

THE FOLLOWING IS AN ENGLISH TRANSLATION PREPARED FOR THE CONVENIENCE OF THE SHAREHOLDERS AND INVESTORS. THE OFFICIAL TEXT IN JAPANESE OF THE NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HAS BEEN PREPARED IN ACCORDANCE WITH STATUTORY PROVISIONS AND MAILED TO THE RESPECTIVE SHAREHOLDERS SEPARATELY. SHOULD THERE BE ANY INCONSISTENCY BETWEEN THE TRANSLATION AND THE OFFICIAL TEXT IN TERMS OF THE CONTENTS OF THE NOTICE, THE LATTER SHALL PREVAIL. THE COMPANY ACCEPTS NO LIABILITY FOR ANY MISUNDERSTANDING CAUSED BY THE TRANSLATION FOR ANY REASON WHATSOEVER.

To all shareholders,

We would like to thank all shareholders for their continued support.

Guided by its mission to “Shaping the advancement of healthcare,” Sysmex has supported people’s health and medical care through testing and diagnostics.

Today, with our long-term vision, “Together for a better healthcare journey,” we are working to build a society that supports people’s universal desire to stay healthy throughout their lives.

The healthcare landscape is changing at an unprecedented pace, and uncertainty is on the rise. We view these changes as opportunities for growth.

Under the medium-term management plan launched in FY2026, we will focus our efforts on strengthening the competitiveness of our diagnostics business, which is the source of our strengths. Furthermore, by combining new technologies, including AI, with our Company’s strengths, we aim to create unique value that enhances the quality and efficiency of healthcare and deliver it to the front lines of medical care.

We will harness our collective strengths to accelerate transformation and, together with our stakeholders, pioneer the future of healthcare.

Moving forward, as we work to realize our long-term vision, we will continue to address healthcare challenges around the world with dedication. Through our proprietary technologies and solutions, as well as collaborative efforts with a diverse range of partners, we are committed to providing people and society with a sense of security.

We look forward to the continued support of all shareholders in the future.

Chairperson and Group CEO (Representative Director) Hisashi Ietsugu
President (Representative Director) Iwane Matsui

Securities Code: 6869

June 10, 2026

Start date of measures for electronic provision: May 29, 2026

Notice of the 59th Ordinary General Meeting of Shareholders

Dear Shareholders:

We would hereby like to inform you that the 59th Ordinary General Meeting of Shareholders (this “Meeting”) will be held as follows.

When convening this Shareholders’ Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the internet via the websites listed below. Please access one of them to review the information.

Company website:

<https://www.sysmex.co.jp/ir> (in Japanese)

<https://www.sysmex.co.jp/en/ir/index.html> (in English)

(From the above website, select “Investor Relations,” and then “Stocks and Bonds,” followed by “Shareholder’s Meeting.”)

Tokyo Stock Exchange website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

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

(Access the TSE website by using the internet address shown above, enter “Sysmex” in “Issue name (company name)” or the Company’s securities code “6869” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend, you can exercise your voting rights electronically via the internet or in writing (by mail). Please refer to the reference materials, indicate your approval or disapproval of the items to be resolved in this Meeting on the enclosed ballot form and return it to us by 5:45 p.m. on Thursday, June 25, 2026. As an alternative, you may exercise your voting rights on our designated voting website (<https://evote.tr.mufig.jp/>) (in Japanese).

Yours faithfully,

Hisashi Ietsugu

Chairperson and Group CEO (Representative Director)

SYSMEX CORPORATION

1-5-1, Wakinohama-Kaigandori,
Chuo-ku, Kobe, Hyogo Prefecture
651-0073, Japan

- 1. Date and Time:** Friday, June 26, 2026, at 10 a.m.
- 2. Venue:** Banquet Hall Ohwada, 1st Floor, South Building, Kobe Portopia Hotel, 6-10-1, Minatojima Nakamachi, Chuo-ku, Kobe, Hyogo Prefecture, Japan
- 3. Agenda:**
- Items to be reported:***
1. Business Report, Consolidated Financial Statements for the 59th fiscal year (from April 1, 2025 to March 31, 2026), as well as Auditing Reports on Consolidated Financial Statements by the Accounting Auditors and by the Audit and Supervisory Committee
 2. Non-consolidated Financial Statements for the 59th fiscal year (from April 1, 2025 to March 31, 2026)
- Items to be resolved:***
- Bill No. 1:** Appropriation of Surplus
- Bill No. 2:** Election of Nine (9) Directors (Member of the Board) (excluding Directors Who Are Audit and Supervisory Committee Members)
- Bill No. 3:** Election of Three (3) Directors (Member of the Board) Who Are Audit and Supervisory Committee Members
- 4. Matters Determined for this Notice**
- Please refer to “Guidance on the Exercise of Voting Rights” on page 6.

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- * If you are attending this Meeting, please submit the enclosed ballot form to the reception desk at the meeting venue.
 - * If revisions to the items subject to measures for providing information in electronic format arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's aforementioned website and the TSE website.
 - * This document also serves as documents in paper format providing matters subject to measures for electronic provision upon request for delivery in paper format. In addition, regarding the following items among the matters subject to measures for electronic provision, pursuant to laws and regulations and the provisions of the Articles of Incorporation, they have been omitted from the document to be delivered to shareholders who have requested delivery in paper format. Note that the Audit and Supervisory Committee and the Accounting Auditors audit the documents subject to audit, which include the following items.
 - 1) Status of assets and profit or loss in the current and past three fiscal years, Major sites, etc., Employees, Major lenders, Other important matters related to Sysmex Group, Shares, Share acquisition rights, etc., Summary of limited liability agreement, Summary of liability insurance agreement for officers, etc., Outside Officers, Accounting Auditors, System to ensure the appropriateness of operations and operation status of the system, and Basic policy related to control of the Company in the Business Report
 - 2) Consolidated statement of changes in equity and Notes to the Consolidated Financial Statements
 - 3) Balance sheet, Statement of profit and loss, Statement of changes in equity, and Notes to the Non-consolidated Financial Statements
 - 4) Audit report by Accounting Auditors related to Consolidated Financial Statements, Audit report of Accounting Auditors, and Audit report by the Audit and Supervisory Committee

Reference Materials for the Shareholders' Meeting

Bill No. 1 Appropriation of Surplus

Issues related to the year-end dividend:

Under the Company's basic policy to pay continuous and stable dividends to our shareholders in consideration of our consolidated performance, we will implement progressive dividends with a target consolidated dividend payout ratio of 40%.

In November 2025, the Company celebrated its 30th anniversary since its public listing. We would like to take this opportunity to thank our shareholders and other stakeholders for their kind support over many years.

In appreciation of shareholders' continued support, the Company will add a 30th public listing anniversary commemorative dividend of 1 yen to the ordinary dividend of 18 yen for the year-end dividend in the fiscal year ended March 31, 2026 for a total dividend of 19 yen per share.

Together with the interim dividend of 19 yen per share, the annual dividend will be 38 yen per share.

- 1 Type of dividend
Cash
- 2 The appropriation of dividends and its total amount
19 yen per share of the Company's common stock
(Ordinary dividend of 18 yen and 30th public listing anniversary commemorative dividend of 1 yen)
Total dividend amount: 11,902,374,915 yen
- 3 Effective date for dividend
June 29, 2026

Note: On April 1, 2024, the Company implemented a stock split at a ratio of 3 shares for each share of common stock. The dividend amount assumes that the stock split was conducted at the beginning of the fiscal year ended March 31, 2023.

Bill No. 2 Election of Nine (9) Directors (Member of the Board) (excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all ten (10) Directors (Member of the Board) (excluding Directors Who Are Audit and Supervisory Committee Members; the same shall apply hereinafter in this Bill) will expire at the conclusion of this Meeting.

Accordingly, the Company requests the election of nine (9) Directors (Member of the Board), reducing the number of Directors (Member of the Board) by one (1) to reform the management structure in light of the business environment.

The candidates for Directors (Member of the Board) are as follows:

Candi- date number	Name		Gender	Positions, duties and important concurrent positions	Attendance to the Meetings of the Managing Board
1	Reelection	Hisashi Ietsugu	Male	Chairperson and Group CEO (Representative Director) (Important concurrent position) Outside Director (Member of the Board) of The Minato Bank, Ltd.	17/17 (100%)
2	Reelection	Iwane Matsui	Male	President (Representative Director)	17/17 (100%)
3	Reelection	Tomokazu Yoshida	Male	Director (Member of the Board) and Managing Executive Officer, CTO (Duties) R&D	17/17 (100%)
4	Reelection	Takashi Ono	Male	Director (Member of the Board) and Managing Executive Officer (Duties) ES (Eco Social) Strategy Promotion, Regulatory Affairs & Quality Assurance	17/17 (100%)
5	New election	Kensuke Iizuka	Male	Managing Executive Officer, CFO (Duties) Corporate Management and Next Generation Medical Business Development (Important concurrent position) Outside Director (Member of the Board) of KAINOS Laboratories, Inc. [Scheduled to resign in June 2026] Outside Director (Member of the Board) of SHOFU INC. [Scheduled to assume office in June 2026]	—

Candidate number	Name		Gender	Positions, duties and important concurrent positions	Attendance to the Meetings of the Managing Board
6	Reelection Outside Director (Member of the Board) Independent	Kazuo Ota	Male	Outside Director (Member of the Board)	17/17 (100%)
7	Reelection Outside Director (Member of the Board) Independent	Haruo Inoue	Male	Outside Director (Member of the Board) (Important concurrent position) Outside Director (Member of the Board) of UNIRITA Inc.	17/17 (100%)
8	Reelection Outside Director (Member of the Board) Independent	Yuka Fujioka	Female	Outside Director (Member of the Board) (Important concurrent position) Outside Director (Member of the Board) of Maruichi Steel Tube Ltd.	17/17 (100%)
9	Reelection Outside Director (Member of the Board) Independent	Marie Oshima	Female	Outside Director (Member of the Board) (Important concurrent position) Outside Director (Member of the Board) of Open Up Group Inc.	12/13 (92.3%)

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
1	Reelection Hisashi Ietsugu (September 17, 1949) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	September 1986 Joined the Company, Director (Member of the Board) of the Company March 1990 Managing Director (Member of the Board) of the Company February 1996 Representative Director, Managing Director (Member of the Board) of the Company April 1996 Representative Director, Senior Managing Director (Member of the Board) of the Company June 1996 President (Representative Director) of the Company April 2013 Chairperson and President (Representative Director) of the Company April 2018 Chairperson and President (Representative Director) and CEO of the Company April 2023 Chairperson and Group CEO (Representative Director) of the Company (current) June 2025 Outside Director (Member of the Board) of The Minato Bank, Ltd. (current) (Important concurrent position) Outside Director (Member of the Board) of The Minato Bank, Ltd. (Reasons for Nomination) Hisashi Ietsugu held the positions of Chairperson and CEO of the Company from April 2013 and Chairperson and Group CEO (Representative Director) from April 2023, and has managed the entire Sysmex Group (the “Group”) and provided strong leadership for many years. He is appointed as a candidate for a Director (Member of the Board) of the Company because he will be essential for increasing the corporate value of the Group with his sense of balance, enabling appropriate supervision and decision-making of the entire management based on his insight and abundant experience and achievements as a corporate manager.	1,852,044

