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(Securities Code 7747) August 30, 2019

To Our Shareholders:

Masahiko Miyata President & CEO **ASAHI INTECC CO., LTD.** 3-100 Akatsuki-cho, Seto-shi, Aichi 489-0071 Japan

Notice of Convocation of the 43rd Annual General Meeting of Shareholders

You are cordially invited to attend the 43rd Annual General Meeting of Shareholders of ASAHI INTECC CO., LTD. (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you may exercise your voting rights in writing, via the Internet, or by other means. Please review the attached Proposals and References and exercise your voting rights by the end of our business day (5:45 p.m.), Thursday, September 26, 2019.

1. Date and Time: Friday, September 27, 2019 at 10:00 a.m.

2. Place: "Main Hall" at the 3rd floor of Nagoya Convention Hall located at Global Gate,

4-60-12 Hiraike-cho, Nakamura-ku, Nagoya-shi, Aichi, Japan

The venue is the same as last year. Please note that it is different from the venue until the year

before last.

3. Meeting Agenda:

Matters to be reported: 1. The Business Report, Consolidated Financial Statements for the Company's

43rd Fiscal Year (from July 1, 2018 to June 30, 2019) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the

Audit Committee

2. Non-consolidated Financial Statements for the Company's 43rd Fiscal Year

(from July 1, 2018 to June 30, 2019)

Matters to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Eleven (11) Directors (excluding Directors who are Audit and

Supervisory Committee Members)



- **4. Instructions for Exercising** There are three ways to exercise your voting rights as described below: **Voting Rights:**
- (1) Attending the Annual General Meeting of Shareholders

Present the enclosed voting rights exercise form to the receptionist at the meeting.

Date and Time: Friday, September 27, 2019, at 10:00 a.m.

(2) Mailing the voting rights exercise form

Complete the enclosed voting rights exercise form by indicating your vote for or against each of the agenda items and return it.

Votes to be received by Thursday, September 26, 2019, at 5:45 p.m.

(3) Exercising voting rights via the internet

Access the Company's designated website for voting (https://evote.tr.mufg.jp/), enter the "Log-in ID" and the "Temporary Password," which are provided on the enclosed voting rights exercise form, and follow the instructions on the screen to vote on the agenda items.

Votes to be cast by Thursday, September 26, 2019, at 5:45 p.m.

Note: The website above is available for use only in the Japanese language and by registered shareholders in Japan.

To Our Institutional Shareholders:

The ICJ platform, an electronic voting platform for institutional investors via the ProxyEdge[®] system of Broadridge, is available. For further details, please contact your custodians, nominees and/or brokers.

- Note 1: If you exercise your voting right both by mail and the internet, the vote exercised by the internet shall be treated as valid and the vote exercised by mail shall not count.
- Note 2: You can vote more than once (revote) through the internet. In this case, however, only the last vote shall be treated as valid. Only the last vote shall be treated as valid if a voting right is exercised more than once by personal computer, smartphone, and or mobile phone. All prior votes shall not count.
- Note 3: Any revisions to the reference material for the Annual General Meeting of Shareholders will be published on the Company's website (http://asahi.irbridge.com/en/stock/meeting.html)

Please present the enclosed voting rights exercise form to the reception desk at the meeting when attending the Annual General Meeting of Shareholders. As for the structure to ensure the appropriateness of the operations of the Company, notes to consolidated financial statements and notes to non-consolidated financial statements are not indicated in the Notice of Convocation of the 43rd of Shareholders, General Meeting since they are posted on our website (http://www.asahi-intecc.co.jp/) based on laws and regulations and Article 14 of the Articles of Incorporation of the Company. Accordingly, the document attached to the Notice of Convocation of the 43rd Annual General Meeting of Shareholders is part of the consolidated financial statements or financial statements audited by the Accounting Auditor and the Audit Committee when creating an accounting audit report.

Moreover, we will post the reference material for the 43rd Annual General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Financial Statements on our website (http://www.asahi-intecc.co.jp/) when they are amended.



