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Securities Code: 3079

June 9, 2017

To Our Shareholders:

Shigeru Chiba
President & CEO

DVx Inc.

Headquarters: 16-1 Kotakecho 1-chome, Nerima-ku, Tokyo

Head office: 17-22 Takada 2-chome, Toshima-ku, Tokyo

Notice of the 31st Annual General Meeting of Shareholders

You are cordially invited to attend the 31st Annual General Meeting of Shareholders of DVx Inc. (the “Company”), which will be held as indicated below.

If you are unable to attend the Meeting in person, you may exercise your voting rights by either of the methods below. Please review the attached Reference Documents for General Meeting of Shareholders, and exercise your voting rights.

[Exercising Voting Rights by Mail]

Please indicate your vote of approval or disapproval of each proposal on the enclosed voting card, and return the card to us so that it arrives before 5:30 p.m. on Tuesday, June 27, 2017 (JST).

[Exercising Voting Rights via the Internet]

Please access the website (<http://www.evotep.jp/>) designated by the Company, and enter your vote of approval or disapproval of each proposal by using the login ID and temporary password shown on the enclosed voting card and following on-screen instructions before 5:30 p.m. on Tuesday, June 27, 2017 (JST).

Please review the “Guide for Exercising Voting Rights via the Internet” on page 2 to exercise your voting rights via the Internet.

1. **Date and Time:** Wednesday, June 28, 2017, at 10:00 a.m. (Reception start time: 9:00 a.m.)
2. **Venue:** Ballroom Fuji, 3rd floor, Hotel Metropolitan
6-1 Nishi-ikebukuro 1-chome, Toshima-ku, Tokyo
3. **Purpose of the Meeting**
Matters to be reported
The Business Report and the Financial Statements for the 31st fiscal year (from April 1, 2016 to March 31, 2017)
Matters to be resolved
Proposal: Election of Eight (8) Directors
4. **Arrangements in Convening the Meeting**

Pursuant to the relevant laws and regulations and Article 13 of the Company’s Articles of Incorporation, the notes to the financial statements, among documents to be attached to this notice, are posted on the Company’s website (<http://www.dvx.jp>) and are not attached to this notice.

(Notes)

- ◎ Considering the fair treatment of shareholders who attend the General Meeting of Shareholders and those for whom it is difficult to attend the Meeting, we have decided not to provide souvenirs to shareholders on the day of the Meeting. We would ask for your kind understanding of this decision.
- ◎ When you attend the Meeting, you are kindly requested to present the enclosed voting card at the reception.
- ◎ If any changes are made to the Reference Documents for General Meeting of Shareholders, such changes will be posted on the Company’s website (<http://www.dvx.jp>).

Guide for Exercising Voting Rights via the Internet

If you exercise your voting rights via the Internet, please read and understand carefully the following matters.

If you intend to attend the Meeting, voting by mail (sending the voting card) or via the Internet is not necessary.

1. Voting Rights Website and Exercising Your Voting Rights

- (1) To exercise your voting rights via the Internet, please access the website designated by the Company (<http://www.evot.jp/>) via a PC, a smartphone or a mobile phone (i-mode, EZweb or Yahoo! Keitai)*. Only by accessing this website you can exercise your voting rights via the Internet. (Please note that the website is not operational from 2:00 a.m. to 5:00 a.m. (JST))

* i-mode, EZweb and Yahoo! are trademarks or registered trademarks of NTT DOCOMO, INC., KDDI Corporation and Yahoo, Inc. U.S., respectively.

- (2) Please note that you may not be able to exercise your voting rights via a PC or a smartphone on the designated website for the exercise of voting rights, depending on the Internet settings configured on your PC or smartphone, such as firewalls, etc. that are in place to regulate your Internet connections, anti-virus software that has been installed on your PC or smartphone, the use of a proxy server, or TLS (encrypted) communications that has not been enabled on your PC or smartphone.
- (3) To exercise your voting rights via a mobile phone, please use one of the following services: i-mode, EZweb or Yahoo! Keitai. For security reasons, the website is only compatible with mobile phones capable of TLS (encrypted) communications and transmission of mobile phone information.
- (4) Voting via Internet is accepted until 5:30 p.m. on Tuesday, June 27, 2017 (JST). However, we respectfully request that you exercise your voting rights at your earliest convenience. If you have any questions, please contact the help desk described in the next page.

