Notes: 1. This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.
2. Please be advised that certain expressions for domestic voting procedures that are not applicable to the shareholders outside Japan and certain items, pictures, graphs and reference matters are omitted or modified to avoid confusion.
3. The date and time referred in this document is based on Japan Standard Time.

Stock Code: 2802
Ajinomoto Co., Inc.

NOTICE OF CONVOCATION OF THE 146th ORDINARY GENERAL MEETING OF SHAREHOLDERS

1. Date: 10:00 a.m. (doors open at 9:00 a.m.), Tuesday, June 25, 2024

2. Place: Ajinomoto Group Takanawa Training Center
13-65, Takanawa 3-chome, Minato-ku, Tokyo

3. Agenda of the Meeting:

Matters to be Reported:

1. Report on contents of the Business Report, Consolidated Financial Statements, and Audit Reports of the Accounting Auditor and the Audit Committee on the Consolidated Financial Statements, for the 146th Fiscal Year (from April 1, 2023 to March 31, 2024)

2. Report on contents of Non-Consolidated Financial Statements for the 146th Fiscal Year (from April 1, 2023 to March 31, 2024)

Matters to be Resolved:

Proposal 1: Appropriation of Surplus
Proposal 2: Election of 11 Directors

*If any changes occur to the disclosed information, the changes will be posted on https://www.ajinomoto.co.jp/company/en/ir/event/meeting.html (the Company's website).

Exercising Your Voting Rights:

-To vote in writing:

Please indicate on the enclosed Voting Form, your votes for or against the proposals, and return the Voting Form by mail. If there is no indication on the Voting Form of your vote for or against each of the proposals, your votes will be deemed as in favor of the proposals.

Deadline for voting: delivery no later than 4:30 p.m., Monday, June 24, 2024

-To vote via internet:

Please refer to "Exercising Your Voting Rights Via Internet" (page 2) and cast your votes for or against the proposals.

Deadline for voting: no later than 4:30 p.m., Monday, June 24, 2024

-How to fill out the Voting Form:

Please indicate your votes for or against each proposal.
(If for or against a proposal is not indicated on the Voting Form, the votes will be deemed in favor of the proposal.)

Proposal 1:
-For: Mark a circle in the box marked "賛".
-Against: Mark a circle in the box marked "否".

Proposal 2:

-For all candidates: Mark a circle in the box marked "賛".

-Against all candidates: Mark a circle in the box marked "否".

-Against some candidates: Mark a circle in the box marked "賛" and write the number of each candidate you wish to vote against.

Exercising Your Voting Rights Via Internet:

Voting Via Internet is available only in Japanese.

If you wish to exercise your voting rights via Internet, please refer to the following information before exercising your voting rights.

(1) By Scanning the QR Code

Using the QR Code allows you to log in without requiring a Login ID and Temporary Password

1. Scan the QR Code
   Scan the "Login QR Code" on the right side of the Voting Form with your smartphone.
2. Choose the method for exercising your voting rights
3. Indicate whether you are for or against the proposals by following the instructions on the screen.

(2) By Entering your Login ID and Temporary Password

1. Access the voting rights exercise website (https://evote.tr.mufg.jp/).
2. Enter the "Login ID" and "Temporary Password" printed on the right side of the Voting Form.
3. Enter both the "New Password" and "New Password (Confirmation)" fields.
4. Indicate whether you are for or against the proposals by following the instructions on the screen.

*In the event that a voting right is exercised both by Voting Form and via internet, only the vote via internet shall be deemed as valid.

*In the event that a voting right is exercised more than once via internet, only the last vote shall be deemed as valid.

Information about live stream and submission of questions in advance via the Internet

We will offer a live stream of the Meeting and will accept questions in advance of the Meeting via the Internet, so that shareholders have the option of watching from their homes. Please note that the live stream is offered only in Japanese.

How to view the live stream and submit questions in advance

You can watch and register on the "Engagement Portal" shareholders' meeting site

(1) Please access the "Engagement Portal" shareholders' meeting site (hereinafter, the “Website”) from the following URL. Please note that the Website is available only in Japanese.

URL：https://engagement-portal.tr.mufg.jp/

(2) On the shareholder authentication screen (login screen), please enter the following Login ID and password, confirm the terms of use, click "I agree to the terms of use," and then click the "Login" button.

① Login ID: "Login ID" (15-digit alphanumeric code) printed on the right side of the Voting Form
② Password: "Temporary password" (6-digit number) printed on the right side of the Voting Form
*Please keep your Login ID and password handy before posting your Voting Form.

Viewing the live stream

After logging in, please click on “Watch today's live stream,” confirm the terms of use by clicking “I agree to the terms of use,” and then click the “Watch” button.

Submission of questions in advance

Please click the “Question in advance” button displayed on the screen after you login. After selecting the question category and inputting your question, click "I agree to the terms of use", and click the "Go to confirmation screen" button. After confirming the content of your submission, please click the “Send” button.

Broadcast date and time

June 25, 2024 (Tuesday) from 10:00 a.m. to the close of the Meeting

*On the day of the Meeting, the live stream viewing page will be accessible from around 9:30 a.m., 30 minutes before the start of the Meeting.

Deadline for submission of questions in advance

June 9, 2024 (Sunday) until 5:00 p.m.

Important notes regarding the live stream

(1) Viewing the Meeting via live stream over the Internet is not considered attendance at the General Meeting of Shareholders, and therefore, you cannot exercise your voting rights or make any remarks, including asking questions. Please exercise your voting rights in advance via the Voting Form or the Internet. (Please refer to page 1 for the method of exercising voting rights.)

(2) Only shareholders are permitted to view the live stream.

(3) Photography, recording, audio recording, storage, and publication on social networking services, etc., of the live stream are strictly prohibited.

(4) Viewing and/or sound quality may be impaired depending on your device (model, performance, etc.) or Internet environment (line status, communication speed, etc.).

(5) Internet connection fees and telecommunication charges incurred during the viewing will be borne by the shareholder.

(6) In consideration of the privacy of shareholders present at the Meeting and other factors, footage via the live stream will focus on the video screen and the immediate vicinity of the officers' seats. Please note that shareholders present at the Meeting may unavoidably be shown in the live footage.

(7) Due to unavoidable circumstances, there is a possibility that we may be unable to provide a live stream of the Meeting. In such case, a notice will be posted on our website (only in Japanese).
https://www.ajinomoto.co.jp/company/jp/ir/event/meeting.html

Important notes regarding the submission of questions in advance

(1) Questions will be limited to matters related to the agenda of the Meeting.

(2) Question length is limited to 200 characters (in Japanese) per question per person.

(3) Of the questions received, we will focus on those that we believe will be of most interest to our shareholders and answer them on the day of the Meeting.

(4) We do not promise to answer all questions. Also, please note that we cannot give responses specific to individual shareholders.

(5) Shareholders will bear any communication charges, etc., for use of this service.

For inquiries regarding the live stream or submission of questions in advance, please contact:

Stock Transfer Agency Department, Mitsubishi UFJ Trust and Banking Corporation (Japanese only)

0120-676-808 (toll free only from Japan)

Hours: 9:00 a.m. - 5:00 p.m. (except Saturdays, Sundays and holidays).

(Note: On the day of the Meeting, operating hours will be from 9:00 a.m. to the close of the Meeting.)

Dear shareholders:

Looking back since my appointment as the Chief Executive Officer (CEO)

Since April 2022, to enhance our corporate value we have evolved the Ajinomoto Group's purpose into “contributing to the well-being*1 of all human beings, our society, and our planet with AminoScience®.” Our 34,000 employees worldwide are increasing their passion and honing their skills every day as we continue to strive for the “Speed-Up x Scale-Up” of management. In addition, our Executive Officers, to whom the Board of Directors has delegated significant authority, are engaged in dialog with employees who are active on the front lines and are working with all stakeholders.

I am very pleased to share that in FY2023 our consolidated sales increased 5.9% year on year to ¥1,439.2 billion and we achieved record business profit of ¥147.6 billion, a year-on-year increase of 9.1%. Our stock price rose further, exceeding the previous record level set in FY2022.

Our view is that the Ajinomoto Group entered a stage of re-growth in FY2022 and we have been able to continue that momentum. I would like to express my sincere gratitude to all those who shared in this sense of purpose.

Looking back, although we have made progress, challenges remain. These challenges are the gap between where we want to be and where we actually are. I see the closing of this gap as an opportunity for us to realize our vision.

If we were to compare this to climbing Mount Everest, we would say that base camp has been established at the third station. I also believe that our true climb to the summit is about to begin.

We will do our best to meet everyone's expectations while taking advantage of this opportunity to achieve our vision.

*1 Healthy and happy state.

Purpose-Driven Management through our Medium-Term ASV Initiatives 2030 Roadmap

In February 2023 we announced our Medium-Term ASV*2 Initiatives 2030 Roadmap which shows where we want to be in 2030 and the path to achieving it. We took up the challenge of continuously pursuing new value creation and business model innovation beyond organizational boundaries, to achieve management’s challenging targets (the ASV Indicators*3). In addition, we have started a program, beginning with our executive officers, to further internalize the Ajinomoto Group's evolved purpose, with the desire to leverage our unique strengths in AminoScience®*4 to help solve food and health issues, and contribute to well-being. In the future, this program will be expanded company wide. We aim to further improve engagement*5 by finding common points between the aspirations of each employee and the aspirations of the Ajinomoto Group, through mutual empathy and challenging each other.

*2 ASV stands for “Ajinomoto Group Creating Shared Value.” These are initiatives that create both social and economic value through our business activities.

*3 Indicators that support our further growth and efforts to meet our challenges. These comprise an economic value indicator that shows the financial performance achieved by the Ajinomoto Group through its business, and a social value indicator based on the values that it wants to co-create and deliver.

*4 A general term for various materials, functions, technologies, and services obtained from research processes and implementation processes focused on the functions of amino acids, since our founding. Symbolizes the Ajinomoto Group's unique scientific approach to solving social issues and contributing to well-being. “AminoScience” is a registered trademark in Japan.

*5 To increase employees' attachment to our Company and their work, and their willingness to contribute.

Promoting sustainability

We place sustainability promotion at the heart of ASV management. The Sustainability Advisory Council, which was established in April 2021, has reported to us the important issues (Materiality) it expects the Ajinomoto Group to address, and we have organized them into six key themes and planned specific initiatives to address them.

We have set the reduction of our environmental impact by 50% to be one of the outcomes for our Company to achieve in 2030. In particular, in the area of GHG*6 reductions, on top of reducing the negative impacts of our Scope 1, 2, and 3*7, it has become clear that through our Company's technology, know-how, products, and services, we can create positive impacts on society. For example, in collaboration with a major dairy manufacturer, we have confirmed that GHG emissions from dairy cows can be reduced by our amino acid product AjiPro®-L which is used in livestock feed. In addition, we have found that our biostimulant*8 business that utilizes AminoScience® can also create a positive impact on society and the environment.

At the 28th United Nations Climate Change Conference (COP28) held in December 2023, agrifood systems*9 were discussed as an important issue. We expect that KPIs and other indicators will be set at COP30 to be held in Brazil next year. If this happens, the initiatives that we have already embarked upon will likely gather further attention. As with our electronic materials which have created an ecosystem*10 between us and our customers and stakeholders, and have created barriers to entry, we will actively participate in the formation of global opinions, and strive for the further evolution of ASV. We will utilize the report from the second Sustainability Advisory Council and continue to advance our implementation of KPIs and plans, building relationships with our stakeholders, and enhancing information disclosure and stakeholder dialog.

Furthermore, articles about our sustainability promotion efforts and our employees taking part in them have been featured in external media via our IR and PR activities and have gathered wider attention. We believe that this kind of publicity is strongly linked to boosting employee enthusiasm and engagement. Internally, we maintain a high awareness of IR-PR-ER-SusR (Investor/Public/Employee/Sustainability Relations) and are striving to enhance the alignment of initiatives in each of these areas.

*6 Greenhouse gas emissions.

*7 An international method for classifying GHG emissions across the supply chain, from the time a product is manufactured until its eventual disposal.

*8 A substance that reduces damage to plants caused by climate and soil conditions by alleviating non-abiotic stress and supporting healthy plant growth.
*9 The series of activities related to food production on farms, processing, transport, and consumption.
*10 A structure in which stakeholders cooperate and supplement each other's operations and services.

FY2023 results and future outlook

Looking at our business results for FY2023, the Company's consolidated sales increased 5.9% year on year, or ¥80.1 billion, to ¥1,439.2 billion. This was due to increases in sales in the food products business largely resulting from increase in unit sales prices and the effect of currency translation, despite a decrease in sales in the Healthcare and Others segment mainly owing to the impact of lower sales of electronic materials and others. Business profit increased 9.1% year on year, or ¥12.3 billion, to ¥147.6 billion, primarily due to the effect of increased revenue from the food product business, despite the impact of decreased revenue from the Healthcare and Others segment and other factors.

Regarding our outlook for FY2024, we expect the current inflationary conditions to continue, and although we are in this challenging business environment, the Company will provide value-added products, respond promptly to prices, and steadily reduce costs to achieve the Medium-Term ASV Initiatives 2030 Roadmap.

To conclude

The Ajinomoto Group has undertaken changes with determination and has improved its corporate performance and corporate value. At present, there are numerous serious social issues in the world. Based on the AminoScience® that we have continued to refine over the many years since our establishment in 1909, we will continue to contribute to the well-being of all human beings, our society, and our planet.

We hope that we can use the economic value created by these efforts to address even larger social issues. With this in mind, we will "Speed-Up x Scale-Up" our efforts towards achieving the 2030 ASV Indicators, which is a challenging and ambitious goal, by having all our employees and stakeholders share our purpose, increase enthusiasm, and further develop skills both as individuals and as teams.

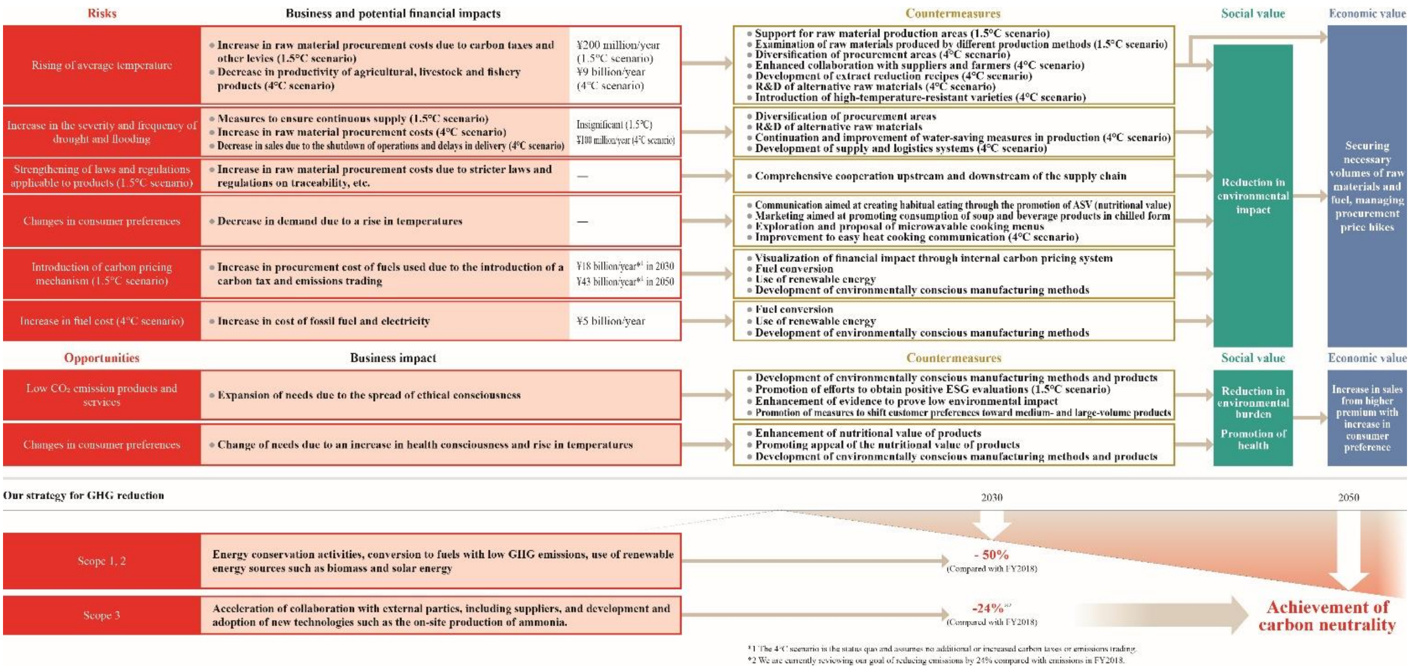
"Eat Well, Live Well. Ajinomoto."

Yours sincerely,
Taro Fujie
Representative Executive Officer,
President & Chief Executive Officer
Ajinomoto Co., Inc.
15-1 Kyobashi 1-chome
Chuo-ku, Tokyo, Japan

(Reference) The Ajinomoto Group's response to biodiversity and climate change

Climate change can affect the Ajinomoto Group’s business operations in a variety of ways, including the suspension of business due to large-scale natural disasters, the impact on procurement of raw materials such as agricultural products and fuel, and changes in product consumption. With this in mind, we conduct scenario analysis of climate change impacts. In FY2023 we carried out a scenario analysis for 2030 and 2050 for global umami seasonings, major products in Japan and overseas, and other processed food, under two scenarios: the first in which the average global temperature has risen 1.5°C, and the second in which it has risen 4°C since the industrial revolution. Please see below for an outline of the risks and opportunities based on the scenario analysis as of 2050 and the measures taken to address them. Based on the scenario analysis of the impacts of climate change on our business, we will plan investments in fuel conversion, renewable energy utilization, and the adoption of environmentally friendly manufacturing methods. In FY2023 our steps included converting fuels from coal to biomass in Indonesia and introducing a solar power generation system in Malaysia. In addition, we are formulating new business strategies to achieve ASV, in which sustainability initiatives will lead to higher added value for our products.

The Ajinomoto Group's businesses depend on biodiversity in a variety of areas including agriculture, livestock, fisheries resources, genetic resources, water, soil, and insect pollination. In FY2023, we conducted a risk and opportunity assessment based on a dependency and impact analysis for some raw materials procured by our Group. Since future issues relating to biodiversity will be closely connected to environmental and social issues, such as climate change, water, soil, waste, and human rights, we will continue to strive towards resolving these issues in mutually effective ways.



Reference Documents for Shareholders’ Meeting

Proposal 1	Appropriation of Surplus

The Company’s basic policy is to distribute dividends twice a year, in the form of interim and year-end dividends.

In the Medium-Term ASV Initiatives 2030 Roadmap, the Company declares a progressive dividend policy indicating dividends will not be reduced but will be increased or maintained. The Company uses “dividends based on normalized EPS*” as a standard dividend calculation method, which is based on business profit less susceptible to irregular profit fluctuations such as from impairment losses.
The Company will continue to work to further increase dividends by steadily increasing business profit, and the total return ratio (to profit attributable to owners of the parent company) for the three-year period is set at 50% or more.

In accordance with this policy, for the current fiscal year we propose to provide a year-end dividend of ¥37 per share (which including an interim dividend of ¥37 per share, brings the annual dividend to ¥74 per share).

If this Proposal is approved, the consolidated dividend payout ratio for the current fiscal year will be 44.2%.

*Dividends based on normalized EPS = (Business profit x (1 − Ajinomoto Group standard tax rate at 27%)) / Total number of shares outstanding x Return coefficient at 35%

1. Matters related to year-end dividend

   (1) Kind of dividend assets:

   Cash

   (2) Items relating to allocation of dividend assets to shareholders and total amount of the same:

   ¥37 per share of common stock / a total of ¥18,980,130,278

   (3) Effective date of payment of dividend from surplus:

   June 26, 2024

2. Other matters related to appropriation of surplus

   There are no applicable matters.

Proposal 2	Election of 11 Directors

The terms of office of all 11 Directors will expire at the close of this Ordinary General Meeting of Shareholders. Based on the decision of the Nomination Committee, we request that 11 Directors be elected.

If this Proposal is approved, the proportion of Independent Outside Directors on our Board of Directors will exceed one-half, the four female Directors will bring the proportion of female Directors to exceed one-third, and one Director of non-Japanese nationality will be included. The 11 Director candidates are as follows (see pages 12 to 24).

(Reference) Basic policy regarding the composition of the Board of Directors

The Company’s basic policy is for the Board of Directors to be composed of Independent Outside Directors who can objectively supervise business execution from an independent standpoint, Internal Directors who concurrently serve as Executive Officers including Chief Executive Officer, and Internal Directors who are Members of the Audit Committee (Standing), taking into consideration the number of members, the percentage of Internal Directors and Independent Outside Directors, the percentage of persons who concurrently serve as Directors and Executive Officers, individual experiences, abilities, insights, internationality, gender, race, ethnicity, nationality, country of origin or cultural background, etc.

Our Board of Directors, which consists of candidates with the expertise, knowledge, and experience listed on pages 10 to 11, work with our stakeholders in the spirit of contributing to the well-being of all human beings, our society, and our planet with “AminoScience®,” to overcome social issues, help achieve a sustainable society, and continuously improve our corporate value.

(Reference) List of Director candidates

Outside = Outside Director
Independent = Independent Director

Candidate No.	1	2	3	4	5
Name	Ms. Kimie Iwata	Mr. Joji Nakayama	Ms. Mami Indo	Ms. Yoko Hatta	Mr. Scott Trevor Davis
	Reappointment Outside Independent	Reappointment Outside Independent	Reappointment Outside Independent	Reappointment Outside Independent	Reappointment Outside Independent
Current position and responsibility in the Company	Outside Director Chair of the Board Member of the Nomination Committee Member of the Compensation Committee	Outside Director Chair of the Nomination Committee Member of the Compensation Committee Member of the Audit Committee	Outside Director Member of the Compensation Committee Member of the Audit Committee	Outside Director Member of the Audit Committee	Outside Director Chair of the Compensation Committee Member of the Nomination Committee
Board of Directors meeting attendance (FY2023)	19 out of 19 meetings (100%)	19 out of 19 meetings (100%)	19 out of 19 meetings (100%)	19 out of 19 meetings (100%)	14 out of 14 meetings (100%)
Management Strategy	○	○	○		○
Global		○		○	○
Sustainability	○				○
Digital					
R&D/ Production		○			
Sales/ Marketing					
Finance/ Accounting			○	○	
HR/HR Development	○	○			○
Legal Affairs/ Risk Management			○	○	

<table>
<tr><td>Candidate No.</td><td>6</td><td>7</td><td>8</td><td>9</td><td>10</td><td>11</td></tr>
<tr><td>Name</td><td>Ms. Yukako Wagatsuma
New Appointment
Outside
Independent</td><td>Mr. Taro Fujie
Reappointment</td><td>Mr. Hiroshi Shiragami
Reappointment</td><td>Mr. Tatsuya Sasaki
Reappointment</td><td>Mr. Takeshi Saito
Reappointment</td><td>Mr. Takumi Matsuzawa
Reappointment</td></tr>
<tr><td>Current position and responsibility in the Company</td><td>-</td><td>Director
Representative Executive Officer, President & Chief Executive Officer
Member of the Nomination Committee</td><td>Director
Representative Executive Officer & Executive Vice President
Chief Innovation Officer (CIO)
Supervision of Research and Development
Member of the Nomination Committee</td><td>Director
Executive Officer & Senior Vice President
General Manager, Corporate Division</td><td>Director
Executive Officer & Vice President
Chief Transformation Officer (CXO)</td><td>Director
Member of the Audit Committee (Standing)</td></tr>
<tr><td>Board of Directors meeting attendance (FY2023)</td><td>-</td><td>19 out of 19 meetings (100%)</td><td>19 out of 19 meetings (100%)</td><td>19 out of 19 meetings (100%)</td><td>14 out of 14 meetings (100%)</td><td>14 out of 14 meetings (100%)</td></tr>
<tr><td>Management Strategy</td><td></td><td>○</td><td>○</td><td>○</td><td>○</td><td></td></tr>
<tr><td>Global</td><td>○</td><td>○</td><td>○</td><td>○</td><td></td><td>○</td></tr>
<tr><td>Sustainability</td><td></td><td></td><td></td><td>○</td><td></td><td></td></tr>
<tr><td>Digital</td><td></td><td></td><td>○</td><td></td><td>○</td><td></td></tr>
<tr><td>R&D/ Production</td><td></td><td></td><td>○</td><td></td><td>○</td><td></td></tr>
<tr><td>Sales/ Marketing</td><td></td><td>○</td><td></td><td>○</td><td></td><td></td></tr>
<tr><td>Finance/ Accounting</td><td></td><td></td><td></td><td></td><td>○</td><td></td></tr>
<tr><td>HR/HR Development</td><td></td><td>○</td><td></td><td></td><td></td><td>○</td></tr>
<tr><td>Legal Affairs/ Risk Management</td><td>○</td><td></td><td></td><td></td><td></td><td>○</td></tr>
</table>

(Notes)
1. The records for Mr. Scott Trevor Davis, Mr. Takeshi Saito, and Mr. Takumi Matsuzawa indicate their attendance at meetings of the Board of Directors after their Director appointment on June 27, 2023.
2. The matrix lists up to four skills possessed by each candidate director and does not represent all their skills.
3. Please refer to page 25 for definitions of the skills in the skill matrix and reasons for selection.

1	Reappointment	Outside	Independent

Ms. Kimie Iwata

Date of birth: April 6, 1947
Number of years served as a Director: 5 years
Number of Company shares held: 1,900 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)
Nomination Committee meeting attendance: 11 out of 11 meetings (100%)
Compensation Committee meeting attendance: 10 out of 10 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1971	Joined the Ministry of Labour (currently Ministry of Health, Labour and Welfare)
January 2001	Director-General of Equal Employment, Children and Families Bureau, Ministry of Health, Labour and Welfare
June 2004	Director, Corporate Officer, Shiseido Company, Limited
April 2007	Director, Corporate Executive Officer, Shiseido Company, Limited
April 2008	Director and Executive Vice President, Shiseido Company, Limited
June 2008	Representative Director, Executive Vice President, Shiseido Company, Limited
March 2012	Outside Audit & Supervisory Board Member, Kirin Holdings Company, Limited
April 2012	Director, Shiseido Company, Limited
July 2012	Outside Director, Japan Airlines Co., Ltd.
October 2015	Audit and Inspection Commissioner, the Tokyo Metropolitan Government
March 2016	Outside Director, Kirin Holdings Company, Limited
June 2018	Outside Director, Sumitomo Corporation (present post) (From June 2022) Chair of Nomination and Remuneration Advisory Committee, Sumitomo Corporation (present post)
June 2019	Outside Director, Resona Holdings, Inc. (present post) (From June 2023) Chairperson of Nominating Committee, Resona Holdings, Inc. (present post)
June 2019	Outside Director, Ajinomoto Co., Inc. (present post)

Note: Ms. Kimie Iwata plans to retire from her position as an Outside Director of Sumitomo Corporation by the conclusion of this Ordinary General Meeting of Shareholders.

● Reasons for nomination as a candidate for Outside Director, and summary of expected role:

Ms. Kimie Iwata has a high degree of insight into corporate management and corporate social responsibility, as well as a wealth of experience in supporting the active participation of women and promoting diversity. In June 2019, Ms. Iwata was appointed as an Outside Director with the expectation that she would utilize these skills in important Company matters and supervise the way business is carried out. In addition to holding lively discussions on the Board of Directors and at other meetings, Ms. Iwata has demonstrated great leadership since her appointment as Chair of the Board of Directors in June 2021, particularly in areas related to management strategy, sustainability, human resources, and human resource development. For these reasons, the Nomination Committee has nominated her as a Director candidate.

