

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  
(Shipping date) March 8, 2024  
(Commencement date of electronic provision) March 1, 2024

To Our Shareholders:

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

## Notice of the 21st Ordinary General Meeting of Shareholders

Thank you very much for your continued support.

The Company will hold the 21<sup>st</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 21st Ordinary General Meeting of Shareholders, March 27, 2024" 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 the "Notice of Convocation of General Meeting of Shareholders/Materials for General Meeting of Shareholders" section in the "Public Documents."

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

We strongly recommend you to exercise your voting rights via the Internet, etc., 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 on-screen instructions to vote for or against the proposals by 6:00 p.m. on Tuesday, March 26, 2024.

**[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 Tuesday, March 26, 2024.

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 21st 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>>

## Description

**1. Date and time:** 10:00 a.m., Wednesday, March 27, 2024 (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:**
1. 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 21st fiscal year (from January 1, 2023 to December 31, 2023)
  2. The non-consolidated financial statements for the 21st fiscal year (from January 1, 2023 to December 31, 2023)

**Items to be resolved:**

- Item No. 1:** Appropriation of Surplus  
**Item No. 2:** Election of Seven (7) Directors

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- **Please note that we do not provide souvenirs for shareholders attending the General Meeting of Shareholders.**

- When you attend the meeting on the day, we kindly request that you submit the 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:

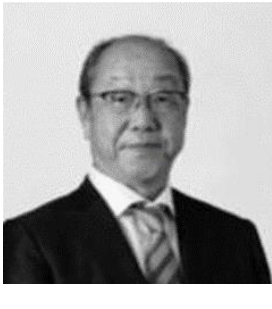
- (1) Type in which dividends are paid  
Cash payment
- (2) Allocation of dividend property and total amount of dividends  
6.50 yen per common share of the Company                      248,279,512 yen in total
- (3) Effective date on which dividends are disbursed from surplus  
March 28, 2024


**Item No. 2: Election of Seven (7) Directors**

The term of office of all six (6) Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, with the aim of strengthening and enhancing the management structure, the Company proposes to increase the number of Directors by one (1) and newly elect seven (7) Directors. 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	Candidate Attributes	Attendance at Board of Directors meetings
1	Hiroyuki Iwasaki	President	Reappointment	92% (12/13)
2	Syuuji Asami	Senior Managing Director, General Manager of User Support Division	Reappointment	100% (13/13)
3	Takuji Yanagisawa	Director, General Manager of Business Planning Division	Reappointment	100% (13/13)
4	Masaki Nakamura	Director, General Manager of the Alliance Promotion Office	Reappointment	100% (13/13)
5	Souichi Katsuki	Outside Director	Reappointment    Outside    Independent	100% (13/13)
6	Takao Nakamura	Outside Director	Reappointment    Outside    Independent	100% (13/13)
7	Kiyomi Nojiri		New appointment    Outside    Independent	-

