Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Securities Code: 3902 March 10, 2023

# To Our Shareholders:

7 Kanda Mitoshiro-cho, Chiyoda-ku, Tokyo Medical Data Vision Co., Ltd. Hiroyuki Iwasaki, President

# Notice of the 20th Ordinary General Meeting of Shareholders

Thank you very much for your continued support.

The Company will hold the 20<sup>th</sup> Ordinary General Meeting of Shareholders as described below.

In convening this General Meeting of Shareholders, information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters to be provided electronically) has been provided electronically and is posted as "Notice of the 20th Ordinary General Meeting of Shareholders, March 28, 2023" on our corporate website. Please access the following website.

- Corporate website: https://www.mdv.co.jp/ir/stock/meeting.html

In addition to the above website, matters to be provided electronically are also posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE website (TSE Listed Company Search) below, enter and search the stock name (Medical Data Vision) or our Securities Code (3902), select "Basic Information" and "Public Documents/PR Information" and confirm.

- TSE website (TSE Listed Company Search): https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show

In order to prevent the infection and spread of COVID-19, with the safety of our shareholders as our top priority, we strongly recommend you to refrain from attending the General Meeting of Shareholders in person and exercise your voting rights via the Internet or in writing (by post) in advance.

For the exercise of your voting rights in advance, please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

# [Exercise of voting rights via the Internet, etc.]

Please access the voting website designated by the Company (https://www.web54.net) and follow the onscreen instructions to vote for or against the proposals by 6:00 p.m. on Monday, March 27, 2023.

# [Exercise of voting rights in writing]

Please indicate your approval or disapproval of the proposals on the Voting Form enclosed with this notice of the general meeting of shareholders and return it so that it arrives by 6:00 p.m. on Monday, March 27, 2023.

If there is no indication of approval or disapproval of each proposal on the Voting Form, it will be treated as an indication of approval.

# [Live streaming]

The General Meeting of Shareholders will also be broadcast live via the Internet so that shareholders who do not attend the meeting will be able to watch the meeting. For details, please refer to the attached "Instructions for Live Streaming of the 20th Ordinary General Meeting of Shareholders."

In the unlikely event that the meeting will not be broadcast for any reason, we will inform you on our corporate website shown below. <Corporate website https://www.mdv.co.jp/ir/stock/meeting.html>

Sincerely yours,

## Description

1.	Date and time:	10:00 a.m., Tuesday, March 28, 2023 (reception starts at 9:30 a.m.)
2.	Venue:	7 Kanda Mitoshiro-cho, Chiyoda-ku, Tokyo
		2F Hall, Bellesalle Kanda, Sumitomo Fudosan Kanda Building
3.	Purposes:	
	Items to be reported:	<ol> <li>The business report, the consolidated financial statements and the results of audit of consolidated financial statements by the Accounting Auditor and the Board of Corporate Auditors for the 20th fiscal year (from January 1, 2022 to December 31, 2022)</li> <li>The non-consolidated financial statements for the 20th fiscal year (from January 1, 2022 to December 31, 2022)</li> </ol>
	Items to be resolved:	
	Item No. 1: Appr	opriation of Surplus
	Item No. 2: Elect	tion of Six (6) Directors

 <u>Please note that we do not provide souvenirs for shareholders attending the General Meeting of</u> Shareholders.

End

- When you attend the meeting on the day, we kindly request that you submit the enclosed Voting Form to the receptionist at the venue.
- In accordance with the provisions of laws and regulations and Article 17 of the Articles of Incorporation of the Company, the following items are not stated in documents that will be delivered to shareholders who have requested the delivery of materials in paper-based format. Therefore, these documents form a portion of the documents audited by the Corporate Auditors and the Accounting Auditor in preparing the audit report.
  - \* Notes to the Consolidated Financial Statements
  - \* Notes to the Non-consolidated Financial Statements
- If there are any revisions to matters to be provided electronically, a notice to that effect, and the matters before and after revision will be posted on our corporate website and the TSE website.