2. Exercising Your Voting Rights via the Internet

- (1) On the voting rights website (<http://www.evot.jp/>), enter your vote of approval or disapproval of each proposal by using the login ID and temporary password shown on the enclosed voting card and following on-screen instructions.
- (2) Please note that, in order to prevent illegal online access (spoofing) and alteration of voting by non-shareholders, you will be requested to change your temporary password on the aforementioned voting rights website.
- (3) You will be notified of a new login ID and the temporary password every time a General Meeting of Shareholders is convened.

3. Handling of Voting Rights When They Are Exercised More Than Once

- (1) Please note that your voting via the Internet shall prevail, if you exercise your voting rights both by mail and via the Internet.
- (2) If you exercise your voting rights more than once via the Internet, only the last vote shall be deemed effective. In addition, if you exercise your voting rights more than once using a PC, a smartphone and a mobile phone, only the last vote shall be deemed effective.

4. Fees Incurred When Accessing the Voting Rights Website

Any fees (connection fees to Internet providers, etc.) incurred when accessing the voting rights website shall be borne by shareholders. Similarly, if voting via a mobile phone, etc., any connection charges or other fees arising from the use of a mobile phone, etc. shall be borne by shareholders.

5. Electronic Voting Platform for Institutional Investors

Trust banks and other nominee shareholders (including standing proxies) who have applied in advance to use the electronic voting platform operated by ICJ, Inc. (a joint-venture company established by Tokyo Stock Exchange, Inc. and others) may use this platform other than voting via the Internet to electronically exercise voting rights for the Company's General Meeting of Shareholders.

For further assistance, regarding the system, etc., please contact:
Stock Transfer Agency (Help Desk), Mitsubishi UFJ Trust and Banking Corporation
Phone: 0120-173-027 (toll free, available only in Japan)(Business hours: 9:00 a.m. to 9:00 p.m.)

Reference Documents for General Meeting of Shareholders

Proposal and Reference Information

Proposal: Election of Eight (8) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this meeting. In that regard, the Company proposes to elect eight (8) Directors (including two (2) Outside Directors).

The candidates for Director are as follows:

Candidate No.	Name (Date of Birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company		Number of Shares in the Company Owned
1	Makoto Wakabayashi Jul. 7, 1950	Apr. 1972	Joined Fukuda Denshi Co., Ltd.	1,692,000 shares
		Apr. 1986	Founded Herz Co., Ltd. and became President & CEO	
		Dec. 1990	Founded Medical Software Support Center Co., Ltd. (present MSS Co., Ltd.) and became Representative Director	
		Feb. 2004	Became President & CEO of the Company upon merger between Herz Co., Ltd. and DVx Japan K.K.	
		Dec. 2012	Chairman and Representative Director, MSS Co., Ltd. (incumbent)	
		Apr. 2015	Chairman, the Company (incumbent)	
Reasons for nomination as candidate for Director: Mr. Makoto Wakabayashi has proven management performance and extensive insight gained as President & CEO of the Company which supported the business growth of the Company over the past 29 years. After assuming the position of Chairman in April 2015, he has performed his duties by providing advice based on experience and insight. The Company expects him to continue his supervision over the execution of business and contribute to further enhancing the corporate value of the Company; therefore, the Company appoints him as a candidate for Director.				
2	Shigeru Chiba Oct. 8, 1958	Apr. 1982	Joined NITTAN COMPANY, LIMITED	4,000 shares
		Apr. 1986	Joined Medtronic Japan Co., Ltd.	
		Feb. 1992	Joined Vitatron Japan Co., Ltd.	
		Sep. 1997	President and Representative Director, Vitatron Japan Co., Ltd.	
		May 1999	Joined Medtronic, Inc. (U.S.) and became Vitatron Asia Pacific General Manager (concurrent position)	
		May 2001	Joined Medtronic Xomed, Inc. (U.S.) and became Medtronic Xomed Asia Pacific General Manager	
		Apr. 2003	Joined ev3 Co., Ltd. and became President and Representative Director	
		Jan. 2004	Joined GETZ BROS. & CO., INC. (present St. Jude Medical Japan Co., Ltd.) and became Vice President	
		Apr. 2006	Director, GETZ BROS. & CO., INC.	
		Apr. 2013	Joined the Company and became Executive Officer, Vice President	
		Jun. 2013	Vice President & COO, the Company	
		Apr. 2015	President & CEO, the Company (incumbent)	
Reasons for nomination as candidate for Director: Mr. Shigeru Chiba has considerable management experience and extensive insight in the medical device industry, and has promoted the establishment of systems to ensure the effectiveness and fairness in the management of the Company as well as the execution of sustainable growth strategies for the Company as Vice President and then President since he joined the Company. The Company expects him to continue his supervision over the execution of business and contribute to further enhancing the corporate value of the Company; therefore, the Company appoints him as a candidate for Director.				