	Candidate Number	<span style="font-size: 2em; font-weight: bold;">1</span>		<span style="font-size: 1.5em; font-weight: bold;">Hiroyuki Iwasaki</span>	(June 14, 1960)	<span style="border: 1px solid black; padding: 2px;">Reappointment</span>			
	<p><b>[Brief profile, position and responsibility at the Company]</b></p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%; vertical-align: top;"> <p>Number of the Company's shares owned 800,600 shares</p> <p>Number of years in office 20 years 8 months</p> <p>Attendance at Board of Directors meetings 12/13 (92%)</p> </td> <td style="width: 25%; vertical-align: top;"> <p>Jun. 1988      Representative Director, ALEC Co., Ltd.</p> <p>Jun. 1994      Managing Director, EYEZ, INC.</p> <p>Jun. 1997      Managing Director, COOCOM CO., LTD.</p> <p>Feb. 2002      Joined Japan Medical Data Center Co., Ltd. (currently JMDC Inc.)</p> <p>Aug. 2003      Established the Company, Representative Director</p> <p>Sep. 2014      President, the Company (current position)</p> <p>Jan. 2017      Director, Doctorbook Inc. (current position)</p> <p>Jun. 2017      Director, Cosmex Co., Ltd. (formerly MDV Trial Co., Ltd. currently Medical Data Vision Co., Ltd.)</p> <p>Mar. 2018      Director, CADA Co., Ltd.</p> <p>Feb. 2020      Director, Medical Domain Inc.</p> <p>Mar. 2020      Director, MDV New Connect Co., Ltd.</p> <p>Oct. 2020      Director, System be alpha Co., Ltd. (current position)</p> <p>Feb. 2022      Director, AIR BIOS Inc. (current position)</p> <p>Feb. 2023      Director, SENSING Co., Ltd. (current position)</p> </td> <td style="width: 25%;"></td> <td style="width: 25%;"></td> </tr> </table> <p><b>[Significant concurrent positions]</b></p> <p>Director, Doctorbook Inc.          Director, System be alpha Co., Ltd.          Director, AIR BIOS Inc.          Director, SENSING Co., Ltd.</p> <p><b>Reasons for nomination as a candidate for Director</b></p> <p>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."</p>						<p>Number of the Company's shares owned 800,600 shares</p> <p>Number of years in office 20 years 8 months</p> <p>Attendance at Board of Directors meetings 12/13 (92%)</p>	<p>Jun. 1988      Representative Director, ALEC Co., Ltd.</p> <p>Jun. 1994      Managing Director, EYEZ, INC.</p> <p>Jun. 1997      Managing Director, COOCOM CO., LTD.</p> <p>Feb. 2002      Joined Japan Medical Data Center Co., Ltd. (currently JMDC Inc.)</p> <p>Aug. 2003      Established the Company, Representative Director</p> <p>Sep. 2014      President, the Company (current position)</p> <p>Jan. 2017      Director, Doctorbook Inc. (current position)</p> <p>Jun. 2017      Director, Cosmex Co., Ltd. (formerly MDV Trial Co., Ltd. currently Medical Data Vision Co., Ltd.)</p> <p>Mar. 2018      Director, CADA Co., Ltd.</p> <p>Feb. 2020      Director, Medical Domain Inc.</p> <p>Mar. 2020      Director, MDV New Connect Co., Ltd.</p> <p>Oct. 2020      Director, System be alpha Co., Ltd. (current position)</p> <p>Feb. 2022      Director, AIR BIOS Inc. (current position)</p> <p>Feb. 2023      Director, SENSING Co., Ltd. (current position)</p>	
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	Candidate Number	<p style="text-align: center;">2      <b>Syuuji Asami</b>      (September 24, 1956)      <span style="border: 1px solid black; padding: 2px;">Reappointment</span></p>		
	<p><b>[Brief profile, position and responsibility at the Company]</b></p> <table border="0"> <tr> <td style="vertical-align: top;"> <p>Apr. 1979</p> <p>Oct. 2000</p> <p>Dec. 2001</p> <p>Dec. 2002</p> <p>Aug. 2003</p> <p>Oct. 2004</p> <p>Apr. 2015</p> <p>Mar. 2017</p> <p>Mar. 2018</p> <p>Feb. 2021</p> </td> <td style="vertical-align: top;"> <p>Joined NCR Japan, Ltd.</p> <p>President and Representative Director, Tripwire Japan K.K.</p> <p>President and Representative Director, LTC Co., Ltd.</p> <p>Joined Japan Medical Data Center Co., Ltd. (currently JMDC Inc.)</p> <p>Director, the Company</p> <p>Senior Managing Director, the Company</p> <p>Representative Director, CADA Co., Ltd.</p> <p>Director, CADA Co., Ltd.</p> <p>Representative Director, CADA Co., Ltd.</p> <p>Senior Managing Director, General Manager of User Support Division, the Company (current position)</p> </td> </tr> </table>			<p>Apr. 1979</p> <p>Oct. 2000</p> <p>Dec. 2001</p> <p>Dec. 2002</p> <p>Aug. 2003</p> <p>Oct. 2004</p> <p>Apr. 2015</p> <p>Mar. 2017</p> <p>Mar. 2018</p> <p>Feb. 2021</p>
<p>Apr. 1979</p> <p>Oct. 2000</p> <p>Dec. 2001</p> <p>Dec. 2002</p> <p>Aug. 2003</p> <p>Oct. 2004</p> <p>Apr. 2015</p> <p>Mar. 2017</p> <p>Mar. 2018</p> <p>Feb. 2021</p>	<p>Joined NCR Japan, Ltd.</p> <p>President and Representative Director, Tripwire Japan K.K.</p> <p>President and Representative Director, LTC Co., Ltd.</p> <p>Joined Japan Medical Data Center Co., Ltd. (currently JMDC Inc.)</p> <p>Director, the Company</p> <p>Senior Managing Director, the Company</p> <p>Representative Director, CADA Co., Ltd.</p> <p>Director, CADA Co., Ltd.</p> <p>Representative Director, CADA Co., Ltd.</p> <p>Senior Managing Director, General Manager of User Support Division, the Company (current position)</p>			
<p>Number of the Company's shares owned</p> <p style="text-align: right;">89,312 shares</p>				
<p>Number of years in office</p> <p style="text-align: right;">20 years 8 months</p>				
<p>Attendance at Board of Directors meetings</p> <p style="text-align: right;">13/13 (100%)</p>				
<p><b>Reasons for nomination as a candidate for Director</b></p> <p>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.</p>				

