Japan Medical Dynamic Marketing, INC.

Basic Policy on Corporate Governance

Preface Our corporate philosophy is "contributing to healthcare through the development and sale of advanced, high-quality medical devices." By conducting business related to healthcare, we fulfill our social mission and responsibilities, and—while maintaining and strengthening relationships of trust with our shareholders and other stakeholders—we seek to achieve the Company's sustainable growth and enhance corporate value over the medium to long term. For this purpose, we have established this Basic Policy (hereinafter referred to as "this Policy") with the goal of strengthening corporate governance.

Chapter 1 General Provisions

Article 1 (Basic Approach to Corporate Governance)

We will continuously strive to enhance our corporate governance in order to further increase the corporate value of our group.

2 From the perspective of ensuring sustainable growth and medium- to long-term enhancement of corporate value for our group, we believe that the key to corporate governance lies in ensuring transparency and fairness in our decision-making, effectively utilizing the management resources we possess, and invigorating management through swift and decisive decision-making. In line with the following basic principles, we will continuously strive to enhance our corporate governance.
(i) Respect the rights of shareholders and ensure their equality.
(ii) Consider the interests of stakeholders, including shareholders, and appropriately cooperate with these stakeholders.
(iii) Appropriately disclose company information and ensure transparency.
(iv) Establish a framework in which independent outside directors (including Audit and Supervisory Committee members) play a central role, and ensure highly effective supervision of business execution by the Board of Directors from an independent and objective standpoint.
(v) Engage in constructive dialogue with shareholders to a reasonable extent.

Chapter2 Ensuring the Rights and Equality of Shareholders

Article 2 (General Meeting of Shareholders)

We consider the General Meeting of Shareholders, which is the highest decision-making body, to be a venue for active and constructive dialogue with shareholders. Therefore, we strive to create an environment in which shareholders can sufficiently review the meeting's proposals and exercise their voting rights appropriately.

2 To ensure that shareholders have sufficient time to consider the proposals and can properly exercise their voting rights, we send out the notice of convocation for the General Meeting of Shareholders at least three weeks prior to the meeting date, and disclose such notice on our website and other platforms before the mailing date.

3 In consideration of the diversity of our shareholders, we prepare an English translation of the notice of convocation and provide an environment where all shareholders, including those who cannot attend the meeting, can appropriately exercise their voting rights through electronic means (such as the electronic voting platform for institutional investors).

4 We will file our Annual Securities Report before the Annual General Meeting of Shareholders to help shareholders make informed decisions at the meeting. We will also set the date of the meeting and other related dates appropriately.

5 If a company proposal is approved at a General Meeting of Shareholders despite receiving a substantial number of votes against it, the Board of Directors will analyze the reasons for the opposition and consider whether any response is necessary, including dialogue with shareholders.

Article 3 (Capital Policy)

Our basic capital policy is to maintain a level of shareholders' equity that enables us to make the investments necessary for growth and absorb risks, with the aim of achieving sustainable growth in shareholder value.

2 We will accurately assess our cost of capital, regard return on equity (ROE) as one of our key managements indicators and aim to improve profitability and capital efficiency.

3 Regarding shareholder returns (dividends), our basic policy is to provide stable dividends while flexibly returning profits to shareholders, taking into account our business performance and investments in growth areas.

4 The Board of Directors will proactively deliberate on and determine the policy for allocating management resources, including capital expenditures, investments in research and development, human capital and intellectual property, M&A, business alliances and other external investments, as well as reviews of the business portfolio. The Board will also continuously assess the appropriateness of the policy and its implementation.

Article 4 (Basic Policy on Strategic Shareholdings and Exercise of Voting Rights of Strategically Held Shares)

The Board of Directors separately establishes the basic policy regarding the strategic holding of listed shares and the basic policy regarding the exercise of voting rights on such strategically held shares. These basic policies must contribute to the medium- to long-term enhancement of the Company's corporate value.

