemnity Agreement

The Company has entered into an indemnity agreement with each Director and each Audit & Supervisory Board Member as stipulated in Article 430-2, Paragraph 1 of the Companies Act, and the Company shall compensate for the expenses set forth in Item 1 of the same Paragraph and the losses set forth in Item 2 of the same Paragraph to the extent prescribed by laws and regulations. However, as a measure to ensure that the appropriateness of the indemnified person's execution of duties is not impaired, certain exemptions have been established, such as when the Company determines that the execution of compensation is objectively inappropriate.

(4) Directors and Officers Liability Insurance Contracts

The Company has entered into Directors and Officers liability insurance contracts with an insurance company as provided in Article 430-3, paragraph 1 of the Companies Act, wherein the insured persons include Directors of the Board, Audit & Supervisory Board Members, Executive Officers etc. of the Company and its subsidiaries. The Company and its subsidiaries bear all insurance premiums.

This insurance contract covers compensation for damages, legal, and other such costs in the event that an insured person(s) is liable for damages arising from their conduct. However, damages caused by criminal or fraudulent acts etc. committed by insured persons are excluded. In addition, there is a provision for a deductible amount and damages that do not reach the deductible amount are not covered by this insurance contract.

(5) Remuneration, etc. to Directors of the Board and Audit & Supervisory Board Members

1) Policy for determining Officers' remuneration, etc.

The Company's policy for determining Officers' remuneration, etc. is determined by the Board of Directors after deliberation of its validity by the Nomination & Remuneration Advisory Committee, of which Independent Directors constitute a majority and an Independent Non-executive Director is the Chairperson.

Remuneration, etc. for each Officer is deliberated on by the Nomination & Remuneration Advisory Committee, reported to the Board of Directors, and then, for remuneration, etc. for Directors of the Board, determined by the Board of Directors, and for remuneration, etc. for Audit & Supervisory Board Members, determined in consultation with Audit & Supervisory Board Members.

Provided, however, that determination of individual performance evaluations and individual payment ratio for the bonuses of each Director of the Board (including the CEO and the COO, but excluding Non-executive Directors) and each Executive Officer is delegated to the Nomination & Remuneration Advisory Committee, comprised of the following five persons (three Non-executive Directors and two Directors of the Board)– Chairperson: Ms. Noriko Shiono (Non-executive Director), members: Mr. Shinya Katanozaka (Non-executive Director), Ms. Yoshiko Ando (Non-executive Director), Mr. Yoshinori Isozaki (Representative Director of the Board & CEO), and Mr. Takeshi Minakata (Representative Director of the Board, President & COO: their responsibilities are described on pages 58 to 60). To ensure that such authority is properly exercised, the committee will be structured as described above, and decisions will be made by excluding interested persons from the committee, and the committee will report to the Board in a timely and appropriate manner.

The outline of the Company's policy for determining remuneration, etc., for Officers for the current fiscal year is as follows.

(i) Basic policy on remuneration, etc. for Officers

- i) The Company shall establish a remuneration structure that emphasizes the linkage of remuneration with business performance and medium- to long-term corporate value and share value with the shareholders.
- ii) Remuneration levels shall be appropriate for the roles and responsibilities of the Kirin Group's Officers.
- iii) Remuneration shall be deliberated by the Nomination & Remuneration Advisory Committee, of which Independent Non-executive Directors constitute a majority, to ensure objectivity and transparency.

(ii) Remuneration structure and recipients, etc.

Remuneration, etc. for Officers of the Company is composed of three parts: basic remuneration which is fixed remuneration; bonus as short-term incentive remuneration; and stock-based remuneration as medium- to long-term incentive remuneration. The Non-executive Directors are responsible for monitoring and advising management of the Company and the Kirin Group as a whole from an objective point of view, and Audit & Supervisory Board Members are responsible for auditing the execution of duties by the Directors of the Board from an objective point of view. Accordingly, only basic remuneration shall be paid to the respective parties.

Basic remuneration	Annual sum consists of fixed remuneration based on the executive rank and responsibilities, and additional remuneration based on responsibilities is divided equally by 12 and paid each month.
Bonus	Performance-linked remuneration for motivation to achieve annual performance targets of each fiscal year and engage in initiatives for future growth; assuming the amount to be paid upon achievement of a target (base amount) predetermined for each executive rank and responsibility is set at 100%, this remuneration is variable between 0% and 200% depending on the level of achievement of the performance target; and lump-sum payment after the end of each fiscal year.
Stock remuneration	Trust-type stock compensation; it consists of Performance Share Units which is linked to the degree of achievement of performance in a single fiscal year ("Single-Year PSU"), Performance Share Units which is linked to the degree of achievement of Medium-Term Business Plan's goals in multiple fiscal years ("Medium-Term Plan PSU") and Consists of Restricted Share Units (RSU) which has no performance conditions attached; Stock and cash will be paid in a single payment in 50:50 ratio for shares and cash based on the respective points awarded at a certain time after the lapse of each business year for Single-Year PSU and RSU, and in the following business year of the target period of Medium-Term Business Plan (three business years) for Medium-Term Plan PSU.

(Note) Non-residents in Japan shall be applied a performance-linked and stock-price-linked remuneration plan (Phantom Stock Plan) in lieu of the Trust-type Stock Compensation Plan. Under this plan, the Company will pay cash equivalent to the amount of the Company's shares (including the Company's shares that are subject to conversion and disposal under the Trust-type Stock Compensation Plan) calculated using the same formula as the Trust-type Stock Compensation Plan in accordance with the Company's Share Delivery Rules.