	Candidate Number	<span style="font-size: 2em; font-weight: bold;">3</span>	<span style="font-size: 1.5em; font-weight: bold;">Takuji Yanagisawa</span>	(May 17, 1972)	<span style="border: 1px solid black; padding: 2px;">Reappointment</span>		
	<p><b>[Brief profile, position and responsibility at the Company]</b></p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%; vertical-align: top;"> <p>Apr. 1995</p> <p>Oct. 2002</p> <p>Oct. 2006</p> <p>Jul. 2008</p> <p>Feb. 2014</p> <p>Apr. 2015</p> <p>Jan. 2017</p> <p>Apr. 2017</p> <p>Feb. 2019</p> <p>Mar. 2020</p> <p>Mar. 2021</p> <p>Feb. 2022</p> <p>Feb. 2023</p> </td> <td style="width: 25%; vertical-align: top;"> <p>Joined Tokyo Ricoh Co., Ltd. (currently RICOH JAPAN Corp.)</p> <p>Joined MU Hands-on Capital Ltd. (later absorbed to form Mitsubishi UFJ Securities Holdings Co., Ltd.)</p> <p>Joined the Company</p> <p>Director, the Company</p> <p>Director, General Manager of the Administration Unit, the Company</p> <p>Director, CADA Co., Ltd.</p> <p>Director, Doctorbook Inc.</p> <p>Director, the Company</p> <p>Director, General Manager of the Group Management Division, the Company</p> <p>Director, MDV Trial Co., Ltd. (currently Medical Data Vision Co., Ltd.)</p> <p>Director, MDV New Connect Co., Ltd.</p> <p>Director, AIR BIOS Inc. (current position)</p> <p>Director, General Manager of Business Planning Division, the Company (current position)</p> </td> <td style="width: 50%;"></td> </tr> </table> <p><b>Reasons for nomination as a candidate for Director</b></p> <p>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.</p>					<p>Apr. 1995</p> <p>Oct. 2002</p> <p>Oct. 2006</p> <p>Jul. 2008</p> <p>Feb. 2014</p> <p>Apr. 2015</p> <p>Jan. 2017</p> <p>Apr. 2017</p> <p>Feb. 2019</p> <p>Mar. 2020</p> <p>Mar. 2021</p> <p>Feb. 2022</p> <p>Feb. 2023</p>	<p>Joined Tokyo Ricoh Co., Ltd. (currently RICOH JAPAN Corp.)</p> <p>Joined MU Hands-on Capital Ltd. (later absorbed to form Mitsubishi UFJ Securities Holdings Co., Ltd.)</p> <p>Joined the Company</p> <p>Director, the Company</p> <p>Director, General Manager of the Administration Unit, the Company</p> <p>Director, CADA Co., Ltd.</p> <p>Director, Doctorbook Inc.</p> <p>Director, the Company</p> <p>Director, General Manager of the Group Management Division, the Company</p> <p>Director, MDV Trial Co., Ltd. (currently Medical Data Vision Co., Ltd.)</p> <p>Director, MDV New Connect Co., Ltd.</p> <p>Director, AIR BIOS Inc. (current position)</p> <p>Director, General Manager of Business Planning Division, the Company (current position)</p>
<p>Apr. 1995</p> <p>Oct. 2002</p> <p>Oct. 2006</p> <p>Jul. 2008</p> <p>Feb. 2014</p> <p>Apr. 2015</p> <p>Jan. 2017</p> <p>Apr. 2017</p> <p>Feb. 2019</p> <p>Mar. 2020</p> <p>Mar. 2021</p> <p>Feb. 2022</p> <p>Feb. 2023</p>	<p>Joined Tokyo Ricoh Co., Ltd. (currently RICOH JAPAN Corp.)</p> <p>Joined MU Hands-on Capital Ltd. (later absorbed to form Mitsubishi UFJ Securities Holdings Co., Ltd.)</p> <p>Joined the Company</p> <p>Director, the Company</p> <p>Director, General Manager of the Administration Unit, the Company</p> <p>Director, CADA Co., Ltd.</p> <p>Director, Doctorbook Inc.</p> <p>Director, the Company</p> <p>Director, General Manager of the Group Management Division, the Company</p> <p>Director, MDV Trial Co., Ltd. (currently Medical Data Vision Co., Ltd.)</p> <p>Director, MDV New Connect Co., Ltd.</p> <p>Director, AIR BIOS Inc. (current position)</p> <p>Director, General Manager of Business Planning Division, the Company (current position)</p>						
<p>Number of the Company’s shares owned</p> <p style="padding-left: 20px;">82,188 shares</p> <p>Number of years in office</p> <p style="padding-left: 20px;">15 years 9 months</p> <p>Attendance at Board of Directors meetings</p> <p style="padding-left: 20px;">13/13 (100%)</p>							





