

Securities Identification Code: 8086

June 9, 2026

**NIPRO CORPORATION**

3-26, Senriokashinmachi, Settsu, Osaka Prefecture  
Tsuyoshi Yamazaki, President and Representative Director

**Notice of the 73rd Annual General Meeting of Shareholders**

**Dear Shareholders,**

You are cordially invited to attend the 73rd 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 Thursday, June 25, 2026.

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 73rd 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 Friday, June 26, 2026 (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 2025 (the 73rd business year of the Company) from April 1, 2025 to March 31, 2026
2. Report of financial statements for fiscal 2025 (the 73rd business year of the Company) from April 1, 2025 to March 31, 2026

**<Resolutions>**

- Proposal No. 1** Partial Amendments to the Articles of Incorporation  
**Proposal No. 2** Election of Nine (9) Directors  
**Proposal No. 3** Election of One (1) Substitute Audit & Supervisory Board Member  
**Proposal No. 4** Presentation of Retirement Allowance to Retired Directors

**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 statements
- Therefore, 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: Partial Amendments to the Articles of Incorporation

##### 1. Reasons for the proposal

The Articles of Incorporation shall be amended as necessary with respect to the provisions concerning who has the authority to convene, and who serves as chairman of, the General Meeting of Shareholders and the Board of Directors to provide greater flexibility in the operation of the General Meeting of Shareholders and the Board of Directors in line with the new management structure.

The Company will also make necessary changes to the Articles of Incorporation to facilitate administration of dividends by establishing provisions concerning the record date, and to revise wording and clarify provisions, etc., in light of the fact that, at the 72nd Annual General Meeting of Shareholders held in June 2025, the Company adopted a structure under which the Board of Directors serves as the decision-making body for the distribution of dividends of surplus.

Please note that these amendments do not change the existing decision-making body for the distribution of dividends of surplus, etc.

These proposed amendments to the Articles of Incorporation shall take effect at the conclusion of this General Meeting of Shareholders.

##### 2. Details of the amendments

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

Current Articles of Incorporation	Proposed Amendments
(Convener and Chairman of General Meetings of Shareholders) Article 15. Unless otherwise provided for by laws or ordinances, the <u>President</u> shall convene general meetings of the shareholders and act as the chairman thereof. <u>Should the President be unable to act</u> , one of the other Directors, <u>in the order determined in advance</u> by a resolution of the Board of Directors, shall act in the <u>President's</u> place.	(Convener and Chairman of General Meetings of Shareholders) Article 15. Unless otherwise provided for by laws or ordinances, the <u>Director determined in advance by the Board of Directors</u> shall convene general meetings of the shareholders and act as the chairman thereof. Should <u>such Director</u> be unable to act, one of the other Directors, in the order determined in advance by a resolution of the Board of Directors, shall act in the <u>Director's</u> place.
(Number of Directors) Article 19. The Company shall have not more than <u>twenty (20)</u> Directors.	(Number of Directors) Article 19. The Company shall have not more than <u>ten (10)</u> Directors.
(Convocation of the Meeting of the Board of Directors) Article 22. Unless otherwise provided for	(Convocation of the Meeting of the Board of Directors) Article 22. Unless otherwise provided for

<p>by laws and ordinances, the <u>Representative Director</u> shall convene meetings of the Board of Directors and act as the chairman thereof. Should the <u>Representative Director</u> be unable to act due to any accident or inconvenience, 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. &lt;Omitted&gt; 3. &lt;Omitted&gt;</p> <p>(Dividends of Surplus and Other Relevant Matters) Article 38. 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.</p> <p>(Interim dividends) <u>Article 39. Interim dividends may be paid to the shareholders or registered stock pledgees on shares, registered or recorded on the final Registry of Shareholders as of September 30 of each year by a resolution of the Board of Directors.</u></p> <p>(Newly established)</p>	<p>by laws and ordinances, the <u>Director determined in advance by the Board of Directors</u> shall convene meetings of the Board of Directors and act as the chairman thereof. Should <u>such Director</u> be unable to act due to any accident or inconvenience, 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. &lt;Omitted&gt; 3. &lt;Omitted&gt;</p> <p>(Dividends of Surplus and Other Relevant Matters) Article 38. Pursuant to Article 459, <u>Paragraph 1</u> of the Companies Act, the Company may, by a resolution of the Board of Directors, <u>decide matters listed in each item of said paragraph, including payment of dividends from surplus and making other appropriations of surplus.</u></p> <p>(Deleted)</p> <p>(Record Dates for Dividends from Surplus) <u>Article 39. The record date for year-end dividends of the Company shall be March 31 every year.</u> <u>2. The record date for interim dividends of the Company shall be September 30 every year.</u> <u>3. In addition to the provisions of the preceding two paragraphs, the Company may distribute dividends from surplus upon setting a record date.</u></p>
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**Proposal No. 2: Election of Nine (9) Directors**

