

THE FOLLOWING IS AN ENGLISH TRANSLATION PREPARED FOR THE CONVENIENCE OF THE SHAREHOLDERS AND INVESTORS. THE OFFICIAL TEXT IN JAPANESE OF THE NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HAS BEEN PREPARED IN ACCORDANCE WITH STATUTORY PROVISIONS AND MAILED TO THE RESPECTIVE SHAREHOLDERS SEPARATELY. SHOULD THERE BE ANY INCONSISTENCY BETWEEN THE TRANSLATION AND THE OFFICIAL TEXT IN TERMS OF THE CONTENTS OF THE NOTICE, THE LATTER SHALL PREVAIL. THE COMPANY ACCEPTS NO LIABILITY FOR ANY MISUNDERSTANDING CAUSED BY THE TRANSLATION FOR ANY REASON WHATSOEVER.

Securities Code: 6869  
June 4, 2021

## Notice of the 54th Ordinary General Meeting of Shareholders

Dear Shareholders:

We would hereby like to inform you that the 54th Ordinary General Meeting of Shareholders (this “Meeting”) will be held as follows.

**In order to prevent the spread of infection of the novel coronavirus disease (COVID-19) and ensure the safety of our shareholders, the Company requests that you vote in writing or via our online voting website, if at all possible, instead of attending the Meeting this year. Please refer to the reference materials contained herein, indicate your approval or disapproval of the items to be resolved in this Meeting on the enclosed ballot form and return it to us by 5:45 p.m. on Thursday, June 24, 2021. As an alternative, you may exercise your voting rights on our designated voting website (<https://evote.tr.mufg.jp/>).**

Yours faithfully,

Hisashi Ietsugu,  
Chairman and CEO  
SYSMEX CORPORATION  
1-5-1, Wakinohama-Kaigandori,  
Chuo-ku, Kobe, Hyogo Prefecture  
651-0073, Japan

- 1. Date and Time:** Friday, June 25, 2021, at 10 a.m.
- 2. Venue:** Banquet Hall Ohwada, 1st Floor, South Building, Kobe Portopia Hotel, 6-10-1, Minatojima Nakamachi, Chuo-ku, Kobe, Hyogo Prefecture, Japan
- 3. Agenda:**
- Items to be reported:**
1. Business Report, Consolidated Financial Statements for the 54th fiscal year (from April 1, 2020 to March 31, 2021), as well as Auditing Reports on Consolidated Financial Statements by the Accounting Auditors and by the Audit and Supervisory Committee
  2. Non-consolidated Financial Statements for the 54th fiscal year (from April 1, 2020 to March 31, 2021)
- Items to be resolved:**
- Bill No. 1:** Appropriation of Surplus
- Bill No. 2:** Election of Nine (9) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)
- Bill No. 3:** Election of One (1) Substitute Director Who Is an Audit and Supervisory Committee Member

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- \* If you are attending this Meeting, please submit the enclosed ballot form to the reception desk at the meeting venue.
  - \* The following matters, however, are posted on our website (<https://www.sysmex.co.jp>) in accordance with applicable laws and regulations and the provision of Article 15 of the Articles of Incorporation, and are not included in this Notice of Convocation:
    - 1) System to ensure the appropriateness of operations and operation status of the system in the Business Report
    - 2) Consolidated statement of changes in equity and Notes to the Consolidated Financial Statements
    - 3) Statement of changes in equity and Notes to the Non-consolidated Financial Statements
  - \* Amendments to the Reference Materials, Business Report, Non-consolidated Financial Statements or Consolidated Financial Statements, if any, will be posted on our website (<https://www.sysmex.co.jp>).

# Reference Materials for the Shareholders' Meeting

## Bill No. 1 Appropriation of Surplus

Issues related to the year-end dividend:

Under the Company's basic policy to pay continuous and stable dividends to our shareholders in consideration of our consolidated performance, we will target a consolidated dividend payout ratio of 30%. Based on this policy, the Company would like to pay a year-end dividend of 36 yen per share.

Together with the interim dividend of 36 yen per share, the annual dividend will be 72 yen per share.

(1) Type of dividend

Cash

(2) The appropriation of dividends and its total amount

36 yen per share of the Company's common stock

Total dividend amount                      7,523,868,816 yen

(3) Effective date for dividend

June 28, 2021

**Bill No. 2** Election of Nine (9) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all nine (9) Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this Bill) will expire at the conclusion of this Meeting.

Accordingly, the Company requests the election of nine (9) Directors.

