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(Securities code: 6849)
June 4, 2026

To Shareholders with Voting Rights

Hirokazu Ogino
Representative Director,
President and Chief Executive Officer
NIHON KOHDEN CORPORATION
31-4, Nishiochiai 1-chome, Shinjuku-ku,
Tokyo, Japan

NOTICE OF THE 75th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We hereby announce that the 75th Ordinary General Meeting of Shareholders of NIHON KOHDEN CORPORATION (the "Company") will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures to provide you with the materials for the General Meeting of Shareholders electronically and posted matters to be provided electronically on the following website.

The Company's website:

<https://www.nihonkohden.co.jp/ir/stock/meeting.html>

In addition, the matters to be provided electronically have also been posted on the following website:

Website of the Tokyo Stock Exchange:

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

(Please refer to the information by entering either the Company's name or securities code, and selecting "Basic information" and "Documents for public inspection/PR information".)

If you are unable to attend the meeting, you may exercise your voting rights via the Internet, etc. or in writing. We would appreciate it if you could review the Reference Documents for the General Meeting of Shareholders (described hereinafter) and **exercise your voting rights by no later than 5:10 p.m. on Wednesday, June 24, 2026 (JST), via the internet, etc. or by posting the enclosed Voting Rights Exercise Form with indications of your vote for or against the Company's proposals.**

- 1. Date and Time:** Thursday, June 25, 2026 at 10:00 a.m. (JST)
- 2. Venue:** Fourth floor hall, No. 1 building of the Company's head office, 31-4, Nishiochiai 1-chome, Shinjuku-ku, Tokyo, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 75th Fiscal Year (from April 1, 2025 to March 31, 2026), and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee
 2. Non-Consolidated Financial Statements for the Company's 75th Fiscal Year (from April 1, 2025 to March 31, 2026)

Proposals to be resolved:

- Proposal No.1:** Distribution of Surplus
- Proposal No.2:** Election of Eight Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)
- Proposal No.3:** Election of Three Directors Serving as Audit & Supervisory Committee Members
- Proposal No.4:** Election of One Substitute Director Serving as Audit & Supervisory Committee Member

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk for the General Meeting of Shareholders.
 - Any correction or update of the materials for the General Meeting of Shareholders (the matters to be provided electronically), will be posted on the websites mentioned above.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Distribution of Surplus

The Company recognizes that returning profits to shareholders is one of management's most important tasks. The basic policy on distribution of profits and dividends is to make investments for future business expansion and enhance shareholder returns as well as securing a sound financial foundation. The priority for distribution of profits is i) investment necessary for future business expansion used in R&D investments, capital investments, M&A or alliances, and development of human resources, and ii) shareholder returns. In terms of shareholder returns, the Company will increase dividends in a stable manner in line with growth in business performance. Share buybacks are conducted in a flexible manner, taking into account comprehensively the Company's future business deployment, investment plans, retained earnings, and stock price level. The indicator and target for shareholder returns is a consolidated total return ratio of 35% or more.

Based on this policy, the Company hereby proposes the distribution of surplus as follows.

1. Matters related to the year-end dividend:

(1) Matters concerning allotment of dividend property to shareholders and total amount

16 yen per share of the Company's common stock

Total amount: 2,574,439,776 yen

Note: Combined with the interim dividend (16 yen per share), the total annual dividend for the fiscal year ended March 31, 2026 will be 32 yen per share.

(2) Effective date of distribution of surplus

June 26, 2026

2. Other matters related to distribution of surplus:

(1) Item of surplus increased and amount

General reserve 4,000,000,000 yen

(2) Item of surplus decreased and amount

Retained earnings brought forward 4,000,000,000 yen

(Reference) Acquisition of Own Shares

In the 75th fiscal year, pursuant to the resolution of the Board of Directors meeting held on December 3, 2025, the Company acquired 3,135,900 of its own shares for a total amount of 4,999,914,500 yen. As a result, the consolidated total return ratio reached 70%.

Proposal No.2: Election of Eight Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)

The terms of office for all (eight) Directors (excluding Directors serving as Audit & Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, eight Directors (excluding Directors serving as Audit & Supervisory Committee Members) are proposed.

The nomination of candidates for the Directors (excluding Directors serving as Audit & Supervisory Committee Members) was resolved by the Board of Directors, after deliberation by the Nominating & Compensation Committee, which has been established for the purpose of securing transparency and objectivity of the management as an optional advisory body for the Board of Directors, which consists of three Outside Directors and which is chaired by one of such Outside Directors.

The candidates are as follows:

No.	Name	Current Position at the Company	Years served as Director
1	Hirokazu Ogino (Male) (Reappointment)	Representative Director	14 years
2	Eiichi Tanaka (Male) (Reappointment)	Corporate Director	9 years
3	Yasuhiro Yoshitake (Male) (Reappointment)	Corporate Director	9 years
4	Kazuhiro Kato (Male) (Reappointment)	Corporate Director	1 year
5	Sumie Morita (Female) (Reappointment) Outside Director/ Independent Director	Outside Director	2 years
6	Danny Risberg (Male) (Reappointment) Outside Director/ Independent Director	Outside Director	2 years
7	Mamoru Morita (Male) (Reappointment) Outside Director/ Independent Director	Outside Director	1 year
8	Takayoshi Mimura (Male) (New Appointment) Outside Director/ Independent Director	—	—

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Hirokazu Ogino (May 28, 1970) (Male) (Reappointment)	April 1995 Joined the Company April 2007 President of Nihon Kohden Europe GmbH April 2011 General Manager of Marketing Strategy Department June 2011 Operating Officer June 2012 Corporate Director and Operating Officer April 2013 General Manager of International Operations June 2013 Corporate Director and Senior Operating Officer October 2013 CEO of Nihon Kohden America, Inc. June 2015 Representative Director, President and COO June 2017 Representative Director, President and Chief Executive Officer (current position)	241,885 shares
<p>(Reasons for nomination of the candidate for Director)</p> <p>Mr. Hirokazu Ogino has abundant experience and achievements acquired through his career in the Company and its group companies, including serving as the President of foreign sales subsidiaries and the General Manager of Marketing Strategy and International Operations. In addition, he has been responsible for management of the Company since 2015 as the President and been devoted to increasing the corporate value through creating the Company's Long-term Vision and implementing the Company's Three-year Business Plan. We anticipate that he will make the most of his expertise and experience of management he has accumulated to date for reinforcement of the Board of Directors' decision-making and supervision of management. Accordingly, we propose that he be nominated in the position of Director continuously.</p>			

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	<p>Eiichi Tanaka (July 15, 1962)</p> <p>(Male)</p> <p>(Reappointment)</p>	<p>April 1985 Joined the Company</p> <p>April 2002 General Manager of Marketing & Business Development Department</p> <p>October 2003 President of Nihon Kohden America, Inc.</p> <p>April 2008 General Manager of General Affairs and Human Resources Department</p> <p>June 2008 Operating Officer</p> <p>April 2011 General Manager of Accessories & Consumables Business Operations</p> <p>April 2013 Corporate Director & Senior Operating Officer of Nihon Kohden Tomioka Corporation</p> <p>April 2014 President of Nihon Kohden Tomioka Corporation</p> <p>April 2017 General Manager of Import Business Operations</p> <p>June 2017 Corporate Director and Operating Officer</p> <p>April 2019 General Manager of Corporate Strategy Division</p> <p>April 2020 General Manager of US Operations</p> <p>April 2022 Corporate Director and Senior Operating Officer</p> <p>January 2024 President of Nihon Kohden North America, Inc.</p> <p>April 2024 Corporate Director, Senior Operating Officer, Chief Regional Officer - North America, General Manager of North America Business Operations</p> <p>April 2025 Corporate Director, Executive Operating Officer Chief Operating Officer</p> <p>April 2026 Corporate Director, Executive Vice President, Chief Operating Officer, General Manager of Domestic Business Headquarters (current position)</p>	35,774 shares
<p>(Reasons for nomination of the candidate for Director)</p> <p>Mr. Eiichi Tanaka has abundant experience and achievements acquired through his career in the Company and its group companies, including serving as the General Manager of Marketing & Business Development, General Affairs & Human Resources, Import Business Operations and Corporate Strategy, the President of a foreign and domestic sales subsidiary and a domestic manufacturing subsidiary and the General Manager of North America Business Operations. He currently serves as COO, responsible for domestic business foundation and global operations. We anticipate that he will make the most of his expertise and experience he has accumulated to date for reinforcement of the Board of Directors' decision-making and supervision of management. Accordingly, we propose that he be nominated in the position of Director continuously.</p>			

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	<p>Kazuhiro Kato (November 26, 1965)</p> <p>(Male)</p> <p>(Reappointment)</p>	<p>April 1989 Joined Saitama Bank Ltd.</p> <p>April 2019 Operating Officer, in charge of Internal Audit, Saitama Resona Bank Limited</p> <p>April 2021 Senior Operating Officer, in charge of Internal Audit, Saitama Resona Bank Limited</p> <p>April 2022 Corporate Director (serving as an Audit & Supervisory Committee Member) of Saitama Resona Bank Limited</p> <p>March 2024 Retired as Corporate Director (serving as an Audit & Supervisory Committee Member) of Saitama Resona Bank Limited</p> <p>April 2024 Joined the Company In charge of Internal Auditing Department</p> <p>April 2025 Senior Operating Officer, Chief Administrative Officer, General Manager of Corporate Administration Operations, Chief Compliance Officer (current position)</p> <p>June 2025 Corporate Director (current position)</p>	5,903 shares
<p>(Reasons for nomination of the candidate for Director)</p> <p>Mr. Kazuhiro Kato has considerable knowledge of finance and accounting acquired through his abundant experience in banking institutions. After he joined the Company, he was responsible for the Internal Auditing Department. He currently serves as CAO, the General Manager of Corporate Administration Operations and Chief Compliance Officer. We anticipate that he will make the most of his expertise and experience he has accumulated to date for reinforcement of the Board of Directors' decision-making and supervision of management. Accordingly, we propose that he be nominated in the position of Director continuously.</p>			

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	<p>Sumie Morita (May 8, 1960)</p> <p>(Female)</p> <p>(Reappointment)</p> <p>Candidate for Outside Director / Independent Director</p>	<p>April 1983 Joined Fujitsu Limited</p> <p>July 2005 Project Manager of SEI CMMI L3 Certification Project Promotion Department, Communications Division, Fujitsu Limited</p> <p>September 2006 General Manager of Next Generation Network BT21CN Project Promotion Department, Fujitsu Limited</p> <p>October 2008 Project General Manager of Network Product Global Product Planning Department, Fujitsu Limited</p> <p>October 2010 General Manager of Department of Network Product Software Development for Transmission Device for North America, Fujitsu Limited</p> <p>April 2014 Chief Research Officer of Manufacturing Technology Laboratory of Fujitsu Laboratories Ltd.</p> <p>November 2015 Chief Research Officer of Software Research Laboratory of Fujitsu Laboratories Ltd. Senior Director of Common Software Technology Department, Fujitsu Limited</p> <p>January 2018 Joined Fujitsu General Limited, Chief Manager of Air Conditioning System Development Department</p> <p>April 2019 Corporate Executive of Fujitsu General Limited (in charge of Air Conditioning System Development)</p> <p>April 2022 Professor at Department of Information and Computer Science, Faculty of Systems Science and Technology, Akita Prefectural University (current position)</p> <p>March 2023 Outside Director of Sumitomo Heavy Industries, Ltd. (current position)</p> <p>June 2024 Outside Director of the Company (current position)</p> <p>June 2025 Outside Director of Bunka Shutter Co., Ltd. (current position)</p>	<p>0 shares</p>
<p>(Reason for nomination of the candidate for Outside Director and overview of expected roles)</p> <p>Ms. Sumie Morita is a candidate for Outside Director.</p> <p>(1) Ms. Sumie Morita, after many years of working primarily on product development in the fields of telecommunications and information networks for overseas markets, had been engaged in corporate management from a global perspective as a corporate executive. She is currently a university professor specializing in information engineering. We anticipate that she will make the most of her expertise and abundant experience for providing objective and neutral advice and independent supervision of the Company's management. Accordingly, we propose that she be nominated in the position of Outside Director continuously. She will have been in office as Outside Director for two years at the conclusion of this General Meeting of Shareholders.</p> <p>(2) The Company has concluded a liability limitation agreement with Ms. Sumie Morita to limit her liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act. If her re-election is approved, we will continue the liability limitation agreement with her.</p> <p>(3) The Company has filed with the Tokyo Stock Exchange a notification to establish that Ms. Sumie Morita is an Independent Director as provided by the Exchange, because she satisfies the requirements therefor. If her re-election is approved, the Company will notify the Tokyo Stock Exchange again that she is an Independent Director.</p> <p>No material conflict of interest exists between the Company and Akita Prefectural University, Sumitomo Heavy Industries, Ltd. and Bunka Shutter Co., Ltd. where she holds the significant concurrent positions.</p>			

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	<p>Danny Risberg (November 20, 1962)</p> <p>(Male)</p> <p>(Reappointment)</p> <p>Candidate for Outside Director / Independent Director</p>	<p>July 1995 Established Suruga Inc.</p> <p>August 1996 Established Metran America Inc.</p> <p>July 1999 Joined Respiroics Inc., as Director APAC responsible for overseeing Asia-Pacific and International Division</p> <p>April 2005 Joined Fuji Respiroics Co. Ltd., President and CEO, with responsibility for overseeing Asia-Pacific and International Division</p> <p>May 2009 Executive Officer of the Healthcare Business Division and COO of Philips Electronics Japan, Ltd.</p> <p>January 2010 President and CEO, Chairman and CEO of Philips Electronics Japan, Ltd</p> <p>April 2010 Chairman of Medical Devices and IVD Committee at the European Business Council in Japan</p> <p>June 2010 Director of Japan Medical Imaging and Radiological Systems Industries Association</p> <p>June 2012 Vice Chairman of Japan Medical Imaging and Radiological Systems Industries Association</p> <p>February 2014 Chairman of the European Business Council in Japan</p> <p>March 2017 Chairman and Director of Philips Electronics Japan, Ltd</p> <p>March 2018 Retired as Chairman and Director of Philips Japan, Ltd</p> <p>May 2018 Deputy Co-Chair of EU-Japan Business Round Table</p> <p>September 2018 President and Representative Director of Baxter Limited</p> <p>October 2018 Director of American Medical Devices and Diagnostics Manufacturers' Association</p> <p>December 2022 Retired as President and Representative Director of Baxter Limited</p> <p>June 2024 Outside Director of the Company (current position)</p>	0 shares
<p>(Reasons for nomination of the candidate for Outside Director and overview of expected roles)</p> <p>Mr. Danny Risberg is a candidate for Outside Director.</p> <p>(1) Mr. Danny Risberg has entrepreneurial experience and had been engaged in corporate management, primarily in the medical device industry, for many years. He is also well-versed in activities as a representative of industry associations. We anticipate that he will make the most of his extensive expertise and insight as a global business executive for providing objective and neutral advice and independent supervision of the Company's management. Accordingly, we propose that he be nominated in the position of Outside Director continuously. He will have been in office as Outside Director for two years at the conclusion of this General Meeting of Shareholders.</p> <p>(2) The Company has concluded a liability limitation agreement with Mr. Danny Risberg to limit his liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act. If his re-election is approved, we will continue the liability limitation agreement with him.</p> <p>(3) The Company has filed with the Tokyo Stock Exchange a notification to establish that Mr. Danny Risberg is an Independent Director as provided by the Exchange, because he satisfies the requirements therefor. If his re-election is approved, the Company will notify the Tokyo Stock Exchange again that he is an Independent Director.</p>			

