

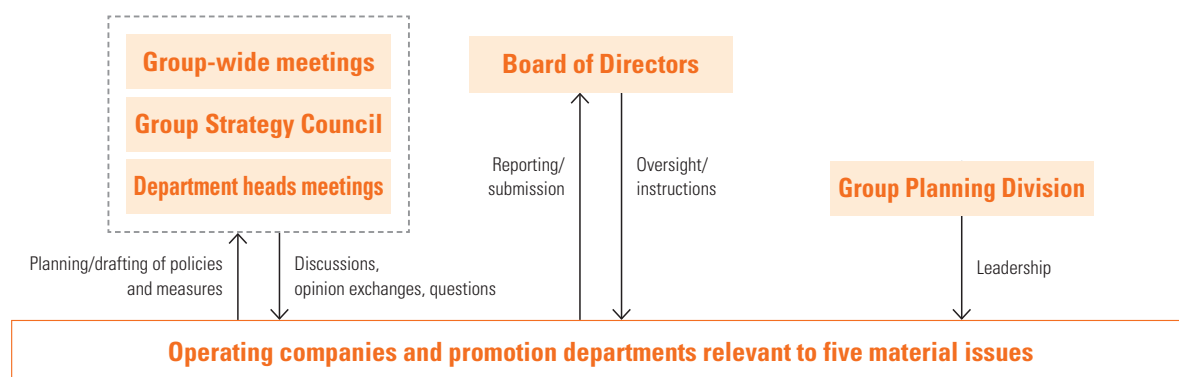
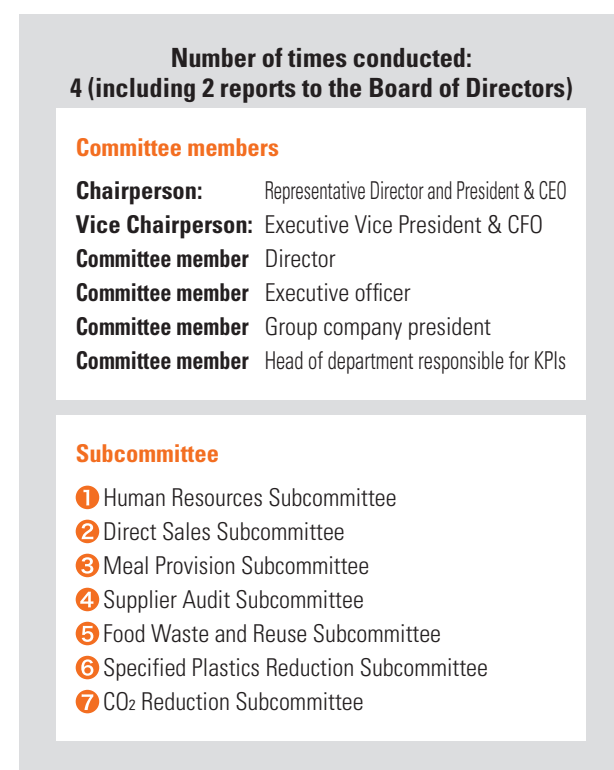
Our approach to sustainability

Based on the meaning behind the business philosophy of the Yoshinoya Holdings Group, “For the People,” which holds that companies exist to serve the needs of society and to contribute to the greater happiness of mankind, we emphasize environmental (E), social (S), and governance (G) perspectives throughout our business activities. The Group considers the promotion of ESG management to be an important theme as changes in the global environment and social issues increase in severity. We are promoting the effective use of resources, reducing CO₂ emissions, promoting diversity and respect for human rights, and ensuring food safety and security throughout the entire supply chain as part of our commitment to realizing a sustainable society. Moreover, we will continue our dialogue with stakeholders as we strive to sustainably enhance our corporate value and remain a company trusted by society. We will continue to sincerely face the changing society and contribute to a sustainable future.

Sustainability promotion system

The Group positions sustainability at the core of management, and has established a system to promote sustainability from a companywide viewpoint. We newly established a Sustainability Promotion Committee in March 2024 to reinforce our strategic and ongoing initiatives. Under the Committee, we have organized seven subcommittees to carry out activities with the objective of solving specific issues in each field. The Group Planning Division plays a pivotal role in formulating policies and devising measures in cooperation with the promotion departments responsible for initiatives in the three areas of E, S, and G, based on material issues identified in each area. The details are shared and discussed with executives and department heads through group-wide meetings, Group Strategy Council meetings, and department head meetings, and are ultimately reported and submitted to the Board of Directors. In FY2024, we focused on the promotion of women's activities and health management. These efforts resulted in us being recognized as a 2025 Outstanding Organization of KENKO Investment for Health Program. Executives and managers actively engage in discussion to promote unity between management and the workplace, thereby enhancing our ability to put sustainability initiatives into practice. We will continue to foster awareness and entrench practices across the breadth of the organization, contributing to the realization of a sustainable society and corporate value.

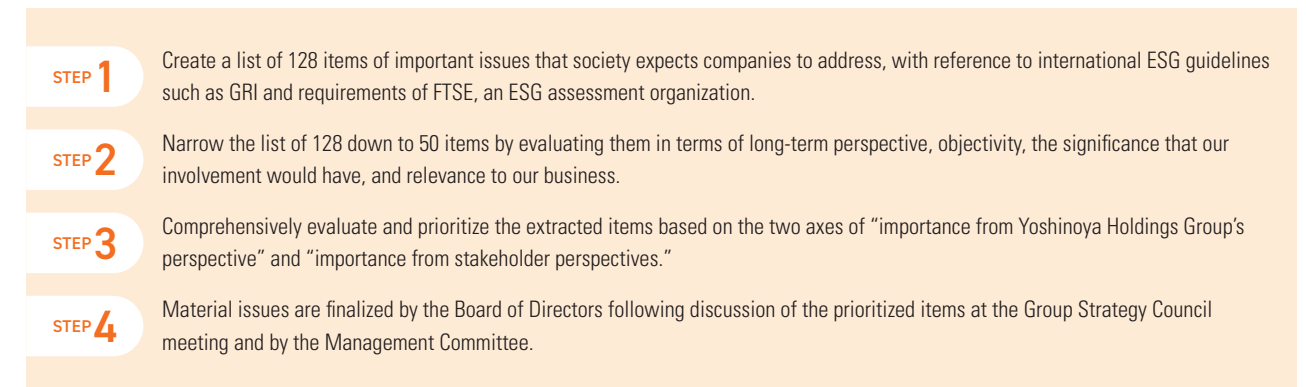
FY2024 Sustainability Promotion Committee Activity Results



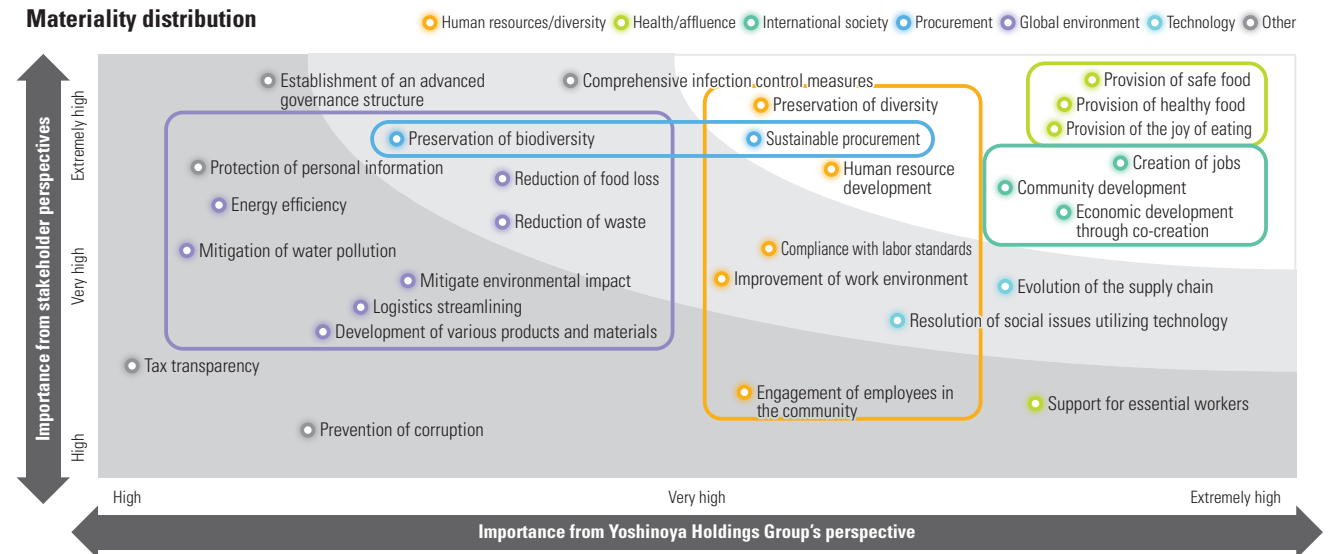
Process of identifying material issues

Based on the Group's approach to sustainability, we aim to further enhance our corporate value in light of recent changes in the social environment and demands from society. We have therefore clarified the

relationship between our business activities and social issues from an ESG perspective, and have identified material issues that contribute to the achievement of continued corporate growth and a sustainable society.



Materiality distribution



Material issues identified

Materiality	Direction for resolving issues (basic policy)
Realizing diversity and inclusion to enable people to grow and thrive	- Practice diversity and inclusion - Promote a good work-life balance - Develop human resources and support career development
Providing the joy of food and health to more customers, enabling them to have fulfilling lifestyles	- Contribute to customers' health - Contribute to the health of employees who serve the food - Cope with an aging society - Apply new technologies and materials
Contributing to local communities by operating businesses centered on food	- Reinforcing the function as the food infrastructure - Connecting with local communities
Building a sustainable supply chain through co-creation with Suppliers	- Ensuring food safety - Ensuring soundness of the supply chain
Responding to climate change through environment-friendly business activities	- Reduction of loss and reuse of ingredients at outlets and factory manufacturing processes - Reduction of environmental impact of packaging materials

Sustainability Five Material Issues

We set KPIs after having analyzed risks and opportunities for each material issue and promote specific activities.

Material issues	Risks	Opportunities	Contribution to SDGs	Key measures	Establishing KPIs	FY2023 results	FY2024 results	FY2027 targets	FY2029 targets
Realizing diversity and inclusion to enable people to grow and thrive As a company that pursues the value and joy that comes from human interaction, we will focus on improving the working environment, ensuring diversity, and pursuing human resource development.			3 GOOD HEALTH AND WELL-BEING 4 QUALITY EDUCATION 5 GENDER EQUALITY 8 DECENT WORK AND ECONOMIC GROWTH 10 REDUCED INEQUALITIES 16 PEACE, JUSTICE AND STRONG INSTITUTIONS	</					

*1 Organizational assessment score

*2 Tokugyu was screened by the nation and is sold as a food for specified health uses (FOSHU). Care Beef is a nursing care food for people with reduced chewing and swallowing function.

*3 This is the recycling rate of eight domestic factories of Yoshinoya and Hanamaru.

*4 In 2017, Yoshinoya was granted Eco Mark certification, which is given to an environmentally friendly restaurant, from Japan Environment Association and was certified as an "eco-restaurant."