(iii) Ratio of performance-linked remuneration

The remuneration ratio for the Representative Director of the Board & CEO is as shown below: ratio of basic remuneration to the performance-linked remuneration base amount for the Representative Director of the Board & CEO shall be approximately 30:70 (the ratio of bonuses to stock-based remuneration is 30:40). The remuneration ratio for other eligible Directors (excluding Non-executive Directors) and Officers shall be determined in a similar manner as above in consideration of their executive rank and responsibilities. The composition ratio of the Single-Year PSU, to the RSU, to the Medium-Term Plan PSU (per year) in stock compensation base amount shall be common to all intended beneficiaries (approximately 4:2:1).

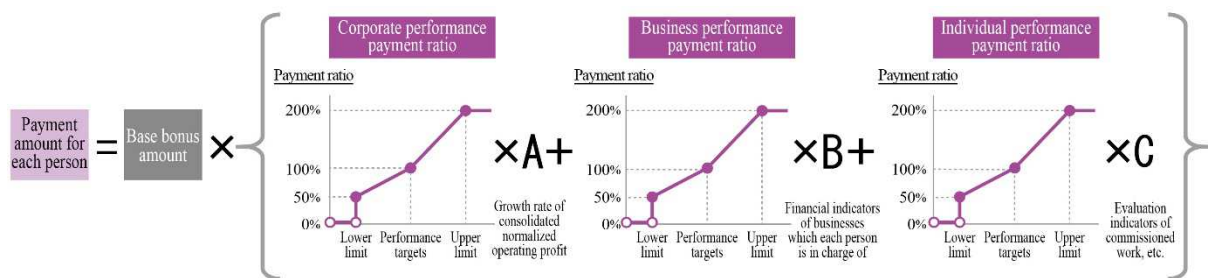
(iv) Mechanism for linkage to performance

The Company's policy for determining the method to calculate performance-linked remuneration is as follows.

i) Bonuses

The evaluation indicators for bonuses of corporate performance evaluation (consolidated normalized operating profit) and individual performance are selected to promote solid earnings growth and strategic execution for the entire Kirin Group and its major businesses. The business performance (normalized operating profit, etc., of each business) are additionally applicable to the President of an operating company or the Officer in charge of Health Science Strategy. The amount paid upon the achievement of targets (base bonus amount) is predetermined for each executive rank. When this amount is regarded as a pay rate of 100%, this remuneration is variable between 0% and 200% depending on the degree of achievement of targets. The evaluation method for bonus amount paid to each individual for the current fiscal year is as shown in Sample 1 below.

Sample 1: Evaluation method of bonus amount paid to each individual

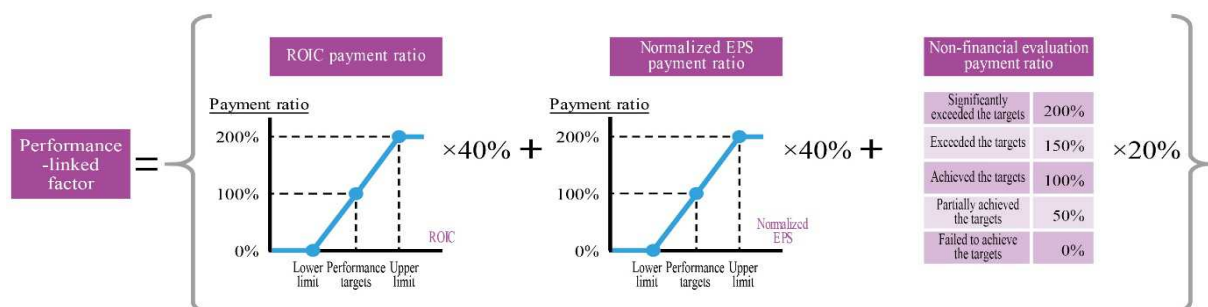


ii) Stock compensation

In order to promote both medium- to long-term improvement of shareholder value and the creation of social value, ROIC, normalized EPS, and non-financial evaluation (Environment, Health, and Employees) are selected as evaluation indicators for stock compensation. RSU are awarded fixed points that are calculated based on defined thresholds for each executive rank. Single-Year PSU are awarded points for each business year, and Medium-Term Plan PSU are awarded points for the target period of the Medium-Term Business Plan (three business years), which are calculated in the business year following such respective performance evaluation period by multiplying the predefined base points calculated based on thresholds for each executive rank by the performance-linked factor as described in Sample 2 below. At a certain point in time after the lapse of three years from the start of each performance evaluation period, the number of the Company's shares, corresponding to the number equivalent to 50% of the points (one point shall be converted to one common share of the Company) granted for the performance evaluation period, shall be delivered along with the payment of cash equivalent to the proceeds from the realization of the number of the Company's shares corresponding to the outstanding portion of the points.

Calculation formula for performance-linked factor for the Single-Year PSU and Medium-Term Plan PSU is as described in Sample 2 below.

Sample 2: Calculation formula for PSU performance-linked factor (excluding the performance evaluation period; the scheme is common to the Single-Year PSU and Medium-Term Plan PSU)



(v) Others

In the event of significant changes in the business environment due to an occurrence of unexpected, extraordinary events, the Company may make a discretionary judgment in a resolution of the Board of Directors after extraordinary deliberation by the Nomination & Remuneration Advisory Committee as necessary.