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
	<p>Mamoru Morita (April 12, 1959)</p> <p>(Male)</p> <p>(Reappointment)</p> <p>Candidate for Outside Director / Independent Director</p>	<p>April 1983 Joined Hitachi, Ltd.</p> <p>April 2015 General Manager of Strategy Planning Division of Hitachi, Ltd.</p> <p>April 2016 Vice President and Executive Officer, General Manager of Strategy Planning Division of Hitachi, Ltd.</p> <p>April 2020 Senior Vice president and Executive Officer, CSO, General Manager of Strategy Planning Division, General Manager of Future Investment Division of Hitachi, Ltd.</p> <p>April 2022 Senior Vice president and Executive Officer, CSO, General Manager of Strategy Planning Division of Hitachi, Ltd.</p> <p>April 2024 Executive Advisor of Hitachi, Ltd.</p> <p>April 2025 Strategic Expert, Nuclear Energy Business Unit of Hitachi, Ltd.</p> <p>June 2025 Outside Director of the Company (current position)</p> <p>August 2025 Corporate Director, Managing Partner of Shinka Tech Partners Co., Ltd. (current position)</p> <p>October 2025 Senior Advisor of McKinsey & Company Japan (current position)</p> <p>November 2025 Advisor of Sojitz Corporation (current position)</p>	<p>0 shares</p>
7	<p>(Reason for nomination of the candidate for Outside Director and overview of expected roles)</p> <p>Mr. Mamoru Morita is a candidate for Outside Director.</p> <p>(1) Mr. Mamoru Morita, after many years of experience in business development and corporate strategy, had been involved in company management from a global perspective as an Executive Officer. We anticipate that he will make the most of his extensive expertise and insight for providing objective and neutral advice and independent supervision of the Company's management. Accordingly, we propose that he be nominated in the position of Outside Director continuously. He will have been in office as Outside Director for one year at the conclusion of this General Meeting of Shareholders.</p> <p>(2) The Company has concluded a liability limitation agreement with Mr. Mamoru Morita to limit his liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act. If his re-election is approved, we will continue the liability limitation agreement with him.</p> <p>(3) The Company has filed with the Tokyo Stock Exchange a notification to establish that Mr. Mamoru Morita is an Independent Director as provided by the Exchange, because he satisfies the requirements therefor. If his re-election is approved, the Company will notify the Tokyo Stock Exchange again that he is an Independent Director.</p> <p>No material conflict of interest exists between the Company and Shinka Tech Partners Co., Ltd., McKinsey & Company Japan, and Sojitz Corporation where he holds the significant concurrent positions. In addition, he is scheduled to assume office as an Outside Director of Sojitz Corporation as of the date of its Ordinary General Meeting of Shareholders to be held in June 2026.</p>		

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
8	<p>Takayoshi Mimura (June 18, 1953)</p> <p>(Male)</p> <p>(New Appointment)</p> <p>Candidate for Outside Director / Independent Director</p>	<p>April 1977 Joined Terumo Corporation June 2002 Executive Officer of Terumo Corporation June 2003 Director and Executive Officer of Terumo Corporation</p> <p>June 2004 Director and Senior Executive Officer of Terumo Corporation June 2007 Director and Managing Executive Officer of Terumo Corporation April 2008 Director and Managing Executive Officer of Terumo Corporation, Group President of General Hospital Business Group, responsible for Domestic Sales Dept. of Terumo Corporation June 2009 Director and Managing Executive Officer of Terumo Corporation, Regional Representative for China and Asia of Terumo Corporation April 2010 Director and Managing Executive Officer of Terumo Corporation, Chief Representative for China of Terumo Corporation June 2010 Director and Senior Managing Executive Officer of Terumo Corporation August 2011 President and CEO of Terumo (China) Holding CO., Ltd. April 2017 Chairman of the Board of Terumo Corporation June 2021 Chairman of The Japan Federation of Medical Devices Association April 2022 Director and Advisor of Terumo Corporation June 2022 Advisor of Terumo Corporation Outside Director of AUTOBACS SEVEN CO., LTD Member of the Board (Outside Director) of Mitsui Chemicals, Inc. (current position) June 2023 Member of the Board (Outside Director) of Niterra Co., Ltd. (current position)</p>	0 shares
<p>(Reason for nomination of the candidate for Outside Director and overview of expected roles)</p> <p>Mr. Takayoshi Mimura is a candidate for Outside Director.</p> <p>(1) Mr. Takayoshi Mimura had been involved in company management from a global perspective as a representative of the business unit and Chairman of the Board in the medical device industry, for many years. He is also well-versed in activities as a representative of industry associations. We anticipate that he will make the most of his extensive expertise and insight for providing objective and neutral advice and independent supervision of the Company's management. Accordingly, we propose that he be nominated in the position of Outside Director.</p> <p>(2) If his election is approved, the Company will conclude a liability limitation agreement with Mr. Takayoshi Mimura to limit his liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act.</p> <p>(3) The Company will file with the Tokyo Stock Exchange a notification to establish that Mr. Takayoshi Mimura is an Independent Director as provided by the Exchange, because he satisfies the requirements therefor.</p> <p>No material conflict of interest exists between the Company and Mitsui Chemicals, Inc. and Niterra Co., Ltd. where he holds the significant concurrent positions. Although the Company has a business relationship with Terumo Corporation where Mr. Takayoshi Mimura served as an Advisor until June 2023, with regard to the 75th fiscal year, the amount of the transactions with Terumo Corporation was less than 1% of the Company's consolidated sales.</p>			

Notes:

1. No material conflict of interest exists between the Company and each candidate.
2. The Company has concluded a directors and officers liability insurance agreement as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The summary of the insurance agreement is described in “4. Directors and Operating Officers, (3) Summary of Directors and Officers (D&O) Liability Insurance Agreement” of the Business Report. If the candidates assume office as Director, they will be included in the insured persons under the insurance agreement. The Company intends to renew the insurance agreement with the same terms at the time of the next renewal.

*Opinions of Audit & Supervisory Committee

As for the election and the compensation of Directors (excluding Directors serving as Audit & Supervisory Committee Members), two Outside Directors serving as Audit & Supervisory Committee Members and concurrently serving as Nomination & Remuneration Committee Members reported the result of deliberation on the matter by the Nomination & Remuneration Committee to the Audit & Supervisory Committee. And as the result of review on it by the Audit & Supervisory Committee, the Audit & Supervisory Committee has reached the conclusion that it has no opinion on the election and the compensation of Directors (excluding Directors serving as Audit & Supervisory Committee Members) to state at this General Meeting of Shareholders in accordance with the Companies Act.

Proposal No.3: Election of Three Directors Serving as Audit & Supervisory Committee Members

Of the three Directors serving as Audit & Supervisory Committee Members, the terms of office for Mr. Kazuo Shimizu and Ms. Ikumi Sato will expire at the conclusion of this General Meeting of Shareholders. Mr. Shigeru Hirata will resign at the conclusion of this General Meeting of Shareholders. Accordingly, the election of three Directors serving as Audit & Supervisory Committee Members is proposed.

The Audit & Supervisory Committee has consented to this proposal.

The candidates are as follows:

No.	Name	Current Position at the Company	Years served as Director
1	Fumio Izumida (Male) (New Appointment)	—	—
2	Kazuo Shimizu (Male) (Reappointment) Outside Director /Independent Director	Outside Director (serving as an Audit & Supervisory Committee Member)	6 years
3	Ikumi Sato (Female) (Reappointment) Outside Director /Independent Director	Outside Director (serving as an Audit & Supervisory Committee Member)	2 years

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Fumio Izumida (June 24, 1964) (Male) (New Appointment)	<p>April 1987 Joined the Company</p> <p>April 2011 President of Nihon Kohden America, Inc.</p> <p>April 2015 General Manager of International Support Department, Customer Service Operations</p> <p>April 2016 General Manager of Sales & Marketing Department, International Business Operations</p> <p>April 2017 President of Nihon Kohden Europe GmbH</p> <p>April 2022 Operating Officer (current position)</p> <p>April 2026 General Manager of Corporate Strategy Division In charge of Internal Auditing (current position)</p>	8,392 shares
<p>(Reason for nomination of the candidate for Director serving as an Audit & Supervisory Committee Member)</p> <p>Mr. Fumio Izumida was primarily engaged in domestic sales at the Company and its group companies, subsequently served as the President of foreign sales subsidiaries and the General Manager of Corporate Strategy. He currently serves as Operating Officer in charge of internal auditing. Throughout his career, he has accumulated abundant experience within the Company and considerable knowledge of corporate governance and risk management. We anticipate that he will make the most of his expertise and experience he has accumulated to date for supervision of the Company's management from the viewpoint of non-managing Director. Accordingly, we propose that he be nominated as a Director serving as an Audit & Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
	Kazuo Shimizu (May 16, 1959) (Male) (Reappointment) Candidate for Outside Director / Independent Director	April 1983 Joined Nippon Yusen Kabushiki Kaisha October 1989 Joined Asahi Audit Corporation (currently KPMG AZSA LLC) October 1992 Joined Shimizu Susumu Certified Tax Accountant Office March 1993 Registered as a certified public accountant May 1994 Registered as a certified tax accountant January 2003 Joined Ernst & Young Shinnihon Tax (currently Ernst & Young Tax Co.) September 2013 Joined Shimizu Accounting Office Representative Partner of Ryoh-koh Audit Corporation (current position) June 2020 Outside Director (serving as an Audit & Supervisory Committee Member) (current position)	 0 shares
2	<p>(Reason for nomination of the candidate for Outside Director serving as an Audit & Supervisory Committee Member and overview of expected roles)</p> <p>Mr. Kazuo Shimizu is a candidate for Outside Director.</p> <p>(1) Although Mr. Kazuo Shimizu has not been engaged in corporate management in any capacity other than as an Outside Director or Outside Audit & Supervisory Board Member, we anticipate that in his work with the Company's audit system he will make the most of his excellent expertise and abundant experience acquired through his career as a certified public accountant and a certified tax accountant for independent audit and supervision of the Company's management. Accordingly, we propose that he be nominated in the position of Outside Director serving as an Audit & Supervisory Committee Member continuously. He will have been in office as Outside Director serving as an Audit & Supervisory Committee Member of the Company for six years at the conclusion of this General Meeting of Shareholder.</p> <p>(2) The Company has concluded a liability limitation agreement with Mr. Kazuo Shimizu to limit his liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act. If his re-election is approved, we will continue the liability limitation agreement with him.</p> <p>(3) The Company has filed with the Tokyo Stock Exchange a notification to establish that Mr. Kazuo Shimizu is an independent director as provided by the Exchange, because he satisfies the requirements therefor. If his re-election is approved, the Company will notify the Tokyo Stock Exchange again that he is an Independent Director.</p> <p>No material conflict of interest exists between the Company and Ryoh-koh Audit Corporation where he holds the significant concurrent position.</p>		

No.	Name (Date of birth)	Career summaries, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	<p>Ikumi Sato (December 25, 1963)</p> <p>(Female)</p> <p>(Reappointment)</p> <p>Candidate for Outside Director / Independent Director</p>	<p>April 1990 Joined Aizawa Kenji Law Office Registered as an attorney (Tokyo Bar Association)</p> <p>March 1992 Cancelled registration in Tokyo Bar Association for travel to the U.S.</p> <p>September 1995 Joined Miki & Yoshida Law and Patent Office Registered as an attorney, State of New York, USA Re-registered as an attorney (Daini Tokyo Bar Association)</p> <p>January 2011 Joined Sanders & Dempsey L.L.P. (currently Squire Patton Boggs (US) L.L.P.) (Tokyo Office)</p> <p>March 2013 Joined Yabuki Law Offices</p> <p>April 2017 Deputy Chair of Daini Tokyo Bar Association</p> <p>April 2018 Executive Governor of Japan Federation of Bar Associations</p> <p>April 2019 Member of Information Disclosure and Personal Information Protection Commission, the Ministry of Internal Affairs and Communications (current position)</p> <p>June 2019 Director of Japan Aerobic Federation (current position) Outside Audit & Supervisory Board Member of DAI- DAN CO., LTD.</p> <p>January 2021 Joined Nozomi Sogo Attorneys at Law (current position)</p> <p>April 2021 Executive Governor of Japan Attorneys National Pension Fund (current position) Councilor to Asset Management Committee of National Pension Fund Association</p> <p>June 2021 Outside Director of DAI-DAN CO., LTD. (current position)</p> <p>June 2022 Outside Audit & Supervisory Board Member of TAIYO HOLDINGS CO., LTD.</p> <p>June 2024 Outside Director (serving as an Audit & Supervisory Committee Member) of TAIYO HOLDINGS CO., LTD. (current position) Outside Director (serving as an Audit & Supervisory Committee Member) of the Company (current position)</p>	1,081 shares
<p>(Reason for nomination of the candidate for Outside Director serving as an Audit & Supervisory Committee Member and overview of expected roles)</p> <p>Ms. Ikumi Sato is a candidate for Outside Director.</p> <p>(1) Although Ms. Ikumi Sato has not been engaged in corporate management in any capacity other than as an Outside Director or Outside Audit & Supervisory Board Member, she is closely acquainted with corporate legal affairs as an attorney. We anticipate that she will make the most of her expertise and abundant experience acquired through her career as an attorney for independent audit and supervision of the Company's management. Accordingly, we propose that she be nominated in the position of Outside Director serving as an Audit & Supervisory Committee Member continuously. She will have been in office as Outside Director serving as an Audit & Supervisory Committee Member of the Company for two years at the conclusion of this General Meeting of Shareholder.</p> <p>(2) The Company has concluded a liability limitation agreement with Ms. Ikumi Sato to limit her liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act. If her re-election is approved, we will continue the liability limitation agreement with her.</p> <p>(3) The Company has filed with the Tokyo Stock Exchange a notification to establish that Ms. Ikumi Sato is an independent director as provided by the Exchange, because she satisfies the requirements therefor. If her re-election is approved, the Company will notify the Tokyo Stock Exchange again that she is an Independent Director.</p> <p>No material conflict of interest exists between the Company and DAI-DAN CO., LTD. and TAIYO HOLDINGS CO., LTD. where she holds the significant concurrent position. Although Nozomi Sogo Attorneys at Law is contracted to handle the Company's internal reporting hotline and to conduct employee compliance surveys, the amount of remuneration paid to Nozomi Sogo Attorneys at Law in the 75th fiscal year was less than 10 million yen.</p>			

Notes:

1. No material conflict of interest exists between the Company and each candidate.
2. The Company has concluded a directors and officers liability insurance agreement as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The summary of the insurance agreement is described in “4. Directors and Operating Officers, (3) Summary of Directors and Officers (D&O) Liability Insurance Agreement” of the Business Report. If the candidates assume office as Director serving as Audit & Supervisory Committee Members, they will be included in the insured persons under the insurance agreement. The Company intends to renew the insurance agreement with the same terms at the next renewal.