The terms of office of the all (18) directors will expire, and ten (10) directors, Mr. Kenichi Nishida, Mr. Hideto Nakamura, Mr. Goichi Miyazumi, Mr. Kaname Sadahiro, Mr. Taku Nikaido, Mr. Hideyuki Nishisako, Mr. Atsushi Yoneda, Ms. Yoshiko Tanaka, Ms. Yoshiko Shimamori, and Ms. Yuka Kushida will retire from their positions upon that expiration at the conclusion of this Annual General Meeting of Shareholders.

Therefore, to strengthen corporate governance and establish a structure that enables agile decision-making by the Board of Directors, the Company proposes reducing the number of Directors by nine (9) Directors and electing nine (9) Directors, including one (1) new Director.

The candidates of directors are as follows:

The candidates for Director were determined by the Board of Directors based on the recommendations of the Nomination and Compensation Committee. 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
<p data-bbox="124 869 145 898">1</p> <p data-bbox="209 813 416 875">Yoshihiko Sano (January 16, 1945)</p> <div data-bbox="188 902 432 954" style="border: 1px solid black; border-radius: 10px; padding: 2px; display: inline-block;"> <p data-bbox="225 913 395 943">Reappointment</p> </div>	<p data-bbox="472 282 584 311">Nov. 1975</p> <p data-bbox="472 322 584 351">Feb. 1993</p> <p data-bbox="472 394 584 423">Jun. 2000</p> <p data-bbox="472 465 584 495">Jun. 2000</p> <p data-bbox="472 506 584 535">Apr. 2001</p> <p data-bbox="472 577 584 607">Jun. 2006</p> <p data-bbox="472 649 584 678">May. 2012</p> <p data-bbox="472 721 584 750">Jun. 2012</p> <p data-bbox="472 792 584 822">Oct. 2012</p> <p data-bbox="472 833 584 862">Jun. 2025</p> <p data-bbox="659 282 1278 904">           Joined the Company            Director and Deputy Executive General Manager of Marketing Division of the Company            Director and Executive General Manager of Marketing Division of the Company            Director of the Company            Director and Deputy Division Manager of Domestic Division of the Company            Managing Director and Division Manager of Domestic Division of the Company            President and Representative Director and Division Manager of Domestic Division of the Company            President and Representative Director and Division Manager of Material Division of the Company            President and Representative Director of the Company            Chairperson and Representative Director of the Company (Incumbent)         </p> <p data-bbox="472 916 1278 1464">           ●The reason to be a candidate for directors            He has long played a central role in the Company's management and, as President and Representative Director, has led the sustained growth of the Group.            In particular, his record of combining business operations centered on research and development and technology with management decisions based on a companywide perspective, including sales and marketing, is extremely important in the investment-driven industries of medical devices and pharmaceuticals.            Since assuming office as Chairperson in 2025, he has provided advice and supervision on overall management from a position at a certain distance from execution, contributing to more efficient and effective deliberations by the Board of Directors. Based on these achievements, the Company requests his reelection because he remains a person who can contribute to enhancing corporate value over the medium to long term.         </p>	<p data-bbox="1302 869 1477 898">124,365 Shares</p>

