THE FOLLOWING IS AN ENGLISH TRANSLATION PREPARED FOR THE CONVENIENCE OF THE SHAREHOLDERS AND INVESTORS. THE OFFICIAL TEXT IN JAPANESE OF THE NOTICE OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS HAS BEEN PREPARED IN ACCORDANCE WITH STATUTORY PROVISIONS AND MAILED TO THE RESPECTIVE SHAREHOLDERS SEPARATELY. SHOULD THERE BE ANY INCONSISTENCY BETWEEN THE TRANSLATION AND THE OFFICIAL TEXT IN TERMS OF THE CONTENTS OF THE NOTICE, THE LATTER SHALL PREVAIL. THE COMPANY ACCEPTS NO LIABILITY FOR ANY MISUNDERSTANDING CAUSED BY THE TRANSLATION FOR ANY REASON WHATSOEVER.

Securities Code: 6869
June 5, 2024
Start date of measures for electronic provision: May 29, 2024

Notice of the 57th Ordinary General Meeting of Shareholders

Dear Shareholders:

We would hereby like to inform you that the 57th Ordinary General Meeting of Shareholders (this "Meeting") will be held as follows.

When convening this Shareholders' Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the internet via the websites listed below. Please access one of them to review the information.

Company website:
https://www.sysmex.co.jp/ir (in Japanese)
https://www.sysmex.co.jp/en/ir/index.html (in English)
(From the above website, select "Investor Relations," and then "Stocks and Bonds," followed by "Shareholder's Meeting.")

Tokyo Stock Exchange website (Listed Company Search):
https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese)
https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show (in English)
(Access the TSE website by using the internet address shown above, enter "Sysmex" in "Issue name (company name)" or the Company's securities code "6869" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information." Under "Filed information available for public inspection," click "Click here for access" under "[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].")

If you are unable to attend, you can exercise your voting rights electronically via the internet or in writing (by mail). Please refer to the reference materials, indicate your approval or disapproval of the items to be resolved in this Meeting on the enclosed ballot form and return it to us by 5:45 p.m. on Thursday, June 20, 2024. As an alternative, you may exercise your voting rights on our designated voting website (https://evote.tr.mufg.jp/) (in Japanese).

Yours faithfully,

Hisashi Ietsugu
Chairperson and Group CEO
SYSMEX CORPORATION
1-5-1, Wakinohama-Kaigandori,
Chuo-ku, Kobe, Hyogo Prefecture
651-0073, Japan

1. Date and Time: Friday, June 21, 2024, at 10 a.m.

2. Venue: Banquet Hall Ohwada, 1st Floor, South Building, Kobe Portopia Hotel, 6-10-1, Minatojima Nakamachi, Chuo-ku, Kobe, Hyogo Prefecture, Japan

3. Agenda:

Items to be reported:

1. Business Report, Consolidated Financial Statements for the 57th fiscal year (from April 1, 2023 to March 31, 2024), as well as Auditing Reports on Consolidated Financial Statements by the Accounting Auditors and by the Audit and Supervisory Committee
2. Non-consolidated Financial Statements for the 57th fiscal year (from April 1, 2023 to March 31, 2024)

Items to be resolved:

Bill No. 1: Appropriation of Surplus

Bill No. 2: Election of Nine (9) Members of the Managing Board (excluding Members of the Managing Board Who Are Audit and Supervisory Committee Members)

Bill No. 3: Election of Three (3) Members of the Managing Board Who Are Audit and Supervisory Committee Members

*** If you are attending this Meeting, please submit the enclosed ballot form to the reception desk at the meeting venue.**

*** If revisions to the items subject to measures for providing information in electronic format arise, a notice of the revisions and the details of the items before and after the revisions will be posted on the Company's aforementioned website and the TSE website.**

*** In line with revisions of the Companies Act, as a general rule, it is necessary for all shareholders to confirm the items subject to measures for providing information in electronic format via the websites above. They will be sent in paper format only to shareholders who have made a written request by the record date. However, for this Shareholders' Meeting, the company will send paper documents detailing the items subject to measures for providing information in electronic format to all shareholders, regardless of whether a written request has been made.**

Further, the paper documents exclude the following matters in accordance with laws and regulations, as well as Article 15, Paragraph 2 of the Company's Articles of Incorporation.

1) **Current status of Assets and gains and losses in the most recent three fiscal years, Major sites, etc., Employees, Major lenders, Other important matters related to Sysmex Group, Shares, Share acquisition rights, etc., Summary of limited liability agreement, Summary of liability insurance agreement for officers, etc., Outside Officers, Accounting Auditors, System to ensure the appropriateness of operations and operation status of the system, and Basic policy related to control of the Company in the Business Report**
2) **Consolidated statement of changes in equity and Notes to the Consolidated Financial Statements**
3) **Balance sheet (Japan GAAP), Statement of profit and loss (Japan GAAP), Statement of changes in equity, and Notes to the Non-consolidated Financial Statements**
4) **Audit report by Accounting Auditors related to Consolidated Financial Statements, Audit report of Accounting Auditors, and Audit report by the Audit and Supervisory Committee.**

Accordingly, the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements included with said paper documents are among the documents audited by Accounting Auditors in preparing the relevant audit reports, and by the Audit and Supervisory Committee for the creation of their own audit reports.

Reference Materials for the Shareholders' Meeting

Bill No. 1 Appropriation of Surplus

Issues related to the year-end dividend:

Under the Company's basic policy to pay continuous and stable dividends to our shareholders in consideration of our consolidated performance, we will target a consolidated dividend payout ratio of 30%. Based on this policy, the Company would like to pay a year-end dividend of 42 yen per share.
Together with the interim dividend of 42 yen per share, the annual dividend will be 84 yen per share.