The candidates for Directors are as follows:

Candidate number	Name		Positions, duties and important concurrent positions	Attendance to the Meetings of the Board of Directors
1	Reelection	Hisashi Ietsugu	Chairman and CEO (Important concurrent position) Chairman of the Kobe Chamber of Commerce and Industry	17/17
2	Reelection	Kaoru Asano	Member of the Managing Board and Senior Executive Officer Senior Managing Director, CTO (Duties) R&D, Incubation and MR Business (Important concurrent position) President of Medicaroid Corporation	17/17
3	Reelection	Kenji Tachibana	Member of the Managing Board and Senior Executive Officer Senior Managing Director (Duties) Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development	17/17
4	Reelection	Iwane Matsui	Member of the Managing Board and Senior Executive Officer Managing Director (Duties) Global Marketing	17/17
5	Reelection	Hiroshi Kanda	Member of the Managing Board and Senior Executive Officer Managing Director (Duties) Business Strategy Development	17/17
6	New election	Tomokazu Yoshida	Senior Executive Officer Managing Director (Duties) R&D, Incubation and MR Business (Assistant), Executive Vice President of MR Business	—
7	Reelection Member of the Managing Board (Outside)	Masayo Takahashi	Member of the Managing Board (Outside) (Important concurrent position) President of Vision Care Inc. President of VCCT Inc.	17/17

Candidate number	Name		Positions, duties and important concurrent positions	Attendance to the Meetings of the Board of Directors
8	Reelection Member of the Managing Board (Outside) Independent	Kazuo Ota	Member of the Managing Board (Outside)	17/17
9	New election Member of the Managing Board (Outside) Independent	Hidekazu Fukumoto	—	—

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
1	<div>Reelection</div> Hisashi Ietsugu (September 17, 1949)  Attendance to the Meetings of the Board of Directors 17/17	September 1986    Joined the Company, Member of the Managing Board of the Company March 1990        Member of the Managing Board and Senior Executive Officer, Managing Director of the Company February 1996    Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (Representative Director) April 1996        Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (Representative Director) June 1996        President and CEO of the Company April 2013        Chairman and CEO of the Company April 2018        Chairman and CEO of the Company (current) (Important concurrent position) Chairman of the Kobe Chamber of Commerce and Industry	612,800	
		(Reasons for Nomination) Holding the positions of Chairman and CEO of the Company, Hisashi Ietsugu has managed the entire Sysmex Group (the “Group”) and provided strong leadership for many years. He is appointed as a candidate for a Member of the Managing Board of the Company because he will be essential for increasing the corporate value of the Group with his sense of balance, enabling appropriate supervision and decision-making of the entire management based on his insight and abundant experience and achievements as a corporate manager.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
2	<div>Reelection</div> <div>Kaoru Asano (October 19, 1958)</div> <div>Attendance to the Meetings of the Board of Directors 17/17</div>	<div> <p>August 1987      Joined the Company</p> <p>April 2005      Executive Vice President of Central Research Laboratories of the Company</p> <p>April 2009      Executive Officer, Manager of Central Research Laboratories of the Company</p> <p>April 2011      Executive Officer, Executive Vice President of R&amp;D Strategic Planning of the Company</p> <p>April 2013      Senior Executive Officer of the Company</p> <p>June 2014      Member of the Managing Board and Senior Executive Officer of the Company</p> <p>April 2015      Member of the Managing Board and Senior Executive Officer, Managing Director of the Company</p> <p>April 2017      Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company</p> <p>April 2018      Member of the Managing Board and Senior Executive Officer, Senior Managing Director, COO LS Business Unit and CTO of the Company</p> <p>April 2021      Member of the Managing Board and Senior Executive Officer, Senior Managing Director, CTO of the Company (current)</p> <p>(Duties) R&amp;D, Incubation and MR Business (Important concurrent position) President of Medicaoid Corporation</p> </div> <div> <p>(Reasons for Nomination) Kaoru Asano has been involved in research and technology development of the Group for many years and has contributed to the business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2014 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p> </div>	52,700