2	<p>Tsuyoshi Yamazaki (March 30, 1968)</p> <p>Reappointment</p>	<p>Apr. 1991      Joined the Company</p> <p>Feb. 2009      Deputy General Manager of NIPRO Brand Sales of Global Business Division of the Company</p> <p>Jun. 2009      Director and General Manager of NIPRO Brand Sales of Global Business Division of the Company</p> <p>Apr. 2012      Director and General Manager of Global Marketing Department of Global Business Division of the Company</p> <p>Jan. 2014      Director and General Manager of Global Strategy Department of Global Business Division of the Company</p> <p>Jul. 2014      Director and Division Manager of MP Glass Division of the Company</p> <p>Jan. 2015      Director and Division Manager of MP Glass Division, General Manager of Global Strategy Office of the Company</p> <p>Apr. 2016      Director and Division Manager of PharmaPackaging Division, General Manager of Global Strategy Office of the Company</p> <p>Apr. 2018      President and Representative Director of Nipro Europe Group Companies N.V.</p> <p>Jun. 2018      Managing Director and Division Manager of PharmaPackaging Division, General Manager of Global Strategy Office of the Company</p> <p>Apr. 2020      Managing Director and Division Manager of PharmaPackaging Division of the Company</p> <p>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</p> <p>May. 2021      Managing Director and Division Manager of Global Business Division, Managing Director in charge of PharmaPackaging Division of the Company</p> <p>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</p> <p>Jun. 2025      President and Representative Director of the Company (Incumbent)</p> <p>●The reason to be a candidate for directors He has overseen the Company's global business for more than 15 years, primarily in the Global Business Division, and has strongly advanced the Company's international expansion, including by increasing the overseas ratio of net sales. Through his long-term overseas assignments and management experience, he has advanced knowledge and experience regarding market environments, business practices, and regulations in various countries. Since assuming office as President in 2025, he has led management with swift decision-making and reliable execution, making a significant contribution to strengthening the Company's management foundation. Based on these achievements, the Company requests his reelection because he is expected to continue driving the Company's sustainable growth and enhancement of corporate value as a Director.</p>	19,267 Shares
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3	<p style="text-align: center;">Takehito Yogo (October 28, 1968)</p> <div style="border: 1px solid black; border-radius: 10px; width: fit-content; margin: 10px auto; padding: 2px 10px;">Reappointment</div>	<p>Oct. 1996      Joined Ota-Showa Audit firm (present: Ernst &amp; Young Shin Nihon LLC)</p> <p>Apr. 2000      Certified Public Accountants registration</p> <p>Mar. 2004      General Manager of Internal Audit office of Goodman Co., Ltd. (present: NIPRO VASCULAR CORPORATION)</p> <p>Nov. 2004      General Manager of Management Planning office of the same company</p> <p>Feb. 2005      Executive Officer and General Manager of Management Planning office of the same company</p> <p>Sep. 2006      Director and Executive General Manager of Management Division of the same company</p> <p>Jan. 2009      Director and Executive General Manager of Management Headquarters and Production Headquarters of the same company</p> <p>Oct. 2009      President and Representative Director of the same company</p> <p>Jun. 2015      Director and Deputy Executive General Manager of Corporate Planning HQ, General Manager of Corporate Planning Division of the Company</p> <p>Feb. 2016      Director and Executive General Manager of Corporate Planning HQ, General Manager of Corporate Planning Division of the Company</p> <p>Jun. 2018      Managing Director and Executive General Manager of Corporate Planning HQ, General Manager of Corporate Planning Division of the Company</p> <p>Apr. 2020      Managing Director and Executive General Manager of Corporate Planning HQ of the Company</p> <p>Jul. 2023      Senior Managing Director and Executive General Manager of Corporate Planning HQ of Financial Planning of the Company</p> <p>Nov. 2023      Senior Managing Director and Executive General Manager of Corporate Planning HQ of Administrative Control of the Company</p> <p>Jun. 2025      Senior Managing Director and Chief Financial Officer of the Company (Incumbent)</p> <p>●The reason to be a candidate for directors In addition to his advanced expertise as a certified public accountant, he has played a central role in finance, capital policy, and governance through his experience as President and Representative Director of a listed company and his long-standing involvement in management as Senior Managing Director of the Company. Based on the above, the Company requests his reelection because he remains an important person who supports the Company's management structure as a Director.</p>	8,547 Shares
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4	<p>Kimihito Minoura (October 12, 1972)</p> <p>Reappointment</p>	Apr. 1995	Joined the Company	32,159 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 HQ, General Manager of Corporate Planning Division of the Company	
		Jun. 2015	Director and Executive General Manager of Corporate Planning HQ, 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	
		Jun. 2025	Managing Director in charge of Value Engineering Management and Division of Regenerative and Advanced Therapy, General Manager of Group DX Planning Office, Executive General Manager of New Business Development Headquarters of the Company	
		Oct. 2025	Managing Director in charge of Value Engineering Management, General Manager of Group DX Planning Office, Executive General Manager of New Business Development Headquarters of the Company	
May 2026	Managing Director in charge of Value Engineering Management, General Manager of Group DX Planning Office of the Company (Incumbent)			
<ul style="list-style-type: none"> <li>●The reason to be a candidate for directors</li> </ul>				

