

66th Annual General Meeting of Shareholders



MANI, INC.

Security code: 7730

Date & Time

10:00a.m. Wednesday, November 19, 2025 (JST)

Door opens at 9:20 a.m.

Venue

Medium-Size Hall (East side), Light Cube Utsunomiya 3F

1-20 Miyamirai, Utsunomiya, Tochigi (Directly connected to JR "Utsunomiya Sta." East Exit)

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THE BEST
QUALITY
IN THE WORLD,
TO THE WORLD

Deadline for exercising voting rights via the Internet and mail

No later than 5:20p.m. on Tuesday, November 18, 2025 (JST)



To Our Shareholders Aiming to Become a Centennial Company

We would like to express our sincere gratitude to all shareholders for your continued support and patronage.

We hereby inform you that the 66th Annual General Meeting of Shareholders will be held on Wednesday, November 19, 2025.

MANI Group aims to contribute to the well-being of people around the world by providing our products worldwide, based on our commitment: "The Best Quality in the World, to the World."

In the 66th fiscal year, our consolidated net sales reached approximately 30 billion yen, allowing us to achieve the sales target set in our previous medium-term management plan one year ahead of schedule. Our continued growth is supported by the accumulation of core technologies centered on our microfabrication technology, which we have built since our founding, and by our extensive global customer base spanning over 120 countries and regions.

During this fiscal year, we conducted a voluntary recall of the "MANI DIA-BURS" in China, resulting in an increase in revenue and a decrease in profit. The recall was mostly completed by the end of August 2025, and the regulatory approval process by Chinese authorities is progressing ahead of schedule. Therefore, the impact on consolidated performance from the 67th fiscal year onward is expected to be minimal. We will continue to strengthen our business risk management and promote a return to growth in our dental business in China.

Meanwhile, our product and business strategies are steadily progressing. As for our key product "JIZAI," a series of NiTi rotary files for dental root canal treatment, we developed intermediate-sized files to be added in response to high demand and launched a sterilized version of the "JIZAI" series for the European and American markets. From a business strategy perspective, we made significant strides in global expansion, including concluding a strategic partnership agreement with MicroSurgical Technology in the field of ophthalmic surgery and establishing a new regional headquarters in Asia, MANI ASIA SDN. BHD.

The MANI Group will celebrate its 70th anniversary in 2026. In pursuit of becoming a centennial company, we have formulated a new medium-term management plan. Based on this robust growth strategy, we aim to achieve further growth and create greater corporate value.

We kindly ask for your continued support and encouragement.

Director, President &
Representative Executive Office
Masaya Watanabe




The Future Envisioned by MANI

Realizing Our Ideal Future

MANI's social mission is to contribute to the happiness of the people in the world through high-quality medical devices.

We are working to create long-term value by embodying our mission, vision and values.

A large yellow circle is positioned to the left of a 3D pyramid. The pyramid is composed of several triangular faces in various shades of yellow and orange, creating a sense of depth and structure. The text "Embodying our Mission, Vision, and Values" is centered within the yellow circle.

Embodying
our Mission,
Vision, and
Values

▶ MISSION

Contributing to the welfare of people worldwide through distribution of products beneficial to patients and doctors

▶ VISION

The Best Quality in the World, to the World

▶ VALUE

Ardent, tenacious and persistent efforts with a scientific mind
Commitment to "Trade-Off"
Relentless challenge to creativity and evolution

Security Code: 7730

November 4, 2025

(Provision in electronic format starts on: October 28, 2025)

To Our Shareholders

8-3 Kiyohara Industrial Park, Utsunomiya, Tochigi
MANI, INC.
Director, President & Representative Executive Officer
Masaya Watanabe

— Notice of the 66th Annual General Meeting of Shareholders —

Dear Shareholders,

We would like to express our sincere gratitude for your continued support and patronage.

Please be informed that the 66th Annual General Meeting of Shareholders of MANI, INC. (the "Company") will be held for the purposes as described below

In convening this Annual General Meeting of Shareholders, the Company has taken measures to electronically provide information that is the contents of the Referential Documents for the Annual General Meeting of Shareholders (matters to be provided electronically), which are posted on the following websites. Please access the following websites and confirm the information.

Company's Website

<https://www.mani.co.jp/ir/stock3.html> (Japanese only)



Website for the Annual
General Meetings of
Shareholder

<https://d.sokai.jp/7730/teiiji/> (Japanese only)



TSE website
(Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>
(Japanese only)



(When accessing the TSE website above, enter our stock name "MANI" or stock code "7730," select "Basic information" and "Public documents/ PR information," and confirm the "Notice of General Shareholders Meeting/Information Materials for a General Shareholder's Meeting" listed under "Field information available for public inspection" section.)

