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(Securities Code: 6095)

December 1, 2021

To our shareholders:

Yo Iwami  
President  
**MedPeer, Inc.**  
1-13-1 Tsukiji, Chuo-ku, Tokyo

## Notice of the 17th Annual General Meeting of Shareholders

We are pleased to announce the 17th Annual General Meeting of Shareholders of MedPeer, Inc. (the “Company”), which will be held as indicated below.

Instead of attending the meeting in person, you may exercise your voting rights in writing or via the internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:00 p.m., Wednesday, December 15, 2021 (JST).

- 1. Date and Time:** Thursday, December 16, 2021, at 10:00 a.m. (JST)
- 2. Venue:** Space FS Shiodome, 3rd floor, Shiodome FS Building  
1-1-16 Higashi-Shimbashi, Minato-ku, Tokyo

### 3. Purpose of the Meeting

#### Matters to be reported:

1. The Business Report, Consolidated Financial Statements for the 17th Fiscal Year (from October 1, 2020 to September 30, 2021) and results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. Non-consolidated Financial Statements for the 17th Fiscal Year (from October 1, 2020 to September 30, 2021)

#### Matters to be resolved:

**Proposal No. 1:** Election of Five Directors

**Proposal No. 2:** Election of Three Audit & Supervisory Board Members

### 4. Information on Exercise of Voting Rights

- (1) Exercise of voting rights in writing  
Please indicate your approval or disapproval of each proposal on the enclosed voting form and send it by postal mail to arrive at the Company by no later than 5:00 p.m., Wednesday, December 15, 2021 (JST).
- (2) Exercise of voting rights via the internet  
When exercising your voting rights via the internet, please review the attached “Voting via the Internet” (in Japanese only) and exercise your voting rights by no later than 5:00 p.m., Wednesday, December 15, 2021 (JST).
- (3) Electronic Voting Platform  
Institutional investors may also use the “Electronic Voting Platform” operated by ICJ, Inc. to electronically exercise the voting rights for this meeting.

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- © For those attending the meeting on the day, please submit the enclosed voting form at the reception desk.
  - © If any revision is made with regard to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and/or the Non-consolidated Financial Statements, the Company will post such revision on the Company’s website (<https://medpeer.co.jp/>, in Japanese only).
  - © Among the documents to be attached to this Notice of the Annual General Meeting of Shareholders, the following documents are posted on the Company’s website above pursuant to laws and regulations, as well as Article 15 of the Articles of Incorporation of the Company; therefore, they are not included in the documents attached to this notice. Consequently, Consolidated Financial Statements

and Non-consolidated Financial Statements stated in the documents attached to this Notice of Annual General Meeting of Shareholders consist of part of the Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Financial Auditor in preparing the financial audit report, and by the Audit & Supervisory Board members in preparing the audit report.

- Notes to Consolidated Financial Statements
- Notes to Non-consolidated Financial Statements

© Upon conclusion of this Annual General Meeting of Shareholders, results of resolutions thereof shall be posted to the Company's website above, in lieu of sending written notice of resolutions.

<Internet broadcast>

© The General Meeting of Shareholders will be broadcasted live on the internet from 10:00 a.m. on the day of the meeting. To view, please use the link provided in the "Guide to the Streaming of the 17th Annual General Meeting of Shareholders" on page 3 to access the website. Note: Shareholders who view the meeting by internet broadcast will be unable to exercise voting rights, ask questions, put forward motions or perform other activities that can be performed when attending the meeting in person.

© Before the holding of the 17th Annual General Meeting of Shareholders, the Company will be accepting questions in advance from shareholders via the internet. Please send your questions using the method described in the "Guide to the Streaming of the 17th Annual General Meeting of Shareholders" on page 3. Please note that the Company cannot give assurances that all of the questions received from shareholders in advance will be addressed. Please consider using this option, together with the livestreaming.

<Guide to the Streaming of the 17th Annual General Meeting of Shareholders>

To enable you to attend and view the general meeting of shareholders on the day from the comfort of your home or other location, we will be streaming footage of the meeting via the internet, as follows.

In order to respect the privacy of those attending in person, we will attempt to restrict images from the venue on the day to the area around the seats of the Chair and Officers, but there may be cases where we are unable to avoid including shareholders in the image. We ask for your understanding in advance.

Under the internet method, attendance at the general meeting of shareholders is restricted to the shareholders themselves. Agents and others are asked not to attend.

1. Date and time of streaming

Thursday, December 16, 2021, from 10:00 a.m. to the conclusion of the meeting.

2. How to attend

URL:

<https://web.sharely.app/login/medpeer-17>



To login, access the streaming page using the URL given above, and enter the “Shareholder Number,” “Postcode,” and “Number of Shares Held” (as of September 30, 2021) on the voting form in accordance with the on-screen instructions.

3. Guide to asking questions in advance via the internet

Before the holding of the 17th Annual General Meeting of Shareholders, the Company will be accepting questions in advance from shareholders via the internet. The Company intends to discuss matters in which there is a high level of interest among shareholders at the general meeting of shareholders. Please note that the Company cannot give assurances that all of the questions received from shareholders in advance will be addressed. Please consider using this option, together with the livestreaming.

<How to ask questions in advance>

Access the website and login in accordance with “2. How to attend,” and use the form on the “Questions” tab to send a question related to the matters to be reported or the matters to be resolved.

Period for the acceptance of questions asked in advance

From Wednesday, December 1, 2021 to Wednesday, December 15, 2021, at 5:00 p.m. (JST)

\*Streaming will be in Japanese only.

## Reference Documents for the General Meeting of Shareholders

### Proposals and Reference Information

#### Proposal No. 1: Election of Five Directors

The terms of office of all six Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of five Directors. The Company has submitted a notification to Tokyo Stock Exchange, Inc. to the effect that Masatoshi Kawana and Masayuki Shimura have been designated independent officers as provided for by said exchange, and in the event that their reelection is approved, the Company intends to continue this designation.

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 the Company's shares owned
1	Yo Iwami (March 9, 1974)  <b>Reelection</b>	Apr. 1999	Joined the Department of Cardiology of Tokyo Women's Medical University Hospital	5,191,820 shares
		Dec. 2004	Established Medical Oblige, Inc. (currently the Company) Director	
		June 2005	President (current position)	
		Oct. 2014	Board Member of Sogo Rinsho Holdings Co., Ltd. (currently EP-SOGO Co., Ltd.)	
		Dec. 2019	External Board Member of EPS Holdings, Inc.	
		May 2020	Director of MedPeer Career Agent Co., Ltd. (current position)	
		Aug. 2021	President of Mediplat Inc. (current position)	
		Sept. 2021	Director of Nichi-Med, Inc. (current position)	
		Reasons for nomination as candidate for Director As the founder of the Company, Yo Iwami has embodied its management philosophy and has strived to enhance its corporate value. In addition, as a medical doctor currently working on the front line, he still approaches his work from the perspective of medical treatment, and has deep insights into the medical industry. The Company expects him to be able to use his abundant experience, extensive insights, and powerful leadership to contribute to the further growth of the organization going forward, and accordingly proposes his reelection as Director.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned	
2	Yoshihiko Tembo (December 7, 1975)  <b>Reelection</b>	Apr. 1999	Joined Price Waterhouse Consultants Co., Ltd. (currently IBM Japan, Ltd.)	27,860 shares	
		June 2013	Joined Roland Berger K.K.		
		Feb. 2014	Joined the Company		
		July 2017	Director of medpass Inc. (current position)		
		May 2018	Executive Officer of the Company		
		Jan. 2020	Director of COLBO Co., Ltd. (current position)		
		Nov. 2020	Director of Medcross Co., Ltd. (current position)		
		Dec. 2020	Director of the Company (current position)		
		Aug. 2021	Director of FitsPlus inc. (current position)		
		Aug. 2021	Director of MedPeer Career Agent Co., Ltd. (current position)		
<p>Reasons for nomination as candidate for Director</p> <p>Since joining the Company in 2014, Yoshihiko Tembo has been responsible for the Pharmaceutical Companies Marketing Department, the MedPeer Website Operations Department, and the Business Development Department, in which roles he has created a variety of businesses and services and acted as a driver of growth. The Company expects him to be able to use his abundant experience and extensive insights to contribute to the further growth of the organization going forward, and accordingly proposes his reelection as 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 the Company's shares owned
3	Toshio Hirabayashi (February 22, 1981) <b>Reelection</b>	Apr. 2003	Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)	58,860 shares
		Sept. 2006	Joined Enigmo Inc.	
		Jan. 2011	Joined Growin' Partners Inc.	
		May 2013	Joined the Company	
		May 2018	Executive Officer of the Company	
		May 2020	Audit & Supervisory Board member of MedPeer Career Agent Co., Ltd. (current position)	
		Sept. 2020	Audit & Supervisory Board member of Nichi-Med, Inc. (current position)	
		Dec. 2020	Director of the Company (current position)	
		Aug. 2021	Director of Medcross Co., Ltd. (current position)	
Reasons for nomination as candidate for Director Since joining the Company in 2013, Toshio Hirabayashi has been responsible for the Administrative Department, in which role he has contributed to the building of systems for the Company as a whole, such as those for finance, legal affairs, and personnel, as well as leading M&A and other alliances. The Company expects him to be able to use his abundant experience and extensive insights to contribute to the further growth of the organization going forward, and accordingly proposes his reelection as Director.				
4	Masatoshi Kawana (November 27, 1953) <b>Reelection</b>	May 1978	Joined the Department of Cardiology of Tokyo Women's Medical University	– shares
		Sept. 1991	Research fellow of Harvard Medical School of Massachusetts General Hospital	
		Dec. 1991	Research fellow of Vanderbilt University School of Medicine	
		Mar. 2004	Professor of Cardiology of Tokyo Women's Medical University	
		Apr. 2005	President of Aoyama Hospital of Tokyo Women's Medical University	
		Apr. 2014	Vice-president of Tokyo Women's Medical University Hospital	
		Nov. 2014	Professor of General Medicine	
		June 2018	Outside Member of the Board of ITOCHU Corporation (current position)	
		Feb. 2019	Visiting Professor of Graduate School of Advanced Science and Engineering of Waseda University (current position)	
		Apr. 2019	Professor Emeritus of Tokyo Women's Medical University (current position) Specially Appointed Professor (current position)	
		Dec. 2019	Outside Director of the Company (current position)	
Reasons for nomination as candidate for outside Director and outline of expected role Masatoshi Kawana has been nominated as a candidate for outside Director because of his experience as a hospital manager and his extensive insights into the medical industry, which he is expected to use to provide advice on the overall management of the Company, for which reason it proposes his election.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
5	Masayuki Shimura (September 7, 1958)  <b>Reelection</b>	Apr. 1982	Joined The Mitsui Bank, Limited (currently Sumitomo Mitsui Banking Corporation)	– shares
		Apr. 2010	Executive Officer, Head of Asia Pacific Division	
		Apr. 2015	Senior Managing Executive Officer	
		May 2017	Senior Managing Executive Officer of Sumitomo Mitsui Card Company, Limited	
		June 2018	Representative Director and Senior Managing Executive Officer	
		July 2019	Representative Director of Shimura & Partners Co, Ltd. (current position)	
		Aug. 2019	Outside Director of BASE, Inc. (current position)	
		Mar. 2020	Outside Director of bitFlyer Holdings, Inc. (current position)	
		Dec. 2020	Outside Director of the Company (current position)	
		Apr. 2021	Outside Director of HashPort Inc. (current position)	
Reasons for nomination as candidate for outside Director and outline of expected role Masayuki Shimura has been nominated as a candidate for outside Director because, as an experienced executive officer of large corporations, he possesses abundant experience and extensive insights into corporate management and financial activities, which he is expected to use to provide advice on the overall management of the Company, for which reason it proposes his election.				

- Notes:
1. Masatoshi Kawana and Masayuki Shimura are candidates for outside Director.
  2. The tenure of the outside Directors in years is as follows.  
At the conclusion of this meeting, Masatoshi Kawana's tenure as outside Director of the Company will have been two years.  
At the conclusion of this meeting, Masayuki Shimura's tenure as outside Director of the Company will have been one year.
  3. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Masatoshi Kawana and Masayuki Shimura to limit their liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under the aforementioned agreements is the minimum liability amount provided for under laws and regulations. If the reelection of Masatoshi Kawana and Masayuki Shimura is approved, the Company plans to renew the aforementioned agreements with them.  
The limitation of liability specified in these agreements is limited to times when the outside Directors are in good faith and not grossly negligent in performing their duties.
  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. The policy covers losses that may arise from the assumption of liability by the insureds, including the Company's Directors, incurred in the course of the performance of duties as an officer, or receipt of claims pertaining to the pursuit of such liability. If each candidate is elected and assumes the office as Director, each will continue to be included as an insured in said insurance policy. In addition, when said insurance policy is renewed, the Company plans to renew the policy with the same terms.
  5. There is no special interest between any of the candidates and the Company.

**Proposal No. 2:** Election of Three Audit & Supervisory Board Members

The terms of office of all three Audit & Supervisory Board members will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Audit & Supervisory Board members. In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal. The Company has submitted a notification to Tokyo Stock Exchange, Inc. to the effect that Shunichi Sueyoshi, Takashi Hayama and Hiroyasu Sato have been designated independent officers as provided for by said exchange, and in the event that their reelection is approved, the Company intends to continue this designation.