		<p>He has served in a broad range of the Company's core areas, including corporate planning, new business development, and the regenerative medicine business, and has a deep understanding of the overall business. He currently oversees business process reform, value engineering, and DX, and is promoting companywide productivity improvements and strengthening the foundation for growth. Based on these points, the Company requests his reelection because he is a person who can contribute to enhancing the Company's corporate value.</p>	
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5	<p style="text-align: center;">Yasushi Ohyama (December 14, 1962)</p> <div style="border: 1px solid black; border-radius: 10px; width: fit-content; margin: 0 auto; padding: 2px 10px;">Reappointment</div>	<p>Mar. 2003      Joined the Company</p> <p>Apr. 2009      Deputy General Manager of Vascular Product Development and Sales Department of Product Sales and Development Headquarters of Domestic Division of the Company</p> <p>Apr. 2011      General Manager of Vascular Product Development and Sales Department of Product Sales and Development Headquarters of Domestic Division of the Company</p> <p>Feb. 2013      General Manager of Vascular Business Unit Department of Domestic Division of the Company</p> <p>Jun. 2013      Director and General Manager of Vascular Business Unit Department of Domestic Division of the Company</p> <p>Oct. 2014      Director and General Manager of Vascular Business Unit Department of Planning &amp; Development Technical Business Department of the Company</p> <p>Apr. 2015      Director and Division Manager of Vascular Division of the Company</p> <p>Jun. 2015      President and Representative Director of Goodman Co., Ltd. (present: NIPRO VASCULAR CORPORATION)</p> <p>Apr. 2018      Director and Division Manager of Vascular Division, Executive General Manager of Vascular Product Sales and Development Headquarters of the Company</p> <p>Jun. 2018      Managing Director and Division Manager of Vascular Division, Executive General Manager of Vascular Product Sales and Development Headquarters of the Company</p> <p>Apr. 2024      Managing Director and Division Manager of Vascular Division</p> <p>Apr. 2026      Managing Director and Executive General Manager of Global Innovation Division, Managing Director in charge of Vascular Business of the Company (Incumbent)</p> <p>●The reason to be a candidate for directors In the Company's vascular business, he has consistently overseen everything from research and development to sales and marketing, making a significant contribution to the growth and expansion of that business. He also has management experience as President and Representative Director of a subsidiary and is well-versed in both business management and frontline operations. Based on these achievements, the Company requests his reelection because he is a person who can continue to serve as a powerful driving force for the Company's business in highly specialized business fields.</p>	22,140 Shares
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6	<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>Apr. 2026 Member of the Nomination and Compensation Committee of the Company (Incumbent)</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role Through many years of experience at financial institutions and listed companies, he has a high level of expertise in finance, capital policy, and risk management, and is able to provide management oversight based on both capital market and management perspectives. Based on these experiences, he has been nominated as a candidate for Outside Director because he is expected to contribute, from an independent standpoint, to strengthening the soundness of the Company's management and its risk management system. In addition, as a member of the Nomination and Compensation Committee newly established in April 2026, he fulfills his responsibilities to ensure that deliberations are conducted from an objective and neutral standpoint.</p>	- Shares