2	Reappointment	Outside	Independent

Mr. Joji Nakayama

Date of birth: May 11, 1950
Number of years served as a Director: 3 years
Number of Company shares held: 800 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)
Nomination Committee meeting attendance: 11 out of 11 meetings (100%)
Compensation Committee meeting attendance: 10 out of 10 meetings (100%)
Audit Committee meeting attendance: 16 out of 16 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1979	Joined Suntory Limited
March 2000	Director, Suntory Limited
December 2002	President, CEO, Daiichi Suntory Pharma Co., Ltd.
June 2003	Director, Daiichi Pharmaceutical Co., Ltd.
June 2010	Representative Director, President, CEO, Daiichi Sankyo Co., Ltd.
April 2017	Representative Director, Chairman, CEO, Daiichi Sankyo Co., Ltd.
June 2019	Representative Director, Chairman, Daiichi Sankyo Co., Ltd.
June 2020	Full-time Advisor, Daiichi Sankyo Co., Ltd. (present post)
June 2021	Outside Director, Ajinomoto Co., Inc. (present post)

● Reasons for nomination as a candidate for Outside Director, and summary of expected role:

Mr. Joji Nakayama has served as president and chairman of a global healthcare company. He has extensive experience in corporate management and governance and deep insights into the healthcare field. By utilizing this knowledge, he has contributed greatly in making important managerial decisions at the Board of Directors, particularly in areas related to management strategy, global affairs, R&D and production, human resources, and human resource development, and supervision of the way business is carried out. For these reasons, the Nomination Committee has nominated him as a Director candidate.

3	Reappointment	Outside	Independent

Ms. Mami Indo

Date of birth: November 6, 1962
Number of years served as a Director: 3 years
Number of Company shares held: 1,300 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)
Compensation Committee meeting attendance: 10 out of 10 meetings (100%)
Audit Committee meeting attendance: 16 out of 16 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1985	Joined Daiwa Securities Co. Ltd.
August 1989	Transferred to Daiwa Institute of Research Ltd.
April 2004	Transferred to Daiwa Securities SMBC Co. Ltd. (presently Daiwa Securities Co. Ltd.)
April 2006	External Director, Daiwa Investor Relations Co., Ltd.
October 2007	Transferred to Daiwa Institute of Research Ltd.
April 2009	Senior Managing Director, Executive Officer of Consulting Division, Daiwa Institute of Research Ltd.
August 2010	Senior Managing Director, Executive Officer of First Consulting Division, Daiwa Institute of Research Ltd.
April 2013	Executive Managing Director, Deputy Executive Officer of Research Division, Daiwa Institute of Research Ltd.
April 2016	Senior Executive Director, Daiwa Institute of Research Ltd.
December 2016	Commissioner, Securities and Exchange Surveillance Commission
June 2020	Audit & Supervisory Board Member (External), Ajinomoto Co., Inc.
June 2020	Outside Director, Tokyo Gas Co., Ltd. (present post) (From June 2021) Chairperson of the Audit Committee, Tokyo Gas Co., Ltd. (present post)
June 2021	Outside Director, Fujitec Co., Ltd.
June 2021	Outside Director, Ajinomoto Co., Inc. (present post)
June 2023	Outside Director, Mitsui Fudosan Co., Ltd. (present post) (From June 2023) Nomination Advisory Committee Member / Compensation Advisory Committee Member, Mitsui Fudosan Co., Ltd. (present post)

Note. Before taking office as an Outside Director of the Company, Ms. Mami Indo was Audit & Supervisory Board Member (External) of the Company. If this period of 1 year in office is added, her term of office will be 4 years.

● Reasons for nomination as a candidate for Outside Director, and summary of expected role:

Ms. Mami Indo, in addition to many years of extensive experience working for securities companies and think tanks, has worked in the Securities and Exchange Surveillance Commission. Her achievements and insights are highly regarded both internally and externally. In June 2020, Ms. Indo was appointed as an Audit & Supervisory Board Member (External) so that she could use this knowledge at the Company. She has been actively engaged since her appointment, and contributed greatly to the Company, particularly in the areas of management strategy, finance & accounting, legal affairs and risk management. For these reasons, the Nomination Committee has nominated her as a Director candidate.

4	Reappointment	Outside	Independent

Ms. Yoko Hatta

Date of birth: June 8, 1952
Number of years served as a Director: 2 years
Number of Company shares held: 0 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)
Audit Committee meeting attendance: 16 out of 16 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

August 1988	Joined Peat Marwick Main & Co. (presently KPMG LLP New York Office)
August 1997	Partner of the same office
September 2002	Partner, KPMG Peat Marwick Tax Corporation (presently KPMG Tax Corporation)
June 2008	Auditor of International Christian University
June 2015	Outside Corporate Auditor, Kobayashi Pharmaceutical Co., Ltd. (present post)
June 2016	Outside Corporate Auditor, IHI Corporation
June 2016	Outside Corporate Auditor, Nippon Paper Industries Co., Ltd.
June 2019	Outside Director, Nippon Paper Industries Co., Ltd. (present post)
June 2022	Outside Director / Audit and Supervisory Committee member, Koei Chemical Co., Ltd. (present post)
June 2022	Outside Director, Ajinomoto Co., Inc. (present post)

● Reasons for nomination as a candidate for Outside Director, and summary of expected role:

Ms. Yoko Hatta has extensive experience in international accounting firms and great insight into international taxation and other matters. This insight is highly regarded both internally and externally. In June 2022, Ms. Hatta was appointed as an Outside Director of the Company so that she could use this knowledge at the Company. She has been actively engaged since her appointment and has made a great contribution, particularly in the areas of global affairs, finance & accounting, legal affairs, and risk management. Although Ms. Hatta has not been involved in the management of companies except by becoming an outside director or outside corporate auditor, for these reasons, the Nomination Committee has nominated her as a Director candidate and believes that she will be able to faithfully carry out her duties as an Outside Director.

5	Reappointment	Outside	Independent

Mr. Scott Trevor Davis

Date of birth: December 26, 1960
Number of years served as a Director: 1 year
Number of Company shares held: 0 shares
Board of Directors meeting attendance: 14 out of 14 meetings (100%)
Nomination Committee meeting attendance: 9 out of 9 meetings (100%)
Compensation Committee meeting attendance: 6 out of 6 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies	
April 1990	Researcher, The Japan Institution of Labour (currently The Japan Institute for Labour Policy and Training)
April 2001	Professor, Department of International Economics, Reitaku University
May 2004	Outside Director, Ito-Yokado Co., Ltd.
September 2005	Outside Director, Seven & i Holdings Co., Ltd.
March 2006	Outside Corporate Auditor, Nissen Co., Ltd.
April 2006	Professor, Department of Global Business, College of Business, Rikkyo University (present post)
March 2011	Outside Director, Bridgestone Corporation (present post) (From March 2016) Nomination Committee, Compensation Committee member, Bridgestone Corporation (present post) (From March 2021) Chairperson of the Board of Directors, Bridgestone Corporation (present post)
June 2014	Outside Director, Sompo Holdings, Inc. (present post) (From June 2019) Chair of Nomination Committee, Compensation Committee member, Sompo Holdings, Inc. (present post)
June 2023	Outside Director, Ajinomoto Co., Inc. (present post)

● Reasons for nomination as a candidate for Outside Director, and summary of expected role:

Mr. Scott Trevor Davis is a professor in the Department of Global Business, College of Business, Rikkyo University. He has a high level of academic knowledge regarding the theory and practice of social value creation through management strategies, as well as extensive insight into CSR and sustainability. In addition, as an outside director in other companies, he has been involved in making important management decisions and supervising business execution. From April 2021 to March 2023, Mr. Davis served as the Chair of our Sustainability Advisory Council where he led appropriate reporting to the Board of Directors on Materiality (important issues for solving social issues and achieving sustainable development). In June 2023 Mr. Davis was appointed as an Outside Director of the Company so that he could use this knowledge at the Company. He has been actively engaged since his appointment. and has made a great contribution, particularly in areas related to management strategy, global affairs, sustainability, human resources, and human resource development. Although Mr. Davis has not been involved in the management of companies except by becoming an outside director or outside corporate auditor, for these reasons, the Nomination Committee has nominated him as a Director candidate and believes that he will be able to faithfully carry out his duties as an Outside Director.

6	New appointment	Outside	Independent

Ms. Yukako Wagatsuma

Date of birth: June 17, 1962
Number of years served as a Director: —
Number of Company shares held: 0 shares
Board of Directors meeting attendance: —

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1988	Registered as an attorney at law and joined Nagashima & Ohno Law Office (currently Nagashima & Ohno & Tsunematsu Law Office)
February 1993	Registered as an attorney at law in the state of New York, USA
March 1997	Joined Philip Morris Co., Ltd. (currently Philip Morris Japan LLC)
November 1998	Joined the Mitsui Yasuda Law Office
January 2002	Partner, Mitsui Yasuda Law Office
July 2004	Partner, Ito & Mitomi Law Office (currently Morrison & Foerster Law Office)
July 2014	Partner, Hayabusa Asuka Law Office
October 2015	Partner, PwC Legal Japan
January 2016	Representative Partner, PwC Legal Japan
July 2020	Partner, PwC Legal Japan
June 2022	Outside Corporate Auditor, Odakyu Electric Railway Co., Ltd. (present post)
July 2022	Partner, Isshiki & Partners Law Office (present post)
June 2023	Outside Corporate Auditor, JFE Systems, Inc. (present post)

● Reasons for nomination as a candidate for Outside Director, and summary of expected role:

Ms. Yukako Wagatsuma has deep insight and extensive experience, especially in legal compliance and risk management, which she developed as a lawyer in Japan and the United States. She has extensive experience in projects such as cross-border acquisitions, business alliances, joint ventures, and reorganizations within domestic and overseas corporate groups, as well as experience as an outside corporate auditor for companies. Although she has not been involved in corporate management in the past other than as an outside director or outside corporate auditor, the Nomination Committee has nominated her as a Director candidate and believes that she will be able to faithfully carry out her duties as an Outside Director, particularly in areas related to global affairs, legal affairs, and risk management for the reasons above.

7	Reappointment

Mr. Taro Fujie

Date of birth: October 25, 1961
Number of years served as a Director: 2 years
Number of Company shares held: 37,200 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)
Nomination Committee meeting attendance: 11 out of 11 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1985	Joined Company
July 2008	General Manager, China Foods & Seasonings Dept., China Business Strategy & Planning Division
July 2011	President, Ajinomoto Philippines Corporation
June 2013	Corporate Executive Officer, Ajinomoto Co., Inc.
June 2015	President, Ajinomoto do Brasil Indústria e Comércio de Alimentos Ltda.
June 2017	Corporate Vice President, Ajinomoto Co., Inc.
April 2021	General Manager, Food Products Division
June 2021	Executive Officer & Senior Vice President
April 2022	Representative Executive Officer, President & Chief Executive Officer (CEO) (present post)
June 2022	Director (present post)

● Reasons for nomination as a candidate for Director:

Mr. Taro Fujie, with the purpose of "contributing to the well-being of all human beings, our society, and our planet with AminoScience®,” laid out the Medium-Term ASV Initiatives 2030 Roadmap. With his firm leadership, Mr. Fujie is driving the Company's management transformation and the sustainable improvement of corporate value. To ensure that these transformational efforts are carried out, the Nomination Committee has nominated him as a Director candidate, with the expectation that he will contribute particularly in the areas of management strategy, global affairs, sales and marketing, human resources, and human resource development.

8	Reappointment

Mr. Hiroshi Shiragami

Date of birth: May 10, 1961
Number of years served as a Director: 2 years
Number of Company shares held: 26,715 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)
Nomination Committee meeting attendance: 9 out of 9 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1986	Joined Company
July 2009	General Manager, AminoScience Business Development Dept., Amino Acids Company
July 2013	Board Chairman & Managing Director, Ajinomoto Althea, Inc.
July 2015	Corporate Fellow, Ajinomoto Co., Inc.
June 2019	Corporate Vice President
June 2019	General Manager, Research Institute for Bioscience Products & Fine Chemicals, AminoScience Division
April 2021	Chief Innovation Officer (CIO), Supervision of Research and Development (present post)
June 2021	Executive Officer & Senior Vice President
April 2022	Representative Executive Officer & Executive Vice President (present post)
June 2022	Director (present post)

● Reasons for nomination as a candidate for Director:

In addition to his role as Representative Executive Officer & Executive Vice President where he strongly supports the efforts of CEO Mr. Fujie in a range of reforms, Mr. Hiroshi Shiragami, as the Chief Innovation Officer (CIO), has led the creation of new businesses through business model transformation and innovation. For these reasons, the Nomination Committee has nominated him as a Director candidate, with the expectation that he will contribute particularly in the areas of management strategy, global affairs, digital, and R&D and production.

9	Reappointment

Mr. Tatsuya Sasaki

Date of birth: June 25, 1963
Number of years served as a Director: 2 years
Number of Company shares held: 13,337 shares
Board of Directors meeting attendance: 19 out of 19 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1986	Joined Company
January 2011	General Manager, Nutrition Care Dept., Wellness Business Division
July 2013	General Manager, Corporate Planning Dept.
June 2017	Corporate Executive Officer
June 2019	Corporate Vice President
July 2019	President, Ajinomoto do Brasil Indústria e Comércio de Alimentos Ltda.
June 2021	Executive Officer & Vice President, Ajinomoto Co., Inc.
April 2022	Executive Officer & Senior Vice President (present post)
April 2022	General Manager, Global Corporate Division
April 2022	General Manager, Corporate Service Division
June 2022	Director (present post)
June 2022	Outside Director, J-Oil Mills, Inc. (present post)
April 2023	General Manager, Corporate Division (present post)

● Reasons for nomination as a candidate for Director:

Mr. Tatsuya Sasaki has extensive experience and a proven track record in business management both in Japan and abroad. As the General Manager of our Corporate Planning Dept., he has been deeply involved in the formulation and implementation of management plans and has promoted the strengthening of the management base of the entire Ajinomoto Group from the position of supervising our corporate departments. For these reasons, the Nomination Committee has nominated him as a Director candidate, with the expectation that he will contribute particularly in areas related to management strategy, global affairs, sustainability, and sales and marketing.

10	Reappointment

Mr. Takeshi Saito

Date of birth: October 29, 1966
Number of years served as a Director: 1 year
Number of Company shares held: 7,800 shares
Board of Directors meeting attendance: 14 out of 14 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1992	Joined Corporate Directions, Inc.
August 2003	Joined Industrial Revitalization Corporation of Japan
November 2004	Outside Director, OCC, Inc.
June 2005	Outside Director, Kanebo Corporation
August 2005	Managing Director, Industrial Revitalization Corporation of Japan
April 2007	Partner and Managing Director, Industrial Growth Platform, Inc.
January 2015	Director, Industrial Growth Platform, Inc.
January 2019	Chief Development Officer, Misaki Capital, Inc.
September 2019	Chief Engagement Officer, Misaki Capital, Inc.
June 2021	Representative Director, IMCES, Inc. (present post)
July 2021	Advisor and Assistant to the Chief Transformation Officer (CXO), Ajinomoto Co., Inc.
April 2023	Executive Officer & Vice President, CXO (present post)
June 2023	Director (present post)

● Reasons for nomination as a candidate for Director:

For more than 30 years as a management professional, Mr. Takeshi Saito has contributed to the creation and expansion of business value and corporate value in various positions, including consultant, advisor, investor, manager, and director. He has extensive knowledge and experience in management of transformation and evolution. As a member of our Value Creation Advisory Board under the direct control of the President and Executive Vice President, Mr. Saito has been closely involved in the transformation of the Company. Since April 2023 Mr. Saito has been involved in management as an Executive Officer & Vice President and Chief Transformation Officer (CXO). For these reasons, the Nomination Committee has nominated him as a Director candidate, with the expectation that he will contribute particularly in the areas of management strategy, digital, R&D and production, and finance and accounting.

11	Reappointment

Mr. Takumi Matsuzawa

Date of birth: June 27, 1964
Number of years served as a Director: 1 year
Number of Company shares held: 23,070 shares
Board of Directors meeting attendance: 14 out of 14 meetings (100%)
Audit Committee meeting attendance: 10 out of 10 meetings (100%)

Biographical Outline, Position, Responsibility, and Important Positions Currently Held in Other Companies

April 1987	Joined Company
July 2003	Director, Ajinomoto Co., (Thailand) Ltd.
July 2011	General Manager, Global Human Resources Group, Human Resources Dept.
July 2014	Managing Director, Ajinomoto do Brasil Indústria e Comércio de Alimentos Ltda.
June 2017	Corporate Executive Officer, Ajinomoto Co., Inc.
June 2017	General Manager, Global Human Resources Dept.
April 2018	General Manager, Human Resources Dept.
June 2021	Executive Officer
June 2021	Executive Officer, In charge of Internal Control and Audit Committee
July 2021	General Manager, Internal Auditing Dept.
April 2023	Executive Officer & Vice President
June 2023	Director, Member of the Audit Committee (Standing) (present post)

● Reasons for nomination as a candidate for Director:

Mr. Takumi Matsuzawa has been involved in operations in the human resources department of the Company for many years and has also been involved in the management of overseas business. He has a wealth of knowledge and experience regarding the Company's domestic and overseas operations. Mr. Matsuzawa was in charge of Internal Control and the Audit Committee in June 2021, and since June 2023 when he was appointed as a Director of the Company, and as a member of the Audit Committee (Standing), he has appropriately supervised the legality and appropriateness of business execution and has contributed in areas related to governance and risk management. For these reasons, the Nomination Committee has nominated him as a Director candidate, with the expectation that he will contribute particularly in the areas of global affairs, human resources and human resource development, and legal affairs and risk management.

Notes:

1. Six individuals (Ms. Kimie Iwata, Mr. Joji Nakayama, Ms. Mami Indo, Ms. Yoko Hatta, Mr. Scott Trevor Davis, and Ms. Yukako Wagatsuma) are candidates for Outside Director under Article 2, Paragraph 3, item 7 of the Ordinance for Enforcement of the Companies Act.
2. We have designated five individuals (Ms. Kimie Iwata, Mr. Joji Nakayama, Ms. Mami Indo, Ms. Yoko Hatta, and Mr. Scott Trevor Davis) to be independent officers under the stipulations of the Tokyo Stock Exchange and have registered this decision with the Exchange. If the election of these 5 individuals is approved, we will continue to designate them to be independent officers. In addition, if the election of Ms. Yukako Wagatsuma is approved, we will newly designate her to be an independent officer and register this decision with the Exchange. For information on the Company's standards for determining the independence of outside directors, please refer to page 27.
3. The Company has entered into an agreement with 5 individuals (Ms. Kimie Iwata, Mr. Joji Nakayama, Ms. Mami Indo, Ms. Yoko Hatta, and Mr. Scott Trevor Davis) to limit liability for damages under Article 427, Paragraph 1 of the Companies Act. Financial limitations on liability for damage based on this Agreement shall be the aggregate amount as stipulated in the respective items of Article 425, Paragraph 1 of the Companies Act. If the election of these 5 individuals is approved, this Agreement shall be continued. In addition, if the election of Ms. Yukako Wagatsuma is approved, we will newly conclude an agreement with her similar to that described above to limit her liability for damages.
4. The Company has concluded a liability insurance policy to insure 10 individuals (Ms. Kimie Iwata, Mr. Joji Nakayama, Ms. Mami Indo, Ms. Yoko Hatta, Mr. Scott Trevor Davis, Mr. Taro Fujie, Mr. Hiroshi Shiragami, Mr. Tatsuya Sasaki, Mr. Takeshi Saito, and Mr. Takumi Matsuzawa) with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If a claim for damages is filed by a shareholder or a third party, those damages such as damages and dispute costs that the insured is to bear will be covered by the insurance policy. If the election of the 10 individuals (Ms. Kimie Iwata, Mr. Joji Nakayama, Ms. Mami Indo, Ms. Yoko Hatta, Mr. Scott Trevor Davis, Mr. Taro Fujie, Mr. Hiroshi Shiragami, Mr. Tatsuya Sasaki, Mr. Takeshi Saito, and Mr. Takumi Matsuzawa) is approved, these 10 individuals will continue to be insured by the insurance policy. Upon the approval of the election of Ms. Yukako Wagatsuma, we will newly cover her in this policy. The insurance policy will be renewed in September 2024.
5. The records for attendance for Mr. Scott Trevor Davis at meetings of the Compensation Committee and Nomination Committee; for Mr. Hiroshi Shiragami at meetings of the Nomination Committee; and for Mr. Takumi Matsuzawa at meetings of the Audit Committee are those for meetings after their Committee appointments on June 27, 2023.
6. In January 2019, while Ms. Yoko Hatta was in office as an outside corporate auditor of IHI Corporation, it was discovered that inappropriate work was being carried out in the company's commercial aircraft engine maintenance business. In response, in March 2019, the Ministry of Economy, Trade and Industry ordered the company to make licensed repairs based on the Aircraft Manufacturing Business Act, and in April 2019, the Ministry of Land, Infrastructure, Transport and Tourism issued a business improvement order to the company, based on the Civil Aeronautics Act. Ms. Hatta made recommendations on the importance of legal compliance and risk management, based on her wealth of experience and insight, before these facts became clear. After the facts of the incident came to light, Ms. Hatta maintained a clear understanding of the situation by receiving reports on the progress of the investigation. She strove to prevent a recurrence and took steps that included demanding a prompt investigation of the impact on safety, taking appropriate measures to prevent a recurrence, and further strengthening and enforcing compliance.

   In addition, around March 2024, while she was serving as an outside auditor of Kobayashi Pharmaceutical Co., Ltd., it was discovered that some of the company's products may pose health hazards. In response, the company requested a voluntary recall and stopped the use of the product. In addition, authorities including the Ministry of Health, Labor and Welfare, are investigating the case as a serious matter, and are conducting on-site inspections of multiple manufacturing sites of the company related to the product. Ms. Hatta was not directly involved in the development, manufacturing, or sales of the product, and she was not aware of this matter before receiving the report of the incident. Nevertheless, before the incident she had made recommendations regarding the importance of legal compliance and risk management. Since the incident, she has fulfilled her duties as an outside auditor by providing advice, supervising efforts to respond to those whose health has been damaged, ensuring thorough legal compliance, and implementing effective measures to prevent a recurrence.

   Ms. Hatta retired from her role as outside corporate auditor of IHI Corporation in June 2020, however in April 2024, it was discovered that improper corrections had been made to the commissioning records of marine and land engines at IHI Corporation's consolidated subsidiary, IHI Power Systems Corporation. According to IHI Corporation's disclosure, these improper practices began prior to Ms. Hatta's appointment, and continued until being discovered in 2024. While in office as an outside corporate auditor, Ms. Hatta made recommendations on the importance of legal compliance and risk management based on her extensive experience and deep insight, and in particular, after the discovery of the inappropriate work in the company's commercial aircraft engine maintenance business in 2019, she has strongly urged the company to further strengthen and ensure thorough legal compliance. However, she was not aware of this matter until learning of it through the company's disclosure.
7. While Mr. Scott Trevor Davis was in office as an outside director of Sompo Holdings, Inc., cases came to light involving the company's subsidiary, Sompo Japan Insurance Inc. In addition to acts considered to violate Japan's

Antimonopoly Act and cases involving inappropriate conduct in light of the Act, there were cases where Sompo Japan Insurance Inc. had responded inappropriately to fraudulent automobile insurance claims made by a used-car sales company. Mr. Davis has regularly expressed his opinions at meetings of the board of directors and other committees from the perspective of compliance with laws and regulations, ensuring the effectiveness of group governance, and the importance of analyzing the true causes of compliance issues. Furthermore, after both cases came to light, Mr. Davis, as an outside director, chair of the nomination committee, and compensation committee member, focused on preventing recurrence by examining and providing opinions on various measures to prevent such cases from happening again.

8. Information contained in the reference documents for this General Meeting of Shareholders, including a brief history of each Director candidate and the reasons for their selection, is as of the date of its creation (May 17, 2024).

(Reference) Definition of skills and reason for selection

Skills	Definition	Reasons for selection
Management Strategy	Skills to realize enhancement of corporate value through sustainable growth by gaining thorough knowledge of business, and through supervising and promoting an appropriate strategy that is conscious of capital markets	As a company that contributes to the well-being of all human beings, our society and our planet with AminoScience®, these skills are essential to dramatically increase the corporate value of the Ajinomoto Group through the promotion of Ajinomoto Group Creating Shared Value (ASV) management
Global	Skills to supervise and promote appropriate strategies for global business development based on diverse values and cultures	These skills are essential for appropriate supervision and promotion of business execution based on understanding of diverse values and cultures for the sustainable global expansion of business domains
Sustainability	Skills to supervise and promote appropriate strategies for resolving social issues through business to realize a sustainable society	These skills are essential to achieve "the extension of healthy life expectancy for 1 billion people" and "the reduction of our environmental footprint by 50%" through ASV management that achieves both social value and economic value
Digital	Skills to supervise and promote appropriate strategies for innovation and improvement of productivity, etc. by making full use of IT and digital technologies	These skills are essential for transforming into a company that contributes to the well-being of all human beings, our society and our planet with AminoScience® while enhancing our corporate value by raising our competitiveness, efficiency, and productivity through DX
R&D / Production	Skills to supervise and promote appropriate strategies for constantly pursuing innovative R&D as well as safe and secure products and services	These skills are essential to achieve "the extension of healthy life expectancy for 1 billion people" and "the reduction of our environmental footprint by 50%" through innovation through AminoScience®
Sales/ Marketing	Skills to supervise and promote appropriate strategies to enhance brand value to accelerate growth in key businesses	These skills are essential for growth through brand management that meets the values of the market and consumers and "Speed Up x Scale Up"
Finance & Accounting	Skills to supervise and promote appropriate strategies based on advanced expertise in finance, accounting, and tax matters	These skills are essential to maximize corporate value through ASV management, to formulate and promote strategies that realize both investment for growth and shareholder returns, and to ensure appropriate supervision of business execution
HR/ HR Development	Skills to supervise and promote appropriate strategies for each and every diverse human resource to develop and maximize their abilities	These skills are essential to evolve ASV management by strengthening human assets, which are the driving force for the enhancement of the value of all intangible assets, through the cogrowth of individuals and organizations
Legal Affairs/ Risk Management	Skills to supervise and promote appropriate strategies to realize sustainable enhancement of corporate value through legal compliance, corporate governance and risk management	These skills are essential to steadily and stably promote ASV management by realizing sustainable enhancement of corporate value through penetration and implementation of Ajinomoto Group Policies (AGP)*

*The Ajinomoto Group Policies (AGP) set out the beliefs and behaviors to which all Ajinomoto Group companies and each of those who work there are committed. The AGP serves as a written pledge to all stakeholders that Ajinomoto Group personnel will work earnestly to uphold these beliefs and behaviors.

(Reference) Scheduled membership of Directors in each committee

If this Proposal is approved, the composition of each committee will be as follows. (◎ = Committee chair)

Candidate No.	Name	Nomination Committee	Compensation Committee	Audit Committee	Remarks
1	Ms. Kimie Iwata	○	○		Chair of the Board
2	Mr. Joji Nakayama	◎	○	○	
3	Ms. Mami Indo	○		◎	
4	Ms. Yoko Hatta		○	○	
5	Mr. Scott Trevor Davis	○	◎		
6	Ms. Yukako Wagatsuma	○		○	
7	Mr. Taro Fujie				Representative Executive Officer, President & Chief Executive Officer (CEO)
8	Mr. Hiroshi Shiragami				Representative Executive Officer & Executive Vice President Chief Innovation Officer (CIO) Supervision of Research and Development
9	Mr. Tatsuya Sasaki				Executive Officer & Senior Vice President General Manager, Corporate Division
10	Mr. Takeshi Saito				Executive Officer & Vice President Chief Transformation Officer (CXO)
11	Mr. Takumi Matsuzawa			○	Member of the Audit Committee (Standing)

(Reference) Standards for Determining the Independence of Outside Directors

Outside Directors must not fall under any of the following categories to be considered independent.

(1) Said person regards the Company as a key customer, or is an executive officer for such a party.
(2) Said person is a key customer of the Company, or is an executive officer for such a party.
(3) Said person is a consultant, accounting specialist or legal specialist who has received substantial monetary or other assets (other than director compensation) from the Company (if the person receiving said assets is a corporate entity, association, or other such organization, this stipulation extends to members of that organization)
(4) Said person who falls under criteria (1), (2), or (3) above at any time within a one-year period before the proposed appointment.
(5) Said person is a relative (a relative up through the second degree of kinship) of any person (other than those deemed unimportant) falling under criteria 1), 2), or 3) below.
   1) A person falling under criteria (1), (2), (3), or (4) above.
   2) A person who is an executive officer of a subsidiary of the Company.
   3) A person who falls under criteria 2) above or is an executive officer of the Company, at any time within a one-year period before the proposed appointment.