A framework that ensures reliable quality from procurement to delivery

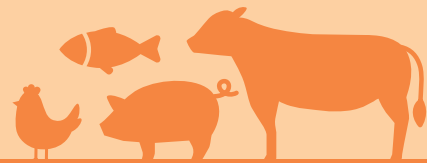
The Group has established a strictly controlled supply chain to deliver safe, reliable meals to its customers, from raw material procurement to the provision at our outlets.



Regarding the ingredients Yoshinoya uses, we have established a Food Safety Policy to address all foreseeable food-related risks, from raw materials, processing, transportation, and storage to serving dishes to our customers. Moreover, considering hazards including bacterial and viral food poisoning, allergies, pesticides, and foreign objects, we handle ingredients hygienically throughout all processes. The Quality Assurance Department constantly incorporates the latest scientific knowledge from regulatory authorities, various inspection agencies, and the food industry to establish and operate a realistic, highly effective quality assurance system that pursues customer safety from every angle. In addition to the Quality Assurance Department training procurement staff to improve their knowledge, we also guide our suppliers concerning how to better their operations through joint inspections performed by procurement staff and Quality Assurance Department staff, based on ingredient characteristics.

Inspection

Supply Chain Procurement



The Product Department, part of the Group Product Division, is responsible for ingredient procurement. In addition to lowering costs and heightening operational efficiency, consolidation and centralization are key in ensuring steady procurement of safe food ingredients. The Product Department always strives to form close relationships with its business partners, but purchases from multiple suppliers as a risk hedge for stable procurement. To ensure food safety, we collaborate with trading companies, wholesalers, and other relevant parties to directly visit production sites. We regularly inspect and provide guidance on hygiene management and quality control systems, while communicating closely with producers. A partnership underpinned by respect and trust serves as the foundation for building relationships with our business partners. By maintaining fair prices that benefit both parties while gaining a comprehensive understanding of each other's business activities, we form a cooperative relationship in which we complement each other's strengths and weaknesses, leading to strong procurement capabilities.



Manufacturing/Processing



The Product Department of the Group Product Division and the Tokyo and Kyoto factory acquired ISO 22000 certification, an international standard for food safety management systems, in October 2016. This is an international standard for providing safe, reliable products based on Hazard Analysis and Critical Control Point (HACCP) food safety management methods. Under the slogan of "safety, trust, quality, and efficiency," we thoroughly implement safety management at our five noodle plants nationwide. In 2016, the Hanamaru Udon Chiba Plant in particular has achieved complete automation of the noodle production process, using machines to reproduce the skills of skilled craftspeople. Accumulating and quantifying manufacturing data also contributes to maintaining stable quality and improving technology.



Logistics



In the area of logistics, we participate in the White Logistics Movement, which aims to eliminate drivers' long working hours and excessive workloads. We are pursuing various initiatives, such as logistics improvement proposals and collaborations, order volume leveling, and consideration of legal compliance. Furthermore, for the improvement of logistics, the Group serves as a mediator to encourage cooperation among shipping companies, and utilizes in-house drivers for irregular deliveries. These efforts are leading to lighter workloads for drivers and to the improvement of operational efficiency. We also provide support for recruitment of drivers.



Cooking/Customer Service



In the interest of providing safe, secure meals, we conduct regular inspections and checks at all of our outlets nationwide, and all staff members are highly aware of food safety and comprehensively implement hygiene management. Manuals are used to standardize cooking and food management, ensuring an efficient operation system. This precludes variations in the quality of the products we offer and ensures standardized quality and service at all outlets across the country. And we are constantly striving to heighten quality, service, and cleanliness (QSC) to provide our customers with a satisfying store experience. At Yoshinoya, Hanamaru, and With Link, we conduct regular skills contests with the goal of refining and passing on our services and skills, and we are also working to improve our employees' technical capabilities.





Realizing diversity and inclusion to enable people to grow and thrive

As a company that pursues the value and joy that comes from human interaction, we will focus on improving the working environment, ensuring diversity, and pursuing human resource development.

Human capital management

Human capital management is a method of management that uses a company's human capital—including human resources, knowledge, and skills—as management resources to boost corporate value. Among the five material issues identified based on our Basic Sustainability Policy, the Group has set out to “realize diversity and inclusion to enable people to grow and thrive.” For our Group, which offers everyday meals under the business philosophy of “For the People,” the joy and sense of fulfillment that employees derive from their work is the origin of the service that supports our customers’ delicious and fulfilling meals, and it is a value that can only be achieved by people. Respecting people's diversity and individuality and encouraging employee success and growth lead to the continuous creation of value that meets customers’ changing needs, which in turn leads to the company's sustainable growth and the return of value to society.

Moreover, information disclosure related to human capital management heightens corporate transparency and leads to the establishment of a relationship of trust with stakeholders. The Group aims to boost corporate value by disclosing information on human capital

to all stakeholders, including employees, customers, investors, business partners, and local communities.

Human Resources Development Policy

The Group considers all employees as potential executive candidates and provides everyone with fair and equal training opportunities. We provide our staff with challenging opportunities and specialist training and actively reassign employees to support personal growth. We also invest the necessary funds and create the necessary environments for promoting growth and learning.

Policy to Improve Internal Environments

The Group promotes diversity and inclusion, encourages a good work-life balance, and pursues wellness management to ensure all employees can enjoy strong physical and mental health and work in a safe environment.

Initiatives to maximize the value of human capital

Practice diversity and inclusion

We respect the diversity and personal characteristics of our people and strive to maximize each person's individual strengths. As part of that commitment, we seek to develop a company that enables all employees to demonstrate their full potential and play an active role while also fostering mutual trust. We will continue to use the diversity of knowledge that different individuals bring to the table to develop a more resilient response to change, create innovative new value, and solve issues for our customers and society at large.

Increase the proportion of executive candidates aged 35 and under

The quota system has been introduced with the aim of achieving the proportion of executive candidates (managers) aged 35 and under of 30% or more. We set goals to achieve each fiscal year.

Promotion of women's activities

With the aim of achieving sustainable growth, the Group is developing businesses to promote the use of our services by a broad range of customers—including women and families—and working to have more female employees involved in internal decision-making.

Support for diverse workstyles

We are fostering a workplace environment that facilitates good work for everyone through measures such as childcare leave, shortened working hours, job retention upon return from maternity leave, and exemption from overtime work. This year, as a measure to support parents raising children during summer vacation when school meals are not available, we provided a subsidy (grant) for costs to members of the Mutual Aid Association who purchased products from the Yoshinoya official online shop.

Promoting the active participation of people with disabilities and seniors

We are promoting the employment of people with disabilities—who we call “friend employees”—and providing them with opportunities to work in areas such as cleaning facilities and employee uniforms. Based on the Act on Stabilization of Employment of Elderly Persons, each of our operating companies in Japan is taking steps to rehire employees aged 60 or over.

Establishment of a fair treatment system

We set salaries based on a job grade system, regardless of gender, nationality, or age. The difference in wages between men and women results from differences in average years of service, and we are working to correct this through the promoting the active participation of women.

Promote a good work-life balance

We have introduced and implemented employee leave systems to enrich our employees’ private lives as well as communication measures to improve employee interaction and relationships. We also pursue wellness management after having positioned the mental and physical health of our employees as one of our key management pillars.

Revitalizing the organizational culture

Yoshinoya Holdings, Yoshinoya, and Hanamaru regularly assess the organizational culture to visualize employee attitudes and the state of the organization. In FY2022, we formed the Corporate Culture Enhancement Committee to further invigorate internal communication.

Ease of work

We grant paid leave to part-time workers, and we have introduced a scholarship system for high school students who work part-time. We have established a long-term service award that grants special leave to employees based on their years of service.

Internal communication

We continue to hold store managers’ meetings twice a year, including online, to share messages from the President & CEO. We publish roundtable discussions in our internal newsletters and offer work experience programs for store managers and their families to promote shared knowledge of management policies and foster understanding among family members.



Wellness management

In addition to conducting regular health checkups for employees and part-time workers who satisfy certain conditions, we support organizational improvement through regular pulse surveys focused on employee engagement. And, in 2024, Yoshinoya Holdings was recognized as an Outstanding Organization of KENKO Investment for Health.

Develop human resources and support career development

We seek to build strong human resources by actively investing in talent development and career building that focuses on helping individual employees demonstrate their full capabilities and promoting long-term growth.

We offer educational training and tools tailored to the stage of learning of each individual to support career path realization. In addition, we have also introduced a framework for supporting self-development to aid employees in acquiring specialized knowledge and skills. Operating companies and all departments nominate candidates for executive slots and intentionally transfer them to new positions. We also publicly recruit staff for departments at the head office from among all employees—including store managers—and provide opportunities for growth by assigning selected personnel to system and product development roles. Moreover, we have created a database of human resources information to aid us in properly allocating personnel, and we are leveraging this in revitalizing human resource exchange within the Group and developing the next generation of leaders.

Refining cooking and customer service skills

We utilize video-based training tools to enable repeated learning of cooking and customer service processes. Yoshinoya and Hanamaru regularly hold various competitions and contests for employees to improve their operational skills

Educating and developing global human resources

We are cultivating foreign employees as future executive candidates and reinforcing our foundation for developing global human resources through education at stores in Japan and language study programs overseas.



Identifying and cultivating next generation of management teams

Centered on the Human Resources Council, we promote the selection and placement of executive candidates and the promotion of young employees. We broaden employee horizons and experience through cross-industry exchange, industry-academia collaboration, and study programs at business school.

Career development support

We have established a system for promoting part-time workers to full-time employees, and conduct monthly conversion tests. We support the growth of management personnel through store manager duties and training.

