

(Notes)

1. 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.
2. “Audit & Supervisory Board Member(s)” and “Audit & Supervisory Board” described herein mean “Kansayaku” and “Kansayaku-kai” stipulated in the Japanese Companies Act respectively.

March 31, 2022

Results of Exercise of Voting Rights at the 183rd Ordinary General Meeting of Shareholders

Please be advised as below the results of exercise of voting rights at the 183rd Ordinary General Meeting of Shareholders held on March 30, 2022 (the “Meeting”).

Description

(1) Details of matters resolved

Proposal No. 1: Appropriation of surplus

Matters regarding year-end dividend:

- (1) Matters related to the allocation of the dividend property to shareholders and the total amount thereof:

¥32.5 per share of the Company’s common shares

Total amount: ¥27,104,055,875

- (2) Effective date of payment of dividend:

March 31, 2022

Proposal No. 2: Partial amendment to the Articles of Incorporation

- (1) To encourage continued expansion and growth of businesses in the health science field, the Company adds the Purpose under Article 2 of the Articles of Incorporation in order to update and clarify that the Articles of Incorporation remain consistent with the Company’s current businesses.
- (2) In order to begin implementing a system that enables electronic provision of relevant reference documents for general meetings of shareholders, the Company revises Article 15 of the Articles of Incorporation. This amendment is in anticipation of the proviso to Article 1 of the Supplementary Provisions of the "Act for Partial Revision of the Companies Act" (Act No. 70 of 2019) which is scheduled to become effective from September 1, 2022.
- (3) Articles 28 and 38 of the Articles of Incorporation shall be partially amended to enable the Company to conclude contracts for limitation of liability with Directors of the Board (excluding Executive Directors, etc.) and Audit & Supervisory Board Members. By doing this, the Company can prepare an environment in which appropriately talented people can be widely invited as Directors of the Board and Audit & Supervisory Board Member and they can fully fulfill their expected roles.

Proposal No. 3: Election of twelve (12) Directors of the Board

To elect the following twelve (12) persons as Directors: Yoshinori Isozaki, Keisuke Nishimura, Toshiya Miyoshi, Noriya Yokota, Takeshi Minakata, Masakatsu Mori, Hiroyuki Yanagi, Chieko Matsuda, Noriko Shiono, Rod Eddington, George Olcott and Kaoru Kato.

Proposal No. 4: Election of two (2) Audit & Supervisory Board Members

To elect the following two (2) persons as Audit & Supervisory Board Members: Shobu Nishitani and Kenichi Fujinawa.

Proposal No. 5: Revision of the amount of remuneration for Directors of the Board

To revise the total amount of remuneration for the Directors of the Board up to an amount not exceeding ¥1,520 million (including an amount not exceeding ¥210 million for Non-executive Directors) per year.

Proposal No. 6: Revision to the amount and framework of remuneration, etc. to Eligible Directors and

Officers in line with the revision to the trust-type stock compensation plan

Under a trust-type stock compensation plan for the Company's Directors of the Board (excluding Non-executive Directors) and Executive Officers (excluding those concurrently serving as Directors as well as those in an employment relationship with the Company) (the "Eligible Directors and Officers") who are residents of Japan, the Company contributes up to ¥1,450 million per fiscal year to deliver the Company's shares and cash to Eligible Directors and Officers through the trust established for this purpose, based on the individual executive rank of the Eligible Directors and Officers and the level of achievement of performance targets.

In addition, under a performance-linked and stock-price-linked remuneration plans for those Eligible Directors and Officers who are non-residents of Japan, for which the total sum of the amount recorded as expenses with respect to cash to be paid to Directors of the Board, and the amount of fixed basic remuneration of Directors of the Board and bonuses for Directors of the Board excluding Non-executive Directors shall not exceed the limit of monetary compensation for Directors of the Board (¥1,520 million per year) if the proposal No. 5 is approved and adopted as proposed. To elect the following two (2) persons as Audit & Supervisory Board Members: Shobu Nishitani and Kenichi Fujinawa.