Notes:

1. A person who "regards the Company as a key customer," refers to a person who, within the most recent business year, received from the Company an amount corresponding to 2% of that party's annual consolidated sales or ¥100 million, whichever is higher.
2. A person who is "a key customer of the Company," refers to a person who, within the most recent business year, paid to the Company an amount corresponding to 2% of our annual consolidated sales or ¥100 million, whichever is higher.
3. A person who "has received substantial monetary or other assets from the Company," refers to a person who, within the most recent business year, has received from the Company monies/property in an amount corresponding to 2% of that party's sales/ total revenues or ¥10 million, whichever is higher.

End

(Attached Document)

Business Report (From April 1, 2023 to March 31, 2024)

I. Matters regarding the Current Status of the Ajinomoto Group

1. Progress of Operations and Operating Results

During the fiscal year ended March 31, 2024, the Company's consolidated sales increased 5.9% year on year, or ¥80.1 billion, to ¥1,439.2 billion. This was due to increases in sales in the Seasonings and Foods segment and the Frozen Foods segment largely resulting from increase in unit sales prices and the effect of currency translation, despite a decrease in sales in the Healthcare and Others segment mainly owing to the impact of lower sales of Functional Materials (electronic materials and others).

Business profit increased 9.1% year on year, or ¥12.3 billion, to ¥147.6 billion, primarily due to the effect of increased revenue from the Seasonings and Foods segment and the Frozen Foods segment, despite the impact of decreased revenue from the Healthcare and Others segment and other factors.

Operating profit decreased 1.5% year on year, or ¥2.2 billion, to ¥146.6 billion mainly because significantly higher gains on sale of non-current assets were recorded in other operating income for the previous fiscal year compared to the current fiscal year.

Profit attributable to owners of the parent company totaled ¥87.1 billion, down 7.4% year on year, or ¥6.9 billion.

Note: "Business profit" is our original profit indicator and defined as sales minus the cost of sales, selling expenses, research and development expenses, and general and administrative expenses, to which share of profit of associates and joint ventures is then added. "Business profit" does not include other operating income or other operating expenses.

Seasonings and Foods

In the Seasonings and Foods segment, sales increased 9.3% year on year, or ¥71.9 billion, to ¥846.9 billion, mainly because of increases in sales and the effect of currency translation. Segment business profit increased 31.5% year on year, or ¥26.7 billion, to ¥111.5 billion, due primarily to the effect of increased revenue.

Main factors affecting segment sales

Sauce & Seasonings

Overall increase in revenue.

Japan: Increase in revenue primarily due to increased unit sales prices.

Overseas: Increase in revenue primarily due to increased sales and the impact of currency translation.

Quick Nourishment

Overall increase in revenue.

Japan: Increase in revenue primarily due to increased unit sales prices.

Overseas: Increase in revenue primarily due to the impact of currency translation and increased sales.

Solution & Ingredients

Increase in revenue primarily due to increased sales of food service products in Japan and impact of currency translation overseas.

Main factors affecting segment profits

Sauce & Seasonings

Overall large increase in profit.

Japan: Profit was level with the previous year as increased unit sales prices compensated for cost increases, such as for raw materials, and increased strategic expenses.

Overseas: Large increase in profit primarily due to the impact of increased revenue.

Quick Nourishment

Overall increase in profit.

Japan: Decrease in profit due to the impact of cost increases, such as for raw materials, despite increased revenue.

Overseas: Large increase in profit primarily due to the impact of increased revenue.

Solution & Ingredients

Overall large increase in profit primarily from food service products in Japan and umami seasonings for processed food manufacturers.

Frozen Foods

Frozen Foods segment sales increased 5.5% year on year, or ¥14.6 billion, to ¥281.8 billion, owing to the increase of unit sales prices, the effect of currency translation, and other factors. Segment business profit increased 375.7% year on year, or ¥7.5 billion, to ¥9.5 billion, because of increased revenue, the effects of structural reforms, and other factors.

Main factors affecting segment sales

Overall increase in revenue.

Japan: Decrease in revenue due to a decline in sales volume, despite the effect of increased unit sales prices.

Overseas: Increase in revenue primarily due to increased unit sales prices and the impact of currency translation.

Main factors affecting segment profits

Overall large increase in profit.

Japan: Increase in profit primarily due to the impact of increased unit sales prices and improved costs despite decreased revenue.

Overseas: Large increase in profit primarily due to the impact of increased revenue and structural reform.

Healthcare and Others

Healthcare and Others segment sales decreased 1.7% year on year, or ¥5.1 billion, to ¥294.5 billion, owing to a decrease in sales of Functional Materials (electronic materials and others) and other factors. Segment business profit decreased 49.9% year on year, or ¥24.2 billion, to ¥24.3 billion due to lower profit for both Functional Materials (electronic materials and others) and Bio-Pharma Services & Ingredients.

Main factors affecting segment sales

Bio-Pharma Services & Ingredients

Overall increase in revenue primarily due to the impact of currency translation.

Functional Materials (electronic materials and others)

Decrease in revenue due to decreased sales of electronic materials.

Others

Overall increase in revenue.

Main factors affecting segment profits

Bio-Pharma Services & Ingredients

Large decrease in profit for both amino acids for pharmaceuticals and foods and Bio-Pharma Services (CDMO services).

Functional Materials (electronic materials and others)

Large decrease in profit accompanying decrease in revenue.

Others

Increase in profit accompanying increase in revenue.

Other

In the Other segment, sales decreased 7.9% year on year, or ¥1.3 billion, to ¥15.8 billion. Segment business profit increased ¥2.2 billion to ¥2.1 billion.

2. Assets and Income Status

	143rd Fiscal Year (FY2020)	144th Fiscal Year (FY2021)	145th Fiscal Year (FY2022)	146th Fiscal Year (Current Fiscal Year) (FY2023)
Sales (Billions of yen)	1,071.4	1,149.3	1,359.1	1,439.2
Business profit (Billions of yen)	113.1	120.9	135.3	147.6
Profit attributable to owners of the parent company (Billions of yen)	59.4	75.7	94.0	87.1
Basic earnings per share (yen)	108.36	139.42	175.97	167.44
Total assets (Billions of yen)	1,431.2	1,457.0	1,511.7	1,774.4
Total equity (Billions of yen)	667.8	739.7	822.9	884.0
Equity per share (attributable to owners of the parent company) (Yen)	1,130.82	1,280.50	1,452.24	1,589.43
ROE (Return on equity attributable to owners of the parent company) (%)	10.3%	11.6%	12.9%	11.0%

Notes: 1. The Ajinomoto Group has adopted the International Financial Reporting Standards (IFRS).
2. Basic earnings per share is calculated based on the average number of shares outstanding during the fiscal year less the average number of shares of treasury stock during the fiscal year.
3. Equity per share (attributable to owners of the parent company) is calculated based on the number of shares outstanding at the end of the fiscal year less the number of shares of treasury stock at the end of the fiscal year.

3. Capital Expenditures of the Ajinomoto Group

Capital expenditures of the Ajinomoto Group for the fiscal year ended March 31, 2024 amounted to a total of ¥76.9 billion, which was mainly for the following:

- Expansion of pharmaceutical manufacturing facilities (U.S.A.) (completed in June 2023)
- Renewal of combined heat and power system (Japan) (completed in March 2024)
- Expansion of amino acid production facilities (U.S.A.) (scheduled for completion in June 2024)
- Expansion of food production facilities (Japan) (scheduled for completion in September 2024)
- Expansion of electronic materials manufacturing facilities (Japan) (scheduled for completion in January 2025)

4. Company Reorganization

On December 21, 2023, the Company acquired equity interest in Forge Biologics Holdings, LLC, a U.S.-based gene therapy CDMO, through its consolidated subsidiary Ajinomoto North America Holdings, Inc.

5. Financing of the Ajinomoto Group

The Company borrowed a total of ¥90 billion in short-term debt from The Bank of Mitsubishi UFJ, Ltd. and Mizuho Bank, Ltd. to fund the acquisition of equity interest in Forge Biologics Holdings, LLC, followed by long-term debt totaling ¥20 billion from The Dai-ichi Life Insurance Company, Limited and The Norinchukin Bank in order to shift to long-term stable financing.

6. Employees of the Ajinomoto Group (as of March 31, 2024)

(1) Employees of the Company and its consolidated subsidiaries

Number of employees	Change from the previous fiscal year end
34,862	Increased by 247

Note: The number of employees indicates full-time employees, excluding temporary employees.

(2) Employees of the Company

Number of employees	Change from the previous fiscal year end
3,480	Increased by 145

Note: The number of employees indicates full-time employees, excluding temporary employees.

7. Important Subsidiaries and Affiliates (as of March 31, 2024)

The Company has 111 consolidated subsidiaries, including the 50 companies listed in "(1) Important Subsidiaries" below, and 15 affiliates accounted for by the equity method, including the 3 companies listed in "(2) Important Affiliates" below.

(1) Important Subsidiaries

Company name	Location	Capital stock	Ratio of voting rights (%)	Main business
Ajinomoto Frozen Foods Co., Inc.	Chuo-ku, Tokyo	JPY 9,537 million	100	Frozen Foods
Ajinomoto Food Manufacturing Co., Ltd.	Kawasaki-ku, Kawasaki-shi	JPY 4,000 million	100	Sauce & Seasonings, Solution & Ingredients, and Quick Nourishment
Ajinomoto AGF, Inc.	Shibuya-ku, Tokyo	JPY 3,862 million	100	Quick Nourishment
Ajinomoto Healthy Supply Co., Inc.	Chuo-ku, Tokyo	JPY 380 million	100	Other (Healthcare, etc.)
AJINOMOTO ENGINEERING CORPORATION	Ota-ku, Tokyo	JPY 324 million	100	Other
Ajinomoto Fine-Techno Co., Inc.	Kawasaki-ku, Kawasaki-shi	JPY 315 million	100	Functional Materials (Electronic materials, etc.)
Ajinomoto Trading Co., Ltd.	Minato-ku, Tokyo	JPY 200 million	100	Other (Healthcare, etc.)
DELICA ACE Corporation	Ageo-shi, Saitama	JPY 200 million	100	Solution & Ingredients
Ajinomoto Communications Co., Inc.	Chuo-ku, Tokyo	JPY 100 million	100	Other
Ajinomoto Financial Solutions, Inc.	Chuo-ku, Tokyo	JPY 100 million	100	Other
Ajinomoto Bakery, Inc.	Chuo-ku, Tokyo	JPY 100 million	100	Solution & Ingredients
GeneDesign, Inc.	Ibaraki-shi, Osaka	JPY 59 million	100	Bio-Pharma Services (CDMO)
Ajinomoto Digital Business Partners Co., Inc.	Chuo-ku, Tokyo	JPY 51 million	100	Other

Company name	Location	Capital stock		Ratio of voting rights (%)	Main business
Saps ltd.	Chuo-ku, Tokyo	JPY	50 million	100	Solution & Ingredients
Ajinomoto Direct Corporation	Chuo-ku, Tokyo	JPY	10 million	100	Other (Healthcare, etc.)
Ajinomoto SEA Regional Headquarters Co., Ltd.	Thailand	THB	2,125,000 thousand	100	Regional Headquarters
Ajinomoto Co., (Thailand) Ltd.	Thailand	THB	796,362 thousand	99.8*	Sauce & Seasonings
AJINOMOTO SALES (THAILAND) COMPANY LIMITED	Thailand	THB	50,000 thousand	100*	Sauce & Seasonings
AJITRADE (THAILAND) CO., LTD.	Thailand	THB	10,000 thousand	100*	Other (Healthcare, etc.) and Solution & Ingredients
WAN THAI FOODS INDUSTRY CO., LTD.	Thailand	THB	60,000 thousand	60.0*	Quick Nourishment
AJINOMOTO BETAGRO FROZEN FOODS (THAILAND) CO., LTD.	Thailand	THB	764,000 thousand	50.0*	Frozen Foods
PT Ajinomoto Indonesia	Indonesia	USD	8,000 thousand	51.0	Sauce & Seasonings
P.T. AJINOMOTO SALES INDONESIA	Indonesia	USD	250 thousand	100*	Sauce & Seasonings
Ajinomoto Vietnam Co., Ltd.	Vietnam	USD	50,255 thousand	100	Sauce & Seasonings
Ajinomoto (Malaysia) Berhad	Malaysia	MYR	65,102 thousand	50.4	Sauce & Seasonings
AJINOMOTO PHILIPPINES CORPORATION	The Philippines	PHP	665,444 thousand	95.0	Sauce & Seasonings
Ajinomoto (China) Co., Ltd.	China	USD	104,108 thousand	100	Other (Healthcare, etc.)
Shanghai Ajinomoto Seasoning Co., Ltd.	China	USD	27,827 thousand	100*	Sauce & Seasonings
Shanghai Ajinomoto Trading Co., Ltd.	China	RMB	10,000 thousand	100*	Amino acids for pharmaceuticals and foods
AJINOMOTO (HONG KONG) CO., LTD.	Hong Kong	HKD	5,799 thousand	100	Solution & Ingredients
AJINOMOTO (SINGAPORE) PRIVATE LTD.	Singapore	SGD	1,999 thousand	100	Solution & Ingredients

Company name	Location	Capital stock	Ratio of voting rights (%)	Main business
Ajinomoto (Cambodia) Co., Ltd.	Cambodia	USD 11,000 thousand	100	Sauce & Seasonings
Ajinomoto Korea, Inc.	Republic of Korea	KRW 1,000,000 thousand	70.0	Sauce & Seasonings, Quick Nourishment, and Solution & Ingredients
AJINOMOTO TAIWAN INC.	Taiwan	NTD 250,000 thousand	100	Sauce & Seasonings
Myanmar Ajinomoto Foods Co., Ltd.	Myanmar	MMK 61,290,000 thousand	100	Sauce & Seasonings
Ajinomoto North America Holdings, Inc.	U.S.A.	USD 0	100	Regional Headquarters
Forge Biologics Holdings, LLC	U.S.A.	USD 63,168	100*	Bio-Pharma Services (CDMO)
Ajinomoto Foods North America, Inc.	U.S.A.	USD 15,030 thousand	100*	Frozen Foods
Ajinomoto Health & Nutrition North America, Inc.	U.S.A.	USD 0	100*	Solution & Ingredients, Other (Healthcare, etc.)
Ajinomoto Althea, Inc.	U.S.A.	USD 0	100	Bio-Pharma Services (CDMO)
Ajinomoto Cambrooke, Inc.	U.S.A.	USD 34,280 thousand	100*	Other (Healthcare, etc.)
Ajinomoto do Brasil Indústria e Comércio de Alimentos Ltda.	Brazil	BRL 913,298 thousand	100	Sauce & Seasonings
Ajinomoto del Perú S.A.	Peru	PEN 45,282 thousand	99.6	Sauce & Seasonings
AJINOMOTO FOODS EUROPE S.A.S.	France	EUR 35,000 thousand	100*	Solution & Ingredients
S.A. Ajinomoto OmniChem N.V.	Belgium	EUR 21,320 thousand	100*	Bio-Pharma Services (CDMO)
AJINOMOTO FOODS NIGERIA LTD.	Nigeria	NGN 2,623,714 thousand	100	Sauce & Seasonings
AJINOMOTO ISTANBUL FOOD INDUSTRY AND TRADE LTD. CO.	Turkey	TRY 51,949 thousand	100	Sauce & Seasonings
AJINOMOTO POLAND SP Z.O.O.	Poland	PLN 39,510 thousand	100	Quick Nourishment
Nualtra Limited	Ireland	EUR 0	100*	Other (Healthcare, etc.)
Agro2Agri, S.L.	Spain	EUR 2,027 thousand	100*	Other (Healthcare, etc.)

Notes: 1. In the current fiscal year, Ajinomoto North America Holdings, Inc. and Forge Biologics Holdings, LLC were added to the list of Important Subsidiaries.

2. The Company’s ratio of voting rights in companies indicated with an * (asterisk) mark are calculated including the voting rights held by the Company’s subsidiaries.

(2) Important Affiliates

Company name	Capital stock	Ratio of voting rights (%)	Main business
EA Pharma Co., Ltd.	JPY 9,145 million	40.0	Other
J-Oil Mills, Inc.	JPY 10,000 million	27.2	Other
Promasidor Holdings Limited	USD 0 thousand	33.3	Quick Nourishment

8. Policy on Determination of Dividends of Surplus, etc.

The Company's basic policy is to distribute dividends twice a year, in the form of interim and year-end dividends.

In the Medium-Term ASV Initiatives 2030 Roadmap, the Company declares a progressive dividend policy indicating dividends will not be reduced but will be increased or maintained. The Company uses “dividends based on normalized EPS*” as a standard dividend calculation method, which is based on business profit less susceptible to irregular profit fluctuations such as from impairment losses. The Company will continue to work to further increase dividends by steadily increasing business profit, and the total return ratio (to profit attributable to owners of the parent company) for the three-year period is set at 50% or more.

The year-end dividend may be determined by a resolution of the Board of Directors in accordance with Article 34, Paragraph 1 of the Articles of Incorporation, but in principle, the dividend is to be determined by a resolution of the General Meeting of Shareholders, except in cases where infectious diseases or natural disasters may affect the holding and operation of the General Meeting of Shareholders.

*Dividends based on normalized EPS = (Business profit x (1 − Ajinomoto Group standard tax rate at 27%)) / Total number of shares outstanding x Return coefficient at 35%

9. Our Tasks Ahead

Looking back on the first year of our Medium-Term ASV Initiatives 2030 Roadmap

The Ajinomoto Group abolished the conventional three-year medium-term management plan and adopted the challenging "ASV Indicators*1". From a long-term perspective, we also announced the "Medium-Term ASV Initiatives 2030 Roadmap," which is a roadmap to the vision of where we want to be by 2030, using backcasting*2 from the "ASV Indicators". We began its implementation in March 2023.

ASV Indicators		FY22	FY23	FY24 forecast	FY25 (plan)	FY30 (plan)
Economic value indicators	ROE (Excluding the impact of the Forge acquisition)	12.9%	11.0% (11.4%)	Approx. 12% (Approx. 13%)	18%	Approx. 20%
	ROIC (>Capital Cost) (Excluding the impact of the Forge acquisition)	9.9%	8.7% (9.4%)	Approx. 9% (Approx. 10%)	13%	Approx. 17%
	Organic sales growth	9.5%	1.7%	Approx. 7%	5% (FY22-25)	5% or more (FY25-30)
	EBITDA margin	15.2%	15.7%	Approx. 16%	17%	19%
Social value indicators	Initiatives to Reduce Environmental Impact	-	-	-	-	Reduce our environmental impact by 50% (outcome)
	Nutrition commitment We plan to consider KPIs for other contributions than nutrition as well.	880 mil. people		-	-	Help extend the healthy life expectancy of 1 bl people (outcome)
Strengthening intangible assets	Employee engagement score	75%	76%		80%	85% or more
	Brand Value (mUSD) (Interbrand published value)	1,391 (result, +15% vs. prev. year)	1,625 (result, +17% vs. prev. year)	-	Compared with FY22, CAGR 7% or more	

Challenging targets from management

Ref.: Aim for approx. 3x EPS (vs. FY2022)

ASV will grow dramatically and continually, and we will continue to be an attractive group for stakeholders and society

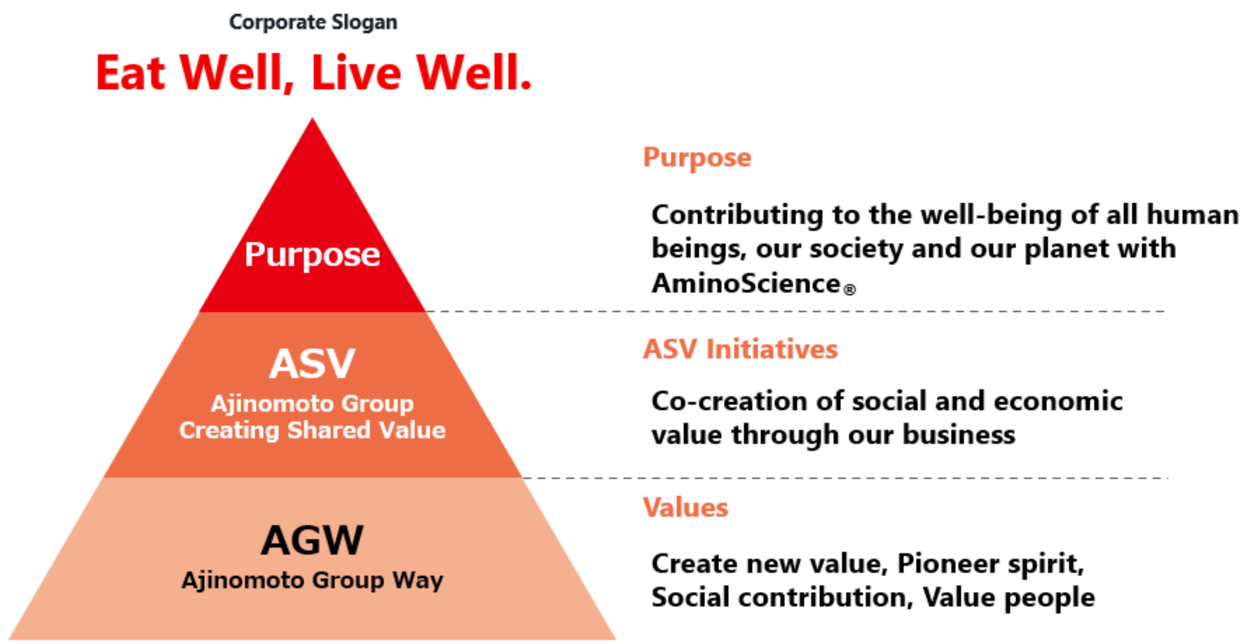
*1 Indices that encourage further growth and challenges, consisting of economic indicators that demonstrate the degree of financial performance by the Ajinomoto Group through its businesses, and social value indicators that are intended to measure the value that the Group is striving to create on a societal level.

*2 Backcasting is a method of envisioning how to achieve a goal by "working backward" from a desirable future to the present, to determine what one should do now.

The start of a program to help our employees internalize our revised "Purpose" as their own

We created a program to help our employees better understand the Ajinomoto Group's new "Purpose" ("Contributing to the well-being of all human beings, our society and our planet with AminoScience®*3"), which we began promoting when we formulated the Medium-Term ASV Initiatives 2030 Roadmap. The program aims to enhance ASV engagement by encouraging employees to internalize ASV as their own, and in FY2023, ahead of a company-wide roll-out, we began its implementation with Top Management (our Executive Officers, Corporate Executives, and Corporate Fellows).

*3 A general term we have used since our founding to refer to various materials, functions, technologies and services obtained from research and implementation processes focused on amino acid functions. Also, the Ajinomoto Group's unique scientific approach to leveraging those materials, functions, technologies, and services for the solving of social issues and to contribute to human well-being. "AminoScience" is a registered trademark in Japan.



Important Issues for the Ajinomoto Group (Materiality)

Through extensive discussions with a variety of our stakeholders, we have used a value creation framework created by our Sustainability Advisory Council comprised mainly of outside experts, to help organize the important issues facing the Ajinomoto Group into the following six issues: ① Achievement of a sustainable global environment, ② Achievement of well-being through food, ③ Contribution to advanced medicine and prevention, ④ Contribution to the evolution of a Smart Society*4, ⑤ Respect for diverse values and human rights, and ⑥ Reinforcement of our management foundation.

*4 A society in which companies, governments, consumers and others are connected through networks for the purpose of solving social issues.

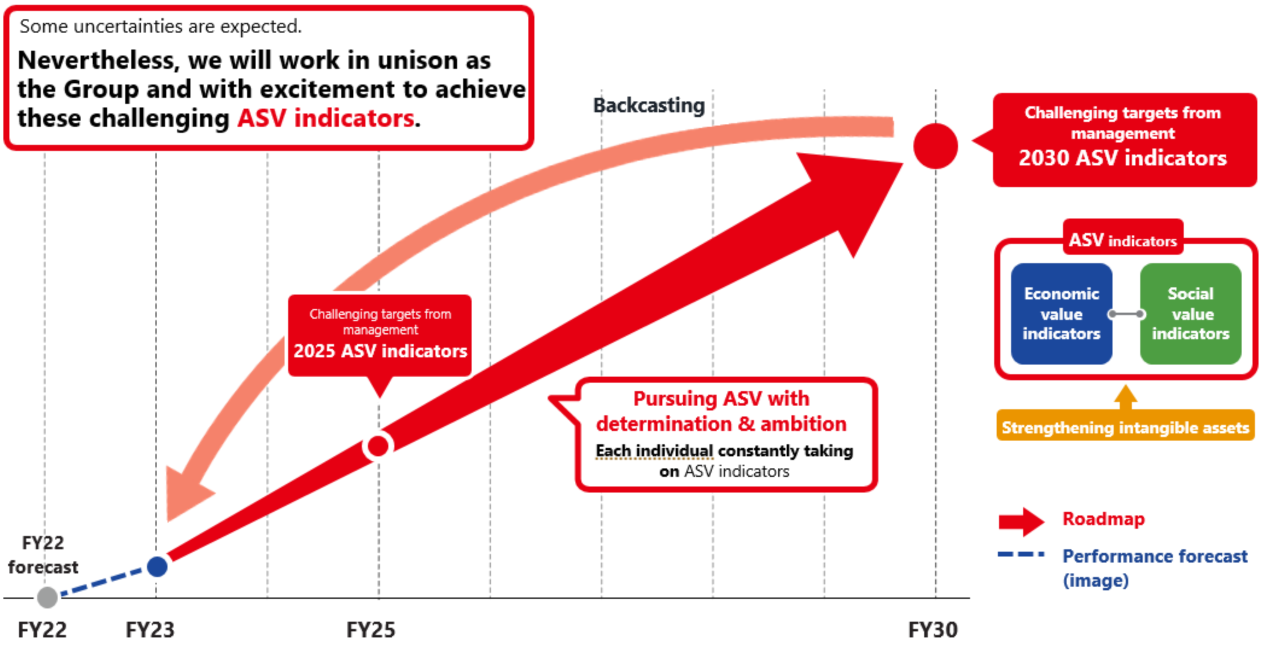
Key Points of the Medium-Term ASV Initiatives 2030 Roadmap

(1) The transformation of our management to achieve our "Medium-Term ASV Initiatives"

One of the key points of the Medium-Term ASV Initiatives 2030 Roadmap involves the transformation of our management to achieve our "Medium-Term ASV Initiatives". We will evolve from a plan-centered approach to management that continuously refines its execution capabilities. The ASV Indicators are strategic targets that we have set to help us become what we want to be in 2030. To fill in the gaps between reality and our ASV Indicators, we have begun an initiative by which we continuously pursue new value creation and business model innovation beyond organizational boundaries.

On the other hand, we are also aware of the importance of forecasting*[5], which enables us to quickly recognize changes in our business environment and respond appropriately. We are refining our execution skills by skillfully combining backcasting and forecasting, cultivating a corporate climate in which every employee will enjoy striving for high targets, and we will use these efforts as momentum to dramatically and continuously improve our corporate value.