If you decide not to attend the meeting, you may exercise your voting rights via Internet or writing (mailing). We kindly ask that you review the Referential Documents for the Annual General Meeting of Shareholders and exercise your voting rights by 5:20 p.m. on Tuesday, November 18, 2025 (JST.)

[Exercise of Voting Rights via the Internet]

Please access our designated voting website (<https://www.web54.net>) and use the "Voting Code" and "Password" displayed on the enclosed voting form and then indicate your "For" or "Against" of the proposals by 5:20 p.m. on Tuesday, November 18, 2025 (JST), in accordance with the guidance on the screen.

When exercising voting rights via the Internet, please refer to the "Guide to the Exercise of Voting Rights" on pages 6-7.

[Exercise of Voting Rights in Writing]

Please indicate your approval or disapproval of the proposals on the enclosed Voting Rights Exercise Form and return it so that it will be received by 5:20 p.m. on Tuesday, November 18, 2025 (JST).

1. Date and Time	10:00a.m. Wednesday, November 19, 2025 (JST) (Door opens at 9:20a.m.)
2. Venue	1-20 Miyamirai, Utsunomiya, Tochigi Medium-Size Hall (East side), Light Cube Utsunomiya 3F
3. Agenda of the Meeting	<p>Matters to be reported</p> <ol style="list-style-type: none">1. Business Report, Consolidated Financial Statements, and Report of Audit Results of the Consolidated Financial Statements of the Accounting Auditor and the Audit Committee for the 66th Fiscal Period (from September 1, 2024 to August 31, 2025)2. Financial Statement Report for the 66th Fiscal Period (from September 1, 2024 to August 31, 2025) <p>Matters to be resolved: Proposal: Election of Seven Directors</p>
4. Exercising Vote Rights	<ol style="list-style-type: none">(1) When exercising voting rights in writing (mailing), if there is no indication of approval or disapproval of the proposals on the Voting Rights Exercise Form, it will be treated as an indication of approval.(2) If you have exercised your voting rights via the Internet several times, then the last vote that you have made will be treated as a valid vote.(3) If you have exercised your voting rights in both writing and over the Internet, then the voting exercised over the Internet will be treated as a valid vote regardless of the arrival date and time.

- ◎ If you plan to attend the meeting in person, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- ◎ For this Annual General Meeting of Shareholders, we have delivered printed documents stating the matters subject to electronic provision measures to shareholders, regardless of whether or not shareholders have requested them. However, among the matters subject to electronic provision, the following items are not included in the printed document in accordance with applicable laws and Article 18 of our Articles of Incorporation: "Main Business Activities," "Main Offices and Factories," "Status of Employees," "Status of Accounting Auditor," "Overview of Systems to Ensure Proper Operations and Their Implementation Status" in the Business Report, "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements, and "Statement of Changes in Equity" and "Notes to Non-Consolidated Financial Statements" in the Non-Consolidated Financial Statements. Accordingly, the printed document constitutes only a portion of the materials audited by the Accounting Auditor and the Audit Committee in preparing their audit reports.
- ◎ If any amendments are made to the matters to be provided electronically, it will be posted on each website stated above both, the matters before and after amendments.

Notice of Year-End Dividend for the Fiscal Year Ended August 31, 2025

On October 8, 2025, our Board of Directors declared to pay a year-end dividend of ¥ 23 per share for the fiscal year ended August 31, 2025. The commencement date of payment will be on Wednesday, November 5, 2025.

Please receive the year-end dividend for the fiscal year ended August 31, 2025, within the payment period (from November 5, 2025 to December 5, 2025) by using the "Dividend Receipt" which will be sent together with this Notice of Convocation.

For shareholders who have designated account transfer of dividends, a "Dividend Statement" and a "Transfer Agent" will be sent together with this Notice of the Annual General Meeting of Shareholders.

For shareholders who have designated the method of allocation in proportion to the number of shares, a "Dividend Statement" and a document which states about "How to Receive Dividends" will be sent together with this Notice of Convocation.



Information on Exercising Voting Rights

Voting rights at the Annual General Meeting of Shareholders are the shareholders' important rights. Please exercise your voting rights after reviewing the referential documents for the Annual General Meeting of Shareholders described below. There are three methods for exercising voting rights.



If you attend the Annual General Meeting of Shareholders

Please submit the enclosed voting rights Exercise Form to the venue.

Date and time

Wednesday, November 19,
2025 Until 10 a.m.



If you exercise voting rights in writing (by mail)

Return the enclosed voting rights form with an indication of your approval or disapproval support for the proposal.

Exercise date

Tuesday, November 18,
2025 Received by 5:20p.m.



If you exercise voting rights via the Internet

Please enter the approval or disapproval of the proposal according to the guidance stated on the next page.

Exercise date

Tuesday, November 18,
2025 Until 5:20 p.m.

