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Securities code: 3154

September 14, 2026

Date of commencement of measures for electronic provision: September 2, 2026

**To Shareholders with Voting Rights:**

Hiroyuki Akutagawa  
President and Representative  
Director  
MEDIUS HOLDINGS Co., Ltd.  
1-2-2 Yuraku-cho, Chiyoda-ku,  
Tokyo, Japan

**NOTICE OF THE 17th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby inform you that the 17th Annual General Meeting of Shareholders of MEDIUS HOLDINGS Co., Ltd. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, we have taken measures for the electronic provision, and the matters subject to measures for electronic provision have been posted on the internet websites shown below as “Notice of the 17th Annual General Meeting of Shareholders.”

|                                                                     |                                                                                                                                                                                                                                                                                                                                                                                         |
|---------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| The Company’s website:                                              | <a href="https://www.medius.co.jp/ir/meeting/?lang=en">https://www.medius.co.jp/ir/meeting/?lang=en</a>                                                                                                                                                                                                                                                                                 |
| The website of the Tokyo Stock Exchange:<br>(Listed Company Search) | <a href="https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show">https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show</a><br><br>*Please access the website shown above, enter the issue name (MEDIUS HOLDINGS) or securities code (3154) to search, then click on “Basic information” then “Documents for public inspection/PR information” to view the information. |

For the exercise of voting rights in writing or via the internet, etc., please refer to the Reference Documents for the General Meeting of Shareholders included in the matters subject to measures for electronic provision, and exercise your voting rights no later than Monday, September 28, 2026, at 5:30 p.m.

- 1. Date and Time:** Tuesday, September 29, 2026 at 10:00 a.m. Japan time  
(Scheduled start of reception: 9:00 a.m.)
- 2. Venue:** Room 5, Belle Salle Tokyo Nihonbashi  
5F Tokyo Nihonbashi Tower, 2-7-1 Nihonbashi, Chuo-ku, Tokyo
- 3. Meeting Agenda:**  
**Matters to be reported:**
  1. The Business Report and Consolidated Financial Statements for the Company’s 17th Fiscal Year (July 1, 2025 - June 30, 2026) and results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements

2. Non-consolidated Financial Statements for the Company's 17th  
Fiscal Year (July 1, 2025 - June 30, 2026)

**Proposals to be resolved:**

**Proposal 1:** Appropriation of Surplus

**Proposal 2:** Election of Four Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

**Proposal 3:** Election of One Director Who Is an Audit & Supervisory Committee Member

**4. Information on the Exercise of Voting Rights** Please see the "Information on the Exercise of Voting Rights" on page 3 of the Japanese original version of this document.

- Please submit the enclosed Voting Rights Exercise Form at the reception desk if you are attending the Meeting in person.
- Any amendments to the matters subject to measures for electronic provision will be posted on each of the websites on which these matters are presented.
- Of the matters subject to measures for electronic provision, the following documents have not been included in the paper copy sent to shareholders, in accordance with laws and regulations and the provisions of Article 15 of the Articles of Incorporation of the Company: "Overview of the System for Ensuring the Appropriateness of Business Activities and the Status of Its Operation," "Consolidated Statements of Changes in Net Assets," "Notes to Consolidated Financial Statements," "Statements of Changes in Net Assets," and "Notes to Non-consolidated Financial Statements." This paper copy is part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditor in preparing the Audit Report.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The Company's basic policy regarding the distribution of profits to shareholders is to pay dividends aiming for a consolidated dividend payout ratio of 30% or more to distribute the results of its growth while securing internal reserves necessary to maintain stable growth over the medium and long term. For the fiscal year under review, in accordance with this policy, the Company plans to pay an ordinary dividend of 20 yen per share.