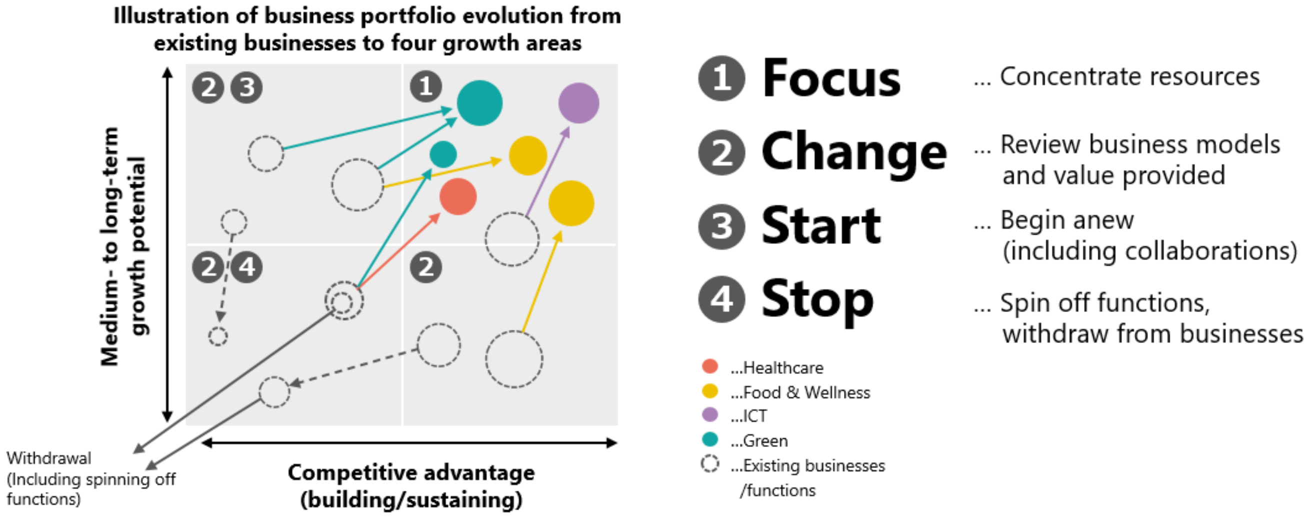
*5 A way of thinking that predicts the future as an extension of the present.



(2) The evolution of portfolio management

The second key point is the evolution of our portfolio management, which seeks to optimize the Ajinomoto Group's allocation of assets. We are continuing our efforts to improve efficiency and promote asset-light management (initiatives to reduce the amount of tangible assets) while also maintaining a heightened awareness of medium- to long-term growth potential in each of our portfolios, such as those comprising our various businesses, corporate functions, and regions in which we operate. In our new portfolio approach, with the vertical axis representing medium- to long-term growth potential, and the horizontal axis representing efforts to build a competitive advantage while improving sustainability. We are concentrating our management resources on growth fields and transforming our business structure into a highly profitable one. At the same time, while both continuing to sow seeds for the future and promptly making any withdrawal decisions, we will aim to build a portfolio model that is unique to our Company—one that constantly evolves through ① Focus, ② Change, ③ Start, and ④Stop.

In 2023, with our acquisition of Forge Biologics Holdings, LLC, we gained a gene therapy CDMO*[6] base for our business, as well as its unique differentiation technology. Moreover, we gained a foothold with which to strengthen and create new business through various synergies, and to expand into the cell therapy field.



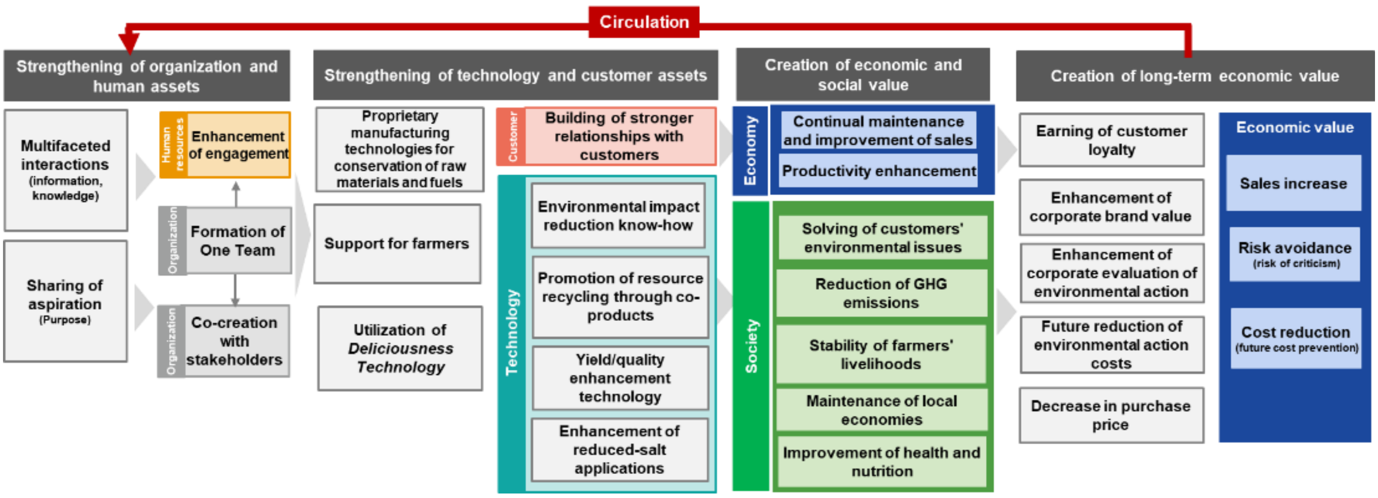
*6 CDMO: Contract Development & Manufacturing Organization

(3) Priority investment in intangible assets

The final key point involves investment in intangible assets. We believe that the source of our competitive advantage lies in our intangible assets—our technological assets, human resource assets, customer assets and organizational assets.

In FY2023, we visualized the relationship between the enhancement of our intangible assets and the advancement of our ASV Management via examples of value creation through our global umami seasonings business. By taking initiatives based on customer perspectives to create economic and social value, leading to long-term economic value, we have contributed to a virtuous cycle that will also aid in the accumulation of further intangible assets.

Our umami seasonings business - ASV achievement and the circulation of intangible assets



Diversity, Equity and Inclusion (DEI)

To promote diversity within the Group, we have been promoting initiatives that are based on considerations of three key indicators (gender, nationality, and group company affiliation). Through the HR Committee's consideration of candidates for key management positions, we are working to "visualize" the kind of human resources we want to have in the future, based on the three key indicators. Also, we are working to increase the number of Ajinomoto Group company presidents that are foreign nationals. Currently, 12*7 have been appointed. We will promote personnel exchanges not only between Japan and other countries, but also between countries other than Japan, such as between Brazil and Thailand.

In terms of gender-related matters, the promotion of women to management positions is a key issue in Japan. We have established a corporate environment in which women can work comfortably, including by offering a "career-anywhere" system that allows women to work fully remotely in Japan or overseas if they meet certain conditions, and the Ajinomoto Group holds the "AjiPanna Academy"*8 every year as a means of providing growth opportunities and training support for female human resources.

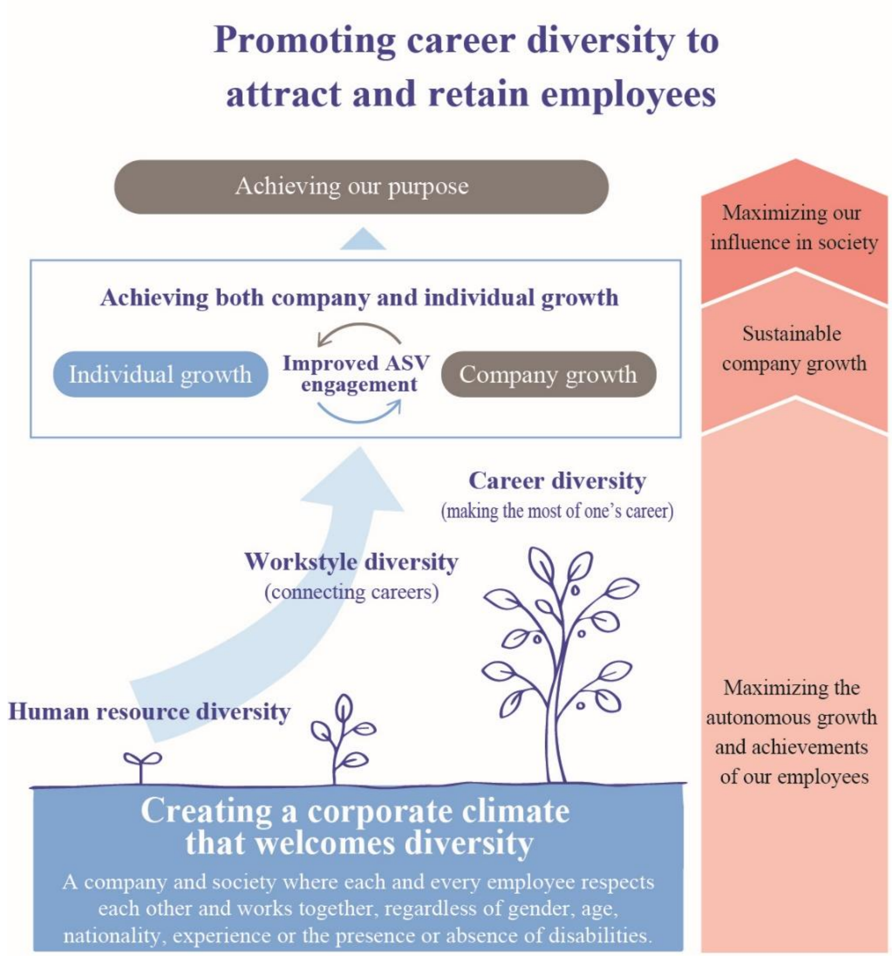
In addition, we comply with legally mandated employment rates in the hiring of disabled personnel. In addition to the efforts conducted by our special subsidiary company, Ajinomoto Mirai Co., Ltd., we are focusing on creating a working environment where everyone, both disabled and able-bodied people alike, can feel empowered to do their job.

*7 Calculated for corporations to which the Internal Control Reporting System for financial reporting (J-SOX) is applied.

*8 A mechanism for providing opportunities to and supporting the development of female human resources, involving three steps: career workshops, colleges, and mentoring programs.

The Ajinomoto Group's DEI vision

—We will continue to be a company that people choose to continue working for. Moreover, our Company will continue to grow.



II. Matters regarding Shares of the Company (as of March 31, 2024)

(1) Number of shares authorized to be issued by the Company: 1,000,000,000 shares

(2) Number of shares issued: 521,430,854 shares

(3) Number of shareholders: 130,514

(increased by 12,367 compared with the end of the previous fiscal year)

(4) Major shareholders

Shareholder	Number of shares held (thousand shares)	Ownership interest (%)
The Master Trust Bank of Japan, Ltd. (trust account)	89,191	17.39
JP MORGAN CHASE BANK 385632	43,571	8.49
Custody Bank of Japan, Ltd. (trust account)	36,172	7.05
The Dai-ichi Life Insurance Company, Limited	26,199	5.11
NIPPON LIFE INSURANCE COMPANY	25,706	5.01
Meiji Yasuda Life Insurance Company	11,362	2.22
STATE STREET BANK WEST CLIENT – TREATY 505234	9,147	1.78
SSBTC CLIENT OMNIBUS ACCOUNT	7,652	1.49
JP MORGAN CHASE BANK 385781	6,346	1.24
Sompo Japan Insurance Inc.	5,026	0.98

Notes: 1. The Company holds 8,454 thousand shares of treasury stock, which is excluded from the above list of major shareholders. Also, ownership interests are calculated after deduction of treasury stock.

2. The number of shares held by The Dai-ichi Life Insurance Company, Limited does not include 800 thousand shares of the Company contributed as a trust asset for a retirement benefit trust of The Dai-ichi Life Insurance Company, Limited. The Dai-ichi Life Insurance Company, Limited holds voting rights in respect of these shares.

(5) Shares issued to corporate officers as compensation for the execution of their duties during the current fiscal year

Details of stock-based compensation granted during the current fiscal year are as follows.

	Number of shares	Number of recipients
Directors (excluding Outside Directors)	30,000	3
Outside Directors	—	—
Executive Officers	71,300	12

Notes: 1. Three Executive Officers who concurrently serve as Directors are included in “Directors (excluding Outside Directors),” and not in “Executive Officers”.

2. The number of shares represents the number of shares delivered as medium-term performance-linked stock compensation to Directors and Executive Officers after the end of the Medium-Term Management Plan for the three fiscal-year period that began April 1, 2020, and the number of shares delivered to the Executive Officers who retired in June 2023 as medium-term performance-linked stock compensation for their terms in office.

(6) Other important matters regarding shares

(1) Based on the resolution made at a Board of Directors meeting held on May 11, 2023, the Company repurchased 9,691,800 shares of common stock for the purpose of increasing the level of shareholder returns and improving capital efficiency.

(2) Based on the resolution made at a Board of Directors meeting held on August 29, 2023, the Company retired 8,367,300 of the treasury stock acquired in (1) above, excluding 1,324,500 shares (0.25% of total shares outstanding), on September 25, 2023.

(3) Based on the resolution made at a Board of Directors meeting held on November 13, 2023, the Company repurchased 7,003,300 shares of common stock for the purpose of increasing the level of shareholder returns and improving capital efficiency.

(4) Based on the resolution made at a Board of Directors meeting held on April 19, 2024, the Company will retire 5,699,700 of the treasury stock acquired in (3) above, excluding 1,303,600 shares (0.25% of total shares outstanding) to be held as treasury stock, on May 27, 2024.

(5) Based on the resolution made at a meeting of the Board of Directors held on May 9, 2024, the Company will repurchase shares as follows in order to increase shareholder returns and improve capital efficiency.

Total number of shares to be repurchased	12.5 million shares of common stock (maximum) (2.44% of total shares outstanding, excluding treasury stock)
Total amount to be paid for repurchase	¥50 billion (maximum)
Period of repurchase	May 10, 2024 to August 30, 2024
Method of repurchase	1) Purchase through Off Auction Own Share Repurchase Trading (ToSTNeT-3) 2) Purchase in the market through the Tokyo Stock Exchange

With regard to the abovementioned "Method of repurchase" 1) Purchase through Off Auction Own Share Repurchase Trading (ToSTNeT-3), on May 10, 2024, the following repurchase of shares was conducted.

Total number of shares repurchased	2.5 million shares of common stock (0.5% of total shares outstanding, excluding treasury stock)
Total amount paid for repurchase	¥14,397,500,000 (¥5,759 per share)

(7) Cross-shareholdings

(1) The Company's policy regarding cross-shareholdings (as of April 19, 2024)

The Company does not, in principle, hold any cross-shareholdings, except for stocks for which we believe that transactions and alliances involving such holdings will contribute to enhancing the corporate value of the Ajinomoto Group (hereinafter referred to as "strategic holdings").

Whether a holding is to be deemed a strategic holding is determined based on whether there are benefits associated with holding each individual stock (in terms of the qualitative effects of such holdings) or whether the Ajinomoto Group's sales are commensurate with certain transaction requirements related to the WACC (weighted average cost of capital), as well as certain other quantitative factors. Every year, the Company reviews the propriety of holding shares through the Board of Directors and discloses the results of these reviews. Those shares judged as inappropriate to hold as strategic holdings will be sold once the detailed plan for selling is determined.

(2) Standard for the exercise of voting rights

The Company will exercise voting rights of cross-shareholdings so as to contribute to improving long-term corporate value. The Company will vote against instances where shareholder value is significantly impaired due to organizational restructuring or other factors, or cases where serious concerns arise with regard to corporate governance for reasons such as social scandals.

(3) Total number of cross shareholdings and balance sheet amount

Category		FY2020	FY2021	FY2022	FY2023
Number of individual cross-shareholdings (companies)	Listed	36	35	34	29
	Non-listed	69	71	71	68
	Total	105	106	105	97
Balance sheet amount (¥ million)	Listed	28,220	28,201	27,218	27,107
	Non-listed	3,156	3,500	5,063	4,164
	Total	31,376	31,701	32,281	31,271

III. Corporate Governance and Matters Regarding the Corporate Officers of the Company (as of March 31, 2024)

1. Matters Regarding Corporate Governance

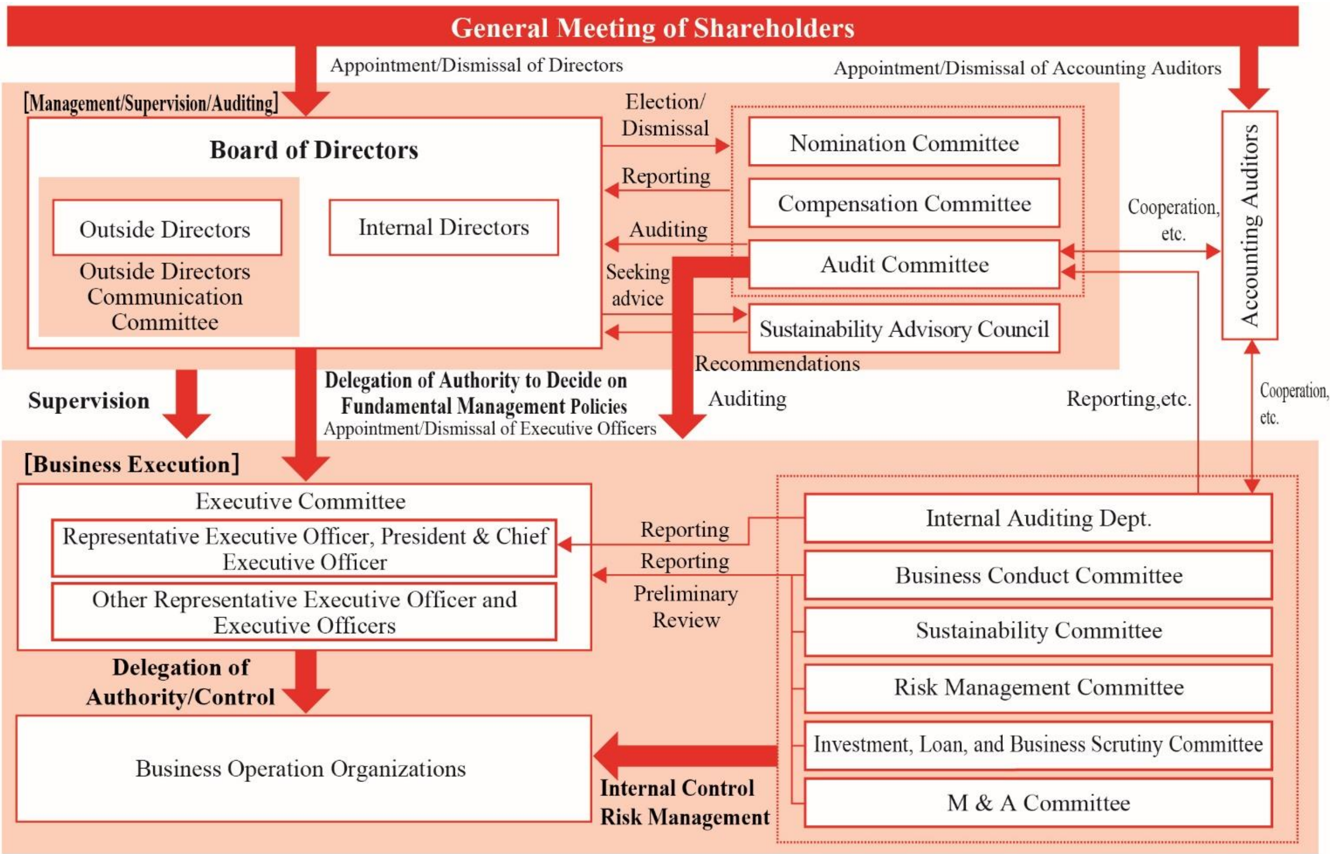
(1) Basic Approach to Corporate Governance (as of April 19, 2024)

The Ajinomoto Group positions corporate governance as one of the most important aspects of its management foundation for strengthening ASV Management and achieving its 2030 vision. Toward 2030, we will accelerate our ASV Management in order to realize our goals of "extending the healthy life expectancy of one billion people" and "reducing our environmental impact by 50%"by promoting sustainability in conjunction with solutions to health and nutritional issues, which are connected through food systems. Furthermore, to enhance the effectiveness of ASV Management, we select a Company with Three Committees that clearly separate supervision and execution by balancing "supervision of appropriate execution that reflects the opinions of stakeholders" and "speedy business execution." The Board of Directors consists of a variety of Directors, and indicates major direction by discussing and examining important management matters that greatly affect corporate value, supports risk-taking of execution, verifies the validity of execution processes and results, and appropriately supervises execution. On the other hand, the execution, the Chief Executive Officer who has been greatly delegated authority from the Board of Directors will take the lead in making decisions for important business execution at the Executive Committee, will realize sustainable enhancement of corporate value as one team. To closely communicate between the Board of Directors and the Executive Committee, governance rules are established based on the Company's approach to enhance corporate value, proposals and reports are made from the Executive Committee to the Board of Directors, and deliberations and resolutions are made by the Board of Directors.

As the external business environment has undergone rapid change, comprehensive risk management is more important than ever. We comply honestly with the Ajinomoto Group Policy (AGP) that shows the ideal way of thinking and action that Ajinomoto Group companies and their officers and employees should comply with, continue to develop and properly operate our internal control system, strengthen our system that considers sustainability as an active risk-taking system, and continuously enhance our corporate value.

(2) Organizational Structure of the Corporate Governance System

The organizational structure of our corporate governance system is as follows.



(Board of Directors and Committees)

・Board of Directors

Consisting of 6 Outside Directors and 5 Internal Directors (a total of 11 members), one of the Outside Directors is the Chair of the Board. The Board of Directors, as the highest decision-making body for management, discusses and examines important management matters that greatly affect corporate value, indicates a major direction, supervise appropriate executions that reflect the opinions of stakeholders. Additionally, through ASV Management, the Company works with stakeholders and others to resolve social issues, contributes to the realization of a sustainable society, and takes responsibility for sustainable enhancement of corporate value.

・Nomination Committee

Consisting of 4 Outside Directors and 2 Internal Directors (a total of 6 members), one of the Outside Directors is the Chair of the Committee. The Committee deliberates on validity of the evaluation and reappointment of Directors, on validity of the evaluation and reappointment of Representative Executive Officer & President, and on succession planning of the Representative Executive Officer & President, etc. The Nomination Committee decides the policy of electing and dismissing Directors, proposals for the election and dismissal of Directors, and proposals of draft for selection of the Representative Executive Officer & President, etc.

・Compensation Committee

Consisting of 4 Outside Directors, one of the Outside Directors is the Chair of the Committee. The Committee deliberates and decides matters related to remuneration for Directors and Executive Officers in order to determine the remuneration of Directors and Executive Officers fairly and appropriately.

・Audit Committee

Consisting of 4 Outside Directors and 1 Internal Director (a total of 5 members), one of the Outside Directors is the Chair of the Committee. The Committee plays an important role in the function of “supervision of business execution” by the Board of Directors by auditing the legality and appropriateness of Directors’ and Executive Officers’ business execution.

・Sustainability Advisory Council

Consisting of 4 outside experts, one of these outside experts is the chair of the Council. The Sustainability Advisory Council deliberates on the establishment of Materiality from a long-term perspective, monitors sustainability-related activities and dialogue with stakeholders in relation to Materiality, and considers other matters related to sustainability, as well as matters referred to it by the Board of Directors. The content and results of these deliberations are reported to the Board of Directors as appropriate.

・Outside Director Communication Committee

The aim of the Committee is to improve the quality of supervision of business execution through the exchange of information among the Outside Directors and by mutually complementing specializations.

(Executive Committee)

The Committee will realize prompt and appropriate business execution with a team centered on the Chief Executive Officer based on major directions and mandates indicated by the Board of Directors. Deliberations and resolutions on basic plans, policies, and other important matters related to business execution will be described in the minutes along with the approval and disapproval of the members of the Executive Committee. In addition, proposals and reports to the Board of Directors are conducted in accordance with the Regulations on Board of Directors and the Minor Regulations on Board of Directors, and close communication is made so that the agenda of the Board of Directors can be set systematically and effectively. Members of the Executive Committee are consisted of the Representative Executive Officer & President and the other Executive Officers appointed by the Representative Executive Officer & President (excluding Executive Officers in charge of internal control), and approved by the Board of Directors.

(Internal control, risk management and sustainability)

・Business Conduct Committee

The Company has established the Business Conduct Committee to strengthen the Ajinomoto Group's management base and enhance corporate value by fostering an open corporate culture and building a corporate structure that is resistant to crises, etc., by raising compliance awareness and instilling AGP. In addition, the Business Conduct Committee thoroughly disseminate AGP, determine and implement various measures to respond promptly and appropriately to crises (compliance crises), etc., disseminate information to raise compliance awareness, grasp trends and respond from the viewpoint of compliance, and implement smooth and prompt responses and appropriate resolution.

・Sustainability Committee

The Company has established the Sustainability Committee to promote sustainability management. In accordance with important issues (Materiality), the Sustainability Committee formulates measures, proposes them to the Executive Committee, and manages progress. In addition, the Committee is responsible for matters related to environmental issues and human rights issues in the supply chain, which have been identified as entailing important risks and opportunities in accordance with the important issues (Materiality).

・Risk Management Committee

The Committee was established to identify risks that could hinder the realization of the "Medium-Term ASV Management 2030 Roadmap" at an early stage, assess the impact of said risks on the Ajinomoto Group, formulate countermeasures, and develop and implement various risk management measures. The Committee is responsible for matters related to major risks that call for initiative by management, such as pandemics and geopolitical risks.

・Investment, Loan and Business Scrutiny Committee

The Committee carries out multifaceted reviews of investment and loan decisions, the revitalization of businesses requiring close supervision, as well as exits from such businesses, prior to deliberations by the Executive Committee.

・M&A Committee

The M&A Committee carries out multifaceted reviews of M&A deals prior to deliberations by the Executive Committee.

(3) Reasons for Selection of the Current Corporate Governance System

The Company has selected a Company with Three Committees system to reflect the opinions of multi-stakeholders and evolve ASV Management with a more effective corporate governance system that combines appropriate supervision of execution with speedy business execution.

(4) Views on the Abilities and Diversity of the Board of Directors as a Whole

The Company has the basic policy, considering the number of members, the percentage of Internal Directors and Outside Directors, the percentage of persons who concurrently serve as Directors and Executive Officers, individual experiences, abilities, insights, internationality, gender, race, ethnicity, nationality, country of origin, cultural background, etc., for the Board of Directors composed of Independent Directors who can objectively supervise business execution from an independent standpoint, Internal Directors who concurrently serve as Executive Officers including Chief Executive Officer, and Internal Directors who are Members of the Audit Committee (Standing). In addition, in order to promote the separation of supervision and execution and further enhance the effectiveness of the management oversight function by the Board of Directors, the Outside Directors shall occupy a majority, and the Chair of the Board shall be the Outside Director.

2. Matters regarding Corporate Officers

(1) Names, Positions and Assignment in the Company and Important Positions Currently Held in Other Companies, etc. of Directors and Executive Officers

1. Directors

Position	Name	Assignment in the Company	Important Positions Currently Held in Other Companies, etc.
Outside Director (Independent Officer)	Ms. Kimie Iwata	Chair of the Board Member of the Nomination Committee Member of the Compensation Committee	Outside Director / Chair of Nomination and Remuneration Advisory Committee, Sumitomo Corporation Outside Director / Chairperson of Nominating Committee, Resona Holdings, Inc.
Outside Director (Independent Officer)	Mr. Joji Nakayama	Chair of the Nomination Committee Member of the Compensation Committee Member of the Audit Committee	
Outside Director (Independent Officer)	Mr. Atsushi Toki	Chair of the Audit Committee Member of the Nomination Committee	Representative, Meitetsu Sogo Law Office (attorney at law) Outside Director / Audit and Supervisory Committee member, Maruyama Mfg Co., Inc. Outside Director, GEOSTR Corporation
Outside Director (Independent Officer)	Ms. Mami Indo	Member of the Compensation Committee Member of the Audit Committee	Outside Director / Chairperson of the Audit Committee, Tokyo Gas Co., Ltd. Outside Director / Nomination Advisory Committee Member / Compensation Advisory Committee Member, Mitsui Fudosan Co., Ltd.
Outside Director (Independent Officer)	Ms. Yoko Hatta	Member of the Audit Committee	Outside Corporate Auditor, Kobayashi Pharmaceutical Co., Ltd. Outside Director, Nippon Paper Industries Co., Ltd. Outside Director / Audit and Supervisory Committee Member, Koei Chemical Co., Ltd.
Outside Director (Independent Officer)	Mr. Scott Trevor Davis	Chair of the Compensation Committee Member of the Nomination Committee	Professor, Department of Global Business, College of Business, Rikkyo University Outside Director / Chairperson of the Board of Directors / Nomination Committee Member / Compensation Committee Member, Bridgestone Corporation Outside Director, Chair of Nomination Committee, Compensation Committee member, Sompo Holdings, Inc.
Director	Mr. Taro Fujie	Member of the Nomination Committee	
Director	Mr. Hiroshi Shiragami	Member of the Nomination Committee	
Director	Mr. Tatsuya Sasaki		Outside Director, J-Oil Mills, Inc.