1 Type of dividend
Cash

2 The appropriation of dividends and its total amount
42 yen per share of the Company's common stock
Total dividend amount 8,792,394,576 yen

3 Effective date for dividend
June 24, 2024

Note: On April 1, 2024, the Company implemented a stock split at a ratio of 3 shares for each share of common stock. For the year-end dividend for the fiscal year ended March 31, 2024, the dividend record date is March 31, 2024. Therefore, the dividend shall be issued based on the number of shares before the stock split.

Bill No. 2 Election of Nine (9) Members of the Managing Board (excluding Members of the Managing Board Who Are Audit and Supervisory Committee Members)

The terms of office of all nine (9) Members of the Managing Board (excluding Members of the Managing Board Who Are Audit and Supervisory Committee Members; the same shall apply hereinafter in this Bill) will expire at the conclusion of this Meeting.

Accordingly, the Company requests the election of nine (9) Members of the Managing Board.

The candidates for Members of the Managing Board are as follows:

Candi-date number	Name		Gender	Positions, duties and important concurrent positions	Attendance to the Meetings of the Managing Board
1	Reelection	Hisashi Ietsugu	Male	Chairperson and Group CEO	17/17 (100%)
2	Reelection	Kaoru Asano	Male	President	17/17 (100%)
3	Reelection	Kenji Tachibana	Male	Member of the Managing Board and Senior Executive Officer Senior Managing Director (Duties) Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development	17/17 (100%)
4	Reelection	Iwane Matsui	Male	Member of the Managing Board and Senior Executive Officer Senior Managing Director (Duties) Global Marketing and MR Business	17/17 (100%)
5	Reelection	Tomokazu Yoshida	Male	Member of the Managing Board and Senior Executive Officer Managing Director, CTO (Duties) R&D	17/17 (100%)
6	Reelection	Takashi Ono	Male	Member of the Managing Board and Senior Executive Officer, Managing Director (Duties) ES (Eco Social) Strategy and Business Strategy Development	13/13 (100%)
7	Reelection Member of the Managing Board (Outside) Independent	Kazuo Ota	Male	Member of the Managing Board (Outside)	17/17 (100%)

Candi-date number	Name		Gender	Positions, duties and important concurrent positions	Attendance to the Meetings of the Managing Board
8	New election Member of the Managing Board (Outside) Independent	Haruo Inoue	Male	(Important concurrent position) Member of the Managing Board (Outside) of UNIRITA Inc. [Scheduled to assume office in June 2024.]	–
9	New election Member of the Managing Board (Outside) Independent	Yuka Fujioka	Female	(Important concurrent position) Member of the Managing Board (Outside) of Maruichi Steel Tube Ltd.	–

<table>
<tr><th>Candidate number</th><th>Name (date of birth)</th><th colspan="2">Brief personal history, positions, duties and important concurrent positions</th><th>Number of Company shares held</th></tr>
<tr><td rowspan="2">1</td><td rowspan="2">Reelection
Hisashi Ietsugu
(September 17, 1949)
Male
Attendance to the Meetings of the Managing Board
17/17 (100%)</td><td>September 1986
March 1990
February 1996
April 1996
June 1996
April 2013
April 2018
April 2023</td><td>Joined the Company, Member of the Managing Board of the Company
Member of the Managing Board and Senior Executive Officer, Managing Director of the Company
Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (Representative Director)
Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (Representative Director)
President and CEO of the Company
Chairperson and CEO of the Company
Chairperson and CEO of the Company
Chairperson and Group CEO (current)</td><td>1,848,000</td></tr>
<tr><td colspan="3">(Reasons for Nomination)
Hisashi Ietsugu held the positions of Chairperson and CEO of the Company from April 2013 and Chairperson and Group CEO from April 2023, and has managed the entire Sysmex Group (the “Group”) and provided strong leadership for many years. He is appointed as a candidate for a Member of the Managing Board of the Company because he will be essential for increasing the corporate value of the Group with his sense of balance, enabling appropriate supervision and decision-making of the entire management based on his insight and abundant experience and achievements as a corporate manager.</td></tr>
<tr><td rowspan="2">2</td><td rowspan="2">Reelection
Kaoru Asano
(October 19, 1958)
Male
Attendance to the Meetings of the Managing Board
17/17 (100%)</td><td>August 1987
April 2005
April 2009
April 2011
April 2013
June 2014
April 2015
April 2017
April 2018
April 2021
April 2023</td><td>Joined the Company
Executive Vice President of Central Research Laboratories of the Company
Executive Officer, Manager of Central Research Laboratories of the Company
Executive Officer, Executive Vice President of R&D Strategic Planning of the Company
Senior Executive Officer of the Company
Member of the Managing Board and Senior Executive Officer of the Company
Member of the Managing Board and Senior Executive Officer, Managing Director of the Company
Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company
Member of the Managing Board and Senior Executive Officer, Senior Managing Director, COO of LS Business Unit and CTO of the Company
Member of the Managing Board and Senior Executive Officer, Senior Managing Director, CTO of the Company
President of the Company (current)</td><td>163,200</td></tr>
<tr><td colspan="3">(Reasons for Nomination)
Kaoru Asano served as Member of the Managing Board from June 2014, managed research and technology development and technological strategy of the Group for many years, and demonstrated strong leadership. He is appointed as a candidate for a Member of the Managing Board of the Company because he assumed office as President from April 2023 and his abundant experience and wide-ranging insight, such as that gained through overseeing management overall will be essential for increasing the corporate value of the Group.</td></tr>
</table>