Proposals and References

Proposal 1: Appropriation of Surplus

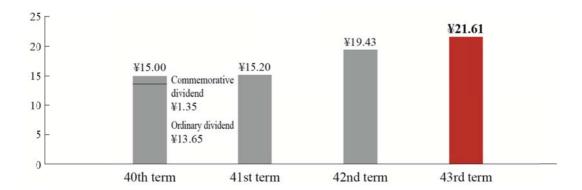
Regarding the distribution of earnings, the Company considers the return of earnings to shareholders to be one of the most important management issues. Therefore, it is our basic policy to consistently pay out stable dividends over the long term by constantly aiming to increase our corporate value. Regarding the year-end dividends for the fiscal year under review, the Company proposes a dividend of ¥21.61 per common share (Dividend payout ratio of 25%) to be paid based on a long-term perspective and in comprehensive consideration of consolidated financial results for the fiscal year under review, future outlook, the level of internal reserves, etc.

Matters regarding year-end dividends

- 1. Type of dividend property Cash
- 2. Matters regarding allotment of dividend property to shareholders and its total amount ¥21.61 per common share of the Company Total amount: ¥2,812,111,418
- 3. Effective date of distribution of surplus Monday, September 30, 2019

Trends of dividends

Titlias of dividends	1			
	40th term	41st term	42nd term	43rd term
Dividend	¥30.00	¥30.40	¥19.43	¥21.61
After retrospective application	¥15.00	¥15.20	¥19.43	¥21.61



(Note)

- The Company conducted a two-for-one split of its common shares on August 1, 2015 and also conducted a two-for-one split of its common shares on January 1, 2018. Accordingly, the dividend per share is calculated on the assumption that such splits of shares were conducted at the beginning of the 40th term (from July 1, 2015 to June 30, 2016).
- 2. The Company conducted a two-for-one split of its common shares on July 1, 2019. The 43rd year-end dividend is based on the number of shares before the split.



Proposal 2: Election of Eleven (11) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)

The term of office of all eleven (11) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders.

The candidates for Directors (excluding Directors who are Audit and Supervisory Committee Members) are as follows:

Candidate No.	Name	Current position and main re in the Company		Status of attendance at the Board of Directors
1	Masahiko Miyata	President & CEO	Reappointment	100% (13/13)
2	Kenji Miyata	Executive Vice President and COO	Reappointment	100% (13/13)
3	Tadakazu Kato	Executive Director, General Manager of Medical Business Global Head Quarter	Reappointment	100% (13/13)
4	Ippei Yugawa	Director	Reappointment	100% (13/13)
5	Yoshinori Terai	Director, General Manager of New Business Development Division, Supervisor of Sales and Marketing of Medical Brand Business Unit of Medical Business Global Head Quarter	Reappointment	100% (13/13)
6	Munechika Matsumoto	Director, General Manager of Device Division and GMA Division	Reappointment	100% (13/13)
7	Mizuho Ito	Director, General Manager of Administration Division, General Manager of Corporate Strategic Office	Reappointment	100% (13/13)
8	Makoto Nishiuchi	Director, General Manager of Medical Brand Business Unit of Medical Business Global Head Quarter	Reappointment	100% (10/10)
9	Kiyomichi Ito	Outside Director	Reappointment Outside Independent	92.3% (12/13)
10	Akinori Shibazaki	Outside Director	Reappointment Outside Independent	92.3% (12/13)
11	Masami Sato	Outside Director	Reappointment Outside Independent	100% (13/13)

(Note)

Regarding attendance at the Board of Directors, the status after assuming office as Director on September 27, 2018, is described for Mr. Makoto Nishiuchi and the period spent as Director who was an Audit and Supervisory Committee Member is included for Mr. Masami Sato.



No.	Name (Date of birth)	Caree	r summary, positions and responsibilities in the Company and significant concurrent positions	Number of Company shares held	Status of attendance at the Board of Directors
		November 1994	Joined the Company, General Manager of Planning Office, Supervisory Division		
		December 1995	Director, General Manager of Corporate Planning Department		
		March 1999	Executive Director, Assistant to General Manager of Medical		
		x 1 2000	Division and General Manager of Production Engineering Department		
		July 2000	General Manager of Medical Division		
	Masahiko Miyata	September 2001	Senior Managing Director		13/13
	(March 15, 1967)	September 2003	Director of ASAHI INTECC THAILAND CO., LTD. (current position)	2,850,000	(100%)
	[Reappointment]	March 2004	Executive Vice President and Representative Director of the Company		
	. 11	March 2006	President & CEO of CompassMed Integration Co., Ltd.		
1		August 2006	Director of ASAHI INTECC HANOI CO., LTD. (current position)		
		June 2007	CEO of ASAHI INTECC THAILAND CO., LTD.		
		September 2009	President & CEO of the Company (current position)		
			President & CEO of Filmecc Co., Ltd.		
	ED C : ::	July 2016	Director of Filmecc Co., Ltd. (current position)		

Having served as President & CEO since 2009, Mr. Masahiko Miyata has driven the Company's group management and appropriately fulfilled the role of enhancing the Company's corporate value with his global management perspective, speedy decision-making, and good relationships built with medical professionals, partners, and other stakeholders. He is deemed essential to the further development of the Company as the leader of the Group and has been renominated as Director.



No.	Name (Date of birth)		summary, positions and responsibilities in the Company and significant concurrent positions	Number of Company shares held	Status of attendance at the Board of Directors
2	Kenji Miyata (July 16, 1970) [Reappointment]	April 1993 January 1997 July 1997 July 2000 July 2001 August 2002 September 2003 October 2004 July 2006 July 2009 July 2010 September 2010 July 2011 July 2013 September 2013 January 2015 July 2015 September 2015 July 2016 September 2016 July 2017 July 2018	Joined the Company Executive Vice President and Director of ASAHI INTECC THAILAND CO., LTD. Director of the Company General Manager of Production Management Department, Industrial Device Division Executive Officer, General Manager of Control Office, Industrial Device Division General Manager of Medical Device Department, Device Division General Manager of Device Division General Manager of Quality Assurance Department Director Director of ASAHI INTECC THAILAND CO., LTD. General Manager of Device Division of the Company Director of GMA Co., Ltd. General Manager of Improvement Promotion Office Executive Director President & CEO of ASAHI INTECC GMA Co., Ltd. General Manager of Technological Improvement Office of the Company President & CEO of Toyoflex Corporation (current position), President & CEO of TOYOFLEX CEBU CORPORATION Director of ASAHI INTECC THAILAND CO., LTD. (current position) Director of ASAHI INTECC HANOI CO., LTD. President and Director of ASAHI INTECC HANOI CO., LTD. Executive Vice President and Director of the Company General Manager of Quality Assurance Division Chairperson and Director of ASAHI INTECC HANOI CO., LTD. (current position) Executive Vice President and COO of the Company (current position) Director of TOYOFLEX CEBU CORPORATION (current position) Director of TOYOFLEX CEBU CORPORATION (current position) Director of FICUS Co., Ltd. (current position)	2,627,600	13/13 (100%)

Mr. Kenji Miyata is well versed in production technology for stainless steel processing, the source of the Company's technology, as General Manager of the Device Division for many years, and has assisted the President & CEO in overall management as Executive Vice President and COO as well as promoted the reconstruction of buyout proposals and leadership in the Medical Division in recent years. He has been renominated as Director in expectation of his further contribution going forward.