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7	<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>Apr. 2026 Member of the Nomination and Compensation Committee of the Company (Incumbent)</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role</p> <p>In addition to management experience at a listed company, he has practical experience at financial institutions and public organizations, and has broad knowledge of finance, systems, and business divisions. In particular, his understanding of the regulatory framework and environment surrounding the healthcare system is an important element of oversight for the Company, which is involved in the medical field.</p> <p>Based on the above experience, he has been nominated as a candidate for Outside Director because he is expected to continue contributing, from an independent standpoint, to further strengthening the Company's management oversight function.</p> <p>In addition, as a member of the Nomination and Compensation Committee newly established in April 2026, he conducts deliberations from an objective and neutral standpoint and fulfills his responsibilities.</p>	732 Shares
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8	<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>Apr. 2026 Member of the Nomination and Compensation Committee of the Company (Incumbent)</p> <p>(Significant Concurrent Positions) Outside Director of Nippon Seisen Co., Ltd. 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 He has many years of extensive management experience, including serving as Representative Director at a major financial institution and an operating company. He has advanced expertise in finance, capital policy, and corporate governance, and has provided management oversight to the Company from a practical and objective standpoint. Based on these experiences and achievements, he has been nominated as a candidate for Outside Director because he is expected to contribute to</p>	732 Shares
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		<p>further advancing the governance sought by the Company. In addition, as a member of the Nomination and Compensation Committee newly established in April 2026, he conducts deliberations from an objective and neutral standpoint and fulfills his responsibilities.</p>	
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9	<p>Mikako Tanaka (Ito) (October 28, 1967)</p> <p>New</p> <p>Outside Director</p> <p>Independence</p>	<p>Jan. 1991 Manufacturing IT Group Manager, Global Business Unit Asia Pacific, The Procter &amp; Gamble Company</p> <p>Jun. 2000 IT Director of General Electric Aircraft Engine Japan (present: GE Aerospace Japan)</p> <p>Jun. 2002 IT Manager of Johnson&amp;Johnson</p> <p>Jun. 2004 Senior Director and Head of IT Division, Tiffany &amp; Co.</p> <p>Nov. 2008 Head of IT Division and General Manager of Crisis Management Office, NIHON L'ORÉAL K.K.</p> <p>Jan. 2018 Executive Officer and Japan CIO, AstraZeneca K.K.</p> <p>Jan. 2021 Councilor, ORIX Corporation</p> <p>Executive Officer and CIO, ORIX Auto Corporation</p> <p>Executive Officer and CIO, ORIX Rentec Corporation</p> <p>Sep. 2022 Managing Director of Technology Consulting, Accenture Japan Ltd</p> <p>Oct. 2025 Managing Partner, Consulting, Gartner Japan Ltd. (Scheduled to Resign)</p> <p>●The reason to be a candidate for outside directors and the outline of the expected role</p> <p>She has led IT and digital strategies for many years as Chief Information Officer (CIO) at listed companies and global companies, and has advanced expertise in digital transformation (DX) and cybersecurity. She also has experience in business continuity responses during disasters and companywide risk management, and is expected to contribute to strengthening IT, cybersecurity, and risk management systems by drawing on this knowledge.</p> <p>Because she has both an executive-level perspective and a high degree of expertise, and because she is expected to provide objective and practical advice and supervision from an independent standpoint, she has been nominated as a candidate for Outside Director.</p>	- 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 as of April 30, 2026.
3. Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, Mr. Yasuhiko Imaizumi, and Ms. Mikako Tanaka (Ito) are the candidates for outside directors.
4. The terms of office of Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, and Mr. Yasuhiko Imaizumi as outside directors of the Company will be 4 years for Mr. Toshiaki Hattori, and 2 years for Mr. Toshikazu Yoshimori and Mr. Yasuhiko Imaizumi as of the conclusion of this Annual General Meeting of Shareholders.
5. The Company has entered into a contract with Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, and Mr. Yasuhiko Imaizumi 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 Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, and Mr. Yasuhiko Imaizumi 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. The Company plans to renew the insurance policy during the term of office on substantially the same terms.