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
3	Reelection Kenji Tachibana (December 12, 1957) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	March 1980 Joined the Company April 1998 President of Sysmex Singapore Pte Ltd (presently Sysmex Asia Pacific Pte Ltd.) April 2004 Senior Vice President of Business Planning of the Company April 2007 Executive Vice President of International Business Management of the Company April 2011 Executive Officer, Executive Vice President of IVD Business Development of the Company April 2013 Senior Executive Officer of the Company June 2014 Member of the Managing Board and Senior Executive Officer of the Company April 2015 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company April 2017 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company April 2018 Member of the Managing Board and Senior Executive Officer, Senior Managing Director, COO of IVD Business Unit of the Company April 2021 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (current) (Duties) Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development	123,900
		(Reasons for Nomination) Kenji Tachibana has been involved in business strategy development and international businesses of the Group and has contributed to the strategic and global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2014 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.	

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
4	Reelection Iwane Matsui (January 1, 1961) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1985 Joined the Company July 2001 President of Sysmex Europe GmbH (presently Sysmex Europe SE) April 2007 Executive Vice President of Customer Support of the Company April 2009 Executive Vice President of IVD Business Strategy of the Company April 2011 Executive Officer, Executive Vice President of Corporate Business Planning of the Company April 2013 Executive Officer, Executive Vice President of International Business Management of the Company April 2017 Senior Executive Officer of the Company April 2019 Senior Executive Officer, Managing Director of the Company June 2019 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company April 2023 Member of the Managing Board and Senior Executive Officer, Senior Managing Director of the Company (current) (Duties) Global Marketing and MR Business	14,100
		(Reasons for Nomination) Iwane Matsui has been involved in promoting businesses such as domestic and international sales and marketing serving as a sales manager for domestic sales and as a representative of several overseas regional headquarters of the Group for many years, and has contributed to global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2019 and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.	

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
5	Reelection Tomokazu Yoshida (December 16, 1964) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	June 2000 Joined the Company April 2015 Executive Vice President of Central Research Laboratories of the Company April 2017 Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development of the Company April 2020 Senior Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development of the Company April 2021 Senior Executive Officer, Managing Director, and Executive Vice President of MR Business of the Company June 2021 Member of the Managing Board, Senior Executive Officer, Managing Director, and Executive Vice President of MR Business of the Company April 2023 Member of the Managing Board and Senior Executive Officer, Managing Director, CTO of the Company (current) (Duties) R&D	6,900
		(Reasons for Nomination) Tomokazu Yoshida has been involved in research and technology development of the Group for many years, and has contributed to business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2021, and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.	
6	Reelection Takashi Ono (January 19, 1965) Male Attendance to the Meetings of the Managing Board 13/13 (100%)	April 1987 Joined the Company April 2009 Executive Vice President of Sysmex America, Inc. April 2010 President of Sysmex Reagents America, Inc. April 2013 Executive Vice President of Hematology Product Engineering of the Company April 2016 Executive Vice President of SCM of the Company April 2019 Executive Officer and Executive Vice President of SCM of the Company April 2021 Senior Executive Officer of the Company April 2023 Senior Executive Officer, Managing Director of the Company June 2023 Member of the Managing Board and Senior Executive Officer, Managing Director of the Company (current) (Duties) ES Strategy and Business Strategy Development	32,379
		(Reasons for Nomination) Takashi Ono has been involved in business development, such as product planning, market development, production and supply chain management (SCM) of the Group and has contributed to the global business development. He is appointed as a candidate for a Member of the Managing Board of the Company because he has served as such Member since June 2023, and his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.	

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
7	Reelection Member of the Managing Board (Outside) Independent Kazuo Ota (January 13, 1955) Male Attendance to the Meetings of the Managing Board 17/17 (100%)	April 1978	Joined Kawasaki Heavy Industries, Ltd.	–
		April 2012	General Manager of Planning & Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd.	
		April 2013	Executive Officer, General Manager of Planning & Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd.	
		April 2015	Managing Executive Officer, General Manager of Corporate Planning Division, In Charge of Finance & Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd.	
		June 2015	Senior Vice President, General Manager of Corporate Planning Division, In Charge of Finance & Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd.	
		December 2016	Senior Vice President, President of Motorcycle & Engine Company of Kawasaki Heavy Industries, Ltd.	
		April 2018	Director, Managing Executive Officer, President of Motorcycle & Engine Company of Kawasaki Heavy Industries, Ltd.	
		June 2019	Retired from Director of Kawasaki Heavy Industries, Ltd.	
		June 2019	Joined the Company, Member of the Managing Board of the Company (current)	
		(Reasons for Nomination and Expected Role) Kazuo Ota is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that he would utilize his abundant experience in management and deep insight as a corporate manager for global business development for management of the Company by expressing his opinions at the Meetings of the Managing Board. He is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. His term of office as a Member of the Managing Board (Outside) will be five years at the conclusion of this Meeting. Although he worked for Kawasaki Heavy Industries, Ltd., which has a business relationship with the Company, the amount of transactions with Kawasaki Heavy Industries, Ltd. accounts for less than 2% of each company's consolidated net sales. He, therefore, satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company has reported him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report him as an Independent Member of the Managing Board, if his election is approved.		

