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(Stock Code 2810)
June 5, 2018

To Shareholders with Voting Rights:

Hiroshi Urakami
Representative Director and President
House Foods Group Inc.
1-5-7 Mikuriyasakae-machi,
Higashi-osaka-city, Osaka

**NOTICE OF CONVOCATION OF
THE 72ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are cordially invited to attend the 72nd Annual General Meeting of Shareholders of House Foods Group Inc. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the attached "Reference Documents for the General Meeting of Shareholders" and exercise your voting rights by 5:35 p.m. on Tuesday, June 26, 2018, Japan time. Please refer to the "Information on Exercising Voting Rights" on Page 3 of this Notice.

1. Date and Time: Wednesday, June 27, 2018 at 10:00 a.m. Japan time

2. Place: Kourin, 3F, RIHGA Royal Hotel Osaka
5-3-68 Nakanoshima, Kita-ku, Osaka, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 72nd Fiscal Year (April 1, 2017 - March 31, 2018) and results of audits by the Accounting Auditor and the Board of Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 72nd Fiscal Year (April 1, 2017 - March 31, 2018)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Ten (10) Directors
Proposal 3: Election of One (1) Auditor

- END -

<Information>

- ◎ When attending on the day of the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Additionally, to conserve resources, please bring this “Notice” with you.
- ◎ As the reception will be crowded immediately before the commencement of the meeting, we request that you arrive early. If the venue is at capacity on the day of the meeting, we will prepare a second or third venue. We appreciate your understanding.
- ◎ Of the documents to be provided with this Notice, “6. Systems to Ensure Appropriateness of Business and Summary of Operational Status of the Systems” and “7. Basic Policy Regarding Control of the Company” in the Business Report, “Notes to the Consolidated Financial Statements” in the Consolidated Financial Statements, and “Notes to the Non-consolidated Financial Statements” in the Non-consolidated Financial Statements are posted on the Company’s website (<https://housefoods-group.com/ir/>) in accordance with laws and regulations and Article 14 of the Company’s Articles of Incorporation, and are thus not included in the attached documents in this Notice. As a result, the attached documents in this Notice are a portion of the documents audited during the course of preparation of the Audit Report by the Auditors and the Accounting Audit Report by the Accounting Auditor.
- ◎ Should the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements require revision, the revised versions will be posted on the Company’s website (<https://housefoods-group.com/ir/>).

Information on Exercising Voting Rights

You can exercise your voting rights via the following three methods. Please consider the following Reference Documents for the General Meeting of Shareholders, and exercise your voting rights.

- **Exercising your voting rights by attending the Annual General Meeting of Shareholders**

Please submit the Voting Rights Exercise Form at the reception desk.

In order to conserve resources, please bring this “Notice” with you to the meeting place.

Date and Time: Wednesday, June 27, 2018 at 10 a.m.

(Reception desk is scheduled to start at 8:30 a.m.)

- **Exercising your voting rights by mail**

Please indicate your votes for or against the proposals on the enclosed Voting Rights Exercise Form and send it by mail without postage stamps.

If there is no indication of your votes for or against each of the proposals, your votes shall be deemed as in favor of proposals.

Deadline for Voting: delivery no later than 5:35 p.m., Tuesday, June 26, 2018

- **Exercising your voting rights via the Internet**

Please access the designated website (<https://www.web54.net>), input the voting rights exercise code and password set forth on the enclosed Voting Rights Exercise Form and cast your votes for or against the proposals.

Deadline for Voting: no later than 5:35 p.m., Tuesday, June 26, 2018

- If you exercise your voting rights twice, both by mail and via the Internet, only the vote via the Internet shall be deemed as valid. In the event that voting rights are exercised more than once via the Internet, only the last vote shall be deemed as valid.

Information on Exercise of Voting Rights via the Internet (omitted)
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Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

Matters Regarding Year-end Dividends

The Company has held the return of profits to shareholders as one of its important tasks and made efforts to enhance the Group's profitability and strengthen its financial position. Regarding the distribution of profits, the Company has held its basic policy to maintain the payment of stable dividends with a dividend payout ratio of at least 30% on a consolidated basis as a standard excluding the effects of extraordinary income arising from business combinations and the amortization of goodwill while it comprehensively takes into account its consolidated business results and business plans.