Candidate Number

4

Masaki Nakamura

(May 18, 1981)

Reappointment

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

Number of the Company's shares owned

1,312 shares

Number of years in office

6 years

Attendance at Board of Directors meetings

13/13 (100%)

- Apr. 2004      Joined Human Techno System Co., Ltd.
- 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.)
- Mar. 2018      President and Representative Director, Cosmex Co., Ltd. (formerly MDV Trial Co., Ltd. currently Medical Data Vision Co., Ltd.)
- Mar. 2018      Director, the Company
- Feb. 2020      Director, Medical Domain Inc.
- Aug. 2020      Director, MDV Trial Co., Ltd. (currently Medical Data Vision Co., Ltd.)
- Jan. 2021      President and Representative Director, Medical Domain Inc. (current position)
- Feb. 2021      Director, General Manager of Sales Division, the Company
- Jul. 2022      Director, System be alpha Co., Ltd.
- Feb. 2023      Director, General Manager of the Alliance Promotion Office, the Company (current position)

**[Significant 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 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.



Candidate Number

5

Souichi Katsuki

(May 11, 1951)

Reappointment  
Outside  
Independent

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

Number of the Company's shares owned

16,000 shares

Number of years in office

8 years

Attendance at Board of Directors meetings

13/13 (100%)

- Apr. 1976      Joined Tokyu Department Store Co., Ltd.
- 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.