2) Remuneration, etc. for the current fiscal year

- (i) Total amount of remuneration, etc. for Directors of the Board and Audit & Supervisory Board Members by officer type, total amount of remuneration, etc. by type and number of officers

Officer type	Total amount of remuneration, etc. (millions of yen)	Total amount (millions of yen) of remuneration etc. by type and number of persons							
		Fixed remuneration		Performance-linked remuneration					
		Monetary remuneration						Non-monetary remuneration	
		Basic remuneration		Bonus		Performance-linked and stock-price-linked remuneration (Phantom Stock Plan)		Stock compensation	
		Total amount	Number of persons	Total amount	Number of persons	Total amount	Number of persons	Total amount	Number of persons
Directors of the Board (excluding Non-executive Directors)	805	315	7	329	5	-	-	160	7
Audit & Supervisory Board Members (excluding Non-standing Audit & Supervisory Board Members)	78	78	2	-	-	-	-	-	-
Non-executive Officers	Non-executive Directors	143	8	-	-	-	-	-	-
	Non-standing Audit & Supervisory Board Members	58	4	-	-	-	-	-	-
Total	1,084	595	21	329	5	-	-	160	7

- (Notes) 1. Twelve (12) Directors of the Board and five (5) Audit & Supervisory Board Members remain in their positions as of the end of this fiscal year, but the amounts above include remuneration for three (3) Directors and one (1) Audit & Supervisory Board Members who retired and resigned as of March 28, 2024.
2. The above total amount of bonus is the amount expected to be paid. For actual performance evaluation indicators and others, please refer to (ii) below.
3. There were no officers to whom the above performance-linked and stock-price-linked remuneration (Phantom Stock Plan) was applicable.
4. Stock compensation was granted to Directors of the Board (excluding Non-executive Directors) as non-monetary remuneration. The above total amount of stock compensation is the amount recorded as expenses during the current fiscal year for the Board Incentive Plan (BIP) Trust.
5. In accordance with the policy for Officers' remuneration, etc., the Nomination & Remuneration Advisory Committee deliberates and considers with a diversified viewpoint the method for calculating remuneration, etc. for Directors of the Board and the calculation of the payment amount based on this, among others. The committee then reports the draft to the Board of Directors, and the Board of Directors respects the deliberation process and reports. Accordingly, the Company considers that details of remuneration, etc. for each Director of the Board are consistent with the policy for Officers' remuneration, etc. of the Company.

(ii) Targets, etc. and actual results regarding evaluation indicators for performance-linked remuneration for Directors of the Board

i) Bonuses (whose performance evaluation period is the current fiscal year)

Performance evaluation indicators		Evaluation ratio	Fluctuation range of payment ratio	Performance target		Actual results	Payment ratio for each indicator	Final payment ratio
Corporate performance evaluation	Consolidated normalized operating profit	20% - 70%	0% - 200%	Upper limit	242.4 billion yen	211.0 billion yen	122.1%	130.5% - 144.4%
				Base	202.0 billion yen			
				Lower limit	161.6 billion yen			
Business performance evaluation	Revenue in Health Science domain	40%	0% - 200%	Upper limit	161.5 billion yen	175.3 billion yen	100.0%	
	Base			146.8 billion yen				
	Lower limit			132.1 billion yen				
	Normalized operating profit in Health Science domain			Upper limit	0 billion yen	(10.9 billion yen)		
				Base	(2.6 billion yen)			
				Lower limit	(3.9 billion yen)			
Individual performance evaluation		30% - 50%	0% - 200%	Decided based on evaluation indicators of commissioned work, etc. for each person.		150.0% - 200%		

(Notes) 1. Individual performance evaluation was determined by the method described in 1) above.

2. Business performance evaluation is an evaluation indicator applied to the Director of the Board who is in charge of Health Science Strategy.

ii) Stock compensation

Performance evaluation indicators	Evaluation ratio	Fluctuation range of payment ratio	Performance targets			Actual results		Payment ratio for each indicator		Final payment ratio	
				Single Year PSU	Medium-Term Plan PSU	Single Year PSU	Medium-Term Plan PSU	Single Year PSU	Medium-Term Plan PSU	Single Year PSU	Medium-Term Plan PSU
ROIC	40%	0% - 200%	Upper limit	12.3%	14.8%	4.1%	4.1%	9.3%	0.0%		
			Base	8.0%	10.0%						
			Lower limit	3.7%	5.2%						
Normalized EPS	40%	0% - 200%	Upper limit	204 yen	18.0%	172 yen	3.3%	81.4%	0.0%	66.2%	30.0%
			Base	177 yen	11.0%						
			Lower limit	150 yen	4.0%						
Non-financial evaluation	20%	0% - 200%	Decided after evaluating each indicator in the categories of Environment, Health and Employees.			S	S	150.0%	150.0%		

(Notes) 1. The performance evaluation period for Single Year PSU is the current fiscal year, and the period for medium-term management units is from FY2022 to the current fiscal year.

2. Normalized EPS for Medium-Term Plan PSU is the compound annual growth rate within the performance appraisal period.

3) Provisions resolved by a general meeting of shareholders

The remuneration limit and other matters Regarding Directors of the Board and Audit & Supervisory Board Members etc. for a fiscal year are as follows.

