

This document has been translated from a part of 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. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Securities code: 4569)

June 3, 2026

(Start date for electronic provision measures: May 28, 2026)

To Those Shareholders with Voting Rights

Yutaka Ogihara
Representative Director, President and
Chief Executive Officer
KYORIN Pharmaceutical Co., Ltd.
1-3-7, Otemachi, Chiyoda-ku, Tokyo, Japan

NOTICE OF THE 68TH ANNUAL GENERAL SHAREHOLDERS MEETING

You are cordially notified that the 68th Annual General Shareholders Meeting (the “Meeting”) of KYORIN Pharmaceutical Co., Ltd. (the “Company,” together with its subsidiaries, the “Group”) will be held as described below.

Measures for electronic provision have been taken for the convocation of this General Meeting of Shareholders, and matters to be provided electronically are posted on the following Company’s website:

<https://www.kyorin-pharm.co.jp/en/ir/stock/meeting.shtml>

In addition to the above website, matters to be provided electronically will also be posted on the Tokyo Stock Exchange (TSE) website. Please access the following TSE website (TSE Listed Company Search), search for an issue name (company name) or securities code, then select “Basic information,” and “Documents for public inspection/PR information” to confirm:

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

You may exercise your voting rights in writing or by using an electronic means (e.g., via the Internet). Please review the Reference Documents for the Meeting listed in the matters to be provided electronically and exercise your voting rights by the end of our business hours (5:10 p.m. Japan time) on Thursday, June 18, 2026.

- 1. Date and Time:** 10:00 a.m. Japan time on Friday, June 19, 2026 (Reception starts at 9:00 a.m.)
2. Place: Banquet Hall Yukyu, 2F, HOTEL METROPOLITAN EDMONT TOKYO
10-8, Iidabashi-3chome, Chiyoda-ku, Tokyo, Japan

3. Agenda of the Meeting:

- Matters to be reported:**
1. The Business Report, the Consolidated Financial Statements and the audit results of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 68th fiscal year (from April 1, 2025 to March 31, 2026)
 2. The Non-consolidated Financial Statements for the 68th fiscal year (from April 1, 2025 to March 31, 2026)

Proposals to be resolved:

Proposal 1: Election of Six Executive Directors

Proposal 2: Election of Four Audit & Supervisory Board Members

4. Matters to be decided upon convocation:

If you exercise your voting rights both via the Internet and using the Voting Rights Exercise Form, the voting rights exercised via the Internet will be deemed valid. If you exercise your voting rights multiple times via the Internet, the last vote exercised will be deemed valid.

If there is no indication of approval or disapproval for proposal on the Voting Rights Exercise Form returned to us, it will be taken as an indication of approval.

-
- When attending the Meeting, please submit the enclosed Voting Rights Exercise Form at the reception.
 - In the event that any revisions are made to the matters to be provided electronically, the matters before and after revision will be posted on the Company's website and the TSE website listed above.
 - Of the matters to be provided electronically, the following matters are not stated in the documents to be delivered to shareholders who have requested delivery of documents, in accordance with the provisions of laws and regulations and the Company's Articles of Incorporation.
 - (1) "Status of Accounting Auditors" and "Company Structure and Policies" in the Business Report
 - (2) "Consolidated Statements of Changes in Net Assets" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements
 - (3) Non-consolidated Financial Statements
 - (4) Audit Report of Accounting Auditors Pertaining to Consolidated Financial Statements
 - (5) Audit Report of Accounting Auditors Pertaining to Non-consolidated Financial Statements
 - (6) Audit Report of the Audit & Supervisory Board
 - The English version of the Notice of the Annual General Shareholders Meeting is available on the Company's website on the Internet.

Address of the Company's English website: <https://www.kyorin-pharm.co.jp/en/>

Reference Documents for the General Shareholders Meeting

Proposal and References

Proposal 1: Election of Six Executive Directors

The terms of office of all six Executive Directors will expire at the conclusion of the Meeting.