The candidates for Audit & Supervisory Board member are as follows:

Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	Shunichi Sueyoshi (May 5, 1958) <b>Reelection</b>	Apr. 1981 July 2006 Apr. 2013 Dec. 2017 Apr. 2018 Apr. 2018	Joined Mitsubishi Corporation Joined Mitsubishi International Corporation Joined Metal One Corporation Independent Outside Member of Audit & Supervisory Board of the Company (current position) Audit & Supervisory Board Member of Mediplat Inc. (current position) Audit & Supervisory Board Member of FitsPlus inc. (current position)	– shares
Reasons for nomination as candidate for independent outside member of Audit & Supervisory Board Shunichi Sueyoshi has been nominated as a candidate for independent outside member of Audit & Supervisory Board because he possesses abundant experience of operational audits at business companies and extensive insights into internal controls, based on which the Company judges that he will be able to audit the performance of duties by Directors from a fair and objective viewpoint, for which reason it proposes his election.				
2	Takashi Hayama (November 12, 1947) <b>Reelection</b>	Apr. 1970 Apr. 2002 Mar. 2005 Sept. 2007 Dec. 2012 June 2016 Feb. 2017	Joined Nippon Life Insurance Company Joined Asahi & Co. (currently KPMG AZSA LLC) Representative of Takashi Hayama Certified Public Accountant Office (current position) Director of CELL Co., Ltd. (currently DWANGO Co., Ltd.) Independent Outside Member of Audit & Supervisory Board of the Company (current position) External Director of MITSUBA Corporation (current position) Part-Time Director of Nippon Legal Compensation Co., Ltd. (currently Yell Small Amount & Short Term Insurance Co., Ltd.)	83,000 shares
Reasons for nomination as candidate for independent outside member of Audit & Supervisory Board Takashi Hayama has been nominated as a candidate for independent outside member of Audit & Supervisory Board because, as a certified public accountant, he possesses specialist knowledge in the area of finance and accounting, based on which the Company judges that he will be able to audit the performance of duties by Directors from a fair and objective viewpoint, for which reason it proposes his election.				



Candidate No.	Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Hiroyasu Sato (June 17, 1974)  <b>Reelection</b>	Oct. 2001	Registered as an attorney at law (Dai-Ichi Tokyo Bar Association) Seiwa Kyodo Law Office (currently Seiwa Meitetsu Law Office)	– shares
		Apr. 2009	Partner Lawyer of Seiwa Meitetsu Law Office	
		Dec. 2012	Independent Outside Member of Audit & Supervisory Board of the Company (current position)	
		Sept. 2018	Comm & Path Law Office (current position)	
		Reasons for nomination as candidate for independent outside member of Audit & Supervisory Board Hiroyasu Sato has been nominated as a candidate for independent outside member of Audit & Supervisory Board because, as an attorney at law, he possesses abundant experience and a high level of knowledge in legal affairs in general, including corporate legal affairs, based on which the Company judges that he will be able to audit the performance of duties by Directors from a fair and objective viewpoint, for which reason it proposes his election. He has never in the past been involved in the management of a company except as an outside Director or an independent outside member of Audit & Supervisory Board. However, the Company judges he will appropriately fulfill his duties as an independent outside member of Audit & Supervisory Board based on the above reasons.		

- Notes:
1. Shunichi Sueyoshi, Takashi Hayama and Hiroyasu Sato are candidates for independent outside members of Audit & Supervisory Board.
  2. The tenure of the independent outside members of Audit & Supervisory Board in years is as follows.  
At the conclusion of this meeting, Shunichi Sueyoshi's tenure as Audit & Supervisory Board member of the Company will have been four years.  
At the conclusion of this meeting, Takashi Hayama and Hiroyasu Sato's tenure as Audit & Supervisory Board member of the Company will have been nine years.
  3. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Shunichi Sueyoshi, Takashi Hayama and Hiroyasu Sato to limit their liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under the aforementioned agreements is the minimum liability amount provided for under laws and regulations. If the reelection of Shunichi Sueyoshi, Takashi Hayama and Hiroyasu Sato is approved, the Company plans to renew the aforementioned agreements with them. The limitation of liability specified in these agreements is limited to times when the independent outside members of Audit & Supervisory Board are in good faith and not grossly negligent in performing their duties.
  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. The policy covers losses that may arise from the assumption of liability by the insureds, including the Company's Audit & Supervisory Board members, incurred in the course of the performance of duties as an officer, or receipt of claims pertaining to the pursuit of such liability. If each candidate is elected and assumes the office as Audit & Supervisory Board member, each will continue to be included as an insured in said insurance policy. In addition, when said insurance policy is renewed, the Company plans to renew the policy with the same terms.
  5. There is no special interest between any of the candidates and the Company.

<Reference>

Composition and skill matrix of officers (in the event that each candidate is elected at this meeting)

	Director					Audit & Supervisory Board Member		
	Iwami	Tembo	Hirabayashi	Kawana	Shimura	Sueyoshi	Hayama	Sato
Corporate management	○	○	○	○	○			
Industry insights	○	○		○				
Business development/Marketing		○						
IT/Systems		○			○			
Finance/M&A			○		○	○	○	
Legal affairs/Risk management	○		○			○		○
ESG	○		○	○		○		