Position	Type of remuneration	Remuneration Limit and Maximum Number of Granted Shares	Date of resolution by a general meeting of shareholders	Number of persons on the date of resolution
Directors of the Board	Basic remuneration and bonus	Remuneration Limit: 1,520 million yen ^{*1} (including 210 million yen for Non-executive Directors)	March 30, 2022	12 (including 7 Non-executive Directors)
Directors of the Board (excluding Non-executive Directors)	Stock-based remuneration	Remuneration Limit: 1,450 million yen Maximum Number of Granted Shares: 1,000,000 shares ^{*2}		5 Directors of the Board ^{*3}
Audit & Supervisory Board Members	Basic remuneration	Remuneration Limit: 200 million yen		5 (including 3 Non-standing Audit & Supervisory Board Members)

- *1 Amounts to be expensed in connection with the payment of performance-linked and stock-price-linked remuneration (Phantom Stock Plan) to Directors of the Board (excluding Non-executive Directors) and Executive Officers, who are non-residents in Japan, are included.
- *2 Regarding the stock compensation plan for Directors of the Board (excluding Non-executive Directors) and Executive Officers, who are residents in Japan, the upper limit of the amount of money to be contributed by the Company and the number of shares of the Company to be delivered per business year.
- *3 The stock-based remuneration plan, which was resolved at the General Meeting of Shareholders, covers not only Directors of the Board but also Executive Officers, and the number of such Executive Officer as of the date of the resolution is nine.

(6) Major activities of Non-executive Directors and Non-standing Audit & Supervisory Board Members during this fiscal year

Title	Name	Attendance at Board Meetings	Statements contribution
Director of the Board	Masakatsu Mori	16 times of 16 meetings	He fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience in corporate management, finance and accounting.
	Hiroyuki Yanagi	15 times of 16 meetings	At the Board Meeting, he managed the Board Meetings in an active and efficient manner as Chairperson. Additionally, he fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience and broad perspective in technology development and innovation.

Title	Name	Attendance at Board Meetings	Statements contribution
	Noriko Shiono	16 times of 16 meetings	At the Board Meeting, she made instructive statements, from an independent and objective standpoint, based on her wealth of experience in corporate management and broad perspective in the pharmaceutical and healthcare field, and, at the Nomination and Remuneration Advisory Committee Meeting, as Chairperson, she lead the management of this Committee and she was involved in and advised this Committee to ensure objective and transparent nomination and compensation procedures as a member of this Committee. Through these and other activities, she fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company.
	Rod Eddington	16 times of 16 meetings	He fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience in global company management and broad perspective in corporate governance.
	George Olcott	16 times of 16 meetings	He fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company, through his activities such as making instructive statements at the Board Meeting, from an independent and objective standpoint, based on his wealth of experience in international financial markets and broad perspective in global management and corporate governance.
	Shinya Katanozaka	16 times of 16 meetings	At the Board Meeting, he made instructive statements, from an independent and objective standpoint, based on his wealth of experience in corporate management and broad perspective in promoting internationalization of management and diversity, fostering new businesses, brand strategy and marketing, and, at the Nomination and Remuneration Advisory Committee Meeting, he was involved in and

Title	Name	Attendance at Board Meetings	Statements contribution
			advised this Committee to ensure objective and transparent nomination and compensation procedures as a member of this Committee. Through these and other activities, he fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company.
	Yoshiko Ando	12 times of 13 meetings	At the Board Meeting, she made instructive statements, from an independent and objective standpoint, based on her highly specialized expertise, as well as wealth of experience and broad perspective in the fields of employment and labor and, at the Nomination and Remuneration Advisory Committee Meeting, she was involved in and advised this Committee to ensure objective and transparent nomination and compensation procedures as a member of this Committee. Through these and other activities, she fulfilled the role expected as Non-executive Director, including overseeing business execution of the Company.

Title	Name	Attendance at Board Meetings	Attendance at Audit & Supervisory Board Meetings	Statements contribution
Audit & Supervisory Board Member	Kaoru Kashima	16 times of 16 meetings	18 times of 18 meetings	She properly audited business execution of the Company through her activities such as making instructive statements at the Board Meeting and Audit & Supervisory Board Meeting, from an independent and objective standpoint, based on her wealth of experience and broad perspective in audit operations and corporate management at an auditing firm.
	Kenichi Fujinawa	16 times of 16 meetings	18 times of 18 meetings	He properly audited business execution of the Company through his activities such as making instructive statements at the Board Meeting and Audit & Supervisory Board Meeting, from an independent and objective standpoint, based on his expertise, as well as wealth of experience and broad perspective in corporate legal affairs as an attorney.
	Yoko Dochi	13 times of 13 meetings	13 times of 13 meetings	She properly audited business execution of the Company through her activities such as making instructive statements at the Board Meeting and Audit & Supervisory Board Meeting, from an independent and objective standpoint, based on her wealth of experience in corporate management, capital markets, and broad perspective in finance, accounting, and ESG, etc.

(Notes) 1. As for the attendance at the Board Meetings of Director of the Board Ms. Yoshiko Ando, the Board Meetings applicable to her are only those held on and after March 28, 2024, the date of her assumption of office. She attended all of three Board Meetings and all of five Audit & Supervisory Board Meetings as Audit & Supervisory Board Member, which were held prior to her resignation from the position of Audit & Supervisory Board Member as of the aforementioned date.