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
2	Reelection Iwane Matsui (January 1, 1961) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1985 July 2001 April 2007 April 2009 April 2011 April 2013 April 2017 April 2019 June 2019 April 2023 April 2026	Joined the Company President of Sysmex Europe GmbH (presently Sysmex Europe SE) Executive Vice President of Customer Support of the Company Executive Vice President of IVD Business Strategy of the Company Executive Officer, Executive Vice President of Corporate Business Planning of the Company Executive Officer, Executive Vice President of International Business Management of the Company Senior Executive Officer of the Company Managing Executive Officer of the Company Director (Member of the Board) and Managing Executive Officer of the Company Director (Member of the Board) and Senior Managing Executive Officer of the Company President (Representative Director) of the Company (current)	14,744
		(Reasons for Nomination) Iwane Matsui has been involved in promoting businesses such as domestic and international sales and marketing serving as a sales manager for domestic sales and as a representative of several overseas regional headquarters of the Group for many years, and has contributed to global business development. He is appointed as a candidate for a Director (Member of the Board) of the Company because he has served as such Member since June 2019, and then as President (Representative Director) of the Company since April 2026, overseeing the entire management, and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
3	<u>Reelection</u> Tomokazu Yoshida (December 16, 1964) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	June 2000 Joined the Company April 2015 Executive Vice President of Central Research Laboratories of the Company April 2017 Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development of the Company April 2020 Senior Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development of the Company April 2021 Managing Executive Officer and Executive Vice President of MR Business of the Company June 2021 Director (Member of the Board) and Managing Executive Officer, and Executive Vice President of MR Business of the Company April 2023 Director (Member of the Board) and Managing Executive Officer, CTO of the Company (current)		8,399
		(Duties) R&D (Reasons for Nomination) Tomokazu Yoshida has been involved in research and technology development of the Group for many years, and has contributed to business development. He is appointed as a candidate for a Director (Member of the Board) of the Company because he has served as such Member since June 2021, and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.		
4	<u>Reelection</u> Takashi Ono (January 19, 1965) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1987 Joined the Company April 2009 Executive Vice President of Sysmex America, Inc. April 2010 President of Sysmex Reagents America, Inc. April 2013 Executive Vice President of Hematology Product Engineering of the Company April 2016 Executive Vice President of SCM of the Company April 2019 Executive Officer and Executive Vice President of SCM of the Company April 2021 Senior Executive Officer of the Company April 2023 Managing Executive Officer of the Company June 2023 Director (Member of the Board) and Managing Executive Officer of the Company (current)		33,992
		(Duties) ES Strategy Promotion, Regulatory Affairs & Quality Assurance (Reasons for Nomination) Takashi Ono has been involved in business development, such as product planning, market development, production and supply chain management (SCM) of the Group and has contributed to the global business development. He is appointed as a candidate for a Director (Member of the Board) of the Company because he has served as such Member since June 2023, and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
5	New election Kensuke Iizuka (March 5, 1970) Male Attendance to the Meetings of the Managing Board —	April 1994 Joined the Company October 2010 Vice President of Sysmex Asia Pacific Pte Ltd. April 2015 Executive Vice President of Corporate Business Planning of the Company April 2017 Executive Officer of the Company January 2018 Executive Officer and Executive Vice President of Corporate Executive Office of the Company April 2018 Executive Officer and Executive Vice President of Corporate Business Administration of the Company April 2019 Executive Officer and Executive Vice President of Human Resources of the Company April 2020 Senior Executive Officer of the Company June 2025 Outside Director (Member of the Board) of KAINOS Laboratories, Inc. (current) [Scheduled to resign in June 2026] April 2026 Managing Executive Officer, CFO of the Company (current) (Duties) Corporate Management and Next Generation Medical Business Development (Important concurrent position) Outside Director (Member of the Board) of KAINOS Laboratories, Inc. [Scheduled to resign in June 2026] Outside Director (Member of the Board) of SHOFU INC. [Scheduled to assume office in June 2026] (Reasons for Nomination) Kensuke Iizuka has been involved in a wide range of areas including management of an overseas subsidiary within the Group, as well as business planning, corporate business administration, human resources, and next-generation medical business, and has contributed to the Group's global business development. He is appointed as a candidate for a Director (Member of the Board) of the Company because his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.	30,329

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
6	Reelection Outside Director (Member of the Board) Independent Kazuo Ota (January 13, 1955) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1978 April 2012 April 2013 April 2015 June 2015 December 2016 April 2018 June 2019 June 2019	Joined Kawasaki Heavy Industries, Ltd. General Manager of Planning & Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd. Executive Officer, General Manager of Planning & Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd. Managing Executive Officer, General Manager of Corporate Planning Division, In Charge of Finance & Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd. Managing Director (Member of the Board), General Manager of Corporate Planning Division, In Charge of Finance & Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd. Managing Director (Member of the Board), President of Motorcycle & Engine Company of Kawasaki Heavy Industries, Ltd. Director (Member of the Board) and Managing Executive Officer, President of Motorcycle & Engine Company of Kawasaki Heavy Industries, Ltd. Retired from Director of Kawasaki Heavy Industries, Ltd. Joined the Company, Director (Member of the Board) of the Company (current)	—
		(Reasons for Nomination and Expected Role) Kazuo Ota is appointed as a candidate for an Outside Director (Member of the Board) in the expectation that he would utilize his abundant experience in management and deep insight as a corporate manager for global business development for management of the Company by expressing his opinions at the Meetings of the Managing Board. He is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. His term of office as an Outside Director (Member of the Board) will be seven years at the conclusion of this Meeting. Although he worked for Kawasaki Heavy Industries, Ltd., which has a business relationship with the Company, the amount of transactions with Kawasaki Heavy Industries, Ltd. accounts for less than 0.01% of each company's consolidated net sales. He, therefore, satisfies the Independence Standards for Outside Directors (Member of the Board) established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company has reported him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report him as an Independent Member of the Managing Board, if his election is approved.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
7	Reelection Outside Director (Member of the Board) Independent Haruo Inoue (December 6, 1957) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1981 Joined The Sanwa Bank, Limited (presently MUFG Bank, Ltd.) April 2008 Executive Officer, General Manager of Corporate Planning of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (presently MUFG Bank, Ltd.) June 2010 Managing Executive Officer of Mitsubishi UFJ NICOS Co., Ltd. June 2011 Director (Member of the Board) and Managing Executive Officer of Mitsubishi UFJ NICOS Co., Ltd. May 2012 Managing Executive Officer, Deputy General Manager of Retail Department of the Bank of Tokyo-Mitsubishi UFJ, Ltd. (presently MUFG Bank, Ltd.) May 2014 Managing Executive Officer of the Bank of Tokyo-Mitsubishi UFJ, Ltd. June 2014 Representative Director and President and Chief Executive Officer of Mitsubishi UFJ NICOS Co., Ltd. April 2020 Senior Managing Executive Officer of Sojitz Corporation April 2022 Executive Vice President of Sojitz Corporation June 2024 Outside Director (Member of the Board) of UNIRITA Inc. (current) June 2024 Joined the Company, Director (Member of the Board) of the Company (current) (Important concurrent position) Outside Director (Member of the Board) of UNIRITA Inc. (Reasons for Nomination and Expected Role) Haruo Inoue is appointed as a candidate for an Outside Director (Member of the Board) in the expectation that he would utilize his knowledge on finance, financial accounting, risk management, etc., as a corporate manager of a financial institution, as well as his abundant experience and deep insight in the business world for management of the Company by expressing his opinions at the Meetings of the Managing Board. He is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. His term of office as an Outside Director (Member of the Board) will be two years at the conclusion of this Meeting. Although he worked for many years at MUFG Bank, Ltd., with which the Company has regular transactions, the bank is neither a financial institution on which the Company relies to the extent that it is not substitutable nor a business partner that has influence over the Company's decision making. Furthermore, the Company has regular transactions with Mitsubishi UFJ NICOS Co., Ltd. as a general customer. However, the amount of transactions with Mitsubishi UFJ NICOS Co., Ltd. accounts for less than 0.01% of each company's consolidated net sales. He, therefore, satisfies the Independence Standards for Outside Directors (Member of the Board) established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company has reported him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report him as an Independent Member of the Managing Board, if his election is approved.	—

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
8	Reelection Outside Director (Member of the Board) Independent Yuka Fujioka (May 24, 1969) Female Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1993 Joined Announcing Department, Development Bureau of Kansai Television Co., Ltd. April 1999 Newscaster, such as CS Broadcast Asahi Newstar and Lecturer for Simul Academy Conference Interpreter Course September 2008 Part-time Lecturer at Kwansei Gakuin University Center for International Education and Cooperation (current) April 2009 Part-time Lecturer for Kobe College, School of Letters, Department of English, Global Studies Course April 2010 Part-time Lecturer at Kwansei Gakuin University, School of International Studies (current) July 2016 President (Representative Director) of Fujioka-Kinzoku Co., Ltd. (current) June 2018 Outside Director (Member of the Board) of Maruichi Steel Tube Ltd. (current) June 2024 Joined the Company, Director (Member of the Board) of the Company (current) (Important concurrent position) Outside Director (Member of the Board) of Maruichi Steel Tube Ltd. (Reasons for Nomination and Expected Role) Yuka Fujioka is appointed as a candidate for an Outside Director (Member of the Board) in the expectation that she would utilize her global perspective and deep knowledge fostered over rich overseas experience, abundant experience in management, and deep insight for management of the Company by expressing her opinions at the Meetings of the Managing Board. She is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. Her term of office as an Outside Director (Member of the Board) will be two years at the conclusion of this Meeting. The Company has no transactions with Fujioka-Kinzoku Co., Ltd. She, therefore, satisfies the Independence Standards for Outside Directors (Member of the Board) established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company has reported her as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report her as an Independent Member of the Managing Board, if her election is approved.	—