FY2024 quantitative human capital data

			FY2023	FY2024
Practice diversity and inclusion	Percentage of female employees	Japan operations*1	22.0%	21.6%
	Percentage of women in management positions	Japan operations*1	10.3%	12.5%
	Percentage of childcare leave taken*1		Male 52.0% Female 100.0%	Male 60.0% Female 100.0%
	Number of employees using shortened working hour system upon returning to work after maternity leave*1		2	3
	Percentage of employees with disabilities (friend employees)*2		4.87% *Statutory employment rate: 2.30%	4.12% *Statutory employment rate: 2.50%
	Number of employees aged 65 years or over covered by social insurance*1		330	373
	Average wage gap between men and women*1 (ratio of women's wages to men's wages) and average years of service*1	Department heads	88.1% Male 24.0 years Female 22.2 years	94.5% Male 22.1 years Female 22.9 years
		Management positions (area managers, etc.)	97.8% Male 18.0 years Female 13.6 years	95.3% Male 18.3 years Female 13.2 years
		Non-management positions (store managers, etc.)	91.8% Male 12.8 years Female 6.6 years	93.4% Male 13.5 years Female 7.3 years
Promote a good work-life balance	Percentage of paid leave taken*1	Employees	62.0%	64.6%
		Part-time workers	69.4%	65.1%
	Number of scholarship recipients (total)*3		27	27
	Regular health checkup attendance rate (including part-time workers)*1		91.5%	90.0%
	Ratio of employees undergoing stress checks*4		72.5%	51.1%
	Percentage of employees recording high-stress levels in stress checks*4		22.6%	18.2%
Develop human resources and support career development	Employee turnover rate (within three years of joining the company)*1		34.4%	28.8%
	Number of employees (including part-time workers)*5		Total 16,409	Total 17,250
			Male 8,020 Female 8,389	Male 8,565 Female 8,685
	Number of foreign employees*1		Employees 59	Employees 63
			Part-time workers 1,963	Part-time workers 2,927
	Number of nationalities*1		32 countries worldwide	34 countries worldwide
	Percentage of employees with part-time work experience*1		75.6%	76.8%
	Percentage of employees in important positions (officers and department heads) with part-time work experience*1		41.8%	42.2%
	Percentage of managers aged 35 and under*1		3.2%	15.4%
	Number of hours of education or training per employee*1		30.3 hours/year	32.5 hours/year
	Educational investment per employee*1		57,058 yen/year	64,679 yen/year
	Number of training sessions conducted*1	Training for officers and department heads	20 sessions	19 sessions
		Selective training and external training	44 sessions	115 sessions
		Training for store managers	167 sessions	775 sessions

*1 Results across three companies: Yoshinoya Holdings, Yoshinoya, and Hanamaru

*2 Results across four companies: Yoshinoya Holdings, Yoshinoya, Hanamaru, and Sankosha Laundry Center

*3 Results for Yoshinoya

*4 Results across two companies: Yoshinoya Holdings and Yoshinoya

*5 Consolidated results for the Group (including overseas businesses)

Regular First Aid Training Sessions as part of the Life Baton Project

Since July 2023, we have been regularly holding training sessions called the Life Baton Project for all group employees to learn CPR and AED operation. We contribute to local communities through our factories and outlets, and we aim to become an even greater source of support for the health of those communities. At these sessions, employees learn CPR and how to use an AED, and through practical training using mannequins, they acquire the skills to respond in the event of an emergency. To date, we have conducted 20 sessions, with over 600 people taking part. Participants have expressed their desire to “act with courage” and “save lives,” and there have been reports of actual cases in which lives were saved as a result of the training. We will continue to hold the training session nationwide in the interest of contributing to the health and safety of local communities.



Conducting health-related events using dietary fiber derived from guar beans

Starting in January 2025, as a collaborative project between the Group Human Resources Division and the Materials Development Department, we conducted monitor testing of guar bean dietary fiber for volunteers internally, with the theme of “health from the gut.” We provided guar bean dietary fiber free of charge to participants, and verified the effects of consumption over a certain period of time. These included intestinal regulation, blood sugar control, improved work performance, and better sleep. And we have installed body composition analyzers and blood pressure monitors at our head office to encourage regular measurement and heighten health awareness. Furthermore, we held an explanatory session to promote health by explaining the significance of this event, the benefits of guar bean-derived dietary fiber, and the importance of the intestines. After the session, we provided participants with their individual intestinal bacteria type assessments, giving them the chance to check their health from within. And we held a special lecture by Professor Yuji Naito of Kyoto Prefectural University of Medicine.



Sponsoring Tokyo Pride 2025: moving into the future with diverse values

In June 2025, we sponsored two Yoshinoya mobile catering trucks at the Pride Festival, part of Tokyo Pride 2025, Asia's largest LGBTQ+ event held at Yoyogi Park. Embodying the philosophy of “striving to realize a society where everyone is respected equally,” a group of employee volunteers planned and operated the project based on a proposal from the Group Human Resources Division. In addition to selling gyudon beef bowls and karaage fried chicken, we interacted with many visitors through the distribution of limited edition stickers and the establishment of photo panels. Yoshinoya Holdings Group does not tolerate discrimination based on sexual orientation, gender identity, or gender expression. The Group strives to foster a workplace where everyone can work with peace of mind. We also reflect this philosophy in our hiring practices for students and job seekers.





Providing the joy of food and health to more customers, enabling them to have fulfilling lifestyles

We contribute to enriching people's lives by providing food with overwhelming value and developing safe products that contribute to health.

Food product quality

At Yoshinoya, our top priority is food safety. We have established a Food Safety Policy and comprehensively implement hygiene management to address risks including bacteria, viruses, allergies, pesticides, and foreign objects, from raw material procurement to the serving of food. We work to improve knowledge and practical skills through food hygiene training for employees and inspections conducted by third-party organizations, and we also provide our business partners with guidance for improvement to ensure quality.

Through our website and in-store tablets, we provide customers with allergy information and nutritional information, and check with Legal Affairs as needed before displaying this information.

Furthermore, in 2016, we acquired the ISO 22000 international standard and established a HACCP-based food safety system. We are making a companywide effort to provide safe, secure products.

Food safety and security initiatives

The Group places the highest priority on food safety and security. It has established stringent hygiene management and multiple check systems encompassing everything from raw material procurement to manufacturing and delivery at our outlets. We take responsibility for safety, security, and quality throughout all processes—raw materials, manufacturing, logistics, and outlet operations. We strive to provide products that consumers can trust through continuous improvement and innovation led by our frontline staff.

Secure safe beef

The Group's numerous organizations and teams support safety in multiple layers from raw material procurement to the provision at our outlets to continuously provide beef our customers can rely on. The U.S. beef mainly used for our beef bowls strictly adheres to three safety standards, international, U.S., and Japanese standards, thus ensuring safety and security. In addition to stringent inspections conducted by the inspectors of United States Department of Agriculture (USDA) stationed permanently at the factories, upon entry into Japan, quarantine inspections are performed collaboratively by the Ministry of Agriculture, Forestry and Fisheries and the Ministry of Health, Labour and Welfare. And we conduct final inspections in the form of visual checks through quality confirmation and trimming at our own factories, and have set up a system to immediately track and deal with any abnormalities.



Secure safe rice

Rice is a major agricultural product in Japan, and to ensure its safety, strict inspections are performed in accordance with relevant laws. In concrete terms, checks are conducted for the use of pesticides and fertilizers, as well as for the residue of pesticides, cadmium and other substances, and cultivation records are generated. Moreover, in accordance with Japan's Rice Traceability Act, Yoshinoya Holdings has established a system that enables it to rapidly trace the inspection records and history of all rice received. And we can trace the origin, brand, and grade of the blended rice supplied to each Yoshinoya outlet, as well as the production lot at the rice milling plant and the producer's inspection records. In the event of any quality problem, the distribution route in question can be identified swiftly to find causes and deal with the problem.

Initiatives related to Yoshinoya gyudon beef bowl overseas

At outlets overseas, quality control is implemented based on the Standards of Principal Ingredients to ensure reproduction of the original taste even when ingredients are procured locally. Moreover, to support personnel in charge of merchandising and personnel in charge of quality control in each country, we have established a system whereby they can consult with Yoshinoya Holdings buyers. And personnel in charge of quality control and field counselors in each area periodically audit stores' management systems and ingredient suppliers, providing guidance to

them. We are doing our best to ensure that customers can enjoy Yoshinoya gyudon beef bowl of uniform quality anywhere in the world.

Hanamaru Udon quality control

While responding to change in line with the ongoing expansion of its business, Hanamaru Udon has been maintaining consistent quality control and safety management, encompassing everything from procurement of wheat flour, manufacturing, and logistics to cooking at outlets. Just like the ideal noodles pursued by Hanamaru Udon, we continue to create value with delicious Sanuki-style udon noodles with a balance between tenderness and firmness.

Hanamaru Udon noodles are made using our proprietary Hanamaru Flour made from carefully selected domestic wheat at five factories

across Japan, and freshly delivered to outlets. The noodle production process is automated, and the digitization of craftsmanship ensures consistent quality. Moreover, we employ sensory inspections to standardize quality nationwide, while also focusing on temperature control and food loss reduction. In addition to managing noodle expiration dates, each outlet strictly adheres to time management for safety, including boiling, cooling, and holding times.



Health and nutrition

Placing great importance on providing health value, the Group is undertaking product development, material research, and industry-academia collaboration to ensure scientific validity.

The Product Development Department is developing menus that incorporate foods for specified health uses and foods for nursing care. The Materials Development Department promotes research into functional materials, confirmation of their effectiveness for health, and effective use of materials from the perspective of the SDGs.

Specific examples

- Yoshinoya's Gyudon Namimori (regular-size beef bowl) provides 1/4 to 1/3 of the daily recommended intake of protein, fat, and carbohydrates(*). And it has been confirmed to have no effect on health checkup results even after three months of continuous consumption.
- In a joint study with Doshisha University, we confirmed the second-meal effect that suppresses the rise in blood sugar after lunch by eating beef bowl in the morning.
- In collaboration with the Tohoku University Smart-Aging Research Center, Tohoku University, and NeU Corporation, we are jointly conducting a survey on breakfast habits and research into brain function through the consumption of breakfast meals incorporating rice.
- Along with Taiyo Kagaku Co., Ltd. and Kyoto Prefectural University of Medicine, we established the "Food and Health Research Chair," an endowed chair for joint research at Kyoto Prefectural University of Medicine, and are conducting research and development through industry-academia collaboration with the aim of extracting the maximum nutritional value from beef bowls.
- We concluded a comprehensive industry-academia partnership agreement with Kagawa Education Institute of Nutrition's Kagawa Nutrition University, based on which it is working on industry-academia collaboration in the areas of health, food, and nutrition with the goal of "healthy meals."

*Dietary Reference Intakes for Japanese (2020), for males aged 30–49 with physical activity level (PAL) II

We are further promoting research into alternative meats and ostriches as next-generation foods. Group company Speedia, Co., Ltd. is in charge of breeding, research, product development, and sales, and has discovered new functions in the beauty and health domains.

And, beginning in 2023, some outlets launched a health-conscious menu item called Beef and Steamed Vegetables Combo Bowl, which combines vegetables with gyudon beef bowl. We acquired Smart Meal® certification and won the Ministry of Health, Labour and Welfare's Award for excellence at the "Let's Extend Healthy Life Expectancy! Awards." In the same year, the Tokyo factory began developing new varieties of lettuce specifically for the factory, and obtained patents for them. Additionally, we are upcycling off-spec onion scraps by drying and powdering them for use as food ingredients. In 2024, we received the Vice-Minister of the Environment Award, earning high praise for our efforts to mitigate environmental impact.



Acquired Smart Meal® certification for Beef and Steamed Vegetables Combo Bowl



SPEEDIA products related to ostriches



Contributing to local communities by operating businesses centered on food

By delivering high-quality services and culinary delights while respecting each region’s needs and culture, we generate new value for local communities and contribute to their sustainable development.

Contributing to the improvement of health and safety of local communities

As a joint initiative between Hanamaru and Yoshinoya, to address issues such as skipping meals and eating alone, we are providing free, nutritious meals to children’s cafeterias.

Moreover, Hanamaru offers udon noodles made with “Sanuki no Yume,” a wheat variety grown in Kagawa Prefecture, only at its outlets in that prefecture as a community-based initiative. And we are endeavoring to strengthen ties with the local community by providing waste udon noodles for a biomass power generation experiment in Takamatsu City and engaging in other resource recycling initiatives in collaboration with communities.