Director	Mr. Takeshi Saito		Representative Director, IMECS, Inc.
Director	Mr. Takumi Matsuzawa	Member of the Audit Committee	

2. Executive Officers

Position	Name	Assignment in the Company	Important Positions Currently Held in Other Companies, etc.
Representative Executive Officer & President	Mr. Taro Fujie	Chief Executive Officer	
Representative Executive Officer & Executive Vice President	Mr. Hiroshi Shiragami	Chief Innovation Officer (CIO) Supervision of Research and Development	
Executive Officer & Senior Vice President	Mr. Tatsuya Sasaki	General Manager, Corporate Division	Outside Director, J-Oil Mills, Inc.
Executive Officer & Senior Vice President	Mr. Yoshiteru Masai	General Manager, Food Products Division	Outside Director, Tokai Denpun Co., Ltd.
Executive Officer & Senior Vice President	Mr. Takayuki Koda	Chief Digital Officer (CDO)	
Executive Officer & Vice President	Mr. Sumio Maeda	General Manager, AminoScience Division	
Executive Officer & Vice President	Mr. Junichiro Kojima	General Manager, Institute of Food Sciences and Technologies	
Executive Officer & Vice President	Ms. Chika Morishima	In charge of Sustainability & Communications	
Executive Officer & Vice President	Mr. Takeshi Saito	Chief Transformation Officer (CXO)	Representative Director, IMCES, Inc.
Executive Officer & Vice President	Mr. Eiichi Mizutani	In charge of Finance & Investor Relations	
Executive Officer & Vice President	Mr. Ikuo Kira	General Manager, Research Institute for Bioscience Products & Fine Chemicals General Manager, Kawasaki Administration & Coordination Office	
Executive Officer & Vice President	Mr. Ichiro Sakakura		President, Ajinomoto Co., (Thailand) Ltd.
Executive Officer & Vice President	Mr. Jiro Sakamoto		President, Ajinomoto Health & Nutrition North America, Inc.
Executive Officer & Vice President	Mr. Tatsuya Okamoto	In charge of Marketing Strategy	
Executive Officer & Vice President	Ms. Masami Kashiwakura		President, Ajinomoto Europe S.A.S
Executive Officer & Vice President	Mr. Hideaki Kawana	Supervision of Frozen Foods	
Executive Officer & Vice President	Mr. Shigeo Nakamura		President, Ajinomoto do Brasil Industria e Comércio de Alimentos Ltda.

Executive Officer & Vice President	Mr. Takayuki Tahara	Supervision of Food Products Sales	
Executive Officer	Mr. Masaki Kashihara	In charge of Business Model Transformation	
Executive Officer	Mr. Smriga Miroslav	In charge of Quality Assurance	
Executive Officer	Mr. Takaaki Arashida	In charge of Corporate Planning	
Executive Officer	Ms. Shino Kayahara	In charge of Diversity & HR In charge of Nomination and Compensation Committees	
Executive Officer	Ms. Maiko Mori	General Manager, Quick Nourishment Dept.	
Executive Officer	Mr. Michael Lish	General Manager, Amino Acids Dept.	
Executive Officer	Mr. Shuhei Takehara	In charge of Internal Control and Audit Committee	

Notes: 1. 4 Directors, Mr. Taro Fujie, Mr. Hiroshi Shiragami Mr. Tatsuya Sasaki and Mr. Takeshi Saito, concurrently serve as Executive Officers.

2. There are no significant transactions and/or other special relationships between the Company and the other companies at which the Outside Directors hold important positions.
3. All Outside Directors are designated as Independent Officers as specified by the Tokyo Stock Exchange and the Company has registered them at the Tokyo Stock Exchange.
4. Mr. Takumi Matsuzawa is appointed as a Member of the Audit Committee (Standing) in order to enhance the effectiveness of auditing.
5. Ms. Yoko Hatta, a Member of the Audit Committee, possesses a respectable degree of knowledge of finance and accounting, having many years of work experience at international accounting firms.
6. As of the Company’s 145th Ordinary General Meeting of Shareholders held on June 27, 2023, Mr. Masaya Tochio retired as Director, and Mr. Takashi Nawa retired as Outside Director. Also, Mr. Takeshi Saito and Mr. Takumi Matsuzawa are appointed as Directors, and Mr. Scott Trevor Davis is appointed as Outside Director.
7. Mr. Takumi Matsuzawa retired as Executive Officer & Vice President as of the conclusion of the extraordinary meeting of the Board of Directors held on June 27, 2023, and Mr. Shuhei Takehara assumed the position of Executive Officer on the same date.
8. As of April 1, 2024, Mr. Jiro Sakamoto and Ms. Masami Kashiwakura retired as Executive Officers & Vice Presidents, and Mr. Masaru Takayanagi and Mr. Ayumu Kamiya were appointed as Executive Officer & Vice President and Executive Officer, respectively.

(2) Amounts of Compensation, etc. Paid to Directors and Executive Officers (“Executive Officers, etc.”)

(1) Policy regarding the compensation, etc., paid to individual Executive Officers, etc.

The Company’s policy regarding the compensation, etc. paid to individual Executive Officers, etc. is resolved by the Compensation Committee.

Below is an overview of the policy.

1) Basic policy regarding compensation paid to Executive Officers, etc.

(a) In line with Ajinomoto Group Policy (AGP), it will lead to medium- to long-term expansion of corporate value

(b) The level of compensation is sufficiently competitive with the market level

(c) Compensation will be determined through a transparent process that is accountable to stakeholders

2) Overview of compensation for Executive Officers, etc.

(a) Compensation for Executive Officers (including those who concurrently serve as Directors)

Comprises basic compensation, short-term company performance-linked compensation, and medium-term company performance-linked stock compensation, the details of which are as below.

(i) Basic compensation

Basic compensation is a monetary compensation that is paid every month to encourage employees to fully demonstrate the qualities and abilities that drive corporate growth and to meet their responsibilities. A fixed amount is paid monthly.

(ii) Short-term company performance-linked compensation

Short-term company performance-linked compensation is a monetary compensation that is paid at the end of June each year, depending on the performance evaluation of the entire company and each individual after the end of the fiscal year, as an incentive to encourage steady achievement of performance targets for a single fiscal year and appropriate management.

(iii) Medium-term company performance-linked stock compensation

Medium-term company performance-linked stock compensation is a performance-linked compensation that is assessed using a predetermined valuation index after the end of the three fiscal years commencing on April 1, 2023 (hereinafter referred to as the "Target Period") with the aim of achieving sustained medium-to long-term improvement in business performance and increasing corporate value of the Ajinomoto Group, and is paid in the Company's shares and the amount equivalent to the conversion and disposal of the Company's shares. The maximum monetary amount the Company contributes to the stock-granting trust (hereinafter referred to as the "Trust") for the medium-term company performance-linked stock compensation is ¥2.2 billion for the Target Period and the maximum amount of the Company’s shares to be acquired with the money contributed by the Trust is 1.1 million. The number of the Company's shares, etc. to be used for payment of compensation is obtained as follows. The evaluation index for each performance linked evaluation (calculated from the target achievement rate and evaluation weight for each evaluation index) is multiplied by the preset standard compensation amount for each job position. The total number obtained is then divided by the closing price (4,606.0 yen) of the Company's shares on March 31, 2023, to yield the number of shares to be used for payment of compensation. Half of the compensation will be delivered in the form of Company shares, and the remaining 50% will be used for payment of income tax, etc., therefore the Trust will convert this to cash by selling the shares on the market and then paying the amount equivalent to the conversion and disposal of the Company's shares. Medium-term company performance-linked stock compensation is paid to non-residents of Japan in the form of cash compensation. However, Executive Officers and their prospective successors who are deemed ineligible to receive medium-term company performance-linked stock compensation in light of the intended purpose of the Company’s medium-term company performance-linked stock compensation system will not be entitled to receive such compensation, and in the event that the Compensation Committee makes such a decision after an Executive Officer or their prospective successor has already received such compensation, the Company may demand the return of such compensation already paid to the recipient or recipients.

(b) Compensation for Outside Directors and Internal Directors who are Members of the Audit Committee

Compensation for Outside Directors shall be based solely on the basic compensation, with a fixed monetary amount paid monthly.

Compensation for Internal Directors who are Members of the Audit Committee shall be based solely on the basic compensation and shall be paid monthly in a fixed amount.

3) Policy on determining the amount of compensation of Executive Officers, etc.

(a) Method for setting the amount of compensation

The amount of compensation will be set by position based on the responsibilities of supervision and execution assumed by Executive Officers, etc.

(b) Method for determining compensation levels

(i) Compensation levels for Internal Directors and Executive Officers will be based on the 75th percentile (the top 25th percentile) of compensation levels for executives (based on the results of surveys conducted by external organizations on about 20 companies that are similar in size to the Company and also have Nomination Committees in place). In the event that such Internal Directors or Executive Officers concurrently serve as Presidents of overseas group companies, they will be paid various allowances associated with their overseas secondment, and the amount of compensation from the Company will be adjusted in consideration of the amount equivalent to income taxes that would be imposed if they worked in Japan, the amount of compensation from the overseas group company, and other relevant factors. In the event that income taxes, etc., are incurred in the country to which the Internal Director or Executive Officer has been seconded, the amount equivalent to such income taxes, etc., will be borne by the overseas group company.

(ii) Notwithstanding the above, compensation levels for Executive Officers, etc. who are most closely related to a country (or region) outside of Japan are based on the 50th to 75th percentile (top 25th to 50th percentile) of compensation levels for executives, based on the results of surveys conducted by external organizations on companies that are similar in size and business type in the country (or region) most closely related to the Executive Officer, etc. concerned. The amount of remuneration from the Company will be adjusted in consideration of the amount equivalent to taxes that would be levied if the employee worked in the relevant country. In addition to the above, in the event that income taxes, etc. are incurred in Japan as a result of the appointment of a person seconded to the Company from an overseas group company to serve as an Executive Officers, etc. of the Company, the Company will bear the amount equivalent to such income taxes, etc. in Japan.

(iii) Compensation levels for Outside Directors are based on the 75th percentile (the top 25th percentile) of compensation levels for executives (based on the results of surveys conducted by external organizations on about 20 companies that are similar in size to the Company and also have Nomination Committees in place).

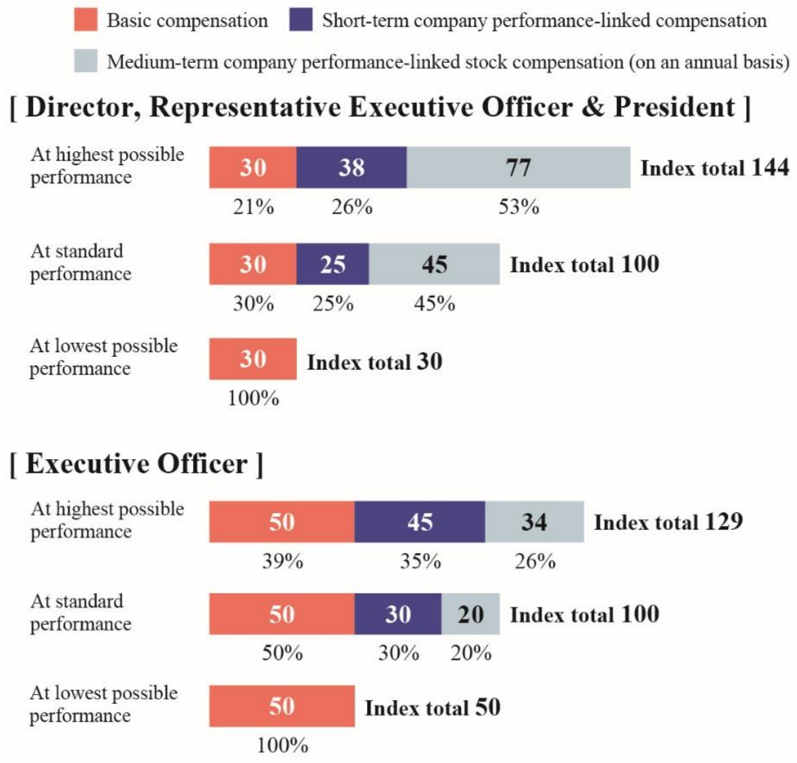
4) Policy on determining the payment ratio of performance-based compensation and compensation other than performance-based compensation

The Company’s President & Chief Executive Officer (CEO), concurrently serving as a Director and Representative Executive Officer, will be paid basic compensation, short-term company performance-linked compensation, and medium-term company performance-linked stock compensation at approximately 30:25:45 at the time of achieving the standard performance target. For Executive Officers, the ratio will be approximately 50:30:20 (for both, the ratio will be established on an annual basis*).

a) In fiscal years when medium-term company performance-linked stock compensation is paid, short-term company performance-linked compensation and medium-term company performance-linked stock compensation (monetary value conversion at the time of contribution to the Trust) account for a minimum of 0% and a maximum of around 90% of total compensation.

b) Short-term company performance-linked compensation accounts for between 0% and 56% of total compensation in fiscal years when medium-term company performance-linked stock compensation is not paid.

c) If the total compensation at the time of a standard evaluation (on an annual basis*) when the performance targets are reached is assigned an index of 100, then the indices of total compensation under the conditions of highest possible performance and of lowest possible performance, as well as the proportions of each type of compensation in total compensation are as follows.



*"on an annual basis" means when the medium-term company performance-linked stock compensation to be paid after the end of the subject period is leveled and paid annually.

5) Policy regarding the determination of evaluation indicators for performance-linked compensation

(a) Short-term company performance-linked compensation

Executive Officers who concurrently serve as Director or the Executive Officer & Chairman of Company are evaluated only on the basis of company-wide performance. Other Executive Officers are evaluated based on company-wide performance and individual performance, and the weighting of the evaluation of company-wide performance and individual performance is generally 1:1.

In addition to Sales and Business profit, which are key indicators of annual financial results, the Company's performance is calculated using Profit attributable to the owners of the parent company (all on a consolidated basis) as an evaluation indicator and using the following formula. Individual performance is determined on the basis of a predetermined compensation schedule based on an evaluation of the performance of the individual to be conducted by the Compensation Committee.

Amount of short-term company performance-linked compensation = Base amount by position × Evaluation indicators*

*The evaluation indicators are calculated based on the sum of the following three elements. If the achievement rate of each evaluation indicator exceeds 1.25, the upper limit shall be 1.25.

(Consolidated Sales achievement rate x 2 - 1) x 30%
(Consolidated Business Profit achievement rate x 2-1) x 50%
(Consolidated Net Income achievement rate x 2-1) x 20%

(b) Medium-term company performance-linked stock compensation

The following table shows the evaluation indicators, target values and weighting in evaluation of the medium-term company performance-linked stock compensation.

Evaluation indicators		Target value	Weighting in evaluation
Economic Value Indicators	ROIC (Return on Invested Capital)	FY2023: 9.5% FY2024: 10.0% FY2025: 11.0%	40%
	Relative TSR (Total Shareholders' Return)	1	20%
Social Value Indicators	Greenhouse gas emissions reduction rate	Scope 1, 2: 30% reduction Scope 3: 14% reduction	10%
	Number of individuals whose healthy life expectancy has extended	850,000,000	10%
Intangible Asset Enhancement Indicators	Employee engagement score	80%	10%
	Percentage of global female managers	35%	5%
	Corporate brand value	USD 1,484,000,000	5%

Notes: 1. ROIC (Return on Invested Capital) is calculated using the method shown below (all values are on a consolidated basis).

.: ROIC = (Operating income after tax for the fiscal year) ÷ [(Capital invested in that fiscal year + Capital invested in the previous fiscal year) ÷ 2]

Invested capital = Shareholders' equity attributable to the owners of the parent company + interest-bearing debt

2. Return on Invested Capital (ROIC) attainment shall be calculated by weighted sum of the following for each of the following years.

FY2023 actual value ÷ FY2023 target value x 25%
FY2024 actual value ÷ FY2024 target value x 25%
FY2025 actual value ÷ FY2025 target value x 50%

3. Relative TSR is calculated using the method shown below.

.: Relative TSR = (Total shareholder return on the last day of the last fiscal year) ÷ (Total benchmark shareholder yield for the period corresponding to the Company's last fiscal year)

4. Employee engagement is evaluated by averaging the values accepted as responses to nine questions about the "ASV achievement process" to determine whether employee engagement is being achieved or not.

5. Corporate brand value is evaluated based on the "Best Japan Brands" survey conducted by Interbrand to determine whether the company has succeeded or not at achieving corporate brand value.

6) Reasons why the Compensation Committee has determined that the details of individual compensation, etc. of Executive Officers, etc. follow the decision policy regarding the content of individual compensation, etc. of Executive Officers, etc.

As individual compensation, etc. of Executive Officers, etc. is paid in accordance with the compensation standard based on the decision policy established by the Compensation Committee, the details of individual compensation for Executive Officers, etc. are in line with the decision policy.

(2) Amounts of compensation, etc. paid to Executive Officers, etc.

<table>
<tr><th rowspan="4">Category</th><th rowspan="4">Number of persons to whom compensation, etc. was paid</th><th colspan="3">Total compensation, etc., by category (million yen)</th><th rowspan="4">Total compensation, etc. (million yen)</th></tr>
<tr><th>Fixed compensation</th><th colspan="2">Performance-linked compensation</th></tr>
<tr><th colspan="2">Cash compensation</th><th>Non-cash compensation</th></tr>
<tr><th>Basic compensation</th><th>Short-term company performance-linked compensation</th><th>Medium-term company performance-linked stock compensation</th></tr>
<tr><td>Directors (excluding Outside Directors)</td><td>7</td><td>245</td><td>131</td><td>191</td><td>567</td></tr>
<tr><td>Outside Directors</td><td>7</td><td>130</td><td>—</td><td>—</td><td>130</td></tr>
<tr><td>Executive Officers</td><td>23</td><td>550</td><td>392</td><td>340</td><td>1,282</td></tr>
</table>

Notes: 1. Executive Officers who concurrently serve as Directors are included in “Directors (excluding Outside Directors),” and not in “Executive Officers.”

2. The number and compensation amounts of "Directors (excluding Outside Directors)" and "Outside Directors" above include 1 Director and 1 Outside Director who served from April 1, 2023 to the conclusion of the Ordinary General Meeting of Shareholders on June 27, 2023, as well as their compensation amounts.

3. The number and compensation amounts of "Executive Officers" above include 1 Executive Officer who served from April 1, 2023 to the conclusion of the first Board of Directors meeting that was held after the conclusion of the Ordinary General Meeting of Shareholders held on June 27, 2023, as well as their compensation amounts.

4. The amounts of compensation, etc., listed above are amounts based on International Financial Reporting Standards (IFRS).

5. The following table shows the estimates, actual results and achievement rates for the short-term company performance-linked compensation evaluation indicators for the current fiscal year. The difference between a) the expected payment amount and the total amount of short-term company performance-linked compensation paid in FY2023 and b) the expected payment amount disclosed in the business report for the previous fiscal year, is included in the short-term company performance-linked compensation.

	Evaluation indicators	Estimate for the current fiscal year	Actual results for the current fiscal year	Achievement rate
1	Sales	¥1,465.0 billion	¥1,439.2 billion	98.24%
2	Business profit	¥150.0 billion	¥147.6 billion	98.45%
3	Profit for the business year attributable to the owners of the parent company	¥95.0 billion	¥87.1 billion	91.70%

6. The difference between a) the total amount of reserves for the current fiscal year and medium-term performance-linked stock compensation paid in FY2023 and b) the expected payment amount disclosed in the business report for the previous fiscal year is included in the medium-term company performance-linked compensation.
Note that “medium-term company performance-linked stock compensation” is paid to non-residents of Japan in the form of cash compensation.

7. The actual results for the medium-term company performance-linked stock compensation evaluation indicators will be confirmed following the conclusion of the subject period.

8. The above compensation includes expenses related to the partial compensation of income taxes and rent.

(3) Main Activities of Outside Directors in the Current Fiscal Year

Position	Name	Attendance of meetings (attendance rate)	Outline of duties performed by Outside Directors in their expected roles
Outside Director	Ms. Kimie Iwata	Board of Directors: 19 out of 19 meetings (100%) Nomination Committee: 11 out of 11 meetings (100%) Compensation Committee: 10 out of 10 meetings (100%)	Appropriately made comments based on her knowledge of corporate management and corporate social responsibility. At the Board of Directors meetings, as the Chair of the Board of Directors, she leads discussions and deliberations on important management matters that significantly affect corporate value, and as the Chair of the Outside Director Communication Committee, she held Outside Director Communication Committee meetings three times in FY2023, and leads the exchange of information and complementation of areas of expertise in order to improve the quality of supervision of business execution, also participating in active deliberations as a member of the Nomination Committee and Compensation Committee.
	Mr. Joji Nakayama	Board of Directors: 19 out of 19 meetings (100%) Nomination Committee: 11 out of 11 meetings (100%) Compensation Committee: 10 out of 10 meetings (100%) Audit Committee: 16 out of 16 meetings (100%)	Appropriately made comments based on his knowledge of corporate management and governance as well as the healthcare field. At the Nomination Committee meetings, as the Chair of the Committee, he leads discussions to enhance corporate governance by strengthening the fairness, transparency, and objectivity of agenda deliberations, etc. concerning the election of Director candidates and participates in active deliberations as a member of the Compensation Committee, and as a member of the Audit Committee, he appropriately audited the execution of duties by Directors and Executive Officers.
	Mr. Atsushi Toki	Board of Directors: 19 out of 19 meetings (100%) Nomination Committee: 11 out of 11 meetings (100%) Audit Committee: 16 out of 16 meetings (100%)	Appropriately made comments mainly about legal affairs and risk management based on his experience and expertise as an attorney-at-law. At the Audit Committee meetings, as the Chair of the Committee, he led discussions to ensure legal and appropriate execution of the Ajinomoto Group's business operations by auditing the execution of duties by Directors and Executive Officers, as well as the enhancement of corporate governance, and participated in active deliberations as a member of the Nomination Committee.

	Ms. Mami Indo	Board of Directors: 19 out of 19 meetings (100%) Compensation Committee: 10 out of 10 meetings (100%) Audit Committee: 16 out of 16 meetings (100%)	Appropriately made comments based on her knowledge of finance and accounting, as well as legal affairs and risk management. In addition to appropriately auditing the execution of duties by Directors and Executive Officers as a member of the Audit Committee, she participated in active deliberations as a member of the Compensation Committee.
	Ms.Yoko Hatta	Board of Directors: 19 out of 19 meetings (100%) Audit Committee: 16 out of 16 meetings (100%)	Appropriately made comments based on her knowledge of finance and accounting as well as legal affairs and risk management. As a member of the Audit Committee, she appropriately audited the execution of duties by Directors and Executive Officers.
	Mr. Scott Trevor Davis	Board of Directors: 14 out of 14 meetings (100%) Nomination Committee: 9 out of 9 meetings (100%) Compensation Committee: 6 out of 6 meetings (100%)	Appropriately made comments based on his knowledge of management strategy, global affairs, sustainability, human resources and human resource development. As Chair of the Compensation Committee, he contributed to a strengthening of the fairness, transparency, and objectivity of the decision-making processes used to determine compensation for Directors, Executive Officers, and Senior Corporate Advisors, leading discussions to enhance corporate governance, and participating in active deliberations as a member of the Nomination Committee.

(Notes) 1. The attendance rate for Mr. Scott Trevor Davis indicates his attendance at meetings of the Board of Directors, Nomination Committee and Compensation Committee after his appointment on June 27, 2023.

(4) Summary of limited liability agreements

The Company has entered into an agreement with Outside Directors to limit their liability for damages under Article 427, Paragraph 1 of the Companies Act. Financial limitations on liability for damage based on this Agreement shall be the aggregate amount as stipulated in the respective items of Article 425, Paragraph 1 of the Companies Act.

(5) Summary of limited liability agreements for officers, etc.

The Company has concluded a liability insurance policy for officers, etc., with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If a claim for damages is filed by a shareholder or a third party, those damages such as damages and dispute costs that the insured is to bear will be covered by the insurance policy. The persons insured by the liability policy are the Directors and Executive Officers of the Company, and the Directors, Audit & Supervisory Board Members and Corporate Officers of the Company’s subsidiaries. The Company will bear all premium payments for the insurance policy. The insurance policy will be renewed in September 2024.

(6) Evaluation of the Effectiveness of the Board of Directors

(1) Method of implementation

In FY2023, in addition to a questionnaire survey, interviews were conducted with an expanded scope (all Outside Directors and Directors), and the Board of Directors analyzed and evaluated the results. A summary is as follows.

(2) Results of the evaluation of the effectiveness of the Board of Directors (summary)

1) General remarks

According to the results of the questionnaire and interviews, we evaluate the effectiveness of the Board of Directors generally highly. We believe that this is a result of the continued efforts to enhance the effectiveness of the Board of Directors.

2) Initiatives taking into account the previous results

Based on the issues uncovered as a result of the effectiveness evaluation carried out in FY2022, we promoted the following reforms to the Board of Directors in FY2023. In this evaluation of the effectiveness of the Board of Directors, the results of the following initiatives were verified, and it was confirmed that they had contributed to enhancing the effectiveness of the Board of Directors. However, it was also confirmed that in some initiatives there remains room for further improvement.

(a) Further promotion of appropriate risk-taking

The Board of Directors submitted several proposals regarding the evolution of and progress reporting in regards to the high targets outlined in the “Medium-Term ASV Management 2030 Roadmap” (“2030 Roadmap”) and has encouraged appropriate risk-taking through the further enhancement of the 2030 Roadmap and the supervision of its appropriate execution. The Board of Directors has also confirmed that, in FY2024, it will focus on “providing significant direction and supporting executive risk-taking” to further enhance corporate value in a sustainable manner.

(b) Measures to ensure that stakeholders' voices are better reflected

The “Manual for the Preparation of Board of Directors' Meeting Materials,” which stipulates that stakeholder viewpoints ought to be reflected, was thoroughly disseminated within the Company, and improvements were made to the Board of Directors’ deliberation agenda, including in regards to the setting of agenda items with an awareness of stakeholder viewpoints.

(c) Enhanced deliberations on M&A and IT governance

The Board of Directors discussed M&A once, in July 2023 and IT governance twice, in April 2023 and March 2024; in FY2024, the Board plans to reestablish an agenda for further discussions based on a review of the “Seven Important Management Matters.”

(d) Enhancement of measures to improve the overall literacy of the Board of Directors

The Board of Directors continued to improve the literacy of all Directors by expanding the target audience for Director trainings to include all Directors and by providing them with opportunities to acquire the knowledge necessary to flexibly respond to changes in the Company's business environment.

(e) Expanded utilization of Outside Director Communication Committee and Outside Director study sessions

The secretariat of the Board of Directors participated in the Outside Director Communication Committee in order to organize the issues to be discussed at the Board of Directors meetings and to facilitate further utilization of the Committee’s meetings as a forum to enhance the deliberations conducted at Board of Directors meetings, as well as the exchange of opinions among Outside Directors. Outside Director study sessions continued to be utilized as a forum for promoting further understanding of the Company's business.

3) Newly identified issues and measures to address them

The Company has established "seven important management matters" that it believes will have a significant impact on its corporate value over the medium to long term, and these issues are being deliberated upon at the Board of Directors meetings. During the most recent Board effectiveness evaluation, opinions were raised to the effect of pointing out the need to review the specific content of these matters, and in FY2024, the Company will redefine its important management matters based on these opinions. It will then deliberate on the redefined management matters in a planned and sequential manner.