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
9	Reelection Outside Director (Member of the Board) Independent Marie Oshima (March 25, 1962) Female Attendance to the Meetings of the Managing Board 12/13 (92.3%)	April 1992 Research Associate of the Institute of Industrial Science, the University of Tokyo April 1995 Visiting Researcher of the Department of Mechanical Engineering, School of Engineering, Stanford University June 1998 Lecturer at the Institute of Industrial Science, the University of Tokyo April 1999 Associate Professor of the Department of Functional Engineering, the University of Tsukuba / Institute of Industrial Science, the University of Tokyo April 2000 Associate Professor of the Institute of Industrial Science, the University of Tokyo July 2005 Professor of the Institute of Industrial Science, the University of Tokyo April 2006 Professor of the Interfaculty Initiative in Information Studies, the University of Tokyo / Professor of the Institute of Industrial Science, the University of Tokyo July 2018 Outside Director (Member of the Board) of TOYOTA CENTRAL R&D LABS., INC. (current) September 2022 Outside Director (Member of the Board) of Open Up Group Inc. (current) April 2024 Deputy Director of Tokyo College, the University of Tokyo (current) April 2024 Visiting Professor of School of Engineering, Tokyo University of Technology (current) June 2025 Joined the Company, Director (Member of the Board) of the Company (current) April 2026 Professor of the Institute of Industrial Science, the University of Tokyo (current) (Important concurrent position) Outside Director (Member of the Board) of Open Up Group Inc.	—	
		(Reasons for Nomination and Expected Role) Marie Oshima is appointed as a candidate for an Outside Director (Member of the Board) in the expectation that she would utilize her abundant experience and deep insight in cybersecurity, science and technology as an educator of industrial science and informatics, by expressing her opinions at the Meetings of the Managing Board. She is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. She has never in the past been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as an Outside Director (Member of the Board) based on the above reasons. Her term of office as an Outside Director (Member of the Board) will be one year at the conclusion of this Meeting. Although the Company has a business relationship with the University of Tokyo, the amount of transactions with the University of Tokyo accounts for less than 0.1% of each organization's consolidated net sales and gross income. She, therefore, satisfies the Independence Standards for Outside Directors (Member of the Board) established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company has reported her as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report her as an Independent Member of the Managing Board, if her election is approved.		

Notes: 1. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, thereby covering damages

and litigation expenses, etc. incurred by the insureds, including Directors (Member of the Board) of the Company. If each candidate is elected as Director (Member of the Board), the Company plans to include him or her as an insured in the insurance policy. The policy is scheduled to be renewed on July 1, 2026, during the term of office of the candidates.

2. There is no special interest between any of the candidates and the Company.
3. Kazuo Ota, Haruo Inoue, Yuka Fujioka and Marie Oshima are to be elected as Outside Directors (Member of the Board).
4. In accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Kazuo Ota, Haruo Inoue, Yuka Fujioka and Marie Oshima to limit their liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act. If each of them is elected, the Company intends to continue the agreements with each of them.

Bill No. 3 Election of Three (3) Directors (Member of the Board) Who Are Audit and Supervisory Committee Members

The terms of office of all three (3) Directors (Member of the Board) Who Are Audit and Supervisory Committee Members will expire at the conclusion of this Meeting.

Accordingly, the Company requests the election of three (3) Directors (Member of the Board) Who Are Audit and Supervisory Committee Members.

Please note that the approval of the Audit and Supervisory Committee has been obtained for this Bill.

The candidates for Directors (Member of the Board) Who Are Audit and Supervisory Committee Members are as follows:

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
1	<u>Reelection</u> Tomoo Aramaki (August 16, 1966) Male Attendance to the Meetings of the Managing Board 17/17 (100%) Attendance to the Meetings of the Audit and Supervisory Committee 16/16 (100%)	April 1989 Joined the Company April 2019 Executive Vice President of Corporate Business Administration of the Company April 2022 Executive Planner of Corporate Business Administration of the Company June 2022 Director (Member of the Board) (Audit and Supervisory Committee Member) of the Company (current) (Reasons for Nomination) Tomoo Aramaki has long been involved in the corporate business administration department of the Group and has also served as the head of the corporate business administration department of the Company's overseas subsidiaries, and therefore he is appointed as a candidate for a Director (Member of the Board) Who Is an Audit and Supervisory Committee Member in the expectation that he would properly fulfill his role as a Director (Member of the Board) Who Is an Audit and Supervisory Committee Member with a wealth of experience and insight by stating objective opinions from a neutral standpoint.	21,600

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
2	New election Outside Director (Member of the Board) Independent Kenjiro Oda (March 1, 1961) Male Attendance to the Meetings of the Managing Board — Attendance to the Meetings of the Audit and Supervisory Committee —	April 1984 Joined Hyogo Sogo Bank, Ltd. (presently The Minato Bank, Ltd.) April 2011 Director, General Manager of Credit Planning Department, The Minato Bank, Ltd. April 2013 Executive Officer, General Manager of Planning Department, The Minato Bank, Ltd. April 2015 Managing Executive Officer, General Manager of Planning Department, The Minato Bank, Ltd. July 2016 Managing Executive Officer, The Minato Bank, Ltd. April 2018 Managing Executive Director and Managing Executive Officer, The Minato Bank, Ltd. April 2018 Executive Officer, in charge of Internal Audit, Kansai Mirai Financial Group, Inc. June 2024 Outside Director (Member of the Board) Who Is an Audit and Supervisory Committee Member, TRADIA CORPORATION (current) [Scheduled to resign in June 2026] April 2025 Corporate Auditor (Part-time), Minato Lease Co., Ltd. (current) [Scheduled to resign in June 2026] April 2025 Corporate Auditor (Part-time), MINATO CAPITAL CO., LTD (current) [Scheduled to resign in June 2026] (Important concurrent position) Outside Director (Member of the Board) Who Is an Audit and Supervisory Committee Member, TRADIA CORPORATION (current) [Scheduled to resign in June 2026] (Reasons for Nomination and Expected Role) Kenjiro Oda has insight into areas such as finance and financial accounting as a corporate manager at a financial institution, as well as abundant experience and extensive knowledge of corporate planning, auditing, and internal controls in actual industries. He is therefore appointed as a candidate for an Outside Director (Member of the Board) in the expectation that based on his experience and knowledge he would state opinions in the Board of Directors in his position as an Audit and Supervisory Committee Member, and that through appropriate auditing and supervision of business execution, he would fulfill his role to ensure the soundness and transparency of management and auditing and supervisory functions. Although he has held positions at The Minato Bank, Ltd., which has regular banking transactions with the Company, the bank is not a financial institution that the Company depends upon to the point of being irreplaceable, and is not a business partner that exerts influences over the Company's decision making. He, therefore, satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company plans to report him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., if his election is approved.	—

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
3	New election Outside Director (Member of the Board) Independent Tomofumi Saeki (April 6, 1962) Male Attendance to the Meetings of the Managing Board — Attendance to the Meetings of the Audit and Supervisory Committee —	April 1986 Joined The Sumitomo Bank, Limited (presently Sumitomo Mitsui Banking Corporation) April 2017 Senior General Manager, Shinjukunishiguchi Corporate Business Office, Sumitomo Mitsui Banking Corporation April 2018 Executive Officer, Head of Kyoto-Hokuriku Middle Market Banking Division, Sumitomo Mitsui Banking Corporation April 2019 Managing Executive Officer, Head of Kyoto-Hokuriku Middle Market Banking Division, Sumitomo Mitsui Banking Corporation April 2021 Senior Managing Executive Officer, Deputy Head of Wholesale Banking Unit, Sumitomo Mitsui Banking Corporation May 2023 Advisor, SMBC Venture Capital Co., Ltd. (SMBC-VC) June 2023 President (Representative Director), SMBC-VC (current) [Scheduled to resign in June 2026] (Reasons for Nomination and Expected Role) Tomofumi Saeki has insight into areas such as finance and financial accounting as a corporate manager at a financial institution, as well as abundant experience and extensive knowledge of business management in actual industries. He is therefore appointed as a candidate for an Outside Director (Member of the Board) in the expectation that based on his experience and knowledge he would state opinions in the Board of Directors in his position as an Audit and Supervisory Committee Member, and that through appropriate auditing and supervision of business execution, he would fulfill his role to ensure the soundness and transparency of management and auditing and supervisory functions. Although he has held positions at Sumitomo Mitsui Banking Corporation, which has regular banking transactions with the Company, the bank is not a financial institution that the Company depends upon to the point of being irreplaceable, and is not a business partner that exerts influences over the Company's decision making. Furthermore, the Company has no transactions with SMBC Venture Capital Co., Ltd. He, therefore, satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company plans to report him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., if his election is approved.	—

- Notes:
1. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, thereby covering damages and litigation expenses, etc. incurred by the insureds, including Directors (Member of the Board) of the Company. If each candidate is elected as Director (Member of the Board), the Company plans to include him or her as an insured in the insurance policy. The policy is scheduled to be renewed on July 1, 2026, during the term of office of the candidates.
 2. There is no special interest between any of the candidates and the Company.
 3. Kenjiro Oda and Tomofumi Saeki are to be elected as Outside Directors (Member of the Board).
 4. In accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company plans to enter into agreements with Kenjiro Oda and Tomofumi Saeki to limit their liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act.

Reference

Skills matrix of the Managing Board after the close of this Ordinary General Meeting of Shareholders

	Name	Gender	Position, duties, etc. (tentative)	Skills and experience				
				Corporate manage- ment	Manage- ment and business planning	Global	Sales and service	Research and develop- ment
Director (Member of the Board) (Internal)	Hisashi Ietsugu	Male	Chairperson and Group CEO (Representative Director)	•	•		•	
	Iwane Matsui	Male	President (Representative Director)	•	•	•	•	
	Tomokazu Yoshida	Male	Director (Member of the Board) and Managing Executive Officer, CTO and R&D	•	•			•
	Takashi Ono	Male	Director (Member of the Board) and Managing Executive Officer ES Strategy Promotion and Regulatory Affairs & Quality Assurance	•	•	•	•	
	Kensuke Iizuka	Male	Director (Member of the Board) and Managing Executive Officer and CFO Corporate Management and Next Generation Medical Business Development	•	•	•		
	Tomoo Aramaki	Male	Director (Member of the Board) (Full-time Audit and Supervisory Committee Member)			•		

	Name	Gender	Position, duties, etc. (tentative)	Skills and experience			
				Production/ SCM	IT/DX	Finance/ accounting	Human resources/ general affairs
Director (Member of the Board) (Internal)	Hisashi Ietsugu	Male	Chairperson and Group CEO (Representative Director)			•	•
	Iwane Matsui	Male	President (Representative Director)		•		
	Tomokazu Yoshida	Male	Director (Member of the Board) and Managing Executive Officer, CTO and R&D				
	Takashi Ono	Male	Director (Member of the Board) and Managing Executive Officer ES Strategy Promotion and Regulatory Affairs & Quality Assurance	•			
	Kensuke Iizuka	Male	Director (Member of the Board) and Managing Executive Officer and CFO Corporate Management and Next Generation Medical Business Development		•	•	•
	Tomoo Aramaki	Male	Director (Member of the Board) (Full-time Audit and Supervisory Committee Member)			•	

Note: The above represents the main skills and experience of each Director (Member of the Board) and does not represent all skills and experience.