Guidance to fill out the voting rights form

議決権行使書 株主番号 〇〇〇〇〇〇〇〇 議決権の数 XX 股

〇〇〇〇 御中

xxxx年 x月xx日

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スマートフォン用
議決権行使
ウェブサイト
ログインQRコード

同封同
見本
同封同

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Please fill out your vote

Proposal

- If you approve all the candidates >> Circle 「賛」 ("For" in English)
- If you disapprove all the candidates >> Circle 「否」 ("Against" in English)
- If you disapprove some of the candidates >> Circle 「賛」 ("For" in English) and write the candidate numbers that you disapprove

※This is an image of the voting rights form

If you have exercised your voting rights in both writing and over the Internet, then the voting exercised over the Internet will be treated as a valid vote. In addition, if you have exercised your voting rights via the Internet several times, then the last vote that you have made will be treated as a valid vote.

Guidance to exercise voting rights via the Internet

Exercising Voting Rights by Scanning the QR Code "Smart Exercise"

- 1 Please scan the QR Code provided on the lower right of the Voting Rights



※QR Code is a registered trademark of DENSO WAVE INCORPORATED.

- 2 Then, please indicate your approval or disapproval for each proposal according to the instructions on the screen.



If you have any questions about exercising your voting rights via the Internet, such as how to use a PC, smartphone, or mobile phone, please call the help desk on

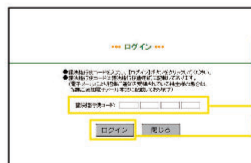
Entering the Voting Exercise Code and Password

Website <https://www.web54.net>

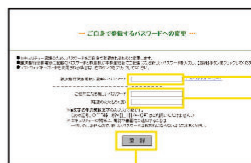
- 1 Please access to the website for exercising your voting rights



- 2 Please enter the "Voting Exercise Code" shown on the Voting Rights Exercise Form



- 3 Please enter the "Password" provided on the Voting Right Exercise Form



- 4 Then, please indicate your approval or disapproval for each proposal according to the instructions on the screen

※ This is an image of the website page

**The Sumitomo Mitsui Trust Bank, Limited,
Securities Agent Web Support Hot line
Phone: 0120 (652) 031 (Toll Free, only in Japan) (9:00a.m. to 9:00p.m.)**

Use of the electronic voting platform (For institutional shareholders)

Institutional investors may exercise their voting rights using the Voting Rights Electronic Exercise Platform for institutional investors operated by ICJ, Inc.

Referential Materials for the Annual General Meeting of Shareholders

Proposal Election of Seven Directors

At the conclusion of this meeting, the term of office for all seven directors will expire. Therefore, the appointment of seven directors is requested based on the decision of the Nomination Committee. The candidates for Directors are stated below.

Aspirations of each candidate are posted on our website (<https://www.mani.co.jp/en/ir/>).

Candidate Number	Name	Current Position/Responsibilities	Candidate Attribute	
1	Masaya Watanabe	Director, President and Representative Executive Officer	Reappointment	
2	Kazuo Takahashi	Director, Full-time Advisor	Reappointment	
3	Toshihide Takai	Director, Vice Chairperson of the Board of Directors, Member of Nominating and Compensating Committees	Reappointment	
4	Yosuke Mitsusada	Outside Director, Chairperson of the Board of Directors, Member of Audit Committee	Reappointment Independent	Outside
5	Yukio Matsui	Outside Director, Member of Nominating, Compensating and Audit Committees	Reappointment Independent	Outside
6	Hiroyuki Sasa		Newly appointed Independent	Outside
7	Nao Tsuchiya		Newly appointed Independent	Outside

Notes:

1. The Company has entered into a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. This insurance covers damages that may arise if an insured person, including the Company's directors, becomes liable in connection with the execution of their duties or is subject to claims related to such liability. If each candidate is elected and assumes the position of director, they will be included as insured persons under this insurance contract. The Company also plans to renew this insurance contract with the same content at the next renewal.
2. Based on Article 430-2, Paragraph 1 of the Companies Act, the Company has entered into an indemnification agreement with its directors and executive officers to compensate them for expenses and losses incurred in connection with the execution of their duties. This agreement stipulates that, within the normal scope, the Company will compensate for defense costs such as attorney fees required when a director or executive officer is suspected of violating laws or is subject to claims for liability, as well as for damages paid to third parties based on a final judgment or settlement. (However, cases where the officer acts with willful misconduct or gross negligence, or is liable under Article 423, Paragraph 1 of the Companies Act, are excluded from compensation.) If each candidate is elected and assumes the position of director, the Company plans to continue this agreement, and for new appointees, to newly enter into such an agreement.