#### Matters concerning year-end dividends

##### (1) Type of dividend property

Cash

##### (2) Allotment of dividend property to shareholders and the total amount

20 yen per share of common stock

Total: 444,744,380 yen

##### (3) Effective date of dividends of surplus

September 30, 2026

**Proposal 2:** Election of Four Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all four Directors (excluding Directors who are Audit & Supervisory Committee Members; the same applies hereinafter in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, we propose the election of four Directors.

The candidates for Directors are as follows:

| No. | Name                               | Current positions and responsibilities at the Company                                                |
|-----|------------------------------------|------------------------------------------------------------------------------------------------------|
| 1   | Yasuhiko Ikeya [Reappointment]     | Director and Chairman                                                                                |
| 2   | Hiroyuki Akutagawa [Reappointment] | Representative Director, CEO and General Manager, Corporate Division                                 |
| 3   | Masaru Kuribara [Reappointment]    | Director, Senior Managing Executive Officer and General Manager, Marketing & Communications Division |
| 4   | Shuhei Miyaji [Reappointment]      | Director, Senior Managing Executive Officer and General Manager, Presidential Division               |

[Reappointment] Candidate for reappointment as Director

[New appointment] Candidate for new appointment as Director

[Outside] Candidate for appointment as Outside Director

[Independent] Independent Director as stipulated by the Tokyo Stock Exchange

| No.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Name<br>(Date of birth)                                                                                                                                                                            | Career summary, positions, responsibilities, and significant concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | Number of shares of the Company held |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <p>Yasuhiko Ikeya<br/>(January 16, 1954)</p> <p>[Reappointment]</p> <p>Years in office as Director<br/>17 years</p> <p>Attendance at meetings of the Board of Directors<br/>16/16 times (100%)</p> | <p>April 1976      Joined MURANAKA MEDICAL INSTRUMENTS CO., LTD.</p> <p>June 1978      Joined Kyowa Medical Corporation</p> <p>August 1991    Director and General Manager, Sales Department and Hamamatsu Branch of Kyowa Medical Corporation</p> <p>July 1994      Managing Director and General Manager, Sales Division of Kyowa Medical Corporation</p> <p>August 1995    Director of Oz Co., Ltd. (currently ALVAUS Inc.)</p> <p>August 1997    Managing Director and General Manager, Tokai Sales Division of Kyowa Medical Corporation</p> <p>October 2000   Director of NHS Shizuoka, Co., Ltd.</p> <p>September 2001 President and CEO of Kyowa Medical Corporation</p> <p>July 2009      President and Representative Director of the Company</p> <p>May 2010      Director of KSPD (currently MEDIUS SOLUTION Co., Ltd.)</p> <p>July 2010      Director of KURIBARA MEDICAL INSTRUMENTS (current position)</p> <p>September 2010 Director of Kyowa Medical Corporation CEO of the Company</p> <p>May 2011      Director of Tokyo Association of Health Industry Distributors</p> <p>September 2011 Director and Chairman of Kyowa Medical Corporation</p> <p>February 2013 President and Representative Director of Ikeya Co., Ltd. (current position)</p> <p>September 2014 Director of Kyowa Medical Corporation</p> <p>February 2017 Director of CAREFORCE Inc.</p> <p>June 2018      Director of MITAS Inc. (current position)</p> <p>September 2018 Director of NETWORK Co., Ltd. (currently ALVAUS Inc.)</p> <p>September 2025 Director and Chairman of Kyowa Medical Corporation (current position)</p> <p>August 2026   Director and Chairman of the Company (current position)</p> | 482,843                              |
| <p>[Significant concurrent positions]<br/>Director and Chairman of Kyowa Medical Corporation, Director of KURIBARA MEDICAL INSTRUMENTS, Director of MITAS Inc., President and Representative Director of Ikeya Co., Ltd.</p> <p>[Reasons for nomination as candidate for Director]<br/>Mr. Yasuhiko Ikeya has a track record of leading the Group's growth and the enhancement of its corporate value as Representative Director of the Company for many years, and has contributed to improving governance through advice on and supervision of the Group's management. He is expected to contribute to sustainably increasing the Company's corporate value by leveraging his experience and knowledge. For these reasons, he is nominated as a candidate for Director.</p> |                                                                                                                                                                                                    |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                      |

| No. | Name<br>(Date of birth)                                                                                                                                                                                           | Career summary, positions, responsibilities, and significant<br>concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Number of<br>shares of the<br>Company held |
|-----|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|
| 2   | <p>Hiroyuki Akutagawa<br/>(August 19, 1967)</p> <p>[Reappointment]</p> <p>Years in office as<br/>Director<br/>12 years</p> <p>Attendance at meetings<br/>of the Board of<br/>Directors<br/>16/16 times (100%)</p> | <p>November 1991    Joined Kyowa Medical Corporation</p> <p>July 2003        General Manager, Accounting Department of<br/>Kyowa Medical Corporation</p> <p>July 2009        General Manager, Management Division and<br/>Accounting Department of the Company</p> <p>September 2010    Director of KSPD (currently MEDIUS<br/>SOLUTION Co., Ltd.)</p> <p>October 2010     Executive Officer and General Manager,<br/>Management Promotion Division and<br/>Management Planning Department of the<br/>Company</p> <p>May 2013        Director of Akita MEDICAL INSTRUMENTS<br/>Co., Ltd.</p> <p>September 2014    Director of the Company</p> <p>September 2015    Managing Executive Officer and General<br/>Manager, Management Promotion Division and<br/>Management Planning Department of the<br/>Company</p> <p>September 2017    Director of CAREFORCE Inc.</p> <p>July 2019        Managing Executive Officer and General<br/>Manager, Management Promotion Division of<br/>the Company</p> <p>September 2019    Director of Kyowa Medical Corporation (current<br/>position)</p> <p>June 2020        Director of Active Medical Co., Ltd. (currently<br/>ALVAUS Inc.)</p> <p>July 2021        Managing Executive Officer and General<br/>Manager, Administration Division and<br/>Management Promotion Division of the<br/>Company</p> <p>July 2022        Managing Executive Officer and General<br/>Manager, Administration Division of the<br/>Company</p> <p>September 2022    Senior Managing Executive Officer and General<br/>Manager, Administration Division of the<br/>Company</p> <p>July 2023        Senior Managing Executive Officer and General<br/>Manager, Corporate Division of the Company</p> <p>May 2025        Executive Officer and General Manager,<br/>Administration Department of Kyowa Medical<br/>Corporation</p> <p>July 2025        Director of Mediris Logistics Co., Ltd. (current<br/>position)</p> <p>September 2025    Director of ALVAUS Inc. (current position)</p> <p>June 2026        Director of NHS Shizuoka, Co., Ltd. (current<br/>position)</p> <p>August 2026      Representative Director, CEO and General<br/>Manager, Corporate Division of the Company<br/>(current position)</p> | 44,180                                     |

|  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
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|  | <p>[Significant concurrent positions]</p> <p>Director of Kyowa Medical Corporation, Director of ALVAUS Inc., Director of Mediris Logistics Co., Ltd., Director of NHS Shizuoka, Co., Ltd.</p> <p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Hiroyuki Akutagawa has in-depth knowledge based on his extensive experience in the business management segment. He is striving to promote business management and sustainably increase the corporate value of the Company and the Group, while leading the Group's growth strategy and business operations. He is expected to contribute to the further development of the Group based on his extensive experience and knowledge. For these reasons, he is nominated as a candidate for Director.</p> |
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| No. | Name<br>(Date of birth)                                                                                                                                                                                           | Career summary, positions, responsibilities, and significant concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | Number of shares of the Company held |
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| 3   | <p>Masaru Kuribara<br/>(September 21, 1970)</p> <p>[Reappointment]</p> <p>Years in office as<br/>Director<br/>16 years</p> <p>Attendance at meetings<br/>of the Board of<br/>Directors<br/>16/16 times (100%)</p> | <p>April 1990      Joined KURIBARA MEDICAL INSTRUMENTS</p> <p>April 1992      Joined Vickers Medical International</p> <p>August 1994    Joined NIPPON COLIN Co., Ltd. (currently FUKUDA COLIN Co., Ltd.)</p> <p>April 1999      Joined Boston Scientific Japan KK</p> <p>May 2001        Joined KURIBARA MEDICAL INSTRUMENTS</p> <p>August 2004    Director of KURIBARA MEDICAL INSTRUMENTS</p> <p>August 2009    Director of Medical Bio Science Co., Ltd. (currently Tsumug Medical co.) (current position)</p> <p>September 2009 Director of MK Co., Ltd. (current position)</p> <p>September 2010 Director of the Company (current position)</p> <p>September 2013 Senior Managing Executive Officer of KURIBARA MEDICAL INSTRUMENTS</p> <p>September 2015 Managing Executive Officer and General Manager, Sales Management Division of the Company</p> <p>September 2017 Senior Managing Executive Officer of the Company</p> <p>President and Representative Director of KURIBARA MEDICAL INSTRUMENTS (current position)</p> <p>Director of NETWORK Co., Ltd. (currently ALVAUS Inc.)</p> <p>April 2018      President of Specified Nonprofit Corporation Chiyoda-kai (current position)</p> <p>June 2018      Director of D-SENSE Co., Ltd. (currently ALVAUS Inc.)</p> <p>June 2020      Director of Active Medical Co., Ltd. (currently ALVAUS Inc.)</p> <p>October 2021   Director and Chairman of ALVAUS Inc. (current position)</p> <p>April 2023      President of Gunma Association of Health Industry Distributors (current position)</p> <p>June 2023      Director of Japan Association of Health Industry Distributors (current position)</p> <p>July 2023       Director of Ortho Edge Japan Co., Ltd. (current position)</p> <p>July 2025       Director and Chairman of REPS Corp. (current position)</p> <p>September 2025 Director of Akita MEDICAL INSTRUMENTS Co., Ltd. (current position)</p> <p>January 2026   Senior Managing Executive Officer and General Manager, Corporate Planning Division of the Company</p> <p>July 2026       Senior Managing Executive Officer and General Manager, Marketing &amp; Communications Division of the Company (current position)</p> | 121,111                              |

|  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
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|  | <p>[Significant concurrent positions]</p> <p>President and Representative Director of KURIBARA MEDICAL INSTRUMENTS, Director and Chairman of ALVAUS Inc., Director of Akita MEDICAL INSTRUMENTS Co., Ltd., Director of Ortho Edge Japan Co., Ltd., Director of Tsumug Medical co., Director and Chairman of REPS Corp., Director of MK Co., Ltd., President of Gunma Association of Health Industry Distributors, Director of Japan Association of Health Industry Distributors</p> <p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Masaru Kuribara is engaged in the management of KURIBARA MEDICAL INSTRUMENTS, an important subsidiary of the Company, as its President and Representative Director for many years. He is expected to reinforce the Board of Directors' decision-making and effectiveness of the supervisory functions by bringing his wealth of experience and insight to the Board of Directors. For these reasons, he is nominated as a candidate for Director.</p> |
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| No.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | Name<br>(Date of birth)                                                                                                                                                                          | Career summary, positions, responsibilities, and significant concurrent positions                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Number of shares of the Company held |
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| 4                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <p>Shuhei Miyaji<br/>(February 6, 1974)</p> <p>[Reappointment]</p> <p>Years in office as Director<br/>9 years</p> <p>Attendance at meetings of the Board of Directors<br/>16/16 times (100%)</p> | <p>March 1995 Director of Fukui Medical Instrument (currently MITAS Inc.)</p> <p>April 1998 Joined Toshiba Medical Systems Corporation (currently Canon Medical Systems Corporation)</p> <p>May 2006 Senior Director of Fukui Medical Instrument (currently MITAS Inc.)</p> <p>January 2009 President and Representative Director of MITAS Inc. (current position)</p> <p>March 2009 President and Representative Director of Focal Trust Co., Ltd. (current position)</p> <p>September 2014 Director of M's Corporation (current position)</p> <p>September 2017 Director of the Company (current position)<br/>Managing Executive Officer and General Manager, Sales Management Division of the Company</p> <p>September 2018 Managing Executive Officer and General Manager, Corporate Division of the Company<br/>Director of D-SENSE Co., Ltd. (currently ALVAUS Inc.)</p> <p>September 2020 Director of MEDIUS SOLUTION Co., Ltd. (current position)</p> <p>January 2021 Director of 3Sunny, Inc.</p> <p>July 2021 Managing Executive Officer and General Manager, Corporate Division and DX Promotion Division of the Company</p> <p>October 2021 Director of ALVAUS Inc.<br/>Director of Active Medical Co., Ltd. (currently A. North Medical Inc.) (current position)</p> <p>March 2022 Managing Executive Officer and General Manager, Corporate Division, Marketing Communications Division and DX Promotion Division of the Company</p> <p>July 2022 Managing Executive Officer and General Manager, Corporate Division and DX Promotion Division of the Company</p> <p>September 2022 Senior Managing Executive Officer and General Manager, Corporate Division and DX Promotion Division of the Company</p> <p>July 2023 Senior Managing Executive Officer and General Manager, Presidential Division of the Company (current position)</p> | 376,894                              |
| <p>[Significant concurrent positions]</p> <p>President and Representative Director of MITAS Inc., Director of A. North Medical Inc., Director of MEDIUS SOLUTION Co., Ltd., President and Representative Director of Focal Trust Co., Ltd., Director of M's Corporation</p> <p>[Reasons for nomination as candidate for Director]</p> <p>Mr. Shuhei Miyaji is engaged in the management of MITAS Inc., an important subsidiary of the Company, as its President and Representative Director. He is expected to reinforce the Board of Directors' decision-making and effectiveness of the supervisory functions by bringing his wealth of experience and insight to the Board of Directors. For these reasons, he is nominated as a candidate for Director.</p> |                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                      |

- Notes:
1. There are no special interests between the candidates and the Company.
  2. The Company has concluded a directors and officers liability insurance policy, as provided for in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. An overview of the contents of the insurance policy is stated in “3. Matters Regarding Company Officers (3) Outline of the contents of the directors and officers liability insurance policy” of the business report (available in Japanese only). If each of the candidates is elected, he/she will be included as an insured under the said insurance policy. The policy is scheduled to be renewed in May 2027 with the same level of coverage.
  3. The number of shares of the Company held by the candidates represents the number as of June 30, 2026. It includes their shareholdings in the name of MEDIUS HOLDINGS Officers’ Shareholding Association.

**Proposal 3:** Election of One Director Who Is an Audit & Supervisory Committee Member

The term of office of Director who is an Audit & Supervisory Committee Member, Mr. Masaru Yokomaku will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, we propose the election of one Director who is an Audit & Supervisory Committee Member.

If this proposal is approved, the number of Directors who are Audit & Supervisory Committee Members will be seven.

The consent of the Audit & Supervisory Committee has been obtained for this proposal.

The candidate for Director who is an Audit & Supervisory Committee Member is as follows:

| Name                                                             | Current positions and responsibilities at the Company   |
|------------------------------------------------------------------|---------------------------------------------------------|
| Masaru Yokomaku<br>[Reappointment]<br>[Outside]<br>[Independent] | Outside Director (Audit & Supervisory Committee Member) |

[Reappointment] Candidate for reappointment as Director

[New appointment] Candidate for new appointment as Director

[Outside] Candidate for appointment as Outside Director

[Independent] Independent Director as stipulated by the Tokyo Stock Exchange

| Name<br>(Date of birth)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | Career summary, positions, responsibilities, and significant concurrent positions                        |                                                                                                                                                                                                                                                                                                                                                                        | Number of shares of the Company held |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------|
| Masaru Yokomaku<br>(June 16, 1961)<br><br>[Reappointment]<br>[Outside]<br>[Independent]<br><br>Years in office as<br>Director (Audit &<br>Supervisory<br>Committee Member)<br>2 years<br><br>Attendance at meetings<br>of the Board of<br>Directors<br>16/16 times (100%)<br><br>Attendance at<br>meetings of the Audit<br>& Supervisory<br>Committee<br>13/13 times (100%)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | April 1984<br>July 1990<br>February 1999<br>April 2016<br>May 2018<br><br>January 2023<br>September 2024 | Joined ANA World Tours Co., Ltd. (currently ANA Akindo Co., Ltd.)<br>Joined Medtronic Japan Co., Ltd.<br>Joined Boston Scientific Japan KK<br>COO of Innophys Co., Ltd.<br>President and Representative Director of Hollister Co., Ltd.<br>Advisor of Hollister Co., Ltd.<br>Outside Director (Audit & Supervisory Committee Member) of the Company (current position) | —                                    |
| [Significant concurrent positions]<br>None<br>[Reasons for nomination as candidate for Outside Director who is an Audit & Supervisory Committee Member and overview of expected roles]<br>Mr. Masaru Yokomaku has been engaged in the medical device industry for many years and has extensive knowledge about the industry in general. He also has extensive experience and a proven track record in corporate management in general, having worked on management reforms and organizational reforms as a corporate manager. He is expected to leverage his extensive knowledge and expertise in the management of the Company. For these reasons, he is nominated as a candidate for Outside Director who is an Audit & Supervisory Committee Member.<br>[Years in office as an Outside Director who is an Audit & Supervisory Committee Member]<br>He will have served as an Outside Director who is an Audit & Supervisory Committee Member at the Company for two years at the conclusion of this General Meeting of Shareholders. |                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                        |                                      |

- Notes:
1. There are no special interests between Mr. Masaru Yokomaku and the Company.
  2. Mr. Masaru Yokomaku is a candidate for Outside Director who is an Audit & Supervisory Committee Member. The Company has designated and registered Mr. Masaru Yokomaku as an Independent Officer stipulated by the regulations of the Tokyo Stock Exchange, Inc. If his reappointment is approved, the Company will continue to designate him as an Independent Officer.
  3. Liability Limitation Agreement with Directors (Audit & Supervisory Committee Members)  
In order to enable a Director (Audit & Supervisory Committee Member) to fully perform his expected roles, the Company intends to continue a liability limitation agreement with Mr. Masaru Yokomaku, if his reappointment is approved, to limit his liability for compensation for the negligence of his duties, in accordance with Article 427, Paragraph 1 of the Companies Act.
  4. The Company has concluded a directors and officers liability insurance policy, as provided for in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. An overview of the contents of the insurance policy is stated in “3. Matters Regarding Company Officers (3) Outline of the contents of the directors and officers liability insurance policy” of the business report (available in Japanese only). If the candidate is elected, he will be included as an insured under the said insurance policy. The policy is scheduled to be renewed in May 2027 with the same level of coverage.

(Reference)

1. Policy and procedures for the nomination of candidates for Directors (excluding Directors who are Audit & Supervisory Committee Members)

In nominating candidates for Directors (excluding Directors who are Audit & Supervisory Committee Members), a non-statutory Nominating Committee (a committee that formulates proposals for the appointment of officers) consisting of Outside Directors who are Audit & Supervisory Committee Members, the President and Representative Director, and the Director in charge of the human resources deliberates on candidates for Directors in accordance with the following criteria, recommends candidates for Directors to the Board of Directors, resolves them at the meeting of the Board of Directors, and submits them to this General Meeting of Shareholders as an agenda item for approval:

- Directors must appropriately exercise their duty of care and duty of loyalty in the execution of their duties, and must possess the qualities necessary for contributing to the Company's sustainable profit growth and the improvement of the corporate value.
- Executive Officers must be well-versed in the Group's business and possess the capabilities necessary to appropriately execute management of the Group.

2. Criteria and qualifications for the independence of Outside Directors

In appointing Outside Directors, the Company takes the Enforcement Rules for Securities Listing Regulations of the Tokyo Stock Exchange into consideration, and carefully investigates and considers the interests between Outside Directors and the Company, among other relationships. The Company believes that ensuring that there are no conflicts of interest between the candidates and general shareholders and that appointing Outside Directors who possess diverse expert knowledge and experience will further vitalize discussions at decision-making and supervisory bodies, such as the Board of Directors, and that they will ensure appropriate decision-making and supervision.

(Reference) Skill matrix for officers after the General Meeting of Shareholders

\*If the election of all the candidates in this convocation notice is approved as proposed, the expertise and experience of the Directors (including Directors who are Audit & Supervisory Committee Members) will be as shown below.

|                                                         | Name                                           | Corporate management | Medical systems | Finance and accounting | Legal and risk management | Human resources and human resource development | Sales and marketing | IT and DX | Finance |
|---------------------------------------------------------|------------------------------------------------|----------------------|-----------------|------------------------|---------------------------|------------------------------------------------|---------------------|-----------|---------|
| Directors                                               | Yasuhiko Ikeya                                 | ✓                    | ✓               |                        |                           |                                                | ✓                   |           |         |
|                                                         | Hiroyuki Akutagawa                             | ✓                    |                 | ✓                      |                           | ✓                                              |                     |           |         |
|                                                         | Masaru Kuribara                                | ✓                    | ✓               |                        |                           |                                                | ✓                   |           |         |
|                                                         | Shuhei Miyaji                                  | ✓                    | ✓               |                        |                           |                                                | ✓                   | ✓         |         |
| Directors who are Audit & Supervisory Committee Members | Hiroto Takei                                   |                      |                 |                        | ✓                         | ✓                                              |                     |           |         |
|                                                         | Hiroshi Kudo<br>[Outside]<br>[Independent]     | ✓                    | ✓               |                        |                           |                                                | ✓                   |           |         |
|                                                         | Norio Funayama<br>[Outside]<br>[Independent]   | ✓                    |                 | ✓                      |                           |                                                |                     |           | ✓       |
|                                                         | Akihiko Watanabe<br>[Outside]<br>[Independent] | ✓                    |                 | ✓                      |                           | ✓                                              |                     |           | ✓       |
|                                                         | Masaru Yokomaku<br>[Outside]<br>[Independent]  | ✓                    | ✓               |                        |                           |                                                | ✓                   |           |         |
|                                                         | Natsuko Shimizu<br>[Outside]<br>[Independent]  |                      |                 |                        | ✓                         |                                                |                     |           |         |
|                                                         | Masako Goto<br>[Outside]<br>[Independent]      |                      |                 | ✓                      |                           |                                                |                     |           |         |

■ Opinions of the Audit & Supervisory Committee

We have confirmed that six Outside Directors who are Audit & Supervisory Committee Members attended the meetings of a committee that formulates proposals for the appointment of officers (a non-statutory Nominating Committee) and a committee that formulates proposals on compensation for Directors (a non-statutory Compensation Committee) both as committee members, deliberated on, among other things, the appointment and compensation of Directors (excluding Directors who are Audit & Supervisory Committee Members), and reported the details of the deliberations to the Audit & Supervisory Committee for further deliberations, and that these matters were discussed and implemented in an appropriate manner.

As a result, the Audit & Supervisory Committee has concluded that there are no special matters to be presented at the General Meeting of Shareholders pursuant to the provisions of the Companies Act with regard to the appointment of Directors (excluding Directors who are Audit & Supervisory Committee Members) or their compensation, or other such matters.