# **Reference Documents for the General Meeting of Shareholders**

Item No. 1: Appropriation of Surplus

The Company regards the enhancement of corporate value through business expansion as its most important policy and the return of profits to shareholders as one of its most important management issues. The Company would like to set the amount of the year-end dividend for the current fiscal year as follows based on our business results for the current fiscal year and business developments in the future:

- (1) Type in which dividends are paid Cash payment
- (2) Allocation of dividend property and total amount of dividends6.00 yen per common share of the Company229,181,088 yen in total
- (3) Effective date on which dividends are disbursed from surplus March 29, 2023

# Item No. 2: Election of Six (6) Directors

The term of office of all six (6) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of six (6) Directors is proposed.

The following candidates for Directors were determined by the Board of Directors based on the report of the Nomination Compensation and Evaluation Committee.

The candidates for Directors are as follows.

Candidate Number	Name	Position and responsibility at the Company		Attendance at Board of Directors meetings
1	Hiroyuki Iwasaki	President	Reappointment	100% (16/16)
2	Syuuji Asami	Senior Managing Director, General Manager of User Support Division	Reappointment	100% (16/16)
3	Takuji Yanagisawa	Director, General Manager of Business Planning Division	Reappointment	100% (16/16)
4	Masaki Nakamura	Director, General Manager of the Alliance Promotion Office	Reappointment	94% (15/16)
5	Souichi Katsuki	Outside Director	Reappointment Outside Independent	100% (16/16)
6	Takao Nakamura	Outside Director	Reappointment Outside Independent	94% (15/16)

## Candidate Number

1



Number of the Company's shares owned 800,600 shares Number of years in office 19 years 8 months

Attendance at Board of Directors meetings 16/16 (100%)

# Hiroyuki Iwasaki

(June 14, 1960)

Reappointment

#### [Brief profile, position and responsibility at the Company]

Jun. 1988	Representative Director, ALEC Co., Ltd.
Jun. 1994	Managing Director, EYEZ, INC.
Jun. 1997	Managing Director, COOCOM CO., LTD
Feb. 2002	Joined Japan Medical Data Center Co., Ltd. (currently JMDC Inc.)
Aug. 2003	Established the Company, Representative Director
Sep. 2014	President, the Company (current position)
Jan. 2017	Director, Doctorbook Inc. (current position)
Jun. 2017	Director, Cosmex Co., Ltd. (formerly MDV Trial Co., Ltd. currently Medical Data Vision Co., Ltd.)
Mar. 2018	Director, CADA Co., Ltd.
Feb. 2020	Director, Medical Domain Inc.
Mar. 2020	Director, MDV New Connect Co., Ltd.
Oct. 2020	Director, System be alpha Co., Ltd. (current position)
Feb. 2022	Director, AIR BIOS Inc. (current position)
Feb. 2023	Director, SENSING Co., Ltd. (current position)

#### [Significant concurrent positions]

Director, Doctorbook Inc. Director, System be alpha Co., Ltd. Director, AIR BIOS Inc. Director, SENSING Co., Ltd.

#### Reasons for nomination as a candidate for Director

Since the establishment of the Company in August 2003, he has been leading the Company, a pioneer in the utilization of medical data, with his forward-looking management strategy and strong leadership. He has grown the Company into one that owns one of the largest medical databases in Japan. The Company has nominated Mr. Hiroyuki Iwasaki as a candidate for Director as he is deemed to be indispensable for continuously improving the Group's corporate value by promoting the development and deployment of PHR-related services centered on Karteco, using his outstanding insight and abundant experience in overall management and speeding up business development through open alliances, in order to realize our aim of creating a "Society where people can choose their healthcare."