2. As for the attendance at Audit & Supervisory Board Meetings of Audit & Supervisory Board Member Ms. Yoko Dochi, the Audit & Supervisory Board Meetings applicable to her are only those held on and after March 28, 2024, the date of her assumption of office.

(Reference)

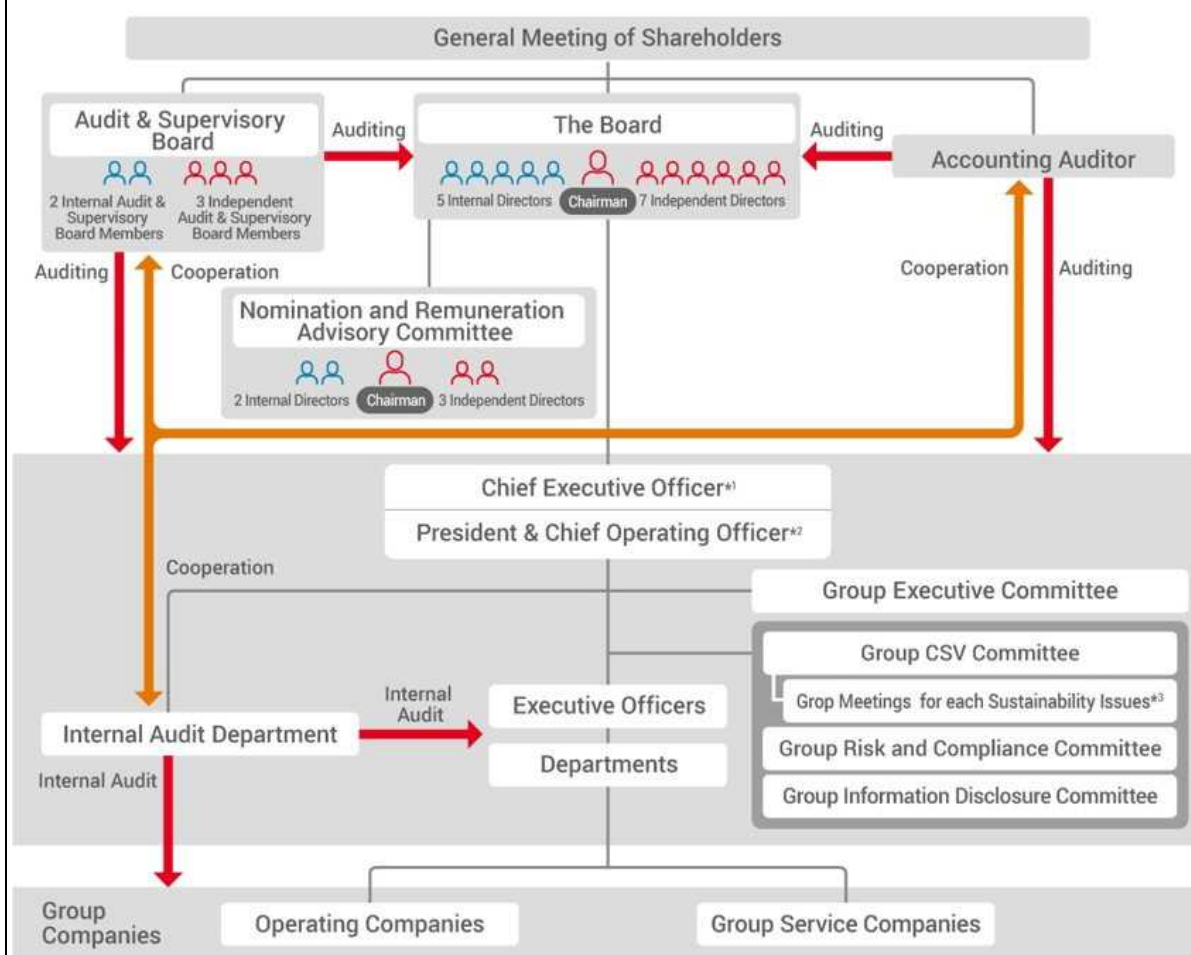
Corporate Governance System

(1) Basic Philosophy and Policy Concerning Corporate Governance

In line with the Kirin Group's corporate philosophy and "One KIRIN" Values that are shared across the Kirin Group, the Kirin Group recognizes that achieving "2027 Vision" in Long-Term Management Vision "Kirin Group Vision 2027," will lead to sustainable growth for the Group and improvement of its corporate value over the medium to long term, and also establishes a corporate governance system that is capable of effectively and efficiently achieving this goal.

The Kirin Group recognizes that collaboration with Group stakeholders is essential to realizing "2027 Vision" based on the Kirin Group's corporate philosophy and management principles and respecting each stakeholder's position. The Kirin Group will promptly disclose information to shareholders and investors based on transparency, fairness and continuity, and will actively engage in constructive dialogue with shareholders and investors to fulfill its accountability in good faith.

<Corporate Governance Structure Chart>



*1 Chief Executive Officer(CEO) : The Executive Officer responsible for overseeing the overall management of the Group.

*2 Chief Operating Officer(COO) : The Executive Officer responsible for overseeing the business operations of the Group.

*3 Group Environmental Meeting, Group Business and Human Rights Meeting, Group Health and Safety Meeting, etc.