No.	Name (Date of birth)	Career s	summary, positions and responsibilities in the Company and significant concurrent positions	Number of Company shares held	Status of attendance at the Board of Directors
		June 1992	Joined the Company		
		May 2003	Deputy General Manager of Quality Assurance Department, Medical Division		
		February 2004	Group Manager of Quality Assurance Group, Medical Division		
		October 2004	Group Manager of Research and Development Group, Medical Division		
		January 2005	Deputy General Manager of Medical Division		
	Tadakazu Kato	March 2006	Executive Officer		13/13
	(July 25, 1954)	September 2007	Director of ASAHI INTECC HANOI CO., LTD. (current position)	138,400	(100%)
	[Reappointment]	September 2008	Director of the Company		
		July 2009	General Manager of Medical Division		
		April 2012	Director of ASAHI INTECC SCIENTIFIC (Beijing) Co., Ltd. (current position)		
3		October 2013	Director of ASAHI INTECC THAILAND CO., LTD. (current position)		
		September 2014	Executive Director of the Company (current position)		
		July 2016	Director of Filmecc Co., Ltd. (current position)		
		July 2019	General Manager of Medical Business Global Head Quarter		
			(current position)		
			Director of TOYOFLEX CEBU CORPORATION (current		
			position)		
	[Reason for nominati	on as candidate for	Director]		

Since joining the Company, Mr. Tadakazu Kato has consistently been engaged in the Medical Division and contributed to the development of medical devices. Currently, he works as General Manager of Medical Business Global Head Quarter and is well versed not only in development but also in a variety of fields including production and sales and is appropriately fulfilling the role of enhancing the Company's

corporate value. He has been renominated as Director in expectation of his further contribution going forward.

	•	February 1982	Joined the Company		
		July 1999	Executive Officer, General Manager of Sales Department,		
			Industrial Device Division		
			General Manager of International Affairs Department		
			General Manager of Sales Department II, Medical Division		
	T.,	October 2000	General Manager in charge of Technological Development and		
	Ippei Yugawa		Marketing		13/13
	(December 20, 1956)	July 2001	General Manager of the Company, seconded to Filmecc Co., Ltd.	132,080	(100%)
	[D	April 2002	Director of Filmecc Co., Ltd. (current position)		
	[Reappointment]	September 2003	Director of the Company (current position), in charge of an		
			affiliate (Filmecc Co., Ltd.) (current position)		
4		July 2009	Director of CompassMed Integration Co., Ltd.		
		July 2015	President & CEO of ASAHI INTECC J-sales, INC.		
		July 2018	Director of ASAHI INTECC J-sales, INC. (current position)		
			Director of FICUS Co., Ltd. (current position)		
		August 2018	Senior Managing Director of Nihon Chemical Coat Co., Ltd.		
			(current position)		

[Reason for nomination as candidate for Director]

Mr. Ippei Yugawa has been engaged in sales and technology development and marketing for many years and currently serves as Director of ASAHI INTECC J-sales, INC., a consolidated subsidiary, which carries out domestic sales of the Company's medical devices, and is in charge of the Company's second brand in the Group, Filmecc Co., Ltd., a consolidated subsidiary. He is appropriately fulfilling the role of enhancing the Company's corporate value. He has been renominated as Director in expectation of his further contribution going forward.



No.	Name (Date of birth)	Career sun	nmary, positions and responsibilities in the Company and significant concurrent positions	Number of Company shares held	Status of attendance at the Board of Directors
5	Yoshinori Terai (September 13, 1963) [Reappointment]	January 2000 July 2000 July 2004 November 2006 September 2008 July 2009 January 2010 April 2012 September 2013 July 2014 March 2016 July 2016 July 2019	Joined the Company, Assistant Section Manager of Research and Development Department, Medical Division Assistant Section Manager belonging to Medical Division General Manager of U.S. Representative Office, Medical Division President & CEO of ASAHI INTECC USA, INC. (current position) Director of RetroVascular, INC. (currently ASAHI Medical Technologies, Inc.) (current position) Executive Officer of the Company, in charge of Overseas Business Overseas Sales Supervisor of Medical Division Marketing Supervisor of Medical Division Director of ASAHI INTECC SCIENTIFIC (Beijing) Co., Ltd (current position) Director (current position) Supervisor of Sales and Marketing, Medical Division General Manager of Global Business Development Office, Medical Division Director of ASAHI INTECC J-sales, INC. (current position) General Manager of New Business Development Division (current position) Supervisor of Sales and Marketing of Medical Brand Business Unit of Medical Business Global Head Quarter (current position)		13/13 (100%)

Mr. Yoshinori Terai has been engaged in the Overseas Sales unit for medical devices for many years and currently serves as President of ASAHI INTECC USA, INC, a sales subsidiary in the U.S. He has contributed to the Company's global development and is appropriately fulfilling the role of enhancing the Company's corporate value. He has been renominated as Director in expectation of his further

contribution going forward.

	contribution going to				1
		June 1979	Joined the Company		
		July 2000	Head of Takaishi Factory, Industrial Device Division		
		May 2003	Group Head of Development Group III supervising Osaka		
			area, Device Division		
	Munechika	July 2006	Group Manager of Development Group, Device Division		
	Matsumoto	July 2009	Deputy General Manager of Device Division		
	(November 16, 1954)	July 2011	Executive Officer	22,700	13/13
	, ,	July 2013	General Manager of Device Division (current position)	,	(100%)
	[Reappointment]	July 2015	Senior Executive Officer		
		July 2016	Director of ASAHI INTECC THAILAND CO., LTD.		
6			(current position)		
		September 2016	Director of the Company (current position)		
		July 2017	General Manager of GMA Division (current position)		
		July 2019	Director of TOYOFLEX CEBU CORPORATION (current		
			position)		

[Reason for nomination as candidate for Director]

Since joining the Company, Mr. Munechika Matsumoto has consistently been engaged in the Device Division and contributed to development of stainless-steel components, the Company's core technology. He is currently serving as General Manager of the Device Division, well versed not only in development but also in a variety of fields including production and sales, and is appropriately fulfilling the role of enhancing the Company's corporate value. He has been nominated as candidate for Director in expectation of his further contribution going forward.



No.	Name (Date of birth)	Career :	summary, positions and responsibilities in the Company and significant concurrent positions	Number of Company shares held	Status of attendance at the Board of Directors
7	Mizuho Ito (September 8,1973) [Reappointment]	May 2003 May 2005 April 2008 September 2008 September 2010 April 2012 September 2013 December 2013 July 2015 July 2016 September 2016 July 2018	Joined the Company Deputy General Manager of Corporate Strategic Office Auditor of ASAHI INTECC HANOI CO., LTD. (current position) General Manager of Corporate Strategic Office of the Company (current position) Auditor of GMA Co., Ltd. Auditor of Filmecc Co., Ltd. (current position) Auditor of ASAHI INTECC SCIENTIFIC (Beijing) Co., Ltd. (current position) Auditor of Toyoflex Corporation Group Manager of Accounting Group, Administration Division of the Company Executive Officer General Manager of Administration Division (current position), Auditor of ASAHI INTECC J-sales, INC. (current position) Director of the Company (current position) Director of RetroVascular Inc. (currently ASAHI Medical Technologies, Inc.) (current position)	19,900	13/13 (100%)
	many years. She is cu function of the Head	of Corporate Strate arrently serving as I Office as head of t		, leading efforts to ole of enhancing	to strengthen the

		October 2005	Joined the Company		
		July 2008	Deputy Group Manager of Medical Research and Development		
			Group, Medical Division		
	Makoto Nishiuchi	May 2010	Group Manager of Medical Research and Development Group,		
	(August 15,1964)		Medical Division		10/10
		July 2015	Executive Officer	4,300	
	[D : 4]	July 2016	Director of ASAHI INTECC USA, INC. (current position)		(100%)
	[Reappointment]	January 2017	Chief Research and Development Officer		
		October 2017	Senior Executive Officer		
		July 2018	Director of RetroVascular Inc. (currently ASAHI Medical		
8			Technologies, Inc.) (current position)		
		September 2018	Director of the Company (current position)		
		July 2019	General Manager of Medical Brand Business Unit of Medical		
			Business Global Head Quarter (current position)		

Since joining the Company, Mr. Makoto Nishiuchi has consistently been engaged in the Medical Division and contributed to the development of medical devices. With his abundant experience and track record in the R&D and technology-related fields, currently he works as General Manager of Medical Brand Business Unit of Medical Business Global Head Quarter and is responsible for research and development of medical devices and is appropriately fulfilling the role of enhancing the Company's corporate value. He has been newly nominated as Director in expectation of his further contribution going forward.