	Candidate Number	<span style="font-size: 2em; font-weight: bold;">6</span>	<span style="font-size: 1.5em; font-weight: bold;">Takao Nakamura</span>	(August 25, 1965)	<div style="border: 1px solid black; padding: 2px; display: inline-block;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>	
	<p><b>[Brief profile, position and responsibility at the Company]</b></p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%; vertical-align: top;">           Apr. 1989            Feb. 1996            May 1997            Jun. 1999              Jan. 2009            Jan. 2016            Mar. 2016              Jan. 2017            Mar. 2018            Mar. 2019            May 2019            May 2022         </td> <td style="width: 75%; vertical-align: top;">           Joined the Bank of Japan            Director, Digital Garage, Inc.            Vice President and Representative Director, Digital Garage, Inc.            President and Representative Director, Infoseek Japan K. K. (later merged into Rakuten Group, Inc.)              Joined Torikai Law Office            Partner lawyer, Wadakura Gate Law Office (current position)            Outside Director (Audit and Supervisory Committee Member), ValueCommerce Co., Ltd. (current position)              Senior Legal Advisor, Mitsui &amp; Co. (Asia Pacific) Pte. Ltd.            Outside Director (Audit and Supervisory Committee Member), KAYAC Inc.            Outside Director, the Company (current position)            Outside Auditor, Matsuya Co., Ltd.            Outside Director (Audit and Supervisory Committee Member), Matsuya Co., Ltd. (current position)         </td> </tr> </table> <p><b>[Significant concurrent positions]</b></p> <p>Partner lawyer, Wadakura Gate Law Office          Outside Director (Audit and Supervisory Committee Member), ValueCommerce Co., Ltd.          Outside Director (Audit and Supervisory Committee Member), Matsuya Co., Ltd.</p> <p><b>Reasons for nomination as a candidate for Outside Director and summary of future roles</b></p> <p>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.</p> <p>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.</p>					Apr. 1989 Feb. 1996 May 1997 Jun. 1999  Jan. 2009 Jan. 2016 Mar. 2016  Jan. 2017 Mar. 2018 Mar. 2019 May 2019 May 2022
Apr. 1989 Feb. 1996 May 1997 Jun. 1999  Jan. 2009 Jan. 2016 Mar. 2016  Jan. 2017 Mar. 2018 Mar. 2019 May 2019 May 2022	Joined the Bank of Japan Director, Digital Garage, Inc. Vice President and Representative Director, Digital Garage, Inc. President and Representative Director, Infoseek Japan K. K. (later merged into Rakuten Group, Inc.)  Joined Torikai Law Office Partner lawyer, Wadakura Gate Law Office (current position) Outside Director (Audit and Supervisory Committee Member), ValueCommerce Co., Ltd. (current position)  Senior Legal Advisor, Mitsui & Co. (Asia Pacific) Pte. Ltd. Outside Director (Audit and Supervisory Committee Member), KAYAC Inc. Outside Director, the Company (current position) Outside Auditor, Matsuya Co., Ltd. Outside Director (Audit and Supervisory Committee Member), Matsuya Co., Ltd. (current position)					

Number of the Company's shares owned

- shares

Number of years in office  
5 years

Attendance at Board of Directors meetings  
13/13 (100%)