Proposal No. 4: Election of One Substitute Director Serving as an Audit & Supervisory Committee Member

The election of One Substitute Director serving as an Audit & Supervisory Committee Member is proposed in order to prepare for the contingency that the number of Directors serving as Audit & Supervisory Committee Members falls below the required number stipulated by laws and regulations.

If this election is approved, the effectiveness of the election may be cancelled by a resolution of the Board of Directors with the consent of the Audit & Supervisory Committee only before the newly elected Substitute Director serving as an Audit & Supervisory Committee Member assumes office as Director serving as an Audit & Supervisory Committee Member.

The Audit & Supervisory Committee has consented to this proposal.

The candidate is as follows:

Name (Date of birth)	Career summaries, positions, and significant concurrent positions	Number of shares of the Company held
<p>Sumio Moriwaki (March 3, 1957)</p> <p>(Male)</p> <p>Candidate for Outside Director/ Independent Director</p>	<p>April 1981 Registered as an attorney (Daini Tokyo Bar Association) Joined Ishii Law Office</p> <p>April 1991 Partner, Ishii Law Office (current position)</p> <p>June 2007 Member of the Independent Committee of the Company</p> <p>June 2011 Outside Substitute Audit & Supervisory Board Member</p> <p>June 2016 Outside Substitute Director of the Company (serving as an Audit & Supervisory Committee Member) (current position)</p> <p>June 2017 Outside Audit & Supervisory Board Member of JSR Corporation</p> <p>Outside Director of Topy Industries, Limited</p> <p>March 2023 Outside Audit & Supervisory Board Member of Kobayashi Pharmaceutical Co., Ltd.</p>	<p>0 shares</p>
<p>(Reason for nomination of the candidate for Substitute Outside Director serving as an Audit & Supervisory Committee Member, etc. and overview of expected roles)</p> <p>Mr. Sumio Moriwaki is a candidate for Substitute Outside Director serving as an Audit & Supervisory Committee Member.</p> <p>(1) Although Mr. Sumio Moriwaki has not been engaged in corporate management in any capacity other than an Outside Director or Outside Audit & Supervisory Board Member, he is closely acquainted with corporate legal affairs as an attorney. We anticipate that in his work with the Company's audit system he will make the most of the expertise and experience he has accumulated to date for independent supervision of the Company's management. Accordingly, we propose that he be nominated in the position of Substitute Outside Director serving as an Audit & Supervisory Committee Member.</p> <p>(2) If Mr. Sumio Moriwaki assumes office as Outside Director serving as an Audit & Supervisory Committee Member, the Company intends to conclude a liability limitation agreement with him to limit his liability under the provisions of Article 423, Paragraph 1 of the Companies Act up to the minimum liability amount stipulated in Article 425, Paragraph 1 of the same Act.</p> <p>(3) If Mr. Sumio Moriwaki assumes office as Outside Director serving as an Audit & Supervisory Committee Member, the Company will file with the Tokyo Stock Exchange a notification to establish that Mr. Sumio Moriwaki is an Independent Director as provided by the Exchange because he satisfies the requirements therefor.</p> <p>No material conflict of interest exists between the Company and Ishii Law Office where he holds the significant concurrent position.</p>		

Notes:

1. No material conflict of interest exists between the Company and Mr. Sumio Moriwaki.
2. The Company has concluded a directors and officers liability insurance agreement as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The summary of the insurance agreement is described in "4. Directors and Operating Officers, (3) Summary of Directors and Officers (D&O) Liability Insurance Agreement" of the Business Report. If Mr. Sumio Moriwaki assumes office as Director serving as Audit & Supervisory Committee Member, he will be included in the insured persons under the insurance agreement. The Company intends to renew the insurance agreement with the same terms at the next renewal.

[Reference] Skill Matrix (Scheduled for after this Ordinary General Meeting of Shareholders)

The Board of Directors consists of eleven members including six independent outside directors with expertise. Directors utilize their knowledge, experience, and abilities to make decisions and supervise the business executions in order to realize the Long-term Vision and the Three-year Business Plan. In addition to the expertise and experience of each director, all directors are engaged in management from the perspective of sustainability. The Company will continue our efforts to further strengthen sustainability.

Name	Position	Corporate Management	Global Experience	Sales/ Marketing	Production/ Technology/ R&D	Legal/ Risk Management	Finance/ Accounting/ M&A	Development HR/ HR	ESG/ SDGs
Hirokazu Ogino	Representative Director, President and Chief Executive Officer (CEO)	●	●	●			●		●
Eiichi Tanaka	Corporate Director, Executive Vice President, Chief Operating Officer (COO)	●	●	●	●			●	
Yasuhiro Yoshitake	Corporate Director, Executive Operating Officer, Chief Strategy Officer (CSO)	●	●	●					
Kazuhiro Kato	Corporate Director, Senior Operating Officer, Chief Administrative Officer (CAO)		●	●		●	●		●
Sumie Morita	Outside Director		●		●				●
Danny Risberg	Outside Director	●	●	●					
Mamoru Morita	Outside Director		●				●		●
Takayoshi Mimura	Outside Director, Nomination & Remuneration Committee Member	●	●	●			●		
Fumio Izumida	Corporate Director, Full-time Audit & Supervisory Committee Member	●	●	●		●			●
Kazuo Shimizu	Outside Director, Audit & Supervisory Committee Member, Nomination & Remuneration Committee Member					●	●		
Ikumi Sato	Outside Director, Audit & Supervisory Committee Member, Nomination & Remuneration Committee Member		●			●		●	●

Skills	Definition of Skills
Corporate Management	Experience as president or equivalent at other companies or group subsidiaries
Global Experience	Global business experience including overseas assignments
Sales/Marketing	Business experience and management experience in sales and marketing
Production/Technology/R&D	Business experience, management experience and possession of expertise in production, technology, and R&D
Legal/Risk Management	Business experience in legal and risk management, Attorney
Finance/Accounting/M&A	Business experience in finance, accounting, and M&A, Certified Public Accountant, CFO experience
Human Resources/Human Resources Development	Business experience, management experience, and possession of expertise in human resources and human resources development
ESG/SDGs	Business experience, management experience, and possession of expertise in sustainability including ESG and SDGs

Business Report

1. Overview of the Nihon Kohden Group Business Activities

(1) Review of Operations and Results

During the term under review (April 1, 2025 to March 31, 2026), the global economic outlook remained uncertain due to escalating protectionism and fragmentation as well as prolonged uncertainty caused by geopolitical risks and policy trends in each country. In Japan, business sentiment in medical institutions declined and the proportion of operating deficits increased due to price and wage inflation, while each medical institution strove to implement task shifting and improve its operational efficiency. Internationally, overall demand for medical equipment remained steady, while there was uncertainty regarding proposed budget cuts to public health insurance in the U.S. and the effects of the economic slowdown in China. Medical institutions both in Japan and internationally have been promoting medical digital transformation, which includes data health, telemedicine, and utilization of AI and ICT, because they need to urgently improve the quality and efficiency of their medical care.

Under these circumstances, Nihon Kohden implemented its Three-year Business Plan, BEACON 2030 Phase II, which started from FY2024. The Company aims to achieve targets for three indicators: growth, profitability, and capital efficiency, by implementing six key measures including “Enhance product competitiveness”, “Focus on growth of North America Business”, and “Implement the reform of the profit structure”. In Japan, the Company launched an affordable model of fully automatic AEDs, a mid-range ventilator, and transmitters, as well as SEEG electrodes*¹ developed by Ad-Tech. The Company also introduced on site alarm analytics software, and admission and discharge management software as part of its line-up of DHS (digital health solution) products that utilize data obtained from medical devices in Japan. In addition, the Company started to provide a locally developed alarm solution in the U.S. After reviewing its business portfolio, the Company decided to discontinue providing Abbott products by December 31, 2026. To strengthen its business structure, the Company established Nihon Kohden Advanced Technology Center, India as one of its R&D subsidiaries in September 2025 and Nihon Kohden Arabia RHQ LLC, one of its sales subsidiaries, started operations in Saudi Arabia in January 2026. In Japan, the Company started operation of the PLM system*² in September 2025 and the MES system in November 2025, and the Tsurugashima Production Center also started operations in March 2026. In addition, the Company consolidated DOWELL Co., Ltd as one of its subsidiaries in February 2026.

As a result, overall sales during the term under review increased 4.3% over FY2024 to ¥235,099 million. Operating income decreased 9.5% to ¥18,745 million, as domestic sales decreased and SG&A expenses increased due to wage increases and R&D investments as well as higher depreciation caused by M&A and capital investments. On the other hand, ordinary income increased 10.7% to ¥22,544 million, reflecting foreign exchange gains compared to losses in FY2024. Income attributable to owners of parent increased 2.9% to ¥14,513 million, as extra payments for early retirements were recorded as extraordinary losses.

*1 SEEG (stereo-electroencephalography) records and analyzes electroencephalograms three-dimensionally by inserting multiple thin electrodes into the deep brain to localize the focus of epilepsy.

*2 PLM: Product Life-cycle Management, MES: Manufacturing Execution System.

[Sales by region]

Japan: Nihon Kohden concentrated on enhancing sales activities which match each market; the acute care hospital market, the small and mid-sized hospital market, and the clinic market. The Company also focused on its consumables and services business as well as strengthening its marketing and service capabilities, creating customer value which contributed to improving medical safety, patient outcomes, and operating efficiency. Domestic sales decreased due to restraining sales of locally purchased products and lower sales of Abbott products. Sales of AEDs decreased in the PAD (public access defibrillation) market mainly due to inventory adjustment at distributors. Sales in the public hospital market also decreased, while sales in the university, private hospital, and clinic markets increased. Sales of Treatment Equipment and Patient Monitors decreased, while sales of Physiological Measuring Equipment and Other Medical Equipment increased. As a result, domestic sales decreased 0.6% over FY2024 to ¥144,406 million.

International: Overseas sales achieved double-digit growth, because sales in all regions increased favorably. Overseas sales also increased favorably on a comparable basis excluding the currency effect and the impact of the consolidation of Ad-Tech. Sales in North America showed double-digit growth, posting a significant increase in sales of neurology products including Ad-Tech as well as favorable sales of ventilators and AEDs. Sales of Patient Monitors decreased compared to the strong growth in FY2024, while sales in the fourth quarter achieved double-digit growth. Sales in Latin America increased both on a yen basis and on a comparable basis, as sales in the fourth quarter achieved double-digit growth. Sales increased mainly in Paraguay and Peru. Sales in Europe increased favorably, especially in Turkey, the U.K., and Italy. Sales in Asia & Other increased favorably, especially in Southeast Asia, India, and the Middle East & Africa. Sales of Physiological Measuring Equipment and Treatment Equipment increased significantly. Sales of Patient Monitors and Other Medical Equipment decreased. As a result, international sales increased 13.1% over FY2024 to ¥90,693 million.

[Sales by product category]

Physiological Measuring Equipment: In Japan, sales of diagnostic information systems achieved double-digit growth and sales of neurology products increased favorably. Sales of ECGs and polygraphs for cath lab decreased. Internationally, sales of neurology products including Ad-Tech increased significantly. Sales of ECGs also increased. Overall, sales increased 14.4% over the previous fiscal year to ¥53,636 million.

Patient Monitors: In Japan, sales of telemetry systems and transmitters decreased. Sales of clinical information systems achieved double-digit growth and sales of bedside monitors also increased. Internationally, sales in North America and Europe decreased compared to the strong growth in FY2024, while sales in Asia & Other achieved double-digit growth. Overall, sales decreased 0.8% over the previous fiscal year to ¥84,258 million.

Treatment Equipment: In Japan, sales of Abbott's ablation catheters decreased. Sales of AEDs and defibrillators also decreased. Sales of ventilators increased favorably. Internationally, sales of ventilators increased significantly in North America, Europe, and Latin America, in addition to favorable sales in Asia & Other. Sales of defibrillators achieved double-digit growth and sales of AEDs also increased favorably. Overall, sales increased 5.8% over the previous fiscal year to ¥56,286 million.

Other Medical Equipment: In Japan, sales of installation and maintenance services for medical devices increased favorably and sales of hematology instruments and reagents also increased. Sales of locally purchased products decreased. Internationally, sales of hematology instruments and reagents decreased mainly in Europe and Asia & Other. Overall, sales increased 1.3% over the previous fiscal year to ¥40,918 million.

(2) Challenges to be Addressed

1) Management Philosophy and Mid-to Long-term Management Strategy

Nihon Kohden's Management Philosophy is that we contribute to the world by fighting disease and improving health with advanced technology, and create a fulfilling life for our employees. The Company aims at the continuous growth of the Nihon Kohden Group and increasing the value of the Company, through deploying permanently its business activities under its Management Philosophy.

In 2020, Nihon Kohden set out its Long-term Vision, BEACON 2030, for the next ten years to 2030. The Company aims to create a better future for people and healthcare by solving global medical issues. The Company has also set three transformations to be achieved: Transforming into a global company creating high added value, Creating a solution business providing superior customer value, and Establishing a global organization founded on Operational Excellence.

2) Three-year Business Plan, BEACON 2030 Phase II, covering FY2024 to FY2026

Faced with a rapidly changing global situation and a difficult business environment, in BEACON 2030 Phase II, Nihon Kohden will implement the reform of the profit structure, make investments in growth areas, and establish collaborations between new business models and existing businesses, based on the results and issues of the previous Three-year Business Plan.

1. Three Indicators and Six Key Measures

Nihon Kohden will strengthen its growth, profitability, and capital efficiency, as well as the practice of Sustainability Management.

- [Growth] Sales CAGR of 5% (FY2023-FY2026)
Enhance product competitiveness, Focus on growth of North America Business
- [Profitability] Operating income margin of 15% (FY2026)
Implement the reform of the profit structure of the entire Group, Advance global supply chain management
- [Capital efficiency] ROE of 12% (FY2026)
Introduce Nihon Kohden's own ROIC formula, Reduce cash conversion cycle

(1) [Growth] Enhance product competitiveness

Nihon Kohden will focus on strengthening its core Patient Monitoring Business and expanding Treatment Equipment Business including ventilators which are expected to grow rapidly as well as Consumables and Services Business and Solution Business including digital health solutions.

