

**Rules of Procedures for Shareholders' Meeting
of President Chain Store Corporation
(Translation)**

Amended in July 2021

- I. Unless otherwise prescribed in laws and ordinances concerned, the shareholders' meeting of the Company shall be duly convened in accordance with these Rules.
- II. The term "shareholders" as set forth herein denotes the shareholders themselves and the proxies authorized by shareholders.
- III. A shareholder who participates in the shareholders' meeting shall submit the sign-in card instead of signing in person. The sign-in card shall be taken as the grounds to calculate the number of shares represented by the participating shareholders. The aggregate number of shares represented by participating shareholders shall be calculated based on the voting powers exercised in writing or in electronic means.
- IV. The numbers of participating shareholders and the number of voting powers in the shareholders' meeting shall be calculated based on the number of shares.
- V. A shareholders' meeting shall be convened in the place where the Company is headquartered or a place convenient to shareholders for participation. A shareholders' meeting shall be convened not earlier than 9:00 a.m. or later than 3:00 p.m.
- VI. Notices for shareholders' meetings shall expressly bear the timeframe and place where shareholders may report for participation and other important notes. The aforementioned timeframe for shareholders to report for participation shall be a minimum of thirty minutes prior to the time scheduled to start the meeting. The location to report for participation shall be conspicuously remarked and shall be staffed with adequate and competent personnel to entertain the report for participation.
- VII. Unless otherwise prescribed in laws and ordinances concerned, a shareholders' meeting shall be convened by the board of directors and be chaired by the chairperson. In the event that the chairperson is unavailable to exercise his responsibilities and powers by any reason, the chairperson shall appoint a director to act as his substitute. In the event that another person bestowed with the power to convene the meeting convenes a shareholders' meeting, such convener shall chair the meeting.

In the event that a director is appointed to chair a meeting as the substitute for the chairperson as mentioned in the preceding paragraph, such director shall be the one who has served as a director for a minimum of six months and who is well aware of the Company's financial standing. This same provision is equally *mutatis mutandis* applicable to an event where the chairperson is the representative of a director.

VIII. The Company may appoint retained Attorneys-at-Law, Certified Public Accountants or relevant people to attend the shareholders' meeting as non-voting guest participants. The staff in charge of the shareholders' meeting shall wear the identity certificates.

IX. The Company shall audio and video record the entire process where shareholders report for participation. While the meeting is in progress, ballots are to be cast in an uninterrupted manner. The audio and video records shall be archived for a minimum of one year.

X. The chairperson shall announce the start of the meeting immediately at the scheduled time for the meeting and simultaneously announce the relevant information, including the numbers of no voting rights and numbers of shares preset, etc. In the event that the participating shareholders do not represent a majority of the total outstanding shares by then, nevertheless, the chairperson may announce a deferment of the meeting. There must be no more than two deferments. The aggregate period of deferment(s) shall not exceed an hour. In the event that the participating shareholders do not represent one-third of the total outstanding shares even with deferment twice, the Company may make a tentative resolution in accordance with Article 175 of the Company Act. In the event that the present shareholders represent up to a majority of the total number of outstanding shares before the end of the meeting, the chairperson may pose the tentative resolution to the shareholders' meeting for resolution anew in accordance with Article 174 of the Company Act.

XI. In the event that the board of directors convenes a shareholders' meeting, the board of directors shall set the agenda and the meeting shall be duly convened based on the scheduled agenda, which shall not be changed unless duly resolved in the shareholders' meeting. The provision set forth under the preceding paragraph is equally *mutatis mutandis* applicable to an event where a person beyond the board of directors who is bestowed with the power to convene the meeting convenes the shareholders' meeting. Until the meeting based on the agenda mentioned in two preceding paragraphs (including occasional (extemporaneous) motions) is completed, the chairperson shall not announce adjournment unless duly resolved. In the event that the chairperson breaches the Procedure Rules for Shareholders' Meeting by announcing adjournment, nevertheless, one person may be elected by a majority of the present shareholders to act as the chairperson to continue the meeting.

XII. A present shareholder in a shareholders' meeting shall, before addressing himself or herself to the meeting, fill up the note of speech which shall bear gist of his or her speech, account number of the shareholder (or code of the participation certificate) and name of account holder. The chairperson will then fix the priority order for the floor. A shareholder who submits the note for floor but does not speak up is deemed as having not exercised the floor. In case of a discrepancy found between the contents shown on the floor note and contents actually spoken, the contents actually spoken shall prevail. Where a shareholder exercises his or her floor, other shareholders shall not speak up to interfere with the floor unless consented by the chairperson and the shareholder in floor. The chairperson shall stop violation, if any.

XIII. Unless consented by the chairperson, each shareholder shall not speak up on the same issue more than twice. Each floor shall not exceed five minutes. Where a shareholder breaches the requirements mentioned in the preceding paragraph or speaks beyond the scope of the issue, the chairperson may stop his or her floor.

XIV. Where a juristic person is delegated to participate in a shareholders' meeting, that juristic person may appoint only one representative to participate in the meeting. Where a juristic person shareholder appoints two or more representatives to participate in a shareholders' meeting, only one among them may be appointed to speak up on a same issue.

XV. After a shareholder completes his or her floor, the chairperson may reply either himself or herself or through a person concerned appointed by him or her.

XVI. Where the chairperson holds that the discussion on an issue is up to the extent for resolution by voting, the chairperson may announce discontinuance from the discussion and bring that issue into the process of resolution through voting.

XVII. In the voting process, the chairperson shall appoint the ballot scrutinizer and ballot counter. A ballot scrutinizer shall, nevertheless, be appointed from among shareholders. The balloting process and ballot counting in a shareholders' meeting shall be conducted in an open place of the shareholders' meeting site. Upon completion of the ballot counting process, the outcome shall be announced on the spot, including the number of powers in the statistics the name of directors who were not elected and their numbers of votes, for which records shall be duly worked out.

XVIII. During the process of a shareholders' meeting, the chairperson may fix an intermission as appropriate.

XIX. Unless otherwise provided for in the Company Act and the Articles of Incorporation, decisions in the shareholders' meeting shall be resolved by a majority vote in the meeting, which is attended by shareholders who represent a majority of the total issued shares.

XX. At the time of a vote, each proposal is followed by polls of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be disclosed on the MOPS. Where a same issue is amended or replaced, the chairperson shall bring the amendment, replacement along with the original issue to fix the priority order of balloting. In the event that one issue among them is duly resolved, all other issue(s) is (are) deemed as having been vetoed and call for no more balloting process.

XXI. The chairperson may direct the disciplinary personnel (or security guards) to help maintain the order. The disciplinary personnel (or security guards) shall wear the armbands reading "disciplinary personnel" while performing duty in maintaining the order at the meeting site.

XXII. Any matters insufficiently provided for herein shall be subject to handling in accordance with the Company Act, Articles of Incorporation and other laws and ordinances concerned.

XXIII. These Regulations and amendment hereof, shall be put into enforcement after being resolved in the shareholders' meeting.