(Reference) Skill Matrix of the Candidates

Name	Corporate Management	Global	Manufacture/ Technology/ R&D	Sales/ Marketing	Corporate Governance	Finance/ Accounting	Legal Affairs/ Risk Management
Masaya Watanabe	○	○	○	○	○		
Kazuo Takahashi	○		○	○	○	○	○
Toshihide Takai	○	○		○	○	○	○
Yosuke Mitsusada	○	○			○	○	○
Yukio Matsui	○	○		○	○		○
Hiroyuki Sasa	○	○	○	○	○		
Nao Tsuchiya	○	○			○		○

If this proposal is approved, the composition of the Chairperson of the Board of Directors and each committee will be as follows.

We have established three committees for nominating, compensation and audit, and have adopted a governance system (a Company with Nominating and Other Committees) in which management supervisory and business execution functions are systematically separated. As a Company with Nominating and Other Committees, our business execution is carried out by executive officers. Directors (non-executive directors) who do not concurrently serve as executive officers do not carry out this role and are mainly responsible for supervisory functions.

Additionally, the Strategic Committee, which was established in November 2023, has been dissolved following the completion of the Medium-Term Management Plan 2025.

Board of Directors	Yosuke Mitsusada (Chair)
Nominating Committee	Hiroyuki Sasa (Chair), Kazuo Takahashi, Yukio Matsui, Yosuke Mitsusada
Compensation Committee	Hiroyuki Sasa (Chair), Kazuo Takahashi, Yukio Matsui, Nao Tsuchiya
Audit Committee	Yukio Matsui (Chair), Kazuo Takahashi, Hiroyuki Sasa, Nao Tsuchiya

Candidate
Number

1

Masaya Watanabe

(Date of birth: January 31, 1958; Age: 67)

Reappointment



Number of shares of the Company held

11,273 shares

Attendance at Board of Directors meetings

100% (14 times/14 times)

▶ Biography, titles, and responsibilities

Apr. 1982 Joined Hitachi, Ltd.
Mar. 2009 Director and Chief Strategist of Hitachi Global Storage Technologies, Inc. (U.S.)
Apr. 2012 Vice President and Executive Officer of Hitachi, Ltd
CSO and CIO of Information & Telecommunication Systems Company, Hitachi, Ltd.
Apr. 2014 Vice President and Executive Officer of Hitachi, Ltd
President and CEO, Hitachi America Ltd. (U.S.)
Chairman of Hitachi Consulting, Ltd. (U.S.)
Apr. 2015 Vice President and Executive Officer of Hitachi, Ltd
CEO of Health Care Company, Hitachi, Ltd.
Jun. 2017 Chairperson of The Japan Federation of Medical Devices Associations
Apr. 2019 Vice President and Executive Officer, Chief Information Security Officer,
General Manager of Smart Transformation Project Initiative Division of Hitachi, Ltd.
Jun. 2020 Director, Executive Vice President and Representative Executive Officer,
COO of Miraca Holdings Co., Ltd. (currently H.U. Group Holdings, Inc.)
Nov. 2022 Outside Director of MANI, INC.
Jan. 2023 Outside Director of CROSS SYNC, INC.
Aug. 2023 Member of Japan Agency for Medical Research and Development (present)
Nov. 2023 Chairperson of Board of Directors of the Company
Jan. 2024 Visiting Professor of Health Care Data Science Course, Graduate School of Medicine,
Ehime University (present)
Nov. 2024 Director, President and Representative Executive Officer,
Chief Executive Officer of the Company (present)
Apr. 2025 Adviser of Japan Institute for Health Security (JIHS) (present)

▶ Status of significant concurrent positions

Member of Japan Agency for Medical Research and Development
Visiting Professor of Health Care Data Science Course, Graduate School of Medicine, Ehime University
Adviser of Japan Institute for Health Security (JIHS)

▶ Special notes on candidate for Director

There are no special interests between the candidate and the Company.

Reason for Nomination as a Candidate for Director

Mr. Masaya Watanabe has played an important role as Director, President, Representative Executive Officer and Chief Executive Officer (CEO), leveraging extensive experience and knowledge as an executive in global companies, as well as a broad perspective gained through activities in public service and industry. The Company believes that he will be able to further strengthen the effectiveness and decision-making functions of the Board of Directors and therefore requests him to be appointed as a candidate for director.

Candidate
Number

2

Kazuo Takahashi

(Date of birth: January 17, 1955; Age: 70)

Reappointment



Number of shares of the Company held

46,630 shares

Attendance at Board of Directors meetings

100% (14 times/14 times)

▶ Biography, titles, and responsibilities

Mar. 1978 Joined Hogy Co., Ltd. (currently Hogy Medical Co., Ltd.)

Jun. 2009 Director, General Manager of Corporate Planning Department,
Product Management Department of Hogy Co., Ltd.

Aug. 2013 Advisor of MANI, INC.