The Company will establish a common design platform and multi-plant design, refine cybersecurity measures, and strengthen QA/RA structures. The Company will also shorten the development time for new products by promoting R&D process reforms in addition to the introduction of PLM/MES systems.

* QA: Quality Assurance, RA: Regulatory Affairs, PLM: Product Life-cycle Management, MES: Manufacturing Execution System.

(2) [Growth] Focus on growth of North America Business

Nihon Kohden will focus on the market strategy in three regions: Japan, North America, Rest of World. In North America, which is expected to high growth, the Company aims to expand its market share and improve its profitability by prioritizing allocation of resources.

[Japan] Strengthen customer base and achieve sustainable growth by enhancing customer value proposition

[North America] Strengthen ties with the major IDN/GPO & DoD/VA and improve brand awareness and profitability

[Rest of World] Comply with laws and regulations related to medical equipment and strengthen local R&D, production, sales, and service capabilities

* IDN: Integrated Delivery Network, GPO: Group Purchase Organization, DoD: Department of Defense, VA: Veterans Affairs.

(3) [Profitability] Implement the reform of the profit structure of the entire Group

Implement several measures to improve product mix, productivity, and supply chains

(4) [Profitability] Advance global supply chain management

Enhance PSI (Production, Sales, Inventory) Management, Strengthen global QMS (Quality Management System), Promote multi-plant production

(5) [Capital Efficiency] Introduce Nihon Kohden's own ROIC formula

Improve operating margins, Strengthen monitoring of return on investment

(6) [Capital Efficiency] Reduce Cash Conversion Cycle

Strengthen procurement and production management capabilities mainly at the newly established Production Operations, Collect debt faster

2. Sustainability Management

To promote its practice of Sustainability Management, Nihon Kohden partially reviewed its material issues and KPIs, which were set out in the Phase I. The Company will also work on solving medical, environmental, and social issues.

Based on its Core Values, Nihon Kohden will disseminate the BEACON personnel system introduced in the Phase I and strengthen its operation. The Company will also work on work style reforms and improve personnel productivity. In addition to promoting Diversity and Inclusion, the Company will foster a corporate culture of pride in contributing to healthcare by enhancing career support such as the development of global/DX human resources.

To further strengthen its Group governance, Nihon Kohden will ensure the diversity of the Board of Directors and speed up decision-making by introducing a CxO framework. With the aim of encouraging the sharing of value with shareholders, the Company will also review the remuneration structure for directors.

3. BEACON 2030 Phase II targets for FY2026 ending March 2027 (consolidated)

¥100 million	Target for FY2026
Sales	2,560
Domestic Sales	1,570
Overseas Sales	990
Operating Income	385
Operating Income Margin	15%
Income attributable to owners of parent	250
ROE	12%

<The progress of BEACON 2030 Phase II>

In FY2025, which was the second year of this plan, sales of locally purchased products and Abbott products decreased in Japan. Sales of AEDs fell short of the Company's expectations mainly due to inventory adjustment at distributors. Sales of IT systems that contribute to improving operational efficiency in medical institutions increased favorably, and sales of in-house consumables and services also increased. Sales of in-house products decreased slightly, as capital expenditure in hospitals was cautious due to deterioration of their business sentiment. Overseas sales fell short of the Company's original forecast, mainly due to delays in regulatory compliance in Europe and Asia & Other and a slower-than-expected recovery in demand for medical devices in China. In North America, decision-making in business negotiations for patient monitors has become more cautious. On the other hand, sales of ventilators increased significantly, especially in North America, Europe, and Latin America, because the Company managed to enhance its presence globally. Under these circumstances, the Nihon Kohden Group has implemented the reform of the profit structure and accelerated its transformation into a global MedTech company. Gross profit margin decreased over FY2024 due to higher raw material prices and increase in inventory devaluation. However, the Company made steady progress in transformation into a highly profitable structure, because the Company raised selling prices of in-house products and consumables, and restrained sales of locally purchased products in its domestic business. SG&A expenses increased due to wage increases and R&D investments, as well as higher depreciation caused by M&A and capital investments. On the other hand, the Company reduced the increase of headcount and overtime hours by utilizing generative AI. The Company also reduced other expenses through the relocation or consolidation of domestic offices and the review of contracts and usage fees related to internal IT systems. While the Company achieved certain results from the reform of the profit structure, operating income fell short of its forecast, because overall actual sales were behind expectations.

In FY2026, which is the final year of this plan, Nihon Kohden will implement its six key measures. The Company will focus on selling in-house products, consumables, and services. However, overall sales are expected to decline due to the discontinuation of Abbott products. The Company will improve its profitability by focusing on the growth of its North America Business and the reform of the profit structure.

(3) Capital Investment

In FY2025, a total amount of ¥7,807 million was spent in capital investment. Main expenditures included buildings and structures such as the Tsurugashima Production Center, products for demonstration, metal molds, measuring equipment, mechanical equipment, IT equipment, and business application.

(4) Financing

The Company has borrowed funds from financial institutions related to the acquisition of NeuroAdvanced Corp. shares. The short-term loans at the end of FY2025 were ¥50 million, the current portion of long-term loans was ¥2,555 million, and long-term loans were ¥22,388 million.

(5) Consolidated Financial Statements

(Millions of yen)	FY2022 Ended March 31, 2023	FY2023 Ended March 31, 2024	FY2024 Ended March 31, 2025	FY2025 Ended March 31, 2026 (Current fiscal year)
Net sales	206,603	221,986	225,424	235,099
Operating income	21,120	19,591	20,713	18,745
Ordinary income	24,122	25,589	20,373	22,544
Income attributable to owners of parent	17,110	17,026	14,098	14,513
Net income per share (yen)	101.64	101.23	84.88	89.25
Total assets	216,728	233,233	258,276	256,538
Net assets	167,604	181,082	181,294	179,824
Net assets per share (yen)	996.15	1,079.20	1,101.11	1,123.47
ROE (%)	10.6	9.8	7.8	8.1

Notes:

- 1) In FY2022, domestic sales decreased slightly and overseas sales increased on a yen basis. Income decreased due to actual decrease in sales, a lower gross profit margin, and increased SG&A expenses.
- 2) In FY2023, both domestic and overseas sales increased. Operating income decreased due to a lower gross profit margin and increased SG&A expenses.
- 3) In FY2024, domestic sales increased, and overseas sales also increased on a yen basis. Operating income increased due to a higher gross profit margin.
- 4) In FY2025, results are provided in (1) Review of Operations and Results.
- 5) Effective July 1, 2024, each share of common stock was split into two shares. Net assets per share is calculated on the assumption that the stock split was implemented at the beginning of FY2022.

(6) Principal Subsidiaries

1) Principal Subsidiaries

Name	Capital	Parent's voting rights (%)	Principal business
NIHON KOHDEN TOMIOKA CORPORATION	JPY 496M	100	Production of medical electronic equipment, and storage and transportation of the Company's products
BENEFICKS CORPORATION	JPY 20M	100	Production and sales of medical information system
NIPPON BIO-TEST LABORATORIES INC.	JPY 10M	100	Development, production and sales of immunochemical products
E-STAFF CORPORATION	JPY 20M	100	Group general affairs and staff dispatch service
DOWELL Co., Ltd	JPY 19M	90.3	Development and sales of medical information system
Nihon Kohden North America, Inc.	USD 78,514K	100	Management control for subsidiaries in the U.S.
Nihon Kohden America, LLC	USD 4,741K	(100)	Sales of medical electronic equipment
Defibtech, LLC	USD 3,072K	(100)	Development, production and sales of medical electronic equipment
Nihon Kohden OrangeMed, LLC	USD 21,000K	(100)	Development, production and sales of medical electronic equipment
Neurotronics, LLC	USD 100K	(100)	Development of software for medical electronic equipment
Nihon Kohden Digital Health Solutions, LLC	USD 12,500K	(100)	Development of medical electronic equipment

Name	Capital	Parent's voting rights (%)	Principal business
Nihon Kohden Innovation Center, LLC	USD 1,000K	(100)	Research and development of medical electronic equipment
Nihon Kohden Europe GmbH	EUR 2,500K	100	Sales of medical electronic equipment
Shanghai Kohden Medical Electronic Instrument Corp.	USD 6,669K	100	Development, production and sales of medical electronic equipment
Nihon Kohden Singapore Pte Ltd	SGD 1M	100	Sales of medical electronic equipment
Nihon Kohden India Pvt. Ltd.	INR 111M	100	Sales of medical electronic equipment
Nihon Kohden Middle East FZE	AED 6M	100	Sales of medical electronic equipment
Nihon Kohden Korea, Inc.	KRW 800M	100	Sales of medical electronic equipment
Nihon Kohden Mexico S.A. de C.V.	MXN 20M	100	Sales of medical electronic equipment
Nihon Kohden Do Brasil Ltda.	BRL 16,728K	100	Sales of medical electronic equipment
NeuroAdvanced Corp.	USD 29.7M	100	Holding company of companies that are engaged in R&D, production, and sales of medical equipment
Ad-Tech Medical Instrument Corporation	USD 51.5M	(100)	Development, production and sales of medical equipment

Note: The percentage in parenthesis in "Parent's voting rights" indicates the percentage of voting rights which the parent company holds indirectly.

2) Progress of Business Combination

In April 2025, E-Staff Insurance Services Corporation was absorbed into E-Staff Corporation, and Advanced Medical Predictive Devices, Diagnostics and Displays, LLC was absorbed into Nihon Kohden Digital Health Solutions, LLC. In September 2025, Nihon Kohden Advanced Technology Center, India was established. In January 2026, Nihon Kohden Arabia RHQ LLC started operations in Saudi Arabia. In February 2026, the Company consolidated DOWELL Co., Ltd as one of its subsidiaries.

3) Results of Business Combination

The Nihon Kohden Group has 37 consolidated subsidiaries. Overview of consolidated financial results is provided in (1) Review of Operations and Results.

4) Status of Specified Wholly Owned Subsidiaries as of the End of FY2025

The Company does not have any subsidiaries that qualify as specified wholly-owned subsidiaries.

(7) Principal Businesses

Nihon Kohden's primary business is research & development, production, sales, and repair and maintenance services of medical electronic equipment.

Product category	Principal products
Physiological Measuring Equipment	Electroencephalographs (EEG), evoked potential and electromyogram measuring systems, electrocardiographs (ECG), polygraphs for cath lab, diagnostic information systems, related consumables such as recording paper, electrodes and EP catheters, and maintenance services

Product category	Principal products
Patient Monitors	Patient monitors for continuous monitoring of patients' vital signs such as electrocardiogram, respiration, SpO ₂ (blood oxygen saturation), NIBP (noninvasive blood pressure), clinical information systems, related consumables such as electrodes and sensors, and maintenance services
Treatment Equipment	Defibrillators, AEDs (Automated External Defibrillator), ventilators, pacemakers, anesthesia machine, cochlear implants, automated chest compression devices, related consumables such as AED pads, batteries and ablation catheters, and maintenance services
Other Medical Equipment	Hematology analyzers, clinical chemistry analyzers, ultrasound diagnostic equipment and others, consumables such as test reagents, and installation and maintenance services

Note: The Company discontinued providing cochlear implants in March 2026. The Company also decided to discontinue providing Abbott products such as EP catheters, pacemakers, and ablation catheters by December 31, 2026.

(8) Principal Sales Offices and Factories

Japan	Headquarters	Shinjuku-ku, Tokyo
	Offices	Nishiochiai Office (Shinjuku-ku, Tokyo), Tokorozawa Office (Tokorozawa City, Saitama Pref.), Tomioka Office (Tomioka City, Gunma Pref.), Kawamoto Office (Fukaya City, Saitama Pref.), Tsurugashima Office (Tsurugashima City, Saitama Pref.), Asaka Office (Asaka City, Saitama Pref.), Eastern Japan Logistics Center (Sakado City, Saitama Pref.), Tsurugashima Production Center (Tsurugashima City, Saitama Pref.)
	Branch Offices	Hokkaido Branch (Sapporo City, Hokkaido Pref.), Tohoku Branch (Sendai City, Miyagi Pref.), Higashi Kanto Branch (Chiba City, Chiba Pref.), Kita Kanto Branch (Saitama City, Saitama Pref.), Tokyo Regional Office (Bunkyo-ku, Tokyo), Capital Area GP Branch (Bunkyo-ku, Tokyo), Minami Kanto Branch (Yokohama City, Kanagawa Pref.), Chubu Branch (Nagoya City, Aichi Pref.), Kansai Regional Office (Osaka City, Osaka Pref.), Chushikoku Branch (Hiroshima City, Hiroshima Pref.), Kyushu Branch (Fukuoka City, Fukuoka Pref.)
North America	North America	Nihon Kohden North America, Inc. Nihon Kohden America, LLC Defibtech, LLC Nihon Kohden OrangeMed, LLC Ad-Tech Medical Instrument Corporation
Rest of World	Latin America	Nihon Kohden Mexico S.A. de C.V. Nihon Kohden Latin America S.A.S. Nihon Kohden Do Brasil Ltda.
	Europe	Nihon Kohden Europe GmbH Nihon Kohden Deutschland GmbH Nihon Kohden France Sarl Nihon Kohden Iberica S.L. Nihon Kohden Italia S.r.l. Nihon Kohden UK Ltd. Nihon Kohden Firenze S.r.l.
	Asia & Other	Shanghai Kohden Medical Electronic Instrument Corp. Nihon Kohden Singapore Pte Ltd NKS Bangkok Co., Ltd. Nihon Kohden Malaysia Sdn. Bhd. Nihon Kohden Vietnam Company Limited Nihon Kohden India Pvt. Ltd. Nihon Kohden Middle East FZE Nihon Kohden Arabia RHQ LLC Nihon Kohden Korea, Inc.

(9) Employees

	Number of employees	Increase/decrease from the end of the previous fiscal year
Japan	4,282 [490]	-25
North America	988 [8]	+38
Rest of World	846 [17]	-11
Total	6,116 [515]	+2

Notes:

- 1) The number of employees indicates full time employees which exclude people assigned by the Nihon Kohden Group to work outside the Nihon Kohden Group and include people assigned from outside the Nihon Kohden Group to work within the Nihon Kohden Group.
- 2) The [Number of employees] column indicates the average number of temporary employees (part-time fixed-time, temporary and part-time employees) employed during the fiscal year.

