

Securities Identification Code: 8086

June 5, 2025

**NIPRO CORPORATION**

3-26, Senriokashinmachi, Settsu, Osaka Prefecture  
Yoshihiko Sano, President and Representative Director

**Notice of the 72nd Annual General Meeting of Shareholders**

**Dear Shareholders,**

You are cordially invited to attend the 72nd Annual General Meeting of Shareholders of NIPRO CORPORATION (the "Company"). The meeting will be held for the purposes described below.

In convening this General Meeting of Shareholders, as the Company has taken measures to provide the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters for electronic provision) electronically and posted them on each of the following websites on the Internet, please kindly visit any of the below websites and confirm the details.

[the Company website]

<https://www.nipro.co.jp/en/ir/stock/meeting.html>

[Website for the materials for the general meeting of shareholders]

<https://d.sokai.jp/8086/teiji/> (Japanese text only)

[Tokyo Stock Exchange website (TSE listed company information service)]

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

If you are unable to attend the meeting, please review the Reference Documents for the General Meeting of Shareholders as described below and exercise your voting rights via the Internet in accordance with the instructions on page 3, "Guidance on the Exercise of Voting Rights via the Internet", or in writing (by mail) by 5:00 p.m. on Wednesday, June 25, 2025.

In addition, please be kindly advised that this general meeting will be simultaneously live-streamed on the Internet. For further details, please refer to the enclosed "Information on the 72nd Ordinary General Meeting of Shareholders". (Please note that you will not be able to participate in the resolutions via the live streaming.)

- 1. Date and Time:** 10:00 a.m. on Thursday, June 26, 2025 (Reception start time: 9:00 a.m.)
- 2. Place of meeting:** NIPRO HEAD OFFICE HALL  
3-26, Senriokashinmachi, Settsu, Osaka Prefecture, JAPAN
- 3. Meeting Agenda**
  - <Reports>**
    1. Business report, consolidated financial statements, and report by the Accounting Auditor and Audit & Supervisory Board on the Company consolidated financial statements for fiscal 2024 (the 72nd business year of the Company) from April 1, 2024 to March 31, 2025
    2. Report of financial statements for fiscal 2024 (the 72nd business year of the Company) from April 1, 2024 to March 31, 2025
  - <Resolutions>**
    - Proposal No. 1** Appropriation of Surplus
    - Proposal No. 2** Partial Amendments to the Articles of Incorporation
    - Proposal No. 3** Election of Eighteen (18) Directors
    - Proposal No. 4** Election of One (1) Audit & Supervisory Board Member
    - Proposal No. 5** Revision of Remuneration Amount for Audit & Supervisory Board Members
    - Proposal No. 6** Election of One (1) Substitute Audit & Supervisory Board Member
- 4. Decisions upon convocation (Guidance on the exercise of voting rights)**
  1. If there is no indication of approval or disapproval of a proposal on the voting form when voting rights are exercised in writing (by mail), it shall be deemed that the approval of the proposal has been indicated.
  2. If you exercise your voting rights via the internet or in writing, the online vote will be counted as the valid vote.
  3. If you exercise your voting rights multiple times via the internet, the last online vote will be deemed to be the valid exercise of your voting rights.
  4. If a person who has exercised his/her voting rights in advance via the internet or in writing (by mail) attends the General Meeting of Shareholders, such prior exercise of voting rights shall be deemed to have been withdrawn.
  5. Please refer to page 3 for details on exercising voting rights.
  - When attending the meeting, please bring the enclosed Voting Rights Exercise Form and submit it at the reception desk.
  - Shareholders who have made a request for delivery of the document will also receive a document stating the matters to be provided electronically although such a document will exclude the matters listed below in accordance with laws and regulations and the Articles of Incorporation of the Company.
    - (i) summary of the system to ensure the appropriateness of business operations in the business report and the operation status of the system
    - (ii) consolidated statement of changes in equity in consolidated financial statements
    - (iii) notes to consolidated financial statements
    - (iv) non-consolidated statement of changes in equity in non-consolidated financial statements
    - (v) notes to non-consolidated financial statementsTherefore, the business report, consolidated financial statements and non-consolidated financial statements included in this document are a part of the subject documents that were audited by the Accounting Auditor in preparing the Accounting Audit Report and by the Audit & Supervisory Board Members in preparing their audit report.
  - In the event of any change in matters for electronic provision, the changes will be posted on each website on the Internet listed on page 1, together with the items before and after the change.

## Guidance on the Exercise of Voting Rights via the Internet

### **Procedures to vote by entering your voting rights exercise code and password**

<https://soukai.mizuho-tb.co.jp/>

- (i) Please visit the website at <https://soukai.mizuho-tb.co.jp/>
- (ii) Please enter the "voting rights exercise code" provided on the voting rights exercise form.
- (iii) Please enter the "password" provided on the voting rights exercise form.
- (iv) After completing the above procedures, please exercise your voting rights in accordance with the instructions on the screen.

### **Procedure to vote by scanning the QR code**

You may also access to website for the exercise of your voting rights without entering the voting rights exercise code and the password.

- (i) Scan the QR code shown on the voting rights exercise form.  
(\*The QR code is the registered trademark of Denso Wave Incorporated)
- (ii) Please exercise your voting rights by the following instructions on the screen.  
You may exercise your voting rights via QR code only once. If you wish to change your vote, please access to the website for PC and enter the "voting rights exercise code" and the "password" provided on the voting rights exercise form in order to re-exercise your voting rights. (\*If you re-scan the QR code, you will move to the website for PC.)

If there is anything unclear about how to operate your PC or other devices regarding the exercise of your voting rights, please contact the followings.

Mizuho Trust & Banking Stock Transfer Agency Department Internet help dial: 0120-768-524  
(Reception hours: 9:00-21:00, excluding New Year holidays)

For Institutional investors,

"Electronic Voting Platform for Institutional Investors" operated by ICJ Co., Ltd is also available for Institutional Investors.

## Reference Documents for the General Meeting of Shareholders

### Matters to be resolved and relevant information

#### Proposal No. 1 Appropriation of Surplus

The Company has a business policy that emphasizes distribution of profit to shareholders. The Company endeavors, from a long-range perspective, to strengthen the structure of the development, production and sales departments, with the aim of improving the profitability of its businesses. At the same time, the Company employs a rational profit distribution system, under which profit is distributed on the basis of the operational results for the year.

At this term, we take into consideration the balance of surplus and inside reservation fund with checking the future's business development and our fund's demand on the basis of the above-mentioned policy, and thus we propose year-end dividends as follows:

#### Year-end dividends

(1) Type of dividend property: Cash

(2) Allotment of dividend property to shareholders, and total amount:

13.00 JPY per common share of the Company stock

Total amount: 2,128,038,562 JPY

Combined with the interim dividends of 12.00 JPY per share already paid, the annual dividend for the year ended March 31, 2025 will be 25.00 JPY per share.