	Candidate Number						
00	2	Syuuji Asami (September 24, 1956) Reappointment					
- Sec	[Brief profi	le, position and responsibility at the Company]					
	Apr. 1979	Joined NCR Japan, Ltd.					
	Oct. 2000	Oct. 2000 President and Representative Director, Tripwire Japan KK					
	Dec. 2001	Dec. 2001 President and Representative Director, LTC Co., Ltd.					
	Dec. 2002	Joined Japan Medical Data Center Co., Ltd. (currently JMDC Inc.)					
	Aug. 2003	Aug. 2003 Director, the Company					
Number of the Company's	Oct. 2004	Senior Managing Director, the Company					
shares owned 89.312 shares	Apr. 2015	5 Representative Director, CADA Co., Ltd.					
67,512 shares	Mar. 2017	Director, CADA Co., Ltd.					
Number of years in office	Mar. 2018	Representative Director, CADA Co., Ltd.					
19 years 8 months	Feb. 2021	Senior Managing Director, General Manager of User Support Division, the Company (current position)					
Attendance at Board of							
Directors meetings	D	in the second state for Directory					
16/16 (100%)	Reasons for nomination as a candidate for Director						
	He established the Company with Mr. Hiroyuki Iwasaki in August 2003 based on his experience as President and Representative Director of financial and system companies and the expertise and abundant experience he has fostered through such experience. Since then, he has led the expansion of the Company's business. Since 2021, he has also strived to improve support for our users as General Manager of the User Support Division. The Company has nominated him as a candidate for Director because it has determined that he will continue to be necessary for sustainable enhancement of the Group's corporate value by utilizing his deep insight and abundant experience.						

# Candidate Number



Number of the Company's shares owned 82,188 shares Number of years in office 14 years 9 months Attendance at Board of Directors meetings

16/16 (100%)

### Takuji Yanagisawa 3

### [Brief profile, position and responsibility at the Company]

Apr. 1995	Joined Tokyo Ricoh Co., Ltd. (currently RICOH JAPAN Corp.)
Oct. 2002	Joined MU Hands-on Capital Ltd. (later absorbed to form Mitsubishi UFJ Securities Holdings Co., Ltd.)
Oct. 2006	Joined the Company
Jul. 2008	Director, the Company
Feb. 2014	Director, General Manager of the Administration Unit, the Company
Apr. 2015	Director, CADA Co., Ltd.
Jan. 2017	Director, Doctorbook Inc.
Apr. 2017	Director, the Company
Feb. 2019	Director, General Manager of the Group Management Division, the Company
Mar. 2020	Director, MDV Trial Co., Ltd. (currently Medical Data Vision Co., Ltd.)
Mar. 2021	Director, MDV New Connect Co., Ltd.
Feb. 2022	Director, AIR BIOS Inc. (current position)
Feb. 2023	Director, General Manager of Business Planning Division, the Company (current position)

Reappointment

(May 17, 1972)

#### [Significant concurrent positions]

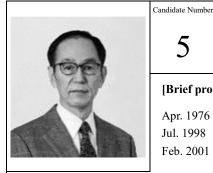
Director, AIR BIOS Inc.

#### Reasons for nomination as a candidate for Director

Since joining the Company, he has promoted new businesses for the realization of a "Society where people can choose their healthcare" that the Company aims to create, through his service at the Administration and Sales Divisions and currently as General Manager of the Business Planning Division, as well as strived to promote the growth of the Group. He has abundant working experience in the Company and deep knowledge of business operations and administration for the Company through his service. The Company has nominated him as a candidate for Director because it has determined that he will continue to be an appropriate person to accelerate the business growth of the Group.

	Candidate Number							
	4	Masaki Nakamura (May 18, 1981) Reappointment						
12	[Brief profile, position and responsibility at the Company]							
	Apr. 2004	Joined Human Techno System Co., Ltd.						
A AN A ASSANCE A	Oct. 2007	Joined the Company						
	Feb. 2014	General Manager of EBM Business Unit, the Company						
	Jun. 2017	Director, Cosmex Co., Ltd. (formerly MDV Trial Co., Ltd. currently Medical Data Vision Co., Ltd.)						
Number of the Company's shares owned	Mar. 2018	President and Representative Director, Cosmex Co., Ltd. (formerly MDV Trial Co., Ltd. currently Medical Data Vision Co., Ltd.)						
1,312 shares	Mar. 2018	Director, the Company						
	Feb. 2020	Director, Medical Domain Inc.						
Number of years in office	Aug. 2020	Director, MDV Trial Co., Ltd. (currently Medical Data Vision Co., Ltd.)						
5 years	Jan. 2021	President and Representative Director, Medical Domain Inc. (current position)						
Attendance at Board of Directors meetings	Feb. 2021	Director, General Manager of Sales Division, the Company						
15/16 (94%)	Jul. 2022	Director, System be alpha Co., Ltd.						
	Feb. 2023	Director, General Manager of the Alliance Promotion Office, the Company (current position)						
	[Significan	t concurrent positions]						
President and Representative Director, Medical Domain Inc.								
	Reasons for nomination as a candidate for Director							
Since joining the Company, he was engaged in the EBM business and contributed to the expansion and promotion of data utilization services. After that, he has been making								