(10) Major Lenders

Lender	Balance of borrowing
Saitama Resona Bank, Ltd.	13,650 million yen
MUFG Bank, Ltd.	3,900 million yen
Sumitomo Mitsui Banking Corporation	3,900 million yen
Sumitomo Mitsui Trust Bank, Limited	3,412 million yen

2. Stock Information (As of March 31, 2026)

- (1) **Total Number of Issuable Shares** 395,944,000 shares
- (2) **Total Number of Shares Issued** 170,961,960 shares (including 10,059,474 shares of treasury stock)
- (3) **Number of Shareholders** 8,761 (Increase by 2,707 compared to the end of the previous fiscal year)
- (4) **Major Shareholders**

Shareholders	Number of shares	Shareholding ratio (%)
The Master Trust Bank of Japan, Ltd. (trust account)	23,724,500	14.74
Custody Bank of Japan, Ltd. (trust account)	8,085,100	5.02
Saitama Resona Bank, Ltd	7,957,500	4.94
JP Morgan Chase Bank 380055	7,839,658	4.87
GIC Private Limited - C	6,244,273	3.88
State Street Bank and Trust Company 505103	6,139,651	3.81
GOVERNMENT OF NORWAY	5,934,157	3.68
JP Morgan Chase Bank 385166	3,076,800	1.91
National Mutual Insurance Federation of Agricultural Cooperatives	2,710,000	1.68
MUFG Bank, Ltd.	2,650,260	1.64

Note: The above list excludes Nihon Kohden's treasury stock of 10,059,474 shares. Each shareholding ratio is calculated excluding treasury stock. The above treasury shares don't include the Company's stock held by Custody Bank of Japan, Ltd. (Trust Account) as trust assets under the Employee Stock Ownership Plan.

(5) Shares Allotted to Directors as Remuneration for the Execution of their Duties during FY2025

The details of stock-based remuneration delivered during FY2025 are as follows.

- Total number of shares allotted to directors and other board members by category

	Number of shares	Number of allottees
Directors, excluding Audit & Supervisory Committee Members and Outside Directors	12,831 shares	3 persons
Outside Directors, excluding Audit & Supervisory Committee Members	—	—
Audit & Supervisory Committee Members	—	—

(6) Other Essential Matters regarding Stock

The Company acquired 3,135,900 shares of its own shares from December 4, 2025 to March 24, 2026, pursuant to the resolution of the Board of Directors held on December 3, 2025.

3. Corporate Governance

(1) Basic Policy on Corporate Governance

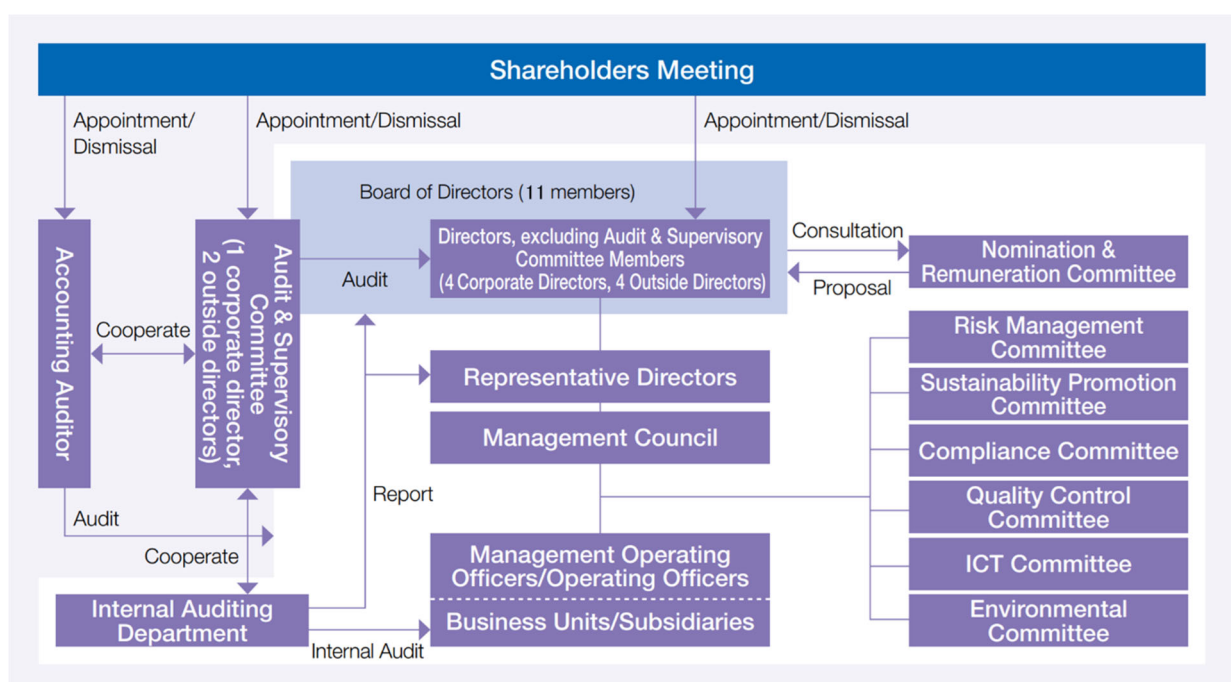
To realize its Management Philosophy as a medical electronics manufacturer, the Company aims at achieving sustained growth and establishing reliance as a company that is highly evaluated by customers, shareholders, clients and society in all aspects including products, sales, service, technology, financial strength, quality of employees and other point.

In order to realize this management basic policy and increase corporate value over the mid-to long-term, the Company recognizes that enhancing corporate governance, by establishing a management structure aiming at improving the soundness, transparency and efficiency of management, is an important management issue.

(2) Corporate Governance System

The Company has adopted a company with Audit & Supervisory Committee structure to achieve the following: enhancement of supervisory function, improvement of soundness and transparency of the management, and acceleration of the management decision making. In addition, The Company has established the Nomination & Remuneration Committee, which is a voluntary advisory committee under the Board, to ensure transparency and objectivity of the management. The Committee consists of three independent outside directors and the committee chair is also appointed from outside directors.

The Board resolves the matters pursuant to the Companies Act and makes decisions on the execution of important business for the entire group as well as supervises directors' performance of their duties. In addition, Meetings of the Management Council, at which all directors, management operating officers, and operating officers attend, are held to ensure prompt decision making and flexible business operation.



4. Directors and Operating Officers

(1) Names and Other Information of Director

Title	Name	Areas of Responsibility and Significant Concurrent Positions
Representative Director, President and Chief Executive Officer	Hirokazu Ogino (Male)	
Corporate Director, Executive Operating Officer, Chief Operating Officer	Eiichi Tanaka (Male)	
Corporate Director, Executive Operating Officer, Chief Strategy Officer, Chief Regional Officer - International	Yasuhiro Yoshitake (Male)	
Corporate Director, Senior Operating Officer, Chief Administrative Officer*	Kazuhiro Kato (Male)	General Manager of Corporate Administration Operations, Chief Compliance Officer
Outside Director	Shigeru Kawatsuhara (Male)	
Outside Director	Sumie Morita (Female)	Professor at Department of Information and Computer Science, Faculty of Systems Science and Technology, Akita Prefectural University, Outside Director of Sumitomo Heavy Industries, Ltd., Outside Director of Bunka Shutter Co., Ltd.
Outside Director	Danny Risberg (Male)	
Outside Director*	Mamoru Morita (Male)	Strategic Expert, Nuclear Energy Business Unit of Hitachi, Ltd., Corporate Director and Managing Partner of Shinka Tech Partners Co., Ltd., Senior Advisor of McKinsey & Company Japan, Advisor of Sojitz Corporation
Corporate Director, Full-time Audit & Supervisory Committee Member	Shigeru Hirata (Male)	
Outside Director, Audit & Supervisory Committee Member	Kazuo Shimizu (Male)	Certified Public Accountants and Tax Accountants, Representative partner of Ryoh-koh Audit Corporation
Outside Director, Audit & Supervisory Committee Member	Ikumi Sato (Female)	Attorney, Nozomi Sogo Attorneys at Law, Outside Director of DAI-DAN CO., LTD., Outside Director (Audit & Supervisory Committee Member) of TAIYO HOLDINGS CO., LTD.

Notes:

- 1) Mr. Shigeru Kawatsuhara, Ms. Sumie Morita, Mr. Danny Risberg, Mr. Mamoru Morita, Mr. Kazuo Shimizu, and Ms. Ikumi Sato are Outside Directors. The Company has filed a notification with the Tokyo Stock Exchange to establish that they are independent directors.
- 2) The Company appoints a full-time Audit & Supervisory Committee Member to ensure the effectiveness of audits by routinely monitoring the establishment and operation of the internal control system and the maintenance of the environment for the collection of internal information and audits.
- 3) Each of the individuals marked with an asterisk (*) in the above table was newly elected and appointed at the 74th Ordinary General Meeting of Shareholders held on June 26, 2025.
- 4) Mr. Kazuo Shimizu, an Audit & Supervisory Committee Member, is a Certified Public Accountant and Tax Accountant, and possesses a considerable degree of knowledge about finance and accounting.

- 5) Director who retired during the fiscal year under review is as follows.
Retired on June 26, 2025 due to the expiration of term of office
- | | |
|---|------------------|
| Representative Director | Takashi Tamura |
| Corporate Director, Executive Operating Officer, Chief Administrative Officer | Tadashi Hasegawa |
| Outside Director | Hidemitsu Sasaya |
- 6) In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has concluded a liability limitation agreement with each Outside Director to limit his/her liability under the provisions of Article 423, Paragraph 1 of the same Act. The minimum liability amount is the amount stipulated by law.
- 7) Outside Director Shigeru Kawatsuhara, Outside Director Kazuo Shimizu, and Outside Director Ikumi Sato are the Nomination & Remuneration Committee Members. Mr. Shigeru Kawatsuhara is serving as the chairperson.
- 8) The Company has introduced an operating officer system. The management operating officers and operating officers who do not serve as Directors are as follows as of March 31, 2026.

Title	Name	Responsibility
Senior Operating Officer, Chief Human Capital Officer	Kenji Furukawa	General Manager of Human Resources Development Operations
Senior Operating Officer, Chief Quality & Regulatory Officer	Yoshiyuki Fujita	General Manager of Corporate Quality Management Operations
Operating Officer, Chief Business Development Officer	Kazuomi Shimoda	General Manager of Import Business Operations
Operating Officer, Chief Innovation Officer	Kaoru Imajo	General Manager of Neurology Business Division, CEO of Ad-Tech Medical Instrument Corporation
Operating Officer, Chief Regional Officer - Japan	Toshihiko Hiraoka	In charge of Domestic Business and Services Business
Operating Officer, Chief Manufacturing Officer	Yutaka Inano	General Manager of Production Operations, President of Nihon Kohden Tomioka Corporation
Operating Officer, Chief Technology Officer	Hirohiko Ikeya	General Manager of Technology Development Operations
Operating Officer	Eri Watanabe	Deputy General Manager of Corporate Administration Operations, Senior Manager of Finance Department
Operating Officer	Fumio Izumida	General Manager of Corporate Strategy Division
Operating Officer	Yoshinori Obara	General Manager of Solution Business Division
Operating Officer	Hiroko Hagiwara	General Manager of Clinical Development & Regulatory Affairs Division
Operating Officer	Tsutomu Wakabayashi	Deputy General Manager of Technology Development Operations
Operating Officer	Seiji Miyazaki	General Manager of International Business Operations
Operating Officer	Hironori Asa	General Manager of Domestic Business Operations
Operating Officer	Fumito Horiuchi	General Manager of Customer Service Operations
Operating Officer	Naoto Nishii	General Manager of Business Strategy Operations
Operating Officer	Keichiro Yoshizawa	General Manager of North America Business Operations, CEO of Nihon Kohden North America, Inc.

(2) Remuneration to Directors

1) Policy for Determining the Amounts and Calculation Methods of Remuneration to Directors

To increase business performance and shareholder value, as well as improving management transparency and increasing mid-to long-term growth and profitability, the Company has established a policy ("The Decision Policy") for determining the amounts and methods of calculation of Directors' remuneration. The Decision Policy was determined by a resolution of the Board of Directors after receiving a report from the Nomination & Remuneration Committee, a voluntary advisory committee under the Board.

A summary of the Decision Policy is as follows.

Remuneration of Directors shall be linked to shareholder value so as to function effectively as an incentive for continuously improving the Company's corporate value. Remuneration of each Director shall be determined at an appropriate level based on their respective responsibilities.

Remuneration of Directors (excluding Directors serving as Audit & Supervisory Committee Members and Outside Directors) shall consist of a base salary as fixed monthly compensation, bonuses as performance-based compensation reflecting short-term business performance, and restricted stock remuneration as an incentive to continuously improve the Company's corporate value over the mid-to long-term. Remuneration of Audit & Supervisory Committee Members and Outside Directors, who are responsible for supervisory functions, shall consist of the fixed monthly compensation only.

Remuneration to Directors (excluding Directors serving as Audit & Supervisory Committee Members and Outside Directors)

Name	Type	Content/Calculation Method	Payment Method	
Base salary by position	Monetary compensation	Fixed compensation	●Determined based on the Director's position, responsibilities, and years served as a Director, comprehensively taking into consideration the levels of other companies, the Company's business performance, and the level of employee salaries.	Paid monthly
Annual bonuses		Performance-linked compensation	●Payment rate is determined based on the result of the Company's business performance and individual evaluation of a previous fiscal year Calculated based on a variable payment rate of 0% to 200% Performance indicators for the Company's business performance: Consolidated operating income Performance Indicators for individual evaluation: Degree of Achievement of annual business performance targets, mid-to long-term strategies, and ESG targets	Paid annually
Mid-to long-term incentive	Non-monetary compensation	Fixed compensation	●Non-performance-linked Pre-delivery Restricted Stock Remuneration Allotted the number of shares of the Company's common stock, which is determined based on the Director's position.	Paid annually
		Performance-linked compensation	●Performance-linked Post-delivery Restricted Stock Remuneration Incentives to strengthen remuneration governance and further improve corporate value to achieve Three-year Business Plan, BEACON 2030 Phase II. Calculated in accordance with the payment rate determined based on consolidated operating income margin, consolidated ROE, and relative TSR. Payment rate varies from 0% to 200% Evaluation weight: consolidated operating income margin 30%+ consolidated ROE 30% + relative TSR 40%	Paid annually

The fixed monthly compensation shall be determined based on the Director's position, responsibilities, and years served as Director, comprehensively taking into consideration the level of other companies, the Company's business performance, and the level of employee salaries.

