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Securities Code: 7775

June 3, 2022

To Our Shareholders:

Keiichi Yamada
Representative Director and President
DAIKEN MEDICAL CO., LTD.
2-6-2 Ayumino, Izumi-shi, Osaka, Japan

NOTICE OF THE 54TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to notify you that the 54th Annual General Meeting of Shareholders of DAIKEN MEDICAL CO., LTD. (the “Company”) will be held as follows.

If you are not attending the meeting, you may exercise your voting rights in writing. Please review the Reference Documents for the General Meeting of Shareholders described below, indicate your approval or disapproval on the enclosed voting form, and send it so that it arrives by Monday, June 20, 2022, at 5:30 p.m. (JST).

[Exercise of voting rights in writing]

Please indicate your vote of approval or disapproval for each proposal on the enclosed voting form, and return it by mail so that it reaches us by 5:30 p.m. on Monday, June 20, 2022 (JST).

[Exercise of voting rights via the Internet]

Please access the Company’s designated website for the exercise of voting rights (<https://evote.tr.mufg.jp/>), and follow the guide on the screen to enter your vote of approval or disapproval for each proposal by 5:30 p.m. on Monday, June 20, 2022 (JST).

- 1. Date and Time:** Tuesday, June 21, 2022 at 10:00 a.m. (JST)
- 2. Venue:** Naniwa Ballroom, 8th Floor, Swissôtel Nankai Osaka
5-1-60, Namba, Chuo-ku, Osaka-shi, Osaka, Japan
- 3. Objective**
 - Items to be reported:** 54th term (from April 1, 2021 to March 31, 2022)
Reporting the Contents of Business Report and Financial Statements
 - Items to be resolved:**
 - Proposal No. 1** Amendments to the Articles of Incorporation
 - Proposal No. 2** Election of Five Directors

- When attending the meeting, please submit the enclosed Voting Form at the reception desk.
- If you exercise your voting rights redundantly via the Internet, etc. and in writing, the voting rights exercised via the Internet, etc. shall be treated as valid.
- If you exercise your voting rights more than once via the Internet, the Company will regard the content of the last exercise as valid.
- The following matters are not included in the Attached Documents of this Notice because they are posted on our website (<https://daiken-iki.co.jp/>) pursuant to the provisions of laws and regulations and Article 14 of our Articles of Incorporation. “Company System and Policy” in the Business Report, and “Statement of Changes in Shareholders’ Equity” and “Notes to Financial Statements” in the Financial Statements
These items are included in the Business Report and Financial Statements audited by the Accounting Auditor or the Audit & Supervisory Board when preparing accounting audit reports or audit reports.
- Any amendments to the Reference Documents for the General Meeting of Shareholders and the Business Report and Financial Statements will be posted on our website (<https://daiken-iki.co.jp/>).
- Please note that the results of the resolution will be posted on our website above instead of sending a written notice of resolution.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Amendments to the Articles of Incorporation

1. Reason for the proposal

Since the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation in preparation for the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format.

- (1) Because companies are obliged to stipulate in their articles of incorporation that they will take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format, the Company intends to newly establish Article 14 (Measures, etc. for Providing Information in Electronic Format), paragraph 1.
- (2) The Company intends to newly establish Article 14 (Measures, etc. for Providing Information in Electronic Format), paragraph 2 to provide for the restriction of the scope of information to be delivered to shareholders who requested the delivery of paper-based documents among the items that constitute the content of reference documents for the general meeting of shareholders, etc. in electronic format.
- (3) Since the provisions of Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc.) of the current Articles of Incorporation will no longer be required if the system to provide informational materials of general meetings of shareholders in electronic format is introduced, they will be deleted.
- (4) Supplementary Provisions regarding the effect of provisions to be newly established and deleted will be established. These Supplementary Provisions shall be deleted when the provisions are no longer effective.

2. Details of the amendments

Details of the amendments are as follows.

(Amendments are underlined.)

Current Articles of Incorporation	Proposed amendments
<p>(Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc.)</p> <p>Article 14</p> <p>When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, financial statements and consolidated financial statements through the Internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</p> <p style="text-align: center;">(Newly established)</p>	<p style="text-align: center;">(Deleted)</p> <p><u>(Measures, etc. for Providing Information in Electronic Format)</u></p> <p><u>Article 14</u></p> <p><u>1. When the Company convenes a general meeting of shareholders, it shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.</u></p>

Current Articles of Incorporation	Proposed amendments
<p>(Newly established)</p>	<p><u>2. Among items for which the measures for providing information in electronic format will be taken, the Company may not necessarily include all or some of those items designated by the Ministry of Justice Order from statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.</u></p> <p>(Supplementary Provisions)</p> <p><u>(Transitional Measures for Providing Informational Materials for the General Meeting of Shareholders in Electronic Format)</u></p> <p><u>Article 1</u></p> <p><u>1. The deletion of Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc.) in the pre-amended Articles of Incorporation and the establishment of the new Article 14 (Measures, etc. for Providing Information in Electronic Format) in the amended Articles of Incorporation shall be effective from September 1, 2022.</u></p> <p><u>2. Notwithstanding the provision of the preceding paragraph, Article 14 of the Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc.) shall remain effective regarding any general meeting of shareholders held on a date within six months from September 1, 2022.</u></p> <p><u>3. The provisions of this Article shall be deleted on the date when six months have elapsed from September 1, 2022 or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.</u></p>

Proposal No. 2 Election of Five Directors

The terms of office of all of the five Directors will expire at the conclusion of this general meeting of shareholders. Therefore, the Company proposes the election of five Directors including two Outside Directors.

The candidates for Directors are as follows:

Candidate No.	Name		Responsibility in the Company and significant concurrent positions outside the Company, etc.
1	Mitsuru Yamada	Reelection	Director and Chairman
2	Keiichi Yamada	Reelection	Representative Director and President, and General Manager of the Technology Division and General Manager of the Administration Division
3	Masayuki Yamada	Reelection	Director and Vice President, and General Manager of the Sales Division
4	Hiroshi Daikuya	Reelection Outside Independent	Outside Director President and Partner of @Stream Corporation Outside Auditor of VINAS Co., Ltd.
5	Yoshimi Inagaki	New election Outside Independent	Outside Director Professor, School of Medicine, International University of Health and Welfare (Department of Anesthesiology and Intensive Care Medicine)

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	Mitsuru Yamada (August 7, 1932) Reelection	Nov. 1968	Established the Company Assumed post of Representative Director and President	4,000,080
		Mar. 2004	Assumed post of Representative Director and Chairman	
		Apr. 2011	General Manager of the Sales Division	
		Oct. 2016	Assumed post of Representative Director and President	
		Jan. 2019	Assumed post of Director	
		June 2019	Assumed post of Director and Chairman (current position)	
Reason for appointment Mitsuru Yamada is the founder of the Company and has been engaged in overall corporate management as the Representative Director for many years since the Company's establishment in 1968, and has a proven track record of leading the Company. Currently, as Director and Chairman, he is appropriately executing his duties to support the execution of business of the Company as a whole. Therefore, the Company believes that he is qualified to serve as a Director of the Company.				
2	Keiichi Yamada (February 15, 1958) Reelection	July 1982	Joined the Company and assumed post of Director	5,427,760
		Apr. 1989	Assumed post of Managing Director	
		Apr. 1997	Assumed post of Senior Managing Director	
		Mar. 2004	Assumed post of Representative Director and President	
		Oct. 2016	Assumed post of Director (in charge of Research)	
		Apr. 2017	Assumed post of Director, Executive Officer, and General Manager of the Development Department I	
		Jan. 2019	Assumed post of Representative Director and President (in charge of the Technology Division)	
		Apr. 2021	Assumed post of Representative Director and President, and General Manager of the Technology Division and General Manager of the Administration Division (current position)	
Reason for appointment Keiichi Yamada has extensive business knowledge and experience in research and development and overall management. He has been involved in all aspects of corporate management as a Representative Director since 2004, and has demonstrated leadership in the Company's research and development after assuming that post. As he has been appropriately performing his duties in all aspects of management as the Representative Director and President again since January 2019, the Company believes that he is qualified to serve as a Director of the Company.				

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	Masayuki Yamada (January 6, 1960) Reelection	<p>July 1982 Joined the Company and assumed post of Director</p> <p>Apr. 1989 Assumed post of Managing Director</p> <p>June 2010 Assumed post of Senior Managing Director</p> <p>Oct. 2016 Assumed post of Director (in charge of Development)</p> <p>Apr. 2017 Assumed post of Director, Executive Officer and General Manager of the Development Department II</p> <p>Jan. 2019 Assumed post of Director and Vice President (in charge of the Administration Division)</p> <p>Apr. 2019 Assumed post of Director and Vice President, and General Manager of the Sales Division and General Manager of the Administration Division</p> <p>Apr. 2021 Assumed post of Director and Vice President, and General Manager of the Sales Division (current position)</p>	2,595,360
<p>Reason for appointment</p> <p>Masayuki Yamada has served as General Manager of the Sales Division and General Manager of the Product Planning Department since joining the Company, and has a wide range of abundant business knowledge and experience. He is currently performing his duties appropriately as Director and Vice President, and General Manager of the Sales Division. Therefore, the Company believes that he is qualified to serve as a Director of the Company.</p>			
4	Hiroshi Daikuya (July 15, 1968) Reelection Outside Independent	<p>Apr. 1991 Joined Arthur Andersen Certified Public Accountant Joint Office (currently KPMG AZSA LLC)</p> <p>Mar. 1994 Registered as a certified public accountant</p> <p>Apr. 1996 Transferred to Asahi Arthur Andersen Limited (currently PwC Consulting LLC)</p> <p>July 2001 Participated in the establishment of Atstream Consulting Corporation (currently @Stream Corporation) and assumed the post of Director</p> <p>Dec. 2001 Assumed post of Outside Auditor of VINAS Co., Ltd. (current position)</p> <p>June 2006 Assumed post of Outside Audit & Supervisory Board Member of the Company</p> <p>Oct. 2010 Assumed post of Outside Corporate Auditor of MIRAIT Holdings Corporation</p> <p>July 2013 Assumed post of President and Partner of @Stream Corporation (current position)</p> <p>June 2016 Assumed post of Outside Director of the Company (current position)</p>	5,000
<p>Reasons for appointment and expected roles</p> <p>Hiroshi Daikuya has served as an Outside Audit & Supervisory Board Member of the Company for 10 years from 2006, in addition to his professional knowledge as a certified public accountant, and is familiar with the Company's management situation. Therefore, the Company expects him to supervise the execution of duties by Directors and provide advice, etc. on overall management. There is no business relationship between the Company and the entity for which Mr. Daikuya concurrently serves as an officer.</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
5	Yoshimi Inagaki (October 27, 1956) Reelection Outside Independent	<p>Feb. 2001 Assistant Professor, Faculty of Medicine, Tottori University (Department of Anesthesia and Resuscitation)</p> <p>Dec. 2005 Professor, Faculty of Medicine, Tottori University (Department of Anesthesiology and Critical Care Medicine)</p> <p>Apr. 2008 General Manager, Operating Rooms, Tottori University Hospital</p> <p>Apr. 2009 Vice Director, Tottori University Hospital</p> <p>Apr. 2016 Director of Medical Engineering Center, Tottori University Hospital and Manager of Medical Equipment Safety Management, Tottori University Hospital</p> <p>Apr. 2021 Professor, School of Medicine, International University of Health and Welfare (Department of Anesthesiology and Intensive Care Medicine) (current position)</p> <p>June 2021 Assumed post of Outside Director of the Company (current position)</p>	0
<p>Reasons for appointment and expected roles</p> <p>Yoshimi Inagaki has never in the past been directly involved in the management of a company. However, he has professional knowledge as a physician and detailed insight into the status of use of the Company's products in hospitals. Furthermore, he has served as a technical advisor to the Company since July 2020. Therefore, the Company expects him to supervise the execution of duties by Directors and provide advice, etc. on product strategies based on trends in the medical field. There is no significant transaction between the Company and the university where he currently serves as a professor.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. Hiroshi Daikuya is a candidate for Outside Director. Furthermore, he has been designated as an independent officer as provided for by Tokyo Stock Exchange, Inc. and has been notified to the Exchange. If he is elected as proposed, he will continue to be an independent officer.
 3. At the conclusion of this meeting, his tenure as Outside Director of the Company will have been six years.
 4. Yoshimi Inagaki is a candidate for Outside Director. Furthermore, he has been designated as an independent officer as provided for by Tokyo Stock Exchange, Inc. and has been notified to the Exchange. If he is elected as proposed, he will continue to be an independent officer.
 5. At the conclusion of this meeting, his tenure as Outside Director of the Company will have been one year.
 6. The Company has entered into a liability insurance contract for officers, etc. with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act, and the insurance contract covers damages such as the costs of disputes and compensation for damages incurred by the insured due to company lawsuits, third-party lawsuits, shareholder derivative lawsuits, etc. The candidates will be included in the insured under the insurance contract.

(Reference) Skill matrix of candidates for Director

Knowledge and experience, etc. possessed by the candidates for Director discussed in Proposal No. 2 are as follows:

Knowledge, experience, capability, expertise and strategic skills	Mitsuru Yamada Director and Chairman	Keiichi Yamada Representative Director and President	Masayuki Yamada Director and Vice President	Hiroshi Daikuya Outside Director	Yoshimi Inagaki Outside Director
Corporate management	●	●	●	●	
Technology and research & development	●	●			●
Corporate finance				●	
Legal affairs and risk management		●	●	●	
Global		●	●		●
Industrial knowledge	●	●	●		●
Clinical experience	●	●			●
Sustainability		●	●	●	
Challenge	●	●	●	●	
For Patients	●	●	●		●