Article 5 (Transactions with Related Parties)

We will establish procedures for the review, approval, and reporting of transactions with directors, major shareholders, and other related parties, according to the materiality and nature of each transaction. We will appropriately oversee such transactions to ensure that the interests of the Company and shareholders as a whole are not harmed. For directors' transactions that compete with the Company's business and transactions involving conflicts of interest between directors and the Company, we will obtain approval from the Board of Directors in accordance with applicable laws and regulations. After such transactions are carried out, we will report material facts to the Board of Directors. We will also appropriately disclose related-party transactions in accordance with applicable laws and regulations, including the Companies Act and the Financial Instruments and Exchange Act, and the rules of the Tokyo Stock Exchange.

Chapter 3 Appropriate Cooperation with Stakeholders Other Than Shareholders

Article 6 (Code of Conduct and Internal Whistleblowing)

We recognize that cooperation with a wide range of stakeholders, including employees, customers, business partners, creditors, and local communities, is essential to sustainable growth and the creation of corporate value over the medium to long term. Accordingly, we will establish a Code of Conduct for Officers and Employees and other standards of conduct based on our Corporate Philosophy, which reflects our social responsibilities. The Board of Directors will oversee the implementation of these standards to ensure that they are understood and observed at the front lines of our business operations in Japan and overseas.

2 We will establish an internal whistleblowing system that allows employees and others to report misconduct, compliance violations, and other concerns without fear of adverse treatment. We will ensure that the system includes a reporting channel independent of management, protects the confidentiality of whistleblowers, and prohibits any adverse treatment of those who make reports. The Board of Directors will oversee the operation of the system.

Article 7 (Initiatives on Sustainability)

The Group aims to contribute to building a sustainable society through its business activities. We recognize that addressing sustainability issues is an important management priority that can not only reduce risks to the continuity of our business but also create revenue opportunities. Accordingly, the Group has established a Sustainability Committee and actively promotes initiatives aimed at the development of a sustainable society.

2 The Group will separately establish and disclose a basic policy on its sustainability initiatives, with a view to enhancing corporate value over the medium to long term.

3 In view of the importance of investments in human capital and intellectual property, the Board of Directors will provide effective oversight of the allocation of management resources, including such investments, and the implementation of strategies concerning the business portfolio, to ensure that these contribute to the Company's sustainable growth.

4 We do not currently have a corporate pension plan. If we introduce one in the future, we will establish an appropriate investment management framework as an asset owner, taking into account beneficiaries' stable asset accumulation and the impact on our financial position, and appropriately disclose the details of these efforts.

Article 8 (Diversity)

Our Group creates an environment in which diverse personnel can fully demonstrate their abilities by embracing a variety of values and perspectives, regardless of nationality, gender, age, or employment type.

2 We set out our approach to ensuring diversity in the appointment of core personnel, including the appointment of women, non-Japanese nationals, and mid-career hires to managerial positions, and establish voluntary and measurable targets. We also disclose the status of these initiatives.

3 We establish policies for human resource development and for creating a workplace environment that promotes diversity and appropriately disclose these policies and the status of their implementation.

Chapter 4 Ensuring Appropriate Information Disclosure and Transparency

Article 9 (Disclosure of Our Policies on Risk Management, Internal Control Systems, etc.)

The Board of Directors determines the Company's policies on the Group's risk management, internal control systems, and compliance in accordance with the Companies Act and other applicable laws and regulations and discloses them in a timely and appropriate manner.

2 The Company discloses material information in a timely manner in accordance with the Companies Act, the Financial Instruments and Exchange Act, other applicable laws and regulations, and the rules of applicable financial instruments exchanges. In addition, by disclosing corporate information deemed useful to shareholders and other stakeholders in a timely and appropriate manner, the Company seeks to promote understanding of the Company and ensure transparency and fairness in its management. The Company also discloses in English the information required in its disclosure documents.