Yoshinoya delivers products to isolated islands and areas where there are no outlets using its Orange Dream catering trucks, and also offers local dishes such as Taco Rice in Okinawa Prefecture. Furthermore, as support for areas with people facing difficulties with their everyday shopping, we are selling “Soft Beef Bowl Toppings” through Tokushimaru mobile supermarkets.

In addition, SPEEDIA offers skincare products containing ostrich oil produced in Ishioka City, Ibaraki Prefecture, as thank-you gifts under Japan’s hometown tax scheme, thereby contributing to the enhancement of local industry.

For people who require care

With the aim of realizing a society in which nobody will lose their opportunities to enjoy food throughout their lives, since 2017, Yoshinoya has been rolling out the “Yoshinoya Gentle Meals” series for people whose ability to chew and swallow has declined. Products such as “Soft Beef Bowl Topping” and “Minced Beef Bowl Topping” are sold to pharmacies, hospitals, and other facilities, and have been introduced to over 10,000 hospitals and care facilities. More than 2.8 million of these meals have been provided through Nissin Healthcare Food Service.

The day service also offers a Yoshinoya Gyudon Recreation program, where employees wearing happi coats serve gyudon beef bowls. This initiative won the Food Industry Technology Achievement Award in the Marketing Category in 2024.

Additionally, in 2023, Yoshinoya concluded a partnership agreement with Tochigi Dental Association (Japan) Inc., under which it is working to promote good health in late-stage elderly residents of Tochigi Prefecture. It is supporting the prevention of malnutrition through the consumption of meat to ensure adequate protein intake, and the creation of dining environments where people with dietary restrictions in terms of form and content can enjoy the same meals as their family members and loved ones.

Number of “Yoshinoya Gentle Meals” served at hospital facilities through Nissin Healthcare Food Service Co., Ltd.

FY2020	FY2021	FY2022	FY2023	FY2024
300,000 meals	610,000 meals	560,000 meals	640,000 meals	720,000 meals



A system that supports the future of young people and social contribution

Since 2017, Yoshinoya has been operating a scholarship program to support students working part-time at Yoshinoya outlets who, for financial reasons, face difficulties pursuing higher education. If the recipients join Yoshinoya as full-time employees after graduating from university and work for four years continuously, repayment of the entire amount will be

waived, supporting the development of human resources in the food service industry. In addition, to promote community contribution, Yoshinoya grants its employees two extra days of paid leave which they can take when participating in volunteer activities such as supporting children and the elderly, and disaster relief.

Disaster preparedness

Wanting people to be able to eat food that is both nutritious and delicious even during emergencies, Yoshinoya has developed a range of canned meals for emergencies. It also has “beef bowl topping,” “beef curry,” and “hashed beef” products that can be stored at room temperature, making them suitable as emergency food supplies. These products were recognized at the Disaster Prevention Goods Awards, which aims to promote disaster prevention awareness, with the “Canned Meal Beef Bowl 6-Can Set” winning the Excellence Award in 2023 and the full range of retort pouch food products garnering the Grand Prize in 2024.

In addition, in 2021, Yoshinoya concluded a partnership agreement for disaster prevention awareness-raising activities with Izumiotsu City in Osaka Prefecture, and are conveying importance of disaster preparedness in the home through activities such as holding tastings of its canned meals at disaster prevention events. Furthermore, Yoshinoya is concluding agreements with prefectures all over Japan for the assistance of people who have been stranded after disasters. Some Yoshinoya outlets have a support system in place as “assistance stations,” offering water and use of restrooms.

Providing food and support to disaster-stricken areas

Following 2024 Noto Peninsula Earthquake, on 14 separate occasions from January 26, Yoshinoya prepared and provided a total of 8,189 Gyudon Bento boxed meals using its Orange Dream catering trucks. And an emergency relief fund drive conducted at outlets nationwide raised 4,578,138 yen, which was used to assist people in the affected areas through the Japan Foodservice Association. Furthermore, at the request of the government, we also arranged for 6,000 freeze-dried Gysui beef soup meals.



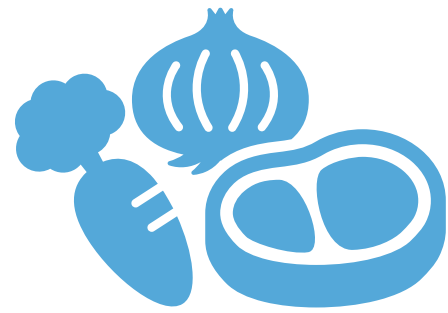
Social initiatives

Exploring the potential of ostrich, a futuristic ingredient

SPEEDIA has been researching ostriches as an alternative meat since 2017, and has discovered new functional properties that contribute to beauty and health. In addition to meat and oil, their feathers and bones are attracting attention as they are being utilized as a recyclable resource, and it is conducting initiatives jointly with researchers in a range of fields. Currently, SPEEDIA handles everything from breeding to product development and sales. Domestically produced ostrich roast meat and SPEEDIA skincare products are sold at the Yoshinoya official online store, and Ostrich Meat Bowls are sold at select Yoshinoya outlets.

Developing service to revitalize restaurants in urban areas

ShareRestaurant has been providing the “Share-restaurant” service that matches people who want to rent out their unused space with those who want to use it since 2020, and the “Atotsugi-restaurant” service that connects people who want to take over a restaurant with those who want to pass on their restaurant since 2024. It is working to revitalize restaurants, which are assets to the community, and the restaurant industry as a whole. In May 2025, the cumulative number of restaurants opened under the Share-restaurant service exceeded 1,000, and total annual sales surpassed 100 million yen.



Building a sustainable supply chain through co-creation with suppliers

We will work with our suppliers to establish a sustainable supply chain by practicing environmentally and socially responsible procurement.

Maintaining safe stable procurement

At the Group, the Product Department in the Group Product Division handles all procurement functions for food ingredients for the Group's businesses in Japan. This is done to reduce procurement costs and

increase operational efficiency, as well as to maintain stable procurement and ensure the quality and safety of food ingredients.

Procurement Policy

o build a sustainable supply chain, we will conduct secure procurement in compliance with the following policy. We will also ensure that our suppliers and employees are aware of the policy and put it into practice.

- Procuring safe food ingredients in compliance with our quality control standards
- Building good relationships that will enable both suppliers and the Group to earn reasonable profits
- Improving quality and safety through communication between our employees and growers
- When selecting suppliers, the Group Product Division interviews them about their responses to illegal labor, human rights violations, and labor issues in the supply chain. It also ensures that suppliers are aware of the Group's policies on and approaches to human rights, and, after trading has commenced, conducts inspections based on an assessment checklist.
- We share our approaches to sustainability and our materiality with suppliers, in our aim to establish co-creation and build a sustainable supply chain with suppliers that are able to empathize and engage with those approaches.

Supplier audits

We conduct ongoing supplier audits with the aim of building a sustainable and safe supply chain for all our business partners. Our buyers regularly visit our suppliers' manufacturing plants, and collect day-to-day information and conduct periodic plant inspections, confirming, evaluating, and giving guidance about food safety processes. The results of these activities are documented, shared with suppliers, and used to drive improvement initiatives. In audits, an assessment checklist is used to evaluate the environment of the supplier's plant, the processes for finished products and ingredients, and other matters, to determine if the supplier is able to achieve a sustainable, stable supply while ensuring standards management and safety consistently at all stages from planning and procurement to consumption. The scope of audit activities and matters for checking are reviewed every year. In particular, for matters related to environmental and social issues and CSR, we have endeavored to share information and raise awareness through questionnaires.

Going forward, for the enhancement of co-creation with suppliers, we will formulate supplier sustainability action guidelines and expand

CSR-related items in audits, in our aim to build a sustainable supply chain. Moreover, we collect as much information as possible about the state of employee management, consideration of human rights, pollution



control, and antisocial behavior at our suppliers. We plan to include these factors into the matters for the assessment in the future. The results of food hygiene inspections are confirmed in cooperation with the Quality Control Division.

For CSR audits of overseas suppliers, instead of making judgments based only on local laws, customs, and current conditions, we also check

against international standards and the laws and customs in Japan related to the matters in question.

If a supplier audit reveals any nonconformities or serious violations, upon confirmation of the facts, the supplier concerned will be asked to take corrective actions. If those corrective actions are not taken, we will respond accordingly, including reviewing our business with that supplier.

Education and training of buyers

We have established a structure to enhance buyer expertise and ensure ethical business. New buyers are given basic knowledge through practical plant training and hygiene training based on a prescribed curriculum. All buyers are educated on safety and security by the Quality Control Division. We also conduct training on environmental and social issues and on amendments to laws and regulations as necessary.

When buyers visit suppliers, they conduct on-site inspections through hands-on training accompanied by the Quality Assurance Department and deepen their understanding by linking knowledge with practical experience. Purchasing department staff comply with laws and regulations and with industry agreements and standards. They make efforts to gather information from the relevant government agencies, industry bodies, and suppliers. They also work on establishing and

revising management methods by collaborating with relevant departments in the Group, including the Quality Assurance Department.

In contracts with our suppliers, with the full recognition that the Group is in a superior position to them, we strive to establish fair, reasonable, and transparent business relationships, to ensure that our suppliers do not gain the mistaken impression that they have entered into unfair business dealings.

The Group advocates and promotes the globally-recognized Five Freedoms of animal welfare. Buyers conduct inspections of livestock production sites to ensure that livestock production is not being conducted in poor conditions. We will continue to work closely with our suppliers to ensure that animals reared for our products are reared under a high level of welfare.

Cooperation with external organizations

To reduce our environmental impact and solve social issues, we actively collect information on innovative initiatives in Japan and overseas. As part of this effort, we engage in seminars and other activities in cooperation with companies in other industries. In addition, we participate in the Safety and Security Committee hosted by the Japan Foodservice Association.

Furthermore, in an effort to improve logistics, we participate in the White Logistics Movement, which aims to eliminate drivers' long working

hours and heavy workloads. Specifically, we are pursuing initiatives, such as proposals and collaborations, order volume leveling, and consideration of legal compliance in logistics operations. Moreover, the Group serves as a mediator to encourage cooperation among shipping companies, and utilizes in-house drivers for irregular deliveries. These efforts are leading to the improvement of operational efficiency and to lighter workloads for drivers. We also provide support for recruitment of drivers and strive to build a sustainable logistics system.





Responding to climate change through environment-friendly business activities

We will implement measures that reduce our environmental impact while cutting food loss and costs so that we can achieve both global environment conservation and economic growth.

Environmental policy

Global movement to contain climate change has been gaining momentum, as exemplified by streamlining of energy and laws and regulations for measures to tackle global warming. Climate change-related transition risks may affect the Group’s business performance. Taking these risks into

consideration, we continue to work on addressing climate change through environmentally friendly business activities. As a provider of everyday food, we will implement measures in line with economic growth in response to the demands of society for action on climate change.

Reduction of food loss

Since our founding, “not wasting any food ingredients” has been well established as a guideline. We have been recycling the beef tallow generated when making Gyudon at Yoshinoya since the 1970s. In addition to this guideline, we view it as our social responsibility as a company involved in food to reduce the volume of food waste that ends up in landfill. We have set the reduction of food loss as a materiality KPI, and are continuing to pursue a host of initiatives to reduce the impact on the global environment group-wide.

Yoshinoya Holdings initiatives

At every factory and outlet, we are working to reduce food waste and recycle resources. The recycling rate for food waste generated at our seven factories in Japan is 100% from FY2023 onwards.

Recycling rate for food waste at seven factories in Japan

FY2020	FY2021	FY2022	FY2023	FY2024
90.3%	92.2%	99.9%	100.0%	100.0%

Yoshinoya initiatives

At our Tokyo factory, trimmings from meat processing are sold to other companies as raw material for hamburger meat, and vegetable scraps are used in Yoshinoya sauce and soup stock. At the Kyoto factory, a recycling-based upcycling project is conducted in which vegetable scraps is fermented in the company’s own fields to produce compost soil, and then the vegetables grown in that soil are commercialized.

Yoshinoya views the volume of food left over by customers in its outlets as an indicator of how satisfied customers are, and through recording and analysis, it strives to standardize flavor and reduce waste. Food waste is recycled into animal feed or fertilizer. Moreover, Yoshinoya has achieved both loss reduction and quality improvement through its order-based cooking system and 100% recycling of beef tallow (for feed, fuel, etc.).

Food waste recycling rate (Yoshinoya overall)

FY2020	FY2021	FY2022	FY2023	FY2024
74.0%	74.4%	83.7%	83.8%	77.4%

Number of cans of beef tallow oil shipped (All Yoshinoya outlets)

FY2020	FY2021	FY2022	FY2023	FY2024
5,751t	5,591t	4,239t	3,767t	4,757t
383,400 cans	372,706 cans	282,615 cans	251,167 cans	317,133 cans

Hanamaru initiatives

Hanamaru provides udon noodles with extended shelf life achieved through freezing technology for vending machines and to children’s cafeterias. In addition, waste udon from factories nationwide is reused as feed ingredients. The Takamatsu factory is also cooperating in a demonstration experiment for biomass power generation, generating the gas from udon noodle scraps. Furthermore, research is underway on the upcycling of udon into alcohol.

At outlets, Hanamaru minimize loss by managing the timing of boiling noodles in conjunction with the forecasted number of outlet visitors. Moreover, it aims for a 50% food recycling rate by improving noodle manufacturing technology to extend the holding time, enabling the udon to stay delicious after boiling and mitigating waste.

Food loss rate at noodle plants (Takamatsu Factory, Chiba Factory, Shizuoka Factory, Okinawa Factory, Hokkaido Factory)

FY2020	FY2021	FY2022	FY2023	FY2024
7.5%	8.4%	0.0%	0.0%	0.0%

Food Waste Recycling Rate (Hanamaru Udon overall)

FY2020	FY2021	FY2022	FY2023	FY2024
44.2%	40.3%	33.2%	33.0%	32.7%

Volume of waste udon provided by the Takamatsu Factory to Takamatsu City

FY2022	FY2023	FY2024
2.5t	6.9t	7.0t

Takara Sangyo

For over a decade, Takara Sangyo has been repurposing the sauce from simmered pork belly—which is full of meaty flavor that cannot be achieved with seasonings alone—and selling it as a sauce for tsukemen, or noodles served with dipping sauce, and for soy-marinated eggs. Furthermore, the leftover meat from making chashu (braised pork belly) is mixed with other meat and used to make gyoza (pan-fried dumplings), shumai (steamed dumplings), jiang (Chinese-style fermented bean paste), minced meat with miso (fermented bean paste), and even soup stock. This recycling process has been successful, and in recent years, meat waste has been eliminated. Waste noodles are also recycled as animal feed, fertilizer, and fuel.



Takara Sangyo joined the Group in January 2025.

Environmental conservation activities

We are promoting the reduction of specified plastics. At our outlets, we make an effort to ask customers if they need spoons or other utensils when they order food to take out. We are promoting the inclusion of a notice on menu displays and various delivery service menus saying that spoons are not included. In addition, both the Yoshinoya and Hanamaru brands are taking the lead in Japan’s Kansai region in voluntarily collecting and recycling waste PET resin from their outlets. Going forward, we aim to expand nationwide.

Furthermore, beginning in 2019, Yoshinoya has adopted LIMEX, a material made from limestone, in its grand menu to reduce the use of paper and petroleum resource. Beginning in 2020, for all of our takeout plastic bags, we switched to bags made from 25% biomass materials. In 2023, we started upcycling by using Rice Resin®, derived from domestically produced rice, as a raw material for one type of plastic bag. In the same year, we changed the ink material used for beef bowl containers to biomass ink, and introduced biomass tableware containing

55% eggshells in all outlets. This contributes to both reducing waste and curbing global warming.

In addition, we installed a solar power generation system on the rooftop of the Tokyo factory, achieving an annual reduction of 195 tons of CO₂ emissions. It should also lower the temperature on the roof by 10°C and by 3°C inside, contributing to energy conservation. From 2024, the Kyoto factory began recycling packages for raw materials to make recycled pallets for use at the in-house distribution center in the Kansai region.



Yoshinoya Tokyo factory introduces solar power generation

Water resource conservation

We manage water usage at our factories and outlets numerically and implement water conservation measures and wastewater treatment to conserve water resources. At our Tokyo and Kyoto factories, we are implementing measures including controlling water used during hand washing with water-saving taps and timers, optimizing water pressure, utilizing well water, and recording the volume of water used during cleaning. We strive to prevent water leaks and waste at all Yoshinoya

and Hanamaru outlets by measuring the volume of water used every day and cleaning grease traps. In addition, we are thoroughly managing water purifiers and replacing filters to remove perfluoroalkyl and polyfluoroalkyl substances (PFAS), and we are working to reduce the amount of water used to wash rice through measures such as using pre-washed rice when preparing food.

Conditions for appointment of directors and corporate auditors

Due to the wide variety of human resource requirements that the Company seeks to satisfy in order to promote flexible, rapid business development, the Company has not set a particular policy for the appointment of director and corporate auditor candidates. To achieve the objectives of the business plan, we select candidates based on their career and experience. If we determine, however, that certain criteria are needed for future business development, we will give them consideration as we deem appropriate.

Conditions for appointment of outside directors and outside corporate auditors

By appointing two of the six directors and two of the three corporate auditors from outside the Company, we incorporate external knowledge independent of management. Outside directors have many years of experience in a wide range of financial instruments in international financial institutions. They also boast extensive experience working with a diverse range of personnel and have for many years been involved in the development and construction of IT systems, and have corporate experience in advancing DX. The Company appoints independent outside directors with a wealth of experience in a vast array of areas, including the promotion of women's activities and diversity. Outside auditors provide accurate advice based on their expertise and insight as CPAs or lawyers and are appointed to monitor management.

Skills and experience of our directors and corporate auditors

Our Board of Directors, which governs and supervises the Group as a holding company, consists of members with diverse perspectives, profound experience, and advanced skills that facilitate the development of sound, highly transparent corporate governance and internal controls, enabling the Board to govern the Group appropriately. The Company believes that the Board of Directors as a whole is equipped with the necessary skills.

We have created the following skills matrix with  marking the particular skills and experience of each director and corporate auditor based on their individual knowledge, experience, and capabilities. This list is not an exclusive representation of each person's knowledge, experience, and capabilities.

On the Board of Directors as well, the Company will strive to further promote diversity and increase the proportion of female directors.

Skill	Definition
Corporate management/management strategies	Experience at a listed company (or companies) or a company (or companies) equivalent to a listed company, or knowledge, experience, and capabilities related to corporate management and management strategies
Sales/marketing	Sales experience and marketing knowledge, experience, and capabilities
M&A/finance/accounting	Knowledge, experience, and capabilities in financial strategy, capital markets, accounting and finance in financial institutions, financial accounting or investment departments, professional positions
Global expansion	Knowledge, experience, and capabilities in international transactions and overseas business at international companies.
Diversity/personnel development	Knowledge, experience, and capabilities relating to the promotion of the Group's diversity and human resources development
Legal affairs/compliance	Specialist knowledge and experience as a lawyer, etc., or specialized knowledge relating to corporate legal affairs, laws and regulations, etc.
DX/innovation	Experience, knowledge and capabilities related to DX and innovation