Nov. 2014 Executive Officer of the Company

Nov. 2016 Managing Executive Officer of the Company

Nov. 2018 Director of the Company (present)

Executive Vice President of the Company

Nov. 2020 Director, Executive Vice President and Representative Executive Officer of the
Company

Nov. 2021 Executive Vice President of the Company

Sept. 2024 Assistant to the President (Special Appointive Officer), CRO of the Company

May 2025 Chief Financial Officer, Office Head of Corporate Planning Office of the Company

Sept. 2025 Director, Full-time Advisor of the Company (present)

▶ Status of significant concurrent positions

None

▶ Special notes on candidate for Director

Between the Company and Mr. Kazuo Takahashi, an advisory contract was concluded on September 1, 2025 (for a period of one year), under which the Company receives advice based on his professional expertise in areas such as IR (Investor Relations) activities and pays compensation for such advice. However, we have determined that the content of this contract does not affect the execution of his duties as a director of the Company.

Reason for Nomination as a Candidate for Director

Mr. Kazuo Takahashi has extensive business experience and broad knowledge in the medical device manufacturing industry. Although he retired from his position as Executive Officer on August 31, 2025, the Company believes that we can benefit from the important role he has played as Vice President in supporting the core structure of the Company. Therefore, the Company requests him to be appointed as a candidate for director.

Candidate
Number

3

Toshihide Takai

(Date of birth: July 20, 1952; Age: 73)

Reappointment



Number of shares of the Company held

51,000 shares

Attendance at Board of Directors meetings

100% (14 times/14 times)

▶ Biography, titles, and responsibilities

- Apr. 1977 Joined the Nippon Fudosan Bank, Ltd.
(formerly The Nippon Credit Bank, Ltd.; currently Aozora Bank, Ltd.)
- Oct. 2006 Advisor of MANI, INC.
- Nov. 2006 Managing Executive Officer, General Manager of the Corporate Planning
Department of the Company
- Nov. 2007 Managing Executive Officer of the Company
- Nov. 2008 Senior Managing Executive Officer of the Company
- Nov. 2011 Executive Vice President of the Company
- Nov. 2013 Director of the Company (present)
President and Representative Executive Officer of the Company
- Nov. 2020 Chairperson of the Board of Executives of the Company
- Nov. 2021 Vice Chairperson of the Board of Directors of the Company (present)

▶ Status of significant concurrent positions

None

▶ Special notes on candidate for Director

There are no special interests between the candidate and the Company.

Reason for Nomination as a Candidate for Director

Mr. Toshihide Takai has played a significant role as Chief Executive Officer (CEO) by leveraging extensive overseas business experience and advanced expertise in accounting and finance. In addition, he committed himself to enhancing internal controls and establishing compliance, and has abundant experience in playing a key role in building a company system for a listed company. The Company believes that he is qualified to serve as a director, and the Company requests that he be appointed as a candidate for director.

Candidate
Number

4

Yosuke Mitsusada

(Date of birth: December 24, 1963; Age: 61)

Reappointment

Outside

Independent



Number of shares of the Company held

4,500 shares

Attendance at Board of Directors meetings

100% (14 times/14 times)

▶ Biography, titles, and responsibilities

Apr. 1986 Joined the Nippon Credit Bank, Ltd. (currently Aozora Bank, Ltd.).
Oct. 1999 Joined Unison Capital, Inc.
May 2002 Corporate Auditor of Tohako Inc.
Jul. 2002 Director of Bolsa Co., LTD. (present)
Mar. 2005 Joined Asuka Asset Management Limited.
(currently Aizawa Asset Management Co., Ltd.)
Apr. 2007 Associate Professor of Institute of Management, SANNO University
Apr. 2012 Professor at Institute of Management, SANNO University (present)
Jul. 2013 Joined Asuka Asset Management Co., Ltd.
(currently Aizawa Asset Management Co., Ltd.) (present)
Aug. 2013 Director and Founding Partner of Asuka Corporate Advisory Co., Ltd. (present)
Nov. 2016 Outside Director of Yume no Machi Souzou linkai Co., Ltd.
(currently Demae-can Co., Ltd.)
Jun. 2019 Outside Director of PHYZ, Inc. (currently PHYZ Holdings Inc.)
Jun. 2021 Outside Director of Kyodo Printing Co., Ltd. (present)
Nov. 2023 Outside Director of MANI, INC. (present)
Jul. 2024 Chairperson of the Board of Directors of the Company (present)

▶ Status of significant concurrent positions

Professor at Institute of Management, SANNO University
Outside Director of Kyodo Printing Co., Ltd.

▶ Special notes on candidate for Director

There are no special interests between the candidate and the Company.