<table>
<tr><th>Candidate number</th><th>Name (date of birth)</th><th colspan="2">Brief personal history, positions, duties and important concurrent positions</th><th>Number of Company shares held</th></tr>
<tr><td rowspan="2">8</td><td>New election
Member of the Managing Board (Outside)
Independent
Haruo Inoue
(December 6, 1957)
Male
Attendance to the Meetings of the Managing Board
–</td><td>April 1981
April 2008
June 2010
June 2011
May 2012
May 2014
June 2014
April 2020
April 2022
(Important concurrent position)
Member of the Managing Board (Outside) of UNIRITA Inc.
[Scheduled to assume office in June 2024.]</td><td>Joined The Sanwa Bank, Limited (presently MUFG Bank, Ltd.)
Executive Officer, General Manager of Corporate Planning of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (presently MUFG Bank, Ltd.)
Managing Executive Officer of Mitsubishi UFJ NICOS Co., Ltd.
Director and Managing Executive Officer of Mitsubishi UFJ NICOS Co., Ltd.
Managing Executive Officer, Deputy General Manager of Retail Department of the Bank of Tokyo-Mitsubishi UFJ, Ltd. (presently MUFG Bank, Ltd.)
Managing Executive Officer of the Bank of Tokyo-Mitsubishi UFJ, Ltd.
Representative Director and President and Chief Executive Officer of Mitsubishi UFJ NICOS Co., Ltd.
Senior Managing Executive Officer of Sojitz Corporation
Executive Vice President of Sojitz Corporation</td><td>–</td></tr>
<tr><td colspan="3">(Reasons for Nomination and Expected Role)
Haruo Inoue is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that he would utilize his knowledge on finance, financial accounting, risk management, etc., as a corporate manager of a financial institution, as well as his abundant experience and deep insight in the business world for management of the Company by expressing his opinions at the Meetings of the Managing Board. He is also expected to play a role in ensuring the validity and appropriateness of the Company’s decision making through supervision of its management.
Although he worked for many years at MUFG Bank, Ltd., with which the Company has regular transactions, the bank is neither a financial institution on which the Company relies to the extent that it is not substitutable nor a business partner that has influence over the Company’s decision making. Furthermore, the Company has regular transactions with Mitsubishi UFJ NICOS Co., Ltd. as a general customer. However, the amount of transactions with Mitsubishi UFJ NICOS Co., Ltd. accounts for less than 1% of each company’s consolidated net sales. He, therefore, satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company plans to report him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., if his election is approved.</td></tr>
</table>

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions	Number of Company shares held
9	New election Member of the Managing Board (Outside) Independent Yuka Fujioka (May 24, 1969) Female Attendance to the Meetings of the Managing Board –	April 1993 Joined Announcing Department, Development Bureau of Kansai Television Co., Ltd. April 1999 Newscaster, such as CS Broadcast Asahi Newstar and Lecturer for Simul Academy Conference Interpreter Course September 2008 Part-time Lecturer at Kwansei Gakuin University Center for International Education and Cooperation (current) April 2009 Part-time Lecturer for Kobe College, School of Letters, Department of English, Global Studies Course April 2010 Part-time Lecturer at Kwansei Gakuin University, School of International Studies (current) July 2016 Representative Director and President of Fujioka-Kinzoku Co., Ltd. (current) June 2018 Member of the Managing Board (Outside) of Maruichi Steel Tube Ltd. (current) (Important concurrent position) Member of the Managing Board (Outside) of Maruichi Steel Tube Ltd.	–
		(Reasons for Nomination and Expected Role) Yuka Fujioka is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that she would utilize her global perspective and deep knowledge fostered over rich overseas experience, abundant experience in management, and deep insight for management of the Company by expressing her opinions at the Meetings of the Managing Board. She is also expected to play a role in ensuring the validity and appropriateness of the Company's decision making through supervision of its management. The Company has no transactions with Fujioka-Kinzoku Co., Ltd. nor Maruichi Steel Tube Ltd. She, therefore, satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company plans to report her as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., if her election is approved.	

Notes:
1. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, thereby covering damages and litigation expenses, etc. incurred by the insureds, including Members of the Managing Board of the Company. If each candidate is elected as Member of the Managing Board, the Company plans to include him or her as an insured in the insurance policy. The policy is scheduled to be renewed on July 1, 2024, during the term of office of the candidates.
2. There is no special interest between any of the candidates and the Company.
3. Kazuo Ota, Haruo Inoue, and Yuka Fujioka are to be elected as Members of the Managing Board (Outside).
4. In accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Kazuo Ota to limit his liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act. If he is elected, the Company intends to continue the agreement with him. In addition, the Company plans to enter into the same agreements with Haruo Inoue and Yuka Fujioka if their election is approved.
5. On April 1, 2024, the Company implemented a stock split at a ratio of 3 shares for each share of common stock. The number of shares held by each candidate is the number of shares after the stock split.