(2) Composition of the Board

Taking into account the knowledge, experience, skills and insight etc. that are necessary for turning the 2027 Vision into a reality, the Board of the Company is composed of the appropriate number of members, ensuring overall balance and diversity. At the 185th Ordinary General Meeting of Shareholders, the Company elected Non-executive directors including two female directors and two non-Japanese directors, and keeps its governance structure to maintain a majority of Non-executive (outside) directors (five internal directors and seven Non-executive (outside) directors). By doing this, the Company is striving to build a highly diverse and transparent governance system, as well as to ensure effective and objective management supervision. Currently, a Non-executive director serves as Chairman of the Board.

The Board of the Company has established the Nomination & Remuneration Advisory Committee composed of a majority of Non-executive directors as a voluntarily-established body. Currently the Committee is composed of two internal directors and three Non-executive directors, and a Non-executive director serves as Chairman.

(3) Evaluation of the Effectiveness of the Board

The Company routinely evaluates the operation of the Board and the content of its discussions, among others, and strives to ensure the important decision-making function and the overseeing function.

During this fiscal year, the Company evaluated the effectiveness of the Board of Directors incorporating suggestions from third-party advisors.

In this fiscal year, the evaluation was conducted based on the following eight evaluation criteria: (1) Composition and operation of the Board; (2) Development, execution and monitoring of strategies; (3) Supervision of Group Governance and Risk Management; (4) Supervision of decision-making on business acquisition/withdrawal, etc.; (5) Supervision of remuneration for officers and succession plan, etc.; (6) Thorough understanding and implementation of healthy corporate ethics and supervision thereof; (7) Supervision of overall disclosures to stakeholders; and (8) Strengthening points to improve the effectiveness of the Board. The evaluation results indicated that the Board was functioning properly overall and that the effectiveness of the Board was ensured.

While continuing to recognize the importance of ESG (Environment, Social, and Governance) initiatives, we aim to enhance corporate value and achieve sustainable growth over the medium to long term. In fiscal 2025, we will further enrich discussions on (1) the "business portfolio strategy" for maximizing corporate value, (2) the growth scenarios for each area and business, (3) the "digital ICT strategy" for accelerating value creation through the advanced use of AI, (4) the "human resources strategy" for fostering a culture and workforce that embrace challenges, and (5) the ideal framework for highly effective group governance, thereby striving to maintain and improve the effectiveness of the Board of Directors.

For more details about the Company's corporate governance, please refer to the following "Corporate Governance Policy."

https://www.kirinholdings.com/en/purpose/files/pdf/governance_policy.pdf

(Note) Amounts and ratios stated in this business report are rounded off to the nearest unit unless otherwise noted.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(At December 31, 2024)

(¥ millions)

ASSETS

Non-current assets

Property, plant and equipment	674,028
Goodwill	501,480
Intangible assets	659,561
Equity-accounted investees	216,205
Other financial assets	103,360
Other non-current assets	48,570
Deferred tax assets	109,761
Total non-current assets	2,312,966

Current assets

Inventories	358,985
Trade and other receivables	502,880
Other financial assets	8,570
Other current assets	52,142
Cash and cash equivalents	118,617
Total current assets	1,041,193

Total assets	3,354,159
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EQUITY

Share capital	102,046
Share premium	9,497
Retained earnings	1,130,931
Treasury shares	(251,376)
Reserves	190,427
Equity attributable to owners of the Company	1,181,525
Non-controlling interests	352,189
Total equity	1,533,714

LIABILITIES**Non-current liabilities**

Bonds and borrowings	779,583
Other financial liabilities	87,398
Defined benefit liability	54,986
Provisions	7,100
Liabilities from application of equity method	10,458
Other non-current liabilities	13,622
Deferred tax liabilities	123,233

Total non-current liabilities	1,076,380
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Current liabilities

Bonds and borrowings	77,986
Trade and other payables	364,265
Other financial liabilities	54,935
Current tax liabilities	11,428
Provisions	12,214
Other current liabilities	223,238

Total current liabilities	744,065
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Total liabilities	1,820,445
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Total equity and liabilities	3,354,159
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*Amounts are rounded to the nearest ¥1 million.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

(From January 1, 2024 to December 31, 2024)

(¥ millions)

Revenue	2,338,385
Cost of sales	1,272,430
Gross profit	1,065,955
Selling, general and administrative expenses	854,987
Other operating income	16,145
Other operating expenses	101,773
Operating profit	125,340
Finance income	14,595
Finance costs	17,994
Share of profit of equity-accounted investees	37,035
Impairment loss on equity-accounted investees	19,255
Profit before tax	139,721
Income tax expense	53,910
Profit	85,811
Profit attributable to:	
Owners of the Company	58,214
Non-controlling interests	27,597
Profit	85,811

*Amounts are rounded to the nearest ¥1 million.