Based on the basic policy on distribution of profits, year-end ordinary dividends for the 72nd fiscal year are proposed to be 20 yen per share, increased by 3 yen from the prior term.

1. Type of dividend property

Cash

2. Matters concerning allocation of dividend property and total amount

20 yen per share of common stock Total amount: 2,055,034,540 yen

As a result, annual dividends, including interim dividends of 18 yen per share, will be 38 yen (increased by 6 yen from the prior term) per share.

3. Effective date of distribution of dividends

June 28, 2018

Proposal 2: Election of Ten (10) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Mr. Kazuo Shirai resigned as Director as he passed away on November 30, 2017.

Accordingly, the company proposes the election of 10 Directors.

The candidates for Director are as follows:

Number	Name	Present positions and responsibilities	Attendance at meetings of the Board of Directors held in FY2017
1	<input type="checkbox"/> Reelection Hiroshi Urakami	Representative Director and President, the Company Responsible for Corporate Planning Division	Attended all 14 meetings
2	<input type="checkbox"/> Reelection Keiji Matsumoto	Representative Senior Managing Director Responsible for Domestic Affiliated Companies Planning Support Division, Purchasing Division, New Business Planning & Development Division, Finance & Accounting Division Supervising Human Resources Development Division and Diversity Promotion Division	Attended all 14 meetings
3	<input type="checkbox"/> Reelection Yasukatsu Hiroura	Senior Managing Director Representative Director and President, House Wellness Foods Corporation	Attended all 14 meetings
4	<input type="checkbox"/> Reelection Masahiko Kudo	Senior Managing Director Representative Director and President, House Foods Corporation	Attended all 14 meetings
5	<input type="checkbox"/> Reelection Toyoaki Fujii	Director General Manager, Corporate Communication Headquarters	Attended all 14 meetings
6	<input type="checkbox"/> Reelection Akira Koike	Director Responsible for Global Headquarters Supervising General Affairs Division, Legal Division, and Secretariat Division	Attended 13 of all 14 meetings
7	<input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent Director Kunikatsu Yamamoto	Outside Director	Attended all 14 meetings
8	<input type="checkbox"/> Reelection <input type="checkbox"/> Outside <input type="checkbox"/> Independent Director Kyuzo Saito	Outside Director	Attended all 14 meetings
9	<input type="checkbox"/> New Candidate Yoshiyuki Osawa	Executive Officer Responsible for General Affairs Division, Legal Division, Secretariat Division, Human Resources Development Division, and Diversity Promotion Division	—
10	<input type="checkbox"/> New Candidate Yoshiyuki Miyaoku	Executive Officer General Manager, Research & Development Headquarters, Quality Assurance Management Division	—

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
1	Hiroshi Urakami age 52 (August 16, 1965) Reelection	<p>September 1991 Joined The Sumitomo Bank,Ltd. (currently Sumitomo Mitsui Banking Corporation)</p> <p>May 1997 Retired from The Sumitomo Bank,Ltd.</p> <p>July 1997 Joined the Company</p> <p>June 2002 Director, the Company</p> <p>June 2004 Representative Director, the Company (current position)</p> <p>July 2004 Director, Vice President, the Company</p> <p>April 2009 Director, President, the Company (current position)</p> <p>April 2016 Responsible for Corporate Planning Division, the Company (current position)</p> <p>Significant concurrent positions</p> <p>Vice Chairman, All Japan Curry Manufacturers Association</p> <p>Vice Chairman, Japan Cannery Association</p> <p>Representative Director and President, HKL Co., Ltd.</p> <p>Senior Managing Director, House Kosan Co., Ltd.</p>	1,034,976 shares

Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)

[Reasons for nomination as a candidate for Director]

As the Representative Director and President of the Company, Mr. Hiroshi Urakami is integrating the Company and the Group, and based on a wealth of knowledge and experience, he has directed formulation of the Medium-term Management Plan that serves as the core of the Group's management, and demonstrated strong leadership in executing the plan.