Reason for Nomination as a Candidate for Outside Director and Expected Role

Mr. Yosuke Mitsusada has abundant and wide-ranging business experience through dialogue with companies and management through his stock investment business, and in-depth knowledge in the field of finance as a university professor. He has served as an independent outside director at several companies. As an outside director, he is expected to make use of this broad knowledge in the management of the Company and to realize socially fair decisions and improve the effectiveness of management supervision, and to help ensure appropriate decision-making by the Company's Board of Directors, mainly from his perspective as a finance expert. The Company therefore requests him to be appointed as a candidate for outside director.

Notes:

1. The Company has notified Mr. Yosuke Mitsusada as an independent director in accordance with the regulations of the Tokyo Stock Exchange. If his reappointment is approved, we plan to continue to notify him as an independent director.
2. Mr. Yosuke Mitsusada will serve as an outside director for two years at the conclusion of the General Meeting of Shareholders.
3. We have concluded an agreement with Mr. Yosuke Mitsusada to limit the liability for damages as stipulated in Paragraph 1 of Article 423 of the Companies Act in accordance with the provisions of Paragraph 1 of Article 427 of the same Act. The maximum amount of liability for damages under the applicable agreement is ¥1 million or the amount stipulated by law, whichever is higher. If the reappointment of Mr. Yosuke Mitsusada is approved, the contract is scheduled to continue.
4. Mr. Yosuke Mitsusada has been an outside director of Kyodo Printing Co., Ltd. since June 2021. Kyodo Printing Co., Ltd. has been required to comply with Article 3 of the Antimonopoly Act (Unfair Transactions) between May 6, 2016 and October 7, 2019 at the latest regarding bidding for specified data printing services ordered by the Japan Pension Service. On March 3, 2022, they received a cease-and-desist order and a surcharge payment order from the Fair-Trade Commission for violating the provisions of (Prohibition of Restrictions). Although Yosuke Mitsusada assumed the position after the violation, he has fulfilled his responsibilities by providing advice and expressing his opinions regarding the investigation of the cause of the violation, measures to prevent its recurrence, and the establishment of internal rules, in collaboration with other outside directors and outside auditors since his assumption of the position.
5. During Mr. Yosuke Mitsusada's tenure as an outside director, from March to August 2025, the Company voluntarily recalled its product "MANI DIA-BURS" (general name: Dental Diamond Burs) due to incomplete information in the product registration submitted to the Chinese regulatory authorities. Mr. Yosuke Mitsusada was appointed after the occurrence of the incomplete information, but even prior to this incident, he actively made recommendations regarding legal compliance and thorough observance of compliance at board meetings. After the voluntary recall, he continued to fulfill his responsibilities by providing recommendations and expressing opinions on various measures to prevent recurrence.

Candidate
Number

5

Yukio Matsui

(Date of birth: January 24, 1962; Age: 63)

Reappointment

Outside

Independent



Number of shares of the Company held

100 shares

Attendance at Board of Directors meetings

100% (11 times/11 times)

▶ Biography, titles, and responsibilities

- Apr. 1984 Joined Fujisawa Pharmaceutical Co., Ltd. (currently Astellas Pharma Inc.)
- Apr. 2012 General Manager of Asia/Oceania Marketing & Business Management of Astellas Pharma Inc
- Apr. 2015 Executive Officer, Head of Global Marketing Strategy of Astellas Pharma Inc.
- Apr. 2016 Executive Officer, Head of Europe, Middle East & Africa Business of Astellas Pharma Inc.
- Jul. 2018 Senior Managing Executive Officer, Chief Commercial Officer of Astellas Pharma Inc.
- Apr. 2024 Goldman Sachs Asset Management Value Accelerator Operating Advisor (present)
- Apr. 2024 Advisor of TOHO HOLDINGS CO., LTD. (present)
- Nov. 2024 Outside director of MANI. INC. (present)

▶ Status of significant concurrent positions

Goldman Sachs Asset Management Value Accelerator Operating Advisor
Advisor of TOHO HOLDINGS CO., LTD.

▶ Special notes on candidate for Director

There are no special interests between the candidate and the Company.

Reason for Nomination as a Candidate for Outside Director and Expected Role

Mr. Yukio Matsui has abundant global experience in the healthcare industry, broad knowledge of business transformation and internal controls, and the capability to utilize his global leadership skills, including his understanding of diversity and human resource development, in the Company's management. As an outside director, the Company believes he will realize social fairness in decision-making, improve the effectiveness of management supervision, and ensure appropriate decision-making by the Board of Directors of the Company, mainly from a global compliance perspective. The Company therefore requests him to be appointed as a candidate for outside director.

