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Securities Code: 7775

May 30, 2025

Start date of measures for electronic provision: May 28, 2025

To Our Shareholders:

Keiichi Yamada
Representative Director and President
DAIKEN MEDICAL CO., LTD.
2-6-2 Ayumino, Izumi-shi, Osaka, Japan

NOTICE OF THE 57TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to notify you that the 57th Annual General Meeting of Shareholders of DAIKEN MEDICAL CO., LTD. (the “Company”) will be held as follows.

When convening this general meeting of shareholders, 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 each of the following websites. Please access any of these websites to review the information.

The Company’s website:

<https://daiken-iki.co.jp/ir/soukai/>

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7775/teiji/> (in Japanese)

Tokyo Stock Exchange website (Listed Company Search):

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

(Access the TSE website by using the link shown above, enter “Daiken Medical” in “Issue name (company name)” or the Company’s securities code “7775” 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 not attending the meeting, you may exercise your voting rights by any of the methods listed below. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

[Exercise of voting rights via the Internet]

Please access the Company’s designated website for the exercise of voting rights (<https://evote.tr.mufg.jp/>), and follow the guide on the screen to enter your vote of approval or disapproval for each proposal by 5:30 p.m. on Wednesday, June 18, 2025 (JST).

[Exercise of voting rights in writing]

Please indicate your vote of approval or disapproval for each proposal on the voting form, and return it by mail so that it reaches us by 5:30 p.m. on Wednesday, June 18, 2025 (JST).

- 1. Date and Time:** Thursday, June 19, 2025 at 10:00 a.m. (JST)
- 2. Venue:** Kiri Ballroom, 2nd Floor, RIHGA Royal Hotel Osaka
5-3-68 Nakanoshima, Kita-ku, Osaka-shi, Osaka, Japan
(Please take careful note that the venue is a different ballroom within the same hotel as the previous year's meeting.)
- 3. Objective**
- Items to be reported:** 57th term (from April 1, 2024 to March 31, 2025)
Reporting the Contents of Business Report and Financial Statements
- Items to be resolved:**
- Proposal No. 1** Amendments to the Articles of Incorporation
- Proposal No. 2** Election of Four Directors
- Proposal No. 3** Revision of Amount of Remuneration for Directors and Audit & Supervisory Board Members

- When attending the meeting, please submit the voting form at the reception desk.
- When exercising your voting rights in writing (by mail), any proposal on the voting form with the vote for or against left unmarked will be regarded as a vote for the proposal.
- If you exercise your voting rights redundantly via the Internet, etc. and in writing, the voting rights exercised via the Internet, etc. shall be treated as valid.
- If you exercise your voting rights more than once via the Internet, etc., the Company will regard the content of the last exercise as valid.
- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the websites.
- The Company will send documentation containing the items subject to measures for electronic provision to all shareholders, regardless of whether they requested paper-based documents for the General Meeting of Shareholders. Among items subject to measures for electronic provision, the following items will not be provided in the paper-based documents sent, in accordance with laws and regulations and Article 14 of the Articles of Incorporation of the Company.
 - (1) "Company System and Policy" in the Business Report
 - (2) "Statement of Changes in Shareholders' Equity" and "Notes to Financial Statements" in the Financial StatementsThe Business Report and Financial Statements contained in the paper-based documents are part of the documents audited by the Accounting Auditor when preparing accounting audit reports and the Audit & Supervisory Board when preparing audit reports.
- Please note that the results of the resolution will be posted on our website instead of sending a written notice of resolution.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Amendments to the Articles of Incorporation

1. Reason for amendments to the Articles of Incorporation

The maximum number of Directors as stipulated in Article 17 of the current Articles of Incorporation is to be changed from seven to ten in order to allow an increase in the number of Directors for the purpose of strengthening the corporate governance system as well as to prepare for future promotion of business development and enhancement of the management base.

2. Details of the amendments

Details of the amendments are as follows.

(Amendments are underlined.)

Current Articles of Incorporation	Proposed amendments
Chapter 4 Directors and the Board of Directors (Number of Directors) Article 17 The Company shall have no more than <u>seven</u> Directors.	Chapter 4 Directors and the Board of Directors (Number of Directors) Article 17 The Company shall have no more than <u>10</u> Directors.

Proposal No. 2 Election of Four Directors

The terms of office of all of the four Directors will expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of four Directors including two Outside Directors.

The candidates for Directors are as follows:

Candidate No.	Name		Position and responsibility in the Company and significant concurrent positions outside the Company, etc.
1	Keiichi Yamada	Reelection	Representative Director and President, Director of the R&D Center
2	Masayuki Yamada	Reelection	Director and Vice President, Chief of Headquarters Business Administration Division
3	Hiroshi Daikuya	Reelection Outside Independent	Outside Director President of Atstream Corporation Outside Auditor of ASANUMA CORPORATION Managing Partner of Atstream Partners LLC
4	Yoshimi Inagaki	Reelection Outside Independent	Outside Director Specially Appointed Professor, Nippon Medical School (Department of Anesthesiology/Pain Clinic)

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	Keiichi Yamada (February 15, 1958) Reelection	July 1982	Joined the Company as Director	5,462,120
		Apr. 1989	Managing Director	
		Apr. 1997	Senior Managing Director	
		Mar. 2004	Representative Director and President	
		Oct. 2016	Director (in charge of Research)	
		Apr. 2017	Director, Executive Officer, and General Manager of the Development Department I	
		Jan. 2019	Representative Director and President (in charge of the Technology Division)	
		Apr. 2021	Representative Director and President, and General Manager of the Technology Division and General Manager of the Administration Division	
		Apr. 2023	Representative Director and President, and General Manager of the New Business Division	
		Apr. 2025	Representative Director and President, Director of the R&D Center (current position)	
Number of years in office as a Director (at the conclusion of this meeting)		43 years		
Attendance at Board of Directors meetings for the fiscal year 2024		13/13 meetings		
Reasons for nomination as candidate for Director Keiichi Yamada has extensive business knowledge and experience in research and development and overall management. He has been involved in all aspects of corporate management as a Representative Director since 2004, and has demonstrated leadership in the Company's research and development after assuming that post. As he has been appropriately performing his duties in all aspects of management as the Representative Director and President again since January 2019, the Company believes that he is qualified to serve as a Director of the Company.				
Special interests There is no special interest between the candidate and the Company.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
2	Masayuki Yamada (January 6, 1960) Reelection	July 1982	Joined the Company as Director	3,129,720
		Apr. 1989	Managing Director	
		June 2010	Senior Managing Director	
		Oct. 2016	Director (in charge of Development)	
		Apr. 2017	Director, Executive Officer, and General Manager of the Development Department II	
		Jan. 2019	Director and Vice President (in charge of the Administration Division)	
		Apr. 2019	Director and Vice President, and General Manager of the Sales Division and General Manager of the Administration Division	
		Apr. 2021	Director and Vice President, and General Manager of the Sales Division	
		Apr. 2024	Director and Vice President (supervising Corporate Management)	
		Apr. 2025	Director and Vice President, Chief of Headquarters Business Administration Division (current position)	
Number of years in office as a Director (at the conclusion of this meeting)		43 years		
Attendance at Board of Directors meetings for the fiscal year 2024		13/13 meetings		
Reasons for nomination as candidate for Director Masayuki Yamada has served as General Manager of the Sales Division and General Manager of the Product Planning Department since joining the Company, and has a wide range of abundant business knowledge and experience. He is currently performing his duties appropriately as Director and Vice President (Chief of Headquarters Business Administration Division). Therefore, the Company believes that he is qualified to serve as a Director of the Company.				
Special interests There is no special interest between the candidate and the Company.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Hiroshi Daikuya (July 15, 1968) Reelection Outside Independent	Apr. 1991	Joined Arthur Andersen Certified Public Accountant Joint Office (currently KPMG AZSA LLC)	5,000
		Mar. 1994	Registered as a certified public accountant	
		Apr. 1996	Transferred to Asahi Arthur Andersen Limited (currently PwC Consulting LLC)	
		July 2001	Participated in the establishment of Atstream Consulting Corporation (currently Atstream Corporation) as Director	
		June 2006	Outside Audit & Supervisory Board Member of the Company	
		Oct. 2010	Outside Corporate Auditor of MIRAIT Holdings Corporation (currently MIRAIT ONE Corporation)	
3	Hiroshi Daikuya (July 15, 1968) Reelection Outside Independent	July 2013	President of Atstream Corporation (current position)	5,000
		June 2016	Outside Director of the Company (current position)	
		June 2022	Outside Auditor of ASANUMA CORPORATION (current position)	
		July 2022	Managing Partner of Atstream Partners LLC (current position)	
		Number of years in office as a Director (at the conclusion of this meeting)		9 years
		Attendance at Board of Directors meetings for the fiscal year 2024		13/13 meetings
3	Hiroshi Daikuya (July 15, 1968) Reelection Outside Independent	Reasons for nomination as candidate for Outside Director and expected roles Hiroshi Daikuya has served as an Outside Audit & Supervisory Board Member of the Company for 10 years from 2006, in addition to his professional knowledge as a certified public accountant, and is familiar with the Company's management situation. Therefore, the Company expects him to supervise the execution of duties by Directors and provide advice, etc. on overall management. There is no business relationship between the Company and the entity for which Mr. Daikuya concurrently serves as an officer.		
		Special interests There is no special interest between the candidate and the Company.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
4	Yoshimi Inagaki (October 27, 1956) Reelection Outside Independent	Feb. 2001 Assistant Professor, Faculty of Medicine, Tottori University (Department of Anesthesia and Resuscitation) Dec. 2005 Professor, Faculty of Medicine, Tottori University (Department of Anesthesiology and Critical Care Medicine) Apr. 2008 General Manager, Operating Rooms, Tottori University Hospital Apr. 2009 Vice Director, Tottori University Hospital Apr. 2016 Director of Medical Engineering Center and Manager of Medical Equipment Safety Management, Tottori University Hospital Apr. 2021 Professor, School of Medicine, International University of Health and Welfare (Department of Anesthesiology and Intensive Care Medicine) June 2021 Outside Director of the Company (current position) Apr. 2022 Manager of Medical Equipment Safety Management, IUHW Narita Hospital Apr. 2023 General Manager of Department of Anesthesiology and Intensive Care, IUHW Narita Hospital May 2024 Specially Appointed Professor, Nippon Medical School (Department of Anesthesiology/Pain Clinic) (current position)	0
Number of years in office as a Director (at the conclusion of this meeting)		4 years	
Attendance at Board of Directors meetings for the fiscal year 2024		13/13 meetings	
Reasons for nomination as candidate for Outside Director and expected roles Yoshimi Inagaki has professional knowledge as a physician and detailed insight into the status of use of the Company's products in hospitals. Therefore, the Company expects him to supervise the execution of duties by Directors and provide advice, etc. on product strategies based on trends in the medical field. There is no significant transaction between the Company and the university where he currently serves as a professor.			
Special interests There is no special interest between the candidate and the Company.			

- Notes:
1. Hiroshi Daikuya is a candidate for Outside Director. Furthermore, he has been designated as an independent officer as provided for by Tokyo Stock Exchange, Inc. and has been notified to the Exchange. If he is elected as proposed, he will continue to be an independent officer.
 2. Yoshimi Inagaki is a candidate for Outside Director. Furthermore, he has been designated as an independent officer as provided for by Tokyo Stock Exchange, Inc. and has been notified to the Exchange. If he is elected as proposed, he will continue to be an independent officer.
 3. The Company has entered into a liability insurance contract for officers, etc. with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act, and the insurance contract covers damages such as the costs of disputes and compensation for damages incurred by the insured due to company lawsuits, third-party lawsuits, shareholder derivative lawsuits, etc. The candidates will be included in the insured under the insurance contract. Furthermore, the Company plans to renew the insurance contract with the same terms at the next renewal.

(Reference) Skill matrix of candidates for Director

Knowledge and experience, etc. possessed by the candidates for Director discussed in Proposal No. 2 are as follows:

Knowledge, experience, capability, expertise, and strategic skills	Keiichi Yamada Representative Director and President	Masayuki Yamada Director and Vice President	Hiroshi Daikuya Outside Director	Yoshimi Inagaki Outside Director
Corporate management	●	●	●	
Technology and research & development	●			●
Corporate finance			●	
Legal affairs and risk management	●	●	●	
Global	●	●		●
Industrial knowledge	●	●		●
Clinical experience	●			●
Sustainability	●	●	●	
Challenge	●	●	●	
For Patients	●	●		●

Proposal No. 3 Revision of Amount of Remuneration for Directors and Audit & Supervisory Board Members

At the 43rd Annual General Meeting of Shareholders held on June 24, 2011, the maximum amount of remuneration for Directors was approved as 340 million yen per year (including 10 million yen per year for Outside Directors), and the maximum amount of remuneration for Audit & Supervisory Board Members was approved as 3 million yen per month at the 34th Annual General Meeting of Shareholders held on June 20, 2002. These are the current approved remuneration amounts.

In light of the increasing responsibilities and expected roles of Directors and Audit & Supervisory Board Members in strengthening the corporate governance system with a view to promoting future business development, and from the viewpoint of securing appropriate human resources in a stable manner and enhancing them flexibly according to circumstances, the Company proposes to revise the maximum amounts of remuneration for Directors and Audit & Supervisory Board Members to 400 million yen per year (including 50 million yen per year for Outside Directors) and 40 million yen per year, respectively. In addition, the amount of remuneration for Directors shall not include employees' salaries and bonuses for Directors who concurrently serve as employees, as has been the case in the past. The contents of this proposal have been discussed and reported by the Nomination and Remuneration Committee, which is chaired by an independent Outside Director, and we believe that these contents are appropriate.

The current number of Directors is four (including two Outside Directors), and even if Proposal No. 2 is approved as proposed, the number of Directors will remain unchanged. In addition, there are currently three Audit & Supervisory Board Members (including two Outside Audit & Supervisory Board Members).