3 The Company discloses its sustainability initiatives. About the impact of climate-related risks and revenue opportunities on its business activities and earnings, the Company collects and analyzes the necessary data and makes disclosures based on the TCFD framework, an internationally established disclosure framework.

4 In formulating and disclosing management strategies and other plans concerning its business portfolio, the Company accurately assesses its cost of capital, sets out its basic policies on earnings plans and capital policy, and presents targets for profitability and capital efficiency. The Company also explains how it will allocate management

resources to achieve these targets, including through reviews of its business portfolio and investments in facilities, research and development, and human capital.

5 The Board of Directors appropriately oversees the Company's information disclosure policies and framework to ensure that the information it discloses and provides, including financial and non-financial information, is accurate, easy for users to understand, and useful.

Chapter 5 Corporate Governance Structure and Responsibilities of the Board of Directors, etc.

Section 1 Corporate Governance Structure

Article 10 (Organizational Design)

The Company has adopted the structure of a company with an Audit and Supervisory Committee, as well as a Board of Directors and an Accounting Auditor. The Company has also established a Nomination and Remuneration Advisory Committee to enhance fairness and transparency in management. Through its executive officer system, the Company separates management oversight and supervisory functions from business execution, thereby clarifying responsibilities and expediting decision-making.

Article 11 (Role of the Board of Directors)

The Board of Directors, mindful of its fiduciary and accountability responsibilities to shareholders, proactively deliberates on and decides matters prescribed by laws and regulations and the Articles of Incorporation, as well as important management matters, including management strategies, management plans, and policies for allocating management resources in line with them, to ensure the Company's sustainable growth and enhance its corporate value over the medium to long term. The Board of Directors also continuously reviews the appropriateness and implementation of these decisions. It creates an environment that enables executive officers to take appropriate risks in carrying out their duties and provides effective oversight of executive officers from an independent and objective standpoint.

2 To promote compliance throughout the Group and strengthen the reliability of its risk management, the Board of Directors establishes internal control systems and a company-wide framework for promoting sustainability. It oversees the operation of these systems, drawing on the internal audit department and the Sustainability Committee.

Article 12 (Composition of the Board of Directors)

The Board of Directors shall comprise no more than 12 members, at least one-third of whom shall be independent outside directors, to ensure effective management oversight.

2 The Board of Directors defines its approach to the balance of knowledge, experience, insight, and abilities across the Board, as well as its diversity and size. It is composed of members considered best suited to the Board as a whole, taking into account a skill matrix showing each director's knowledge, experience, and abilities, together with the Company's business environment.

3 Independent outside directors shall include individuals with management experience at other companies.

Article13 (Qualifications and Nomination Procedures for Directors (Including Audit and Supervisory Committee Members))

Directors (including Audit and Supervisory Committee members) must possess outstanding character, insight, ability, and extensive experience, as well as a high standard of ethics, regardless of gender, age, or nationality.

2 In accordance with the separately established "Policy and Procedures for the Nomination of Director Candidates (Including Audit and Supervisory Committee Members)," the Company ensures fairness and transparency by having the Nomination and Remuneration Advisory Committee conduct fair and rigorous deliberations before the Board of Directors decides on the candidates for directors. However, candidates for

directors who are Audit and Supervisory Committee members shall be nominated in accordance with the procedures set forth in Article 20.

3 The Company discloses the "Policy and Procedures for the Nomination of Director Candidates (Including Audit and Supervisory Committee Members)" referred to in the preceding paragraph.

Article 14 (Role of Independent Outside Directors)

The principal role of the Company's independent outside directors (including Audit and Supervisory Committee members) is to promote the Company's sustainable growth and enhance its corporate value over the medium to long term. To this end, they advise on management policies and improvements based on their extensive expertise; supervise management through the Board of Directors' decisions on the appointment and dismissal of directors and other important matters; oversee conflicts of interest between the Company and its directors, controlling shareholders, and others; and reflect the views of minority shareholders and other stakeholders in the Board's deliberations from an independent and objective standpoint.