	Name	Gender	Position, duties, etc. (tentative)	Skills and experience				
				Corporate manage- ment	Manage- ment and business planning	Global	Sales and service	Research and develop- ment
Outside Director (Member of the Board)	Kazuo Ota	Male	Independent Outside Director (Member of the Board)	●	●	●		
	Haruo Inoue	Male	Independent Outside Director (Member of the Board)	●	●		●	
	Yuka Fujioka	Female	Independent Outside Director (Member of the Board)	●		●		
	Marie Oshima	Female	Independent Outside Director (Member of the Board)			●		●
	Kenjiro Oda	Male	Independent Outside Director (Member of the Board) (Audit and Supervisory Committee Member)	●	●			
	Tomofumi Saeki	Male	Independent Outside Director (Member of the Board) (Audit and Supervisory Committee Member)	●	●		●	

	Name	Gender	Position, duties, etc. (tentative)	Skills and experience			
				Production/ SCM	IT/DX	Finance/ accounting	Human resources/ general affairs
Outside Director (Member of the Board)	Kazuo Ota	Male	Independent Outside Director (Member of the Board)		●	●	●
	Haruo Inoue	Male	Independent Outside Director (Member of the Board)		●	●	
	Yuka Fujioka	Female	Independent Outside Director (Member of the Board)				●
	Marie Oshima	Female	Independent Outside Director (Member of the Board)				●
	Kenjiro Oda	Male	Independent Outside Director (Member of the Board) (Audit and Supervisory Committee Member)			●	●
	Tomofumi Saeki	Male	Independent Outside Director (Member of the Board) (Audit and Supervisory Committee Member)		●	●	●

Note: The above represents the main skills and experience of each Director (Member of the Board) and does not represent all skills and experience.

Definition of skills and experience

Item	Definition
Corporate management	Management experience as a representative, executive director, executive officer, etc. at a company, organization, etc.
Management and business planning	Experience and knowledge of management planning, risk management, business strategy, planning, promotion, etc. as a practicing, managing, or executive officer in charge, etc.
Global	Experience of overseas assignment, etc.
Sales and service	Experience and knowledge of domestic and overseas sales, marketing, technical services, etc. as a practicing, managing, or executive officer in charge, etc.
Research and development	Experience and knowledge of technology strategy, technology and product development, IT development, intellectual property, etc. as a practicing, managing, or executive officer in charge, etc.
Production/SCM	Experience and knowledge of production, procurement, logistics, quality, etc. as a practicing, managing, or executive officer in charge, etc.
IT/DX	Experience and knowledge of IT/DX, etc. as a practicing, managing, or executive officer in charge, etc.
Finance/accounting	Experience and knowledge of accounting, finance, business administration, etc. as a practicing, managing, or executive officer in charge, etc.
Human resources/general affairs	Experience and knowledge of human resources, labor affairs, human resources development, diversity, legal affairs, compliance, etc. as a practicing, managing, or executive officer in charge, etc.

Note: Judgment is made based on whether or not the Director (Member of the Board) has a total of about three years of experience in each of the items stated on the left.

Reference

Nomination of candidates for Directors (Member of the Board), etc.

■ Nomination of candidates for Directors (Member of the Board)

The Managing Board nominates candidates for Internal Directors (Member of the Board) (excluding Directors Who Are Audit and Supervisory Committee Members) based on a balance of knowledge, experience, and ability to make accurate and prompt decisions, manage risks appropriately, monitor business execution, and cover each functional and business unit of the Company, as well as those with sufficient social credibility.

The candidates for Outside Directors (Member of the Board) (excluding Outside Directors Who Are Audit and Supervisory Committee Members) must have abundant work experience and broad insight, and be able to provide appropriate advice to the Company's management.

In the event that it is difficult to satisfy the above requirements for appointment, the Managing Board shall make a decision on the dismissal of the Directors (Member of the Board) (excluding Directors Who Are Audit and Supervisory Committee Members).

In addition, the Managing Board shall comprehensively consider candidates for Audit and Supervisory Committee Members, taking into consideration their knowledge of finance and accounting, their knowledge of the Company's business fields, and their diverse perspectives on corporate management.

In the event that it is difficult to satisfy the above requirements for appointment, the Managing Board, with the consent of the Audit and Supervisory Committee, shall make a decision on the dismissal of the Audit and Supervisory Committee Member.

■ Procedures

The Nominating Committee, which is an advisory body to the Managing Board, shall consider the details of the decision to nominate or dismiss a Director (Member of the Board) candidate in accordance with the above policy, and the Managing Board shall pass a resolution thereon. The Managing Board shall obtain the consent of the Audit and Supervisory Committee with respect to proposals for the election or dismissal of Audit and Supervisory Committee Members.

■ Explanation of individual selection, dismissal, and nomination

The brief personal histories and reasons for the nomination of each candidate for Directors (Member of the Board) and the reasons for the dismissal of Directors (Member of the Board) shall be included in the notice of the General Meeting of Shareholders.

Reference

Independence Standards for Outside Directors (Member of the Board)

The Company has established the following Independence Standards for Outside Directors (Member of the Board), and considers an Outside Director (Member of the Board) to be independent of the Company and not likely to have a conflict of interest with general shareholders if such Member does not fall under any of the following items.

(Internal related)

- (i) An executing person (*1) of the Company and its subsidiaries (below, the “Group”) or a person who was previously an executing person of the Group.

(Major business partner)

- (ii) A person whose major business partner (*2) is the Group or its executing person
- (iii) A major business partner (*3) of the Group or its executing person

(Professional service provider)

- (iv) Consultant, accounting expert, or legal expert who receives a large amount of money or other assets (*4) from the Group other than remuneration for officers. (If the person receiving such property is a corporation, partnership or other organization, a member of such organization)
- (v) A person who belongs to an auditing firm that performs legal audits of the Group

(Donations or grants)

- (vi) A person who has received a donation or grant exceeding a certain amount (*5) from the Group (if the donee or grant recipient is a corporation, partnership, or other organization, an executing person of such organization)

(Lender)

- (vii) An executing person of a major financial institution (*6) from which the Group borrows, or its parent company or subsidiary

(Major shareholder)

- (viii) A major shareholder of the Group (*7) or, if such major shareholder is a corporation, an executing person of such corporation

- (ix) An executing person of a company in which the Group is a major shareholder

(Mutual dispatch of officers)

- (x) An executing person of a company that has a relationship of mutual dispatch of outside officers with the Group (a case in which an executing person employed by the Group is an outside officer of another company and the executing person employed by that other company is an outside officer of the Group)

- (xi) A person who has fallen under (ii) through (x) above in the past three years

- (xii) Close relative, etc. (*9) of a person falling under (i) through (xi) above (limited to a person in an important position (*8))

*1 An executing person means an executive as defined in Article 2, Paragraph 3, Item 6 of the Ordinance for Enforcement of the Companies Act, and includes not only executive Directors (Member of the Board) but also employees.

*2 A person whose major business partner is the Group means a business partner that provides products or services to the Group and whose transaction amount in the most recent fiscal year exceeds 2% of the annual consolidated net sales of the relevant business partner.

*3 A major business partner of the Group means business partner to whom the Group provides products or services and the transaction amount in the most recent fiscal year exceeds 2% of the annual consolidated net sales of the Group.

*4 A large amount of money or other assets means money or other asset income exceeding 10 million yen per year in the most recent fiscal year, other than remuneration for officers (if the person obtaining such asset is an organization such as a corporation, partnership, etc., it means money or other asset income in excess of 2% of the consolidated net sales of the organization for the most recent fiscal year).

*5 A donation or grant exceeding a certain amount means a donation or grant in excess of the higher of an average of 10 million yen per year for the past three fiscal years or 2% of the gross income of the person in question for the most recent fiscal year.

*6 A major financial institution means a financial institution or other major creditor that is essential to the Group’s financing at present or in the past three years, and on which the Group relies to the extent that it is not substitutable.

- *7 A major shareholder is a shareholder who holds 10% or more of the voting rights (including both direct and indirect holdings).
- *8 A person in an important position means a Director (Member of the Board) (excluding an Outside Director (Member of the Board)), Executive Officer, employee in senior managerial positions above the rank of general manager, certified public accountant among those belonging to an audit firm or accounting firm, lawyer among those belonging to a law firm, trustee, director, auditor or other officer among those belonging to a foundation, incorporated association, academic corporation, or other corporation, or any other person objectively and reasonably judged to be of equal importance.
- *9 A close relative, etc. means a spouse or relative within the second degree of kinship.

Corporate Governance

Systemex positions the strengthening of corporate governance as one of its most important management issues. Based on the Systemex Way and Shared Values, the Group's corporate philosophy, Systemex aims to maximize the corporate value of the entire Group by enhancing management soundness and transparency, and by improving management speed and efficiency.

The diagram illustrates the corporate governance structure of a listed company, showing the hierarchy and relationships between various entities.

Shareholders' Meeting (Top Level)

(1) Managing Board (Left Path)

- Directors (Member of the Board) (excluding Directors Who Are Audit and Supervisory Committee Members)**
- Nominating Committee**
- Compensation Committee**

(2) Audit and Supervisory Committee (Right Path)

- Directors (Member of the Board) Who Are Audit and Supervisory Committee Members**
- Internal Audit Office**
- Internal Audit Committee**
- Compliance Committee**

Business Execution (Bottom Section)

- Chairperson (Representative Director)**
- President (Representative Director)**
- Executive Officers**
- Divisions, Subsidiaries and Affiliates**
- Global Strategy Committee**
- Steering Committee**

Accounting Auditors (Far Right)

Accounting auditing

Relationships and Interactions:

- Election/Dissmissal:** Shareholders' Meeting elects/dissmisses both the Managing Board and the Audit and Supervisory Committee.
- Auditing/supervision:** The Managing Board exercises auditing/supervision over the Audit and Supervisory Committee.
- Cooperation:** The Managing Board and the Audit and Supervisory Committee cooperate. The Internal Audit Office also cooperates with the Accounting Auditors.
- Reporting:** The Internal Audit Office reports to the Audit and Supervisory Committee. The Internal Audit Committee and Compliance Committee report to the Executive Officers.

■ Corporate governance initiatives

(1) Managing Board

The Managing Board, consisting of 13 Directors (Member of the Board) (including two female Directors (Member of the Board)), is responsible for making important management decisions and supervising the execution of duties, and basically holds a regular meeting once a month and extraordinary meetings as necessary.

In the fiscal year ended March 31, 2026, the Meetings of the Managing Board were held 17 times.

The Nominating Committee serves as an advisory body to the Managing Board regarding the nomination of Directors (Member of the Board), and the Compensation Committee serves as an advisory body to the Managing Board regarding decisions on executive compensation and other matters. Each committee is chaired by an Independent Outside Director (Member of the Board) and the majority of each committee consists of Independent Outside Directors (Member of the Board), and each committee holds meetings as necessary.