Notes:

1. The Company has notified Mr. Yukio Matsui as an independent director in accordance with the regulations of the Tokyo Stock Exchange. If his reappointment is approved, we plan to continue to notify him as an independent director.
2. Mr. Yukio Matsui will serve as an outside director for a year at the conclusion of the General Meeting of Shareholders.
3. We have concluded an agreement with Mr. Yukio Matsui to limit the liability for damages as stipulated in Paragraph 1 of Article 423 of the Companies Act in accordance with the provisions of Paragraph 1 of Article 427 of the same Act. The maximum amount of liability for damages under the applicable agreement is ¥1 million or the amount stipulated by law, whichever is higher. If the reappointment of Mr. Yukio Matsui is approved, the contract is scheduled to continue.
4. During Mr. Yukio Matsui's tenure as an outside director, from March to August 2025, the Company voluntarily recalled its product "MANI DIA-BURS" (general name: Dental Diamond Burs) due to incomplete information in the product registration submitted to the Chinese regulatory authorities. Mr. Yukio Matsui was appointed after the occurrence of the incomplete information, but even prior to this incident, he actively made recommendations regarding legal compliance and thorough observance of compliance at board meetings. After the voluntary recall, he continued to fulfill his responsibilities by providing recommendations and expressing opinions on various measures to prevent recurrence.

Candidate
Number

6

Hiroyuki Sasa

(Date of birth: September 14, 1955; Age: 70)

Newly appointed

Outside

Independent



Number of shares of the Company held

— shares

Attendance at Board of Directors meetings

— % (- times/- times)

▶ Biography, titles, and responsibilities

Apr. 1982 Joined Olympus Optical Co., Ltd. (current Olympus Corporation)
Jun. 2007 Corporate Officer of Olympus Corporation
Jun. 2007 Director of Olympus Medical Systems Corp.
Mar. 2012 Assistant to the President and President of Information and Communication Business of Olympus Corporation
Apr. 2012 Representative Director, President, Corporate Officer of Olympus Corporation
Apr. 2019 Director of Olympus Corporation
Jun. 2020 Outside Director of Kyosan Electric Manufacturing Co., Ltd. (present)
Jun. 2022 Outside Director of Kanematsu Corporation (present)
Jun. 2023 Outside Director of AMADA CO., LTD. (present)

▶ Status of significant concurrent positions

Outside Director of Kyosan Electric Manufacturing Co., Ltd.
Outside Director of Kanematsu Corporation
Outside Director of AMADA CO., LTD.

▶ Special notes on candidate for Director

There are no special interests between the candidate and the Company.

Reason for Nomination as a Candidate for Outside Director and Expected Role

Mr. Hiroyuki Sasa has extensive experience and broad knowledge of corporate management through his experience in leading corporate transformation as a Chief Executive Officer (CEO). As an outside director, the Company believes he will realize social fairness in decision-making, improve the effectiveness of management supervision, ensure appropriate decision-making by the Board of Directors, and strengthen governance. The Company therefore requests him to be appointed as a candidate for outside director.

Notes:

1. Mr. Hiroyuki Sasa satisfies the requirements for independent director as stipulated by the Tokyo Stock Exchange, and if his appointment is approved, the Company will register him as an independent director.
2. If Mr. Hiroyuki Sasa is elected, the Company plans to enter into an agreement with him to limit the liability for damages as stipulated in Paragraph 1 of Article 423 of the Companies Act in accordance with the provisions of Paragraph 1 of Article 427 of the same Act. The maximum amount of liability for damages under the applicable agreement is ¥1 million or the amount stipulated by law, whichever is higher.

Candidate
Number

7

Nao Tsuchiya

(Date of birth: October 23, 1973; Age: 52)

Newly appointed

Outside

Independent



Number of shares of the Company held

— shares

Attendance at Board of Directors meetings

— % (- times/- times)

▶ Biography, titles, and responsibilities

- Oct. 2003 Registered with the DAI-ICHI TOKYO BAR ASSOCIATION
Joined Hayabusa International Law Office (currently Hayabusa Asuka Law Offices)
- Jan. 2012 Partner of Hayabusa Asuka Law Offices
- Jun. 2012 Outside Audit & Supervisory Board Member of C'BON COSMETICS Co., Ltd.
- Nov. 2014 Partner of PwC Legal Japan
- May 2016 Joined LAC Co., Ltd.
- Nov. 2016 Executive Officer, General Manager of Legal Division of LAC Co., Ltd.
- Jun. 2018 Outside Director of Meiko Electronics Co., Ltd. (present)
- Jun. 2020 Part-time Director of LAC Co., Ltd.
- Jul. 2020 Joined Yahoo Japan Corporation (currently LY Corporation)
- Oct. 2020 General Manager of Legal Department, Legal Headquarters of Yahoo Japan Corporation
- Apr. 2023 EVP, Corporate Officer, General Manager of Legal Headquarters of Yahoo Japan Corporation
- Apr. 2024 EVP, Corporate Officer, General Manager of Legal Department, LY Corporation
- Oct. 2025 EVP, Corporate Officer, General Manager of Legal Department, LY Corporation (present)

▶ Status of significant concurrent positions

- Outside Director of Meiko Electronics Co., Ltd.
- EVP, Corporate Officer, General Manager of Legal Department of LY Corporation

▶ Special notes on candidate for Director

There are no special interests between the candidate and the Company.