Bill No. 3 Election of Three (3) Members of the Managing Board Who Are Audit and Supervisory Committee Members

The terms of office of all three (3) Members of the Managing Board who are Audit and Supervisory Committee Members will expire at the conclusion of this Meeting.
Accordingly, the Company requests the election of three (3) Members of the Managing Board who are Audit and Supervisory Committee Members.
Please note that the approval of the Audit and Supervisory Committee has been obtained for this Bill.
The candidates for Members of the Managing Board who are Audit and Supervisory Committee Members are as follows:

<table>
<tr><th>Candidate number</th><th>Name (date of birth)</th><th colspan="2">Brief personal history, positions, duties and important concurrent positions</th><th>Number of Company shares held</th></tr>
<tr><td rowspan="2">1</td><td>Reelection
Tomoo Aramaki
(August 16, 1966)
Male

Attendance to the Meetings of the Managing Board
17/17 (100%)

Attendance to the Meetings of the Audit and Supervisory Committee
17/17 (100%)</td><td>April 1989
April 2019

April 2022

June 2022</td><td>Joined the Company
Executive Vice President of the Business Administration of the Company
Executive Planner of the Business Administration of the Company
Member of the Managing Board (Audit and Supervisory Committee Member) of the Company (current)</td><td>21,600</td></tr>
<tr><td colspan="3">(Reasons for Nomination)
Tomoo Aramaki has long been involved in the business administration department of the Group and has also served as the head of the business administration department of the Company’s overseas subsidiaries, and therefore he is appointed as a candidate for a Member of the Managing Board who is an Audit and Supervisory Committee Member in the expectation that he would properly fulfill his role as a Member of the Managing Board who is an Audit and Supervisory Committee Member with a wealth of experience and insight by stating objective opinions from a neutral standpoint.</td></tr>
</table>

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
2	Reelection Member of the Managing Board (Outside) Independent Kazumasa Hashimoto (April 3, 1953) Male Attendance to the Meetings of the Managing Board 17/17 (100%) Attendance to the Meetings of the Audit and Supervisory Committee 17/17 (100%)	April 1976	Joined The Sumitomo Bank, Limited (presently Sumitomo Mitsui Banking Corporation)	–
		April 2004	Executive Officer of Sumitomo Mitsui Banking Corporation	
		April 2007	Managing Executive Officer of Sumitomo Mitsui Banking Corporation	
		June 2010	President and Representative Director of Ginsen Co., Ltd.	
		June 2014	President and Representative Director, and Chief Operating Officer of Kansai Urban Banking Corporation (presently Kansai Mirai Bank, Limited)	
		June 2016	Chairman of the Board, President and Representative Director of Kansai Urban Banking Corporation	
		April 2018	Representative Director and President of Kansai Mirai Financial Group, Inc.	
		April 2019	Chairman of Kansai Mirai Bank, Limited.	
		June 2019	Outside Corporate Auditor of THE ROYAL HOTEL, LIMITED	
		June 2020	Member of the Managing Board (Audit and Supervisory Committee Member) of the Company (current)	
		April 2023	Executive Advisor of Kansai Mirai Bank, Limited. (current)	
		(Reasons for Nomination and Expected Role) Kazumasa Hashimoto is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that he would fulfill his role of ensuring the soundness and transparency of the management and the auditing and supervisory functions from the standpoint of an Audit and Supervisory Committee Member with a wealth of experience and knowledge of finance and accounting as a corporate manager of a financial institution. His term of office as a Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member will be four years at the conclusion of this Meeting. The Company has no business relationship with Kansai Mirai Bank, Limited. He, therefore, satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange, Inc. The Company has reported him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report him as an Independent Member of the Managing Board, if his election is approved.		

Candidate number	Name (date of birth)	Brief personal history, positions, duties and important concurrent positions		Number of Company shares held
3	Reelection Member of the Managing Board (Outside) Independent Michihide Iwasa (August 8, 1956) Male Attendance to the Meetings of the Managing Board 17/17 (100%) Attendance to the Meetings of the Audit and Supervisory Committee 17/17 (100%)	April 1979 April 2009 April 2010 April 2012 June 2014 June 2020	Joined Kobe Steel, Ltd. Trustee of Kobe Steel, Ltd. Executive Officer of Kobe Steel, Ltd. Managing Executive Officer of Kobe Steel, Ltd. Representative Director and President of Kobelco Logistics, Ltd. Member of the Managing Board (Audit and Supervisory Committee Member) of the Company (current)	–
		(Reasons for Nomination and Expected Role) Michihide Iwasa is appointed as a candidate for a Member of the Managing Board (Outside) in the expectation that he would fulfill his role of ensuring the soundness and transparency of the management and the auditing and supervisory functions from the standpoint of an Audit and Supervisory Committee Member with a wealth of experience and broad insight in corporate management. His term of office as a Member of the Managing Board (Outside) who is an Audit and Supervisory Committee Member will be four years at the conclusion of this Meeting. He satisfies the Independence Standards for Outside Members of the Managing Board established by the Company and the requirements for an Independent Member of the Managing Board as stipulated by the Tokyo Stock Exchange. The Company has reported him as an Independent Member of the Managing Board to the Tokyo Stock Exchange, Inc., and plans to continue to report him as an Independent Member of the Managing Board, if his election is approved.		

Notes:
1. The Company has entered into a directors and officers liability insurance policy as provided for in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, thereby covering damages and litigation expenses, etc. incurred by the insureds, including Members of the Managing Board of the Company. If each candidate is elected as Member of the Managing Board, the Company plans to include him or her as an insured in the insurance policy. The policy is scheduled to be renewed on July 1, 2024, during the term of office of the candidates.
2. There is no special interest between the candidate and the Company.
3. Kazumasa Hashimoto and Michihide Iwasa are to be elected as Members of the Managing Board (Outside).
4. In accordance with the Company's Articles of Incorporation and Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Kazumasa Hashimoto and Michihide Iwasa to limit their liability for damages as provided for by Article 423, Paragraph 1 of the Companies Act. If each of them is elected, the Company intends to continue the agreements with both of them.
5. On April 1, 2024, the Company implemented a stock split at a ratio of 3 shares for each share of common stock. The number of shares held by the candidate is the number of shares after the stock split.