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
3	<div>Reelection</div> <div>Kenji Tachibana (December 12, 1957)</div> <div>Attendance to the Meetings of the Board of Directors 17/17</div>	March 1980	Joined the Company	32,500
		April 1998	President of Sysmex Singapore Pte Ltd (presently Sysmex Asia Pacific Pte Ltd.)	
		April 2004	Senior Vice President of Business Planning of the Company	
		April 2007	Executive Vice President of International Business Management of the Company	
		April 2011	Executive Officer, Executive Vice President of IVD Business Development of the Company	
		April 2013	Senior Executive Officer of the Company	
		June 2014	Member of the Managing Board and Senior Executive Officer of the Company	
		April 2015	Member of the Managing Board and Senior Executive Officer, Managing Director of the Company	
		April 2017	Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company	
		April 2018	Member of the Managing Board and Senior Executive Officer, Senior Managing Director, COO IVD Business Unit of the Company	
		April 2021	Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (current)	
(Duties)		Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development		
(Reasons for Nomination)		Kenji Tachibana has been involved in business strategy development and international businesses of the Group and has contributed to the strategic and global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2014 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
4	<p><u>Reelection</u> Iwane Matsui (January 1, 1961)</p> <p>Attendance to the Meetings of the Board of Directors 17/17</p>	<p>April 1985      Joined the Company</p> <p>July 2001      President of Sysmex Europe GmbH</p> <p>April 2007      Executive Vice President of Customer Support of the Company</p> <p>April 2009      Executive Vice President of IVD Business Strategy of the Company</p> <p>April 2011      Executive Officer, Executive Vice President of Corporate Business Planning of the Company</p> <p>April 2013      Executive Officer, Executive Vice President of International Business Management of the Company</p> <p>April 2017      Senior Executive Officer of the Company</p> <p>April 2019      Senior Executive Officer, Managing Director of the Company</p> <p>June 2019      Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (current)</p> <p>(Duties) Global Marketing</p>		2,100
		<p>(Reasons for Nomination)</p> <p>Iwane Matsui has been involved in promoting businesses such as domestic and international sales and marketing serving as a sales manager for domestic sales and as a representative of several overseas regional headquarters of the Group for many years, and has contributed to global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2019 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>		
5	<p><u>Reelection</u> Hiroshi Kanda (July 3, 1957)</p> <p>Attendance to the Meetings of the Board of Directors 17/17</p>	<p>March 1980      Joined the Company</p> <p>April 2004      Chairman of Sysmex Shanghai Ltd.</p> <p>April 2006      Senior Vice President of IVD Business Strategy Development of the Company</p> <p>April 2010      Executive Vice President of Sales and Marketing West Japan of the Company</p> <p>April 2012      ICH Business Unit and Executive Vice President of Hemostasis Product Engineering Development of the Company</p> <p>April 2013      Executive Officer, ICH Business Unit and Executive Vice President of Hemostasis Product Engineering Development of the Company</p> <p>April 2017      Senior Executive Officer and Executive Vice President of ICH Business Development of the Company</p> <p>April 2019      Senior Executive Officer, Managing Director of the Company</p> <p>June 2019      Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (current)</p> <p>(Duties) Business Strategy Development</p>		62,500
		<p>(Reasons for Nomination)</p> <p>Hiroshi Kanda has been involved in promoting businesses such as product planning and market development of the Group for many years and has contributed to global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2019 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.</p>		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
6	<div>New election</div> Tomokazu Yoshida (December 16, 1964)	June 2000 April 2015 April 2017 April 2020 April 2021 (Duties) R&D, Incubation and MR Business (Assistant)	Joined the Company Executive Vice President of Central Research Laboratories of the Company Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development of the Company Senior Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development of the Company Senior Executive Officer, Managing Director, Executive Vice President of MR Business of the Company (current)	1,100
		(Reasons for Nomination) Tomokazu Yoshida has been involved in research and technology development of the Group for many years, and has contributed to business development. He is appointed as a candidate for a Member of the Managing Board of the Company because his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
7	<div>Reelection</div> <div>Member of the</div> <div>Managing Board</div> <div>(Outside)</div> Masayo Takahashi (June 23, 1961)  Attendance to the Meetings of the Board of Directors 17/17	October 1992      Ph.D. of Medicine and Assistant professor of Ophthalmology, Kyoto University Hospital January 1995      Post-doc, in Laboratory of Genetics, the Salk Institute, San Diego, the United States January 1997      Assistant professor of Ophthalmology, Kyoto University Hospital October 2001      Associate professor, Team Leader of retinal regeneration project, Translational Research Center, Kyoto University Hospital April 2006      Team Leader, Laboratory for Retinal Regeneration Research, RIKEN Center for Developmental Biology, Japan April 2012      Project Leader, Laboratory for Retinal Regeneration Research, RIKEN Center for Developmental Biology, Japan (presently RIKEN Center for Biosystems Dynamics Research, Japan) June 2016      Joined the Company, Member of the Managing Board of the Company (current) December 2017      Director of Research Center, Kobe City Eye Hospital (current) August 2019      President of Vision Care Inc. (current) August 2019      Senior Visiting Scientist, Laboratory for Retinal Regeneration Research, RIKEN Center for Biosystems Dynamics Research, Japan (current) August 2020      President, VCGT Inc. (current) March 2021      President, VCCT Inc. (current) (Important concurrent position) President of Vision Care Inc. President, VCCT Inc.  (Reasons for Nomination and Expected Role) Masayo Takahashi is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that she would utilize her abundant experience and deep insight relating to advanced medical research, medical ethics and other fields in and outside Japan as a clinician and researcher for management of the Company by expressing her opinions at the Meetings of the Board of Directors. She is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. Her term of office as a Member of the Managing Board (Outside) will be five years at the conclusion of this Meeting.	N/A