2 Independent outside directors engage in constructive dialogue with shareholders as necessary, considering shareholders' wishes and the main topics they wish to discuss.

Article 15 (Criteria for Determining Independence of Independent Outside Officers)

The Company separately establishes and discloses criteria for determining the independence of independent outside officers.

Article 16 (Concurrent Service of Independent Outside Officers (Including Audit and Supervisory Committee Members) as Officers of Other Companies)

The Company's independent outside directors (including Audit and Supervisory Committee members) may not concurrently serve as directors or corporate auditors of more than three other listed companies.

Article 17 (Chairperson of the Board of Directors)

In accordance with the Articles of Incorporation and the Regulations of the Board of Directors, a director designated in advance by the Board of Directors shall convene and chair Board meetings.

2 The Chairperson of the Board of Directors shall work with the Board of Directors' Office to conduct Board meetings in a manner that encourages open and constructive discussion and exchanges of views, including issues raised by outside directors. The Chairperson shall also ensure that sufficient time is allocated to deliberate on all agenda items and that each director (including Audit and Supervisory Committee members) receives appropriate information in a timely manner.

Article 18 (Role of the Audit and Supervisory Committee)

As an independent body entrusted by shareholders, the Audit and Supervisory Committee audits and supervises the execution of duties by directors from an independent and objective standpoint. It is responsible for establishing sound corporate governance that earns the trust of society.

2 To fulfill the responsibilities set forth in the preceding paragraph, the Audit and Supervisory Committee endeavors to express its views proactively and assertively to directors and other relevant parties.

3 The Audit and Supervisory Committee appropriately evaluates the Accounting Auditor's independence, expertise, and audit quality, and duly exercises its authority under applicable laws and regulations with respect to the appointment, dismissal, and non-reappointment of the Accounting Auditor, as well as the determination of audit fees.

Article 19 (Composition of the Audit and Supervisory Committee)

The Audit and Supervisory Committee shall consist of no more than five members, as provided in the Articles of Incorporation, a majority of whom shall be outside directors. At least one member shall possess appropriate knowledge of finance and accounting.

Article 20 (Qualifications and Nomination Procedures for Audit and Supervisory Committee Members)

In accordance with the separately established "Policy and Procedures for the Nomination of Audit and Supervisory Committee Member Candidates," members of the Audit and Supervisory Committee shall be elected by resolution of the General Meeting of Shareholders. When nominating candidates, the Board of Directors shall decide on the candidates after considering the selection criteria and the approach to the Committee's composition, receiving a recommendation from the Nomination and Remuneration Advisory Committee, and obtaining the consent of the Audit and Supervisory Committee.

Section 2 Effectiveness of the Board of Directors, etc.

Article 21 (Role of the Nomination and Remuneration Advisory Committee)

The Company established a Nomination and Remuneration Advisory Committee as an advisory body to the Board of Directors.

2 The Nomination and Remuneration Advisory Committee makes recommendations to the Board of Directors regarding the nomination of candidates for directors (including Audit and Supervisory Committee members), the appointment of executive officers, and the dismissal of directors and executive officers. Matters concerning directors who are Audit and Supervisory Committee members shall be handled in accordance with the procedures prescribed by the Companies Act and other applicable laws and regulations, with due regard to the authority of the Audit and Supervisory Committee.

3 The Nomination and Remuneration Advisory Committee appropriately evaluates the Company's performance and makes recommendations to the Board of Directors so that the results are reflected in the remuneration of directors who are not Audit and Supervisory Committee members or of executive officers.

4 The Nomination and Remuneration Advisory Committee reviews the remuneration policies and the details of individual remuneration for directors who are not Audit and Supervisory Committee members and for executive officers and makes recommendations to the Board of Directors.

Article 22 (Composition of the Nomination and Remuneration Advisory Committee)

A majority of the members of the Nomination and Remuneration Advisory Committee shall be independent outside directors.