since joining the Company, he was engaged in the EBM business and contributed to the expansion and promotion of data utilization services. After that, he has been making significant contribution to the expansion of new services utilizing the Company's data at MDV Trial Co., Ltd. Currently, he is engaged in the realization of alliance strategies for the future of the Company as Director and General Manager of the Alliance Promotion Office. The Company has nominated him as a candidate for Director because it has determined that he will continue to be an appropriate person for further expansion and development of the Group's business.



# 5 Souichi Katsuki

(May 11, 1951)

Reappointment	
Outside	
Independent	

#### [Brief profile, position and responsibility at the Company]

Apr. 1976	Joined Tokyu Department Store Co., Ltd.
Api. 1970	Joined Tokyu Department Store Co., Etd.
Jul. 1998	General Manager of Sales Policy Division, Tokyu Department Store Co., Ltd.
Feb. 2001	General Manager of Group Business Administration Office, Tokyu Department Store Co., Ltd.
Jun. 2005	Director, General Manager of Sales Development Department, Tokyu Card, Inc.
Oct. 2005	Managing Executive Officer, General Manager of Administration Division, Gurunavi, Inc.
Jun. 2006	Managing Director, General Manager of the Administration Division, Gurunavi, Inc.
Jun. 2009	Managing Director, General Manager of Sales Division, Gurunavi, Inc.
Jun. 2011	Director and Senior Managing Executive Officer, General Manager of Administration Division, Gurunavi, Inc.
May 2013	Director, Vice President, Executive Officer, Gurunavi, Inc.
Jan. 2014	Counselor, Tokyu Railways
Mar. 2016	Outside Director, the Company (current position)
May 2021	Outside Director, Cocorport Inc. (current position)
Jul. 2021	Outside Director, ANYCOLOR Inc.

#### [Significant concurrent positions]

Outside Director, Cocorport Inc.

#### Reasons for nomination as a candidate for Outside Director and summary of future roles

He has been providing advice on the Group's management and supervising the execution of business operations from a practical and multifaceted perspective based on his deep insight cultivated through his years of corporate management in the service industry. The Company has nominated him as a candidate for Outside Director because it has determined that he will continue to fulfill his duties as Outside Director appropriately for sustainable enhancement of the Group's corporate value.

If Mr. Souichi Katsuki is elected as Outside Director, the Company expects him to provide advice on management policies and strategies from the perspective of corporate management of the Group based on his own knowledge for the promotion of sustainable growth of the Company and the enhancement of its corporate value over the medium- to long-term, and to be involved as a member of the Nomination Compensation and Evaluation Committee from an objective and neutral position in the selection of candidates for corporate officers of the Company and the determination of their compensation, as well as to provide appropriate evaluation and supervision of the execution of business operations and supervision of the company and overall management.

shares owned 16,000 shares Number of years in office 7 years Attendance at Board of Directors meetings

Number of the Company's

16/16 (100%)

Candidate Number

# 6 Takao Nakamura

(August 25, 1965)

Reappointment
Outside
Independent

#### [Brief profile, position and responsibility at the Company]

	Apr. 1989	Joined the Bank of Japan				
A 4	1	1				
	Feb. 1996	Director, Digital Garage, Inc.				
	May 1997	Vice President and Representative Director, Digital Garage, Inc.				
	Jun. 1999	President and Representative Director, Infoseek Japan K.K. (later merged into Rakuten Group, Inc.)				
Number of the Company's	Jan. 2009	Joined Torikai Law Office				
shares owned	Jan. 2016	Partner lawyer, Wadakura Gate Law Office (current position)				
- shares	Mar. 2016	Outside Director (Audit and Supervisory Committee Member), ValueCommerce Co., Ltd. (current position)				
Number of years in office	Jan. 2017	Senior Legal Advisor, Mitsui & Co. (Asia Pacific) Pte. Ltd.				
4 years	Mar. 2018	Outside Director (Audit and Supervisory Committee Member), KAYAC Inc.				
Attendance at Board of	Mar. 2019	Outside Director, the Company (current position)				
Directors meetings	May 2019	Outside Auditor, Matsuya Co., Ltd.				
15/16 (94%)	May 2022	Outside Director (Audit and Supervisory Committee Member), Matsuya Co., Ltd. (current position)				
	[Significant concurrent positions]					
	Partner lawye	r, Wadakura Gate Law Office				
	Outside Director (Audit and Supervisory Committee Member), ValueCommerce Co., Ltd.					
	Outside Director (Audit and Supervisory Committee Member), Matsuya Co., Ltd.					

#### Reasons for nomination as a candidate for Outside Director and summary of future roles

He has been providing advice on the Group's management and appropriately supervising the execution of business operations from a practical and multifaceted perspective based on his abundant experience cultivated through corporate management as Representative Director and deep insight as a lawyer. The Company has nominated him as a candidate for Outside Director because it has determined that he will continue to fulfill his duties as Outside Director appropriately for sustainable enhancement of the Group's corporate value.

If Mr. Takao Nakamura is elected as Outside Director, the Company expects him to provide guidance and advice on management policies and strategies based on his deep insight and expertise as a lawyer, and to be involved as a member of the Nomination Compensation and Evaluation Committee from an objective and neutral position in the selection of candidates for corporate officers of the Company and the determination of their compensation, as well as to provide appropriate evaluation and supervision of the execution of business operations and to supervise conflicts of interest between the Company and its management or controlling shareholders, etc.

- Notes: 1. There are no special conflicts of interests between any of the candidates and the Company.
  - 2. Mr. Souichi Katsuki and Mr. Takao Nakamura are candidates for Outside Directors.
  - 3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Souichi Katsuki and Mr. Takao Nakamura to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act. The limit of liability for damages under such agreements is the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act. If their reappointments are approved, the Company will continue these agreements.
  - 4. The Company has entered into Directors and Officers liability insurance contracts with an insurance company as provided in Article 430-3, Paragraph 1 of the Companies Act, with all Directors as the insured. The insurance contract shall cover any damage that may occur as a result of a Director who is the insured being held liable for the execution of his/her duties or a claim for pursuing such liability. If the candidates assume the office of Director, they will be included in the insured under such insurance contracts. In addition, the Company will also renew such insurance contracts with the same content at the next renewal.
  - 5. Mr. Souichi Katsuki and Mr. Takao Nakamura satisfy the requirements of the Tokyo Stock Exchange as independent officers. If their reappointment is approved, the Company will continue to appoint them as independent officers.

# (Reference) Expertise and experience of Directors and Corporate Auditors

Name		Corporate management	Law, risks, and compliance	Finance, accounting, and tax	Sales and marketing	Planning and development	Technology	Industry knowledge	System security and protection of personal information
Hiroyuki Iwasaki	Director	0			0	0			
Syuuji Asami	Director	0							
Takuji Yanagisawa	Director	0		0		0			
Masaki Nakamura	Director				0		0	0	0
Souichi Katsuki	Outside Director	0		0	0				
Takao Nakamura	Outside Director	0	0						
Masaaki Takaki	Corporate Auditor			0					
Atsushi Igarashi	Corporate Auditor						0		0
Yasunori Matsumoto	Corporate Auditor			0					
Osamu Nakagawa	Corporate Auditor			0					
Kiyohito Hamada	Corporate Auditor			0					