We therefore propose that six Executive Directors be elected.

The candidates for Executive Director are as follows:

No.	Name	Gender	Current positions and responsibilities at the Company	Attributes		
1	Yutaka Ogihara	Male	Representative Director, President and Chief Executive Officer President and CEO CEO in charge of Auditing	Reappointment		
2	Yasuji Kurose	Male	Executive Director Managing Corporate Officer CFO & CStO Director, Corporate Planning, in charge of Finance & Accounting and Innovation Promoting	Reappointment		
3	Noriaki Tamura	Male	Managing Corporate Officer CCO Senior Director, Sales & Marketing HQs in charge of IT Solutions and In Vitro Diagnostics Business	New appointment		
4	Ken Shigematsu	Male	Executive Director	Reappointment	Outside	Independent
5	Hiroshi Watanabe	Female	Executive Director	Reappointment	Outside	Independent
6	Tomohiro Okanoya	Male		New appointment	Outside	Independent

New Appointment: Candidates for Executive Director to be newly elected

Reappointment: Candidates for Executive Director to be reelected

Outside: Candidates for Outside Executive Director

Independent: Independent officers based on provisions of stock exchanges, etc.

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	<p data-bbox="293 527 472 558" style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointment</p> Yutaka Ogihara (July 14, 1967)	<p data-bbox="521 218 1247 310">April 1990 Joined KYORIN Pharmaceutical Co., Ltd. June 2011 Senior Director, President's Office, KYORIN Holdings, Inc.</p> <p data-bbox="521 317 1247 436">June 2011 Executive Director, Senior Director, President's Office, in charge of Corporate Communication and Information System Management, KYORIN Holdings, Inc.</p> <p data-bbox="521 443 1247 499">June 2014 Executive Director, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 506 1247 562">June 2015 Executive Director, Senior Director, President's Office, KYORIN Holdings, Inc.</p> <p data-bbox="521 569 1247 625">June 2016 Senior Executive Director, Senior Director, President's Office, KYORIN Holdings, Inc.</p> <p data-bbox="521 632 1247 688">June 2016 Senior Executive Director, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 695 1247 814">April 2019 Senior Executive Director, Senior Director, Management Strategy Office, in charge of Information System Management, KYORIN Holdings, Inc.</p> <p data-bbox="521 821 1247 913">June 2019 Representative Director, President and Chief Executive Officer, in charge of Auditing, KYORIN Holdings, Inc.</p> <p data-bbox="521 919 1247 976">June 2019 Executive Director, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 982 1247 1075">April 2023 Representative Director, President and Chief Executive Officer, CEO, in charge of Auditing, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 1081 1247 1194">April 2026 Representative Director, President and Chief Executive Officer, President and CEO, CEO, in charge of Auditing, KYORIN Pharmaceutical Co., Ltd. (current)</p>	79,063
<p data-bbox="282 1205 1008 1236">Reasons for nomination as a candidate for Executive Director</p> <p data-bbox="282 1241 1487 1425">Yutaka Ogihara has been responsible primarily for corporate planning sections of the Company and the Group companies and has abundant experience in businesses and corporate management. Since June 2019 when he took office as Representative Director, President and Chief Executive Officer of the Company, he has utilized his experience and fully performed his role mainly in deciding important matters of the Group as well as supervising the business execution of the Group. The Company has judged that he is essential for the Group's future development and has nominated him as a candidate for Executive Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	<p data-bbox="302 495 474 527" style="border: 1px solid black; display: inline-block; padding: 2px;">Reappointment</p> <p data-bbox="302 600 474 699">Yasuji Kurose (July 27, 1970)</p>	<p data-bbox="521 218 1243 249">April 1995 Joined KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 254 1243 306">April 2019 Management Strategy Office, Director, Corporate Planning, KYORIN Holdings, Inc.</p> <p data-bbox="521 310 1243 363">June 2019 Associate Director, Corporate Planning, KYORIN Holdings, Inc.</p> <p data-bbox="521 367 1243 420">April 2020 Director, Corporate Planning, KYORIN Holdings, Inc.</p> <p data-bbox="521 424 1243 476">April 2020 Director, Corporate Planning, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 480 1243 533">June 2022 Corporate Officer, Director, Corporate Planning, KYORIN Holdings, Inc.