Name of meeting	Function and details	Committee Chairperson	Composition
Nominating Committee	Advisory body to the Managing Board regarding nomination of officers	Independent Outside Director (Member of the Board)	Chairperson, President, Independent Outside Director (Member of the Board) (4)
Compensation Committee	Advisory body to the Managing Board regarding officer compensation	Independent Outside Director (Member of the Board)	Chairperson, President, Independent Outside Director (Member of the Board) (4)

(2) Audit and Supervisory Committee

The Audit and Supervisory Committee, consisting of three Audit and Supervisory Committee Members (including two Outside Directors (Member of the Board)), holds a meeting at least once every three months, mainly as a statutory independent body for decision-making to audit the execution of duties by Directors (Member of the Board).

In addition to the Meetings of the Audit and Supervisory Committee and the Meetings of the Managing Board, the Audit and Supervisory Committee Members attend Global Strategy Committees and Steering Committee, etc. to appropriately monitor the execution of duties by Directors (Member of the Board). In the fiscal year ended March 31, 2026, the Meetings of the Audit and Supervisory Committee were held 16 times.

In addition, the Audit and Supervisory Committee utilizes the Company's internal control system and other systems to conduct audits in close cooperation with the internal audit department and the department responsible for internal control, and can give instructions to the internal audit department as necessary. The Audit and Supervisory Committee closely cooperates with the Accounting Auditors by mutually exchanging information and opinions on internal control over financial reporting, etc., in addition to confirming the accounting audit plan and the results of the accounting audit.

The Audit and Supervisory Committee will continue to audit and supervise Directors (Member of the Board) appropriately in accordance with laws and regulations to enhance the soundness of management.

Other meetings

The Global Strategy Committees, consisting of the Chairperson, President and executive officers in charge, is held basically once a month to discuss and deliberate on the medium- to long-term management direction of the Group and important strategies and issues.

The Steering Committee, consisting of the Chairperson, President, executive officers and Fulltime Audit and Supervisory Committee Members, is held basically once a month to discuss, deliberate, and report on important matters related to the promotion of the Group's annual plan.

The Internal Control Committee, consisting of the Chairperson, President, executive officers in charge, and Fulltime Audit and Supervisory Committee Members, is held basically four times a year to discuss and report on important matters related to overall internal control of the Group, including risk management.

The Compliance Committee, consisting of executive officers and related division heads, is held basically twice a year to deliberate and report on important matters related to the Group's compliance.

Business Report

(From April 1, 2025 to March 31, 2026)

I. Current Status of the Corporate Group

I-1. Overview of business during the fiscal year under review

(i) Business activities and results

During the fiscal year under review, although persistently high global inflation rates and uncertainty surrounding U.S. trade policies were perceived as sources of economic uncertainty, the global economy as a whole continued to show a moderate recovery. In the U.S., despite the impact of rising prices, personal consumption and capital investment remained strong, and signs of recovery were also evident in Europe. On the other hand, China saw sluggish domestic demand. In addition, the deterioration of the situation in the Middle East has disrupted global supply chains for energy resources and other goods, and uncertainty remains over the future of the Japanese and global economies.

In terms of medical care, although China has been expanding its policies to curb medical costs, demand for healthcare continued to grow due to economic growth in emerging markets and the global aging population.

Under these circumstances, while net sales increased in the Americas, EMEA*¹ and Asia-Pacific, they declined significantly in Japan and in China, where they were affected by healthcare cost-curbing policies, resulting in an overall decline in net sales. In terms of profits, earnings declined due to the decrease in sales, coupled with a rise in the cost of sales ratio, an increase in selling, general and administrative expenses, and impairment losses resulting from changes in the business environment and strategic shifts.

In terms of sales in Japan, sales decreased in the hematology*² and hemostasis test fields for instruments and reagents*³. As a result, net sales in Japan was 58,603 million yen (down 13.5% YoY), and a composition ratio of 11.7% (down 1.6 points YoY).

In terms of overseas sales, sales decreased for reagents in the hemostasis test field. On the other hand, sales increased for instruments and reagents in the urinalysis field and other areas, as well as for reagents in the hematology field. As a result, overseas net sales was 441,403 million yen (up 0.1% YoY), and a composition ratio of 88.3% (up 1.6 points YoY).

Selling, general and administrative expenses was 164,351 million yen (up 9.0% YoY), driven by personnel growth associated with the expanding size of our business and higher amortization expenses related to investments in digital infrastructure. Research and development expenses was 29,162 million yen (down 7.3% YoY).

Thus, for consolidated operating performance during the fiscal year under review, net sales was 500,006 million yen (down 1.7% YoY), operating profit was 51,831 million yen (down 40.8% YoY), profit before tax was 49,051 million yen (down 38.1% YoY), and profit attributable to owners of parent was 35,457 million yen (down 33.9% YoY).

Reference

Net sales		Operating profit			
58th fiscal year ended March 2025 508.6 billion yen	YoY Down 1.7% 	59th fiscal year ended March 2026 500.0 billion yen	58th fiscal year ended March 2025 87.5 billion yen	YoY Down 40.8% 	59th fiscal year ended March 2026 51.8 billion yen
Profit before tax		Profit attributable to owners of parent			
58th fiscal year ended March 2025 79.2 billion yen	YoY Down 38.1% 	59th fiscal year ended March 2026 49.0 billion yen	58th fiscal year ended March 2025 53.6 billion yen	YoY Down 33.9% 	59th fiscal year ended March 2026 35.4 billion yen

*1 EMEA:

Europe, Middle East, and Africa.

*2 Hematology (blood cell count testing):

Sample*⁴ testing to determine whether it is necessary to conduct precision testing by analyzing the count, type and size of red and white blood cells in the blood.

*3 Reagents:

Medical drugs used for testing samples, sometimes referred to as In Vitro Diagnostics (IVD) reagents. They are used to test blood and body fluids extracted from the human body but are not used directly on the human body.

*4 Testing samples:

A specimen that needs to be tested. This can be blood, cerebrospinal fluid, pus, urine or feces. A test specimen.

(ii) Capital investments

During the fiscal year under review, the total amount of capital investments made by the Group was 50,328 million yen. The investments mainly comprised investments in the acquisition of equipment loaned to customers in support of overseas business growth, as well as investments in building digital infrastructure for realizing business process reforms through digitalization.

The total amount of capital investment includes investments in property, plant and equipment and intangible assets but does not include investments in right-of-use assets.

(iii) Financing activities

There are no matters requiring special mention.

(iv) Business transfers, absorption-type company splits, or incorporation-type company splits

Not applicable.

(v) Business transfers from other companies

Not applicable.

- (vi) Succession to rights and obligations regarding the business of another corporation, etc., due to an absorption-type merger or absorption-type company split**

Not applicable.

- (vii) Acquisition or disposal of other companies' shares or other equity or share acquisition rights**

Not applicable.

I-2. Significant parent company and subsidiaries

(i) Relationship with parent company

Not applicable.

(ii) Significant subsidiaries

Company name	Share capital	Percentage of voting rights held by the Company	Principal lines of business
Sysmex America, Inc. (U.S.)	22,000 thousand U.S. dollars	100.0%	[Regional Headquarters] Sales of diagnostic instruments and reagents
Sysmex Reagents America, Inc. (U.S.)	1,500 thousand U.S. dollars	100.0%	Manufacture and sales of diagnostic reagents
Sysmex do Brasil Industria e Comercio Ltda. (Brazil)	200,878 thousand Brazilian real	100.0%	Manufacture and sales of diagnostic reagents
Sysmex Europe SE (Germany)	120 thousand euro	100.0%	[Regional Headquarters] Sales of diagnostic instruments, manufacture and sales of diagnostic reagents
Sysmex Deutschland GmbH (Germany)	2,050 thousand euro	100.0%	Sales of diagnostic instruments and reagents
Sysmex UK Limited (U.K.)	400 thousand pounds	100.0%	Sales of diagnostic instruments and reagents
Sysmex France S.A.S. (France)	2,457 thousand euro	100.0%	Sales of diagnostic instruments and reagents
Sysmex Shanghai Ltd. (China)	1,000 thousand U.S. dollars	100.0%	[Regional Headquarters] Sales of diagnostic instruments and reagents
Jinan Sysmex Medical Electronics Co., Ltd. (China)	18,229 thousand Chinese yuan	100.0%	Manufacture and sales of diagnostic instruments and reagents
Sysmex Asia Pacific Pte Ltd. (Singapore)	11,500 thousand Singapore dollars	100.0%	[Regional Headquarters] Sales of diagnostic instruments, manufacture and sales of diagnostic reagents
Sysmex India Pvt. Ltd. (India)	464,942 thousand Indian rupees	100.0%	Manufacture and sales of diagnostic instruments and reagents
Sysmex RA Co., Ltd. (Japan)	70 million yen	100.0%	Development and manufacture of diagnostic instruments and peripheral equipment, etc.
Sysmex Partec GmbH (Germany)	30 thousand euro	100.0%	Development, manufacture and sales of diagnostic instruments and reagents
Oxford Gene Technology IP Limited (U.K.)	453 pounds	100.0%	Development, manufacture, sales and services for diagnostic and research reagents used for Next Generation Sequencing (NGS)*5 and cytogenetic testing
Sysmex Korea Co., Ltd. (South Korea)	190,000 thousand Korean won	100.0%	Sales of diagnostic instruments and reagents

*5 Next Generation Sequencing (NGS):

Analysis technology that simultaneously reads a large volume of DNA bases and their sequences that hold genetic information.

I-3. Issues to be addressed

(1) Basic management policy

The Group has passed down the values of its basic management policy since its founding, the “Three Aspects of Confidence,” and established the redefined Group corporate philosophy as the “Sysmex Way” and the “Shared Values.” By implementing these practices across the entire Group, we aim to earn the trust of our stakeholders and achieve even greater growth.

Sysmex Way

Mission

Shaping the advancement of healthcare.

Value

We will continue to create unique and innovative values, and ensure *anshin* for individuals in society.

Mind

With passion and flexibility, we demonstrate our individual competence and unsurpassed teamwork.

Shared Values

To our Customers

Ensure *anshin* with unmatched quality, advanced technology, mindful support, and actions that reflect the needs of our customers.
We constantly seek to better understand what our customers require so that we may generate new and more satisfactory solutions.

To our Employees

Ensure *anshin* by honoring a diversity of employees, respecting their personality, and providing a workplace where they can fulfill their potential.
We value independence and a challenging spirit, provide employees with opportunities for self-fulfillment, growth, and reward for their accomplishments.

To our Business Partners

Ensure *anshin* based on fairness and impartiality in a broad range of partnerships.
We strive to grow as a company in step with our business partners through respect and mutual trust.

To our Shareholders

Ensure *anshin* by promoting the proper disclosure of information and keeping closer communication with shareholders with sound and transparent management.
We are committed to an innovative yet consistent style of management for sustainable growth and increased shareholder value.