Reference

Skills matrix of the Managing Board after the close of this Ordinary General Meeting of Shareholders

	Name	Gender	Position, duties, etc. (tentative)	Skills and experience				
				Corporate manage-ment	Management and business planning	Global	Sales and service	Research and development
Member of the Managing Board (Internal)	Hisashi Ietsugu	Male	Chairperson and Group CEO	●	●		●	
	Kaoru Asano	Male	President	●	●			●
	Kenji Tachibana	Male	Member of the Managing Board and Senior Executive Officer, Senior Managing Director Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development	●	●	●	●	
	Iwane Matsui	Male	Member of the Managing Board and Senior Executive Officer, Senior Managing Director Global Marketing and MR Business	●	●	●	●	
	Tomokazu Yoshida	Male	Member of the Managing Board and Senior Executive Officer, Managing Director CTO and R&D	●	●			●
	Takashi Ono	Male	Member of the Managing Board and Senior Executive Officer, Managing Director ES Strategy and Business Strategy Development	●	●	●	●	
	Tomoo Aramaki	Male	Member of the Managing Board (Full-time Audit and Supervisory Committee Member)			●		

	Name	Gender	Position, duties, etc. (tentative)	Skills, experience and duties (tentative)			
				Production/ SCM	IT/DX	Finance/ accounting	Human resources/ general affairs
Member of the Managing Board (Internal)	Hisashi Ietsugu	Male	Chairperson and Group CEO			●	●
	Kaoru Asano	Male	President		●		
	Kenji Tachibana	Male	Member of the Managing Board and Senior Executive Officer, Senior Managing Director Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development	●	●	●	●
	Iwane Matsui	Male	Member of the Managing Board and Senior Executive Officer, Senior Managing Director Global Marketing and MR Business		●		
	Tomokazu Yoshida	Male	Member of the Managing Board and Senior Executive Officer, Managing Director CTO and R&D				
	Takashi Ono	Male	Member of the Managing Board and Senior Executive Officer, Managing Director ES Strategy and Business Strategy Development	●			
	Tomoo Aramaki	Male	Member of the Managing Board (Full-time Audit and Supervisory Committee Member)			●	

Note: The above represents the main skills and experience of each Member of the Managing Board and does not represent all skills and experience.

	Name	Gender	Position, duties, etc. (tentative)	Skills and experience				
				Corporate management	Management and business planning	Global	Sales and service	Research and development
Member of the Managing Board (Outside)	Kazuo Ota	Male	Independent Member of the Managing Board (Outside)	●	●	●		
	Haruo Inoue	Male	Independent Member of the Managing Board (Outside)	●	●		●	
	Yuka Fujioka	Female	Independent Member of the Managing Board (Outside)	●		●		
	Kazumasa Hashimoto	Male	Independent Member of the Managing Board (Outside) (Audit and Supervisory Committee Member)	●	●		●	
	Michihide Iwasa	Male	Independent Member of the Managing Board (Outside) (Audit and Supervisory Committee Member)	●				

	Name	Gender	Position, duties, etc. (tentative)	Skills, experience and duties (tentative)			
				Production/ SCM	IT/DX	Finance/ accounting	Human resources/ general affairs
Member of the Managing Board (Outside)	Kazuo Ota	Male	Independent Member of the Managing Board (Outside)		●	●	●
	Haruo Inoue	Male	Independent Member of the Managing Board (Outside)		●	●	
	Yuka Fujioka	Female	Independent Member of the Managing Board (Outside)				●
	Kazumasa Hashimoto	Male	Independent Member of the Managing Board (Outside) (Audit and Supervisory Committee Member)			●	●
	Michihide Iwasa	Male	Independent Member of the Managing Board (Outside) (Audit and Supervisory Committee Member)	●			

Note: The above represents the main skills and experience of each Member of the Managing Board and does not represent all skills and experience.

Definition of skills and experience

Item	Definition
Corporate management	Management experience as a representative, executive director, executive officer, etc. at a company, organization, etc.
Management and business planning	Experience and knowledge of management planning, risk management, business strategy, planning, promotion, etc. as a practicing, managing, or executive officer in charge, etc.
Global	Experience of overseas assignment, etc.
Sales and service	Experience and knowledge of domestic and overseas sales, marketing, technical services, etc. as a practicing, managing, or executive officer in charge, etc.
Research and development	Experience and knowledge of technology strategy, technology and product development, IT development, intellectual property, etc. as a practicing, managing, or executive officer in charge, etc.
Production/SCM	Experience and knowledge of production, procurement, logistics, quality, etc. as a practicing, managing, or executive officer in charge, etc.
IT/DX	Experience and knowledge of IT/DX, etc. as a practicing, managing, or executive officer in charge, etc.
Finance/accounting	Experience and knowledge of accounting, finance, business administration, etc. as a practicing, managing, or executive officer in charge, etc.
Human resources/general affairs	Experience and knowledge of human resources, labor affairs, human resources development, diversity, legal affairs, compliance, etc. as a practicing, managing, or executive officer in charge, etc.

Note: Judgment is made based on whether or not the Member of the Managing Board has a total of about three years of experience in each of the items stated on the left.

Reference

Nomination of candidates for Members of the Managing Board, etc.

■ Nomination of candidates for Members of the Managing Board

The Managing Board nominates candidates for Internal Members of the Managing Board (excluding Members of the Managing Board Who Are Audit and Supervisory Committee Members) based on a balance of knowledge, experience, and ability to make accurate and prompt decisions, manage risks appropriately, monitor business execution, and cover each functional and business unit of the Company, as well as those with sufficient social credibility.