</p> <p data-bbox="521 537 1243 674">April 2023 Corporate Officer, CFO & CStO, Director, Corporate Planning, in charge of Finance & Accounting and Product Strategy, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 678 1243 814">June 2024 Executive Director, CFO & CStO, Director, Corporate Planning, in charge of Finance & Accounting and Product Strategy, KYORIN Pharmaceutical Co., Ltd.</p> <p data-bbox="521 819 1243 972">April 2026 Executive Director, Managing Corporate Officer, CFO & CStO, Director, Corporate Planning, in charge of Finance & Accounting and Innovation Promoting, KYORIN Pharmaceutical Co., Ltd. (current)</p>	4,087
<p data-bbox="282 984 1008 1012">Reasons for nomination as a candidate for Executive Director</p> <p data-bbox="282 1016 1492 1234">Yasuji Kurose has long been involved in the management strategy of the Company and the Group and has abundant experience in the healthcare business. Since April 2023, he has been responsible for the Finance and Accounting section and fulfilled his role, utilizing the financial and accounting expertise accumulated through his experience. After taking office as the Company's Executive Director, he has utilized his experience and fully performed his role mainly in deciding important matters of the Group as well as supervising the business execution of the Group. The Company has judged that he is essential for the Group's future development and nominated him as a candidate for Executive Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	
3	<div style="border: 1px solid black; display: inline-block; padding: 2px;">New appointment</div> Noriaki Tamura (March 5, 1966)	April 1988	Joined Kyorin Yakuhin Co., Ltd.	2,810
		April 2013	Director, Sales & Marketing Management, Sales & Marketing HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2015	Director, Kanetsu Branch, East Japan Area Management, Sales & Marketing HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2017	Director, Sales & Marketing Management, Sales & Marketing HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2020	Director, General Affairs & Human Resources, KYORIN Holdings, Inc.	
		April 2021	Corporate Officer, Deputy Senior Director, Sales & Marketing HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2022	Corporate Officer, Senior Director, Sales & Marketing HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2023	Corporate Officer, CCO, Senior Director, Sales & Marketing HQs, in charge of Information System and In Vitro Diagnostics Business, KYORIN Pharmaceutical Co., Ltd.	
April 2026	Managing Corporate Officer, CCO, Senior Director, Sales & Marketing HQs, in charge of IT Solutions and In Vitro Diagnostics Business, KYORIN Pharmaceutical Co., Ltd. (current)			
<p>Reasons for nomination as a candidate for Executive Director</p> <p>Noriaki Tamura has been involved in sales & marketing strategy of the Company and the entire Group for many years, and has abundant experience in healthcare business. Upon assuming office as Executive Director of the Company, he is expected to utilize his experience to promote further adoption of the Group's products, as well as to fulfill his role in deciding important matters of the Group and supervising the business execution. For this reason, the Company has nominated him as a candidate for Executive Director.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	<div data-bbox="297 573 472 678" style="border: 1px solid black; padding: 2px; text-align: center;"> Reappointment Outside Independent </div> Ken Shigematsu (November 15, 1948)	April 1971 Joined Mitsukoshi, Ltd. March 1991 President, Mitsukoshi USA, Inc. March 1997 General Manager, International Business Division, Mitsukoshi, Ltd. March 1998 General Manager, Product Planning Division, Sales Headquarters, Mitsukoshi, Ltd. March 1999 Executive Officer, General Manager, Product Planning Division, Sales Headquarters, Mitsukoshi, Ltd. May 2002 Director, Executive Officer, Deputy General Manager, Sales Headquarters, Mitsukoshi, Ltd. March 2004 Director, Managing Executive Officer, General Manager, Merchandising Headquarters, Mitsukoshi, Ltd. March 2005 Director, Managing Executive Officer, Store Manager, Mitsukoshi Ginza, Mitsukoshi, Ltd. April 2008 Managing Executive Officer, Isetan Mitsukoshi Holdings Ltd., Director, Mitsukoshi, Ltd. April 2009 Director, Senior Managing Executive Officer, Special Appointive Officer, Mitsukoshi, Ltd. April 2010 Senior Managing Executive Officer, Isetan Mitsukoshi Holdings Ltd., Representative Director, President and Chief Executive Officer, Nagoya Mitsukoshi Ltd. October 2011 Representative Director, President and Chief Executive Officer, Endo Manufacturing Co., Ltd. October 2015 Representative Director, President and Chief Executive Officer, MFSJ Co., Ltd. June 2017 Outside Executive Director, KYORIN Holdings, Inc. (current)	5,900
<p>Reasons for nomination as a candidate for Outside Executive Director and expected roles</p> <p>Ken Shigematsu has served numerous positions such as an officer of Isetan Mitsukoshi Holdings Ltd. and has accumulated wide-ranging insight through his rich experience in management. He utilizes such expertise in fully performing his role mainly in deciding important management matters of the Company and the Group companies as well as supervising the business execution of the Group. The Company has nominated him as a candidate for Outside Executive Director in the expectation that he will continue to contribute to the development of the Group through his suggestions and advice from a broad perspective by utilizing his experience as an executive.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	<div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Independent</div> Hiromi Watanabe (July 23, 1947)	April 1972 Joined Internal Medicine Department, Tokyo Women's Medical University Hospital April 1998 Assistant Professor, Internal Medicine, School of Nursing, Tokyo Women's Medical University April 2007 Professor and Dean, Medical Science, College of Nursing, Shukutoku University April 2010 Member of the Board, Daijo Shukutoku Gakuen April 2011 Professor, Medical Science, College of Nursing and Nutrition, Shukutoku University November 2014 President, Tokyo Branch, Japan Medical Women's Association (current) April 2016 Professor, Graduate School of Nursing Division of Nursing, Shukutoku University April 2018 Neurology Department, Yokufukai Hospital, Total Health and Medical Care Center for Seniors (social welfare corporation) (current) June 2018 Member of the Board, 3.11 Fund for Children with Thyroid Cancer (NPO) (current) June 2019 Outside Executive Director, KYORIN Holdings, Inc. (current) April 2021 Member of the Board, Daijo Shukutoku Gakuen (current) October 2021 Deputy Director, Shimotakaido Station Clinic ENT Plus+ (current)	3,600
<p>Reasons for nomination as a candidate for Outside Executive Director and expected roles</p> <p>Although Hiromi Watanabe has not been involved in management other than through serving as an outside officer, she has rich clinical and research experience as a medical doctor, wide-ranging insight into medical settings gained through nursing education, and abundant experience in social contribution activities and active involvement in the promotion of women's participation in the workplace. She has fully performed her role mainly in deciding important management matters of the Company and the Group companies as well as supervising the business execution of the Group. The Company has nominated her as a candidate for Outside Executive Director in the expectation that she will continue to contribute to the development of the Group through her suggestions and advice based on her experience in medical settings and from a perspective of promotion of women's participation in the workplace which is one of the main points in diversity.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	<div style="border: 1px solid black; padding: 2px; display: inline-block;">New appointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div> Tomohiro Okanoya (October 28, 1957)	April 1986 Registered as attorney-at-law April 1986 Joined Kawamura Law Office (current) April 1993 Part-time Lecturer, Faculty of Law, Keio University April 2005 Supervisory Director, Japan Real Estate Investment Corporation April 2012 Professor, Keio University Law School	-
		<p>Reasons for nomination as a candidate for Outside Executive Director and expected roles</p> <p>As an attorney, Tomohiro Okanoya is well-versed in corporate legal affairs and has deep expertise and extensive experience acquired through prominent positions, including his role as a professor at Keio University Law School. The Company has nominated him as a candidate for Outside Executive Director in the expectation that he will contribute to the development of the Group through his suggestions and advice, mainly from a legal perspective, based on his expertise and experience described above.</p>	

- Notes: 1 KYORIN Pharmaceutical Co., Ltd. listed in the Career summary, positions, responsibilities and significant concurrent positions column for each candidate refers to the former KYORIN Pharmaceutical Co., Ltd., which merged with the Company on April 1, 2023.
2. There are no special interests between the candidates and the Company.
 3. Ken Shigematsu, Hiromi Watanabe and Tomohiro Okanoya are candidates for Outside Executive Director.
 4. The Company has a business relationship that involves purchases, sales, etc. with Yokufukai Hospital, Total Health and Medical Care Center for Seniors and Shimotakaido Station Clinic ENT Plus+. However, since the Company's sales from said facilities are insignificant at less than 0.1% of the Company's annual consolidated net sales, the Company has judged that this will not affect the independence of Hiromi Watanabe as an outside officer, and that there is no risk of a conflict of interest with general shareholders.
 5. The Company has no consultancy agreements or any other transactions with Kawamura Law Office.
 6. Ken Shigematsu and Hiromi Watanabe will have served as Outside Executive Directors for nine years and seven years, respectively, at the closing of the Meeting.
 7. As Ken Shigematsu, Hiromi Watanabe and Tomohiro Okanoya satisfy the requirements for independent officers based on the provisions of Tokyo Stock Exchange, Inc., the Company has notified them as independent officers to the Exchange.
 8. The Company has entered into a directors and officers liability insurance contract with an insurance company that insures Executive Directors, Audit & Supervisory Board Members, Corporate Officers, etc. of the Company and its subsidiaries. The said insurance contract covers damages that may arise due to the insured assuming liability for the execution of his or her duties or receiving a claim related to the pursuit of such liability. However, there are exemptions; for example, damages arising from the insured illegally obtaining private interests or benefit shall not be covered. The insurance premium is fully borne by the Company and each subsidiary of the Company. If the candidates are elected and take office as Executive Directors, they will become the insured of the insurance contract. The Company plans to renew the insurance contract in July 2026 with the same terms and conditions as described above.