No.	Name (Date of birth)	Career	Career summary, positions and responsibilities in the Company and significant concurrent positions		Status of attendance at the Board of Directors (*)
		April 1974	Joined Toyota Motor Sales Co., Ltd.		
		August 1985	Section Chief of System Planning Section, Section Head of		
			Engineering Section, Overseas Planning Department of		
			TOYOTA MOTOR CORPORATION		
	Kiyomichi Ito	January 1994	Secretary seconded to Toyota Motor Manufacturing Canada, Inc.		
	(February 7, 1950)	January 1999	Chief of Marine Business Division of TOYOTA MOTOR CORPORATION	4.200	12/13
	[Reappointment]	July 2000	Chief of Americas Sales Department of TOYOTA MOTOR	4,300	(92.3%)
	[Outside]		CORPORATION		
	[Independent]	July 2002	President of Toyota Kirloskar Auto Parts Pvt. Ltd.		
		March 2008	Professor of School of Management at Chukyo University		
9		September 2013	Director of the Company (current position)		
		April 2015	Visiting Professor of School of World Englishes at Chukyo		
			University (current position)		

[Matters regarding independence]

The Company has registered Mr. Kiyomichi Ito as Independent Director as specified in the listing regulations established by the Tokyo Stock Exchange and Nagoya Stock Exchange. If the election of Mr. Ito is approved, he will continue to be Independent Director.

[Reason for nomination as candidate for Director]

Mr. Kiyomichi Ito has been engaged in corporate management for many years, and reflects his experience and knowledge as a specialist cultivated from his career as a professor of business management at a university. He has been renominated as Outside Director in order for him to provide appropriate advice based on his expertise for strengthening corporate governance going forward.

He will have served as Outside Director for six (6) years at the conclusion of this Annual General Meeting of Shareholders.

		February 1980	President and Representative Director of CHU-O RITTAIZU Co.,	,	
			Ltd. (currently CDS Co., Ltd.) (current position)		
	Akinori Shibazaki	August 1988	President and Representative Director of TPS Co., Ltd.		
		December 2005	Chairman of the Board of MMC Computer Research Co., Ltd.		
	(January 20, 1945)	October 2008	Chairman of the Board of BYNAS Co., Ltd.		
	[Daamaintmant]	March 2010	Executive Senior Adviser of BYNAS Co., Ltd. (current position)	500	12/13
	[Reappointment]	August 2010	Chairman of the Board of Torindo Co., Ltd. (current position)		(92.3%)
	[Outside]	July 2011	Chairman and Director of PMC Co., Ltd. (current position)		
	[Independent]	March 2013	Director and Senior Adviser of MCOR Co., Ltd. (current		
			position)		
10		September 2016	Director of the Company (current position)		

[Matters regarding independence]

The Company has registered Mr. Akinori Shibazaki as Independent Director as specified in the listing regulations established by the Tokyo Stock Exchange and Nagoya Stock Exchange. If the election of Mr. Shibazaki is approved, he will continue to be Independent Director.

[Reason for nomination as candidate for Director]

Mr. Akinori Shibazaki has served as President and Representative Director of CDS Co., Ltd. (listed on the 1st section of the Tokyo Stock Exchange) for many years. He has been nominated as candidate for Outside Director to supervise the Company's overall management based on his ample experience and broad insight as a business manager, as well as to contribute to strengthening corporate governance through offering advice about the Company's overall management. He will have served as Outside Director for three (3) years at the conclusion of this Annual General Meeting of Shareholders.