The candidates for Members of the Managing Board (Outside) (excluding Members of the Managing Board Who Are Audit and Supervisory Committee Members) must have abundant work experience and broad insight, and be able to provide appropriate advice to the Company's management.

In the event that it is difficult to satisfy the above requirements for appointment, the Managing Board shall make a decision on the dismissal of the Members of the Managing Board (excluding Members of the Managing Board Who Are Audit and Supervisory Committee Members).

In addition, the Managing Board shall comprehensively consider candidates for Audit and Supervisory Committee Members, taking into consideration their knowledge of finance and accounting, their knowledge of the Company's business fields, and their diverse perspectives on corporate management.

In the event that it is difficult to satisfy the above requirements for appointment, the Managing Board, with the consent of the Audit and Supervisory Committee, shall make a decision on the dismissal of the Audit and Supervisory Committee Member.

■ Procedures

The Nominating Committee, which is an advisory body to the Managing Board, shall consider the details of the decision to nominate or dismiss a Member of the Managing Board candidate in accordance with the above policy, and the Managing Board shall pass a resolution thereon. The Managing Board shall obtain the consent of the Audit and Supervisory Committee with respect to proposals for the election or dismissal of Audit and Supervisory Committee Members.

■ Explanation of individual selection, dismissal, and nomination

The brief personal histories and reasons for the nomination of each candidate for Members of the Managing Board and the reasons for the dismissal of Directors shall be included in the notice of the General Meeting of Shareholders.

Reference

Independence Standards for Outside Members of the Managing Board

The Company has established the following Independence Standards for Outside Members of the Managing Board, and considers a Member of the Managing Board (Outside) to be independent of the Company and not likely to have a conflict of interest with general shareholders if such Member does not fall under any of the following items.

(Internal related)

(i) An executing person (*1) of the Company and its subsidiaries (below, the "Group") or a person who was previously an executing person of the Group.

(Major business partner)

(ii) A person whose major business partner (*2) is the Group or its executing person

(iii) A major business partner (*3) of the Group or its executing person

(Professional service provider)

(iv) Consultant, accounting expert, or legal expert who receives a large amount of money or other assets (*4) from the Group other than remuneration for officers.
(If the person receiving such property is a corporation, partnership or other organization, a member of such organization)

(v) A person who belongs to an auditing firm that performs legal audits of the Group

(Donations or grants)

(vi) A person who has received a donation or grant exceeding a certain amount (*5) from the Group (if the donee or grant recipient is a corporation, partnership, or other organization, an executing person of such organization)

(Lender)

(vii) An executing person of a major financial institution (*6) from which the Group borrows, or its parent company or subsidiary

(Major shareholder)

(viii) A major shareholder of the Group (*7) or, if such major shareholder is a corporation, an executing person of such corporation

(ix) An executing person of a company in which the Group is a major shareholder

(Mutual dispatch of officers)

(x) An executing person of a company that has a relationship of mutual dispatch of outside officers with the Group (a case in which an executing person employed by the Group is an outside officer of another company and the executing person employed by that other company is an outside officer of the Group)

(xi) A person who has fallen under (ii) through (x) above in the past three years

(xii) Close relative, etc. (*9) of a person falling under (i) through (xi) above (limited to a person in an important position (*8))

*1 An executing person means an executive as defined in Article 2, Paragraph 3, Item 6 of the Ordinance for Enforcement of the Companies Act, and includes not only executive Members of the Managing Board but also employees.

*2 A person whose major business partner is the Group means a business partner that provides products or services to the Group and whose transaction amount in the most recent fiscal year exceeds 2% of the annual consolidated net sales of the relevant business partner.

*3 A major business partner of the Group means business partner to whom the Group provides products or services and the transaction amount in the most recent fiscal year exceeds 2% of the annual consolidated net sales of the Group.

*4 A large amount of money or other assets means money or other asset income exceeding 10 million yen per year in the most recent fiscal year, other than remuneration for officers (if the person obtaining such asset is an organization such as a corporation, partnership, etc., it means money or other asset income in excess of 2% of the consolidated net sales of the organization for the most recent fiscal year).

*5 A donation or grant exceeding a certain amount means a donation or grant in excess of the higher of an average of 10 million yen per year for the past three fiscal years or 2% of the gross income of the person in question for the most recent fiscal year.

*6 A major financial institution means a financial institution or other major creditor that is essential to the Group's financing at present or in the past three years, and on which the Group relies to the extent that it is not substitutable.

*7 A major shareholder is a shareholder who holds 10% or more of the voting rights (including both direct and indirect holdings).
*8 A person in an important position means a Member of the Managing Board (excluding a Member of the Managing Board (Outside)), executive officer, employee in senior managerial positions above the rank of general manager, certified public accountant among those belonging to an audit firm or accounting firm, lawyer among those belonging to a law firm, trustee, director, auditor or other officer among those belonging to a foundation, incorporated association, academic corporation, or other corporation, or any other person objectively and reasonably judged to be of equal importance.
*9 A close relative, etc. means a spouse or relative within the second degree of kinship.