As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as a Director of the Company.

- (Notes)
1. Mr. Hiroshi Urakami is the Representative Director and President of HKL Co., Ltd., which has transactional relationships with the Company such as the rental of office space.
 2. The number of shares of the Company held by Mr. Hiroshi Urakami includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
2	Keiji Matsumoto Age 69 (March 1, 1949) Reelection	<p>March 1971 Joined the Company</p> <p>June 1998 Director, the Company</p> <p>June 2004 Retired from Director, the Company</p> <p>July 2004 Senior Executive Officer and General Manager, Public Relations Division, the Company</p> <p>April 2006 Senior Executive Officer and General Manager, Customer Communications Headquarters, the Company</p> <p>June 2006 Director, the Company Senior Executive Officer and General Manager, Customer Communications Headquarters, and responsible for SCM Division, the Company</p> <p>April 2008 Senior Managing Executive Officer and General Manager, Management Headquarters, and responsible for Purchasing Division and Customer Communications Headquarters, the Company</p> <p>April 2009 Senior Managing Executive Officer and General Manager, Management Headquarters, and responsible for Purchasing Division, the Company</p> <p>April 2010 Senior Managing Executive Officer and General Manager, Management Headquarters, and responsible for Purchasing Division and Affiliated Companies Operations Division, the Company</p> <p>April 2012 Representative Director, the Company (current position)</p> <p>June 2013 Senior Managing Executive Officer and General Manager, Management Headquarters, and responsible for Purchasing Division, Affiliated Companies Operations Division, Manufacturing, and SCM Headquarters, the Company</p> <p>October 2013 Senior Managing Director, the Company (current position) General Manager, Management Headquarters, and responsible for Purchasing Division, the Company</p> <p>April 2014 General Manager, Management Headquarters, and responsible for Purchasing Division and Senior Meal Solutions Business Strategy Division, the Company</p> <p>April 2015 General Manager, Management Headquarters, and responsible for Purchasing Division and New Business Planning & Development Division, the Company</p> <p>April 2016 Responsible for Domestic Affiliated Companies Planning Support Division, Human Resources Development Division, Purchasing Division, and New Business Planning & Development Division, the Company</p> <p>February 2018 Responsible for Domestic Affiliated Companies Planning Support Division, Human Resources Development Division, Purchasing Division, New Business Planning & Development Division, and Global Headquarters, the Company</p> <p>April 2018 Responsible for Domestic Affiliated Companies Planning Support Division, Purchasing Division, New Business Planning & Development Division, and Finance & Accounting Division, and supervising Human Resources Development Division and Diversity Promotion Division, the Company (current position)</p> <p>Significant concurrent positions Director and Chairman, Vox Trading Co., Ltd. Director, House Foods Holding USA Inc.</p>	34,947 shares
Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)			
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Keiji Matsumoto has a wealth of experience primarily in each division of purchasing, human resources, public relations, and manufacturing SCM, etc., as well as businesses of affiliated companies, and as the person responsible for promoting business of affiliated companies and new business development, he has achievements in expanding the business foundation at each Group company and unearthing new businesses.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as a Director of the Company.			

(Notes)1. There are no special conflicts of interest between Mr. Keiji Matsumoto and the Company.