BALANCE SHEET

(At December 31, 2024)

(¥ millions)

ASSETS

Current assets

324,868

Cash and time deposits	12,173
Short-term loans receivable	286,360
Other	26,335

Non-current assets

1,522,313

Property, plant and equipment

15,111

Buildings	4,310
Structures	370
Machinery and equipment	2,640
Vehicles	1
Tools, furniture and fixtures	3,283
Land	972
Leased assets	3,049
Construction in progress	487

Intangible assets

62,715

Goodwill	7,521
Software	45,073
Leased assets	502
Software in progress	7,779
Other	1,840

Investments and other assets

1,444,488

Investment securities	2,223
Shares of subsidiaries and affiliates	1,424,566
Deferred tax assets	11,441
Other	63,831
Allowance for doubtful accounts	(57,574)

Total assets

1,847,181

LIABILITIES

Current liabilities	<u>479,369</u>
Short-term loans payable	397,871
Commercial paper	12,999
Lease liabilities	1,037
Bonds due within one year	35,000
Non-trade accounts payable	18,659
Accrued expenses	3,065
Income taxes payable	2,843
Allowance for employees' bonuses	3,329
Allowance for bonuses for directors and corporate auditors	278
Other	4,287
Non-current liabilities	<u>805,920</u>
Bonds	233,000
Long-term debt	547,400
Lease liabilities	2,099
Reserve for retirement benefits	20,423
Other	2,997
Total liabilities	<u>1,285,288</u>

NET ASSETS

Shareholders' equity	<u>560,984</u>
Common stock	<u>102,046</u>
Capital surplus	<u>81,427</u>
Additional paid-in capital	81,412
Other capital surplus	15
Retained earnings	<u>627,781</u>
Legal reserve	25,511
Other retained earnings	602,270
General reserve	506,368
Retained earnings carried forward	95,902
Treasury shares	<u>(250,270)</u>
Valuation and translation adjustments	<u>908</u>
Net unrealized gains on securities	908
Total net assets	<u>561,893</u>
Total liabilities and net assets	<u>1,847,181</u>

*Amounts are rounded to the nearest ¥1 million.

STATEMENT OF INCOME

(From January 1, 2024 to December 31, 2024)

(¥ millions)

Operating revenue		
Group management revenue	63,586	
Dividend revenue from subsidiaries and affiliates	116,410	
Other	14,605	194,601
Operating expenses		
General and administrative expenses	72,745	
Other	7,385	80,130
Operating income		114,471
Non-operating income		
Interest and dividend income	12,424	
Foreign exchange gain	1,123	
Other	2,657	16,203
Non-operating expenses		
Interest expense	15,887	
Provision of allowance for doubtful accounts	52,438	
Other	1,948	70,273
Ordinary income		60,401
Special income		
Gain on sale of property, plant and equipment and intangible assets	885	
Compensation income	1,918	
Other	18	2,822
Special expenses		
Loss on sale and disposal of property, plant and equipment and intangible assets	192	
Loss on valuation of shares of subsidiaries and affiliates	394,019	
Early retirement related expenses	1,054	
Other	109	395,374
Loss before income taxes		(332,151)
Income taxes – current		9,636
Income taxes – deferred		3,121
Net loss		(344,908)

* Amounts are rounded to the nearest ¥1 million.

Independent Auditor's Report

February 14, 2025

To the Board of Directors of
Kirin Holdings Company, Limited

KPMG AZSA LLC
Tokyo Office, Japan

Isao Kamizuka
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Masahiro Sasaki
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Yoshihiro Fujioka
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Opinion

We have audited the consolidated financial statements, which comprise the consolidated statement of financial position, the consolidated statement of profit or loss, the consolidated statement of changes in equity and the related notes of Kirin Holdings Company, Limited (“the Company”) and its consolidated subsidiaries (collectively referred to as “the Group”), as at December 31, 2024 and for the year from January 1, 2024 to December 31, 2024 in accordance with Article 444-4 of the Companies Act.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position and the results of operations of the Group for the period, for which the consolidated financial statements were prepared, in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the business report and its supplementary schedules. Management is responsible for the preparation and presentation of the other information. Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other

information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and Audit & Supervisory Board Members and the Audit & Supervisory Board for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The selection and application of audit procedures depends on the auditor's judgment.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we

conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate whether the presentation and disclosures in the consolidated financial statements are in accordance with the latter part of Article 120-1 of the Regulations on Corporate Accounting that prescribes some omissions of disclosure items required by International Financial Reporting Standards, the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purpose of the group audit. We remain solely responsible for our audit opinion.

We communicate with Audit & Supervisory Board Members and the Audit & Supervisory Board regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide Audit & Supervisory Board Members and the Audit & Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company and its subsidiaries which are required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Reader of Independent Auditor's Report:

The Independent Auditor's Report herein is the English translation of the Independent Auditor's Report as required by the Companies Act for the conveniences of the reader.

Independent Auditor's Report

February 14, 2025

To the Board of Directors of
Kirin Holdings Company, Limited

KPMG AZSA LLC
Tokyo Office, Japan

Isao Kamizuka
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Masahiro Sasaki
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Yoshihiro Fujioka
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Opinion

We have audited the financial statements, which comprise the balance sheet, the statement of income, the statement of changes in net assets and the related notes, and the accompanying supplementary schedules ("the financial statements and others") of Kirin Holdings Company, Limited ("the Company") as at December 31, 2024 and for the year from January 1, 2024 to December 31, 2024 in accordance with Article 436-2-1 of the Companies Act.

In our opinion, the financial statements and others referred to above present fairly, in all material respects, the financial position and the results of operations of the Company for the period, for which the financial statements and others were prepared, in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements and Others* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the business report and its supplementary schedules. Management is responsible for the preparation and presentation of the other information. Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the reporting process for the other

information.

Our opinion on the financial statements and the accompanying supplementary schedules does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements and the accompanying supplementary schedules, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements and the accompanying supplementary schedules or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Responsibilities of Management and Audit & Supervisory Board Members and the Audit & Supervisory Board for the Financial Statements and Others

Management is responsible for the preparation and fair presentation of the financial statements and others in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation of financial statements and others that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements and others, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern in accordance with accounting principles generally accepted in Japan.

Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements and Others

Our objectives are to obtain reasonable assurance about whether the financial statements and others as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements and others.

As part of our audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements and others, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The selection and application of audit procedures depends on the auditor's judgment.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements and others or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as

a going concern.

- Evaluate whether the presentation and disclosures in the financial statements and others are in accordance with accounting standards generally accepted in Japan, the overall presentation, structure and content of the financial statements and others, including the disclosures, and whether the financial statements and others represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with Audit & Supervisory Board Members and the Audit & Supervisory Board regarding, among other matters, the planned scope and timing of the audit, significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide Audit & Supervisory Board Members and the Audit & Supervisory Board with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Interest required to be disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company which are required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Reader of Independent Auditor's Report:

This is an English translation of the Independent Auditor's Report as required by the Companies Act of Japan for the conveniences of the reader.

Audit & Supervisory Board Members' Report

We the Audit & Supervisory Board Members of the Company, based on the audit reports prepared by each Audit & Supervisory Board Member regarding the performance of duties by the Directors of the Board during the 186th business year from January 1, 2024 to December 31, 2024, prepared this audit report upon deliberation and hereby report as follows:

1. Audit Methods by Audit & Supervisory Board Members and the Audit & Supervisory Board and its Details

(1) The Audit & Supervisory Board established audit policy of this term, planning of audits, etc., and received reports from each Audit & Supervisory Board Member regarding the state of implementation of his or her audits and results thereof, as well as received reports from the Directors of the Board, etc., and the Accounting Auditor regarding performance of their duties, and sought explanations whenever necessity arose.

(2) Each Audit & Supervisory Board Member complied with the auditing standards of Audit & Supervisory Board Members established by the Audit & Supervisory Board, in accordance with the audit policy of this term, planning of audits, etc., communicated with the Directors of the Board, the internal audit department, other employees, etc., and made efforts to collect information and improve audit environment, and conducted audits in the following methods:

- 1) We attended the Board Meetings and other important meetings, received reports from the Directors of the Board, employees, etc., regarding the state of performance of their duties, sought explanations whenever necessity arose, inspected important decision documents, etc., and made investigation into the state of activities and property at the head office and other main business offices of the Company. With respect to subsidiaries, we communicated and exchanged information with directors, audit & supervisory board members, etc., of the subsidiaries, and visited subsidiaries whenever necessity arose to make investigation into the state of activities and property thereof.
- 2) We monitored and verified the status of the construction and implementation by the Directors of the Board of the system for ensuring that the performance of duties by the Directors of the Board listed on the business report conforms to the laws, regulations and Articles of Incorporation, as well as the resolutions of the Board regarding the improvement of the system stipulated in Article 100, Paragraph (1) and Paragraph (3) of the Ordinance for Enforcement of the Japanese Companies Act and the status of the establishment and operation of the system (internal controls system) that is prepared based on the resolutions, which are necessary for ensuring an appropriateness of operations of a joint stock corporation and corporate group comprised of its subsidiaries.
- 3) We monitored and verified whether the Accounting Auditor maintained their independence and implemented appropriate audits, and we received reports from the Accounting Auditor regarding the state of performance of their duties and sought explanations whenever necessity arose. In addition, we received notice from the Accounting Auditor that "The systems for ensuring the proper performance of duties" (matters set forth in each item of Article 131 of the Rules of Corporate Financial Calculation) is organized in accordance with the "Standards for Quality Control of Audit" (Business Accounting Council) and other relevant standards, and sought explanations whenever necessity arose.

Based on the above methods, we examined the business report and supporting schedules, financial statements (balance sheet, statement of income, statement of changes in net assets, and related notes) and the supporting schedules related to the relevant business term, and the consolidated financial statements (consolidated statement of financial position, consolidated statement of profit or loss, consolidated statement of changes in equity, and related notes).

2. Results of Audit

(1) Results of Audit of Business Report and Other Relevant Documents

- 1) In our opinion, the business report and the supporting schedules fairly presents the state of the Company in accordance with the laws, regulations and Articles of Incorporation.
- 2) In connection with the performance of duties by the Directors of the Board, no dishonest act or material fact of violation of laws, regulations, or the Articles of Incorporation exists.
- 3) In our opinion, the contents of the resolutions of the Board regarding the internal controls system, including internal controls related to financial reporting, are fair and reasonable. In addition, we have not found anything that would need to be pointed out in relation to the performance of duties by the Directors of the Board regarding the internal controls system.

(2) Results of Audit of Financial Statements and Supporting Schedules

In our opinion, the methods and results of audit conducted by the Accounting Auditor, KPMG AZSA LLC are proper.

(3) Results of Audit of Consolidated Financial Statements

In our opinion, the methods and results of audit conducted by the Accounting Auditor, KPMG AZSA LLC are proper.

February 14, 2025

Audit & Supervisory Board
Kirin Holdings Company, Limited

Shobu Nishitani
Standing Audit & Supervisory Board Member

Toru Ishikura
Standing Audit & Supervisory Board Member

Kaoru Kashima
Audit & Supervisory Board Member

Kenichi Fujinawa
Audit & Supervisory Board Member

Yoko Dochi
Audit & Supervisory Board Member

- END -