2 The chairperson of the Nomination and Remuneration Advisory Committee shall be an independent outside director.

Article 23 (Performance Evaluation Indicators)

The Board of Directors, in consultation with the Nomination and Remuneration Advisory Committee as appropriate, sets, as needed, return on equity (ROE) and other financial and non-financial performance indicators, together with their target values, for use by the Board and the Committee in evaluating the performance of the Representative Director and President, each director, and each executive officer.

Article 24 (Succession Plan)

The Board of Directors recognizes that developing successors to the Representative Director and President and other key executives is an important issue for the Company's sustainable growth. Accordingly, after consulting with the Nomination and Remuneration Advisory Committee and receiving its recommendations, the Board regularly reviews the succession plan for the Representative Director, President and Executive Officer and other key executives.

Article 25 (Training for Directors, Audit and Supervisory Committee Members, and

Executive Officers)

The Company provides annual training for all directors (including Audit and Supervisory Committee members) and executive officers, offering them opportunities to acquire and update the knowledge necessary to fully understand their roles and responsibilities.

2 For newly appointed directors (including Audit and Supervisory Committee members) and executive officers, the Company provides opportunities to attend seminars on their roles and responsibilities, fiduciary duties, and legal matters, as well as training to gain knowledge of the Group's business, finances, organization, industry, and regulatory environment. The Company also provides directors (including Audit and Supervisory Committee members) and executive officers with opportunities, as part of their continuing training, to update their knowledge of matters such as the industry's regulatory environment as appropriate. They may also attend external seminars when necessary, with the Company covering the costs upon request by the director or executive officer concerned.

Article 26 (Activation of Board Deliberations)

The Board of Directors determines the annual schedule of Board meetings for the following fiscal year in advance and informs directors (including Audit and Supervisory Committee members) of the scheduled dates and anticipated matters for deliberation.

2 To facilitate constructive discussions at each Board meeting, the Company distributes materials on the agenda and proposals to all directors, including outside directors (including Audit and Supervisory Committee members), well in advance of the meeting. It also endeavors to provide appropriate and sufficient information, including advance briefings when necessary.

3 The Chairperson of the Board of Directors, taking into account the proposals and views of each director, works with the Board of Directors' Office to set the principal matters for deliberation and endeavors to ensure sufficient time to discuss important matters, including corporate strategy, management plans, and the allocation of management resources.

Article 27 (Access to Internal Information and Support System for Independent Outside Directors (Including Audit and Supervisory Committee Members))

The Company's independent outside directors (including Audit and Supervisory Committee members) may, whenever they deem it necessary or appropriate, request explanations or reports from internal directors (including Audit and Supervisory Committee members), executive officers, and employees, or request the submission of internal documents.

2 Independent outside directors exchange information and develop a shared understanding with one another from an independent and objective standpoint. As necessary, they also communicate and coordinate with management and work closely with the Audit and Supervisory Committee.

3 The Internal Audit Office audits the status of business operations in each department and regularly reports the results to the Board of Directors.

4 To ensure that outside directors (including Audit and Supervisory Committee members) can properly perform their duties, the Company allocates appropriate budgets and establishes a Board of Directors' Office and an Audit and Supervisory Committee Office.

Article 28 (Evaluation of the Effectiveness of the Board of Directors)

Each director conducts a self-evaluation of the effectiveness of the Board of Directors each fiscal year and submits the results to the Board. Based on these self-evaluations and other relevant information, the Board annually analyzes and evaluates its overall effectiveness, taking into account the functions it should perform to implement and

achieve the Company's management strategies and plans. The Board discloses a summary of the results in a timely and appropriate manner.

2 The Board of Directors establishes measures to address issues identified through the analysis and evaluation described in the preceding paragraph and continuously monitors progress in implementing them.