Candidate No.	Name (Date of Birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of Shares in the Company Owned
3	Hiroshi Shibasaki Apr. 23, 1965	<p>Aug. 1986 Joined Matsunaga Dental Clinic</p> <p>Aug. 1991 Joined Herz Co., Ltd.</p> <p>Dec. 1998 General Manager of Sales Division, Herz Co., Ltd.</p> <p>Jan. 2003 Director, General Manager of Sales Headquarters, Herz Co., Ltd.</p> <p>Feb. 2004 Became Director, General Manager of Herz Business of the Company upon merger between Herz Co., Ltd. and DVx Japan K.K.</p> <p>Jun. 2007 Executive Officer, General Manager of Herz Business Headquarters, the Company</p> <p>Apr. 2010 Executive Officer, General Manager of Sales Supervisory Headquarters, the Company</p> <p>Jun. 2010 Director and Executive Officer, General Manager of Sales Supervisory Headquarters, the Company</p> <p>Apr. 2012 Director (in charge of Sales), the Company</p> <p>Apr. 2015 Director (in charge of Sales and Marketing) and Executive Officer, the Company</p> <p>Apr. 2017 Director (in charge of Sales of arrhythmia-related products) and Executive Officer, the Company (incumbent)</p>	44,800 shares
<p>Reasons for nomination as candidate for Director:</p> <p>Mr. Hiroshi Shibasaki is engaged mainly in the area of sales activities and has considerable experience and extensive insight gained in supervising the entire sales activities of the Company since he assumed the position of Director. He is currently supervising the Sales Division of arrhythmia-related products and promoting the business growth of the Company. The Company expects him to continue his supervision over the execution of business and contribute to further enhancing the corporate value of the Company; therefore, the Company appoints him as a candidate for Director.</p>			

Candidate No.	Name (Date of Birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of Shares in the Company Owned
4	Yoji Uozumi Apr. 14, 1952	<p>Apr. 1971 Joined Tokusui Corporation</p> <p>Feb. 2006 Joined the Company and became General Manager of Sales Administration Division of Administration Headquarters</p> <p>Jun. 2007 General Manager of Management Planning Office, the Company</p> <p>Jun. 2010 Executive Officer, General Manager of Administration Headquarters, the Company</p> <p>Apr. 2011 Executive Officer, General Manager of Administration Headquarters and Accounting Division, the Company</p> <p>Jun. 2011 Director and Executive Officer, General Manager of Administration Headquarters and Accounting Division, the Company</p> <p>Apr. 2012 Director (in charge of Administration and Information Disclosure) and Executive Officer, General Manager of Finance and Accounting Division, the Company</p> <p>Sep. 2013 Director (in charge of Administration and Information Disclosure) and Executive Officer, the Company</p> <p>Jun. 2015 Director (in charge of Finance and Accounting and Sales Administration) and Executive Officer, the Company</p> <p>Apr. 2017 Director (in charge of Finance and Accounting and Sales Administration), Executive Officer and General Manager of Sales Administration Division, the Company (incumbent)</p>	4,000 shares
<p>Reasons for nomination as candidate for Director:</p> <p>Mr. Yoji Uozumi has served as General Manager of Sales Administration Division, and then, General Manager of Management Planning Office. After assuming the position of Director, he served as General Manager of Administration Headquarters, and then, General Manager of Accounting Division. Hence, he has considerable experience and extensive insight in the areas of finance and accounting. He is currently supervising the Finance and Accounting Division and Sales Administration Division and promoting the retention and improvement of sound financial positions of the Company. The Company expects him to continue his supervision over the execution of business and contribute to further enhancing the corporate value of the Company; therefore, the Company appoints him as a candidate for Director.</p>			