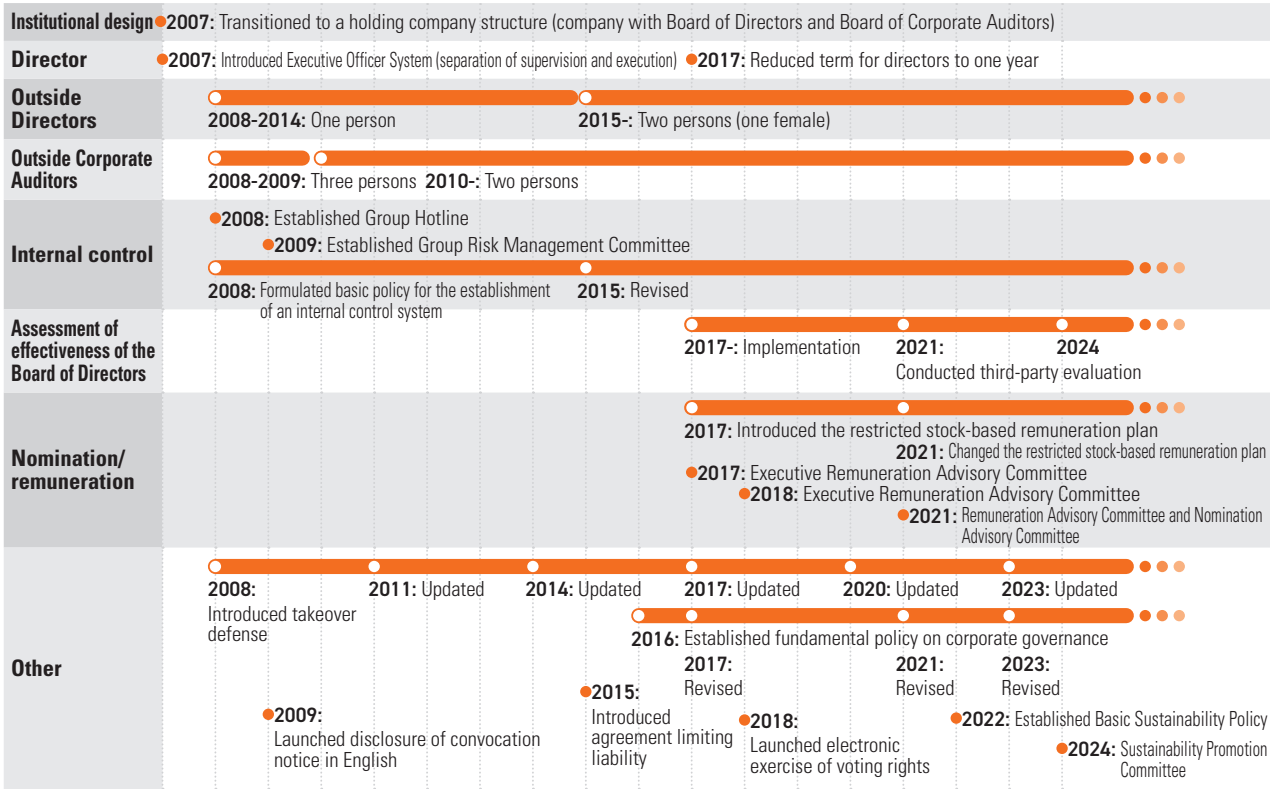
Name	Position	Classification	Career highlights	Start date	FY2024 Attendance		Skills and experience						
					Board of Directors	Board of Corporate Auditors	Corporate management/management strategies	Sales/marketing	M&A/finance/accounting	Global expansion	Diversity/personnel development	Legal affairs/compliance	DX/innovation
 Yasutaka Kawamura	Chairman	Internal	Yasutaka Kawamura joined the Company in 1993. In 2007, he was appointed Representative Director and President of Hanamaru Inc., and in 2012, he was appointed Representative Director and President & CEO of the Company. Since 2014, he has served as Representative Director and President of YOSHINOYA CO., LTD. He was appointed Chairman in May 2025.	May 2025	18/18 (100%)								
 Tetsuya Naruse	President & CEO	Internal	Tetsuya Naruse joined the Company in 1988. He was appointed Representative Director and President of Hanamaru, Inc. in 2012. Since 2018, he has served as CEO of ASIA YOSHINOYA INTERNATIONAL SDN. BHD. He was appointed President & CEO of the Company in May 2025.	May 2025	18/18 (100%)								
 Norihiro Ozawa	Executive Vice President & CFO	Internal	After having gained experience working in other industries in the U.S., Norihiro Ozawa served as Chief Executive Officer of Seiyo Food-Compass Group Inc. (currently Compass Group Japan Inc.) before being appointed Representative Director, Executive Vice President & CFO of the Company in May 2025.	May 2025	18/18 (100%)								
 Yoshihiro Maeda	Director	Internal	Yoshihiro Maeda joined Hanamaru, Inc. in 2001. Since 2014, he has been in charge of launching new businesses and business development overseas as Executive Officer of the Company. He was appointed Representative Director and President of Hanamaru, Inc. in March 2022. He was appointed Director of the Company in May 2024.	May 2024	14/14 (100%)								
 Daisaku Fujikawa	Outside Director	Outside	Daisaku Fujikawa joined the Industrial Bank of Japan, Limited in 1984. After working at UBS Securities Japan Co., Ltd., he moved to Citigroup Global Markets Japan Inc. in 2006. He was appointed Vice President of Citigroup Global Markets Japan Inc. in February 2019. He was appointed as an Outside Director of the Company in 2022.	May 2022	18/18 (100%)								
 Nobuko Sowa	Outside Director	Outside	Nobuko Sowa joined IBM Japan, Ltd. in 1985. After serving as General Manager of IBM Japan Services Company, Ltd., she was appointed Senior Delivery Executive, IBM Consulting of IBM Japan, Ltd. in 2022. She has served as a visiting professor at Osaka University since 2017. She was appointed as an Outside Director of the Company in 2023.	May 2023	18/18 (100%)								
 Kaoru Tomiya	Corporate Auditor	Internal	Kaoru Tomiya joined the Company in 1993. After serving as Executive Officer and General Manager of the Group Legal Affairs Department and Representative Director and President of With Link Co. Ltd., he was appointed Corporate Auditor in 2022.	May 2022	18/18 (100%)	14/14 (100%)							
 Osamu Ohashi	Outside Corporate Auditor	Outside	Osamu Ohashi established Ohashi Certified Public Accountants in 1999. He has served as Representative Partner of ReEx Accounting Firm, a tax accounting firm, since 2004. He was appointed as an Outside Corporate Auditor of the Company in 2011.	May 2011	18/18 (100%)	14/14 (100%)							
 Hitoshi Yokokura	Outside Corporate Auditor	Outside	Hitoshi Yokokura established Yokokura CPA Office in 2002. He was named Partner, Waseda Legal Commons, LPC in 2014. He was appointed as an Outside Corporate Auditor of the Company in 2023.	May 2023	18/18 (100%)	14/14 (100%)							

Basic approach to corporate governance

We have adopted “For the People” as our business philosophy and declared that all our business activities are conducted for the benefit of people. This is rooted in our recognition that a company is a public institution that exists to satisfy the needs of society and to contribute to people’s happiness. “We will think for the benefit of people, give top priority to people, and be a company that is needed by people.” We believe that enhancing management efficiency, soundness, and transparency is a key management issue. Achieving this will enable us to put our six core values into practice—“tasty, affordable, and fast,” “greater number of customers,” “originality,” “integrity,” “importance of human resources” and “challenges and innovation”—and continuously improve the corporate value of the Group, as well as to earn the trust of society as a company that recognizes the importance of compliance with laws and regulations and corporate ethics.

To this end, we will strive to maintain and develop positive relationships with our various stakeholders, including shareholders, customers, employees, suppliers, and local communities, while increasing management transparency through timely and proactive information disclosure to shareholders and investors. This will be accomplished through financial results briefings, IR activities in Japan and overseas, information disclosure on our website, and other means.

Efforts to date to strengthen governance



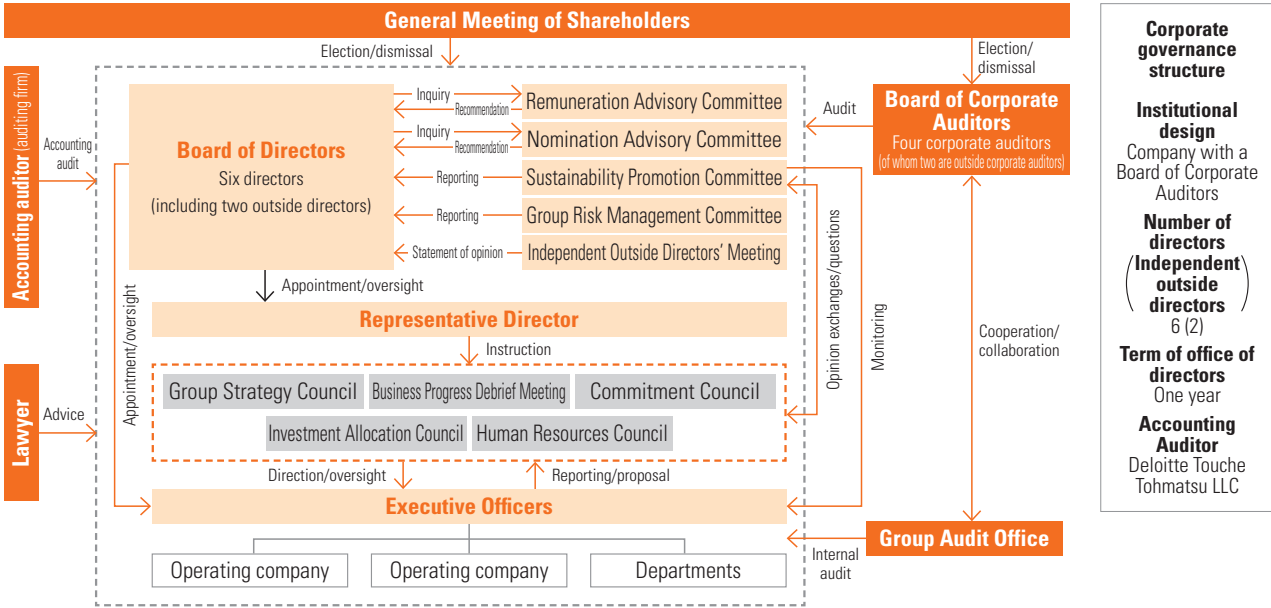
Background and characteristics of governance structure

Our Board of Directors is composed of individuals with expertise and considerable experience in the Group’s industry. This includes general management, sales, financial accounting, marketing, and other specialties, giving maximum consideration to the perspective of diversity and ensuring that the Board suits the unique business characteristics of the Company. The Board of Corporate Auditors consists of people with knowledge of finance, accounting, and legal matters, including those with management experience, certified public accountants, and attorneys.

In addition, we have introduced an executive officer system, which separates management and execution, thereby accelerating decision-making at each of the Group’s operating companies. Important matters are intensively discussed and examined by our directors and executive officers at Group Strategy Council meetings, Business Progress Debrief Meetings, Commitment Council meetings, and on other occasions.

The institutional design of each Group company is based on the premise of not having a Board of Directors, and flexible decision-making is carried out by the director or the executive officer in charge.

Corporate governance structure <FY2024>



Remuneration Advisory Committee

The role of the Remuneration Advisory Committee is to deliberate on the determination of remuneration and related matters for directors and executive officers, as well as on the details specific to each individual, and report to the Board of Directors. Specific responsibilities include activities to ensure objectivity in the deliberation of individual details of remuneration for directors and executive officers by viewing them from a neutral perspective based on key management indicators. The Committee also confirms the suitability of each executive officer’s rating and the appropriateness of their workload for their respective areas of work.

Nomination Advisory Committee

The Committee’s role is to share the human resource requirements and candidates for management positions and to report to the Board on the anticipated appointment of candidates for directors and executive officers the Committee selects.

Commitment Council

Reports on the annual status of business, presents the management plan for the next fiscal year to the directors and executive officers, and commits to the president the numerical targets to be achieved by the subsidiaries or the general managers of each department and division.

Operation of the Board of Directors and committees <FY2024>

FY2024 activities/major agenda items		
1	Board of Directors Chairperson: Yasutaka Kawamura Number of members and composition: 6 (internal directors: 4, outside directors: 2) Key roles: Actively discusses and exchanges opinions at monthly meetings on regular items for resolution, and by such means as convening committees and projects as needed No. of meetings/average attendance rate: 18 times/100% (directors: 100%, corporate auditors 100%)	In FY2024, 18 meetings were held and the attendance rate of directors was 100%. In March 2024, we launched a Sustainability Promotion Committee, reported on the progress of KPIs we set and the activities of the subcommittees for each KPI, and discussed how to achieve our goals. Moreover, after repeated discussions, the Board decided on the formulation of medium- and long-term management policies for group financing, allocation of investments, and optimizing the business portfolio. The Board worked to make speedy, prudent management decisions on the issues of the day.
2	Remuneration Advisory Committee Chairperson: Daisaku Fujikawa Number of members and composition: 3 (Representative Director and President: 1, outside directors: 2) Key roles: Offers advice to strengthen the independence, objectivity, and accountability of the Board of Directors’ functions with respect to directors’ remuneration and related matters No. of meetings/average attendance rate: 10 times/100%	In FY2024, the Committee met ten times, with 100% attendance by Committee members. From the viewpoint of objectivity and transparency where executive compensation is concerned, the Committee discussed and reviewed the evaluation criteria and remuneration table for executive officers with the aim of achieving a balanced compensation level in accordance with each officer’s area of business, social conditions, and market trends.
3	Nomination Advisory Committee Chairperson: Yasutaka Kawamura Number of members and composition: 5 (Representative Director and President: 1, outside directors: 2, outside corporate auditors: 2) Key roles: Strengthen the independence, objectivity, and accountability of the Board of Directors’ functions related to the nomination of the Representative Director and directors No. of meetings/average attendance rate: 2 times/100%	In FY2024, the Committee met twice, with 100% attendance by Committee members. The committee primarily discussed expanding the scope for selecting the next generation of management executives and shared revisions and additions to the desired profile of next-generation candidates. It further discussed the provision of growth opportunities through personnel reassignment of the candidates.
4	Independent Outside Directors’ Meeting Chairperson: Daisaku Fujikawa Number of members and composition: 4 (outside directors: 2, outside corporate auditors: 2) Key roles: Conducts free discussions on matters related to the Company’s business and corporate governance, with independent outside directors and outside corporate auditors engaging in the necessary exchange of information and opinions and sharing of their awareness. No. of meetings/average attendance rate: 3 times/100%	In FY2024, the Committee met three times, with 100% attendance by Committee members. The Committee’s discussions and opinion exchanges focused mainly on the Corporate Governance Code including the operation of the Board of Directors, as well as future growth strategy taking into account changes in the market environment, basic shareholder return policy, and human resource development policy. In response to points discussed at the Board of Directors meeting, the Committee further deliberated the issues to be reaffirmed and items to be proposed to the executive side.