Proposal No. 7: Revision of the amount of remuneration for Audit & Supervisory Board Members

To revise the total amount of remuneration for Audit & Supervisory Board Members to an amount not exceeding ¥200 million per year.

(2) Number of voting rights exercised indicating the intention of “affirmative votes”, “negative votes” or “abstentions” for each proposal, the requirements for approval and voting results thereof

Proposal:	Number of affirmative votes	Number of negative votes	Number of abstentions	Voting results	
				Ratio of affirmative votes	Approved/ Disapproved
Proposal No. 1 Appropriation of surplus	6,349,607	8,742	0	99.62%	Approved
Proposal No. 2: Partial amendment to the Articles of Incorporation	6,345,724	12,651	0	99.56%	Approved
Proposal No. 3 Election of twelve (12) Directors					
Yoshinori Isozaki	6,269,097	87,370	0	98.36%	Approved
Keisuke Nishimura	6,314,692	41,778	0	99.07%	Approved
Toshiya Miyoshi	6,316,916	39,553	0	99.11%	Approved
Noriya Yokota	6,319,169	37,300	0	99.14%	Approved
Takeshi Minakata	6,317,713	38,756	0	99.12%	Approved
Masakatsu Mori	6,229,580	126,886	0	97.74%	Approved
Hiroyuki Yanagi	6,328,351	28,119	0	99.29%	Approved
Chieko Matsuda	6,328,008	28,462	0	99.28%	Approved
Noriko Shiono	6,330,698	25,764	0	99.32%	Approved
Rod Eddington	6,168,908	187,547	0	96.79%	Approved
George Olcott	6,258,557	97,912	0	98.19%	Approved
Kaoru Kato	6,324,821	31,650	0	99.23%	Approved
Proposal No. 4: Election of two (2) Audit & Supervisory Board Members					
Shobu Nishitani	6,294,775	52,278	0	98.76%	Approved
Kenichi Fujinawa	6,329,237	27,290	0	99.30%	Approved
Proposal No. 5: Revision of the amount of remuneration for Directors of the Board	6,294,139	63,673	494	98.75%	Approved
Proposal No. 6: Revision to the amount and framework of remuneration, etc. to Eligible Directors and Officers in line with the revision to the trust-type stock compensation plan	5,302,159	1,056,128	0	83.19%	Approved
Proposal No. 7: Revision of the amount of remuneration for Audit & Supervisory Board Members	6,307,032	50,764	494	98.95%	Approved

(Notes)1. The total number of voting rights of the shareholders eligible to exercise voting rights was 8,324,201.

2. The requirements for approval for each matter resolved were as follows:

Proposal Nos. 1, 5, 6 and 7

Approval by a majority vote of the shareholders who are present at the Meeting and eligible to exercise voting rights

Proposal No. 2

Approval by not less than two-third (2/3) of the shareholders present at the Meeting who hold shares representing in aggregate not less than one-third (1/3) of the voting rights of all shareholders who are eligible to exercise voting rights

Proposal Nos. 3 and 4

Approval by a majority vote of the shareholders present at the Meeting who hold shares representing in aggregate not less than one-third (1/3) of the voting rights of all shareholders who are eligible to exercise voting rights

- (3) Reason why a portion of the number of voting rights of the shareholders present at the Meeting was not included in the number of voting rights exercised indicating the intention of “affirmative votes”, “negative votes” or abstentions

The aggregated number of voting rights exercised prior to the Meeting using the Voting Rights Exercise Form or via the Internet and so on and the number of voting rights of the shareholders present at the Meeting whose intention of approval was confirmed, were sufficient to meet the requirements to approve each proposal in accordance with the Japanese Companies Act. Accordingly, the number of voting rights of the shareholders present at the Meeting whose intention of approval, disapproval or abstention could not be confirmed were not included.