Candidate No.	Name (Date of Birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of Shares in the Company Owned
5	Masayuki Nabeya Apr. 27, 1958	<p>Apr. 1985 Joined Novus Co., Ltd.</p> <p>Oct. 1986 Joined Herz Co., Ltd.</p> <p>Jun. 1995 Director, General Manager of Sales Division, Herz Co., Ltd.</p> <p>Feb. 2004 Became Senior Managing Director, General Manager of Management Planning Office of the Company upon merger between Herz Co., Ltd. and DVx Japan K.K.</p> <p>Apr. 2008 Senior Managing Executive Officer, General Manager of General Affairs and Human Resources Headquarters, the Company</p> <p>Apr. 2010 Executive Officer, Shizuoka Special Project Leader, the Company</p> <p>Jun. 2011 Director and Executive Officer, Shizuoka Special Project Leader, the Company</p> <p>Apr. 2012 Director (in charge of Marketing and Pharmaceutical & Quality Assurance), the Company</p> <p>Jul. 2013 Director (in charge of Marketing and Pharmaceutical & Quality Assurance) and Executive Officer, the Company</p> <p>Apr. 2014 Director (in charge of Marketing, Pharmaceutical & Quality Assurance and Technology) and Executive Officer, the Company</p> <p>Apr. 2015 Director (in charge of Pharmaceutical & Quality Assurance and Technology) and Executive Officer, the Company</p> <p>Dec. 2015 Director (in charge of Pharmaceutical & Quality Assurance and Technology) and Executive Officer, General Manager of Pharmaceutical & Quality Assurance, the Company</p> <p>Apr. 2016 Director (in charge of Pharmaceutical & Quality Assurance and Technology) and Executive Officer, the Company</p> <p>Apr. 2017 Director (in charge of Sales of ischemia-related products, New Products Sales, Pharmaceutical & Quality Assurance and Technology) and Executive Officer, the Company (incumbent)</p>	48,700 shares
<p>Reasons for nomination as candidate for Director:</p> <p>Mr. Masayuki Nabeya has been engaged in a wide range of business areas, particularly in the Sales Division. After assuming the position of Director, he has been supervising the Marketing Division, the Pharmaceutical & Quality Assurance Division, and the Technology Division and gained his considerable experience and extensive insight in these areas. He is currently supervising the Sales Division of ischemia-related products, the New Products Sales Division, the Pharmaceutical & Quality Assurance Division and the Technology Division and promoting the strengthening of these divisions. The Company expects him to continue his supervision over the execution of business and contribute to further enhancing the corporate value of the Company; therefore, the Company appoints him as a candidate for Director.</p>			

Candidate No.	Name (Date of Birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company		Number of Shares in the Company Owned
6	Naohiro Hirano Jan. 16, 1967	Apr. 1990	Joined The Daiwa Bank, Ltd. (present Resona Bank, Ltd.)	300 shares
		Nov. 1999	Joined FOREX Bank	
		Mar. 2002	Joined WIN INTERNATIONAL CO., LTD.	
		Nov. 2010	Joined the Company	
		Apr. 2011	General Manager of General Affairs and Human Resources Division, the Company	
		Apr. 2012	Executive Officer, General Manager of Business Administration Division, the Company	
		Jun. 2015	Director (in charge of Business Administration and Information Disclosure) and Executive Officer, General Manager of Business Administration Division, the Company (incumbent)	
<p>Reasons for nomination as candidate for Director:</p> <p>Mr. Naohiro Hirano has been supervising the divisions in charge of investor relations, legal/compliance promotion, personnel/labor affairs, and general affairs/administration, and gained his considerable experience and extensive insight in these areas. After assuming the position of Director, he has been supervising the Business Administration and Information Disclosure Divisions and promoting the reinforcement of organizational systems focusing on legal compliance as well as the thorough, appropriate and timely disclosure of information. The Company expects him to continue his supervision over the execution of business and contribute to further enhancing the corporate value of the Company; therefore, the Company appoints him as a candidate for Director.</p>				
7	Mitsuharu Muramatsu Jan. 14, 1953	Sep. 1978	Joined Arthur Young & Co.	– shares
		Sep. 1985	Director, Happy-Shokai Co., Ltd.	
		Sep. 1985	Founded Muramatsu C.P.A. Office and became Representative Partner (incumbent)	
		Mar. 1988	Representative Director, Happy-Shokai Co., Ltd. (incumbent)	
		Jun. 2007	Outside Director, the Company (incumbent)	
		Mar. 2015	Founded GLOVACC Co., Ltd. and became Representative Director (incumbent)	
<p>Reasons for nomination as candidate for Outside Director:</p> <p>Mr. Mitsuharu Muramatsu has considerable experience and extensive insight as a certified public accountant and tax accountant. The Company expects him to supervise and monitor the business management of the Company based on such experience and insight, and appoints him as a candidate for Outside Director. He is directly involved in company management as the Representative Director of Happy-Shokai Co., Ltd. and GLOVACC Co., Ltd. Due to this, the Company judges he will appropriately fulfill his duties as an Outside Director.</p> <p>Matters concerning Independence:</p> <p>The Company has submitted notification to the Tokyo Stock Exchange that Mr. Mitsuharu Muramatsu has been appointed as an independent officer as provided for by the aforementioned exchange. In addition to the requirements specified by the Exchange, the Company has established its own criteria for the independence of independent officers, taking into account their relationships with the Company, its officers, and major shareholders. He sufficiently satisfies such criteria.</p>				