Reason for Nomination as a Candidate for Outside Director and Expected Role

As an attorney, Ms. Nao Tsuchiya has advanced expertise in corporate legal affairs, M&A, and corporate restructuring, as well as extensive experience as an in-house counsel. As an outside director, the Company believes she will realize social fairness in decision-making, improve the effectiveness of management oversight, and ensure adequate and appropriate decision-making for our Company's Board of Directors, mainly from the perspectives of corporate legal strategies and governance structures. The Company therefore requests her to be appointed as a candidate for outside director.

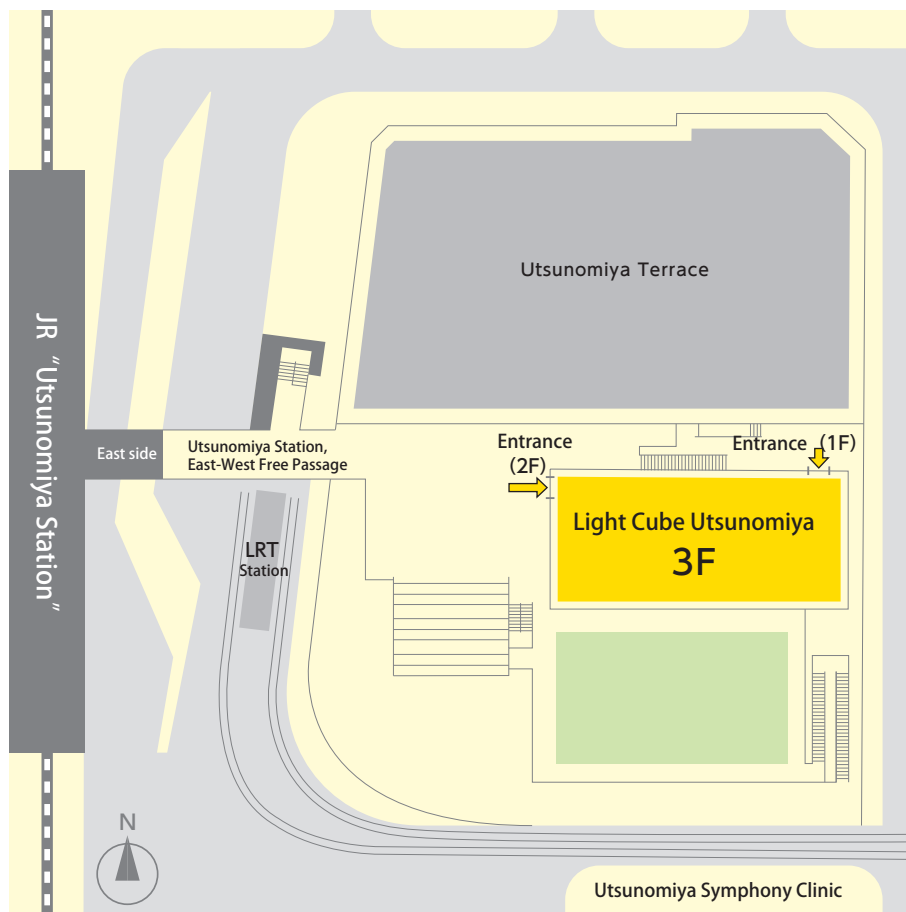
Notes:

1. Ms. Nao Tsuchiya satisfies the requirements for independent director as stipulated by the Tokyo Stock Exchange, and if her appointment is approved, the Company will register her as an independent director.
2. If Ms. Nao Tsuchiya is elected, the Company plans to enter into an agreement with her to limit the liability for damages as stipulated in Paragraph 1 of Article 423 of the Companies Act in accordance with the provisions of Paragraph 1 of Article 427 of the same Act. The maximum amount of liability for damages under the applicable agreement is ¥1 million or the amount stipulated by law, whichever is higher.

Venue guide map of the Annual General Meeting of Shareholders

Date & Time 10:00a.m. Wednesday, November 19, 2025 (JST) (Door opens at 9:20a.m.)

Venue Medium-Size Hall (East side), Light Cube Utsunomiya 3F 1-20 Miyamirai, Utsunomiya, Tochigi



[Access]

2 min. walk from
JR "Utsunomiya
Station" East Exit

Please use public transportation or
toll parking lots nearby as no
parking



We have adopted a universal
design font that is both highly
legible and minimizes