2. The number of shares of the Company held by Mr. Keiji Matsumoto includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
3	Yasukatsu Hiroura age 62 (July 27, 1955) Reelection	<p>April 1978 Joined the Company</p> <p>July 2004 Corporate Officer and General Manager, Food Seasoning Division, the Company</p> <p>April 2006 Senior Executive Officer and General Manager, Marketing Headquarters, the Company</p> <p>June 2006 Director, the Company</p> <p>April 2008 Managing Executive Officer and General Manager, Marketing Headquarters, and responsible for Somatech Center, the Company</p> <p>April 2009 Managing Executive Officer and General Manager, Marketing Headquarters, and responsible for Somatech Center and Quality Assurance Division, the Company</p> <p>April 2010 Senior Managing Executive Officer and General Manager, Marketing Headquarters, and responsible for Somatech Center and Quality Assurance Division, the Company</p> <p>April 2012 Senior Managing Executive Officer and General Manager, Global Headquarters, and responsible for Corporate Planning Division, the Company</p> <p>October 2013 Senior Managing Director, the Company (current position) General Manager, Global Headquarters, and responsible for Corporate Planning Division, the Company</p> <p>April 2015 Responsible for Corporate Planning Division and Global Headquarters, the Company</p> <p>April 2016 Responsible for R&D Center, Global Headquarters, and Quality Assurance Management Division, the Company</p> <p>February 2018 Representative Director and President, House Wellness Foods Corporation (current position)</p> <p>Significant concurrent positions Representative Director and President, House Wellness Foods Corporation</p>	37,712 shares
Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)			
[Reasons for nomination as a candidate for Director] Mr. Yasukatsu Hiroura has a wealth of experience primarily in each division of global business, marketing, R&D, and quality assurance, and he has achievements in areas such as improving the overall profitability in global businesses and strengthening the quality assurance structure. He is demonstrating strong leadership in the promotion of the health foods business as he assumed the concurrent position as Representative Director and President of House Wellness Foods Corporation in February 2018. As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as a Director of the Company.			

(Notes) 1. There are no special conflicts of interest between Mr. Yasukatsu Hiroura and the Company.

2. The number of shares of the Company held by Mr. Yasukatsu Hiroura includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
4	Masahiko Kudo age 65 (March 11, 1953) Reelection	<p>April 1975 Joined the Company</p> <p>April 2007 Corporate Officer and General Manager, Retort and Low Temperature Foods Division, the Company</p> <p>April 2008 Corporate Officer and General Manager, Spice Foods Division, the Company</p> <p>April 2010 Managing Executive Officer and General Manager, Spice Foods Division, the Company</p> <p>April 2011 Managing Executive Officer and General Manager, Spice Foods Business Division, the Company</p> <p>April 2012 Managing Executive Officer and General Manager, Marketing Headquarters, the Company</p> <p>June 2012 Director, the Company</p> <p>April 2013 Representative Director and President, House Foods Split Preparation Co., Ltd. (currently House Foods Corporation) (current position)</p> <p>June 2013 Managing Executive Officer and General Manager, Marketing Headquarters, and responsible for Sales Headquarters and Food Service Business Division, the Company</p> <p>October 2013 Managing Director, the Company</p> <p>April 2017 Senior Managing Director, the Company (current position)</p> <p>Significant concurrent positions Representative Director and President, House Foods Corporation</p>	8,236 shares
Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)			
[Reasons for nomination as a candidate for Director] Mr. Masahiko Kudo has a wealth of experience primarily in spices and the food seasoning processing business. He has also served as Representative Director and President of House Foods Corporation, with achievements in expanding profits at existing domestic businesses and product development toward the creation of new demand. As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as a Director of the Company.			

(Notes) 1. There are no special conflicts of interest between Mr. Masahiko Kudo and the Company.

2. The number of shares of the Company held by Mr. Masahiko Kudo includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
5	Toyoaki Fujii age 64 (March 5, 1954) Reelection	<p>April 1976 Joined the Company</p> <p>July 2004 Corporate Officer and General Manager, Health Foods Division, the Company</p> <p>April 2006 Corporate Officer and General Manager, Food Seasoning Division, the Company</p> <p>April 2008 Managing Executive Officer and General Manager, Customer Communications Headquarters, the Company</p> <p>June 2008 Director, the Company (current position)</p> <p>April 2009 Managing Executive Officer and General Manager, Customer Communications Headquarters, and responsible for Overseas Business Division, the Company</p> <p>April 2010 Managing Executive Officer and General Manager, Customer Communications Headquarters, and responsible for Global Business Division, the Company</p> <p>April 2012 Managing Executive Officer and General Manager, Customer Communications Headquarters, the Company</p> <p>October 2013 General Manager, Customer Communications Headquarters, the Company</p> <p>April 2015 General Manager, Corporate Communication Headquarters, the Company (current position)</p>	17,004 shares
Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)			
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Toyoaki Fujii has a wealth of experience primarily in each division of advertising, public relations, product development, and CSR, and has achievements in the advertising strategy of the Company Group and formulating communication strategies with stakeholders as General Manager of Corporate Communication Headquarters.</p> <p>As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as a Director of the Company.</p>			

(Notes) 1. There are no special conflicts of interest between Mr. Toyoaki Fujii and the Company.