Section 3 Remuneration System

Article 29 (Remuneration, etc. for Directors Who Are Not Audit and Supervisory Committee Members and for Executive Officers)

To enhance transparency and objectivity, the Board of Directors determines the remuneration, etc., of directors who are not Audit and Supervisory Committee members and of executive officers, considering the recommendations of the Nomination and Remuneration Advisory Committee. The remuneration, etc., of such directors is determined within the total amount approved by the General Meeting of Shareholders, while that of executive officers is determined in accordance with a policy established by the Board of Directors.

2 Remuneration, etc. for directors who are not Audit and Supervisory Committee members and for executive officers, shall be structured at a level appropriate to their roles and responsibilities, and designed to provide incentives to improve business performance and sustainably enhance corporate value over the medium to long term. Under this policy, remuneration, etc. for directors responsible for business execution and executive officers consists of fixed basic remuneration and performance-based remuneration linked to short-term and medium- to long-term performance.

3 Remuneration, etc. for independent outside directors who are not Audit and Supervisory Committee members shall be limited to fixed basic remuneration, in view of their independence and non-executive status.

Article 30 (Remuneration, etc. for Audit and Supervisory Committee Members)

Remuneration, etc. for directors who are Audit and Supervisory Committee members shall be limited to fixed basic remuneration to ensure their independence and the effectiveness of their audit and supervisory functions. The amount of remuneration, etc. to be received by each director who is an Audit and Supervisory Committee member shall be determined through consultation among those directors, within the total amount approved by the General Meeting of Shareholders, taking into account the allocation of audit duties and other relevant factors.

Chapter 6 Dialogue with Shareholders

Article 31 (Dialogue with Shareholders)

To contribute to the Company's sustainable growth and the enhancement of its corporate value over the medium to long term, the Board of Directors reviews and approves the "Policy on the Development of Systems and Initiatives to Promote Constructive Dialogue with Shareholders." The Company separately establishes and discloses this policy.

Chapter 7 Enactment, Revision, and Abolition

Article 32 (Enactment, Revision, and Abolition)

This Policy shall be enacted, revised, or abolished by resolution of the Board of Directors.

June 19, 2026
Board of Directors
Japan Medical Dynamic Marketing, INC.

(Attachment)

Criteria for Determining the Independence of Independent Officers

A candidate shall be considered independent if none of the following items applies:

(1) A person who is or has been an executive director, officer, or employee of the Company or any of its affiliates, or a close relative (spouse, relative within the third degree, or cohabiting relative) of such person.

(2) A person who is a principal business partner of the Company or its subsidiaries; if such business partner is a corporation or other entity, a person who is or has been an executive director, officer, or employee of such entity, its parent company, or any significant subsidiary within the past three years, or a close relative (spouse, relative within the third degree, or cohabiting relative) of such person.

(3) A current major shareholder of the Company (holding 10% or more of voting rights); if such major shareholder is a corporation or other entity, a person who is or has been an executive director, officer, or employee of such entity, its parent company, or significant subsidiary within the past three years.

(4) A current accounting auditor of the Company or any of its subsidiaries, or an employee of such accounting auditor.

(5) A person who is or has been within the past three years an executive director, officer, or employee of a law firm, audit corporation, tax accountant office, consulting firm, or similar entity whose principal client is the Company or its subsidiaries, or a close relative (spouse, relative within the third degree, or cohabiting relative) of such person.

(6) An individual attorney, certified public accountant, tax accountant, consultant, or similar, who has received substantial monetary compensation from the Company or its subsidiaries within the past three years, or a close relative (spouse, relative within the third degree, or cohabiting relative) of such person.

(7) A person who has received substantial donations from the Company or its subsidiaries; if such recipient is a corporation or other entity, a person who is or has been within the past three years an executive director, officer, or employee of such entity, its parent company, or significant subsidiary.

With respect to transaction partners and donations, the Company will consider an independent officer to have sufficient independence and to pose no risk of affecting shareholders' voting decisions, and will not regard them as a "principal business partner" or as having received "substantial donations," if the following standards are satisfied:

(1) The transaction amount with a business partner is less than 2% of net sales.

(2) Donations and other contributions are less than 10 million yen per year.