To Society

Ensure *anshin* as a responsible member of society by conducting our business adhering to the highest ethical standards in addition to laws and regulations.
We play an active role in addressing environmental and other issues facing our society.

Anshin is a word at the core of the Sysmex corporate philosophy that embodies the essence of what we have been pursuing since our foundation, and has the following meanings:

- A state in which customers have **no concerns about the safety and quality** of our products and services.
- A state in which stakeholders can **trust, be confident and reassured** in our relationship, transactions, interaction, and all other matters.
- A state in which individuals in society can be **in a calm state of mind with little or no anxiety** about their own health, lives, or other matters.

[Company website] Corporate Philosophy

https://www.sysmex.co.jp/en/corporate/philosophy_brand/philosophy/

(2) Recognition of the management environment

Currently, the environment surrounding the Company’s business and management is becoming increasingly difficult to predict, particularly as risks related to geopolitics (regional conflicts, rising right-wing sentiment) and economic security (Trump tariffs, cycles of retaliation, resource monopolization, etc.) continue to escalate globally. In the near term, a high degree of uncertainty persists due to factors such as fluctuations in energy prices and the risk of supply chain disruptions stemming from the escalating tensions in the Middle East, as well as developments in trade policies among major economies and volatility in financial and capital markets. As a result, it is expected that we will need to remain fully vigilant regarding economic downside risks.

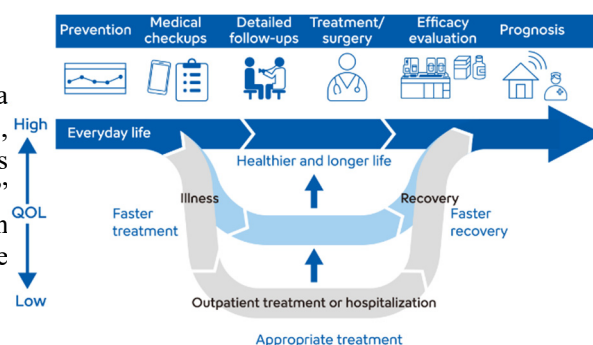
In the medical environment, demand for healthcare is expected to continue growing in line with economic growth in emerging markets and the global aging population. In particular, we anticipate that expectations for improvements in healthcare quality and services, including enhanced safety and productivity in response to healthcare worker shortages, improved medical economics, and greater access to care, will continue to grow. Additionally, digital transformation (DX) in the healthcare field, including the widespread use of artificial intelligence (hereinafter, AI), has accelerated and is forecast to make progress in its increased implementation and use in robot technology. This is expected to generate further opportunities for growth.

(3) New long-term corporate strategy

Based on the “Sysmex Way” and the “Shared Values,” the corporate philosophy of the Group, we have formulated a new “Long-term Corporate Strategy 2033 (VA33)” with FY2033 as its final year. Under the long-term corporate strategy, the Group has created the new concept of a “healthcare journey” aimed at contributing to the evolution of healthcare. We view the various healthcare-related events a person experiences throughout their lives (life stages), along with the corresponding process this involves (such as at healthcare institutions) as a “journey,” and the idea is incorporated into the Long-Term Vision.

<Healthcare Journey>

We view the various healthcare-related events a person experiences throughout their lives (life stages), along with the corresponding process this involves (such as at healthcare institutions) as a “journey.” “Achieving a better healthcare journey” is an important societal issue in the aim of improving the quality of life of people around the world.



■ Long-term vision

“Together for a better healthcare journey”

People universally desire to live long and healthy lives. Sysmex aims to realize a society in which people can maintain lifelong health by accurately ascertaining each individual’s physical condition, allowing for the provision of treatment and services optimized for the individual.

Sysmex is proposing the new concept of a “healthcare journey.” Through various collaborations, we aim to offer new value to make each individual’s healthcare journey better and grow as an essential presence in society.

■ Key points of the long-term corporate strategy

- 1) Expand our target domain from diagnostics to the healthcare journey
- 2) Accelerate business growth by leveraging our strengths
- 3) Strengthen our human capital to accelerate growth as a sustainable company, and take on the challenge of reducing environmental impact

1) Expand our target domain from diagnostics to the healthcare journey

To achieve a better healthcare journey, it is crucial for healthcare professionals (medical institutions, medical staff, etc.) to improve the level and quality of medical care, utilize healthcare information and improve the medical economics. Sysmex leverages its technology and business know-how cultivated in the IVD*⁶ domain to create high-value-added testing and diagnostic technologies using the latest technology. We also take on challenges in the domain of surgical treatment and regenerative and cellular medicine, making full use of our strengths throughout the entire healthcare journey. We will select and add domains where we can create value by leveraging our strengths, and aim to enhance our corporate value.

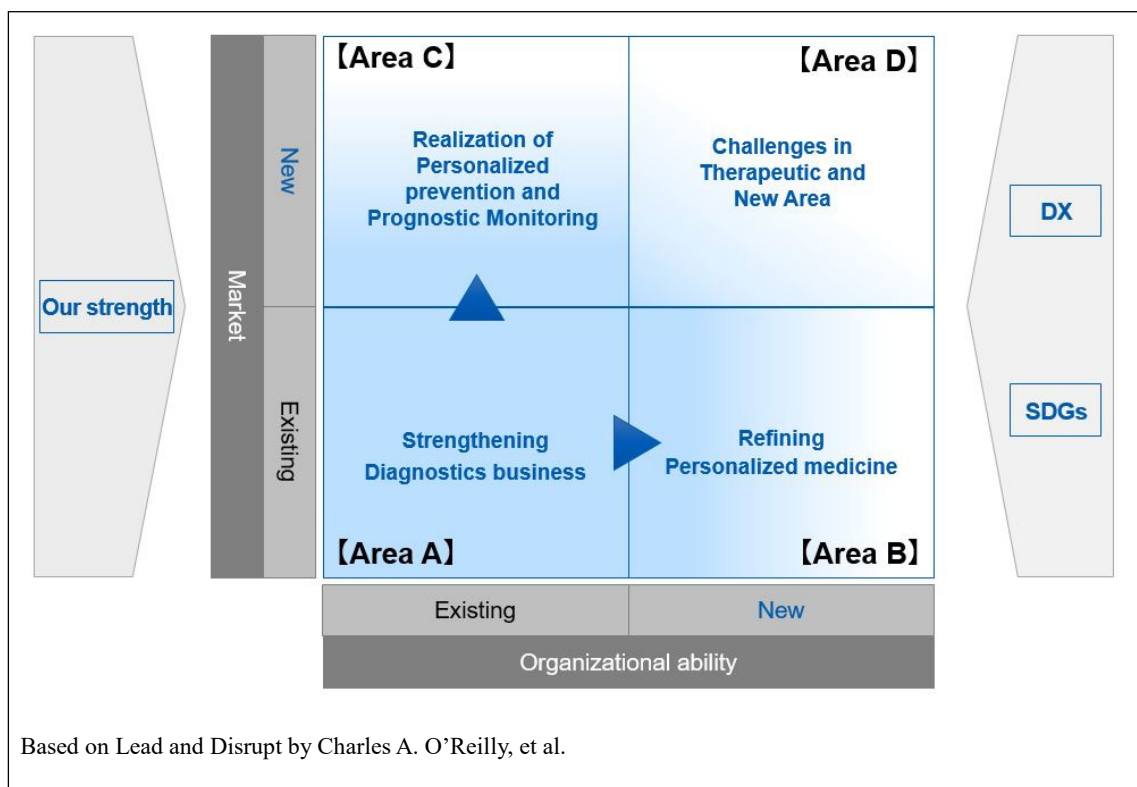
*6 IVD:

Tests that involve the extraction and examination of substances such as blood, urine, and cells from the human body. The Company is a comprehensive manufacturer involved in all aspects from research and development to the manufacture, sales, service and support of instruments, reagents and associated software used to conduct blood tests, immune serum tests, and urine tests in the field of “IVD.”

2) Accelerate business growth by leveraging our strengths

We aim to augment growth and profitability by deepening our diagnostics business and pursuing added value through innovation. Additionally, we will strive to further enhance our corporate value and accelerate growth by exploring new domains outside of diagnostics. The global customer network we have developed over many years is a company asset. We will introduce NPS® (Net Promoter Score)* as a customer loyalty indicator to keep driving innovation that contributes to greater customer value.

* NPS® is a registered trademark of Bain & Company, Fred Reichheld, and Satmetrix Systems.



- 3) Strengthen our human capital to accelerate growth as a sustainable company, and take on the challenge of reducing environmental impact

Human capital is an important source of value creation driving our growth and development. Strengthening human capital that is aligned with our materiality and corporate strategy promotes innovation and drives new value creation. Therefore, we will improve engagement through consistent investment in people and realization of an attractive workplace.

We prioritize efforts to address materiality, including by resolving medical issues through products and services and realizing an attractive workplace while considering the environment. We strive to promote these initiatives throughout the entire Group, instilling confidence among a diverse range of stakeholders and aiming to achieve sustainable management.

[Company website] Corporate Strategy

<https://www.sysmex.co.jp/en/corporate/activities/corporate-strategy.html>

- (4) Priority business issues to be addressed

In April 2026 the Group commenced a new medium-term management plan (from the fiscal year ending March 31, 2027 through fiscal year ending March 31, 2029) with the aim of achieving our long-term vision. We have identified key actions to be undertaken over the next three years and are working to execute specific measures. Under this medium-term management plan, we will prioritize the following four themes to leverage our strengths and turn them into solid growth opportunities.

(i) Strengthening the competitiveness of our diagnostics business

Across all our business domains, including our core field of hematology, we will sequentially launch next-generation flagship models and strategic products that integrate cutting-edge technologies such as AI into the global market, thereby establishing a competitive advantage through enhanced diagnostic value. Furthermore, in emerging markets where strong growth is anticipated, we will achieve sustainable high growth by providing products optimized for local healthcare needs and strengthening our stable supply infrastructure.

(ii) Promoting healthcare DX and data utilization, leveraging the strengths of our diagnostics business

Sysmex will provide unique healthcare DX solutions by combining the vast amount of test data founded in our customer base spanning more than 190 countries worldwide with AI analysis technology. We are committed to creating new value that balances the mitigation of healthcare issues and the medical economics, including guiding patients toward appropriate medical care based on test results, promoting operational efficiency through AI-driven testing laboratory management support, and contributing to public health.

(iii) Improving profitability through value chain reforms

To improve the Group's overall profitability and capital efficiency, we will implement transformations across the entire value chain, particularly in the reagents business, which serves as a stable source of revenue.

(iv) Redesigning our financial and capital strategies

We aim to improve capital efficiency and achieve a target ROE of 12.0% by FY2028. We will explore ways to optimize our capital structure through the effective use of interest-bearing liabilities, while implementing progressive dividends for shareholders (a dividend payout ratio of 40% or higher and flexible share buybacks).

In addition to this, as the sustainability of the global environment is becoming an urgent issue, we have formulated Sysmex Eco-Vision 2033 as a long-term environmental management policy, and we will continue working to reduce CO2 emissions and water consumption throughout the life cycle of our products, as well as promote environmentally conscious green procurement. We will prioritize efforts to address priority issues (materiality), including by resolving medical issues through products and services and realizing an attractive workplace while considering the environment. We strive to promote these initiatives throughout the entire Group, instilling confidence among a diverse range of stakeholders and aiming to achieve sustainable management.

I-4. Principal lines of business (as of March 31, 2026)

The Group conducts the development, manufacture, sales, servicing, and import and export of diagnostic instruments and reagents, mainly in the medical field.

In addition to diagnostic instruments and reagents, the Group proposes solutions for diverse issues affecting medical institutions, by combining a wide range of products and services including software, diagnostic instrument maintenance, and academic support.

(1) Diagnostics business

■ Hematology (blood cell count testing)

Net sales: 299.4 billion yen

Composition ratio: 59.9%

For small and medium-sized institutions, the Company offers three-part white blood cell differential models that can measure basic parameters, as well as five-part white blood cell differential models that provide a high degree of clinical significance and a large amount of information. In addition, we offer a wide-ranging lineup, including transport systems that can be used for rapid, high-volume testing in large-scale labs.

In Japan, we launched the world's first system modules equipped with automated measurement function for quality control materials in 2022. We have been gradually rolling out these models globally since 2023.

In 2024, we also completed the construction of a new plant in India to strengthen our production and supply system for diagnostic instruments and reagents.

■ Hemostasis test

Net sales: 72.4 billion yen

Composition ratio: 14.5%

Demand for hemostasis testing has increased and grown more diverse due to a rise in thrombotic diseases stemming from lifestyle diseases, as well as to the development of new blood preparations. We handle products offering a wide range of processing capacities that can be selected based on the needs of various facilities. In Japan, we launched a new model in 2025 that combines the analytical capabilities and ease of use of our top-of-the-line models with a more compact design. Furthermore, we started direct sales of our own brand in the U.S. and EU countries from April 2024, and we have been rolling these out globally.

■ Urinalysis

Net sales: 44.0 billion yen

Composition ratio: 8.8%

In the urinalysis testing^{*9} field, in 1995 we developed the world's first automated urine particle analyzer using the flow cytometry^{*10} method. Since then, we have been adding to our portfolio of urine chemistry^{*11} products by making use of alliances as we work to expand our lineup and markets in response to diverse urinalysis needs.

■ Life Science

Net sales: 24.9 billion yen

Composition ratio: 5.0%

Cancer gene profiling

We developed a system for use in cancer gene profiling^{*12} in collaboration with the National Cancer Center Japan. In 2019, this became the first such system to be covered under Japanese health insurance and be used in clinical settings.

In addition, in 2025, we entered into an exclusive distribution agreement with Illumina, Inc. for the Japanese market and began selling the company's cancer gene profiling testing systems. This has helped us in our efforts to further expand our product lineup.

Cancer lymph node metastasis testing

With our proprietary automated system that uses the OSNA method^{*13}, we provide products for in vitro diagnostics that can objectively and quickly detect cancer lymph node metastasis^{*14}.

■ Immunochemistry

Net sales: 22.3 billion yen

Composition ratio: 4.5%

We are working to develop our business in Asia, including Japan and China, through sales of a fully automated immunoassay system, which performs highly sensitive, high-speed assays on minute sample quantities. In addition to reagents to test for infectious diseases^{*15} and tumor markers^{*16}, we have developed proprietary markers to test for measuring the progression of hepatic fibrosis and atopic dermatitis. In 2023, we launched a reagent to test for Alzheimer's disease in Japan, and we are working to roll this out to Europe and the U.S., as well as to develop new testing parameters and to develop parameters tailored to regional needs, including China.

*9 Urinalysis testing:

A test that analyzes formed elements such as blood cells and cells contained in urine.

*10 Flow cytometry:

A method in which minute particles are dispersed in a fluid, and a thin stream of this fluid is directed to flow so that individual particles can be optically analyzed.

*11 Urine chemistry:

Tests to analyze the content of urine for the presence of sugar, proteins and blood cells using test strips dipped in urine.

*12 Cancer gene profiling:

The analysis of important gene information for cancer treatment, including mutation, amplification, and fusion of multiple genes in cancer tissue.

*13 OSNA method:

Technology developed by Sysmex that enables one-step gene amplification without requiring the extraction and purification of nucleic acids, which is part of the pre-treatment stage.

*14 Cancer lymph node metastasis:

One of the ways cancer spreads. Cancer cells that have multiplied in an internal organ travel through the lymph ducts to the nearest lymph node where they repeatedly metastasize to reach and multiply in other internal organs in the body. When this happens, an effective way to prevent recurrence is to surgically remove (dissect) the lesion as well as the lymph node where the cancer has spread.

*15 Infectious disease:

A disease caused by a pathogenic microbe that enters the human body through various routes, where it multiplies

or creates toxins.

*16 Tumor markers:

Substances that are specifically produced by tumor cells and detected in urine and blood. The fixed quantity and detection of these substances help to diagnose cancer and are used to determine the clinical course.

(2) Medical robotics business

■ Medical robotics

Net sales: 3.3 billion yen

Composition ratio: 0.7%

In 2020, Medicaroid Corporation, a joint venture between the Company and Kawasaki Heavy Industries, Ltd., obtained manufacturing and marketing approval for the first made-in-Japan robotic-assisted surgery system. In 2024, the system became covered by insurance for respiratory surgery in addition to its use in the urological surgery field, and we are working hard to further expand its use in other medical fields. We also acquired approval to market the system in Singapore in 2023 and Malaysia in 2024 towards expanding our business in the global market. In 2025, we successfully conducted a pilot test of remote robotic surgery between Japan and France.

The Company began its launch in Japan in December 2020 as the global general distributor for this product. Designed with the size of operating rooms in Japan in mind, this system is equipped with user-friendly robot arms and high-definition 3D images. Furthermore, the system is equipped with network support that monitors operating status, supporting more accurate procedures by healthcare professionals.

II. Current status of the Company

II-1. Officers of the Company

(i) Directors (Members of the Board) (as of March 31, 2026)

Position in the Company	Name	Duties and important concurrent positions
Chairperson (Representative Director)	Hisashi Ietsugu	Group CEO Outside Director (Member of the Board) of The Minato Bank, Ltd.
President (Representative Director)	Kaoru Asano	
Director (Member of the Board)	Kenji Tachibana	Senior Managing Executive Officer Assistant to the President, In charge of Internal Control, Regulatory Affairs & Quality Assurance
Director (Member of the Board)	Iwane Matsui	Senior Managing Executive Officer In charge of Japan and International Business and MR Business
Director (Member of the Board)	Tomokazu Yoshida	Managing Executive Officer, CTO In charge of R&D
Director (Member of the Board)	Takashi Ono	Managing Executive Officer In charge of ES Strategy Promotion and Business Strategy Development
Director (Member of the Board)	Kazuo Ota	
Director (Member of the Board)	Haruo Inoue	Outside Director (Member of the Board) of UNIRITA Inc.
Director (Member of the Board)	Yuka Fujioka	Outside Director (Member of the Board) of Maruichi Steel Tube Ltd.
Director (Member of the Board)	Marie Oshima	Outside Director (Member of the Board) of Open Up Group Inc.
Director (Member of the Board) (Full-time Audit and Supervisory Committee Member)	Tomoo Aramaki	
Director (Member of the Board) (Audit and Supervisory Committee Member)	Kazumasa Hashimoto	
Director (Member of the Board) (Audit and Supervisory Committee Member)	Michihide Iwasa	

- Notes:
1. Director (Member of the Board) Kazuo Ota, Director (Member of the Board) Haruo Inoue, Director (Member of the Board) Yuka Fujioka, Director (Member of the Board) Marie Oshima, Director (Member of the Board) (Audit and Supervisory Committee Member) Kazumasa Hashimoto, and Director (Member of the Board) (Audit and Supervisory Committee Member) Michihide Iwasa are Outside Directors (Members of the Board).
 2. Director (Member of the Board) (Audit and Supervisory Committee Member) Kazumasa Hashimoto has considerable knowledge regarding finance and accounting as a member of management at a financial institution.
 3. Tomoo Aramaki has been appointed as full-time Audit and Supervisory Committee Member to enhance the effectiveness of audits and strengthen auditing and supervisory functions by enhancing information gathering and ensuring sufficient coordination with the Internal Audit Office and other bodies.
 4. The Company has designated Director (Member of the Board) Kazuo Ota, Director (Member of the Board) Haruo Inoue, Director (Member of the Board) Yuka Fujioka, Director (Member of the Board) Marie Oshima, Director (Member of the Board) (Audit and Supervisory Committee Member)

Kazumasa Hashimoto, and Director (Member of the Board) (Audit and Supervisory Committee Member) Michihide Iwasa as Independent Member of the Managing Board as defined by the Tokyo Stock Exchange, and has notified the exchange.

(ii) Status of Executive Officers (Excluding Those Serving Concurrently as a Director (Member of the Board)) (As of March 31, 2026)

Name	Duties and important concurrent positions
Kensuke Iizuka	Senior Executive Officer, In charge of Corporate Management, Next Generation Medical Business Development and DX Strategy Development Outside Director (Member of the Board) of KAINOS Laboratories, Inc.
Frank Buescher	Senior Executive Officer, CEO of Sysmex Asia Pacific Pte Ltd. Deputy in charge of DX Strategy Development
Mitsuhisa Kanagawa	Senior Executive Officer, In charge of Instrument Production and SCM
Peng Zuo Hui	Executive Officer, Chairman of Sysmex Shanghai Ltd.
Alain Baverel	Executive Officer, CEO of Sysmex Europe SE
Reiko Watanabe	Executive Officer, Executive Vice President of Medical & Scientific Affairs Div.
Kaoru Watanabe	Executive Officer, Supervision of JEA, Deputy in charge of Medical Robotics (MR) Business
Takaaki Nagai	Executive Officer, Deputy in charge of Instrument Production and SCM, Executive Vice President of Production Design Center
Kinya Uchihashi	Executive Officer, In charge of Reagent Production, Executive Vice President of Reagent Production Div.
Andy Hay	Executive Officer, President of Sysmex America Inc.
Naohiko Matsuo	Executive Officer, Deputy in charge of Business Strategy Development, Executive Vice President of ICH Business Div.
Kenji Tsujimoto	Executive Officer, Executive Vice President of Next Generation Medical Business Development Division

(iii) Remuneration Etc., for Directors (Members of the Board)

A. Matters related to the method of determining remuneration, etc., for Directors (Members of the Board)

Remuneration for Directors (Members of the Board) (excluding Audit and Supervisory Committee Members and Outside Directors (Members of the Board)) divides broadly into three categories: fixed remuneration which is monetary remuneration, performance-linked remuneration and non-monetary remuneration. This framework allows the Company to adjust individual remuneration in line with performance and vary the percentage of remuneration received in each category by individual. Remuneration for Outside Directors (Members of the Board) consists solely of the fixed-remuneration portion of remuneration for Directors (Members of the Board).

The Company resolves the policy regarding the content of individual remuneration, etc., for Directors (Members of the Board) (excluding Audit and Supervisory Committee Members) at a meeting of the Board of Directors. When making this resolution, the Board of Directors first asks the Remuneration Committee to consider the content of the resolution then receives a response from the committee.

The policy on determining the content of remuneration, etc., for Directors (Members of the Board) (excluding Audit and Supervisory Committee Members and Outside Directors (Members of the Board)) is as follows.

a. Policy regarding fixed remuneration

Fixed remuneration comprises remuneration for Directors (Members of the Board) and remuneration for business execution. Position-specific factors (related to the scale and responsibility of Directors (Members of the Board), as well as the degree of their impact on Group management) are used to determine disbursements.

b. Policy regarding performance-linked remuneration

Performance-linked remuneration is linked to consolidated operating performance for the Group, using profit attributable to owners of parent as an indicator. This indicator refers to net earnings for the fiscal year (sales net of expenses and profit or loss), which the Company considers an appropriate indicator for performance-linked remuneration.

Performance-linked remuneration amounts are determined by multiplying profit attributable to owners of parent by a performance-linked remuneration factor within 3.0% to determine the total performance-linked remuneration amount, which is disbursed on an individual basis in accordance with performance.

The trend for profit attributable to owners of parent, including for the fiscal year under review, is as presented in the section “Status of assets and profit or loss in the current and past three fiscal years” in the materials for the 59th Ordinary General Meeting of Shareholders.

c. Policy regarding non-monetary remuneration

Non-monetary remuneration consists of performance-linked share-based remuneration, comprising the “Financial Performance Share Unit (F-PSU),” which is linked to the achievement level of financial indicator targets set out in the medium-term management plan, and the “Enterprise Value Performance Share Unit (EV-PSU),” which is linked to the achievement level of corporate value indicator targets. The number of shares delivered with respect to the F-PSU and EV-PSU is determined by granting a fixed number of Standard Points annually based on position-specific factors, in accordance with the Officer Remuneration Regulations and the Officer Share-Based Remuneration Detailed Rules. Following the conclusion of the medium-term management plan, the number of delivered shares is determined by multiplying the cumulative Standard Points granted during the Applicable Period by the achievement level of the financial and corporate value indicators

set forth in the medium-term management plan.

B. Matters regarding the resolutions of the General Meeting of Shareholders on remuneration, etc. for Directors (Members of the Board)

At the 49th Ordinary General Meeting of Shareholders held on June 24, 2016, a resolution was passed regarding remuneration, etc. for the officers of the Company. The details of the resolution are that the limit for the annual amount of remuneration for Directors (Members of the Board) (excluding Audit and Supervisory Committee Members) shall be 1,000 million yen (including an annual amount of up to 50 million yen for Outside Directors (Members of the Board)), and that the limit for the annual amount of remuneration for Directors (Members of the Board) (Audit and Supervisory Committee Members) shall be 80 million yen.

As of the end of the General Meeting of Shareholders, the number of Directors (Members of the Board) (excluding Audit and Supervisory Committee Members) was 10 (two of whom are Outside Directors (Members of the Board)), and the number of Directors (Members of the Board) (Audit and Supervisory Committee Members) was three.

In addition, separate from the remuneration limits mentioned above, a resolution was passed at the 58th Ordinary General Meeting of Shareholders held on June 27, 2025, regarding the introduction of a performance-linked and share-based remuneration plan for Directors (Members of the Board) (excluding Audit and Supervisory Committee Members and Outside Directors (Members of the Board)). The Plan is a share-based remuneration plan where the Company shares (“Company Shares”) is then delivered and paid (“Delivered”) to the Directors (Members of the Board) through the fund. The maximum amount of money contributed by the Company shall be 180 million yen per fiscal year, multiplied by the number of years of the Applicable Period. In addition, the maximum number of Company Shares Delivered to the Directors (Members of the Board) shall be 80,000 shares per fiscal year, multiplied by the number of years of the Applicable Period. The timing of delivery of Company Shares will be after the conclusion of the medium-term management plan for F-PSU, and upon the retirement of Directors for EV-PSU.

As of the end of the General Meeting of Shareholders, the number of Directors (Members of the Board) (excluding Audit and Supervisory Committee Members and Outside Directors (Members of the Board)) was six.

C. Matters regarding delegation for determining the remuneration, etc., of Directors (Members of the Board)

The individual remuneration of Directors (Members of the Board) (excluding Audit and Supervisory Committee Members) is determined by the Remuneration Committee, to which this task is delegated by the Board of Directors. The decision-making process and the appropriateness of the amount of remuneration are verified by the Audit and Supervisory Committee, which consists of three Audit and Supervisory Committee Members (two of whom are Outside Directors (Members of the Board)).

The Remuneration Committee of the Company is chaired by an Outside Director (Member of the Board), and the committee is composed so that the majority of its members are Outside Directors (Members of the Board). By having the Remuneration Committee carry out deliberations, the Company ensures fairness and objectivity.

Composition of the Remuneration Committee

Committee Chairperson: Outside Director (Member of the Board), Kazuo Ota

Committee Members: Chairperson and Group CEO (Representative Director) Hisashi Ietsugu, President (Representative Director) Kaoru Asano, Director (Member of the Board) and Senior Managing Executive Officer (Assistant to the President, In charge of Internal Control, Regulatory Affairs & Quality Assurance) Kenji Tachibana, Outside Director (Member of the Board) Haruo Inoue, Outside Director (Member of the Board) (Audit and Supervisory Committee Member) Kazumasa Hashimoto, Outside Director (Member of the Board) (Audit and Supervisory Committee Member) Michihide Iwasa

- D. Reason for determination by the Board of Directors that the content of individual remuneration, etc., of Directors (Members of the Board) for the business year under review is in accordance with the determination policy

The individual remuneration amounts of the Company are set within the limit for remuneration approved by the General Meeting of Shareholders, with fixed remuneration and non-monetary remuneration determined in accordance with the standards specified in internal regulations, and performance-linked remuneration determined by the Remuneration Committee in accordance with a delegation resolution made by the Board of Directors. Since the amounts of individual remuneration for Directors (Members of the Board) have been determined following these procedures, the Board of Directors has judged that the details of the determined amounts are appropriate.

- E. Total amount of remuneration, etc. for the business year under review

Category	Total amount of remuneration, etc. (Millions of yen)	Total amount of remuneration, etc. by type (Millions of yen)			Number of eligible officers (Persons)
		Fixed remuneration	Performance-linked remuneration	Non-monetary remuneration	
Directors (Members of the Board) (excluding Audit and Supervisory Committee Members) (of which Outside Directors (Members of the Board))	731 (33)	251 (33)	420 (-)	58 (-)	10 (4)
Directors (Members of the Board) (Audit and Supervisory Committee Members) (of which Outside Directors (Members of the Board))	40 (17)	40 (17)	- (-)	- (-)	3 (2)
Total (of which Outside Directors (Members of the Board))	771 (50)	291 (50)	420 (-)	58 (-)	13 (6)

- Notes: 1. The total amount of remuneration, etc. for Directors (Members of the Board) does not include employee salaries.
2. The total amount of performance-linked remuneration and non-monetary remuneration includes the planned payment amount.

Consolidated statement of financial position (IFRS)

(Millions of yen)

Account items	Fiscal year under review (As of March 31, 2026)	(Reference) Previous fiscal year (As of March 31, 2025)	Account items	Fiscal year under review (As of March 31, 2026)	(Reference) Previous fiscal year (As of March 31, 2025)
Assets			Liabilities		
Current assets	388,606	364,821	Current liabilities	119,259	122,826
Cash and cash equivalents	84,117	89,570	Trade and other payables	34,116	31,865
Trade and other receivables	168,783	163,007	Lease liabilities	9,555	9,250
Inventories	95,613	81,811	Other current financial liabilities	1,316	1,403
Other short-term financial assets	775	654	Income taxes payable	2,980	12,784
Income taxes receivable	8,757	1,246	Provisions	1,342	1,164
Other current assets	30,559	28,531	Contract liabilities	20,770	18,098
Non-current assets	318,925	300,447	Accrued expenses	22,610	22,355
Property, plant and equipment	150,396	130,211	Accrued bonuses	14,976	14,709
Goodwill	4,138	14,205	Other current liabilities	11,591	11,194
Intangible assets	93,173	92,146	Non-current liabilities	82,596	77,908
Investments accounted for using equity method	150	339	Long-term loans payable	31,646	32,359
Trade and other receivables	34,756	26,978	Lease liabilities	29,280	23,126
Other long-term financial assets	14,025	12,034	Other non-current financial liabilities	35	56
Retirement benefit asset	0	0	Retirement benefit liabilities	2,238	2,127
Other non-current assets	6,643	6,880	Provisions	1,307	1,054
Deferred tax assets	15,641	17,651	Other non-current liabilities	12,198	11,608
			Deferred tax liabilities	5,889	7,575
			Total liabilities	201,856	200,734
			Equity		
			Equity attributable to owners of parent	505,000	463,776
			Share capital	14,898	14,887
			Capital surplus	21,114	20,960
			Retained earnings	416,253	402,820
			Treasury shares	(15,501)	(12,318)
			Other components of equity	68,236	37,425
			Non-controlling interests	675	758
Total assets	707,532	665,268	Total equity	505,676	464,534
			Total liabilities and equity	707,532	665,268

Note: Previous fiscal year data is provided for reference (not included in the scope of the audit).

Consolidated statement of income (IFRS)

(Millions of yen)

Account items	Fiscal year under review (from April 1, 2025 to March 31, 2026)	(Reference) Previous fiscal year (from April 1, 2024 to March 31, 2025)
Net sales	500,006	508,643
Cost of sales	244,324	236,665
Gross profit	255,681	271,977
Selling, general and administrative expenses	164,351	150,848
Research and development expenses	29,162	31,455
Impairment losses	11,557	3,211
Other operating income	3,659	2,070
Other operating expenses	2,439	948
Operating profit	51,831	87,583
Finance income	865	1,078
Finance expenses	4,359	3,518
Share of profit (loss) of investments accounted for using equity method	(1,364)	(2,071)
Foreign exchange gain (loss)	2,078	(3,850)
Profit before tax	49,051	79,221
Income tax expense	13,676	25,645
Profit	35,374	53,576
Profit attributable to		
Owners of parent	35,457	53,669
Non-controlling interests	(82)	(93)
Profit	35,374	53,576

Note: Previous fiscal year data is provided for reference (not included in the scope of the audit).