2. The number of shares of the Company held by Mr. Toyoaki Fujii includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
6	Akira Koike age 60 (September 30, 1957) Reelection	<p>April 1980 Joined the Company</p> <p>April 2009 Corporate Officer and General Manager, Finance & Accounting Division, the Company</p> <p>October 2013 Executive Officer and General Manager, Finance & Accounting Division, the Company</p> <p>April 2014 Executive Officer and General Manager, General Affairs Division, and General Manager, Finance & Accounting Division, the Company</p> <p>June 2014 Director, the Company (current position)</p> <p> General Manager, General Affairs Division, and General Manager, Finance & Accounting Division, the Company</p> <p>April 2016 Responsible for General Affairs Division, Legal & Intellectual Properties Division, Finance & Accounting Division, and Secretariat Division, the Company</p> <p>April 2017 Responsible for General Affairs Division, Legal Division, Finance & Accounting Division, and Secretariat Division, the Company</p> <p>April 2018 Responsible for Global Headquarters, and supervising General Affairs Division, Legal Division, and Secretariat Division, the Company (current position)</p>	4,750 shares
Attendance rate at meetings of the Board of Directors (attendance): 93% (13/14 meetings)			
[Reasons for nomination as a candidate for Director]			
<p>Mr. Akira Koike has a wealth of experience primarily in each division of finance and accounting, general affairs, and corporate planning, and has achievements in formulating finance and accounting strategies of the Company Group and promoting the corporate governance structure. Since being responsible for Global Headquarters in April 2018, he has made efforts to promote the overseas business strategy in the sixth Medium-term Management Plan of the Company.</p> <p>As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as a Director of the Company.</p>			

(Notes) 1. There are no special conflicts of interest between Mr. Akira Koike and the Company.

2. The number of shares of the Company held by Mr. Akira Koike includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
7	Kunikatsu Yamamoto age 76 (February 2, 1942) Reelection Outside Director Independent Director	<p>April 1965 Joined The Sumitomo Bank,Ltd. (currently Sumitomo Mitsui Banking Corporation)</p> <p>June 1990 Director, The Sumitomo Bank,Ltd.</p> <p>November 1994 Managing Director, The Sumitomo Bank,Ltd.</p> <p>June 1997 Senior Managing Director, The Sumitomo Bank,Ltd.</p> <p>June 1999 Senior Managing Director and Senior Managing Executive Officer, The Sumitomo Bank,Ltd.</p> <p>June 2000 Representative Director and President, Ginsen Co., Ltd.</p> <p>June 2004 Representative Director and Chairman, Ginsen Co., Ltd. Auditor, the Company</p> <p>June 2005 Special Advisor, Ginsen Co., Ltd. (current position)</p> <p>June 2008 Director, the Company (current position)</p> <p>Significant concurrent positions Director (Outside), BML, Inc.</p>	2,892 shares
Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)			
[Reasons for nomination as a candidate for Outside Director] Through his many years of engagement in financial operations at The Sumitomo Bank,Ltd. (currently Sumitomo Mitsui Banking Corporation) and Ginsen Co., Ltd., Mr. Kunikatsu Yamamoto has a wealth of knowledge in finance and accounting and deep insights into corporate management. While submitting opinions and making decisions regarding management decision-making from an objective standpoint, he has fulfilled his role in monitoring and supervising the business execution of Directors. As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as an Outside Director of the Company.			