	Candidate Number	<span style="font-size: 2em; font-weight: bold;">7</span>	<span style="font-size: 1.5em; font-weight: bold;">Kiyomi Nojiri</span>	(September 24, 1972)	<div style="border: 1px solid black; padding: 2px; display: inline-block;">New</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">appointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Outside</div> <div style="border: 1px solid black; padding: 2px; display: inline-block;">Independent</div>		
	<p><b>[Brief profile, position and responsibility at the Company]</b></p> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25%; vertical-align: top;">           May 1997            May 2002            Apr. 2005            Apr. 2007              Nov. 2007            May 2009            Sep. 2022            Mar. 2024         </td> <td style="width: 25%; vertical-align: top;">           Joined Tokyo Teishin Hospital            Established Healthcare Committee Co., Ltd., Representative Director            Part-time physician, Tokyo Teishin Hospital            Established Westfield Consulting Co., Ltd., Representative Director (current position)              Part-time physician, Kobari General Hospital            Part-time physician, IMUS Miyoshi General Hospital            Part-time physician, Shinbashi Beauty Clinic (current position)            Director, Higashiueno Clinic (current position)         </td> <td style="width: 50%;"></td> </tr> </table> <p>Number of the Company's shares owned      - shares</p> <p>Number of years in office      - years</p> <p>Attendance at Board of Directors meetings      -/- (-%)</p> <p><b>[Significant concurrent positions]</b></p> <p>Representative Director, Westfield Consulting Co., Ltd., industrial physician, occupational health consultant          Part-time physician, Shinbashi Beauty Clinic          Director, Higashiueno Hospital</p> <p><b>Reasons for nomination as a candidate for Outside Director and summary of future roles</b></p> <p>The Company has nominated her as a candidate for Outside Director because it has determined that she will fulfill her duties as Outside Director of the Company appropriately based on her deep insight and expertise as a physician and her experience cultivated through corporate management as a representative director.</p> <p>If Ms. Kiyomi Nojiri is elected as Outside Director, the Company expects her to provide guidance and advice on management policies and strategies based on her deep insight and expertise as a physician, 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.</p>					May 1997 May 2002 Apr. 2005 Apr. 2007  Nov. 2007 May 2009 Sep. 2022 Mar. 2024	Joined Tokyo Teishin Hospital Established Healthcare Committee Co., Ltd., Representative Director Part-time physician, Tokyo Teishin Hospital Established Westfield Consulting Co., Ltd., Representative Director (current position)  Part-time physician, Kobari General Hospital Part-time physician, IMUS Miyoshi General Hospital Part-time physician, Shinbashi Beauty Clinic (current position) Director, Higashiueno Clinic (current position)
May 1997 May 2002 Apr. 2005 Apr. 2007  Nov. 2007 May 2009 Sep. 2022 Mar. 2024	Joined Tokyo Teishin Hospital Established Healthcare Committee Co., Ltd., Representative Director Part-time physician, Tokyo Teishin Hospital Established Westfield Consulting Co., Ltd., Representative Director (current position)  Part-time physician, Kobari General Hospital Part-time physician, IMUS Miyoshi General Hospital Part-time physician, Shinbashi Beauty Clinic (current position) Director, Higashiueno Clinic (current position)						

- 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, respectively, 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. If Ms. Kiyomi Nojiri is elected, the Company plans to enter into an agreement to limit her liability for damages in the same manner.
  5. 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.
  6. 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.
  7. Ms. Kiyomi Nojiri satisfies the requirements of the Tokyo Stock Exchange as an independent officer. If she is elected, the Company will notify TSE of her as an independent officer.

8. Mr. Souichi Katsuki has been appointed as an Outside Director for eight (8) years.
9. Mr. Takao Nakamura has been appointed as an Outside Director for five (5) years.

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

If Item No. 2 is approved as proposed, the composition of the Board of Directors and the Board of Corporate Auditors will be as follows.

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
<b>Hiroyuki Iwasaki</b>	Director	○			○	○			
<b>Syuuji Asami</b>	Director	○							
<b>Takuji Yanagisawa</b>	Director	○		○		○			
<b>Masaki Nakamura</b>	Director				○		○	○	○
<b>Souichi Katsuki</b>	Outside Director	○		○	○				
<b>Takao Nakamura</b>	Outside Director	○	○						
<b>Kiyomi Nojiri</b>	Outside Director	○						○	
<b>Masaaki Takaki</b>	Corporate Auditor			○					○
<b>Yasunori Matsumoto</b>	Corporate Auditor			○					
<b>Osamu Nakagawa</b>	Corporate Auditor			○					
<b>Kiyohito Hamada</b>	Corporate Auditor			○					

Notes: In order to clarify the balance of skills as a Board of Directors, the list is limited to the skills possessed by each candidate for Director, especially those "expected" in the Company, and does not represent all the skills (knowledge, experience, and ability) possessed.