Candidate No.	Name (Date of Birth)	Career Summary, Position and Responsibility in the Company, and Significant Concurrent Positions outside the Company	Number of Shares in the Company Owned
8	Shigeharu Dogakinai May 11, 1949	<p>Apr. 1973 Joined The Mitsubishi Bank, Limited (present The Bank of Tokyo-Mitsubishi UFJ, Ltd.)</p> <p>May 2003 Joined TECHNO RYOWA LTD.</p> <p>Jun. 2003 Director, TECHNO RYOWA LTD.</p> <p>Jan. 2007 Managing Director, TECHNO RYOWA LTD.</p> <p>Apr. 2014 Senior Managing Director, TECHNO RYOWA LTD.</p> <p>Jun. 2015 Outside Director, Asante, Inc. (incumbent)</p> <p>Jun. 2015 Outside Director, the Company (incumbent)</p> <p>Jun. 2015 Senior Managing Director, TACHIKICHI CORP. (incumbent)</p> <p>Aug. 2015 Representative Partner, Progress G.K. (incumbent)</p>	1,100 shares
<p>Reasons for nomination as candidate for Outside Director: Mr. Shigeharu Dogakinai has considerable experience and extensive insight. The Company expects him to provide advice and supervision based on such experience and insight in order to promote the sound and effective business management of the Company, and appoints him as a candidate for Outside Director. He is directly involved in company management as the Senior Managing Director of TACHIKICHI CORP. and the Representative Partner of Progress G.K. Due to this, the Company judges he will appropriately fulfill his duties as an Outside Director.</p> <p>Matters concerning Independence: The Company has submitted notification to the Tokyo Stock Exchange that Mr. Shigeharu Dogakinai has been appointed as an independent officer as provided for by the aforementioned exchange. In addition to the requirements specified by the Exchange, the Company has established its own criteria for the independence of independent officers, taking into account their relationships with the Company, its officers, and major shareholders. He sufficiently satisfies such criteria.</p>			

- (Notes) 1. There is no special interest between any of the candidates and the Company.
2. Mitsuharu Muramatsu and Shigeharu Dogakinai are candidates for Outside Director.
3. Mitsuharu Muramatsu is currently an Outside Director of the Company, and at the conclusion of this meeting, his tenure will have been ten (10) years.
4. Shigeharu Dogakinai is currently an Outside Director of the Company, and at the conclusion of this meeting, his tenure will have been two (2) years.
5. The Company has entered into an agreement with Mitsuharu Muramatsu and Shigeharu Dogakinai to limit their liability provided for in Article 423, paragraph 1 of the Companies Act, pursuant to the provisions of Article 427, paragraph 1 of the Companies Act. The maximum amount of the liability for damages shall be the higher of 3,000,000 yen, or the minimum liability amount as provided for in Article 425, paragraph 1 of the Companies Act. The Company intends to continue the limited liability agreement with Mitsuharu Muramatsu and Shigeharu Dogakinai if their reelection is approved.