(3) Effective date of dividends of surplus: June 27, 2025

## Proposal No. 2: Partial Amendments to the Articles of Incorporation

### 1. Reasons for the proposal

#### (1) Review of the Board of Directors' operations

We would like to change Article 22 (Convocation of the Meeting of the Board of Directors), Paragraph 1 of the current Articles of Incorporation, in order to allow for flexibility and agility in the operation of the Board of Directors.

#### (2) Review of Directors with specific titles

In order to strengthen corporate governance and improve management efficiency, as well as to further clarify the authority and responsibility of Directors, we would like to change Article 24 (Representative Directors and Directors with specific Titles), Paragraph 2 of the current Articles of Incorporation.

#### (3) Review of the number of Audit & Supervisory Board members

In order to strengthen our corporate governance system, we would like to increase the number of Audit & Supervisory Board members stipulated in Article 28 (Number of Audit & Supervisory Board members) of the current Articles of Incorporation by two (2) and change the number from not more than four (4) to not more than six (6).

#### (4) Review of the decision-making authority for appropriation of surplus

In order to implement a flexible capital and dividend policy, we would like to partially amend the contents of Article 38 (Dividends of surplus) of the current Articles of Incorporation to allow the Board of Directors to make a resolution on dividends of surplus and other relevant matters, pursuant to Article 459, Paragraph 1 of the Companies Act.

### 2. Details of the amendments

Details of the amendments are as follows: (Underlined parts indicate amendments.)

Current Articles of Incorporation	Proposed Amendments
(Convocation of the Meeting of the Board of Directors)  Article 22. Unless otherwise provided for by laws and ordinances, <u>the President</u> shall convene meetings of the Board of Directors and act as the chairman thereat. Should <u>the President</u> be unable to act due to any accident or inconvenience, one of the other	(Convocation of the Meeting of the Board of Directors)  Article 22. Unless otherwise provided for by laws and ordinances, the <u>Representative Director</u> shall convene meetings of the Board of Directors and act as the chairman thereat. Should the <u>Representative Director</u> be unable to act due to any accident or inconvenience,

<p>Directors, in the order determined in advance by a resolution of the Board of Directors, shall act in their place.</p> <p>2. The convocation notice of a Board of Directors meeting shall be dispatched to each Director and each Audit &amp; Supervisory Board member at least three (3) days prior to the date of the meeting thereof. However, this period may be shortened in case of urgency.</p> <p>3. With the consent of all Directors and Audit &amp; Supervisory Board members, a Board of Directors meeting may be held without the convening procedures hereof.</p> <p>(Representative Directors and Directors with specific Titles)</p> <p>Article 24. The Board of Directors shall appoint Representative Director(s) by its resolution.</p> <p>2. The Board of Directors may appoint, by its resolution, <u>one President, and one or more Senior Managing Directors and Managing Directors.</u></p> <p>(Number of Audit &amp; Supervisory Board Members)</p> <p>Article 28 The Company shall have not more than <u>4</u> Audit &amp; Supervisory Board members.</p>	<p>one of the other Directors, in the order determined in advance by a resolution of the Board of Directors, shall act in their place.</p> <p>2. (Same as the current version)</p> <p>3. (Same as the current version)</p> <p>(Representative Directors and Directors with specific Titles)</p> <p>Article 24. (Same as the current version)</p> <p>2. The Board of Directors may appoint <u>from among the members of the Board of Directors</u> by its resolution, <u>such a number of Chairpersons, Presidents, Vice Presidents, Senior Managing Directors, Managing Directors, and other Directors with specific titles as may be necessary.</u></p> <p>(Number of Audit &amp; Supervisory Board Members)</p> <p>Article 28. The Company shall have not more than <u>6</u> Audit &amp; Supervisory Board members.</p>
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<p>(Dividends of surplus)</p> <p>Article 38. <u>Dividends of the Company shall be paid to the registered Shareholders or registered pledgees on shares, registered or recorded on the final Registry of Shareholders as of March 31 of each year.</u></p>	<p>(Dividends of Surplus <u>and Other Relevant Matters</u>)</p> <p>Article 38. <u>Pursuant to Article 459 of the Companies Act, the Company may, by a resolution of the Board of Directors, pay dividends from surplus and make other appropriations of surplus.</u></p>
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### **Proposal No. 3: Election of Eighteen (18) Directors**

The terms of office of the all (18) directors will expire, and five (5) directors, Mr. Kiyotaka Yoshioka, Mr. Toshiaki Masuda, Mr. Kyoetsu Kobayashi, Mr. Kazuhiko Sano and Mr. Toyoshi Yoshida will retire from their positions upon that expiration at the conclusion of this Annual General Meeting of Shareholders.

Therefore, the Company proposes the election of eighteen (18) directors, including five (5) new directors.

The candidates of directors are as follows:

If this proposal is approved and each candidate assumes office as a director, the ratio of outside directors to all directors will remain one-third.

Name (Date of birth)		Career Summary, Positions, Responsibilities and Significant Concurrent Positions	Number of Shares of the Company Held
1	Yoshihiko Sano (January 16, 1945)  <div>Reappointment</div>	Nov. 1975      Joined the Company Feb. 1993      Director and Deputy Executive General Manager of Marketing Division of the Company Jun. 2000      Director and Executive General Manager of Marketing Division of the Company Jun. 2000      Director of the Company Apr. 2001      Director and Deputy Division Manager of Domestic Division of the Company Jun. 2006      Managing Director and Division Manager of Domestic Division of the Company May. 2012      President and Representative Director and Division Manager of Domestic Division of the Company Jun. 2012      President and Representative Director and Division Manager of Material Division of the Company Oct. 2012      President and Representative Director of the Company (Incumbent) Jun. 2025      Chairperson and Representative Director of the Company (Scheduled)  ●The reason to be a candidate for directors He was appointed to President and Representative Director of our company in May 2012 through the wealthy experience in the fields of technical sales and marketing of medical equipment. Since then, he has consistently promoted the global expansion of our business and led the improvement of the quality of our products to enhance our brand image and lead the expansion of our group's business performance. As it is expected that his experience and contribution to business performance will continue to contribute to the decision-making of the Company's Board of Directors, as well as to the global expansion of the Company's business and the improvement of its corporate value, he is nominated to be a candidate for directors.	116,342 Shares



2	Tsuyoshi Yamazaki (March 30, 1968) <div>Reappointment</div>	Apr. 1991	Joined the Company	18,577 Shares
		Feb. 2009	Deputy General Manager of NIPRO Brand Sales of Global Business Division of the Company	
		Jun. 2009	Director and General Manager of NIPRO Brand Sales of Global Business Division of the Company	
		Apr. 2012	Director and General Manager of Global Marketing Department of Global Business Division of the Company	
		Jan. 2014	Director and General Manager of Global Strategy Department of Global Business Division of the Company	
		Jul. 2014	Director and Division Manager of MP Glass Division of the Company	
		Jan. 2015	Director and Division Manager of MP Glass Division, General Manager of Global Strategy Office of the Company	
		Apr. 2016	Director and Division Manager of PharmaPackaging Division, General Manager of Global Strategy Office of the Company	
		Apr. 2018	President and Representative Director of Nipro Europe Group Companies N.V.	
		Jun. 2018	Managing Director and Division Manager of PharmaPackaging Division, General Manager of Global Strategy Office of the Company	
		Apr. 2020	Managing Director and Division Manager of PharmaPackaging Division of the Company	
		Jun. 2020	Managing Director and Division Manager of Global Business Division, Executive General Manager of Global Strategy Headquarters, Managing Director in charge of PharmaPackaging Division of the Company	
		May. 2021	Managing Director and Division Manager of Global Business Division, Managing Director in charge of PharmaPackaging Division of the Company	
		Jul. 2023	Senior Managing Director and Division Manager of Global Business Division of Global Business Management, Senior Managing Director in charge of PharmaPackaging Division of the Company (Incumbent)	
		Jun. 2025	President and Representative Director of the Company (Scheduled)	
●The reason to be a candidate for directors				
He has been involved in our management in light of the wealth of business experience, etc. in the international sales of medical equipment and				

		<p>container areas. He also contributes to promotion of business expansion and globalization of our company. As such a wealth of experience and knowledge will continue to contribute to our management in the future, he is nominated to be a candidate for directors.</p>	
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3	Takehito Yogo (October 28, 1968) <div>Reappointment</div>	Oct. 1996	Joined Ota-Showa Audit firm(present: Ernst & Young Shin Nihon LLC)	7,789 Shares
		Apr. 2000	Certified Public Accountants registration	
		Mar. 2004	General Manager of Internal Audit office of Goodman Co., Ltd.	
		Nov. 2004	General Manager of Management Planning office of the same company	
		Feb. 2005	Executive Officer and General Manager of Management Planning office of the same company	
		Sep. 2006	Director and Executive General Manager of Management Division of the same company	
		Jan. 2009	Director and Executive General Manager of Management Headquarters and Production Headquarters of the same company	
		Oct. 2009	President and Representative Director of the same company	
		Jun. 2015	Director and Deputy Executive General Manager of Corporate Planning Headquarters, General Manager of Corporate Planning Division of the Company	
		Feb. 2016	Director and Executive General Manager of Corporate Planning Headquarters, General Manager of Corporate Planning Division of the Company	
		Jun. 2018	Managing Director and Executive General Manager of Corporate Planning Headquarters, General Manager of Corporate Planning Division of the Company	
		Apr. 2020	Managing Director and Executive General Manager of Corporate Planning Headquarters of the Company	
		Jul. 2023	Senior Managing Director and Executive General Manager of Corporate Planning Headquarters of Financial Planning of the Company	
		Nov. 2023	Senior Managing Director and Executive General Manager of Corporate Planning Headquarters of Administrative Control of the Company (Incumbent)	
		●The reason to be a candidate for directors He has been involved in our management in light of the wealth of business experience in the vascular business and of experience as a certified public accountant. He also contributes to promotion of business expansion and globalization of our company. As such a wealth of experience and knowledge will continue to contribute to our management in the future, he is nominated to be a candidate for directors.		

4	Kimihiro Minoura (October 12, 1972)  Reappointment	Apr. 1995	Joined the Company	30,813 Shares
		Apr. 2005	Manager of Accounting & Corporate Planning Department of the Company	
		Jun. 2009	Director and General Manager of Corporate Planning & Coordination Department of the Company	
		Jul. 2014	Director and Executive General Manager of Corporate Planning Headquarters, General Manager of Corporate Planning Division of the Company	
		Jun. 2015	Director and Executive General Manager of Corporate Planning Headquarters, Executive General Manager of Product Planning Headquarters of Planning & Development Technical Business Department of the Company	
		Feb. 2016	Director and Executive General Manager of Product Planning Headquarters of Planning & Development Technical Business Department of the Company	
		Apr. 2017	Director and Executive General Manager of New Business Development Division of the Company	
		Apr. 2018	Director and Division Manager of Cell products Division, Executive General Manager of New Business Development Division of the Company	
		Jun. 2018	Managing Director and Division Manager of Cell products Division, Executive General Manager of New Business Development Division of the Company	
		Aug. 2018	Managing Director and Division Manager of Division of Regenerative and Advanced Therapy, Executive General Manager of New Business Development Division of the Company	
		Sep. 2022	Managing Director and Division Manager of Division of Regenerative and Advanced Therapy, Executive General Manager of Business Promotion Department, Executive General Manager of New Business Development Division of the Company	
		Apr. 2024	Managing Director and Division Manager of Division of Regenerative and Advanced Therapy, Executive General Manager of Business Promotion Department, Executive General Manager of Business Administration Headquarters, Executive General Manager of New Business Development Division of the Company (Incumbent)	

		<p>●The reason to be a candidate for directors</p> <p>He has been involved in our management not only in light of the wealth of business experience, etc. in the international accounting and finance areas but in product planning areas. He also makes progress in the performance of the medical equipment and plays an important role in our management. As such a wealth of experience and knowledge will continue to contribute to our management in the future, he is nominated to be a candidate for directors.</p>	
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5	Kenichi Nishida (January 13, 1970)  Reappointment	Apr. 1994	Joined the Company	6,402 Shares
		Apr. 2007	Manager of Research Planning Office of Pharmaceutical Research Laboratories of Manufacturing Development Division of the Company	
		Aug. 2007	Manager of Research Planning Section of Pharmaceutical Research Laboratories of Manufacturing Development Division of the Company	
		Jun. 2010	Director and General Manager of Research Planning Section of Pharmaceutical Research Laboratories of Manufacturing Development Division of the Company	
		Nov. 2010	Director and General Manager of Research Planning Section of Pharmaceutical Research Laboratories of the Company	
		Oct. 2012	Director and General Manager of Pharmaceutical Development Promotion Department of Pharmaceutical Division of the Company	
		Jun. 2017	President and Representative Director of Nipro Pharma Corporation (Incumbent)	
		Apr. 2018	Director and Division Manager of Pharmaceutical Division, General Manager of Pharmaceutical Development Promotion Department of the Company	
		Jun. 2018	Managing Director and Division Manager of Pharmaceutical Division, General Manager of Pharmaceutical Development Promotion Department of the Company	
		Apr. 2021	Managing Director and Division Manager of Pharmaceutical Division of the Company	
		Oct. 2021	Managing Director and Division Manager of Pharmaceutical Division, General Manager of Research Planning Section of Pharmaceutical Research Laboratories of the Company	
		Jul. 2023	Managing Director and Division Manager of Pharmaceutical Division, Executive General Manager of Pharmaceutical Manufacturing & Administration Division, General Manager of Research Planning Section of Pharmaceutical Research Laboratories of the Company	
		Oct. 2023	Managing Director and Division Manager of Pharmaceutical Division, Executive General Manager of Pharmaceutical Manufacturing & Administration Division of the Company (Incumbent)	