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
8	<div> <div>Reelection</div> <div>Member of the</div> <div>Managing Board</div> <div>(Outside)</div> <div>Independent</div> </div> <div>Kazuo Ota</div> <div>(January 13, 1955)</div> <div>Attendance to the Meetings of the Board of Directors 17/17</div>	<div>April 1978</div> <div>April 2012</div> <div>April 2013</div> <div>April 2015</div> <div>June 2015</div> <div>December 2016</div> <div>April 2018</div> <div>June 2019</div> <div>June 2019</div>	<div>Joined Kawasaki Heavy Industries, Ltd.</div> <div>General Manager of Planning &amp; Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd.</div> <div>Executive Officer, General Manager of Planning &amp; Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd.</div> <div>Managing Executive Officer, General Manager of Corporate Planning Division, In Charge of Finance &amp; Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd.</div> <div>Senior Vice President, General Manager of Corporate Planning Division, In Charge of Finance &amp; Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd.</div> <div>Senior Vice President, President of Motorcycle &amp; Engine Company of Kawasaki Heavy Industries, Ltd.</div> <div>Director, Managing Executive Officer, President of Motorcycle &amp; Engine Company of Kawasaki Heavy Industries, Ltd.</div> <div>Retired from Director of Kawasaki Heavy Industries, Ltd.</div> <div>Joined the Company, Member of the Managing Board of the Company (current)</div>	N/A
<div>(Reasons for Nomination and Expected Role)</div> <div>Kazuo Ota is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that he would utilize his abundant experience in management and deep insight as a corporate manager for global business development for management of the Company by expressing his opinions at the Meetings of the Board of Directors. He is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management.</div> <div>His term of office as a Member of the Managing Board (Outside) will be two years at the conclusion of this Meeting.</div> <div>Although he worked for Kawasaki Heavy Industries, Ltd., which has a business relationship with the Company, the amount of transactions with Kawasaki Heavy Industries, Ltd. accounts for less than 2% of each company's consolidated net sales. He, therefore, satisfies the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc.</div>				

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
9	<div> <div>New election</div> <div>Member of the</div> <div>Managing Board</div> <div>(Outside)</div> <div>Independent</div> </div> <div>Hidekazu Fukumoto (November 6, 1955)</div>	<div> <div>April 1978</div> <div>May 2005</div> <div>January 2006</div> <div>April 2008</div> <div>June 2010</div> <div>May 2012</div> <div>May 2014</div> <div>May 2016</div> <div>June 2017</div> <div>April 2018</div> <div>June 2019</div> <div>June 2019</div> </div> <div> <div>Joined The Sanwa Bank, Ltd. (presently MUFG Bank, Ltd.)</div> <div>Executive Officer of UFJ Bank Ltd. (presently MUFG Bank, Ltd.)</div> <div>Executive Officer of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (presently MUFG Bank, Ltd.)</div> <div>Managing Executive Officer of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</div> <div>Managing Director and Chief Executive of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</div> <div>Senior Managing Director of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</div> <div>Deputy President Chief Executive of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</div> <div>Deputy President (Director) of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</div> <div>Member of the Board of Directors, Deputy President of The Bank of Tokyo-Mitsubishi UFJ, Ltd.</div> <div>Member of the Board of Directors, Deputy President of MUFG Bank, Ltd.</div> <div>Advisor of MUFG Bank, Ltd. (current)</div> <div>President of SANSHIN Co., Ltd. (current)</div> </div>	N/A
<p>(Reasons for Nomination and Expected Role)</p> <p>Hidekazu Fukumoto is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that he would utilize his knowledge on finance, financial accounting, risk management, etc., as a corporate manager of a financial institution, as well as his abundant experience and deep insight in the business world for management of the Company by expressing his opinions at the Meetings of the Board of Directors. He is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. Although he worked for many years at MUFG Bank, Ltd., with which the Company has regular transactions, the Company has no borrowings from MUFG Bank, Ltd., and the bank is not a business partner that has influence over the Company's decision making. Furthermore, the Company has no transactions with SANSHIN Co., Ltd. He, therefore, satisfies the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc.</p>			