Proposal 2: Election of Four Audit & Supervisory Board Members

The terms of office of four Audit & Supervisory Board Members, Tomiharu Matsumoto, Kenji Akutsu, Yukio Ikemura and Kensuke Morita, will expire at the conclusion of the Meeting.

We therefore propose that four Audit & Supervisory Board Members be elected.

Consent has been obtained from the Audit & Supervisory Board for this proposal.

The candidates for Audit & Supervisory Board Member are as follows:

No.	Name	Current positions at the Company	Attributes
1	Kenji Akutsu	Audit & Supervisory Board Member	Reappointment
2	Katsuhiko Hamada		New appointment
3	Kensuke Morita	Audit & Supervisory Board Member	Reappointment Outside Independent
4	Yutaka Abe		New appointment Outside Independent

New Appointment: Candidates for Audit & Supervisory Board Member to be newly elected

Reappointment: Candidates for Audit & Supervisory Board Member to be reelected

Outside: Candidates for Outside Audit & Supervisory Board Member

Independent: Independent officers based on provisions of stock exchanges, etc.

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held	
1	<div data-bbox="300 600 480 636" style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> Kenji Akutsu (March 25, 1956)	April 1978 February 2001 April 2004 June 2009 April 2014 April 2015 April 2015 June 2016 April 2017 April 2017 June 2017 June 2019 June 2019 June 2021 June 2022	Joined KYORIN Pharmaceutical Co., Ltd. Representative Director, President and Chief Executive Officer, Kyorin USA, Inc. Senior Director, Business Development Office, Director, Legal, KYORIN Pharmaceutical Co., Ltd. Corporate Officer, Senior Director, Product Strategy Office, KYORIN Pharmaceutical Co., Ltd. Corporate Officer, Director, Discovery Research Management, KYORIN Pharmaceutical Co., Ltd. Representative Director, President and Chief Executive Officer, KYORIN Medical Supply Co., Ltd. Corporate Officer, KYORIN Holdings, Inc. Executive Director, KYORIN Holdings, Inc. Executive Director, Director, General Affairs & Human Resources, KYORIN Holdings, Inc. Director, Human Resources, KYORIN Pharmaceutical Co., Ltd. Executive Director, Director, Human Resources, KYORIN Pharmaceutical Co., Ltd. Senior Executive Director, KYORIN Pharmaceutical Co., Ltd. Senior Executive Director, Director, General Affairs & Human Resources, KYORIN Holdings, Inc. Audit & Supervisory Board Member, KYORIN Rimedio Co., Ltd. (current) Audit & Supervisory Board Member, KYORIN Holdings, Inc. (current)	14,350
<p>Reasons for nomination as a candidate for Audit & Supervisory Board Member</p> <p>Kenji Akutsu has abundant experience in businesses at business development, discovery research and human resources sections of the Company and the Group companies. As he previously served as Representative Director, President and Chief Executive Officer of the Company's subsidiary, he also has abundant experience in business and corporation management. He has utilized his expertise, knowledge and experience to exercise supervision over management from a broad perspective. The Company has judged that he will continue to apply such expertise and experience to overseeing management and has nominated him as a candidate for Audit & Supervisory Board Member.</p>				

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions		Number of shares of the Company held
2	<div style="border: 1px solid black; padding: 2px; display: inline-block;">New appointment</div> Katsuhiko Hamada (July 27, 1961)	April 1984	Joined KYORIN Pharmaceutical Co., Ltd.	1,210
		April 2009	Director, Clinical Development No.2, Clinical Development Center, Discovery Research HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2017	Director, Medical Affairs, Clinical Development Center, Discovery Research HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2020	Deputy Senior Director, Quality Assurance & Reliability HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2021	Corporate Officer, Senior Director, Quality Assurance & Reliability HQs, KYORIN Pharmaceutical Co., Ltd.	
		April 2023	Corporate Officer, Senior Director, Quality Assurance & Reliability HQs, KYORIN Pharmaceutical Co., Ltd. (current)	
<p>Reasons for nomination as a candidate for Audit & Supervisory Board Member Katsuhiko Hamada has abundant experience in businesses in discovery research and quality assurance & reliability sections of the Company and the Group companies. The Company expects him to exercise supervision over management from a broad perspective based on his expertise, knowledge and experience. For this reason, the Company has nominated him as a candidate for Audit & Supervisory Board Member.</p>				
3	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div> Kensuke Morita (March 22, 1966)	April 1991	Registered as attorney with The Tokyo Bar Association	1,300
		April 1991	Joined Otani Law Office	
		April 1996	Associate, Legal Training and Research Institute, Supreme Court of Japan	
		April 1998	Established Kensuke Morita Law Office	
		April 2002	Jointly established APOLLO Law Office (current)	
		April 2009	Instructor, Legal Training and Research Institute, Supreme Court of Japan	
		May 2009	Councilor, Chuo University	
		November 2010	Part-time Board Member, Anshin Zaidan (current)	
		April 2012	Professor, Faculty of Business Sciences, University of Tsukuba (current)	
		May 2015	Vice Chair, Center for Graduate Schools of Law, Japan Federation of Bar Associations	
June 2022	Audit & Supervisory Board Member, KYORIN Holdings, Inc. (current)			
November 2025	Councilor, Chuo University (current)			
<p>Reasons for nomination as a candidate for Outside Audit & Supervisory Board Member As an attorney, Kensuke Morita is well versed in corporate legal affairs and has utilized his expertise and extensive knowledge and experience to strengthen legal checks and exercise supervision over management. The Company has judged that he will continue to apply such expertise to overseeing management and has nominated him as a candidate for Outside Audit & Supervisory Board Member.</p>				

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
4	Yutaka Abe (August 22, 1961)	<p>April 1984 Joined The Fuji Bank, Ltd.</p> <p>April 2010 General Manager, International Business Department, Mizuho Bank, Ltd.</p> <p>December 2012 Deputy General Manager assigned to Hanoi Branch (Deputy CEO, Vietcombank), Mizuho Corporate Bank, Ltd.</p> <p>April 2014 Operating Officer, Deputy General Manager assigned to Global Banking Unit, Mizuho Bank, Ltd.</p> <p>June 2017 Managing Officer, JUKI CORPORATION</p> <p>January 2018 President, JUKI SINGAPORE PTE LTD.</p> <p>January 2021 President and Executive Director, JUKI (CHINA) CO., LTD.</p> <p>January 2024 Chairman, JUKI CENTRAL EUROPE SP. Z O.O.</p> <p>Chairman, JUKI AUTOMATION SYSTEMS GMBH</p> <p>June 2025 Advisor, JUKI CORPORATION (current)</p>	-
		<p>Reasons for nomination as a candidate for Outside Audit & Supervisory Board Member</p> <p>The Company expects Yutaka Abe to exercise supervision over management from a broad perspective based on his long years of experience and wide-ranging insight in the above industries. For this reason, the Company has nominated him as a candidate for Outside Audit & Supervisory Board Member.</p>	

Notes: 1 There are no special interests between the candidates and the Company.

2. Kensuke Morita and Yutaka Abe are candidates for Outside Audit & Supervisory Board Member.
3. The Company has no consultancy agreements or any other transactions with APOLLO Law Office.
4. As Kensuke Morita and Yutaka Abe satisfy the requirements for independent officers based on the provisions of Tokyo Stock Exchange, Inc., the Company has notified them as independent officers to the Exchange.
5. Kensuke Morita will have served as an Outside Audit & Supervisory Board Member for four years at the closing of the Meeting.
6. The Company has entered into a directors and officers liability insurance contract with an insurance company that insures Executive Directors, Audit & Supervisory Board Members, Corporate Officers, etc. of the Company and its subsidiaries. The said insurance contract covers damages that may arise due to the insured assuming liability for the execution of his or her duties or receiving a claim related to the pursuit of such liability. However, there are exemptions; for example, damages arising from the insured illegally obtaining private interests or benefit shall not be covered. The insurance premium is fully borne by the Company and each subsidiary of the Company. If the candidates are elected and take office as Executive Directors, they will become the insured of the insurance contract. The Company plans to renew the insurance contract in July 2026 with the same terms and conditions as described above.

(Reference)

Skills Matrix of the Company's Board of Executive Directors

The Company's Board of Executive Directors consists of diverse individuals with various skills (knowledge, experience, etc.) to ensure that the Board of Executive Directors can appropriately perform its decision-making and management supervision functions and maintain a more transparent governance structure in accordance with the Company's medium- to long-term management directions and business strategy.

If the Proposal is approved at this Annual General Shareholders Meeting as originally proposed, the composition of the Board of Executive Directors and the skills possessed by individual Executive Directors and Audit & Supervisory Board Members will be as follows.