7. As Mr. Toshiaki Hattori, Mr. Toshikazu Yoshimori, and Mr. Yasuhiko Imaizumi 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. Ms. Mikako Tanaka (Ito) also meets the criteria of the Company for determining the independence of outside officers and satisfies the requirements for independent officers as stipulated by the Tokyo Stock Exchange, Inc. Therefore, she will be newly reported as an independent officer if her appointment is approved and she assumes office.
8. Ms. Mikako Tanaka (Ito) uses her former surname, and her name as recorded in the family register is shown in parentheses.

### Proposal No. 3 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.

The effect of this election may be revoked before the candidate assumes office by resolution of the Board of Directors, with the consent of the Audit & Supervisory Board.

Name (Date of birth)	Career Summary, Positions, Responsibilities and Significant Concurrent Positions		Number of Shares of the Company Held
<p style="text-align: center;">Motoaki Sano (April 21, 1962)</p> <div style="border: 1px solid black; border-radius: 10px; width: fit-content; margin: 5px auto; padding: 2px 10px;">Outside</div> <div style="border: 1px solid black; border-radius: 10px; width: fit-content; margin: 5px auto; padding: 2px 10px;">Independence</div>	<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.

#### Proposal No. 4 Presentation of Retirement Allowance to Retired Directors

The Company proposes to present retirement allowances to a total of twelve (12) retiring Directors, namely five (5) Directors who retired from the Company upon expiration of their terms of office on June 26, 2025: Mr. Kiyotaka Yoshioka, Mr. Toshiaki Masuda, Mr. Kyoetsu Kobayashi, Mr. Kazuhiko Sano, and Mr. Toyoshi Yoshida. The Company also proposes the same retirement allowances to seven (7) Directors who will retire upon expiration of their terms of office at the conclusion of this General Meeting of Shareholders: Mr. Kenichi Nishida, Mr. Hideto Nakamura, Mr. Goichi Miyazumi, Mr. Kaname Sadahiro, Mr. Taku Nikaido, Mr. Hideyuki Nishisako, and Mr. Atsushi Yoneda. These retirement allowances are in recognition of their service during their terms of office, within a reasonable amount based on certain standards in accordance with the Company's regulations, taking into account their contributions, length of service, and other factors. The total amount of this proposal is limited to 199.2 million JPY, and the Board of Directors is requested to determine the specific amount, timing, and method of the presentation. The details of this proposal were determined by the Board of Directors in accordance with the Company's policy for determining the details of remuneration, etc. for individual Directors and the Company's regulations, based on the recommendations of the Nomination and Compensation Committee, and the Company has judged them to be appropriate.

Brief personal histories of the retiring Directors are as follows.

Name	Brief History	Planned Payment Amount (Million of yen)
Mr. Kiyotaka Yoshioka	June 2006 Appointed as Director of the Company June 2012 Appointed as Managing Director of the Company July 2023 Appointed as Senior Managing Director of the Company June 2025 Resigned as Director of the Company	34.40
Mr. Toshiaki Masuda	June 2008 Appointed as Director of the Company June 2012 Appointed as Managing Director of the Company June 2025 Resigned as Director of the Company	31.60
Mr. Kyoetsu Kobayashi	June 2009 Appointed as Director of the Company April 2014 Appointed as Managing Director of the Company June 2025 Resigned as Director of the Company	29.00
Mr. Kazuhiko Sano	June 2010 Appointed as Director of the Company June 2018 Appointed as Managing Director of the Company June 2025 Resigned as Director of the Company	25.20
Mr. Toyoshi Yoshida	June 2010 Appointed as Director of the Company June 2025 Resigned as Director of the Company	21.00
Mr. Kenichi Nishida	June 2010 Appointed as Director of the Company June 2018 Appointed as Managing Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	27.20
Mr. Hideto Nakamura	June 2009 Appointed as Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	23.80
Mr. Goichi Miyazumi	June 2025 Appointed as Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	1.40

Mr. Kaname Sadahiro	June 2025 Appointed as Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	1.40
Mr. Taku Nikaido	June 2025 Appointed as Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	1.40
Mr. Hideyuki Nishisako	June 2025 Appointed as Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	1.40
Mr. Atsushi Yoneda	June 2025 Appointed as Director of the Company (Incumbent) June 2026 Scheduled to Resign as Director of the Company	1.40