Assessment of effectiveness of the Board of Directors

The Group performs self-assessments and analyses of the effectiveness of the Board of Directors with the aim of improving the functioning of the Board and, ultimately, enhancing corporate value. Since 2017, we have analyzed and evaluated the Board of Directors once a year at the end of the business period. Moreover, approximately once every three years, we conduct a survey with the advice of an external organization.

1. Evaluation method and process	2. Overview of evaluation results and future initiatives
Method of implementation: Self-evaluation based on questionnaires created by the Company (responses include scoring and free comments) Time of implementation: Fiscal year-end Period covered: Board of Directors’ meetings for each fiscal year The subject of evaluation: Directors (including outside directors), corporate auditors (including outside corporate auditors) Question items: (1) Nature and composition of the Board of Directors (2) Operation and discussions of the Board of Directors (3) Board of Directors’ monitoring function (4) Performance of internal and outside directors (5) Support structure and training for directors and corporate auditors (6) Dialogue with shareholders and other stakeholders (7) Initiatives undertaken by the subjects (8) Operation of the Nomination Advisory Committee and the Remuneration Advisory Committee (9) General overview	Based on the responses to the survey, we confirmed that our Board of Directors is of an appropriate scale with a diverse range of talent, and that active discussions have been held on various management issues. Moreover, we have confirmed that information is provided for discussion, and that sufficient time is allocated for discussion, at the Board of Directors. We have further confirmed that sufficient cooperation between the internal audit division and directors and corporate auditors, as well as mutual cooperation among independent outside directors and outside corporate auditors, is ensured. It is our view that the Board of Directors is provided with opportunities to appropriately function as a supervisory body and that there are no issues with its effectiveness. In addition, we believe that our outside directors possess sufficient knowledge, experience, and capabilities. We hold the Independent Outside Directors’ Meeting (chaired by an outside director), which comprises two outside directors and two outside corporate auditors, on a quarterly basis to exchange views on an ongoing basis on matters such as the Company’s corporate governance, including the nature of the Board of Directors. The effectiveness of the Board of Directors of the Company has been determined to be assured.

Remuneration, etc. of directors and corporate auditors

Remuneration, etc. for directors and corporate auditors consists of and is paid in the form of fixed, performance-linked, and stock-based remuneration, based on the following points to ensure a sound system design conducive to sustainable growth.

- The system must promote sustainable, medium- and long-term improvements in corporate value.
- The system must reflect short-term performance and strongly motivate achievement.
- The system and amount of money paid must be sufficient to attract and retain talented personnel.
- The system must be transparent, fair, and reasonable to stakeholders, and it must be established through appropriate processes to ensure this.

The level of remuneration for directors and corporate auditors, as well as fixed, performance-linked, and stock-based remuneration, will be determined with reference to the level of remuneration for directors and corporate auditors at listed companies of similar size as the company in terms of market capitalization and sales and profit levels of the previous fiscal year, etc., while considering the various fundamentals of the company’s business and management environment. The basic timing for revision of fixed, performance-linked, and stock-based remuneration is May, but remuneration is not necessarily revised every year.

Generally, the composition of remuneration for directors other than outside directors* is as follows.

Composition	Fixed remuneration	Performance-linked remuneration	Stock-based remuneration
Senior directors	60~70%	15~20%	15~20%
Director	80%	10%	10%

*Calculation is based on the amount of basic remuneration.

Going forward, we will improve the quality of the various deliberations at the Board of Directors’ meetings to strengthen corporate governance and to consistently enhance corporate value.

Our stock-based remuneration plan provides for the issuance of stock as remuneration to directors, excluding outside directors, with transfer restricted until retirement from their positions. Our objective with the introduction of this system is to encourage our directors to further share value with our shareholders, reinforce their medium- to long-term commitment, and increase their intention to contribute to enhancing corporate value. For eligible directors, all monetary claims paid by the Company in accordance with this system will be transferred as property contributed in kind, and common shares of company stock will be issued or disposed of. The total amount of monetary claims to be paid to directors will be no more than 30 million yen per year (excluding the portion of employee salary for directors who serve concurrently as employees), and the timing and allocation of the payment will be determined by the Board of Directors.

Individual remuneration for directors is determined by the Remuneration Advisory Committee —consisting mainly of outside directors—based on the individual director’s position, responsibilities, and performance during the applicable fiscal year. The Committee then submits its recommendations to the Board of Directors, which makes decisions on them.

Individual remuneration for corporate auditors is determined through discussions among the corporate auditors.

Succession plan concept

To perpetuate the Group’s brand—with a history of 125 years—management must have a deep understanding of the Company’s philosophy and put it into practice. We believe that developing next-generation management is the most significant responsibility of the current management team. As such, in March 2021, we established the Nomination Advisory Committee, chaired by the Representative Director and President with outside directors and outside corporate auditors as members.

With the objective of shaping governance in accordance with our company’s unique value creation story toward sustainable future growth, we endeavor to clearly define requirements for management personnel, ensure transparency in the selection process, and share information on

candidates and their skills and development issues through the Committee’s operation.

This has strengthened the function of the Board of Directors in nominating the representative director and directors, while ensuring their independence, objectivity, and accountability.

With regard to the development of candidates for next-generation management brought to our attention by the Nomination Advisory Committee, we will provide growth opportunities through personnel reassignment, training, etc., and systematically promote their development. Moreover, we are revising our personnel and evaluation systems to expand the pool of talented young management candidates.

Internal control system

We are striving to strengthen and enhance the internal control system throughout the Group from the perspective of ensuring management transparency and efficiency, legal and regulatory compliance in our corporate activities, and appropriate risk management.

As a system to ensure that the execution of duties by directors and employees is in compliance with applicable laws, regulations, and the Articles of Incorporation, our business philosophy and action guidelines are shared and practiced at each Group company. Furthermore, internal training is conducted to ensure compliance with laws, regulations, and the Articles of Incorporation and to ensure thorough adherence to corporate ethics. Concerning financial reporting, we have established internal accounting rules to properly prepare financial reports in accordance with laws and regulations and evaluate and improve their implementation and operation status in line with annual plans.

The Group Risk Management Committee is responsible for evaluating the status of compliance and risk management and reports to the Board of Directors.

In addition to monthly meetings, the Board of Directors meets as necessary, and meetings including those of the Group Strategy Council are also held with the purpose of supplementing prompt and accurate management decisions. The departments in charge then promptly implement the decisions resulting from discussions at these meetings. The Audit Office then conducts internal audits of the Company or each

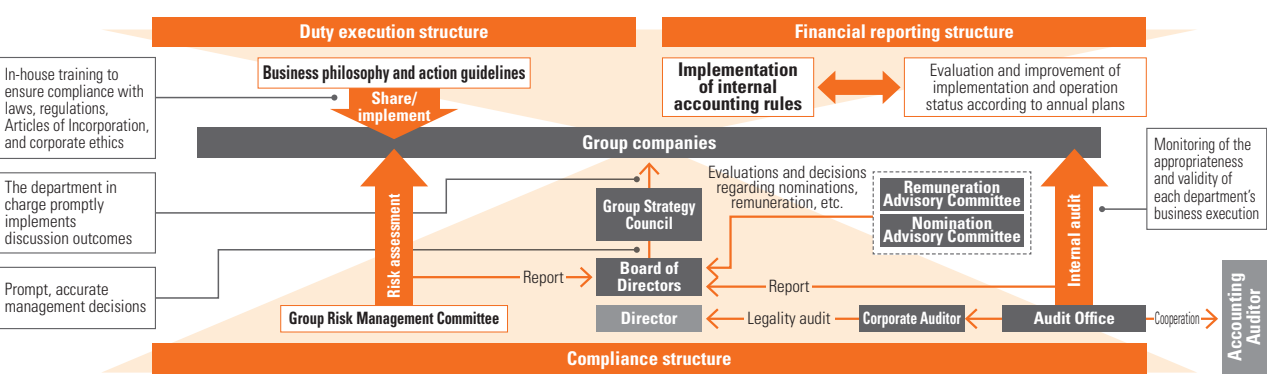
Group company in accordance with the audit plan approved by the representative director. The results of audits conducted by the Audit Office are reported to the president, the executive director in charge of the relevant division, and the corporate auditors at the Audit Report Meeting. Moreover, our directors and executive officers concurrently serve as directors and corporate auditors of each Group company.

Through this and other means, they keep abreast of the decision-making and business operations of the subsidiaries, thereby ensuring appropriate supervision.

Corporate auditors audit the legality of operational execution by directors in accordance with the audit plan formulated by the Board of Corporate Auditors. In addition, corporate auditors attend meetings of the Board of Directors and other important meetings to receive reports on important matters. In conducting audits, corporate auditors exchange opinions and cooperate with the Audit Office and the accounting auditor.

Moreover, we have the Remuneration Advisory Committee and the Nomination Advisory Committee as voluntarily established advisory bodies to the Board of Directors. The supervisory function has been strengthened by further clarifying and objectifying the evaluation and decision-making process regarding the nomination, remuneration, and other matters concerning directors, leading to further improvement of the internal control system as well.

Internal control system of Yoshinoya Holdings (as of August 2025)



Basic approach to compliance

As seen in the spirit of the Group’s business philosophy “For the People” and as a company that can contribute to people around the world through business activities, we have positioned compliance as a top priority. We will also comply with corporate ethics and practice risk management based on the spirit of the Group Charter of Corporate Behavior. The management of each Group company will take the initiative in implementing the above and ensure that all employees possess a full awareness of the Charter to ensure that they strictly comply with corporate ethics. In the event of a violation of the Group Charter of Corporate Behavior, the management of each Group company will investigate the cause and strive to prevent recurrence, promptly and accurately disclose information to fulfill our accountability, and take strict disciplinary action against violators including ourselves if applicable.

Yoshinoya Holdings
Group Charter of
Corporate Behavior



<https://www.yoshinoya-holdings.com/english/csr/management/compliance/>

Promotion system and structure

A meeting of the Risk Management Office personnel is conducted on a monthly basis, consisting mainly of persons in charge of compliance in each Group company. Tasks performed at the meeting include exchanging information on risk management, compliance activities, and the operation of the whistleblowing system. These tasks help identify important issues that should be given priority and examine basic policies and concrete measures for dealing with these issues. On-site improvements are sought by feeding back such information to the relevant division of each company, thereby promoting the compliance system within the Group in an integrated manner.

In addition to a point of contact for whistleblowing established at each company, we have the Group Hotline in place, serving as a common point of contact for all Group employees. Yoshinoya Holdings’ self-cleansing function within its organization is boosted by operating such points of contact in an appropriate manner while making the objectives and method of using the internal reporting system understood and widely known among employees through the Group Compliance Guide, posters, internal newsletters, and other means.

Compliance education

We promote on-site knowledge education and actual activities by distributing our Group Compliance Guide to all employees at Group outlets and at headquarters, including directors and corporate auditors, as a tool for compliance education. By doing so, we are striving to spread compliance across the entire workplace. The Group Compliance Guide is revised every three years in response to the enactment, amendment, or repeal of laws, regulations, and other rules as well as changes in social conditions and the environment, and is distributed to employees. Moreover, we regularly conduct compliance training targeting different employee groups, such as officers, managers, and new Group employees, to raise awareness of compliance among all employees. For outlet staff members, we are working to deepen their understanding of the importance of compliance through compliance videos, internal newsletters, and notices. We are also focused on raising awareness of compliance practices in their daily operations with regard to such issues as food safety and security, human rights, harassment, and the use of social media platforms, all of which have also been of great social concern. In particular, we recognize that food safety and security is the most important issue in light of the characteristics of the Group’s business, and are working to ensure that all Group employees thoroughly comply with standards, manuals, and guides to deliver appropriate products and services. Furthermore, the topic of compliance is included in the coverage of our internal qualification examination as a means of confirming that employees have acquired compliance-related knowledge.

Internal reporting system

A Group Hotline has been established within the Company as a contact point for internal reporting. In the event of a whistleblower report, the Legal Affairs Department either instructs the relevant department of each company to investigate and respond to the report, or investigates and responds to the report itself. The department then reports back to the whistleblower on how the matter has been dealt with, and confirms whether corrective action has been taken. The contents of these reports are reported to the Board of Directors on a quarterly basis through the Group Risk Management Committee as part of updates on the status of system operation. Moreover, each Group company has its own whistleblower hotline. We have established a comprehensive system to ensure the protection of the anonymity of whistleblowers and those who cooperate in investigations and that they are not treated unfavorably. We regularly report and manage report details and response status. The Company and each Group company have established whistleblower regulations in accordance with Japan’s Whistleblower Protection Act and manage them appropriately.

Risk Management

Basic approach to risk management

In order to achieve sustainable growth, Yoshinoya Holdings endeavors to establish and improve risk management systems so that it can identify various risks that may hinder the achievement of its business objectives at an early stage and take appropriate measures to counter them, while at the same time dealing promptly and appropriately with risks as they arise. Our initiatives to this end are based on the policy of compliance with laws, regulations, the Articles of Incorporation, the Group Charter of Corporate Behavior, and various company regulations. Under the supervision of the Group Risk Management Committee, we identify risks in the light of developments in the legal systems and the social environment and take appropriate preventive measures. If a significant risk materializes, we respond appropriately to minimize the damage and consider and implement effective measures to prevent recurrence.

Risk management system and structure

The risk management system is overseen by the Group Risk Management Committee, which formulates policies and issues instructions to be followed regarding important risks that may affect the entire Group. The Committee is chaired by the Representative Director and President of the Company. The system is designed to ensure that each department manager of the Company identifies, classifies, evaluates, and effectively manages our potential risks. In subsidiaries and other entities, this is carried out by the corresponding risk management organization or the person responsible. Each department manager, subsidiaries, and other entities report quarterly on the status of risk management and events that occurred to the Group Risk Management Committee, which then reports to the Board of Directors. If a significant risk materializes, it is promptly reported to the chairperson of the Committee, who in turn convenes a meeting of the Group Risk Management Committee and gives instructions to the secretariat. Information management in a “Level 2 (warning)” or higher situation—which requires an emergency response—will be carefully reviewed in coordination with regulatory authorities, related organizations, and each department as necessary, and appropriate measures to be taken.

Risk identification and response criteria

We have identified a total of 24 risks: 12 external environment risks and 12 operational risks that may affect the performance, financial condition, stock price, and other aspects of the Company, its subsidiaries, and other entities. Five of these risks—reputational risk; natural disaster risk; legal, regulatory, and business practice risk, which are categorized as external environment risks, food safety risk, and accident risk, which are categorized as operational risks—are positioned as particularly important matters that require urgent risk communication and information gathering. If and when these risks materialize, we will take prompt and appropriate action as instructed by the Group Risk Management Committee. The response criteria are classified into three levels: Level 1 (caution), which calls for a standard response; Level 2 (warning), which requires an emergency response; and Level 3 (critical), which mandates a company-wide response. However, these criteria are not absolute, and we will always respond with the principle of stakeholder protection as the number one priority.

External environment risk		Operational risk	
Raw material procurement	Natural disasters	Decision-making information	Accidents
Capital procurement	Brand	Food safety	Disputes
Market	Laws, regulations, business practices	Financial reporting	Suppliers
Competitors	Environment	Impairment	Compliance
Customers	Country	Information system	Personnel
Reputation	Climate change	Products/services	Shareholders

Urgent and critical risks

Level 1	Caution	Standard response Losses relatively minor and limited in scope
Level 2	Warning	Emergency response - Single occurrence with significant impact - Expanded scope of loss due to multiple occurrences - Potential media coverage
Level 3	Critical	Company-wide response - Particular need for risk communication - Significant social impact

Sustainability Stakeholder Engagement

We have established a set of promises to share the value attained through co-creation and to grow together with all stakeholders involved in the Group’s corporate activities.

Promise	Primary methods of engagement	Actual results for FY2024
Customers  We will continue provision of originality-rich products and services to satisfy as many customers as possible.	● Communication at outlets ● Customer service center ● Customer survey ● Website, social media	Under the policy of customer acquisition, we aggressively promoted initiatives to heighten customer satisfaction and broaden its customer base. Yoshinoya ● 35 openings and 80 renovation conversions of C&C model outlet implemented ● Strengthen sales promotion through Beef Bowl Festival and IP collaboration ● Bolstered sales of <i>karaage</i> fried chicken, positioned as the second pillar of the company’s business ● Sales of seasonal menu items such as Oyakodon and Beef Sukiyaki Set meals Hanamaru ● Implemented campaign measures such as Tempura Commuter Pass ● Sales of seasonal menu items such as Cold Tantan udon
Employees  Respect employee individuality and independence, impartially create opportunities, and share a sense of achievement in work and a sense of fulfillment in life. By continuously improving the work environment and elevating the social status of the Company, we will become a company in which employees and their families can be proud of.	● J-Yoshinoya*¹ (Yoshinoya) and Life Work Balance (LWB) Project**² (Hanamaru) activities ● Employee training ● Corporate Culture Improvement Committee activities ● Organizational culture assessment ● Hold store managers’ meetings (employee assemblies) twice a year ● Hold roundtable discussions between the President & CEO and store managers ● Internal newsletter ● Conduct regular health checks ● Internal reporting system and whistleblower hotlines	We implemented initiatives to contribute to promotion of diversity and inclusion. ■ Practice diversity and inclusion ● J-Yoshinoya: 2 times ● Percentage of female employees: 21.6% ● Percentage of women in management positions: 12.5% ■ Develop human resources and support career development ● Internal contests over service and operational quality ■ Promote a good work-life balance ● LWB Project: 10 times
Suppliers  Maintain good relationships with suppliers and continue to offer opportunities to acquire appropriate profits.	● Supplier audits ● Discussion on the status of response to human resources and labor issues when selecting business partners ● Communication with producers ● Participation in the White Logistics Movement	We worked to ensure stable procurement by bolstering our supply chain risk management and communication with suppliers. ● Supplier audit participation ratio: 92%
Shareholders  Strive to grow our business through sound corporate governance with capital efficiency and proactive information disclosure in mind and appropriately return profits to shareholders.	● Financial results briefing ● Meetings with analysts and investors ● Shareholders’ Meeting ● Corporate website ● Shareholder survey ● Shareholder benefit program	We undertook IR activities that contribute to improving engagement with shareholders and formulated a sustainability promotion structure. ■ Reinforce IR activities ● Implement shareholder survey ■ Increase in annual dividend per share ● 18 yen → 20 yen ■ Sustainability promotion ● Sustainability Promotion Committee: 4 times
Society  Fulfill our social responsibility as a corporate citizen by practicing sustainable business activities for protection of the global environment and resources and by giving back to the local community and participating in social welfare activities.	● Environment-friendly business operations ● Social contribution activities ● Disaster support	We worked to reduce environmental impact at our factories and undertook activities to contribute to local communities nationwide. ● Received the Vice-Minister of the Environment Award for upcycling of off-spec onion scraps that would otherwise be discarded during food processing, as well as the creation of a sustainable scheme. ● Implemented support for children’s cafeterias: Yoshinoya 81,992 meals, Hanamaru 1,721 meals ● Regular First Aid Training Sessions as part of the Life Baton Project ● Yoshinoya Gyudon Recreation won the 54th Food Industry Technology Achievement Award in the Marketing Category ● Beef and Steamed Vegetables Combo Bowl product, which has received Smart Meal® certification, won the Award of Excellence from the Director-General of the Public Health Bureau, Ministry of Health, Labour and Welfare in the area of lifestyle-related disease prevention

*1 J-Yoshinoya: A project that leverages the perspectives of women in an aim to foster a workplace environment where everyone is able to work comfortably. We actively promote the advancement of women by encouraging them to make their own proposals and communicate.

*2 LWB Project (Life Work Balance Project): A project that aims to foster a workplace where all employees are able to work with peace of mind. As part of the project, the Company promotes the use of days off, reduces overtime work, and actively supports childcare leave and nursing care leave for male employees. We promote a workplace where employees can easily balance family and work.

Examples of initiatives

Engagement with investors

One of our basic corporate governance policies is to engage in active dialogue with investors.

Dialogue with institutional investors is led by members of the IR staff of the Group Planning Division and is conducted through financial results briefings and 120 individual meetings per year. From FY2022 onward, we have disseminated information to a broad range of investors via real-time online distribution of the General Meeting of Shareholders and financial results briefings.

In individual meetings, we engaged in a vigorous exchange of views with institutional investors on the progress of the Medium-term Management Plan and management strategies. The details of these meetings are documented and regularly reported to the Board of Directors to share with management. We will continue to engage with investors to incorporate market feedback into our management, which should contribute to achieving sustainable growth.

Shareholder benefit program

We have a shareholder benefit program in place with the purpose of encouraging our shareholders to use the Group’s products, to deepen their understanding of our business, and to further support us as fans of the Group. Under this program, shareholder meal coupons are issued to eligible shareholders at the end of February and August every year according to how many shares they own, allowing them to enjoy meals at the Group’s outlets in Japan. (You can see a list of outlets where these coupons are redeemable on our corporate website.)



In addition, shareholders who hold 200 or more shares can also exchange their shareholder meal coupons for a set of assorted Group products instead of using the coupons at an outlet by applying before the exchange deadline.



Shareholder meal coupons
Scan QR code for a list of outlets where shareholder meal coupons are redeemable. (Japanese only)

Scan QR code for details of the shareholder benefit program. (Japanese only)