No.	Name (Date of birth)	Career summary, positions and responsibilities in the Company and significant concurrent positions		Number of Company shares held	Status of attendance at the Board of Directors (*)
	Masami Sato (August 1, 1963) [Reappointment]	April 1989 April 1993 December 1994 April 1998 September 1999	Qualified as a lawyer in Japan, joined MATSUO & KOSUGI Qualified as a lawyer in New York, U.S.A. Joined Maekawa Law Office Opened Sato Sogo Law Office Auditor of the Company	100,800	13/13 (100%)
	[Outside] [Independent]	June 2005 July 2008 September 2016 September 2018	Auditor of MINO CERAMIC CO., LTD. Representative Director of Legal Support Co., Ltd. Director who is an Audit and Supervisory Committee Member Director of the Company (current position)		(10070)

[Matters regarding independence]

The Company has registered Mr. Masami Sato as Independent Director as specified in the listing regulations established by the Tokyo Stock Exchange and Nagoya Stock Exchange. If the election of Mr. Ito is approved, he will continue to be Independent Director.

[Reason for nomination as candidate for Director]

Mr. Masami Sato is qualified as an attorney and has legal expertise and experience. In addition, he has worked as an Outside Auditor and Director who was an Audit and Supervisory Committee Member at the Company for many years, well versed in the Company's business and audited the Company appropriately from an objective viewpoint. Thus, he is deemed to appropriately fulfill the duties of Outside Director such as providing advice for and check on the Company's business execution and has been nominated as candidate for Outside Director.

Since he served as Outside Auditor for seventeen (17) years and as Outside Director who was an Audit and Supervisory Committee Member for two (2) years, he is appropriately providing management advice, recommendations, and supervision with high consciousness.

He will have served as Outside Director (excluding Director who was an Audit and Supervisory Committee Member) for one (1) year at the conclusion of this Annual General Meeting of Shareholders.

(Notes)

- 1. There is no special interest between any of the above candidates for Directors and the Company.
- 2. Messrs. Kiyomichi Ito, Akinori Shibazaki and Masami Sato are candidates for Outside Directors.
- 3. The Company has entered into an agreement with Mr. Kiyomichi Ito, Mr. Akinori Shibazaki, and Mr. Masami Sato to limit their liabilities for damages specified in Article 423, Paragraph 1 of the Companies Act pursuant to the provision of Article 427, Paragraph 1 of the said Act. The limit of liabilities under such agreement shall be the amount prescribed by laws and regulations. If the reelection of Mr. Ito, Mr. Shibazaki, and Mr. Sato is approved, the Company will continue the agreement under the same terms and conditions.

The overview of the content of the agreement is as follows.

- If an Outside Director is liable to the Company for any damage attributable to the negligence of his/her duties, his/her liability shall be limited to the minimum liability amount specified in Article 425, Paragraph 1 of the Companies Act.
- The aforementioned liability limitation shall be applied only in cases where such an Outside Director executed his/her duties that caused the liability in good faith and without gross negligence.
- 4. CompassMed Integration Co., Ltd changed its name to ASAHI INTECC J-sales, Inc. in January 2010.
- GMA Co., Ltd. changed its name to ASAHI INTECC GMA Co., Ltd. from July 2010. The Company acquired ASAHI INTECC GMA Co., Ltd. through an absorption-type merger on October 1, 2013.
- Toyota Motor Sales Co., Ltd. merged with Toyota Motor Co., Ltd. in 1982 and changed the name to Toyota Motor Corporation.
- 7. CHU-O RITTAIZU Co., Ltd. merged with TPS Co., Ltd. and changed its name to CDS Co., Ltd. in January 2005.
- 8. MMC Computer Research Co., Ltd. changed its trade name to MCOR Co., Ltd. in January 2006.
- 9. RetroVascular,Inc. changed its name to ASAHI Medical Technologies, Inc. in December 2018.