3. Matters regarding Accounting Auditor

(1) Name of Accounting Auditor

KPMG AZSA LLC

(2) Amount of compensation, etc. to be paid to the Accounting Auditor

1) Amount of compensation, etc. to be paid to the Accounting Auditor regarding the fiscal year ended March 31, 2024

Description	Amount of fees to be paid for audit and attestation services (Millions of yen)	Amount of fees to be paid for non-audit services (Millions of yen)
The Company	247	3
The consolidated subsidiaries	106	34
Total	354	38

Notes: 1. The audit engagement agreement entered into by the accounting auditor and the Company does not clearly make a distinction between compensation, etc. for audit under the Companies Act and compensation, etc. for audit under the Financial Instruments and Exchange Act, and both are also substantially indistinguishable. Accordingly, the total amount is stated in the amount of fees to be paid for audit and attestation services.

2. After obtaining necessary information on the status of the execution of duties in the previous fiscal year, etc., and taking into consideration the "Practical Guidelines Related to Coordination with Accounting Auditors" announced by the Japan Audit & Supervisory Board Members Association, the Audit Committee has considered the validity of the content of the auditing plan of the Accounting Auditor, the calculation basis for the estimated amount of compensation, etc., and has judged that the aforementioned amount of fees to be paid for audit and attestation services at the Company (excluding the amount that can be clearly distinguished as pertaining to audit under the Companies Act) is justifiable and has given its consent, as provided for in Article 399, Paragraph 1 of the Companies Act.

3. The Company has commissioned the Accounting Auditor to perform services other than those stipulated in Article 2, Paragraph 1 of the Certified Public Accountants Act (non-audit services)—namely, the "comfort letter writing services," etc.—and has compensated them for such services.

2)Total amount of monetary and other financial benefits to be paid by the Company and its subsidiaries to the Accounting Auditor

The total amount of monetary and other financial benefits to be paid by the Company and its subsidiaries to the Accounting Auditor is ¥392 million.

(3) Matters related to audits of subsidiaries

Among the Company's important consolidated subsidiaries, 25 subsidiaries are audited (limited to those according to the provisions of the Companies Act or the Financial Instruments and Exchange Act (or overseas laws and ordinances equivalent to these laws)) by Certified Public Accountants or audit firms (including those with equivalent overseas qualifications) other than the accounting auditor of the Company.

(4) Policy for decisions on dismissal or non re-appointment of the accounting auditor

In the event that the accounting auditor is recognized to have fallen under any of the items in Article 340, Paragraph 1 of the Companies Act, the Audit Committee shall dismiss the accounting auditor, based on the consent of all Members of the Audit Committee. In this case, a Member of the Audit Committee selected by the Audit Committee shall report the fact that the accounting auditor was dismissed and the reasons for the dismissal at the first General Meeting of Shareholders convened after the dismissal.

In addition, if the Audit Committee recognizes that it is necessary to change the Accounting Auditor, such as cases when it conducts a comprehensive evaluation in accordance with evaluation indicators related to the Accounting Auditor's qualifications, independence from the Company, expertise, and other criteria, and finds that there are issues preventing the Accounting Auditor from executing its duties, then it shall determine the content of a proposal related to the dismissal or non-reappointment of the Accounting Auditor to be submitted at the General Meeting of Shareholders.

End

Reference: Percentages and per-share figures stated in this Business Report are rounded off to the indicated units. All other figures stated in this Business Report are truncated to the indicated units.

(Attached Document)

Consolidated Financial Statements (prepared in accordance with IFRS)

Consolidated Statements of Financial Position

(As of March 31, 2024)

(Millions of yen)

Assets

	FY ended March 31, 2024 (as of March 31, 2024)	**FY ended March 31, 2023** (Reference) (as of March 31, 2023)
Assets		
Current assets		
Cash and cash equivalents	171,537	132,777
Trade and other receivables	185,564	163,714
Other financial assets	22,650	12,312
Inventories	287,122	269,822
Income taxes receivable	22,505	12,674
Others	20,252	24,235
Sub total	709,632	615,537
Assets of disposal groups classified as held for sale	—	—
Total current assets	**709,632**	**615,537**
Non-current assets		
Property, plant and equipment	587,407	536,565
Intangible assets	97,810	65,916
Goodwill	146,003	92,114
Investments in associates and joint ventures	128,538	119,825
Long-term financial assets	54,097	53,749
Deferred tax assets	8,565	8,969
Others	42,439	19,056
Total non-current assets	**1,064,863**	**896,197**
Total assets	**1,774,495**	**1,511,734**

Liabilities

	FY ended March 31, 2024 (as of March 31, 2024)	**FY ended March 31, 2023** (Reference: as of March 31, 2023)
Liabilities		
Current liabilities		
Trade and other payables	231,979	197,981
Short-term borrowings	97,553	12,599
Commercial papers	53,000	—
Current portion of bonds	—	19,988
Current portion of long-term borrowings	37,717	16,733
Other financial liabilities	8,781	11,084
Short-term employee benefits	45,916	42,141
Provisions	4,440	7,723
Income taxes payable	7,031	15,990
Others	15,045	15,402
Sub total	501,465	339,644
Liabilities of disposal groups classified as held for sale	—	—
Total current liabilities	**501,465**	**339,644**
Non-current liabilities		
Corporate bonds	149,626	119,696
Long-term borrowings	104,598	119,548
Other financial liabilities	54,544	54,984
Long-term employee benefits	28,865	26,568
Provisions	3,905	3,499
Deferred tax liabilities	44,472	22,361
Others	2,951	2,461
Total non-current liabilities	**388,965**	**349,120**
Total liabilities	**890,431**	**688,765**
Equity		
Common stock	79,863	79,863
Capital surplus	—	—
Treasury stock	(49,164)	(1,342)
Retained earnings	657,782	652,307
Other components of equity	126,208	37,848
Other components of equity related to disposal groups classified as held for sale	—	—
Equity attributable to owners of the parent company	814,690	768,676
Non-controlling interests	69,373	54,292
Total equity	**884,064**	**822,968**
Total liabilities and equity	**1,774,495**	**1,511,734**

(Attached Document)

Consolidated Statements of Income

(From April 1, 2023 to March 31, 2024)

(Millions of yen)

	FY ended March 31, 2024 (April 1, 2023 to March 31, 2024)	FY ended March 31, 2023 (reference) (April 1, 2022 to March 31, 2023)
Sales	1,439,231	1,359,115
Cost of sales	(927,783)	(888,727)
Gross profit	511,448	470,387
Share of profit of associates and joint ventures	4,730	4,326
Selling expenses	(201,631)	(186,488)
Research and development expenses	(28,766)	(25,867)
General and administrative expenses	(138,099)	(127,017)
Business profit	147,681	135,341
Other operating income	20,487	40,983
Other operating expenses	(21,486)	(27,396)
Operating profit	146,682	148,928
Financial income	7,775	6,099
Financial expenses	(12,414)	(14,994)
Profit before income taxes	142,043	140,033
Income taxes	(40,011)	(39,863)
Profit	102,032	100,170
Attributable to:		
Owners of the parent company	87,121	94,065
Non-controlling interests	14,911	6,104

(Attached Document)

Consolidated Statements of Changes in Equity

(From April 1, 2023 to March 31, 2024)

(Millions of yen)

	Equity attributable to owners of the parent company							
					Other components of equity			
	Common stock	Capital surplus	Treasury stock	Retained earnings	Net gain (loss) on revaluation of financial assets measured at fair value through other comprehensive income	Remeasure-ments of defined benefit pension plans	Cash flow hedges	Cost of hedging surplus
Balance as of April 1, 2023	79,863	—	(1,342)	652,307	18,758	(8,779)	(1,354)	(338)
Profit				87,121				
Other comprehensive income					7,383	11,051	667	107
Comprehensive income	—	—	—	87,121	7,383	11,051	667	107
Purchase of treasury stock			(91,341)					
Disposal of treasury stock		0	1					
Retirement of treasury stock		(43,062)	43,062					
Dividends				(38,813)				
Changes in transactions with non-controlling interests								
Changes due to business combinations								
Changes due to loss of control of subsidiaries								
Changes in ownership interests in subsidiaries that do not result in loss of control		(4,055)						
Transfer from other components of equity to retained earnings				4,413	(4,413)			
Transfer of negative balance of other capital surplus		47,221		(47,221)				
Transfer to non-financial assets							(304)	
Stock-based remuneration transaction		(78)	454					
Other		(24)		(24)				
Total net changes in transactions with owners of the parent company	—	—	(47,822)	(81,645)	(4,413)	—	(304)	—
Balance as of March 31, 2024	79,863	—	(49,164)	657,782	21,728	2,271	(991)	(231)

	Equity attributable to owners of the parent company					Non-controlling interests	Total
	Other components of equity			Other components of equity related to disposal groups classified as held for sale	Total		
	Exchange differences on translation of foreign operations	Share of other comprehensive income (loss) of associates and joint ventures	Total				
Balance as of April 1, 2023	30,999	(1,436)	37,848	—	768,676	54,292	822,968
Profit			—		87,121	14,911	102,032
Other comprehensive income	74,558	(689)	93,078		93,078	4,442	97,520
Comprehensive income	74,558	(689)	93,078	—	180,199	19,353	199,553
Purchase of treasury stock			—		(91,341)		(91,341)
Disposal of treasury stock			—		1		1
Retirement of treasury stock			—		—		—
Dividends			—		(38,813)	(3,629)	(42,443)
Changes in transactions with non-controlling interests			—		—	(381)	(381)
Changes due to business combinations			—		—	(1,516)	(1,516)
Changes due to loss of control of subsidiaries			—		—	(555)	(555)
Changes in ownership interests in subsidiaries that do not result in loss of control			—		(4,055)	(1,832)	(2,222)
Transfer from other components of equity to retained earnings			(4,413)		—		—
Transfer of negative balance of other capital surplus			—		—		—
Transfer to non-financial assets			(304)		(304)		(304)
Stock-based remuneration transaction			—		376		376
Other			—		(49)	(21)	(71)
Total net changes in transactions with owners of the parent company	—	—	(4,718)	—	(134,186)	(4,271)	(138,457)
Balance as of March 31, 2024	105,558	(2,125)	126,208	—	814,690	69,373	884,064

Notes to the Consolidated Financial Statements

Notes regarding Significant Items for the Preparation of Consolidated Financial Statements

1. Basis of preparation

The consolidated financial statements of the Company and its subsidiaries (hereinafter the "Ajinomoto Group") have been prepared in accordance with International Financial Reporting Standards (hereinafter "IFRS") pursuant to the provisions under Article 120, Paragraph 1 of the Rules of Corporate Accounting. Pursuant to the provisions of the second sentence of the above Paragraph, certain disclosure items required under IFRS are omitted.

2. Scope of consolidation

Number of consolidated subsidiaries:
111 companies
Names of main companies:
Ajinomoto Frozen Foods Co., Inc., Ajinomoto Food Manufacturing Co., Ltd., Ajinomoto AGF, Inc., and Ajinomoto do Brasil Indústria e Comércio de Alimentos Ltda.
Additionally, following the acquisition of equity interest in Forge Biologics Holdings, LLC during the current fiscal year, the company and its five subsidiaries were made consolidated subsidiaries.

3. Scope of application of the equity method

Number of associates and joint ventures accounted for using equity method:
15 companies
Names of main companies:
EA Pharma Co., Ltd., J-Oil Mills, Inc., and Promasidor Holdings Limited

4. Fiscal year, etc. of consolidated subsidiaries

The fiscal year-end for Ajinomoto Lakson Pakistan (Private) Limited is June 30, and the fiscal year-end for 20 consolidated subsidiaries including Ajinomoto del Peru S.A., is December 31, but all prepare financial statements as of March 31 for consolidation purposes.

5. Accounting policies

(1) Valuation standards and methods for significant assets

1) Financial assets

Financial assets are classified into financial assets measured at amortized cost, financial assets measured at fair value through other comprehensive income, and financial assets measured at fair value through profit or loss at initial recognition. The Ajinomoto Group initially recognizes financial assets on the transaction date when it becomes a contracting party to the financial asset. Financial assets measured at fair value through profit or loss are initially measured at fair value, while other financial assets are measured at fair value plus transaction costs that are directly attributable to the financial asset.

The Ajinomoto Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the financial asset.

(a) Financial assets measured at amortized cost

Financial assets are classified as financial assets measured at amortized cost if both of the following conditions are met:

- Assets are held in accordance with a business model whose objective is to hold assets to collect contractual cash flows, and
- Cash flows that are solely payments of principal and interest on the outstanding balance of the principal are generated on a specific date.

They are subsequently measured at amortized cost using the effective interest method.

(b) Financial assets measured at fair value through other comprehensive income (debt instruments)

Financial assets held by the Ajinomoto Group that meet both of the following conditions are classified as debt instrument measured at fair value through other comprehensive income:

- They are held in accordance with a business model whose objective is achieved by both the collection of contractual cash flows and the sales of assets, and
- Under the contractual terms, cash flows that are solely payments of principal and interest on the outstanding balance of the principal are generated on a specific date.

After initial recognition, they are measured at fair value, with subsequent changes recognized in other comprehensive income. Upon disposal, any cumulative gains or losses recognized through other comprehensive income are reclassified from other components of equity to profit or loss as a reclassification adjustment.

(c) Financial assets measured at fair value through other comprehensive income (equity instruments)

For investments in equity instruments, the Ajinomoto Group has made an irrevocable election to recognize subsequent changes in fair value in other comprehensive income, and classifies them as equity instruments measured at fair value through other comprehensive income.

After the initial recognition, they are measured at fair value, with subsequent changes in fair value recognized in other comprehensive income. Upon disposal, any cumulative gains or losses recognized through other comprehensive income are reclassified from other components of equity to retained earnings.

Dividends from financial assets measured at fair value through other comprehensive income are recognized in profit or loss as financial income.

(d) Financial assets measured at fair value through profit or loss

Financial assets other than financial assets measured at amortized cost and financial assets measured at fair value through other comprehensive income described above are classified as financial assets measured at fair value through profit or loss. There are no financial assets that the Group has made an irrevocable designation as financial assets measured at fair value through profit or loss at initial recognition.

After initial recognition, subsequent changes in fair value are recognized in profit or loss.

2) Impairment of financial assets

A loss allowance is recognized for expected credit losses on financial assets measured at amortized cost and financial assets measured at fair value through other comprehensive income (debt instruments). Addition to the loss allowances for expected credit loss on financial assets is recognized in profit or loss. Should the balance of the loss allowance decrease, the reversal of the loss allowance is recognized in profit or loss.

3) Financial liabilities

Financial liabilities are classified as financial liabilities measured at amortized cost and financial liabilities measured at fair value through profit or loss at initial recognition. The Ajinomoto Group initially recognizes financial liabilities on the transaction date when it becomes a party to the contractual provisions of a financial liability. Financial liabilities measured at amortized cost are initially measured at fair value less transaction costs directly attributable to the issue of the financial liabilities, and financial liabilities measured at fair value through profit or loss are initially measured at fair value.

Financial liabilities are derecognized when they are extinguished, that is, when the obligation in the contract is discharged, cancelled or expires.

(a) Financial liabilities measured at amortized cost

After initial recognition, financial liabilities measured at amortized cost are measured at amortized cost using the effective interest method.

(b) Financial liabilities measured at fair value through profit or loss

After initial recognition, financial liabilities measured at fair value through profit and loss are measured at fair value, with subsequent changes in fair value recognized in profit or loss.

4) Derivatives and hedge accounting

The Ajinomoto Group uses derivatives, including foreign exchange forward contracts and interest rate swaps, in order to hedge exposures to foreign exchange rate and interest rate fluctuations.

In applying hedge accounting, at the inception of a transaction, the Ajinomoto Group makes a formal designation and prepares documentation of the hedging relationship, the risk management objective and the strategy for undertaking the hedge. The documentation includes the identification of the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and the method of assessing the effectiveness of hedging instrument in offsetting exposures to fair value or cash flow fluctuations of hedged items arising from the hedged risk. An ongoing assessment of hedge effectiveness is performed at the end of each fiscal year or upon a significant change in circumstances affecting the hedge effectiveness, whichever comes first.

Derivatives are initially recognized at fair value. After initial recognition, the fair value measurement is continuously applied, with subsequent changes in fair value accounted for as follows:

(a) Fair value hedges

Changes in the fair value of a derivative classified as a hedging instrument are recognized in profit or loss. Changes in the fair value of the underlying hedged item are recognized in profit or loss by adjusting the carrying value of the hedged item.

(b) Cash flow hedges

The effective portion of changes in the fair value of a derivative classified as a hedging instrument is recognized in other comprehensive income. The ineffective portion of fair value changes is recognized in profit or loss.

For cash flow hedging relationships that hedge foreign exchange risk, the Group designates only changes in the fair value of the direct component of the hedging instrument. Changes in the fair value of the forward component are accounted for separately as a cost of the hedge.

If a hedged forecast transaction subsequently results in the recognition of a non-financial asset or liability, or a hedged forecast transaction for a non-financial asset or liability becomes a firm commitment for which fair value hedge accounting is applied, the initial carrying amount of the non-financial asset or liability is adjusted for the amount recognized in other comprehensive income.

Cash flow hedges other than those mentioned above are reclassified from other components of equity to profit or loss in the accounting period or periods during which the hedged future cash flows affect profit or loss. Notwithstanding, if a loss is recognized and the recoverability of all or a portion of that loss in one or more future periods is doubtful, the unrecoverable amount is transferred immediately to profit or loss.

Hedge accounting is discontinued prospectively when a hedging instrument expires or is sold, cancelled or exercised, the hedge does not meet the conditions for hedge accounting. If a forecast transaction is no longer expected to occur, the amount recognized in other comprehensive income is reclassified immediately from other components of equity to profit or loss.

(c) Derivatives not designated as hedges

Changes in the fair value of derivatives not designated as hedges are recognized in profit or loss.

5) Inventories

The cost of inventories comprises the purchase cost, the processing cost and all other costs incurred in bringing the inventories to their present location and condition. The Ajinomoto Group’s main cost formula is the weighted average method. The cost of inventories that are not ordinarily interchangeable and used for goods or services for specific projects are determined by using specific identification of their individual costs.

Inventories are measured at the lower of cost or net realizable value. Net realizable value is determined at the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

6) Impairment of non-financial assets

At the end of fiscal year, the Ajinomoto Group assesses whether there is any indication that a non-financial asset may be impaired. If an indication of impairment exists, the recoverable amount of the asset or cash-generating unit is estimated. Goodwill, intangible assets with indefinite useful lives and intangible assets currently not available for use are tested for impairment every year and whenever there is an indication of impairment. Goodwill is allocated to a cash-generating unit (minimum unit or unit group), which is expected to earn cash flows from the synergy of the business combination.

The recoverable amount is the higher of the fair value less costs of disposal or the value in use of an asset or a cash-generating unit. When the recoverable amount of an asset or a cash-generating unit is less than its carrying amount, the carrying amount is reduced to its recoverable amount and the difference is recognized in profit or loss as an impairment loss. An impairment loss recognized is first allocated to reduce the carrying amount of the goodwill allocated to the cash-generating unit and then to reduce the carrying amount of other assets in the cash-generating unit, excluding the goodwill, on a pro rata basis.

At the end of fiscal year, the Ajinomoto Group assesses whether there is an indication that the impairment loss recognized in prior periods for an asset, excluding goodwill, or cash-generating unit may no longer exist or may have decreased. If such indication exists, the Ajinomoto Group estimates the recoverable amount, and reverses the impairment loss by increasing the carrying amount of the asset or cash-generating unit. The increase in the carrying amount of an asset or cash-generating unit attributable to a reversal of an impairment loss should not exceed the carrying amount, which would have been determined (net of amortization or depreciation) had no impairment loss been recognized for the asset or cash-generating unit in prior years. A reversal of an impairment loss is recognized immediately in profit or loss. Impairment losses recognized on goodwill are not reversed in subsequent periods.

(2) Depreciation and amortization of significant depreciable assets

1) Property, plant and equipment (excluding right-of-use assets)

Property, plant and equipment are measured at cost on initial recognition. The cost of property, plant and equipment comprises the acquisition price, costs directly attributable to the acquisition, costs of dismantling, removing of assets and restoring the site to the original condition and borrowing costs.

After initial recognition, the Ajinomoto Group applies the cost model for measurement and carries the asset at cost less accumulated depreciation and accumulated impairment losses.

Except for non-depreciable assets, such as land, property, plant and equipment are depreciated on a straight-line basis over their useful lives.

The useful lives of major classes of property, plant and equipment are as follows:

- Buildings and structures:	3 to 50 years
- Machinery and vehicles:	2 to 20 years
- Tools, furniture and fixtures:	2 to 20 years

Residual values, useful lives, and depreciation methods are reviewed at the end of each fiscal year. Changes in residual value, useful lives or depreciation methods are accounted for as a change in accounting estimate.

2) Intangible assets

(a) Goodwill

The Group recognizes goodwill as of the acquisition date measured as the excess of a) over b) as described below:

a) the aggregate of the consideration transferred and the amount of non-controlling interest in the acquiree

b) the acquisition-date fair values of the identifiable assets acquired and the liabilities assumed

After initial recognition, goodwill is measured at acquisition cost less accumulated impairment losses, and not subject to amortization.

Goodwill is derecognized when an asset in the cash-generating unit (or its disposal group) is disposed of. In determining gain or loss on disposal, the goodwill related to the operation to be disposed of is included in the carrying value of the operation.

(b) Intangible assets (excluding right-of-use assets)

Intangible assets are initially measured at cost. The acquisition cost of an intangible asset acquired in a business combination is measured at fair value as of the acquisition date. Expenditures for internally generated intangible assets are recognized as an expense as incurred, except for development expenditures that qualify for capitalization.

For measurement after initial recognition, the cost model is applied and the intangible asset is carried at cost less accumulated amortization and accumulated impairment losses.

Intangible assets with definite useful lives are amortized on a straight-line basis over their respective useful lives.

The useful lives of major classes of intangible assets with definite useful lives are as follows:

- Software:	3 to 5 years
- Trademarks:	up to 20 years
- Patents:	up to 10 years
- Customer relationships:	6 to 17 years

Useful lives and amortization methods for intangible assets with definite useful lives are reviewed at the end of each fiscal year. If there is a change in the useful life or amortization method, it is accounted for as a change in accounting estimate. The residual value is deemed to be zero.

Intangible assets with indefinite useful lives or that are not yet available for use are not amortized. For intangible assets with indefinite useful lives, the Ajinomoto Group reviews at the end of each fiscal year, whether an event or condition, which led to the conclusion that an asset has no definite life, continues to exist.

(c) Leases

As a lessee, the Group recognizes right-of-use assets and lease liabilities at the commencement date of the lease transaction. Lease liability is measured at the present value of the total lease payments payable, and right-of-use assets are measured based on the initial direct cost incurred by the lessee and the terms and conditions of the lease, such as lease payments made before the commencement date, and the acquisition cost adjusted for costs such as the obligation to restore to original condition.

After initial recognition, the right-of-use asset is depreciated using the straight-line method over the shorter of its useful life or the lease period.

Lease fees are allocated to financial expense and repayments on lease liabilities based on the effective interest rate method, and interest costs are recognized in the consolidated income statement.

However, for short-term leases with a lease term of 12 months or less and leases with a small underlying asset amount, the right-of-use asset and lease liability are not recognized, and the lease payments are recognized as expenses over the lease term using the straight-line method.

(3) Provisions

Provisions are recognized when the Ajinomoto Group has a present obligation (legal or constructive) as a result of past events, an outflow of resources embodying economic benefits required to settle the obligation is highly probable and the amount of the obligation can be reliably estimated.

Where the effect of the time value of money is material, the present value of the expenditures expected to be required to settle the obligation is used for the amount of provision. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

(4) Post-employment benefits

The Ajinomoto Group sponsors defined benefit plans and defined contribution plans as post-employment benefit plans.

For defined benefit plans, the determination of the present value of the defined benefit obligations and the related current service cost and past service cost are based on the projected unit credit method. The discount rate is mainly determined based on the high quality corporate bond market yields at the end of the fiscal year, corresponding to the estimated benefit payments. The retirement benefit liability or asset is presented by netting the fair value of plan assets and the present value of the defined benefit obligation. Net interest on the retirement benefit liability or asset is recognized in profit or loss as financial expenses or income.

Remeasurements of the net defined benefit obligations and plan assets are recognized in other comprehensive income, and not reclassified to profit or loss in subsequent periods. Past service cost is recognized as an expense in the period in which it arises.

(5) Foreign currencies translation

1) Functional currency

Each company in the Ajinomoto Group prepares separate financial statements using its functional currency. Most of these companies use the local currency as their functional currency, but where a business environment in which they operate uses currency other than the local currency, they use that currency as the functional currency.

The consolidated financial statements of the Ajinomoto Group are presented in the millions of Japanese yen, which is the functional currency of the Company.

2) Translation of foreign-currency denominated transactions

Foreign-currency transactions are recorded in a functional currency using the spot exchange rate or the rate that approximates the exchange rate at the transaction date. Subsequently, monetary items denominated in foreign currencies are translated using the spot exchange rates as of the end of the fiscal year. Foreign currency-denominated non-monetary items measured at fair value are translated using the spot exchange rates at the fair value measurement date. Foreign currency-denominated non-monetary items measured at historical cost are continuously translated using the spot exchange rate at the transaction date or the rate that approximates that exchange rate.

Translation differences arising from the translation or settlement of foreign currency transactions are recognized in profit or loss; provided that translation differences arising from financial assets measured at fair value through other comprehensive income and cash flow hedges are included in other comprehensive income.

3) Translation of financial statements of foreign operations

Assets and liabilities of foreign operations are translated into Japanese yen using the spot exchange rate at the end of the fiscal year, and revenues and expenses are translated using the spot exchange rate at the transaction date or the rate that approximates the spot exchange rate, respectively. Translation differences are recognized in other comprehensive income. In case of disposing of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation is reclassified to profit or loss in the period of disposal. Furthermore, the Company has determined that the Republic of Turkey, where one of the Company's subsidiaries is located, is in a hyperinflationary economy as defined by IAS 29, “Financial Reporting in Hyperinflationary Economies,” however it has not applied this standard because the effect on the consolidated financial statements resulting from its application would be immaterial.

(6) Revenue recognition

IFRS 15 requires the Group to recognize revenue, excluding interest, dividend income recognized in accordance with IFRS 9 and insurance revenue recognized in accordance with IFRS 17, upon transfer of promised goods or services to customers in amounts that reflect the consideration to which the Group expects to be entitled in exchange for those goods or services based on the following five-step approach:

Step 1: Identify the contracts with customers
Step 2: Identify the performance obligations in each contract
Step 3: Determine the transaction price
Step 4: Allocate the transaction price to the performance obligations in the contract
Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

(7) Other significant items for the preparation of consolidated financial statements

Presentation of amounts

Amounts less than one million yen are rounded down.

Notes on Changes in Accounting Policies

No material changes.

(1) Whether to recognize impairment losses on goodwill and intangible assets with indefinite lives

1) Amount recognized in the consolidated financial statements for the current fiscal year

The consolidated financial statements for the current fiscal year include goodwill of ¥33,298 million arising from the acquisition of Ajinomoto Foods North America, Inc., goodwill of ¥30,906 million and intangible assets with indefinite lives of ¥25,907 million arising from the acquisition of Ajinomoto AGF, Inc., and goodwill of ¥23,439 million related to Bio-Pharma Services (CDMO) small/medium/large molecule API business, and goodwill of ¥45,990 million related to

Bio-Pharma Services (CDMO) gene therapy business.

2) Other information that helps users of the consolidated financial statements understand the content of accounting estimates

Goodwill and intangible assets with indefinite useful lives are required to be tested for impairment on an annual basis. In the impairment test, the higher of either the value in use of each cash-generating unit or the fair value less costs to dispose of the asset, is used to determine the recoverable amount, and if the recoverable amount is less than the carrying amount, an impairment loss is recognized.

The estimated recoverable amount of the cash-generating unit of Ajinomoto Foods North America, Inc., Ajinomoto AGF, Inc., the Bio-Pharma Services (CDMO) small/medium/large molecule API business, and the Bio-Pharma Services (CDMO) gene therapy business is calculated using the discounted cash flow method.

The key assumptions used in the calculation of such recoverable amounts include the sales and operating profit margins in the business plans underlying the future cash flows, the growth rates used to extend the future cash flows, and the discount rates applied to the future cash flows. Those assumptions are subject to management's judgment and may affect the financial position and financial performance in the following fiscal year.

Notes to Consolidated Statements of Financial Position

1. Accumulated depreciation of property, plant and equipment

¥910,981 million

2. Loss allowance directly deducted from assets

(Millions of yen)

Trade and other receivables	1,361
Long-term financial assets	271

Notes to Consolidated Statements of Income

1. Impairment losses

Non-financial assets for which impairment losses are recognized are as follows:

(1) Impairment losses recognized by asset type

The Ajinomoto Group recognized impairment losses of ¥3,736 million for the fiscal year ended March 31, 2024. These impairment losses were recorded in “Other operating expenses” in the consolidated statement of income.

(Millions of yen)

	Current fiscal year (From April 1, 2023 to March 31, 2024)
Buildings and structures	1,731
Machinery and vehicles	1,541
Tools, furniture and fixtures	154
Construction in progress	285
Software	23
Total	3,736

(2) Details of major assets for which impairment losses were recognized

Details have been omitted because no material impairment losses were recognized in the current fiscal year.

2. Gain on sale of fixed assets

The Group recorded a gain on sale of fixed assets of ¥14,604 million in other operating income for the current fiscal year. This was mainly due to a gain on sale of ¥12,249 million of former factory land, etc. owned by Ajinomoto (Malaysia) Berhad.

Notes on Revenue Recognition

Revenue recognized from contracts with customers is presented as sales.

1. Details of goods and services

(1) Seasonings and Foods

Seasonings and Foods segment of the Group earns revenues mainly from sales of seasonings, nutritional and processed foods, to general consumers, and the provision of services to restaurants and the food processing industry.

In these sales contracts with customers, the Company has obligations to deliver ordered products. The Company typically satisfies its performance obligations upon delivery. The payment due date depends on individual contracts, but is consistent with market conventions, and the promised amount of consideration does not have a significant financial component.

Rebates are deducted from sales only to the extent that it is highly probable that a significant reversal in revenue recognized will not occur. In Japan, rebates are calculated by multiplying the actual sales volume for a certain period by the rebate rate expected to be achieved, based on the contract with the customer. Overseas, the rebate is calculated by estimating the sales volume for a certain period and multiplying it by the rebate rate in line with actual sales results.

(2) Frozen Foods

Frozen Foods segment of the Group earns revenues mainly from sales of frozen foods.

In these sales contracts with customers, the Company has obligations to deliver ordered products. The Company typically satisfies its performance obligations upon delivery. The payment due date depends on individual contracts, but is consistent with market conventions, and the promised amount of consideration does not have a significant financial component.

Rebates are deducted from sales only to the extent that it is highly probable that a significant reversal in revenue recognized will not occur. Rebates are estimated by multiplying the actual sales performance for a certain period by the rebate rate expected to be achieved, based on the contract with the customer.

(3) Healthcare and Others

Healthcare and Others segment of the Group earns revenues mainly from provision of amino acids for pharmaceuticals and foods, biopharmaceutical services (CDMO), and the sale of functional materials (electronic materials and others).

"Amino Acids for Pharmaceuticals and Foods" business sells pharmaceutical and food ingredients, where the Company has obligations to deliver ordered products.

"Bio-Pharma Services (CDMO)" business engages in manufacturing and developing pharmaceutical intermediates and active ingredients. The Company typically satisfies its performance obligations when the manufacture and development are considered complete. The payment due date depends on individual contracts, but is consistent with market conventions, and the promised amount of consideration does not have a significant financial component.

"Functional Materials (electronic materials and others)" business sells functional materials and other products for domestic and overseas customers, where the Company has obligations to deliver ordered products. The Company typically satisfies its performance obligations upon delivery. The payment due date depends on individual contracts, but is consistent with market conventions, and the promised amount of consideration does not have a significant financial component.

"Others" business mainly sells feed-use amino acids, health foods and supplements for athletes.

Rebates are deducted from sales only to the extent that it is highly probable that a significant reversal in revenue recognized will not occur. The amount of rebates is estimated by multiplying actual sales results for a certain period by a rebate rate expected to be reached based on contracts with customers.

2. Breakdown of sales

The Group disaggregates revenue from contracts with customers into major product categories in each reportable segment based on the contracts with customers.

(Millions of yen)

Reportable Segment	Major Product Categories	Current fiscal year (From April 1, 2023 to March 31, 2024)
Seasonings and Foods	Sauce & Seasonings	425,315
	Quick Nourishment	228,586
	Solutions & Ingredients	193,074
	Subtotal	846,977
Frozen Foods	Frozen Foods	281,870
	Subtotal	281,870
Healthcare and Others	Amino Acids for Pharmaceuticals and Foods	52,478
	Bio-pharma Services (CDMO)	79,458
	Functional Materials (electronic materials and others)	60,869
	Others	101,757
	Subtotal	294,564
Others		15,819
Total		1,439,231

3. Contract balance

The balance of contract liabilities arising from contracts with customers at the end of the current fiscal year are as follows

(Millions of yen)

	Current fiscal year (From April 1, 2023 to March 31, 2024)
Contract liabilities	11,256

Revenue recognized in the current fiscal year that was included in the opening balance of contract liabilities was ¥8,589 million.

Contract liabilities are primarily related to advance consideration received from customers under manufacturing service agreements for pharmaceutical products and are included in “Other current liabilities.”

4. Transaction price allocated to the remaining performance obligations

There are remaining performance obligations related to the manufacturing service agreements for pharmaceutical products as of the end of the previous fiscal year and the end of the current fiscal year. As the transaction price and the timing of satisfaction of the performance obligations estimated is subject to change due to the status of new drug approvals and other related conditions in the future, the aggregate amount of the transaction price allocated to the remaining performance obligations and the timing of expected revenue recognition are not disclosed.

In addition, by applying the practical expedient in paragraph 121 of IFRS 15, and the Group does not disclose information for performance obligations which are part of a contract with an original expected duration of one year or less.

Notes to Consolidated Statements of Changes in Equity

1. Types and total number of shares issued at end of the fiscal year

Type of shares issued:	Common stock
Total number of shares outstanding at the end of the fiscal year:	521,430,854 shares

2. Matters regarding dividends

(1) Amount of dividends paid

The following was resolved at the Ordinary General Meeting of Shareholders on June 27, 2023.

Matters regarding common stock:

Total amount of dividends:	¥19,598 million
Dividends per share:	¥37
Record date:	March 31, 2023
Effective date:	June 28, 2023

The above total amount of year-end dividends includes ¥13 million of dividends for the Company's shares owned by the Directors' Remuneration BIP Trust.

The following was resolved at the meeting of the Board of Directors held on November 6, 2023.

Matters regarding common stock:

Total amount of dividends:	¥19,239 million
Dividends per share:	¥37
Record date:	September 30, 2023
Effective date:	December 4, 2023

The above total amount of interim dividends includes ¥10 million of dividends for the Company's shares owned by the Directors' Remuneration BIP Trust.

(2) Dividends for which the record date falls in the fiscal year ended March 31, 2024 and the effective date falls in the following fiscal year

The following proposal will be submitted at the Ordinary General Meeting of Shareholders to be held on June 25, 2024.

Matters regarding common stock:

Total amount of dividends:	¥18,980 million
Dividends per share:	¥37
Record date:	March 31, 2024
Effective date:	June 26, 2024

Notes to Financial Instruments

1. **Status of financial instruments**

(1) Credit risk management (risks of our business partners failing to honor contracts, etc.)

For trade and other receivables, each business or sales management division of the Company periodically monitors the credit status of major customers. By monitoring due dates and outstanding balances per customer, the risk of collectability may be early detected and minimized, and deposits are required, when deemed necessary. The same system of risk management is also applied to subsidiaries.

The Ajinomoto Group is exposed to the counterparty risk in relation to derivative transactions. To minimize this risk, derivative transactions are permitted, in principle, only with financial institutions with high credit ratings.

The Ajinomoto Group's maximum exposure to the credit risk is the carrying amounts of the financial assets recognized in the consolidated statements of financial position.

(2) Market risk management (risk of changes in exchange rates, interest rates, etc.)

The Ajinomoto Group conducts its business globally and, therefore, is exposed to the currency risk. The risk arises from receivables and payables and forecast transactions denominated in foreign currencies.

For receivables and payables denominated in foreign currencies, the currency fluctuation risk per currency and per month is hedged mainly using forward foreign exchange contracts. For forecast transactions denominated in foreign currencies, forward foreign exchange contracts may be used depending on the market conditions. As a basic rule, when the settlement date comes within six months, forward foreign exchange contracts may be used with an upper limit of 50% of the monthly forecast transaction amounts, and when the settlement date is comes between six months and one year, they may be used with an upper limit of 25% of the monthly forecast transaction amount, as a basic rule.

The Ajinomoto Group also conducts financing through interest-bearing debts. The Ajinomoto Group is exposed to interest rate risk from variable interest rates on some of these interest-bearing debts. Interest rate swaps are used to hedge the interest rate risk from such interest-bearing debts.

Furthermore, the Ajinomoto Group holds equity instruments issued mainly by its trade partners and, accordingly, is exposed to the market fluctuation risk. No equity instruments are held for short-term trading purposes. These equity instruments are periodically assessed with respect to fair value and the financial status of the issuing entity.

The finance division carries out derivative transactions in accordance with internal rules that specify authorization and transaction amount limits, and periodically reports the results of transactions to the executive officers in charge of finance and the Management Committee. The Company's consolidated subsidiaries also manage their derivative transactions in accordance with the Company's rules.

(3) Funding procurement liquidity risk management (risk of failure to meet payment deadlines)

The Ajinomoto Group is exposed to liquidity risk, by which financing may not be available in the necessary amount at the appropriate time. Confusion or disruption in the financial markets, the Company's credit rating lowered by credit rating agencies, and changes in policies and investment decisions by financial institutions all affect the Ajinomoto Group's financing capabilities by increasing the financing cost and reducing liquidity. To minimize such risk, the Company and its principal consolidated subsidiaries use a cash management system and internal loans in an attempt to reduce consolidated interest-bearing debt and mitigate liquidity risk. Liquidity risk is managed by maintaining liquidity at hand at a certain level and continuously setting commitment lines.

2. Breakdown of financial instruments by level of the fair value

Financial instruments measured at fair value on a recurring basis after initial recognition are classified into three levels of the fair value hierarchy depending on the observability and significance of the inputs used in the measurement.

Each level of fair value hierarchy is defined as follows:
Level 1: Fair value measured at quoted prices (unadjusted) in the active market for identical assets or liabilities
Level 2: Fair value measured using direct or indirect observable inputs other than those of Level 1
Level 3: Fair value measured using unobservable inputs

When two or more inputs are used for measurement of fair value, the level of fair value measurement is determined based on the lowest level of input that is significant to the entire measurement.
The details of assets and liabilities measured at fair value on a recurring basis at the end of the current fiscal year are as follows; provided that any transfer between the levels of fair value hierarchy is recognized at the end of the reporting period in which the transfer occurs.

(Millions of yen)

	Level 1	Level 2	Level 3	Total
Assets				
Financial assets measured at fair value through profit or loss				
Derivative assets				
Currency related	—	2,206	—	2,206
Interest rate and currency related	—	2,169	—	2,169
Debt instruments	—	352	85	437
Financial assets measured at fair value through other comprehensive income				
Equity instruments	27,630	987	19,572	48,190
Total assets	27,630	5,716	19,658	53,004
Liabilities				
Financial liabilities measured at fair value through profit or loss				
Derivative liabilities				
Currency related	—	1,098	—	1,098
Interest rate related	—	827	—	827
Total liabilities	—	1,926	—	1,926

For assets and liabilities held as of the end of the current fiscal year, there were no transfers between Level 1 and Level 2.

Valuation techniques and inputs used in fair value measurement of each classification of financial instruments are as follows:
Derivative assets and liabilities
Derivative assets and liabilities classified at Level 2 of the fair value hierarchy are over-the-counter derivatives, and their fair value is measured using observable inputs, including interest rates and foreign exchange rates.

Financial assets measured at fair value through other comprehensive income
Financial assets measured at fair value through other comprehensive income classified as Level 3 of the fair value hierarchy include non-marketable securities and are measured mainly by the comparable peer companies analysis and other valuation techniques. Fair value is subject to change due to changes in comparable values of PER of peer companies and other factors.

No significant change in fair value is expected even if unobservable inputs are replaced with reasonably possible alternative assumptions.

Changes in Level 3 assets and liabilities measured at fair value on a recurring basis are as follows

(Millions of yen))

	Balance at beginning of fiscal year	Other comprehensive income	Increase due to purchases, etc.	Decrease due to sales, etc.	Balance at end of fiscal year
Equity instruments	16,939	1,509	1,229	(104)	19,572

Other than the above, there was no material fair value change with respect to the Level 3 debt instruments for the current fiscal year.

There were no transfers between levels during the current fiscal year.

With respect to the valuation process of fair value of Level 3 financial instruments, finance division personnel measure the fair value on a quarterly basis in accordance with the valuation policies and procedures approved by the head of the finance division.

3. Fair value of financial instruments

The breakdown of carrying amounts and fair value of financial assets and debt instruments measured at amortized cost as of the end of the current fiscal year are as follows. The fair values of financial assets and liabilities excluding those listed below are equal to or approximate their carrying amounts and are therefore not disclosed.

(Millions of yen)

	Amounts in consolidated statement of financial position	Fair value
		Level 2
Assets		
Debt instruments	4,564	4,551
Total assets	4,564	4,551
Liabilities		
Corporate bonds	149,626	146,494
Long-term borrowings	104,598	104,757
Total liabilities	254,225	251,251

Fair value measurement methods of each financial instrument are as follows:

Debt instruments

Fair values are determined based on the present value of the sum of the redemption amount at maturity and interest income discounted by the expected interest rate used when a similar new debt instrument is purchased.

Corporate bonds

Fair values are determined based on the market prices.

Long-term borrowings

For long-term borrowings with fixed interest rates, the fair values are determined based on the present value of the sum of the principal and interests discounted by the rate reflecting the credit risk deemed applicable if a similar borrowing was newly made. For long-term borrowings with variable interest rates, the fair values are measured at their carrying amounts, because the borrowings with variable interest rates reflect the current market rates in the short term and the Ajinomoto Group’s credit standing has not significantly changed since the initial borrowing, and thus considered to approximate the carrying amounts.

Notes regarding Per Share Information

Equity per share (attributable to owners of the parent company):	¥1,589.43
Basic earnings per share:	¥167.44
Diluted earnings per share:	¥167.40

Business Combination

The Company acquired 100% equity interest in Forge Biologics Holdings, LLC (“Forge”), a US-based gene therapy CDMO, through its subsidiary, Ajinomoto North America Holdings, Inc. on December 21, 2023 (US local time), and Forge and its five subsidiaries became consolidated subsidiaries of the Company.

Under the Medium-Term ASV Initiatives 2030 Roadmap announced in February 2023, the Company has set four growth areas leveraging the strengths of AminoScience®, and Healthcare is one of these areas. Through this acquisition, integration of the Ajinomoto Group’s unique AminoScience® technology platform with Forge’s gene therapy CDMO platform will aim to achieve an early realization of the roadmap by opening up new treatment options for rare disease patients and building a robust business foundation in the advanced therapy field. In addition, envisioning progress up to 2050, entering this next-generation business of transformational medicines will enable the Company to promote transition into higher-value-added business, and to expedite growth in the healthcare business and increased profitability based on the technologies and customers cultivated so far.

(1) Impact on Ajinomoto Group’s business results

Forge's sales and net loss included in the Consolidated Statements of Income for the current fiscal year, were US$7 million (¥1,010 million) and US$15 million (¥2,249 million), respectively. Assuming the business combination had been implemented at the beginning of the current fiscal year, sales and net loss would have been US$34 million (¥4,862 million) and US$77 million (¥11,048 million), respectively (non-audited).

(2) Fair value of consideration transferred at the date of acquisition

	Amount
Cash	US$547 million (¥78,567 million)

Notes

1. Acquisition-related expenses of ¥1,290 million associated with the business combination by cash consideration are included in general and administrative expenses.
2. US$1 = ¥143.48 (exchange rate at the time of the acquisition)
3. The post-acquisition price adjustment has been completed, and the amount of consideration for the acquisition has been fixed.

(3) Cash out due to acquisition of subsidiaries

	Amount
Cash used in acquisition	US$545 million (¥78,318 million)
Cash and cash equivalents of acquired subsidiaries	US$27 million (¥3,952 million)
Cash out due to the acquisition of subsidiaries	US$518 million (¥74,366 million)

Note: Besides the above, the Company plans to pay US$1 million (¥249 million) in price adjustment as per the agreement.

(4) Fair value of assets acquired and liabilities assumed and goodwill

(Millions of yen)

	Amount
Current assets	8,429
Cash and cash equivalents	3,952
Trade and other receivables	1,049
Inventories	2,402
Others	1,025
Non-current assets	48,949
Property, plant and equipment	16,422
Intangible assets	32,287
Others	239
Total assets	57,379
Current liabilities	15,433
Trade and other payables	2,770
Short-term borrowings	8,668
Others	3,994
Non-current liabilities	8,475
Deferred tax liabilities	7,981
Others	494
Total liabilities	23,909
Non-controlling interests	(1,516)
Total equity less non-controlling interests (A)	34,986
Fair value of total consideration transferred at the date of acquisition (B)	78,567
Goodwill (C) = (B) – (A)	43,581

The measurement of the acquisition-date fair value of assets acquired and the liabilities assumed has not been completed, and they are provisionally calculated based on the information available at the current time. At the end of the current fiscal year, the measurement of their acquisition-date value was partially revised, which increased intangible assets and deferred tax liabilities ¥31,924 million and ¥7,981 million, respectively, and decreased goodwill ¥23,165 million.

Non-controlling interest is calculated by multiplying the fair value of the identifiable net assets of the acquired company by the ratio of non-controlling shareholders' equity to shareholders' equity. Goodwill mainly consists of synergies with existing businesses and excess profitability that are expected to result from the acquisition.

(5) Fair value of acquired receivables, contractual receivables and expected uncollectible amounts

The trade and other receivables acquired mainly consist of trade receivables with a fair value of US$7 million (¥1,049 million). The total contractual amount is US$7 million (¥1,049 million), of which no amounts are expected to be uncollectible.

Notes on Significant Subsequent Events

Retirement of shares

Based on the resolution made at a Board of Directors meeting held on April 19, 2024, the Company will retire treasury stock pursuant to Article 178 of the Companies Act.

The number of shares to be retired is 5,699,700 shares excluding 1,303,600 shares, which is 0.25% of the total number of shares outstanding held as treasury stock, out of the 7,003,300 shares purchased in the market through the Tokyo Stock Exchange between November 29th, 2023 and March 7th, 2024.

(1) Class of shares to be retired	Common stock
(2) Total number of shares to be retired	5,699,700 (Percentage of total number of shares outstanding prior to the retirement: 1.09%)
(3) Number of shares held without retirement	1,303,600 (Percentage of total number of shares outstanding prior to the retirement: 0.25%)
(4) Planned retirement date	May 27, 2024

For reference: Following this retirement of shares, total shares issued will be 515,731,154.

Repurchase of own shares
Based on the resolution made at a meeting of the Board of Directors held on May 9, 2024, the Company will repurchase shares, in accordance with Article 156 of the Companies Act of Japan, as applied pursuant to Paragraph 3, Article 165 of the Companies Act of Japan.

1. Reason for Repurchase
The purpose is to increase the level of shareholder returns and improve capital efficiency.

2. Details of Repurchase

(1) Class of shares to be repurchased	Common Stock
(2) Total number of shares to be repurchased	12.5 million shares (maximum) (2.44% of total shares outstanding, excluding treasury stock
(3) Total amount to be paid for repurchase	¥50 billion (maximum)
(4) Period of repurchase	May 10, 2024 to August 30, 2024
(5) Method of repurchase	(1) Purchase through Off Auction Own Share Repurchase Trading (ToSTNeT-3) (2) Purchase in the market through the Tokyo Stock Exchange
(6) Other	The Company plans to retire all shares repurchased under this program by resolution of the Board of Directors, pursuant to the provisions of Article 178 of the Companies Act.

(Note) On May 11, 2023, the Company resolved to adopt a policy to hold approximately 1% of the total number of shares outstanding. The Company resolved not to retire approximately 0.25% of the total number of shares to be repurchased this time, but will hold them as treasury stock.
With regard to the abovementioned (1) Purchase through Off Auction Own Share Repurchase Trading (ToSTNeT-3), on May 10, 2024, the following repurchase of shares was conducted.

(1) Class of shares repurchased	Common Stock
(2) Total number of shares repurchased	2.5 million shares of common stock (0.5% of total shares outstanding, excluding treasury stock)
(3) Total amount paid for repurchase	¥14,397,500,000 (¥5,759 per share)

Furthermore, after the completion of the above-mentioned repurchase through (1) Off Auction Own Share Repurchase Trading, the Company intends to continue the repurchase of its own shares on Tokyo Stock Exchange up to the total number of shares to be repurchased or the total amount to be repurchased minus the total number and total amount of shares acquired through (1) Off Auction Own Share Repurchase Trading, as resolved at the meeting of the Board of Directors held on May 9, 2024.

(Attached Document)

Non-Consolidated Financial Statements (prepared in accordance with Japanese-GAAP)

Non-Consolidated Balance Sheet

(As of March 31, 2024)

(Millions of yen)

	FY ended March 31, 2024 (as of March 31, 2024)	FY ended March 31, 2023 (Reference: as of March 31, 2023)		FY ended March 31, 2024 (as of March 31, 2024)	FY ended March 31, 2023 (Reference: as of March 31, 2023)
Assets			**Liabilities**		
I Current assets	**277,016**	**245,157**	**I Current liabilities**	**455,627**	**332,105**
Cash on hand and in banks	32,637	6,979	Accounts payable	99,693	88,549
Notes receivable	3,544	3,944	Short-term borrowings	218,180	162,624
Accounts receivable	95,290	91,057	Commercial paper	53,000	―
Goods and products	45,180	41,202	Current portion of bonds	―	20,000
Goods in process	760	512	Current portion of long-term borrowings	31,399	11,399
Raw materials and supplies	5,556	4,953	Lease liabilities	232	232
Prepaid expenses	7,709	6,766	Other payables	19,841	17,190
Short-term loans receivable	34,672	40,643	Accrued expenses	30,434	27,773
Current portion of long-term loans receivable	―	167	Accrued income taxes	193	224
Receivables	41,432	43,448	Accrued bonuses for directors and corporate executive officers	493	343
Corporate tax receivable	13,280	9,247	Provision for shareholder benefit program	343	353
Others	2,157	3,175	Provision for directors' stock benefits	33	561
Allowance for doubtful accounts	(5,204)	(6,941)	Provision for performance-based bonuses	195	374
II Fixed assets	**854,958**	**728,777**	Provision for special incentive for employee stock ownership association	―	1,546
1. Tangible fixed assets	**98,845**	**97,654**	Provision for environmental measures	137	232
Buildings	120,072	118,556	Others	1,448	697
Structures	18,101	17,573			
Machinery and equipment	121,064	120,265	**II Long-term liabilities**	**271,275**	**248,671**
Vehicles and transporting equipment	167	169	Corporate bonds	150,000	120,000
Tools, furniture and fixtures	38,054	37,548	Long-term borrowings	94,782	106,041
Land	12,235	12,235	Deferred tax liabilities	8,900	5,342
Leased assets	3,109	3,109	Lease liabilities	2,893	3,126
Construction in progress	5,482	3,715	Provision for directors' stock benefits	373	―
Accumulated depreciation and accumulated impairment losses	(219,442)	(215,517)	Provision for environmental measures	400	537
2. Intangible fixed assets	**31,721**	**34,806**	Provision for loss on business of subsidiaries and affiliates	519	―
Patents	29	29	Asset retirement obligations	266	30
Leaseholds	2,680	2,680	Guarantee deposits received	11,343	11,252
Trademark	16,486	17,809	Others	1,795	2,342
Software	11,016	12,440			
Software in progress	1,507	1,845			
Others	1	1	**Total Liabilities**	**726,903**	**580,777**

3. Investments and other assets	**724,391**	**596,316**	**Net Assets**		
Investments in securities	31,271	32,281	**I Shareholders' equity**	**392,161**	**382,163**
Investments in stock of subsidiaries and affiliates	593,632	471,594	**1. Common stock**	**79,863**	**79,863**
Investments in capital	37	38	**2. Capital surplus**	**4,274**	**4,274**
Investments in capital of subsidiaries and affiliates	74,655	74,684	Additional paid-in capital	4,274	4,274
Long-term loans receivable	187	—	**3. Retained earnings**	**357,187**	**299,366**
Long-term prepaid expenses	903	957	(1) Legal reserve	16,119	16,119
Pre-paid pension expense	22,969	15,860	(2) Other retained earnings	341,067	283,247
Others	970	945	Reserve for advanced depreciation of fixed assets	4,643	4,841
Allowance for doubtful accounts	(235)	(46)	Retained earnings brought forward	336,424	278,405
			4. Treasury stock	**(49,164)**	**(1,342)**
			II Valuation, translation adjustments and others	**12,910**	**10,994**
			1. Unrealized holding gain on securities	**13,330**	**11,483**
			2. Unrealized gain (loss) from hedge instruments	**(420)**	**(489)**
			Total Net Assets	**405,071**	**393,157**
Total Assets	**1,131,974**	**973,935**	**Total Liabilities & Net Assets**	**1,131,974**	**973,935**

(Attached Document)

Non-Consolidated Statement of Income

(From April 1, 2023 to March 31, 2024)

(Millions of yen)

		FY ended March 31, 2024	FY ended March 31, 2023 (reference)
I	**Net sales**	**307,289**	**294,270**
II	**Cost of sales**	**182,688**	**177,790**
	Gross profit	**124,600**	**116,480**
III	**Selling, general and administrative expenses**	**132,458**	**132,079**
	Operating income (loss)	**(7,857)**	**(15,599)**
IV	**Non-operating income**	**170,324**	**128,724**
	Interest income	1,663	430
	Dividend income	163,675	125,021
	Others	4,984	3,272
V	**Non-operating expenses**	**12,340**	**12,043**
	Foreign exchange loss	4,083	2,006
	Interest expense	3,080	2,987
	Cost of lease revenue	2,521	2,692
	Allowance for doubtful accounts	107	1,414
	Others	2,547	2,942
	Ordinary income	**150,126**	**101,081**
VI	**Extraordinary gains**	**5,914**	**11,875**
	Gain on sale of investment securities	5,794	1,160
	Gain on sale of fixed assets	0	7,192
	Others	120	3,523
VII	**Extraordinary losses**	**9,186**	**4,373**
	Loss on extinguishment of debt of subsidiaries and affiliates	4,573	–
	Loss on disposal of fixed assets	2,586	2,346
	Provision for loss on business of subsidiaries and affiliates	519	–
	Loss on valuation of stocks of subsidiaries and affiliates	100	964
	Others	1,407	1,061
	Net income before income taxes	**146,853**	**108,584**
	Income taxes--current	4,470	(1,811)
	Income taxes--deferred	2,663	3,146
	Net income	**139,720**	**107,249**

(Attached Document)

Non-Consolidated Statement of Changes in Net Assets

(From April 1, 2023 to March 31, 2024)

(Millions of yen)

	Shareholders' equity									Valuation, translation adjustments and others			Total net assets
	Common stock	Capital surplus			Retained earnings			Treasury stock	Total shareholders' equity	Unrealized holding gain on securities	Unrealized gain (loss) from hedge instruments	Total valuation, translation adjustments and others	
		Additional paid-in capital	Other capital surplus	Total capital surplus	Legal reserve	Other retained earnings (*Note)	Total retained earnings						
Beginning balance	**79,863**	**4,274**	**–**	**4,274**	**16,119**	**283,247**	**299,366**	**(1,342)**	**382,163**	**11,483**	**(489)**	**10,994**	**393,157**
Changes in fiscal year ended March 31, 2024													
Dividends from retained earnings						**(38,837)**	**(38,837)**		**(38,837)**				**(38,837)**
Net income						**139,720**	**139,720**		**139,720**				**139,720**
Purchase of treasury stock								**(91,341)**	**(91,341)**				**(91,341)**
Disposal of treasury stock			**0**	**0**				**456**	**456**				**456**
Retirement of treasury stock			**(43,062)**	**(43,062)**				**(43,062)**	**–**				**–**
Transfer of negative amount of other capital surplus			**43,062**	**43,062**		**(43,062)**	**(43,062)**		**–**				**–**
Net changes in items other than those in shareholders' equity										**1,846**	**69**	**1,916**	**1,916**
Total changes in fiscal year ended March 31, 2024	**–**	**–**	**–**	**–**	**–**	**57,820**	**57,820**	**(47,822)**	**9,997**	**1,846**	**69**	**1,916**	**11,913**
Ending balance	**79,863**	**4,274**	**–**	**4,274**	**16,119**	**341,067**	**357,187**	**(49,164)**	**392,161**	**13,330**	**(420)**	**12,910**	**405,071**

Note: Details of other retained earnings:

(Millions of yen)

	Reserve for advanced depreciation of fixed assets	Retained earnings brought forward	Total
Beginning balance	4,841	278,405	283,247
Changes in fiscal year ended March 31, 2024			
Dividends from retained earnings		(38,837)	(38,837)
Reversal of other retained earnings	(198)	198	–
Net income		139,720	139,720
Transfer of negative amount of other capital surplus		(43,062)	(43,062)
Total changes in fiscal year ended March 31, 2024	(198)	58,018	57,820
Ending balance	4,643	336,424	341,067

Notes to the Non-Consolidated Financial Statements

Significant accounting policies

1. Valuation standards and methods for securities

(1) Stocks of subsidiaries and affiliated companies are stated at cost determined by the moving-average method.

(2) Other securities for which market price is available are stated at market price at the fiscal year end and the changes in market price, net of applicable income taxes, are directly charged or credited to net assets. The cost of such securities sold is determined by the moving-average method. Other securities for which market price is not available are stated at cost determined by the moving-average method.

2. Derivative instruments

Derivative instruments are carried out at fair value. However, special treatment is applied with respect to interest rate swaps, in cases where criteria for special treatment are met. If interest rate and currency swap contracts are used as a hedge and meet certain hedging criteria, the interest rate and currency swap contracts are not stated at fair value, and instead the amount to be received under the interest rate and currency swap contracts is added to or deducted from the interest on the liabilities for which the swap contracts are executed, and the liabilities denominated in foreign currencies, for which the interest rate and currency swap contracts are executed, are translated at the contracted rate (integral accounting).

3. Inventories

Inventories are stated at cost determined by the average method (in cases where the profitability has declined, the book value is reduced accordingly).

4. Depreciation method of fixed assets

(1) Tangible fixed assets (excluding leased assets)
The depreciation of tangible fixed assets is computed by the straight-line method. The range of useful life is 7 to 50 years for buildings and 4 to 15 years for machinery and equipment.

(2) Intangible fixed assets (excluding leased assets)
The amortization of intangible fixed assets is computed by the straight-line method. Software is amortized by the straight-line method over the estimated internal useful life (5 years). Trademarks are in principle amortized by the straight-line method over the period of its validity (20 years).

(3) Leased assets
The straight-line method is applied with the useful life of the asset being the lease period and the residual value being zero.

5. Reserves

(1) Allowance for doubtful accounts:
Allowance for doubtful accounts is recorded for possible bad debts at the amount estimated based on historical bad debts experience for general receivables and by reference to the individual collectability of specific doubtful receivables.

(2) Accrued bonuses for directors and corporate executive officers
In preparation for the payment of bonuses to directors and corporate executive officers, the Company has provided an allowance for expected payment for services during the fiscal year.

(3) Provision for shareholder benefit program
In preparation for payment relating to the shareholder benefit program, a provision for the shareholder benefit program has been recorded for the amount estimated based on past results, which shall be paid during and after the following fiscal year.

(4) Accrued retirement benefits for employees
Accrued retirement benefits for employees are provided based on the projected benefit obligations and fair value of pension plan assets at the end of the fiscal year in order to prepare for payment of retirement benefits.

Prior service cost is amortized by the straight-line method over a period within the average remaining service years of employees (10 years) at the time of recognition.

Actuarial gain or loss is amortized by the straight-line method over a period within the average remaining service years of employees (10 years) at the time of recognition, from the respective fiscal year following the fiscal year of recognition.

(5) Provision for share-based compensation
In preparation for delivery of the Company's shares to directors and others as part of the Company's share-based compensation program, the Company has recorded an allowance for the expected amount of obligations at the end of the fiscal year in accordance with internal rules.

(6) Provision for performance-based bonuses
In preparation for the payment of performance-based bonuses to certain employees, including foreign nationals, the Company has recorded the estimated amount of such payments for the current fiscal year.

(7) Provision for special incentive for employee stock ownership association
In preparation for the payment of special incentives to members of the employee stock ownership association, the amount to be borne for the current fiscal year has been recorded.

(8) Allowance for environmental measures
In preparation for payment for environmental measures, an allowance for the amount of costs expected to be incurred has been recorded.

(9) Provision for loss on business of subsidiaries and affiliates
In preparation for losses relating to the business of subsidiaries and affiliates, the Company recognized the provision for the estimated amount of such losses expected, taking into consideration the financial position and other factors of those subsidiaries and affiliates.

6. Standards for revenue recognition

The Company recognizes revenue, excluding interest and dividend income, etc., upon transfer of promised goods or services to customers in amounts that reflect the consideration to which the Company expects to be entitled in exchange for those goods or services based on the following five step approach

Step 1: Identify the contracts with customers
Step 2: Identify the performance obligations in each contract
Step 3: Determine the transaction price
Step 4: Allocate the transaction price to the performance obligations in the contract
Step 5: Recognize revenue when (or as) the entity satisfies a performance obligation

The Company derives revenues primarily from the sale of seasonings, food products, and amino acids for medical and food use. Under the sales contracts for these products, the Company recognizes revenue upon delivery of goods that satisfy performance obligations.

7. Translation of assets and liabilities denominated in foreign currencies into yen

Monetary receivables and payables denominated in foreign currencies are translated into yen at the rate of foreign exchange in effect at the balance sheet date. The resulting exchange gain or loss is recognized in profit or loss.

8. Hedge accounting

(1) Hedge accounting policy
The Company adopts deferred hedge accounting.
Derivative instruments are carried out at fair value. However, special treatment is, in principle, applied with respect to interest rate swaps, in cases where criteria for special treatment are met. If interest rate and currency swap contracts are used as a hedge and meet certain hedging criteria, the interest rate and currency swap contracts are not stated at fair value, and instead the amount to be received under the interest rate and currency swap contracts is added to or deducted from the interest on the liabilities for which the swap contracts are executed, and the liabilities denominated in foreign currencies, for which the interest rate and currency swap contracts are executed, are translated at the

contracted rate (integral accounting).

(2) Hedging instruments and hedged items

Hedging instruments	Hedged items
Interest rate swaps	Interest on corporate bonds and borrowings
Interest rate and currency swaps	Foreign currency borrowings, interest paid on borrowings

(3) Hedging policy

The Company hedges foreign exchange rate risk and interest rate risk for certain transactions that are significant and that can be recognized individually, based on internal rules for derivative transactions.

(4) Assessment of hedge effectiveness

An assessment of hedge effectiveness is not undertaken for forward exchange contracts, as the conditions pertaining to the hedging instruments and the hedged items are equivalent. Interest rate swaps for which special treatment is applied, or interest rate and currency swaps for which integral treatment is applied, evaluation of effectiveness is not conducted.

9. Accounting for retirement benefits

Accounting methods for unrecognized actuarial gains and losses and unrecognized prior service costs related to retirement benefits differ from those applied in the consolidated financial statements.

Changes in presentation method

(Notes to statement of income)

1. “Gain on sale of investment securities” (¥1,160 million in the previous fiscal year), which was included in “Others” under “Extraordinary gains” in the previous fiscal year, is presented as a separate line item in the current fiscal year because its materiality has increased.
2. “Gain on reversal of allowance for contract loss” (no occurrence in the current fiscal year), which was presented as a separate item under “Extraordinary gains” in the previous fiscal year, is included in “Other” under “Extraordinary gains” from the current fiscal year because its amount has become immaterial.
3. “Loss on valuation of investment securities” (¥299 million in the current fiscal year) which was presented as a separate item under “Extraordinary losses”, in the previous fiscal year, is included in “Other” under “Extraordinary losses” from the current fiscal year because its amount has become immaterial.

Notes to accounting estimates

Accounting estimates are reasonable estimates based on information available at the time of preparation of the consolidated financial statements. Of the amounts recorded in the consolidated financial statements for the current fiscal year that are based on accounting estimates, the following items have the risk of having a material impact on the financial statements for the following fiscal year.

1. Valuation of shares in subsidiaries and affiliates

(1) Amounts recorded in the financial statements of the current fiscal year

Shares in subsidiaries and affiliates with no market price	¥593,632 million

(2) Other information relevant to the use of accounting estimates in the financial statements

If the substantive value of shares in subsidiaries and affiliates declines significantly due to deterioration in their financial position, a write-down is recognized unless the possibility of recovery is supported by sufficient evidence. The substantive value is calculated based on the net asset values obtained from subsidiaries and affiliates, also considering differences from the market price of assets, etc.

The calculation of actual value and the determination of recoverability are mainly influenced by management's judgment regarding the rationality of the business plan of the applicable companies, which involves future uncertainties that may impact the financial position and financial performance of the following fiscal year.

Notes to Balance Sheet

Monetary receivables and payables to subsidiaries and affiliated companies

Short-term monetary receivables	¥112,561 million
Long-term monetary receivables	¥369 million
Short-term monetary payables	¥199,321 million
Long-term monetary payables	¥2,117 million

Notes to Statement of Income

Transactions with subsidiaries and affiliated companies

Transaction amount with respect to operating transactions	
Sales	¥69,199 million
Purchasing	¥92,820 million
Supply of raw ingredients	¥59,749 million
Other Operating transactions	¥27,607 million
Transaction amount with respect to non-operating transactions	¥174,633 million

Notes to Statements of Changes in Net Assets

Types and total number of treasury stock at the end of the fiscal year:

Type of treasury stock:	Common stock
Total number of treasury stock at the end of the fiscal year:	8,864,260 shares

Notes on Securities

Stocks of subsidiaries and affiliated companies

(Millions of yen)

Category	Book value	Fair value	Variance
Stock of subsidiaries	1,420	18,206	16,786
Stock of affiliated companies	8,239	17,564	9,325
Total	9,659	35,771	26,112

Note: Carrying amount of securities, etc. with no market price not included in the above

Category	Book value
Stock of subsidiaries	505,511
Stock of affiliated companies	78,461

Notes on Deferred Tax Accounting

1. The significant components of deferred tax assets and liabilities as of March 31, 2024 were as follows:

	(Millions of yen)
Deferred tax assets:	
Loss on valuation of investment securities	24,840
Tax losses carried forward	6,129
Accrued bonuses	2,409

Allowance for doubtful account	1,825
Impairment losses	1,507
Period expense	1,347
Foreign tax credit carried forward	798
Depreciable assets, etc.	644
Loss from inventory revaluation	149
Accrued business taxes, etc.	92
Others	870
Gross deferred tax assets	40,616
Valuation allowance for loss carried forward	(6,129)
Valuation allowance for deductible temporary differences, etc.	(27,513)
Gross valuation allowance	(33,643)
Total deferred tax assets	6,972
Deferred tax liabilities:	
Reserve for advanced depreciation of fixed assets	(2,834)
Pre-paid pension expense	(7,033)
Unrealized holding gain on securities	(5,877)
Others	(127)
Total deferred tax liabilities	(15,873)
Net deferred tax liabilities	(8,900)

2. Accounting for corporate and local income taxes or tax effect accounting related to these taxes

The Company has adopted a group tax sharing system. Accounting treatment and disclosure of tax effect accounting related to corporate income taxes and local corporate income taxes are in accordance with the "Practical Solution on the Accounting and Disclosure Under the Group Tax Sharing System" (ASBJ PITF No. 42, August 12, 2021).

Notes regarding Related Party Transactions

Subsidiaries, affiliated companies, etc.

Attribution	Name of Company, etc.	Percentage of voting rights held	Relationship with related party	Details of transaction	Transaction amount (millions of yen)	Item	Year-end balance (millions of yen)
Subsidiary	Ajinomoto Food Manufacturing Co., Ltd.	100% (directly)	Purchase and sale of said company's products by the Company; joint purchase and provision of raw materials to said company	Purchase of products, etc.[1]	98,384	Accounts payable	8,467
				Fee-based supply of raw materials, etc.[2]	71,984	Receivables	11,595
	Ajinomoto Frozen Foods Co., Inc.	100% (directly)	Purchase and sale of said company's products by the Company; joint purchase and provision of raw materials to said company; concurrent holding of corporate officer positions	Purchase of products, etc.[4]	788	Accounts payable	15,640
	Ajinomoto Engineering Corporation	100% (directly)	Subcontracting of operations to said company by the Company	Purchase of tangible fixed assets, etc.[5]	9,903	Other payables	6,121

	Ajinomoto Fine-Techno Co., Inc.	100% (directly)	Purchase of said company's products by the Company; subcontracting of said company's operations by the Company	Borrowing of funds[3]	-	Short-term borrowings	16,359
	Ajinomoto AGF, Inc.	100% (directly)	Purchase and sale of said company's products by the Company; concurrent holding of corporate officer positions	Purchase of products, etc.[4]	1,285	Accounts payable	20,335
				Fee-based supply of raw materials, etc.[2]	46,099	Receivables	13,866
	Ajinomoto Co., (Thailand) Ltd.	99.76% (directly and indirectly)	Purchase and sale of said company's products by the Company; purchase and sale of the Company's products by said company; concurrent holding of corporate officer positions	Borrowing of funds[6]	80,015	Short-term borrowings	80,015
				Repayment of funds[6]	90,015		
	Ajinomoto North America Holdings, Inc.	100% (directly)	Concurrent holding of corporate officer positions	Underwriting of capital increase[7]	113,872	-	-
	Ajinomoto Foods Europe S.A.S.	100% (directly and indirectly)	Purchase and sale of the Company's products by said company; concurrent holding of corporate officer positions	Lending of funds[6]	17,001	Short-term loans receivable	12,234
				Repayment of funds[6]	12,773		
	Ajinomoto Foods North America, Inc.	100% (indirectly)	Purchase and sale of the Company's products by said company; concurrent holding of corporate officer positions	Repayment of funds[3]	-	Short-term loans receivable	-
				Borrowing of funds[6]	16,818	Short-term borrowings	16,806

(Transaction conditions, policy for deciding said conditions and others)

1. The purchase price of the products is determined by contract with consideration given to the manufacturing cost of Ajinomoto Food Manufacturing Co., Ltd. and the sales price to third parties.
2. For the fee-based supply of raw materials, the price is determined by reference to contract, with consideration given to market prices.
3. As the Company has a cash management system to facilitate unified cash management within the Ajinomoto Group and borrowing and lending between participating companies is conducted on a daily basis, transaction amounts are not disclosed. Interest rates are decided in consideration of market rates.
4. The Company is the sole agent and the price is determined by reference to contract, with the final selling price serving as the basis. These sole agent sales are recorded by netting sales and cost of goods sold, and therefore the disclosed amount is commission.
5. With respect to the purchase of tangible fixed assets, the price is determined by reference to contract, with consideration given to the purchase price of Ajinomoto Engineering Corporation and market prices.
6. With respect to borrowing and lending of funds, interest rates are determined by reference to market interest rates.
7. The capital increase was underwritten as an in-kind contribution of loans using the debt-equity swap method.

Notes regarding Revenue Recognition

Information on the basis for understanding revenue has been omitted because the same information is presented in the Notes to Consolidated Financial Statements, except for the frozen foods business, for which the Company acts as an agent.

Notes regarding Per Share Information

Net assets per share:	¥790.28
Net income per share:	¥268.52
Diluted net income per share:	¥268.47

Notes on Significant Subsequent Events

Retirement of shares

The Company resolved at the meeting of the Board of Directors held on April 19, 2024 to retire treasury stock pursuant to Article 178 of the Companies Act.

The number of shares to be retired is 5,699,700 shares excluding 1,303,600 shares, which is 0.25% of the total number of shares outstanding held as treasury stock, out of the 7,003,300 shares purchased in the market through the Tokyo Stock Exchange between November 29th, 2023 and March 7th, 2024.

(1) Class of shares to be retired	Common stock
(2) Total number of shares to be retired	5,699,700 (Percentage of total number of shares outstanding prior to the retirement: 1.09%)
(3) Number of shares held without retirement	1,303,600 (Percentage of total number of shares outstanding prior to the retirement: 0.25%)
(4) Planned retirement date	May 27, 2024

For reference: Following this retirement of shares, total shares outstanding will be 515,731,154.

Repurchase of own shares

Based on the resolution made at a meeting of the Board of Directors held on May 9, 2024, the Company will repurchase shares, in accordance with Article 156 of the Companies Act of Japan, as applied pursuant to Paragraph 3, Article 165 of the Companies Act of Japan.

1. Reason for Repurchase

The purpose is to increase the level of shareholder returns and improve capital efficiency.

2. Details of Repurchase

(1) Class of shares to be repurchased	Common Stock
(2) Total number of shares to be repurchased	12.5 million shares (maximum) (2.44% of total shares outstanding, excluding treasury stock
(3) Total amount to be paid for repurchase	¥50 billion (maximum)
(4) Period of repurchase	May 10, 2024 to August 30, 2024
(5) Method of repurchase	(1) Purchase through Off Auction Own Share Repurchase Trading (ToSTNeT-3) (2) Purchase in the market through the Tokyo Stock Exchange
(6) Other	The Company plans to retire all shares repurchased under this program by resolution of the Board of Directors, pursuant to the provisions of Article 178 of the Companies Act.

(Note) On May 11, 2023, the Company resolved to adopt a policy to hold approximately 1% of the total number of shares outstanding. The Company resolved not to retire approximately 0.25% of the total number of shares to be repurchased this time, but will hold them as treasury stock.

With regard to the abovementioned (1) Purchase through Off Auction Own Share Repurchase Trading (ToSTNeT-3), on May 10, 2024, the following repurchase of shares was conducted.

(1) Class of shares repurchased	Common Stock
(2) Total number of shares repurchased	2.5 million shares of common stock (0.5% of total shares outstanding, excluding treasury stock)
(3) Total amount paid for repurchase	¥14,397,500,000 (¥5,759 per share)

Furthermore, after the completion of the above-mentioned repurchase through (1) Off Auction Own Share Repurchase

Trading, the Company intends to continue the repurchase of its own shares on Tokyo Stock Exchange up to the total number of shares to be repurchased or the total amount to be repurchased minus the total number and total amount of shares acquired through (1) Off Auction Own Share Repurchase Trading, as resolved at the meeting of the Board of Directors held on May 9, 2024.

Additional Information

(Share-based Compensation of Executive Officers Based on the Company's Medium-term Earnings Performance)

1. Overview of transactions

The Company has introduced a share-based compensation for executive officers based on the Company's medium-term earnings performance (the "System"), for the purpose of boosting the motivation of Directors (excluding Internal Directors who are Members of the Audit Committee and Outside Directors) and Executive Officers (including those who concurrently serve as Directors) (excluding non-residents of Japan) (collectively the "Executive Officers, etc.") to contribute towards the improvement of the Ajinomoto Group's medium- and long-term business performance and enhancement of its corporate value.

The System is a performance-linked compensation plan under which Company shares and cash in the amount equivalent to the conversion value of Company shares are paid after the end of the three fiscal years beginning on April 1, 2023, based on an evaluation using predetermined evaluation indicators.

2. Company shares held by the Trust

Shares held by the Trust are recorded as treasury stock under net assets, based on the Trust's book value (excluding expenses). At the end of the current fiscal year, the book value and total number of such treasury stock was ¥1,695 million and 409,900 shares respectively.

Audit Report
Copy of Report of Accounting Auditor Regarding Consolidated Financial Statements

Independent Auditor's Report

May 14, 2024

Mr. Taro Fujie,
Representative Executive Officer & President
Ajinomoto Co., Inc.

KPMG AZSA LLC
Tokyo Office, Japan

Designated Limited Liability and Engagement Partner, Certified Public Accountant: Takuji Kanai (seal)
Designated Limited Liability and Engagement Partner, Certified Public Accountant: Hirotaka Tanaka (seal)
Designated Limited Liability and Engagement Partner, Certified Public Accountant: Hiroto Kawase (seal)

Opinion

We have audited the consolidated financial statements, which comprise the consolidated statement of financial position, the consolidated statement of income, the consolidated statement of changes in equity and the notes to the consolidated financial statements of Ajinomoto Co., Inc. ("the Company") and its consolidated subsidiaries (collectively referred to as "the Group"), as at March 31, 2024 and for the year from April 1, 2023 to March 31, 2024 in accordance with Article 444-4 of the Companies Act.

In our opinion, the above consolidated financial statements, prepared in accordance with International Financial Reporting Standards (IFRS) with certain omissions of disclosure items pursuant to the latter part of Paragraph 1, Article 120 of the Rules of Corporate Accounting, are based on Ajinomoto Co., Inc. and its consolidated subsidiaries, and we acknowledge that the status of assets and profits and losses for the period pertaining to the consolidated financial statements are fairly presented in all material respects.

Basis for Opinion

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

Other Information

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

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

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

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

We have nothing to report in this regard.

Responsibilities of Management and the Audit Committee for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) with certain omissions of disclosure items pursuant to the latter part of Paragraph 1, Article 120 of the Rules of Corporate Accounting. This includes the establishment and operation of an internal control system that Company management has decided is necessary to ensure that consolidated financial statements are prepared without any material misstatements due to fraud or error and are presented fairly.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so, disclosing, as applicable, matters related to going concern in accordance with International Financial Reporting Standards (IFRS) with certain omissions of disclosure items pursuant to the latter part of Paragraph 1, Article 120 of the Rules of Corporate Accounting.

The audit committee is responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Group's financial reporting process.

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

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate whether the presentation and disclosures in the consolidated financial statements are in accordance with International Financial Reporting Standards (IFRS) with certain omissions of disclosure items pursuant to the latter part of Paragraph 1, Article 120 of the Rules of Corporate Accounting, the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

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

End

Notes to the Reader of Independent Auditor's Report:

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

Copy of Report of Accounting Auditor Regarding Non-Consolidated Financial Statements

Independent Auditor's Report

May 14, 2024

Mr. Taro Fujie,
Representative Executive Officer & President
Ajinomoto Co., Inc.

KPMG AZSA LLC
Tokyo Office, Japan

Designated Limited Liability and Engagement Partner, Certified Public Accountant: Takuji Kanai (seal)
Designated Limited Liability and Engagement Partner, Certified Public Accountant: Hirotaka Tanaka (seal)
Designated Limited Liability and Engagement Partner, Certified Public Accountant: Hiroto Kawase (seal)

Opinion

We have audited the financial statements, which comprise the non-consolidated balance sheet, the non-consolidated statement of income, the non-consolidated statement of changes in net assets and the notes to the non-consolidated financial statements, and the accompanying supplemental schedules of non-consolidated financial statements ("the financial statements and the accompanying supplementary schedules") of Ajinomoto Co., Inc. ("the Company") as at March 31, 2024 and for the 146th fiscal year beginning April 1, 2023 and ending March 31, 2024 in accordance with Article 436-2-1 of the Companies Act.

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

Basis for Opinion

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

Other Information

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

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

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

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

We have nothing to report in this regard.

Responsibilities of Management and the Audit Committee for the Financial Statements and the Accompanying Supplementary Schedules

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

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

The audit committee is responsible for overseeing the directors' performance of their duties with regard to the design, implementation and maintenance of the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements and the Accompanying Supplementary Schedules

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

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

- Identify and assess the risks of material misstatement of the financial statements and the accompanying supplementary schedules, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the objective of the audit is not to express an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management’s use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements and the accompanying supplementary schedules or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate whether the presentation and disclosures in the financial statements and the accompanying supplementary schedules are in accordance with accounting standards generally accepted in Japan, the overall presentation, structure and content of the financial statements and the accompanying supplementary schedules, including the disclosures, and whether the financial statements and the accompanying supplementary schedules represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

End

<u>Notes to the Reader of Independent Auditor's Report:</u>

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

Copy of the Audit Committee Audit Report

Audit Report

The Audit Committee has audited the performance of duties by the Directors and Executive Officers for the 146th fiscal year beginning April 1, 2023 and ending March 31, 2024. The methods and results are reported as follows.

1. Overview of Auditing Methods

The Audit Committee periodically received reports from Directors, Executive Officers, employees, and others concerning the structure and operation of the details of resolutions of the Board of Directors concerning the matters listed in Article 416, Paragraph 1, Item 1 (b) and (e) of the Companies Act, and the systems (internal control systems) put in place based on those resolutions. The Audit Committee asked for clarification as needed, expressed its opinions, and conducted audits using the following methods.

1) At its meeting on July 25, 2023, the Audit Committee passed resolutions on the auditing policies, auditing plans, and division assignment of duties of each Member of the Audit Committee. In accordance with these resolutions and in collaboration with the Company's internal control divisions, Members of the Audit Committee attended important meetings, including those online, and received reports from Directors, Executive Officers, employees and others on matters related to the performance of duties. Members of the Audit Committee asked for clarification as needed, inspected important written approvals, etc., and investigated the operations and finances of headquarters and other major offices and plants. Regarding subsidiaries, the Members of the Audit Committee communicated and exchanged information with the Directors, Audit & Supervisory Board Members, and others of such, received business reports and investigated the operations and finances of the subsidiaries as deemed necessary.
2) Members of the Audit Committee received written reports from the Internal Auditing Division of the audit results after each audit and monthly reports, and every three months received and exchanged opinions on reports on the audit results and evaluation reports on internal control systems relating to financial reports.
3) Members of the Audit Committee received explanations of auditing plans in advance from the Accounting Auditor, and, in addition to carrying out discussions, received reports of the audit results. Furthermore, in addition to monitoring and examining whether the Accounting Auditor maintained an independent stance, as well as implementing fair audits, Members of the Audit Committee received reports from the Accounting Auditor to the effect that systems had been put in place to ensure that their duties are appropriately performed. Members of the Audit Committee discussed major audit considerations with KPMG AZSA LLC, received a report on the implementation of the audit, and requested explanations as necessary.

Based on the aforementioned methods, we examined the Business Report and the supplementary schedules for the fiscal year in question, along with the financial statements (the Balance Sheet, the Statement of Income, the Statements of Changes in Net Assets along with the Notes to the Non-Consolidated Financial Statements) and the supplementary schedules, the consolidated financial statements (the Consolidated Statements of Financial Position, the Consolidated Statements of Income, the Consolidated Statements of Changes in Equity and the Notes to the Consolidated Financial Statements).

2. Audit Results

(1) Result of Audit of Business Report, etc.

1) In our opinion, the Business Report and the supplementary schedules fairly represent the Company’s affairs in accordance with the applicable laws and regulations and the Articles of Incorporation.
2) With regard to the execution of duties by the Directors and Executive Officers, we have found no evidence of wrongful action or material violation of laws and regulations, or of the Articles of Incorporation.
3) In our opinion, the contents of the resolution of the Board of Directors with regard to the internal control systems are appropriate. We confirm that continuous improvements are being made with respect to the development and operation of the internal control systems. With regard to details of these internal control systems reported in the Business Report we have found no matters on which to remark.

(2) Auditing result of the financial statements and the supplementary schedules

In our opinion, the methods and results employed and rendered by the Accounting Auditor, KPMG AZSA LLC, are appropriate.

(3) Auditing result of the consolidated financial statements

In our opinion, the methods and results employed and rendered by the Accounting Auditor, KPMG AZSA LLC, are appropriate.

May 14, 2024

Audit Committee of Ajinomoto Co., Inc.
Atsushi Toki, Chair of the Audit Committee (Outside Director) (seal)

Takumi Matsuzawa, Member of the Audit Committee (Standing) (seal)
Mami Indo, Member of the Audit Committee (Outside Director) (seal)
Yoko Hatta, Member of the Audit Committee (Outside Director) (seal)
Joji Nakayama, Member of the Audit Committee (Outside Director) (seal)

End