	Name	Attributes	Corporate management	Healthcare business	Finance & accounting	Legal	Academic experts	Global business	Major qualifications, etc.
Executive Directors	Yutaka Ogihara	Male	○	○				○	
	Yasuji Kurose	Male	○	○	○				Pharmacist
	Noriaki Tamura	Male	○	○					
	Ken Shigematsu	Male Outside Independent	○					○	
	Hiroimi Watanabe	Female Outside Independent		○			○	○	Medical Doctor
	Tomohiro Okanoya	Male Outside Independent				○	○		Attorney
Audit & Supervisory Board Members	Kenji Akutsu	Male	○	○				○	
	Katsuhiro Hamada	Male		○					Pharmacist
	Takao Yamaguchi	Male Outside Independent			○				Certified Public Accountant
	Kensuke Morita	Male Outside Independent				○	○		Attorney
	Yutaka Abe	Male Outside Independent	○		○			○	

(Reference)

Criteria for Determining Independence

The Company has established the criteria for determining the independence of outside officers (Outside Executive Directors and Outside Audit & Supervisory Board Members) as set forth below. An outside officer is deemed to be independent from the Company and to have no risk of conflict of interest with general shareholders if they do not fall under any of the following criteria.

1. a person who is or has been in the past ten years an executive ^{note 1} of the Company or any of its affiliates (hereinafter collectively referred to as the “Group”);
2. a person for whom the Group is a major business partner ^{note 2} or an executive of that person;
3. a major business partner of the Group ^{note 3} or an executive of that business partner;
4. a major shareholder of the Group (a person who directly or indirectly holds 10% or more of total voting rights) or an executive of that shareholder;
5. a person for which the Group directly or indirectly holds 10% or more of total voting rights or an executive of that person;
6. a person who belongs to an audit corporation that is an accounting auditor of the Group;
7. a consultant, accounting professional or legal professional who receives a large amount ^{note 4} of money or other such assets other than officer remuneration from the Group (including any person who belongs to a corporation, partnership or other such organization that receives such assets);
8. a person who receives a large amount of contributions or aid from the Group, or a director or other executive of a corporation, partnership or other such organization that receives such contributions or aid;
9. an executive of a company for which the Group’s Executive Director or Audit & Supervisory Board Member concurrently serves as a director or corporate auditor;
10. a person who falls under any of 2 through 9 above in the past five years
11. a spouse or a relative within the second degree of kinship of a person who falls under any of 1 through 9 above
12. a person who poses potential conflict of interest with general shareholders and has circumstances reasonably deemed to prevent them from fulfilling their duties as an independent outside officer

(Notes)

1. “Executive” refers to an executive prescribed in Articles 2, Paragraph 3, item 6 of the Regulations for Enforcement of the Companies Act and includes not only an executive director but also an employee.
2. “A person for whom the Group is a major business partner” refers to a person who has received the payment from the Group amounting to 2% or more of the consolidated annual sales of that person in the most recent fiscal year.
3. “A major business partner of the Group” refers to a person who pays the Group 2% or more of the Group’s consolidated annual sales in the most recent fiscal year.
4. “A Large amount” refers to, in the most recent fiscal year, an amount of ¥10 million or more for individuals, or an amount exceeding 2% of consolidated sales or total revenues for a corporation or other such organization.

(Reference)

Policy on Cross-Shareholdings

The Company holds cross-shareholdings for the purpose of developing relationships of mutual trust with business partners and facilitating transactions and technical cooperation. The Company monitors the circumstances surrounding the investee companies, makes periodic reports to the Board of Executive Directors, and assesses whether or not to hold individual cross-shareholdings from the perspective of the Company’s sustainable growth and enhancement of corporate value.

The Company takes action to reduce the cross-shareholdings deemed less significant to hold, on an as-needed basis, after communicating with the investees. Based on this policy, the Company set a goal of cutting down cross-shareholdings to less than 10 percent of the Company’s consolidated net assets by the fiscal year ending March 31, 2031.

- Reduction Target** **Cross-shareholdings ratio to consolidated net assets to be less than 10% by FY2030**
- ▶ Targeting cross-shareholdings below 10% of consolidated net assets ahead of schedule
 - ▶ Reduced seven holdings over the past five years