Performance-linked compensation shall consist of bonuses and restricted stock (performance-linked post-

delivery type) that reflect key performance indicators (KPI) to raise awareness of the need to improve the Company's business performance in each fiscal year. As regards bonuses, the target performance indicators and their values shall be in line with the medium-term business plan and set at the time of the formulation of the plan. The target values shall be reviewed as appropriate in accordance with the report of the Nomination & Remuneration Committee in response to environmental changes. The degree of achievement of the target values shall be used as a common evaluation index for all Directors. Individual evaluations shall be conducted according to each Director's area of responsibility. The amount of bonuses shall be calculated based on a variable payment rate of 0% to 200% and the bonuses shall be paid at a fixed time each year. As regards restricted stock remuneration (performance-linked post-delivery type), the performance indicators and their values shall be in line with the Medium-term Business Plan and set at the time of the formulation of the plan. The target values shall be reviewed as appropriate in accordance with the report of the Nomination & Remuneration Committee in response to the environmental changes. The degree of achievement of target values shall be used as a common evaluation index for all Directors. The number of shares to be allotted shall be calculated based on a variable payment rate of 0% to 200%, and the shares shall be allotted annually at a fixed time each year. The method of determining performance evaluation indicators and payout ratio for FY2024 to FY2026 in the event that the plan is introduced is as follows. Provided, however, that if the consolidated operating income margin for the period is less than 10%, the payout ratio in the period will be 0%.

	Valuation weight	Performance evaluation indicators
Financial target evaluation	30%	Consolidated operating income margin
	30%	Consolidated ROE
Corporate value evaluation	40%	Relative TSR*

* (Total shareholder return of the Company at the end of the relevant fiscal year) ÷ (Average of total shareholder return of other companies in the same industry for the period corresponding to the calculation period of total shareholder return of the Company)

Payment ratio = (Coefficient linked to the degree of achievement of the consolidated operating income margin target x 30%) + (Coefficient linked to the degree of achievement of the consolidated ROE target x 30%) + (Coefficient linked to the degree of achievement of the relative TSR target x 40%)

As regards restricted stock remuneration (non-performance-linked pre-delivery type and performance-linked post-delivery type), the Company shall, in principle, allot shares of the Company's common stock every year, after concluding an agreement on allotting restricted stock between the Company and each Director (excluding Audit & Supervisory Members and Outside Directors). As regards non-performance-linked pre-delivery type, the Company shall allot the number of shares of the Company's common stock determined based on the position of the allottee. As regards performance-linked post-delivery type, the Company shall allot the number of shares of the Company's common stock determined based on the degree of achievement of numerical targets for business performance. For both of non-performance-linked pre-delivery type and performance-linked post-delivery type, to encourage the sharing of value with shareholders over the mid-to long-term, the transfer restriction period shall be from the grant date of the restricted stock to the date when each Director retires from the position of Director or Operating Officer.

The ratio by types of compensation for Directors (excluding Audit & Supervisory Committee Members

and Outside Directors) shall be reviewed by the Nomination & Remuneration Committee, based on the remuneration levels of benchmark companies whose business scale is similar to the Company. The weighting of performance-based compensation shall be higher for the higher positions. While respecting the report by the Nomination & Remuneration Committee, the Board of Directors shall determine the details of remuneration for each Director within the range of the ratio by types of compensation indicated in the report. The amount of remuneration shall be determined by resolution of the Board of Directors, which shall have the authority to determine the amount of basic salaries for each Director as well as the evaluation and allocation of performance-based compensation based on the performance of the business for which each Director is responsible. The Board of Directors shall consult the Nomination & Remuneration Committee on the draft remuneration plan and obtain a report from the Committee to ensure that the Board exercises its authority appropriately. The Board of Directors shall also resolve the number of shares to be allocated to each Director as restricted stock remuneration based on the report of the Nomination & Remuneration Committee.

In determining the content of remuneration for each Director (excluding Audit & Supervisory Committee Members), the Nomination & Remuneration Committee shall conduct a multifaceted review of the draft remuneration plan, including consistency with the Decision Policy. As a general rule, the Board of Directors shall defer to the report of the Nomination & Remuneration Committee and determine that the proposed remuneration complies with the Decision Policy.

The remuneration of Audit & Supervisory Committee Members shall consist of fixed monthly compensation only from the perspective of placing importance on the independence and objectivity of management. The amount of remuneration for each Director is determined by consultation among the Audit & Supervisory Committee Members.

2) Resolutions of the General Meeting of Shareholders on Remuneration to Directors

The 65th general shareholders meeting held on June 28, 2016 approved the following: i) with respect to the amount of remuneration to Directors excluding Audit & Supervisory Committee Members, the total amount shall be within the limit of 400 million yen (including the amount of remuneration to Outside Directors, which shall be within the limit of 80 million yen, which was revised by the resolution of the 73rd general shareholders meeting held on June 26, 2024, but not including other Directors' salaries as employees of the Company). The number of Directors excluding Audit & Supervisory Committee Members was 10 (including two Outside Directors) at the time of the resolution on June 28, 2016. The number of Directors excluding Audit & Supervisory Committee Members was nine (including four Outside Directors) at the time of the resolution on June 26, 2024.

The 65th general shareholders meeting held on June 28, 2016 approved the following: with respect to the amount of remuneration to Audit & Supervisory Committee Members, the total amount shall be within the limit of 80 million yen. At the time of the resolution, the number of Audit & Supervisory Committee Members was three (including two Outside Directors).

Separately from the above remuneration, the 69th general shareholders meeting held on June 25, 2020 approved the following: The maximum amount of monetary compensation receivables to be paid to Directors (excluding Audit & Supervisory Committee Members and Outside Directors) in respect of restricted stock

(non-performance-linked pre-delivery type) shall be within the limit of 100 million yen. At the time of the resolution, the number of Directors (excluding Audit & Supervisory Committee Members and Outside Directors) was seven.

Separately from the above remuneration and the total amount of monetary compensation receivables to be paid in respect of restricted stock (non-performance-linked pre-delivery type), the 73rd general shareholders meeting held on June 26, 2024 approved the following: the maximum amount of monetary compensation receivables to be paid to Directors (excluding Audit & Supervisory Committee Members and Outside Directors) in respect of restricted stock (performance-linked post-delivery type) shall be within the limit of ¥300 million. At the time of the resolution, the number of Directors (excluding Audit & Supervisory Committee Members and Outside Directors) was five.

3) The Total Amount of Remuneration to Directors

Million yen	Total amount of remuneration	Total Amount of Remuneration by Type			Number of Directors
		Fixed monthly compensation	Performance-based compensation (bonuses)	Restricted stock remuneration	
Directors (excluding Audit & Supervisory Committee Members)	247	187	37	21	11
[Outside Directors]	[43]	[43]	[-]	[-]	[5]
Directors (Audit & Supervisory Committee Members)	51	51	-	-	3
[Outside Directors]	[25]	[25]			[2]
Total	298	238	37	21	14

Note: 1. The number of Directors receiving restricted stock remuneration is four.

2. The restricted stock remuneration was the amount recorded as an expense in FY2025 as non-performance-linked pre-delivery type. As regards performance-linked post-delivery type, the payout ratio was 0% because the consolidated operating income margin in FY2025 was less than 10%.

4) Performance-based Compensation

The Company pays bonuses and restricted stock remuneration (performance-linked post-delivery type) to Directors (excluding Audit & Supervisory Members and Outside Directors) as performance-based compensation to further increase Directors' morale and motivation to improve its business performance and generate sustainable increases in its corporate value.

The FY2025 performance indicator selected as the basis for calculating the amount of bonuses is consolidated operating income. This is because consolidated operating income is the profit earned from the Company's core businesses as well as reflecting the creation of high customer value and improvement of productivity within the organization. An increase in operating income also leads to a sustainable increase in the Company's corporate value. Amounts of bonuses are calculated based on the degree of achievement of the consolidated operating income target as well as individual evaluation (degree of achievement of annual business performance targets, mid-to long-term strategies, and ESG targets) according to each Director's area of responsibility, and the variable payment rate is 0% to 200%.

The results for operating income in FY2025 are described in 1. (5) Consolidated Financial Statements.

The FY2025 performance indicators selected as the basis for calculating the amount of restricted stock remuneration (performance-linked post-delivery type) are consolidated operating income margin, consolidated ROE, and relative TSR. This is aiming to strengthen remuneration governance and further improve corporate value to achieve the Three-year Business Plan, BEACON 2030 Phase II. Amounts of restricted stock remuneration (performance-linked post-delivery type) are calculated based on the degree of achievement of target values which shall be used as a common evaluation index for all Directors. The number of shares to be allotted shall be calculated based on a variable payment rate of 0% to 200%, and the shares shall be allotted annually at a fixed time each year. In FY2025, the payout ratio was 0% because the consolidated operating income margin was less than 10%.

5) Restricted Stock Remuneration

The Company allots restricted stock to Directors (excluding Audit & Supervisory Committee Members and Outside Directors) to encourage them to continuously improve the Company's corporate value, as well as to facilitate their sense of sharing value with shareholders.

The Company paid monetary compensation receivables as remuneration to the three specified Eligible Directors and allocated 12,831 shares of the Company's common shares as specified restricted shares paid for by the Allottees using the entire amount of the monetary compensation receivables as contributed assets. The shares allotted as restricted stock remuneration (non-performance-linked pre-delivery type) are awarded to Eligible Directors for the period from the 74th Ordinary General Meeting of Shareholders until the 75th Ordinary General Meeting of Shareholders. The amount of the monetary compensation receivables granted to each Eligible Director was determined by comprehensively taking into consideration a wide range of factors, such as the extent of the contribution of each Eligible Director to the Company. The monetary compensation receivables were also granted on the condition that each Eligible Director enter into a Restricted Stock Allotment Agreement with the Company.

As regards restricted stock remuneration (performance-linked post-delivery type), the payout ratio was 0% because the consolidated operating income margin in FY2025 was less than 10%.

The status of allocation of restricted stock remuneration is described in 2. (5) Shares Allotted to Directors as Remuneration for the Execution of their Duties during FY2025.

(3) Summary of Directors and Officers (D&O) Liability Insurance Agreement

The Company has concluded a directors and officers liability insurance agreement as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The Company intends to renew the insurance agreement in June 2026.

1) Coverage of the Insured Persons

Directors of the Company (including Directors serving as Audit & Supervisory Committee Members), Operating Officers of the Company, and Officers of subsidiaries.

2) Substantial Premium Burden Ratio of the Insured Persons

All the insurance premiums under the insurance agreement are borne by the Company.

3) Summary of Insurance Accidents covered by Insurance

The insurance agreement covers damages incurred by the Officers (legal damage compensation and legal expenses) due to claims for damage compensation during the insurance period arising from acts or omissions of the insured persons in the execution of duties as an Officer of the Company.

4) Measures to Ensure the Appropriateness of the Execution of Duties by Officers is maintained

There are certain exemptions that exclude coverage for liability arising from certain acts by the insured persons, such as intentional behavior, provision of unlawful personal profit and criminal acts.

(4) Outside Directors

The Company appoints independent outside directors in order to enhance transparency and soundness of the management. The Company appoints outside directors who meet the independence criteria set by the Tokyo Stock Exchange and have a wealth of knowledge and experience in their fields, and can provide advice and supervise the management from their objective and neutral position.

1) Significant Concurrent Positions of Outside Directors

Classification	Name	Concurrent position and organization	Relationship of organization they have concurrent position
Outside Director	Shigeru Kawatsuhara	There are no applicable items.	
	Sumie Morita	Professor at Department of Information and Computer Science, Faculty of Systems Science and Technology, Akita Prefectural University, Outside Director of Sumitomo Heavy Industries, Ltd., Outside Director of Bunka Shutter Co., Ltd.	There is no special relationship between the Company and each organization.
	Danny Risberg	There are no applicable items.	
	Mamoru Morita	Strategic Expert, Nuclear Energy Business Unit of Hitachi, Ltd., Corporate Director and Managing Partner of Shinka Tech Partners Co., Ltd., Senior Advisor of McKinsey & Company Japan, Advisor of Sojitz Corporation	There is no special relationship between the Company and Shinka Tech Partners Co., Ltd., McKinsey & Company Japan, and Sojitz Corporation. Although the Company has a business relationship with Hitachi, Ltd., the Company's business with Hitachi, Ltd. has been primarily occupied by Hitachi General Hospital. The amount of the transaction with Hitachi, Ltd. in FY2025 was less than 1% of the Company's consolidated sales.

Classification	Name	Concurrent position and organization	Relationship of organization they have concurrent position
Outside Director, Audit & Supervisory Committee Member	Kazuo Shimizu	Certified Public Accountants and Tax Accountants, Representative Partner of Ryoh-koh Audit Corporation	There is no special relationship between the Company and each organization.
	Ikumi Sato	Attorney, Nozomi Sogo Attorneys at Law, Outside Director of DAI-DAN CO., LTD., Outside Director (Audit and Supervisory Committee Member) of TAIYO HOLDINGS CO., LTD.	There is no special relationship between the Company and DAI-DAN CO., LTD. and TAIYO HOLDINGS CO., LTD. Although Nozomi Sogo Attorneys at Law is contracted to handle the Company's internal reporting hotline and to conduct employee compliance surveys, the amount of remuneration paid to Nozomi Sogo Attorneys at Law in FY2025 was less than 10 million yen.

2) Major Activities of Outside Directors during FY2025

Classification	Name	Attendance at Board Meetings	Attendance at Audit & Supervisory Committee Meetings	Main Activities
Outside Director	Shigeru Kawatsuhara	17/17	-	He made appropriate and necessary statements from his abundant knowledge and broad experience as a management of a global company. He also provided objective and neutral advice, and supervised management from an independent standpoint. As a Chairperson of the Nomination & Remuneration Committee, he attended all 9 times meetings held in FY2025 while taking the initiative in discussions and resolutions about the drafts of both nomination and remuneration of directors, which were submitted to the Board of Directors by the Nomination & Remuneration Committee.
	Sumie Morita	17/17	-	She made appropriate and necessary statements from her abundant knowledge and broad experience in corporate management from a global perspective as a corporate executive and information engineering specialist. She also provided objective and neutral advice, and supervised management from an independent standpoint.
	Danny Risberg	17/17	-	He made appropriate and necessary statements from his abundant knowledge and broad experience as a management of a global company and through activities in industry associations. He also provided objective and neutral advice, and supervised management from an independent standpoint.

Classification	Name	Attendance at Board Meetings	Attendance at Audit & Supervisory Committee Meetings	Main Activities
	Mamoru Morita	12/12 (after appointment on June 26, 2025)	-	He made appropriate and necessary statement from his abundant knowledge and board experience as a corporate executive in global business development and corporate strategy. He also provided objective and neutral advice, and supervised management from an independent standpoint.
Outside Director, Audit & Supervisory Committee Member	Kazuo Shimizu	17/17	19/19	He made appropriate and necessary statements from his professional perspective as a Certified Public Accountant and Tax Accountant, and supervised the Company's management from an independent standpoint. As a member of the Nomination & Remuneration Committee, he attended all 9 times meetings held in FY2025. He attended discussions and resolutions about the drafts of both nomination and remuneration of directors, which was submitted to the Board of Directors by the Nomination & Remuneration Committee.
	Ikumi Sato	17/17	19/19	She made appropriate and necessary statements from her professional perspective as an Attorney, and supervised the Company's management from an independent standpoint. As a member of the Nomination & Remuneration Committee, she attended all 9 times meetings held in FY2025. She attended discussions and resolutions about the drafts of both nomination and remuneration of directors, which was submitted to the Board of Directors by the Nomination & Remuneration Committee.

5. Accounting Auditor

(1) Name of Accounting Auditor

Crowe Toyo & Co.

(2) Amount of Remuneration to the Accounting Auditor for FY2025

Total amount of remuneration to the accounting auditor for FY2025	60 million yen
Total amount of money and other property benefits to be paid by the Company and its subsidiaries to the accounting auditor	64 million yen

Notes:

- 1) Based on the "Practical Guidelines for Collaboration with Accounting Auditors" published by the Japan Corporate Auditors Association, the Audit & Supervisory Committee agreed to the accounting auditor's remuneration under Article 399, Paragraphs 1 and 3 of the Companies Act after reviewing the details of the accounting auditor's audit plan, the basis for calculating the estimated remuneration, and the performance of duties in previous years.
- 2) The audit contract between the Company and the accounting auditor does not distinguish between audit fees based on the Companies Act and audit fees based on the Financial Instruments and Exchange Act, so the above amounts include audit fees based on the Financial Instruments and Exchange Act.
- 3) Some of the Company's significant overseas subsidiaries are audited by auditing firms other than the Company's accounting auditor.

- 4) In addition to the above, additional remuneration for audits of the Company and its consolidated subsidiary for FY2024 amounted to 6 million yen and 5 million yen, respectively.

(3) Policy on Dismissal or Non-reappointment of the Accounting Auditor

If the accounting auditor is found to fall under any of the items stipulated in Article 340, Paragraph 1 of the Companies Act, the Audit & Supervisory Committee shall dismiss the accounting auditor with the consent of all Audit & Supervisory Committee Members.

In addition, the Audit & Supervisory Committee will determine the content of the agenda for the General Meeting of Shareholders regarding the dismissal or non-reappointment of the accounting auditor when it is deemed necessary, such as when the performance of the accounting auditor's duties is impeded.

6. Corporate Structure and Policy

(1) System to Ensure the Appropriateness of Business

The Company is promoting the development of internal control systems in accordance with the following basic policy for the establishment of internal control systems.

1) System to Ensure Compliance by Directors and Employees of the Company Group with Laws and the Articles of Incorporation in the Execution of Their Duties

In order to ensure fair and appropriate corporate activities, the Company has thoroughly notified Nihon Kohden Charter of Conduct, which codifies the basic criteria for business conduct, and Nihon Kohden Code of Ethics and Conduct, which stipulates the way of conduct to be observed from the point of view of compliance with laws, to directors and employees by training and promotion activities. The Compliance Committee and compliance officers at departments and Group companies promote the implementation of compliance. The Company has established an internal compliance hotline for reporting and consultation in order to find and cure unfair practices as early as possible. The Company stands against antisocial forces that threaten the order and safety of civil society, and has no relationship with them.

2) System for Storing and Managing Information Related to the Execution of Duties by Directors

Information related to the execution of duties by directors are stored and managed appropriately during the storage period set for each information in accordance with Standards for Procedures for Requesting Deliberations and Making Decisions. Documents are stored and made available for inspection depending on recording media.

3) Risk Management of Possible Losses

The Company has established the risk management system for managing risks associated with overall operations of the Company Group in accordance with Risk Management Rules in order to ensure the sound and appropriate business operations. The group-wide risk management system regularly evaluates risks and review countermeasures, focusing on significant risks identified by the Risk Management Committee, in collaboration with the risk management manager in each department. The Company shall work to improve the effectiveness of the system. The risk management department implements group-wide risk management, assigning responsibility for each risk associated with operational execution to specific departments. In the event of an emergency, such as a natural disaster, emergency response measures shall be implemented with regard to internal rules such as BCP.

4) System to Ensure Efficient Business Execution by Directors

Meetings of the Management Council, at which directors, management operating officers, and operating officers attend, are held once or twice a month aiming at prompt decision making and flexible business operation. The Company has introduced an operating officer system that provides a clear segregation between managerial decision making and supervisory functions on the one hand and the execution of operations on the other. The Company will endeavor to ensure the effective business execution by establishing internal rules to clarify the allocation of duties, authority, responsibility and execution procedures of each director, management operating officer, operating officer and council.

5) System to Ensure Proper Business Execution of the Company Group

The Company has established the management system to ensure the proper business execution of the Company Group in accordance with the internal rules, assigning responsibility for the appropriate management of each Group company to specific departments, receiving the periodic report regarding the business performance and other important matters from each Group company, and requiring Group companies to obtain prior approval from the Company before conducting important matters. The Internal Auditing Department is in charge of auditing the Company and Group companies. The Company has established the internal control system to ensure the reliability of financial statements under the Financial Instruments and Exchange Act and will assess and improve the system continuously.

6) Matters concerning directors and employees assisting the Audit & Supervisory Committee, the independence of such directors and employees from other directors, excluding Audit & Supervisory Committee Members, and ensuring the effectiveness of instructions from the Audit & Supervisory Committee to such directors and employees.

The Audit & Supervisory Committee Secretariat assists with the Audit & Supervisory Committee's duties when the Audit & Supervisory Committee requests or instructs.

Personnel changes of the Audit & Supervisory Committee Secretariat shall require prior consent of the Audit & Supervisory Committee.

The Audit & Supervisory Committee Secretariat is independent from the directors, excluding Audit & Supervisory Committee Members, line of command when they work under the instruction of the Audit & Supervisory Committee.

7) System for Reporting to the Audit & Supervisory Committee by Directors, excluding Audit & Supervisory Committee Members, and Employees of the Company Group

Directors, excluding Audit & Supervisory Committee Members, and employees of the Company Group shall promptly report to the Audit & Supervisory Committee concerning matters that may cause serious damage to the Company Group, material violations of laws and the Articles of Incorporation, unfair practices as well as results of internal audit. The Audit & Supervisory Committee may request reports of directors, excluding Audit & Supervisory Committee Members, and employees of the Company Group as necessary.

Directors, excluding Audit & Supervisory Committee Members, or employees who report to the Audit & Supervisory Committee will not be subjected to disadvantageous treatment because of such report. The Audit & Supervisory Committee audits the performance of the directors', excluding Audit & Supervisory Committee Members, duties by attending the important meetings such as the Management Council.

8) System to Ensure Effective Audit by the Audit & Supervisory Committee

Representative Directors have periodic meetings with the Audit & Supervisory Committee and exchange opinions regarding challenges that the Company should deal with, the audit environment of the Audit & Supervisory Committee, and other important audit issues. The Audit & Supervisory Committee shall maintain close contact and share information with the Accounting Auditor and Internal Auditing Department in order to ensure effective audit of the Company and Group companies.

The Company will promptly reimburse expenses invoiced by Audit & Supervisory Committee Members that are deemed necessary for the execution of their duties in accordance with Auditing Standards Conducted by the Audit & Supervisory Committee.

(2) Overview of the Operation of the System to Ensure the Appropriateness of Business

The following is a summary of the results of operations for FY2025.

1) Compliance

The Company ensures thorough compliance by distributing the Compliance Handbook to all executive officers and employees of the Group and conducting compliance training at the workplace level to ensure that they are fully aware of the Nihon Kohden Charter of Conduct and the Nihon Kohden Code of Ethical Conduct. In FY2025, the Compliance Committee was held five times to continuously supervise, evaluate and improve the Group's compliance system and to confirm its operation of compliance-related consultations and reports. The Company has also strengthened its compliance structure by steadily implementing measures to prevent recurrence of the bribery case involving former employees of the Company in Japan in 2021 under the Compliance Committee.

2) Risk Management System

In accordance with the Risk Management Regulations, the Risk Management Supervisory Division improves and promotes a cross-organizational risk management system of the Nihon Kohden Group, and the specialized committees and divisions set for each risk are responsible for the individual risks associated with the execution of business. In FY2025, each committee such as the Quality Control Committee held regularly to evaluate and report on the effectiveness of each risk management framework, and reported to the Board of Directors on the progress of the Group's overall risk management system. The Risk Management Committee reported the identified significant risks to the Board of Directors as well as promoting to develop a sophisticated company-wide risk management framework. The Company also provided e-learning on risk management including information security to executive officers and employees.

As a medical equipment manufacturer, the Company improved the system to continue the smooth supply of products and services while ensuring the safety of employees and their families in the event of an emergency such as a large-scale natural disaster. In FY2025, the Company conducted evacuation drills and safety confirmation drills, as well as desktop exercises at domestic sales branch offices, to ensure that employees take appropriate action in the event of an emergency in accordance with the Disaster First Response Manual.

3) Execution of Duties by Directors

In accordance with the Board of Directors Rules and the Standards for Procedures for Requesting

Deliberations and Making Decisions, the Board of Directors was held 17 times in FY2025, and resolved the matters pursuant to the laws, made decisions on the execution of important business for the Nihon Kohden Group, as well as supervised directors' performance of their duties. The Management Council, at which Directors and Operating Officers attend, was held 13 times to ensure prompt decision-making and flexible business operation. Outside Directors attended the important meetings such as the Management Council as necessary and provided their opinions from an objective and neutral standpoint if necessary and supervise the Company's management.

The Company has introduced an operating officer system. The number of Management Operating Officers and Operating Officers who do not serve as Directors is 17. This system clarifies the role of the business execution functions and strengthens its functions. In addition, the Company endeavors to ensure the effective business execution by establishing internal rules to clarify the allocation of duties, authority, responsibility and execution procedures of each director, management operating officer, operating officer and council.

4) Group Management System

The Company has established the management system to ensure the proper business execution of the Company Group in accordance with the internal rules, assigning responsibility for the appropriate management of each Group company to specific departments, receiving the periodic report regarding the business performance and other important matters from each Group company, and requiring Group companies to obtain prior approval from the Company before conducting important matters.

In FY2025, after deliberation about strengthening the governance of its overseas subsidiaries, the Company has implemented measures and has reported the progress to the Board of Directors once every six months to enhance governance functions in each subsidiary as the 1st defense, in each administrative department such as finance, legal, human resources, and quality control as the 2nd defense, and in the Internal Audit Department as the 3rd defense. The Company also revised and confirmed the operational and improvement status of the Global Business Management Policy, operation of which started in FY2021 so that the managers of overseas subsidiaries can strengthen risk management related to accounting, human resources, legal, and information security.

The Internal Audit Department conducted internal audits of the Company and its subsidiaries regarding compliance, and effectiveness and appropriateness of business executions, and reported the internal audit results to the President and the Audit & Supervisory Committee each time the internal audit is conducted. In addition, the internal audit results and progress of improvements were reported to Directors, Management Operating Officers, and Operating Officers at the Board of Directors Meetings every quarter. The final assessment of internal control system for financial statements was conducted at the time of closing and was confirmed to be effective. In FY2025, the Company conducted J-SOX training (e-learning) for newly recruited employees, mid-career employees, and newly appointed managers.

5) Execution of Duties by the Audit & Supervisory Committee

The Audit & Supervisory Committee consists of three directors, including two outside directors and one full-time member. Each Audit & Supervisory Committee Member attends the important meetings such as the Management Council. Each Audit & Supervisory Committee Member audits the performance of the directors'

duties by investigating the conduct of business operations and status of assets at the Company's main offices and subsidiaries through office visits in addition to reports on audit results from the Internal Audit Department. Those activities shall be in accordance with the audit policy and the audit plan for the term which is decided at the Audit & Supervisory Committee. In FY2025, the Audit & Supervisory Committee was held 19 times. The Audit & Supervisory Committee and the Internal Audit Department shared information and exchanged opinions on a monthly basis on the operation of the internal control system as well as on the method of audits, the content of audits, and audit results. The Audit & Supervisory Committee had two meetings with representative directors, five meetings with the Accounting Auditor, and other meetings with directors on an irregular basis, in order to share information and exchange opinions on the operation of the internal control system and audit results.

(3) Basic Policy on Distribution of Profits and Dividends

Nihon Kohden recognizes that returning profits to shareholders is one of management's most important tasks. The basic policy on distribution of profits and dividends is to make investments for future business expansion and enhance shareholder returns as well as securing a sound financial foundation. The priority for distribution of profits is i) investment necessary for future business expansion used in R&D investments, capital investments, M&A or alliances, and development of human resources, and ii) shareholder returns. In terms of shareholder returns, the Company will increase dividends in a stable manner in line with growth in business performance. Share buybacks are conducted in a flexible manner, taking into account comprehensively the Company's future business deployment, investment plans, retained earnings, and stock price level. The indicator and target for shareholder returns is a consolidated total return ratio of 35% or more.