		<p>(Significant Concurrent Position)</p> <p>President and Representative Director of Nipro Pharma Corporation</p> <ul style="list-style-type: none"> <li>●The reason to be a candidate for directors</li> </ul> <p>He has been involved in our management in light of the wealth of business experience, etc. in the research and the promotion of planning and development of pharmaceutical products. He also contributes to promotion of business expansion and globalization of our company. As such a wealth of experience and knowledge will continue to contribute to our management in the future, he is nominated to be a candidate for directors.</p>	
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6	<p>Yasushi Ohyama (December 14, 1962)</p> <p>Reappointment</p>	Mar. 2003	Joined the Company	21,054 Shares
		Apr. 2009	Deputy General Manager of Vascular Product Development and Sales Department of Product Sales and Development Headquarters of Domestic Division of the Company	
		Apr. 2011	General Manager of Vascular Product Development and Sales Department of Product Sales and Development Headquarters of Domestic Division of the Company	
		Feb. 2013	General Manager of Vascular Business Unit Department of Domestic Division of the Company	
		Jun. 2013	Director and General Manager of Vascular Business Unit Department of Domestic Division of the Company	
		Oct. 2014	Director and General Manager of Vascular Business Unit Department of Planning & Development Technical Business Department of the Company	
		Apr. 2015	Director and Division Manager of Vascular Division of the Company	
		Jun. 2015	President and Representative Director of Goodman Co., Ltd.	
		Apr. 2018	Director and Division Manager of Vascular Division, Executive General Manager of Vascular Product Sales and Development Headquarters of the Company	
		Jun. 2018	Managing Director and Division Manager of Vascular Division, Executive General Manager of Vascular Product Sales and Development Headquarters of the Company	
		Apr. 2024	Managing Director and Division Manager of Vascular Division (Incumbent)	
		<p>●The reason to be a candidate for directors</p> <p>He has been involved in our management in light of the wealth of business experience, etc. in the vascular business. He also contributes to promotion of business expansion and globalization of our company. As such a wealth of experience and knowledge will continue to contribute to our management in the future, he is nominated to be a candidate for directors.</p>		



7	<p>Hideto Nakamura (April 1, 1958)</p> <p>Reappointment</p>	<p>Apr. 1980      Joined the Company</p> <p>Apr. 2008      Deputy General Manager of Human Resources / General Affairs Division of the Company</p> <p>Jun. 2009      Director and General Manager of Human Resources / General Affairs Division of the Company</p> <p>Jul. 2014      Director and Executive General Manager of General Affairs &amp; Human Resources Department, General Manager of Human Resources Department of the Company</p> <p>Apr. 2020      Director and Executive General Manager of General Affairs &amp; Human Resources Department of the Company</p> <p>Aug. 2021      Director and Executive General Manager of General Affairs &amp; Human Resources Department, Executive General Manager of Governance Supervisory Department of the Company (Incumbent)</p> <p>●The reason to be a candidate for directors</p> <p>He has been involved in our management in light of the wealth of business experience, etc. in the human resources and general affairs areas. He also contributes to promotion of business expansion and globalization of our company. As such a wealth of experience and knowledge will continue to contribute to our management in the future, he is nominated to be a candidate for directors.</p>	26,038 Shares
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8	Goichi Miyazumi (February 17, 1969) <div>New</div>	Apr. 1992	Joined the Company	15,480 Shares
		Apr. 2011	President and Representative Director of Nipro Medical Corporation	
		Apr. 2014	Deputy General Manager of NIPRO Brand Sales of Global Business Division of the Company	
		Apr. 2018	General Manager of Global Strategy Department of Global Business Division of the Company	
		Jun. 2018	Director and Deputy Division Manager of Global Business Division of the Company	
		Oct. 2020	Director and Deputy Division Manager of Global Business Division, Executive General Manager of Global Administration Headquarters of the Company	
		Jun. 2022	Senior Executive Officer and Deputy Division Manager of Global Business Division, Executive General Manager of Global Administration Headquarters of the Company	
		Apr. 2023	Senior Executive Officer and Deputy Division Manager of Global Business Division of the Company	
		Apr. 2024	Senior Executive Officer and Deputy Division Manager of Global Business Division, Executive General Manager of Sales Headquarters of the Company	
		May 2025	Senior Executive Officer and Deputy Division Manager of Global Business Division of the Company (Incumbent)	
●The reason to be a candidate for directors He has contributed to promotion of business expansion and globalization of the Company in light of his wealth of business experience, etc. in the sales field of the Company's medical-related business in the U.S. From 2018 to 2022, he served as a director, appropriately fulfilling his supervisory role over important management decision-making and business execution. As such a wealth of experience and knowledge will contribute to our management in the future, he has been nominated to be a candidate for director in the hope that he will contribute to improving our corporate value.				

9	<p>Kaname Sadahiro (February 14, 1965)</p> <p>New</p>	Apr. 1988	Joined the Company	6,501 Shares
		Apr. 2012	Deputy General Manager of Products Development and Sales Department II of Product Development and Sales Headquarters of Domestic Division of the Company	
		Apr. 2016	General Manager of Products Development and Sales Department II of Domestic Product Development and Sales Headquarters of Planning & Development Technical Business Department of the Company	
		Apr. 2017	General Manager of Dialysis & Blood Purification Product Development and Technical Sales Department of Domestic Product Development and Sales Headquarters of Planning & Development Technical Business Department of the Company	
		Apr. 2018	Executive General Manager of Global Product Development & Sales Headquarters of Planning & Development Technical Business Department, General Manager of Dialysis & Blood Purification Product Development and Technical Sales Department of the Company	
		Jun. 2018	Director and Executive General Manager of Global Product Development & Sales Headquarters of Planning & Development Technical Business Department, General Manager of Dialysis & Blood Purification Product Development and Technical Sales Department of the Company	
		Jun. 2022	Senior Executive Officer and Executive General Manager of Global Product Development & Sales Headquarters of Planning & Development Technical Business Department, General Manager of Dialysis & Blood Purification Product Development and Technical Sales Department of the Company	
		Nov. 2023	Senior Executive Officer and Executive General Manager of Global Product Development & Sales Headquarters of Global Business Division, General Manager of Dialysis & Blood Purification Product Development and Technical Sales Department, General Manager of Artificial Heart-Lung Product Development and Technical Sales Department, General Manager of New Product Development & Technical Sales Department of the Company	

		<p>Apr. 2024      Senior Executive Officer and Executive General Manager of Global Product Development &amp; Sales Headquarters of Global Business Division, General Manager of Dialysis &amp; Blood Purification Product Development and Technical Sales Department, General Manager of New Product Development &amp; Technical Sales Department of the Company (Incumbent)</p> <p>●The reason to be a candidate for directors</p> <p>He has contributed to promotion of business expansion and globalization of the Company in light of his wealth of business experience, etc. in the planning and sales of dialysis-related products at the Company. From 2018 to 2022, he served as a director, appropriately fulfilling his supervisory role over important management decision-making and business execution. As such a wealth of experience and knowledge will contribute to our management in the future, he has been nominated to be a candidate for director in the hope that he will contribute to improving our corporate value.</p>	
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10	<p>Taku Nikaido (February 23, 1963)</p> <div>New</div>	Aug. 1990	Joined the Company	2,028 Shares
		Apr. 2011	Branch Manager of Sendai Branch of Tohoku Sales Department of Sales Headquarters of Domestic Division of the Company	
		Apr. 2013	Dputy General Manager of Medical Instruments Development and Sales Department of Product Development and Sales Headquarters of Domestic Division of the Company	
		Apr. 2016	General Manager of Medical Instruments Development and Sales Department of Domestic Product Development and Sales Headquarters of Planning & Development Technical Business Department, Dputy General Manager of Medical Instrument Center of Domestic Product Development and Sales Headquarters of Planning & Development Technical Business Department of the Company	
		Apr. 2018	General Manager of Medical Instrument Development and Technical Sales Department of Domestic Product Development and Technical Sales Headquarters of Planning & Development Technical Business Department, General Manager of Medical Instrument Center, General Manager of Medical Instrument Development and Technical Sales Department of Global Product Development and Sales Headquarters of the Company	
		Jun. 2020	Executive Officer and General Manager of Medical Instrument Development and Technical Sales Department of Domestic Product Development and Technical Sales Headquarters of Planning & Development Technical Business Department, General Manager of Medical Instrument Center, General Manager of Medical Instrument Development and Technical Sales Department of Global Product Development and Sales Headquarters of the Company	
		Apr. 2021	Executive Officer and Dputy Executive General Manager of Medical Instrument Development and Technical Sales Headquarters of Planning & Development Business Department, General Manager of Medical Instrument Center of the Company	
		Nov. 2023	Executive Officer and Executive General Manager of Medical Instruments Development and Technical Sales	

		<p>Headquarters of Domestic Division, General Manager of Medical Instrument Center, Executive General Manager of Medical Instruments Development and Technical Sales Headquarters of Global Business Division, General Manager of Medical Instrument Center of the Company</p> <p>Apr. 2025 Executive Officer and Deputy Division Manager of Domestic Division, Executive General Manager of Medical Instruments Development and Technical Sales Headquarters (domestic), Executive General Manager of Medical Instruments Development and Technical Sales Headquarters of Global Business Division of the Company (Incumbent)</p> <p>●The reason to be a candidate for directors</p> <p>He has contributed to promotion of business expansion and globalization of the Company in light of his wealth of business experience, etc. in domestic sales of our medical-related business, as well as in the development and maintenance of dialysis instruments both inside and outside Japan. As such a wealth of experience and knowledge will contribute to our management, he has been nominated to be a candidate for director in the hope that he will contribute to improving our corporate value.</p>	
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11	<p>Hideyuki Nishisako (July 9, 1980)</p> <p>New</p>	<p>Apr. 2005      Joined the Company</p> <p>Apr. 2019      Deputy Manager of Global Strategy Office of PharmaPackaging Division of the Company, President of Nipro PharmaPackaging (Shanghai) Co., Ltd.</p> <p>Sep. 2019      Representative Director of Nipro PharmaPackaging (Anyang) Co., Ltd.</p> <p>Apr. 2020      Deputy General Manager of Global Strategy Department of PharmaPackaging Division of the Company</p> <p>Apr. 2021      President and Representative Director of Nipro PharmaPackaging (Anyang) Co., Ltd.</p> <p>Sep. 2022      President and Representative Director of Nipro PharmaPackaging (Shanghai) Co., Ltd.</p> <p>Apr. 2024      Deputy Division Manager of PharmaPackaging Division of the Company, Representative Director of Nipro PharmaPackaging (Shanghai) Co., Ltd. (Incumbent), Representative Director of Nipro PharmaPackaging (Anyang) Co., Ltd. (Incumbent)</p> <p>Jun. 2024      Executive Officer and Deputy Division Manager of PharmaPackaging Division of the Company (Incumbent)</p> <p>(Significant Concurrent Position)</p> <p>Representative Director of Nipro PharmaPackaging (Shanghai) Co., Ltd.</p> <p>Representative Director of Nipro PharmaPackaging (Anyang) Co., Ltd.</p> <p>●The reason to be a candidate for directors</p> <p>He has contributed to promotion of business expansion and globalization of the Company in light of his wealth of business experience, etc. in overseas financial management and the international sales of glass containers, etc. at the Company. As such a wealth of experience and knowledge will contribute to our management and is expected to contribute to improving our corporate value, he has been nominated to be a candidate for director.</p>	2,788 Shares
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12	<div>Atsushi Yoneda (January 14, 1967)</div> <div>New</div>	Apr. 1990	Joined the Company	- Shares
		May 2018	Duputy General Manager of Mechatronics Design 2nd Department, Manager of M7 Section of Production Technology Center of the Company	
		Apr. 2023	Duputy General Manager of Mechatronics Design 2nd Department, Manager of M2-3 Section, Duputy General Manager of Operation Department of Production Technology Center of the Company	
		Apr. 2024	General Manager of Mechatronics Design 2nd Department, General Manager of Operation Department of Production Technology Center of the Company	
		Jun. 2024	Executive Officer and General Manager of Mechatronics Design 2nd Department, General Manager of Operation Department of Production Technology Center of the Company	
		Sep. 2024	Executive Officer and Duputy Manager of Production Technology Center, General Manager of Operation Department of Production Technology Center of the Company (Incumbent)	
		●The reason to be a candidate for directors		
He has contributed to promotion of business expansion and globalization of the Company in light of his wealth of business experience, etc. in the development of production equipment and the promotion of automation both inside and outside Japan at the Company. As such a wealth of experience and knowledge will contribute to our management and is expected to contribute to improving our corporate value, he has been nominated to be a candidate for director.				



13	<p data-bbox="220 499 403 573">Yoshiko Tanaka (March 28, 1949)</p> <div data-bbox="181 595 419 651">Reappointment</div> <div data-bbox="181 685 419 741">Outside Director</div> <div data-bbox="189 768 427 824">Independence</div>	<p data-bbox="472 125 1276 201">May 1983      General Manager of Pharmacy Department of General Incorporated Association Tokushukai (Osaka Head Office)</p> <p data-bbox="472 224 1276 344">Jun. 1997      General Manager of Pharmacy Department and General Manager of Planning Department of General Incorporated Association Tokushukai (Osaka Head Office)</p> <p data-bbox="472 367 1230 394">Apr. 2002      Part-time Lecturer of Kobe Pharmaceutical University</p> <p data-bbox="472 416 1276 490">Jun. 2002      President and Representative Director of Medihope Corporation (Incumbent)</p> <p data-bbox="472 512 1058 539">Jun. 2014      Director of the Company (Incumbent)</p> <p data-bbox="472 562 1211 589">Jul. 2014      Council member of Kobe Pharmaceutical University</p> <p data-bbox="472 611 1276 685">Jun. 2024      Outside Director of Nipro Pharma Corporation (Incumbent) (Significant Concurrent Position)</p> <p data-bbox="472 707 1155 734">President and Representative Director of Medihope Corporation</p> <p data-bbox="472 757 963 784">Outside Director of Nipro Pharma Corporation</p> <p data-bbox="472 795 1276 869">●The reason to be a candidate for outside directors and the outline of the expected role</p> <p data-bbox="472 880 1276 1232">She has an excellent insight and wealth of experience gained in the former job. As we can expect her to provide appropriate guidance and supervision for the business administration based on the knowledge and experience as a business owner, she is nominated to be a candidate for outside directors. In addition, since 2024, she has served as the lead outside director, consolidating the opinions of outside directors and making recommendations to the Board of Directors, thereby fulfilling her job responsibilities.</p>	4,756 Shares
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14	<p data-bbox="212 472 422 546">Yoshiko Shimamori (January 15, 1947)</p> <div data-bbox="181 627 419 687">Reappointment</div> <div data-bbox="181 723 419 784">Outside Director</div> <div data-bbox="181 819 419 880">Independence</div>	<p data-bbox="472 125 1276 192">Apr. 1990     Manager of Nursing Division of Preparatory Office for Toho University Sakura Medical Center</p> <p data-bbox="472 206 1276 273">Aug. 1990     Manager of Nursing Division of Tokyo Saiseikai Mukojima Hospital</p> <p data-bbox="472 286 1174 313">Jun. 1999     Executive Officer of Japanese Nursing Association</p> <p data-bbox="472 327 1276 394">Apr. 2002     Manager of Nursing Division and Assistant to Director of Kyoto University Hospital</p> <p data-bbox="472 407 1276 474">Apr. 2007     Professor of Keio University Faculty of Nursing And Medical Care</p> <p data-bbox="472 488 1051 515">Jun. 2010     President of Tokyo Nursing Association</p> <p data-bbox="472 528 1276 595">Jul. 2016     Professor of Institute for Biomedical Sciences of Iwate Medical University</p> <p data-bbox="472 609 1276 676">Apr. 2017     Professor and Dean of School of Nursing of Iwate Medical University</p> <p data-bbox="472 689 1276 757">Apr. 2021     Professor Emeritus and Council member of Iwate Medical University (Incumbent)</p> <p data-bbox="472 770 1034 797">Jun. 2021     Director of the Company (Incumbent)</p> <p data-bbox="472 824 1276 1211">           ●The reason to be a candidate for outside directors and the outline of the expected role            Although she does not have an experience of company management, she has an experience of positions as a nurse and a university professor and thus she has expertise and professional experience mainly in medical field. As we can expect that her outstanding insight, wealth of experience, and perspective as a healthcare professional shall be utilized in the sustainable growth and business administration of our group, she is nominated to be a candidate for outside directors.         </p>	822 Shares
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15	<p>Toshiaki Hattori (June 3, 1954)</p> <p>Reappointment</p> <p>Outside Director</p> <p>Independence</p>	<p>Jan. 2000 Branch Manager of Kori Branch, Daiwa Bank Ltd. (currently Resona Bank, Ltd.)</p> <p>Mar. 2002 General Manager of Taisho Branch, Resona Bank Ltd.</p> <p>Jun. 2004 General Manager of General Affairs Department, Administration Division, Toami Corporation</p> <p>Jun. 2006 Director and General Manager of General Affairs Department, Administration Division of the same company</p> <p>Jun. 2008 Managing Director and General Manager of Administration Division, General Manager of General Affairs Department of the same company</p> <p>Jun. 2012 Managing Director and General Manager of Administration Division, General Manager of General Affairs Department, General Manager of Accounting Department of the same company</p> <p>Jun. 2020 Retired from Managing Director of the same company</p> <p>Jun. 2022 Director of the Company (Incumbent)</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role</p> <p>He has excellent insight and a wealth of experience cultivated through his work at financial institutions and key positions in the general affairs and accounting divisions of listed companies. As we can expect him to provide appropriate guidance and supervision of business administration based on his knowledge and experience as a business owner, he is nominated to be a candidate for outside directors.</p>	- Shares

16	<p>Toshikazu Yoshimori (November 8, 1951)</p> <p>Reappointment</p> <p>Outside Director</p> <p>Independence</p>	<p>Apr. 1998 Branch Manager of Tsukiji and Tsukishima Branches, Sakura Bank Ltd. (currently Sumitomo Mitsui Banking Corporation)</p> <p>Apr. 2000 Branch Manager of Shinbashi-higashi Branch of the same company</p> <p>Apr. 2002 General Manager of Ginza Corporate Sales Department of the same company</p> <p>Nov. 2002 Advisor of HORAI Co., Ltd.</p> <p>Dec. 2002 Director and General Manager of Insurance Department, General Manager of Real Estate Business Department of the same company</p> <p>Oct. 2003 Managing Director and General Manager of President's Office, General Manager of Insurance Department of the same company</p> <p>Dec. 2008 Senior Managing Director and Executive Officer and General Manager of General Planning Department, Executive General Manager of Insurance Department, General Manager of Insurance Department (Tokyo), in charge of Accounting Department and System Office of the same company</p> <p>Aug. 2012 Senior Managing Director and Executive Officer and Executive General Manager of Insurance Department, General Manager of Insurance Department (Tokyo), in charge of General Planning Department, Accounting Department and System Office of the same company</p> <p>Dec. 2013 Advisor of Muromachi Building Co., Ltd.</p> <p>Oct. 2014 Director of Japan Health Insurance Association</p> <p>Apr. 2015 Committee Member of Central Social Insurance Medical Council</p> <p>Oct. 2021 Member of the Long-Term Care Insurance committee, Member of the Subcommittee on Long-Term Care Benefits, Expert Member of the Council on Social Security</p> <p>Jun. 2024 Director of the Company (Incumbent)</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role</p> <p>He has extensive experience and insight gained from his work at financial institutions, key positions in the business, accounting and systems divisions of publicly listed companies, and advisory positions with the Ministry of Health, Labour and Welfare. As we can expect him to provide appropriate guidance and supervision of business management based on his knowledge and experience as a business manager, he is nominated as a candidate for outside directors.</p>	320 Shares
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17	<p>Yasuhiko Imaizumi (September 27, 1956)</p> <p>Reappointment</p> <p>Outside Director</p> <p>Independence</p>	<p>Apr. 2008 Executive officer and General Manager of Nagoya Sales Department of Mizuho Corporate Bank, Limited (currently Mizuho Bank, Ltd.)</p> <p>Apr. 2010 Managing Director and Executive Officer in Charge of Sales Department of the same company</p> <p>Apr. 2012 Managing Director and Executive Officer in Charge of Sales Branches of the same company</p> <p>Apr. 2013 Executive Vice President of the Units of Large Business Corporations, Business Corporations and Financial and Public Corporations of Mizuho Financial Group, Inc. Executive Vice President of the Units of Large Business Corporations, Business Corporations and Financial and Public Corporations of Mizuho bank, Ltd. Representative Vice President of the Units of Large Business Corporations, Business Corporations and Financial and Public Corporations of Mizuho Corporate Bank, Limited</p> <p>Jul. 2013 Representative Vice President of the Units of Large Business Corporations, Business Corporations and Financial and Public Corporations of Mizuho Corporate Bank, Limited</p> <p>Apr. 2014 Representative Vice President of Sales of Business Corporations of Mizuho Securities Co., Ltd.</p> <p>Apr. 2016 Executive Chairman of Mizuho Securities Co., Ltd.</p> <p>Jun. 2018 Executive Vice President of NIPPON STEEL KOWA REAL ESTATE CO., LTD.</p> <p>Apr. 2019 President and Representative Director of Director of NIPPON STEEL KOWA REAL ESTATE CO., LTD.</p> <p>Apr. 2023 Director and Executive Advisor of NIPPON STEEL KOWA REAL ESTATE CO., LTD.</p> <p>Jun. 2023 Executive Advisor of NIPPON STEEL KOWA REAL ESTATE CO., LTD.</p> <p>Jun. 2023 Outside Director of Nippon Seisen Co., Ltd. (Incumbent)</p> <p>Jun. 2024 Director of the Company (Incumbent)</p> <p>Jul. 2024 Outside Director of KOZO KEIKAKU ENGINEERING HOLDINGS Inc. (Incumbent)</p> <p>(Significant Concurrent Positions)</p> <p>Outside Director of Nippon Seisen Co., Ltd.</p> <p>Outside Director of KOZO KEIKAKU ENGINEERING HOLDINGS Inc.</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role</p> <p>He has excellent insight and a wealth of experience cultivated through his work at financial institutions and key positions in the general affairs and accounting divisions of listed companies. As we can expect him to provide appropriate guidance and supervision of business administration based on his knowledge and experience as a business owner, he is nominated to be a candidate for outside directors.</p>	320 Shares

18	<p>Yuka Kushida (October 26, 1963)</p> <p>Reappointment</p> <p>Outside Director</p> <p>Independence</p>	<p>Mar. 1994 President and Representative Director of Mitsuko Ltd. (currently J MIRAIMEDICAL Co., Ltd.) (Incumbent)</p> <p>Apr. 2004 President and Representative Director of SAKURA CLINICAL RESEARCH Co., Ltd. (Incumbent)</p> <p>Jun. 2013 Director of PharmaCluster Co., Ltd</p> <p>Nov. 2013 Councillor of Social Welfare Corporation Kishokai (Incumbent)</p> <p>Apr. 2019 Councillor of Kyoto Pharmaceutical University (Incumbent)</p> <p>Jan. 2020 Chairman and Representative Director of Leonis Co., Ltd. (Incumbent)</p> <p>Jun. 2021 Executive Vice President of PharmaCluster Co., Ltd</p> <p>Apr. 2023 Director of Kyoto Pharmaceutical University (Incumbent)</p> <p>Jun. 2024 Director of PharmaCluster Co., Ltd (Incumbent)</p> <p>Jun. 2024 Director of the Company (Incumbent)</p> <p>(Significant Concurrent Positions)</p> <p>President and Representative Director of J MIRAIMEDICAL Co., Ltd.</p> <p>President and Representative Director of SAKURA CLINICAL RESEARCH Co., Ltd.</p> <p>Chairman and Representative Director of Leonis Co., Ltd.</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role</p> <p>She has excellent insight and a wealth of experience cultivated through many years of managing a dispensing pharmacy group. As we can expect her to provide appropriate guidance and supervision of business administration based on her knowledge and experience as a medical professional, she is nominated to be a candidate for outside directors.</p>	1,285 Shares

Notes :

1. There are no special interests between each candidate and the Company.
2. The number of the above stocks includes shares held by Stock Ownership Plan of NIPRO and NIPRO CORPORATION Employee Stock Ownership Association as of April 30, 2025.
3. Ms. Yoshiko Tanaka, Ms. Yoshiko Shimamori, Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi and Ms. Yuka Kushida are the candidates for outside directors.
4. The terms of office of Ms. Yoshiko Tanaka, Ms. Yoshiko Shimamori, Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi, and Ms. Yuka Kushida as outside directors of the Company will be 11 years for Ms. Yoshiko Tanaka, 4 years for Ms. Yoshiko Shimamori, 3 years for Mr. Toshiaki Hattori, and 1 year for Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi, and Ms. Yuka Kushida as of the conclusion of this Annual General Meeting of Shareholders.
5. The Company has entered into a contract with Ms. Yoshiko Tanaka, Ms. Yoshiko Shimamori, Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi, and Ms. Yuka Kushida to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the said Act. The maximum amount of liability for damages under such contracts is the minimum liability amount stipulated by law, and the Company intends to continue such contracts with Ms. Yoshiko Tanaka, Ms. Yoshiko Shimamori, Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi, and Ms. Yuka Kushida if their reappointments are approved and they assume

office.

6. The Company has concluded a directors' and officers' liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, and the premiums for the policy are fully borne by the Company. The insurance policy will cover compensation for damages and litigation expenses that may arise as a result of the insured directors and officers being held liable for the performance of their duties or being subject to claims in connection with the pursuit of such liabilities. If the appointment of each candidate is approved and they assume office, they will be included in the insured under the insurance policy.
7. As Ms. Yoshiko Tanaka, Ms. Yoshiko Shimamori, Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi, and Ms. Yuka Kushida meet the criteria of the Company for determining the independence of outside officers, and also satisfy the requirements for independent officers as stipulated by the Tokyo Stock Exchange, Inc., they will be newly reported as independent officers if their appointments are approved and they assume office.

**Proposal No. 4: Election of One (1) Audit & Supervisory Board Member**

In order to further enhance our auditing system, the Company has decided to increase the number of Audit & Supervisory Board members by one (1) and thus proposes the election of one (1) Audit & Supervisory Board member. The candidate for Audit & Supervisory Board member is as follows:

The Company has obtained approval for this proposal from the Audit & Supervisory Board.

Name (Date of birth)	Career Summary, Positions, Responsibilities and Significant Concurrent Positions		Number of Shares of the Company Held
Toshinobu Morimoto (August 15, 1961) <div>New</div>	Apr. 1985 Apr. 2005  Dec. 2011 Apr. 2013 Apr. 2015 Jun. 2021	<p>Joined the Company</p> <p>Manager of Sales Promotion Section of Medical Promotion Department of Glass Material Development Department of the Company</p> <p>Manager of Management Section of Pharmaceutical Research Laboratories of the Company</p> <p>Duputy General Manager of Internal Audit Office of the Company</p> <p>General Manager of Internal Audit Office of the Company</p> <p>Executive Officer and General Manager of Internal Audit Office of the Company (Incumbent)</p> <p>●The reason to be a candidate for Audit &amp; Supervisory Board Member</p> <p>Based on his experience as a manager in development and sales of medical containers, general affairs, and internal audits at the Company, he is familiar with the Company's overall business operations and also has extensive knowledge of risk management in general. He has been nominated to be a candidate for Audit &amp; Supervisory Board member in the hope that he will contribute to improving our corporate value.</p>	6,875 Shares

Notes :

1. There are no special interests between the candidate and the Company.
2. If the appointment of Mr. Toshinobu Morimoto is approved and he assumes office, the Company will enter into a contract with him to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the said Act. The maximum amount of liability for damages under the said contract is the minimum liability amount stipulated by law.
3. The Company has concluded a directors' and officers' liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, and the premiums for the policy are fully borne by the Company. The insurance policy will cover compensation for damages and litigation expenses that may arise as a result of the insured directors and officers being held liable for the performance of their duties or being subject to claims in connection with the pursuit of such liabilities. If the appointment of the candidate is approved and he assumes office, he will be included in the insured under the insurance policy.
4. The number of shares of the Company held by the candidate for Audit & Supervisory Board member includes the shares held through the NIPRO CORPORATION Employee Stock Ownership Association



as of April 30, 2025.

**Proposal No. 5: Revision of Remuneration Amount for Audit & Supervisory Board Members**

The remuneration of the Company's Audit & Supervisory Board members was approved at the 54th Annual General Meeting of Shareholders held on June 27, 2007, with the total amount of remuneration for Audit & Supervisory Board members set at not more than 30 million yen per year, and this has remained in effect to the present. However, in light of subsequent changes in economic conditions and given that the number of Audit & Supervisory Board members will be increased to not more than six (6) if Proposal No. 2: Partial Amendments to the Articles of Incorporation is approved, we would like to revise the total amount of remuneration for Audit & Supervisory Board members to not more than 80 million yen per year.

Currently, there are three (3) Audit & Supervisory Board members (including two (2) Outside Audit & Supervisory Board members). If Proposal No. 4: Election of One (1) Audit & Supervisory Board Member is approved, the number of Audit & Supervisory Board members will be four (4) (including two (2) Outside Audit & Supervisory Board members).

**Proposal No. 6: Election of One (1) Substitute Audit & Supervisory Board Member**

The Company proposes the election of one (1) substitute Audit & Supervisory Board members in advance to prepare for the event that the number of Audit & Supervisory Board members falls below the number required by laws and regulations. The candidate for a substitute Audit & Supervisory Board member is as follows:

The Company has obtained approval for this proposal from the Audit & Supervisory Board.

Name (Date of birth)	Career Summary, Positions, Responsibilities and Significant Concurrent Positions		Number of Shares of the Company Held
<p>Motoaki Sano (April 21, 1962)</p> <p>Outside</p> <p>Independence</p>	<p>Oct. 2009</p> <p>Jun. 2017</p> <p>May. 2022</p> <p>May. 2022</p>	<p>General Manager of Electronics Dept. of Sakai Co., Ltd. (currently SK Tech Co., Ltd.)</p> <p>Director and General Manager of Electronics Dept. of the same company</p> <p>Resigned from Director and General Manager of Electronics Dept. of the same company</p> <p>Assistant to General Manager of Electronics Dept. of the same company (Incumbent)</p> <p>●The reason to be a candidate for a substitute outside Audit &amp; Supervisory Board Member</p> <p>He has an excellent and extensive knowledge and experience in his former career and is expected to provide proper guidance and supervision in the auditing and business management of the Company from an objective standpoint, and has therefore been nominated as a candidate for the position of substitute outside Audit &amp; Supervisory Board member.</p>	<p>– Shares</p>

Notes :

1. There are no special interests between the candidate and the Company.
2. Mr. Motoaki Sano is the candidate for a substitute outside Audit & Supervisory Board member.
3. As Mr. Motoaki Sano meets the criteria of the Company for determining the independence of outside officers, and also satisfy the requirements for independent officers as stipulated by the Tokyo Stock Exchange, Inc., he will be newly reported as independent officer if the appointment is approved and he assumes office.
4. The Company will enter into a contract with Mr. Motoaki Sano to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act, pursuant to Article 427, Paragraph 1 of the said Act. The maximum amount of liability for damages under the said contract is the minimum liability amount stipulated by law if his appointment is approved and he assumes office.
5. The Company has concluded a directors' and officers' liability insurance policy with an insurance company, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, and the premiums for the policy are fully borne by the Company. The insurance policy will cover compensation for damages and litigation expenses that may arise as a result of the insured directors and officers being held liable for the performance of their duties or being subject to claims in connection with the pursuit of such liabilities. If the appointment of Mr. Motoaki Sano is approved and he assumes office, he will be included in the insured under the insurance policy.