- (Notes) 1. There are no special conflicts of interest between Mr. Kunikatsu Yamamoto and the Company.
2. Mr. Kunikatsu Yamamoto is a candidate for Outside Director.
3. The term of office of Mr. Kunikatsu Yamamoto as Outside Director of the Company will be 10 years as of the end of this Annual General Meeting of Shareholders. Furthermore, he was previously an Outside Auditor of the Company.
4. The Company has concluded a liability limitation agreement with Mr. Kunikatsu Yamamoto pursuant to Article 427, Paragraph 1 of the Companies Act. If his reelection is approved at this Annual General Meeting of Shareholders, the Company plans to continue the liability limitation agreement with him. The maximum amount of liability for damages under the agreement shall be the amount defined by laws and regulations.
5. Mr. Kunikatsu Yamamoto is an Independent Director as defined by the Tokyo Stock Exchange, and if his reelection is approved, the Company plans to continue designating him as an Independent Director and submit him as such.
6. The number of shares of the Company held by Mr. Kunikatsu Yamamoto includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
8	Kyuzo Saito age 72 (July 17, 1945) Reelection Outside Director Independent Director	<p>April 1970 Joined the Ministry of Agriculture and Forestry (currently the Ministry of Agriculture, Forestry and Fisheries)</p> <p>June 2000 General Manager, Food Logistics Bureau, Ministry of Agriculture and Forestry</p> <p>January 2001 General Manager, Comprehensive Food Bureau, Ministry of Agriculture and Forestry</p> <p>July 2003 Retired from Ministry of Agriculture, Forestry and Fisheries</p> <p>August 2003 Chairman, special public institution Farmers Pension Fund (currently independent administrative institution Farmers Pension Fund)</p> <p>December 2006 Chairman, Japan Food Industry Association</p> <p>June 2015 Advisor, Japan Food Industry Association (current position)</p> <p>June 2016 Director, the Company (current position)</p>	2,241 shares
Attendance rate at meetings of the Board of Directors (attendance): 100% (14/14 meetings)			
<p>[Reasons for nomination as a candidate for Outside Director]</p> <p>Through long tenures of service at the Ministry of Agriculture, Forestry and Fisheries and the Japan Food Industry Association, Mr. Kyuzo Saito has deep views on the food business and the food industry, and aside from providing views and decisions on management decision-making from an objective standpoint, he has fulfilled his role in monitoring and supervising the business execution of Directors.</p> <p>As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his continued election as an Outside Director of the Company.</p>			

- (Notes) 1. There are no special conflicts of interest between Mr. Kyuzo Saito and the Company.
2. Mr. Kyuzo Saito is a candidate for Outside Director.
3. The term of office of Mr. Kyuzo Saito as Outside Director of the Company will be 2 years as of the end of this Annual General Meeting of Shareholders.
4. The Company has concluded a liability limitation agreement with Mr. Kyuzo Saito pursuant to Article 427, Paragraph 1 of the Companies Act. If his reelection is approved at this Annual General Meeting of Shareholders, the Company plans to continue the liability limitation agreement with him. The maximum amount of liability for damages under the agreement shall be the amount defined by laws and regulations.
5. Mr. Kyuzo Saito is an Independent Director as defined by the Tokyo Stock Exchange, and if his reelection is approved, the Company plans to continue designating him as an Independent Director and submit him as such.
6. The number of shares of the Company held by Mr. Kyuzo Saito includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
9	Yoshiyuki Osawa age 58 (June 23, 1959) New candidate	<p>April 1982 Joined the Company</p> <p>April 2008 General Manager, Sales Planning Division, the Company</p> <p>April 2010 General Manager, Public & Investor Relations Division, the Company</p> <p>October 2013 Director, House Foods Corporation</p> <p>April 2014 Executive Officer, the Company (current position)</p> <p> General Manager, Human Resources Division, the Company</p> <p> Director, House Foods Corporation</p> <p>April 2016 General Manager, Human Resources Development Division, the Company</p> <p> Director, House Foods Corporation</p> <p>April 2018 Responsible for General Affairs Division, Legal Division, Secretariat Division, Human Resources Development Division, and Diversity Promotion Division, the Company (current position)</p> <p>Significant concurrent positions</p> <p>Director, Ichibanya Co., Ltd.</p> <p>Director, House Business Partners Corporation</p>	2,563 shares

[Reasons for nomination as a candidate for Director]

Mr. Yoshiyuki Osawa has a wealth of experience primarily in each division of sales planning, public relations, and human resources development, and has made efforts to formulate and promote the human resources strategy, including realizing diversity and conducting reforms of work styles, in the sixth Medium-term Management Plan of the Company.

As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his new election as a Director of the Company.

(Notes) 1. There are no special conflicts of interest between Mr. Yoshiyuki Osawa and the Company.

2. The number of shares of the Company held by Mr. Yoshiyuki Osawa includes that of shares actually held by him in the name of the House Foods Group Employee Shareholding Association.

3. The age of Mr. Yoshiyuki Osawa is as of the date of dispatch of this Notice (June 5, 2018).

No.	Name (Date of birth)	Past experience, positions and responsibilities	Number of shares of the Company held
10	Yoshiyuki Miyaoku age 57 (November 24, 1960) New candidate	<p>April 1983 Joined the Company</p> <p>April 2008 General Manager, Product Development 1st Division, the Company</p> <p>April 2009 Representative Director and President, House Food Analytical Laboratory Inc.</p> <p>April 2012 General Manager, Spice Foods Business Division, the Company</p> <p>October 2013 General Manager, Food Business 1st Division, House Foods Corporation</p> <p>April 2015 General Manager, Corporate Planning Division, the Company</p> <p>April 2016 Executive Officer, the Company (current position)</p> <p>April 2018 General Manager, Research & Development Headquarters, and responsible for Quality Assurance Management Division, the Company (current position)</p>	3,459 shares

[Reasons for nomination as a candidate for Director]

Mr. Yoshiyuki Miyaoku has a wealth of experience primarily in each division of research & development, product development, and corporate planning, and as Representative Director and President of House Food Analytical Laboratory Inc. He has deep insight into research and development and food analysis. Since assuming the position of General Manager of Research & Development Headquarters in April 2018, he has made efforts to strengthen the R&D functions of the Company.

As a result, the Company has judged that he is a person necessary for enhancing corporate value of the Company Group, and requests his new election as a Director of the Company.

(Notes) 1. There are no special conflicts of interest between Mr. Yoshiyuki Miyaoku and the Company.

2. The number of shares of the Company held by Mr. Yoshiyuki Miyaoku includes that of shares actually held by him in the name of the House Foods Group Employee Shareholding Association.

Proposal 3: Election of One (1) Auditor

The term of office of Auditor Shoji Shiota will expire at the conclusion of this year's Annual General Meeting of Shareholders.

Accordingly, the company proposes the election of 1 Auditor.

The Board of Auditors has previously given its approval to this proposal.

The candidate for Auditor is as follows:

Name (Date of birth)	Past experience and positions	Number of shares of the Company held	
Masao Taguchi age 64 (September 22, 1953) New candidate	April 1976 July 2004	Joined the Company Corporate Officer and General Manager, Somatech Center, the Company	10,649 shares
	April 2008	Managing Executive Officer and General Manager, Somatech Center, the Company	
	April 2012	Managing Executive Officer and General Manager, Somatech Center, and responsible for Intellectual Properties Division and Quality Assurance Division, the Company	
	June 2012	Director, the Company (current position)	
	October 2013	General Manager, Central Research & Development Institute and responsible for Quality Assurance Management Division, the Company	
	April 2016	General Manager, Central Research & Development Institute, the Company	
	April 2017	General Manager, Research & Development Headquarters, the Company	
	February 2018	General Manager, Research & Development Headquarters and responsible for Quality Assurance Management Division, the Company	
	April 2018	Supervising Research & Development Headquarters and Quality Assurance Management Division, the Company (current position)	

[Reasons for nomination as a candidate for Auditor]

Mr. Masao Taguchi has deep insights into each business of the Company, primarily research and development, technological development, and quality assurance, and a wealth of experience in corporate management as a Director.

As a result, the Company has judged that he is a person that will be able to utilize the above in the management and audit of the Company Group, and requests his new election as an Auditor of the Company.

(Notes) 1. There are no special conflicts of interest between Mr. Masao Taguchi and the Company.

2. The number of shares of the Company held by Mr. Masao Taguchi includes that of shares actually held by him in the name of the House Foods Group Board Members' and Executive Officers' Shareholding Association.

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