Consolidated Balance Sheets (As of March 31, 2026)

(Millions of yen)

	March 31, 2026	March 31, 2025
ASSETS		
Current assets	177,808	183,085
Cash and deposits	35,695	28,428
Notes receivable - trade	300	554
Electronically recorded monetary claims – operating	3,877	3,923
Accounts receivable – trade	65,673	66,708
Securities	11,000	15,000
Merchandise and finished goods	33,332	32,879
Work in process	4,976	4,475
Raw materials and supplies	17,682	18,819
Other current assets	5,621	12,801
Allowance for doubtful accounts	-351	-505
Non-current assets	78,730	75,191
Property, plant and equipment	32,250	29,270
Buildings and structures, net	17,446	11,111
Machinery, equipment and vehicles, net	1,249	1,136
Tools, furniture and fixtures, net	4,761	4,467
Land	7,111	7,099
Lease assets, net	196	49
Construction in progress	1,485	5,406
Intangible assets	27,222	27,653
Goodwill	12,581	12,938
Software	4,150	3,465
Other intangible assets	10,490	11,249
Investments and other assets	19,256	18,266
Investment securities	4,272	4,117
Deferred tax assets	3,161	4,256
Net defined benefit asset	9,137	7,251
Other investments and other assets	3,154	2,771
Allowance for doubtful accounts	-468	-129
Total assets	256,538	258,276

(Millions of yen)

	March 31, 2026	March 31, 2025
LIABILITIES		
Current liabilities	49,428	72,296
Notes and accounts payable – trade	20,083	19,786
Short-term loans payable	50	26,030
Current portion of long-term loans payable	2,555	—
Accounts payable – other	4,203	4,190
Lease obligations	71	8
Accrued income taxes	1,331	3,832
Accrued expenses	6,498	4,512
Provision for bonuses	4,565	4,585
Provision for product warranties	1,850	1,750
Other current liabilities	8,219	7,600
Non-current liabilities	27,286	4,685
Long-term loans payable	22,388	—
Lease obligations	139	38
Deferred tax liabilities	2,257	2,462
Other non-current liabilities	2,500	2,184
Total liabilities	76,714	76,981
NET ASSETS		
Shareholders' equity	168,300	169,672
Capital stock	7,544	7,544
Capital surplus	3,938	9,663
Retained earnings	175,451	166,171
Treasury shares	-18,633	-13,707
Accumulated other comprehensive income	11,423	9,879
Valuation difference on available-for-sale securities	1,596	1,089
Foreign currency translation adjustment	6,823	6,711
Remeasurements of defined benefit plans	3,003	2,079
Non-controlling interests	100	1,742
Total net assets	179,824	181,294
Total liabilities and net assets	256,538	258,276

Consolidated Statements of Income (From April 1, 2025 to March 31, 2026)

(Millions of yen)

	Year ended March 31, 2026	Year ended March 31, 2025
Net sales	235,099	225,424
Cost of sales	113,372	108,266
Gross profit	121,726	117,157
Selling, general and administrative expenses	102,981	96,444
Operating income	18,745	20,713
Non-operating income	4,503	1,072
Interest income and dividend income	426	573
Foreign exchange gains	3,484	—
Subsidy income	66	159
Reversal of allowance for doubtful accounts	37	—
Other non-operating income	489	339
Non-operating expenses	705	1,412
Interest expenses	341	144
Loss on valuation of investment securities	111	67
Foreign exchange losses	—	951
Other non-operating expenses	252	249
Ordinary income	22,544	20,373
Extraordinary income	749	2,031
Gain on sales of non-current assets	13	4
Gain on sales of investment securities	578	2,027
Gain on step acquisitions	157	—
Extraordinary losses	3,360	833
Loss on sales of non-current assets	18	5
Loss on retirement of non-current assets	53	59
Business restructuring costs	—	182
Extra payments for early retirements	2,429	—
Loss on revision of retirement benefit plan	850	—
Difference on settlement of asset retirement obligations	8	—
Impairment losses	—	75
Loss on valuation of investment securities	—	510
Income before income taxes	19,932	21,570
Income taxes – current	5,003	8,300
Income taxes – deferred	358	-828
Net income	14,570	14,098
Income attributable to non-controlling interests	56	—
Income attributable to owners of parent	14,513	14,098

Non-Consolidated Balance Sheets (As of March 31, 2026)

(Millions of yen)

	March 31, 2026	March 31, 2025
ASSETS		
Current assets	149,529	168,653
Cash and deposits	15,122	12,768
Notes receivable - trade	242	481
Electronically recorded monetary claims – operating	3,877	3,923
Accounts receivable – trade	54,235	64,935
Securities	11,000	15,000
Merchandise and finished goods	14,664	15,534
Work in process	1,416	1,255
Raw materials and supplies	660	581
Short-term loans receivable from subsidiaries and associates	41,189	39,582
Accounts receivable – other	10,277	9,795
Other current assets	2,421	10,334
Allowance for doubtful accounts	-5,578	-5,539
Non-current assets	75,380	61,840
Property, plant and equipment	24,816	21,980
Buildings, net	14,625	8,470
Structures, net	358	32
Machinery and equipment, net	83	113
Vehicles, net	0	0
Tools, furniture and fixtures, net	3,045	2,918
Land	5,666	5,666
Lease assets, net	166	14
Construction in progress	869	4,763
Intangible assets	4,335	3,663
Goodwill	69	75
Software	3,874	3,200
Telephone subscription right and right to use facilities	57	57
Other intangible assets	333	329
Investments and other assets	46,229	36,196
Investment securities	4,263	4,106
Shares of subsidiaries and associates	26,795	17,486
Investments in capital of subsidiaries and associates	2,592	2,905
Long-term loans receivable from employees	10	9
Long-term loans receivable from subsidiaries and associates	1,989	2,736
Prepaid pension costs	4,366	3,905
Deferred tax assets	4,187	3,013
Other investments and other assets	2,438	2,109
Allowance for doubtful accounts	-415	-76
Total assets	224,910	230,493

	March 31, 2026	March 31, 2025
LIABILITIES		
Current liabilities	36,532	64,624
Accounts payable – trade	18,581	21,060
Short-term loans payable	—	25,750
Current portion of long-term loans payable	2,550	—
Accounts payable – other	3,090	3,258
Accrued income taxes	584	3,399
Accrued expenses	3,241	2,793
Contract liabilities	4,298	4,084
Deposits received	296	295
Provision for bonuses	3,476	3,636
Provision for product warranties	362	337
Other current liabilities	50	8
Non-current liabilities	23,358	1,011
Long-term loans payable	22,312	—
Asset retirement obligations	888	918
Other non-current liabilities	157	93
Total liabilities	59,891	65,636
NET ASSETS		
Shareholders' equity	163,422	163,767
Capital stock	7,544	7,544
Capital surplus	10,483	10,482
Legal capital surplus	10,482	10,482
Other capital surplus	0	—
Retained earnings	164,028	159,448
Legal retained earnings	1,149	1,149
Other retained earnings	162,878	158,298
General reserve	147,460	130,460
Retained earnings brought forward	15,418	27,838
Treasury shares	-18,633	-13,707
Valuation and translation adjustments	1,596	1,089
Valuation difference on available-for-sale securities	1,596	1,089
Total net assets	165,018	164,856
Total liabilities and net assets	224,910	230,493

Non-Consolidated Statements of Income (From April 1, 2025 to March 31, 2026)

(Millions of yen)

	Year ended March 31, 2026	Year ended March 31, 2025
Net sales	166,324	171,999
Total cost of sales	88,705	89,325
Gross profit	77,618	82,673
Selling, general and administrative expenses	63,727	61,134
Operating income	13,890	21,538
Non-operating income	7,067	4,608
Interest income and dividend income	3,189	4,156
Subsidy income	65	156
Foreign exchange gains	3,434	—
Rental income from land and buildings	155	155
Other non-operating income	222	139
Non-operating expenses	476	1,043
Interest expenses	285	80
Foreign exchange losses	—	869
Loss on valuation of investment securities	111	67
Other non-operating expenses	79	25
Ordinary income	20,481	25,103
Extraordinary income	589	2,027
Gain on sales of non-current assets	10	0
Gain on sales of investment securities	578	2,027
Extraordinary losses	8,879	3,155
Loss on sales of non-current assets	0	—
Loss on retirement of non-current assets	49	46
Extra payments for early retirements	2,317	—
Loss on revision of retirement benefit plan	807	—
Difference on settlement of asset retirement obligations	8	—
Loss on transfer pricing adjustment	5,071	—
Loss on valuation of investments in capital of subsidiaries and associates	312	—
Provision for doubtful accounts of subsidiaries and associates	311	2,598
Loss on valuation of investment securities	—	510
Income before income taxes	12,191	23,974
Income taxes – current	3,805	7,263
Income taxes – deferred	-1,427	-50
Net income	9,813	16,761

(English Translation)
Independent Auditor's Report

May 19, 2026

To the Board of Directors
Nihon Kohden Corporation

Crowe Toyo & Co.
Tokyo Office

Takashi Miura, CPA
Designated Partner,
Engagement Partner

Takahisa Tachizawa, CPA
Designated Partner,
Engagement Partner

Opinion

Pursuant to Article 444, Section 4 of the Companies Act of Japan, we have audited the consolidated accounting documents of Nihon Kohden Corporation and its consolidated subsidiaries (the "Group") for the fiscal year from April 1, 2025 to March 31, 2026, which comprise the consolidated balance sheet, the consolidated statements of income and changes in net assets and other related notes.

In our opinion, the consolidated accounting documents present fairly, in all material respects, the consolidated financial position of the Group as at March 31, 2026, and its consolidated financial performance for the year then ended in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Accounting Documents section of this report. We are independent of the Group in accordance with the ethical requirements (including the requirements applicable to audits of financial statements of public interest entities) that are relevant to our audit in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Other information consists of the business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the Group's reporting process of the other information.

Our opinion on the consolidated accounting documents does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated accounting documents, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated accounting documents or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Management's and the Audit Committee's Responsibilities for the Consolidated Accounting Documents

Management is responsible for the preparation and fair presentation of these consolidated accounting documents in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation of consolidated accounting documents that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated accounting documents, management is responsible for assessing the Group's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Accounting Documents

Our objectives are to obtain reasonable assurance about whether the consolidated accounting documents as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion from an independent standpoint. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated accounting documents.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated accounting documents, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances for our risk assessments, while the purpose of the audit of the consolidated accounting documents is not expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material

uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated accounting documents or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated accounting documents, including the disclosures, and whether the consolidated accounting documents represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated accounting documents. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our audit of the consolidated accounting documents in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Group which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Readers of Independent Auditor's Report

This is an English translation of the independent auditor's report for the conveniences of the reader.

(English Translation)
Independent Auditor's Report

May 19, 2026

To the Board of Directors
Nihon Kohden Corporation

Crowe Toyo & Co.
Tokyo Office

Takashi Miura, CPA
Designated Partner,
Engagement Partner

Takahisa Tachizawa, CPA
Designated Partner,
Engagement Partner

Opinion

Pursuant to Article 436, Section 2, Item 1 of the Companies Act of Japan, we have audited the non-consolidated accounting documents of Nihon Kohden Corporation (the "Company") for the 75th fiscal year from April 1, 2025 to March 31, 2026, which comprise the non-consolidated balance sheet, the non-consolidated statements of income and changes in net assets, other related notes, and the non-consolidated supplemental schedules.

In our opinion, the non-consolidated accounting documents present fairly, in all material respects, the non-consolidated financial position of the Company as at March 31, 2026, and its non-consolidated financial performance for the year then ended in accordance with accounting principles generally accepted in Japan.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Non-Consolidated Accounting Documents section of this report. We are independent of the Company in accordance with the ethical requirements (including the requirements applicable to audits of financial statements of public interest entities) that are relevant to our audit in Japan, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Other information consists of the business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the Company's reporting process of the other information.

Our opinion on the non-consolidated accounting documents does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the non-consolidated accounting documents, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the non-consolidated accounting documents or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Management's and the Audit Committee's Responsibilities for the Non-Consolidated Accounting Documents

Management is responsible for the preparation and fair presentation of these non-consolidated accounting documents in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation of non-consolidated accounting documents that are free from material misstatement, whether due to fraud or error.

In preparing the non-consolidated accounting documents, management is responsible for assessing the Company's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Non-Consolidated Accounting Documents

Our objectives are to obtain reasonable assurance about whether the non-consolidated accounting documents as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion from an independent standpoint. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these non-consolidated accounting documents.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the non-consolidated accounting documents, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- Consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances for our risk assessments, while the purpose of the audit of the non-consolidated accounting documents is not expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material

uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the non-consolidated accounting documents or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the non-consolidated accounting documents, including the disclosures, and whether the non-consolidated accounting documents represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our audit of the non-consolidated accounting documents in Japan, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Interest Required to Be Disclosed by the Certified Public Accountants Act of Japan

Our firm and its designated engagement partners do not have any interest in the Company which is required to be disclosed pursuant to the provisions of the Certified Public Accountants Act of Japan.

Notes to the Readers of Independent Auditor's Report

This is an English translation of the independent auditor's report for the conveniences of the reader.

Audit Report

The audit and supervisory committee have audited the directors' performance of their duties for the 75th fiscal year from April 1, 2025 to March 31, 2026 and reports as follows in regard to the method and results of those audits.

1. Method and Contents of Audits

In regard to the content of resolutions of the board of directors regarding the matters stated in Article 399-13, paragraph (1), items (a)(b) and (a)(c) of the Companies Act, as well as the systems developed pursuant to those resolutions (i.e., internal control systems), the audit and supervisory committee periodically received reports from directors and employees, etc. regarding the status of the establishment and operation of those systems and as necessary requested explanations and expressed opinions in regard thereto, in addition to which the audit and supervisory committee conducted audits using the following methods.

- (i) In compliance with the audit and supervisory committee auditing and supervising standards established by the audit and supervisory committee, in accordance with the audit policies and division of duties, etc., and in cooperation with internal auditing department and other related departments, the audit and supervisory committee attended important meetings, received reports from directors and employees etc. regarding matters related to the performance of their duties, requested explanations as necessary, viewed important decision-making documents, etc., and inspected the status of operations and assets at the head office and main business locations. Additionally, in regard to subsidiaries, the audit and supervisory committee communicated and exchanged information with the directors and audit & supervisory board member etc. of subsidiaries and received reports on business from subsidiaries as necessary.
- (ii) The audit and supervisory committee oversaw and verified whether the accounting auditor maintained an independent position and conducted an appropriate audit, received reports from the accounting auditor on the status of the performance of its duties, and requested explanations as necessary. Additionally, the audit and supervisory committee received notification from the accounting auditor that, in accordance with the "Quality Control Standards for Audits" (Business Accounting Council), etc., it had developed systems in order to ensure that its duties are appropriately performed (i.e., notification of the matters stated in the items of Article 131 of the Ordinance on Accounting of Companies) and requested explanations as necessary.

Using the methods above, the audit and supervisory committee examined the business report, the supplementary schedules thereto, the accounting documents (i.e., the non-consolidated balance sheet, non-consolidated statement of income, non-consolidated statement of changes in net assets, and explanatory notes to accounting documents), the supplementary schedules to the accounting documents, and the consolidated accounting documents (i.e., the consolidated balance sheet, consolidated statement of income, consolidated statement of changes in net assets, and explanatory notes to consolidated accounting documents) for the fiscal year.

2. Audit Results

- (1) Results of audit of business report, etc.
 - (I) We find that the business report and the supplementary schedules thereto accurately present the status of the company in accordance with laws, regulations, and the articles of incorporation.
 - (ii) We do not find any misconduct or any material fact constituting a violation of any law, regulation, or articles of incorporation in relation to the directors' performance of their duties.
 - (iii) We find the content of the resolutions of the board of directors regarding internal control systems to be reasonable. Additionally, we do not find any matters that should be commented upon in regard to the statements in the business report or the directors' performance of their duties relating to the internal control systems.
- (2) Results of audit of accounting documents and supplementary schedules thereto

We find the methods and results of the audit by the accounting auditor, Crowe Toyo & Co., to be reasonable.

(3) Results of audit of consolidated accounting documents

We find the methods and results of the audit by the accounting auditor, Crowe Toyo & Co., to be reasonable.

May 21, 2026

Nihon Kohden Corporation Audit and Supervisory Committee

Full-time Audit and Supervisory Committee Member Shigeru Hirata [Seal]

Audit and Supervisory Committee Member Kazuo Shimizu [Seal]

Audit and Supervisory Committee Member Ikumi Sato [Seal]

(Note) Audit and Supervisory Committee Member Kazuo Shimizu and Audit and Supervisory Committee Member Ikumi Sato are outside directors as provided in Article 2, Item 15 and Article 331, Paragraph 6 of the Companies Act.