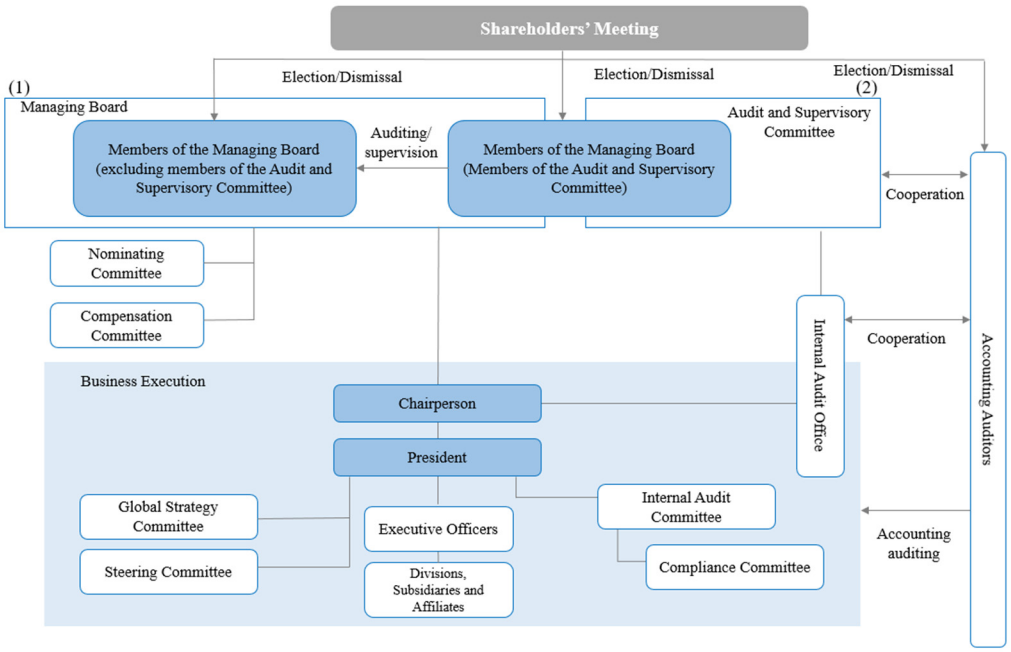
Reference

Corporate Governance

■ Basic Policy on Corporate Governance

Sysmex positions the strengthening of corporate governance as one of its most important management issues. Based on the Sysmex Way and Shared Values, the Group's corporate philosophy, Sysmex aims to maximize the corporate value of the entire Group by enhancing management soundness and transparency, and by improving management speed and efficiency.

■ Organization chart



■ Corporate governance initiatives

(1) Managing Board

The Managing Board, consisting of 12 Members of the Managing Board (including one female Member of the Managing Board), is responsible for making important management decisions and supervising the execution of duties, and basically holds a regular meeting once a month and extraordinary meetings as necessary.

In the fiscal year ended March 31, 2024, the Meetings of the Managing Board were held 17 times.

The Nominating Committee serves as an advisory body to the Managing Board regarding the nomination of Members of the Managing Board, and the Compensation Committee serves as an advisory body to the Managing Board regarding decisions on executive compensation and other matters. Each committee is chaired by an Independent Member of the Managing Board (Outside) and the majority of each committee consists of Independent Members of the Managing Board (Outside), and each committee holds meetings as necessary.

Name of meeting	Function and details	Committee Chairperson	Composition
Nominating Committee	Advisory body to the Managing Board regarding nomination of officers	Independent Member of the Managing Board (Outside)	Chairperson, President, Members of the Managing Board (1), Independent Members of the Managing Board (Outside) (4)
Compensation Committee	Advisory body to the Managing Board regarding officer compensation	Independent Member of the Managing Board (Outside)	Chairperson, President, Members of the Managing Board (1), Independent Members of the Managing Board (Outside) (4)

(2) Audit and Supervisory Committee

The Audit and Supervisory Committee, consisting of three Audit and Supervisory Committee Members (including two Members of the Managing Board (Outside)), holds a meeting at least once every three months, mainly as a statutory independent body for decision-making to audit the execution of duties by Members of the Managing Board.

In addition to the Meetings of the Audit and Supervisory Committee and the Meetings of the Managing Board, the Audit and Supervisory Committee Members attend Global Strategy Committees and Executive Officers Meeting, etc. to appropriately monitor the execution of duties by Members of the Managing Board. In the fiscal year ended March 31, 2024, the Meetings of the Audit and Supervisory Committee were held 17 times.

In addition, the Audit and Supervisory Committee utilizes the Company’s internal control system and other systems to conduct audits in close cooperation with the internal audit department and the department responsible for internal control, and can give instructions to the internal audit department as necessary. The Audit and Supervisory Committee closely cooperates with the Accounting Auditors by mutually exchanging information and opinions on internal control over financial reporting, etc., in addition to confirming the accounting audit plan and the results of the accounting audit.

The Audit and Supervisory Committee will continue to audit and supervise Members of the Managing Board appropriately in accordance with laws and regulations to enhance the soundness of management.

Other meetings

The Global Strategy Committees, consisting of the Chairperson, President and executive officers who are also Members of the Managing Board, is held basically once a month to discuss and deliberate on the medium- to long-term management direction of the Group and important strategies and issues.

The Steering Committees, consisting of the Chairperson, President, executive officers and Fulltime Audit and Supervisory Committee Members, is held basically once a month to discuss, deliberate, and report on important matters related to the promotion of the Group's annual plan.

The Internal Control Committees, consisting of the Chairperson, President, executive officers in charge, and Fulltime Audit and Supervisory Committee Members, is held basically four times a year to discuss and report on important matters related to overall internal control of the Group, including risk management.

The Compliance Committees, consisting of executive officers and related division heads, is held basically twice a year to deliberate and report on important matters related to the Group's compliance.