- Notes:
1. The candidate Masayo Takahashi is President of Vision Care Inc., and the Company has a business relationship with Vision Care Inc. on the basis of research and development contracts. Furthermore, she is President of VCCT Inc. and the Company has received a portion of bonds with share acquisition rights issued by VCCT Inc. There is no special interest between each of the other candidates and the Company.
  2. Masayo Takahashi, Kazuo Ota and Hidekazu Fukumoto are to be elected as Members of the Managing Board (Outside).
  3. In accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Masayo Takahashi and Kazuo Ota to limit their liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act. If their reelection is approved, the Company intends to continue the agreements with both of them. In addition, the Company plans to enter into the same agreement with Hidekazu Fukumoto if his election is approved.
  4. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, thereby covering damages and litigation expenses, etc. incurred by the insureds, including Members of the Managing Board of the Company. If each candidate is elected as Member of the Managing Board, the Company plans to include him or her as an insured in the insurance policy. The policy is scheduled to be renewed on July 1, 2021, during the term of office of the candidates.
  5. MUFG Bank, Ltd., where Hidekazu Fukumoto was in office as Member of the Board of Directors, agreed with the U.S. Office of the Controller of the Currency (OCC) to make improvements regarding

deficiencies identified by OCC in the bank's internal management systems, etc., for prevention of money laundering in accordance with the U.S. Bank Secrecy Act.

6. The Company has reported Kazuo Ota as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc, and the Company plans to continue to report him as an Independent Member of the Managing Board, if his election is approved.
7. The Company plans to report Hidekazu Fukumoto as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc, if his election is approved.

**Bill No. 3 Election of One (1) Substitute Director Who Is an Audit and Supervisory Committee Member**

In preparation for an insufficient number of Directors who are Audit and Supervisory Committee Members as stipulated in laws and regulations, the Company requests the election of one (1) substitute Director who is an Audit and Supervisory Committee Member.

Please note that the approval of the Audit and Supervisory Committee has been obtained for this Bill.

The candidate for a substitute Director who is an Audit and Supervisory Committee Member is as follows:

Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
<div> <div>New election</div> <div>Member of the Managing Board</div> <div>(Outside)</div> <div>Independent</div> <div>Koichi Onishi</div> <div>(July 16, 1947)</div> </div>	<div>July 1971</div> <div>June 2002</div> <div>April 2004</div> <div>April 2007</div> <div>June 2010</div> <div>June 2014</div> <div>June 2016</div> <div>June 2020</div>	<div>Joined Kobe Steel, Ltd.</div> <div>Executive Officer of Kobe Steel, Ltd.</div> <div>Managing Executive Officer of Kobe Steel, Ltd.</div> <div>Senior Managing Executive Officer of Kobe Steel, Ltd.</div> <div>President of Nippon Koshuha Steel Co., Ltd.</div> <div>Joined the Company, Outside Corporate Auditor of the Company</div> <div>Member of the Managing Board [Audit and Supervisory Committee Member] of the Company</div> <div>Retired from Member of the Managing Board [Audit and Supervisory Committee Member] of the Company</div>
	<div>(Reasons for Nomination and Expected Role)</div> <div>Koichi Onishi is appointed as a candidate for a substitute Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member, in the expectation that he would express his opinions at the Meetings of the Board of Directors using his abundant experience and wide-ranging knowledge of corporate management, etc., in the position of Audit and Supervisory Committee Member, and play a role in ensuring the soundness and transparency of management, and its audit and supervision functions through appropriate audit and supervision of the execution of business.</div>	

- Notes:
1. There is no special interest between the candidate and the Company.
  2. Koichi Onishi is to be elected as a substitute Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member.
  3. If Koichi Onishi assumes the position of a Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member, the Company plans to enter into an agreement with him to limit his liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act, in accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act.
  4. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, thereby covering damages and litigation expenses, etc. incurred by the insureds, including Members of the Managing Board of the Company. If Koichi Onishi assumes the position of a Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member, the Company plans to include him as an insured in the insurance policy.
  5. If Koichi Onishi assumes the position of a Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member, the Company plans to report him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc.