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(Securities Code: 4974)

June 2, 2023

To our shareholders:

Koichi Nakao, President

Takara Bio Inc.

7-4-38, Nojihigashi, Kusatsu-shi, Shiga

Notice of the 21st Annual General Meeting of Shareholders

We are pleased to announce the 21st Annual General Meeting of Shareholders of Takara Bio Inc. (the “Company”), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures to provide information that constitutes the content of reference documents for the general meeting of shareholders in electronic format (matters subject to measures for electronic provision), and posts this information as “Notice of the 21st Annual General Meeting of Shareholders” on the Company’s website. Please access the Company’s website by using the internet address shown below to review the information.

Company Website URL: <https://ir.takara-bio.co.jp/ja/stock/meeting.html> (in Japanese)

Please review the Reference Documents for General Meeting of Shareholders and exercise your voting rights by Thursday, June 22, 2023, at 5:30 p.m. (JST).

[Voting via the Internet]

Please review the “Instructions on Exercise of Voting Rights via the Internet” (in Japanese only), access the voting website designated by the Company, and enter your approval or disapproval of the proposals according to on-screen instructions by the deadline indicated above.

[Voting in writing (by mail)]

Please indicate your approval or disapproval of the proposals in the enclosed voting form and return it so that your vote is received by the voting deadline indicated above.

In addition to posting matters subject to measures for electronic provision on the website above, the Company also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE) and the website for posted informational materials for the general meeting of shareholders. To access this information from the TSE website, access it (Listed Company Search) by using the internet address shown below, enter the issue name (company name) or securities code, and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

TSE website (Listed Company Search) URL:

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

Website for posted informational materials for the General Meeting of Shareholders:

<https://d.sokai.jp/4974/teiji/> (in Japanese)

1. Date and Time: Friday, June 23, 2023, at 10:00 a.m. (JST)

2. Venue: Prince Hall, 3F, Lake Biwa Otsu Prince Hotel
4-7-7, Nionohama, Otsu-shi, Shiga

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 21st fiscal year (from April 1, 2022 to March 31, 2023), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board

2. The Non-consolidated Financial Statements for the 21st fiscal year (from April 1, 2022 to March 31, 2023)

Matters to be resolved:

- | | |
|-----------------------|---|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Nine Directors |
| Proposal No. 3 | Election of Two Audit & Supervisory Board Members |

- If you attend the meeting in person, please present the enclosed voting form at the venue's reception. The reception desk is scheduled to open at 9:00 a.m.
- Please note that anyone other than a shareholder who is entitled to exercise voting rights (e.g., non-shareholding proxy, person accompanying the shareholder) will not be allowed inside the venue.
- Among the matters subject to measures for electronic provision, the following documents are not provided in the paper-based documents delivered to shareholders who have made a request for delivery of such documents, and are posted on the Company's website URL (<https://ir.takara-bio.co.jp/ja/stock/meeting.html>) and so forth, pursuant to laws and regulations and the provisions in Article 14, paragraph 2 of the Company's Articles of Incorporation.
 1. Business Report:
Overview of Systems to Ensure Properness of Operations and Outline of Management of Such Systems
 2. Consolidated Financial Statements:
Consolidated Statement of Changes in Equity and Notes to the Consolidated Financial Statements
 3. Non-consolidated Financial Statements:
Statement of Changes in Equity and Notes to the Non-consolidated Financial StatementsConsequently, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements stated in the paper-based documents delivered to shareholders who have made a request for delivery of such documents are part of the Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Accounting Auditor in preparing the financial audit report and part of the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Audit & Supervisory Board Members in preparing the audit report.
- If any revision is made to the matters subject to measures for electronic provision, notification to that effect, and the corrected and pre-corrected versions of these matters will be made available on the aforementioned website for matters subject to measures for electronic provision (on page 1).
- The Company participates in "electronic voting platforms" for institutional investors operated by ICJ, Inc.
- Failure to indicate approval or disapproval of a proposal on the voting form will be treated as a vote in favor of the proposal.
- If there are any major changes in the way of the General Meeting of Shareholders is held due to future developments regarding infections with the novel coronavirus, we will post an announcement on the Company's website URL (<https://www.takara-bio.co.jp>).
- Gifts and beverages will not be distributed.
- Shareholders in poor health are asked to refrain from coming to the venue.

Proposal No. 2 Election of Nine Directors

At the conclusion of this meeting, the terms of office of all nine Directors will expire. In that regard, the Company proposes the election of nine Directors (three of whom are external Directors). This proposal was decided by the Board of Directors based on the advice and recommendations of the Nomination and Compensation Committee. The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	<p style="text-align: center;">Koichi Nakao June 16, 1962</p> <p style="text-align: center;">[Reelection - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1985 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Apr. 2002 Director of the Company</p> <p>June 2003 Managing Director and Executive Officer</p> <p>June 2004 Senior Managing Director and Executive Officer</p> <p>Apr. 2006 Senior Managing Director, Executive Officer, and COO</p> <p>June 2007 Representative Director, Vice President, Executive Officer, and COO</p> <p>June 2008 Representative Director, Vice President, and COO</p> <p>May 2009 Representative Director and President (current position)</p> <p>June 2009 Takara Bio USA Holdings Inc. Director, President (current position)</p> <p>June 2009 Director of Takara Holdings Inc. (current position)</p> <p>June 2015 President and Executive Officer (current position)</p> <p>Apr. 2020 CEO (current position)</p> <p>Apr. 2021 Representative Director of Manufacturing Technology Association of Biologics (current position)</p> <p>Significant concurrent positions outside the Company Takara Bio USA Holdings Inc. Director, President Director of Takara Holdings Inc. Representative Director of Manufacturing Technology Association of Biologics</p>	71,600 shares
<p>Reasons for nomination as candidate for Director, etc.</p> <ul style="list-style-type: none"> • Mr. Nakao has displayed leadership as Representative Director of the Company and meets the criteria for candidates for Director established by the Company. Therefore, the Company nominated him as a candidate to continue serving as a Director. • Mr. Nakao is currently a business executive (Director, President) of Takara Bio USA Holdings Inc., which is a subsidiary of the Company's parent company Takara Holdings Inc. as well as a subsidiary of the Company, and has also been a business executive (Director, President) of the company for the past ten years. • Within the past ten years, Mr. Nakao has served as a business executive (Chairman) of Takara Biotechnology (Dalian) Co., Ltd., Takara Biomedical Technology (Beijing) Co., Ltd., and Takara Korea Biomedical Inc., which are subsidiaries of the Company's parent company Takara Holdings Inc. as well as subsidiaries of the Company. <p>Directors and officers liability insurance policy The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Junichi Mineno August 13, 1960</p> <p style="text-align: center;">[Reelection - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1984 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Apr. 2004 General Manager of Center for Cell and Gene Therapy Facility of the Company</p> <p>June 2009 Deputy General Manager of Gene Therapy Business Unit and General Manager of Center for Cell and Gene Therapy Facility</p> <p>Apr. 2011 Executive Officer</p> <p>June 2012 Senior Executive Officer</p> <p>June 2014 Managing Director</p> <p>June 2015 Managing Director and Senior Executive Officer</p> <p>July 2016 Co-Representative Director and Vice Chairman of Takara Korea Biomedical Inc.</p> <p>June 2019 Director (current position) and Senior Managing Executive Officer</p> <p>Apr. 2022 Vice President Executive Officer (current position)</p> <p>Current responsibility in the Company In charge of the CDM Center (Centers 1 to 6)</p>	14,400 shares
<p>Reasons for nomination as candidate for Director, etc.</p> <ul style="list-style-type: none"> • Mr. Mineno has engaged in R&D of new technologies and new projects, genetic analysis-related business and businesses related to products and services for clinical research on regenerative medicine / gene and cell therapy. He possesses a track record of establishing its GMP production framework in the gene therapy business, and meets the criteria for candidates for Director established by the Company. Therefore, the Company nominated him as a candidate to continue serving as a Director. • Mr. Mineno has been an executive officer (Co-Representative Director and Vice Chairman) of Takara Korea Biomedical Inc., a subsidiary of the Company's parent company Takara Holdings Corporation, as well as a subsidiary of the Company, for the past 10 years. <p>Directors and officers liability insurance policy</p> <p>The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	<p style="text-align: center;">Yoh Hamaoka October 9, 1962</p> <p style="text-align: center;">[Reelection - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1987 Joined Japan Tobacco Inc.</p> <p>Feb. 2000 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Apr. 2004 Executive Officer of the Company</p> <p>June 2009 Senior Executive Officer and Deputy General Manager of the Gene Therapy Business Unit</p> <p>Apr. 2017 In charge of Intellectual Property Department and General Manager of Business Development Department</p> <p>June 2018 In charge of General Affairs Department</p> <p>Apr. 2019 In charge of Project Management Department</p> <p>Apr. 2020 General Manager of R&D Division</p> <p>June 2021 Director and Senior Managing Executive Officer (current position)</p> <p>Current responsibility in the Company CFO (Chief Financial Officer)</p>	16,900 shares
<p>Reasons for nomination as candidate for Director Mr. Hamaoka has been involved in business development, intellectual property, project promotion and planning, public relations and investor relations, general affairs, and finance, and is well-versed in the Company's operations in the corporate sector, and also meets the criteria for candidates for Director established by the Company. Therefore, the Company nominated him as a candidate to continue serving as a Director.</p> <p>Directors and officers liability insurance policy The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>			

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4	<p>Tsuyoshi Miyamura October 20, 1963</p> <p>[Reelection - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1988 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Jan. 2009 General Manager of Sales Department of the Company</p> <p>June 2009 Executive Officer</p> <p>June 2014 Senior Executive Officer</p> <p>June 2018 Director (current position)</p> <p>Dec. 2019 Chairman of Takara Biomedical Technology (Beijing) Co., Ltd. (current position)</p> <p>Mar. 2021 Co-Representative Director and Chairman of Takara Korea Biomedical Inc. (current position)</p> <p>Apr. 2022 Senior Managing Executive Officer (current position)</p> <p>Chairman of Takara Biotechnology (Dalian) Co., Ltd. (current position)</p> <p>Current responsibility in the Company In charge of CDM Business Development, CDM Customer Relations Department, Business Development Department, and Manufacturing Departments 1 and 2</p> <p>Significant concurrent positions outside the Company Chairman of Takara Biotechnology (Dalian) Co., Ltd. Chairman of Takara Biomedical Technology (Beijing) Co., Ltd. Co-Representative Director and Chairman of Takara Korea Biomedical Inc.</p>	11,900 shares
<p>Reasons for nomination as candidate for Director, etc.</p> <ul style="list-style-type: none"> • Mr. Miyamura has been involved in planning, marketing, sales and distribution of products and services in the bio business, has contributed to the market expansion in China for products in the genetic engineering research field, proved his ability as a corporate manager for the Company's subsidiary, and meets the criteria for candidates for Director established by the Company. Therefore, the Company nominated him as a candidate to continue serving as Director. • Mr. Miyamura is currently a business executive of Takara Biotechnology (Dalian) Co., Ltd., Takara Biomedical Technology (Beijing) Co., Ltd., and of Takara Korea Biomedical Inc., which are subsidiaries of the Company's parent company Takara Holdings Inc. as well as a subsidiary of the Company, and has also been a business executive (Chairman, Chairman, and Co-Representative Director and Chairman, respectively) of all three companies for the past ten years. <p>Directors and officers liability insurance policy</p> <p>The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	<p>Katsuhiko Kusakabe June 1, 1961</p> <p>[New election - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings -</p>	<p>Apr. 1986 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>June 2017 Executive Officer</p> <p>Apr. 2020 Deputy General Manager of Manufacturing Division, in charge of SCM Department and Facility Control Department</p> <p>Apr. 2021 General Manager of Manufacturing Management Division</p> <p>June 2021 Senior Executive Officer</p> <p>Apr. 2023 Senior Managing Executive Officer (current position)</p> <p>Current responsibility in the Company In charge of Manufacturing Control Department and Facility Control Department, and General Manager of Technical Training Center</p>	3,000 shares
<p>Reasons for nomination as candidate for Director</p> <p>Mr. Kusakabe has worked in operations such as manufacturing management and facility management, and has a record of performance in engineering and maintenance management for manufacturing facilities and equipment, production management, purchasing, procurement, and raw materials and supplies management. Therefore, the Company nominated him as a candidate for Director.</p> <p>Directors and officers liability insurance policy</p> <p>The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his appointment is approved, he will be included as an insured under the policy.</p>			

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6	<p>Mutsumi Kimura February 3, 1963</p> <p>[Reelection - Male]</p> <p>Relationship of special interest in the Company Please refer to the details below. Attendance at Board of Directors meetings 10/10 (100%) (After assuming office on June 24, 2022)</p>	<p>Apr. 1985 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Apr. 2002 Director of the Company</p> <p>June 2004 Managing Director</p> <p>June 2007 Senior Managing Director</p> <p>May 2009 Director and Vice President</p> <p>June 2009 Representative Director and Vice President</p> <p>June 2014 Director of Takara Holdings Inc. Senior Managing Director of Takara Shuzo Co., Ltd.</p> <p>June 2016 Representative Director and Vice President of Takara Holdings Inc.</p> <p>June 2017 Director of Takara Shuzo Co., Ltd. (current position)</p> <p>July 2017 Representative Director and President of Takara Shuzo International Co., Ltd.</p> <p>June 2018 Representative Director and President of Takara Holdings Inc. (current position)</p> <p>Apr. 2020 Director of Takara Shuzo International Co., Ltd. (current position)</p> <p>June 2022 Director of the Company (current position)</p> <p>Significant concurrent positions outside the Company Representative Director and President of Takara Holdings Inc. Director of Takara Shuzo Co., Ltd. Director of Takara Shuzo International Co., Ltd.</p>	50,400 shares
<p>Reasons for nomination as candidate for Director, etc.</p> <ul style="list-style-type: none"> • Mr. Kimura has abundant experience and track records in the areas of corporate planning, finance, accounting, public relations, general affairs, and human resources of the Company in the past, and has demonstrated leadership as a Director of the Group for many years. • We have nominated him as a candidate to continue serving as Director because his appointment as a Company Director will strengthen the Company's corporate functionality and enable the Company to achieve sustainable growth and enhance its corporate value over the medium to long term. • He is currently an Executive Officer (Representative Director and President) of Takara Holdings Inc., our parent company, and has been an Executive Officer (Representative Director and President, Representative Director and Vice President, and Director) of Takara Holdings Inc. for the past 10 years. • In the past 10 years, he has also served as an Executive Officer (Senior Managing Director) of Takara Shuzo Co., Ltd., a subsidiary of the Company's parent company Takara Holdings Inc. (and a so-called sibling company of the Company), and as an Executive Officer (Representative Director and President) of Takara Shuzo International Co., Ltd. <p>Relationship of special interest in the Company The Company has a business relationship with Takara Holdings Inc., where he serves as the Representative Director and President, concerning payments related to the licensing of trademark rights, payments related to the outsourcing of computer-related operations and the leasing of information-related equipment, and leasing of office space.</p> <p>Directors and officers liability insurance policy The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
	<p>Nobuko Kawashima October 27, 1962 (Name as shown on the family register: Nobuko Yokoyama)</p> <p>[Reelection - External - Female]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p> <p>Nomination and Compensation Committee Meeting Attendance 2/2 (100%)</p> <p>Number of years in office as an external Director 7 years (at the conclusion of this meeting)</p>	<p>Apr. 1986 Joined The Long-Term Credit Bank of Japan, Limited (currently Shinsei Bank, Limited)</p> <p>Sept. 1987 Joined Dentsu Communication Institute Inc.</p> <p>Sept. 1995 Research fellow at the Centre for Cultural Policy Studies of the University of Warwick</p> <p>Apr. 1999 Full-time lecturer with the Faculty of Economics at Doshisha University</p> <p>Apr. 2004 Professor with the Faculty of Economics (current position)</p> <p>June 2016 Director (external Director) of the Company (current position)</p> <p>June 2021 Director (Outside Director) of TOKAI Holdings Corporation (current position)</p> <p>Significant concurrent positions outside the Company Professor with the Faculty of Economics at Doshisha University Director (Outside Director) of TOKAI Holdings Corporation</p>	<p>0 shares</p>
7	<p>Reasons for nomination as candidate for external Director and outline of expected roles, etc.</p> <ul style="list-style-type: none"> • Ms. Kawashima is a candidate for external Director. • Ms. Kawashima has extensive research experience in subjects including creative economy and corporate social responsibility. She meets the criteria for candidates for external Director established by the Company, and is expected to apply her expert knowledge to the management of the Company and express her opinions at the Board of Directors meetings from an independent and objective standpoint, thereby ensuring effective management oversight. Therefore, the Company nominated her as a candidate to continue serving as an external Director. In addition, if the reelection of Ms. Kawashima is approved, we expect that she will be involved in the selection of candidates for Company executives and the determination of executive compensation and other matters from an objective and neutral standpoint as the chairperson of the Nomination and Compensation Committee. • Ms. Kawashima has never in the past been involved in the management of a company except as an external officer. However, the Company judges she will appropriately fulfill her duties as an external Director based on her abundant experience as an academic and broad insight on economy and society. • Ms. Kawashima satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and the Company has submitted notification to the aforementioned exchange concerning her appointment as an independent officer. <p>Limited liability agreement Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Ms. Kawashima to limit her liability for damages under Article 423, paragraph 1 of the Companies Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the minimum liability amount provided for under Article 425, paragraph 1 of the same Act. If the reelection of Ms. Kawashima is approved, the Company plans to renew the aforementioned agreements with her.</p> <p>Directors and officers liability insurance policy The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If her reappointment is approved, she will be included as an insured under the policy.</p>		

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	<p style="text-align: center;">Kazuko Kimura May 1, 1951</p> <p>[Reelection - External - Female]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p> <p>Nomination and Compensation Committee Meeting Attendance 2/2 (100%)</p> <p>Number of years in office as an external Director 4 years (at the conclusion of this meeting)</p>	<p>Apr. 1976 Safety and Environmental Health Bureau, Ministry of Health and Welfare (currently the Ministry of Health, Labour and Welfare)</p> <p>Apr. 1979 Pharmaceutical Affairs Bureau</p> <p>July 1996 Pharmaceutical Department of World Health Organization (on secondment)</p> <p>July 1999 Organization for Pharmaceutical Safety and Research (on secondment)</p> <p>Apr. 2000 Professor of International Medical Research Laboratory, Institute of Medical, Pharmaceutical and Health Sciences, Kanazawa University</p> <p>June 2013 Director (Outside Director) of Alfresa Holdings Corporation</p> <p>Sept. 2013 Representative Director of Medicines Security Workshop (current position)</p> <p>Apr. 2017 Professor Emeritus of Kanazawa University</p> <p>Oct. 2017 Specially Appointed Professor of Graduate School of Medical Sciences, National University Corporation Kanazawa University</p> <p>June 2019 Director (external Director) of the Company (current position)</p> <p>June 2021 Director (Outside Director) of Mitsubishi Logistics Corporation (current position)</p> <p>Significant concurrent positions outside the Company Representative Director of Medicines Security Workshop Director (Outside Director) of Mitsubishi Logistics Corporation</p>	0 shares
8	<p>Reasons for nomination as candidate for external Director and outline of expected roles, etc.</p> <ul style="list-style-type: none"> • Ms. Kimura is a candidate for external Director. • Ms. Kimura is a specialist in the areas of quality control of pharmaceutical distribution, eradication of substandard and falsified medicines, support of development of anti-counterfeit technologies, and education of specialists. She meets the criteria for candidates for external Director established by the Company, and is expected to apply her expert knowledge to the management of the Company and express her opinions at the Board of Directors meetings from an independent and objective standpoint, thereby ensuring effective management oversight. Therefore, the Company nominated her as a candidate to continue serving as an external Director. In addition, If the reelection of Ms. Kimura is approved, we expect that she will continue to be involved in the selection of candidates for Company executives and the determination of executive compensation and other matters from an objective and neutral standpoint as a member of the Nomination and Compensation Committee. • Ms. Kimura has never in the past been involved in the management of a company except as an external officer. However, the Company judges she will appropriately fulfill her duties as an external Director based on her abundant experience as an academic and broad insight on quality control of pharmaceutical distribution, etc. • Ms. Kimura satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and the Company has submitted notification to the aforementioned exchange concerning her appointment as an independent officer. <p>Limited liability agreement Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Ms. Kimura to limit her liability for damages under Article 423, paragraph 1 of the Companies Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the minimum liability amount provided for under Article 425, paragraph 1 of the same Act. If the reelection of Ms. Kimura is approved, the Company plans to renew the aforementioned agreements with her.</p> <p>Directors and officers liability insurance policy The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If her reappointment is approved, she will be included as an insured under the policy.</p>		

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9	<p data-bbox="336 499 539 562">Noriomi Matsumura July 10, 1971</p> <p data-bbox="292 595 584 622">[Reelection - External - Male]</p> <p data-bbox="292 656 584 719">Relationship of special interest in the Company None</p> <p data-bbox="292 752 584 846">Attendance at Board of Directors meetings 12/12 (100%)</p> <p data-bbox="292 857 584 952">Nomination and Compensation Committee Meeting Attendance 2/2 (100%)</p> <p data-bbox="292 963 584 1057">Number of years in office as an external Director 3 years (at the conclusion of this meeting)</p>	<p data-bbox="611 264 1238 353">May 1998 Medical Staff with Department of Obstetrics and Gynecology at Hyogo Prefectural Amagasaki Hospital</p> <p data-bbox="611 365 1238 423">Apr. 2000 Medical Staff with Department of Obstetrics and Gynecology at Toyooka Public Hospital</p> <p data-bbox="611 434 1238 492">Sept. 2002 Medical Staff with Department of Obstetrics and Gynecology at Kyoto University Hospital</p> <p data-bbox="611 504 1238 616">Apr. 2007 Clinical Assistant Professor with Department of Obstetrics and Gynecology at National University Corporation Kyoto University Hospital</p> <p data-bbox="611 627 1238 685">Apr. 2008 Assistant Professor with Department of Gynecology and Obstetrics</p> <p data-bbox="611 696 1238 723">Dec. 2012 Lecturer with Maternal and Perinatal Care Unit</p> <p data-bbox="611 734 1238 792">Aug. 2013 Associate Professor with Department of Gynecology and Obstetrics</p> <p data-bbox="611 804 1238 893">Apr. 2017 Professor with Department of Obstetrics and Gynecology of Faculty of Medicine at Kindai University (current position)</p> <p data-bbox="611 904 1238 994">June 2017 Vice Chairperson of Board Certification Committee of Japan Society of Obstetrics and Gynecology (current position)</p> <p data-bbox="611 1005 1238 1095">Dec. 2018 Director and TR Committee Member, Japanese Gynecologic Oncology Group (current position)</p> <p data-bbox="611 1106 1238 1142">June 2020 Director (external Director) of the Company (current position)</p> <p data-bbox="611 1153 1238 1211">July 2020 Board Member of Japan Society of Gynecologic Oncology (current position)</p> <p data-bbox="611 1223 1238 1303">Significant concurrent positions outside the Company Professor with Department of Obstetrics and Gynecology of Faculty of Medicine at Kindai University</p>	0 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
		<p>Reasons for nomination as candidate for external Director and outline of expected roles, etc.</p> <ul style="list-style-type: none"> • Mr. Matsumura is a candidate for external Director. • Mr. Matsumura possesses abundant experience and expert knowledge in obstetrics and gynecology and other fields of medical science in general, and is familiar particularly with the areas of tumor genome analysis, molecular targeted therapy, and immune therapy of gynecologic oncology. He meets the criteria for candidates for external Director established by the Company, and is expected to utilize his experience and expertise and express his opinions at the Board of Directors meetings from an independent and objective standpoint, thereby ensuring effective management oversight. Therefore, the Company nominated him as a candidate to continue serving as an external Director. In addition, If the reelection of Mr. Matsumura is approved, we expect that he will continue to be involved in the selection of candidates for Company executives and the determination of executive compensation and other matters from an objective and neutral standpoint as a member of the Nomination and Compensation Committee. • Mr. Matsumura has never in the past been involved in the management of a company except as an external officer. However, the Company judges he will appropriately fulfill his duties as an external Director based on his abundant experience as an academic and broad insight on medical science in general. • Mr. Matsumura satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, Inc., and the Company has submitted notification to the aforementioned exchange concerning his appointment as an independent officer. <p>Limited liability agreement Pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Matsumura to limit his liability for damages under Article 423, paragraph 1 of the Companies Act. Pursuant to this agreement, the defined maximum amount of liability for damages is the minimum liability amount provided for under Article 425, paragraph 1 of the same Act. If the reelection of Mr. Matsumura is approved, the Company plans to renew the aforementioned agreements with him.</p> <p>Directors and officers liability insurance policy The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>	

Proposal No. 3 Election of Two Audit & Supervisory Board Members

At the conclusion of this meeting, the term of office of Audit & Supervisory Board Members Akihiko Kita and Masahide Tamaki will expire.

Therefore, the Company proposes the election of two Audit & Supervisory Board Members. In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal. The candidates for Audit & Supervisory Board Member are as follows:

Candidate No.	Name (Date of birth)	Career summary and position in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	<p>Akihiko Kita September 10, 1959</p> <p>[Reelection - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p> <p>Attendance at Audit & Supervisory Board meetings 13/13 (100%)</p>	<p>Apr. 1984</p> <p>Apr. 2011</p> <p>Apr. 2013</p> <p>Apr. 2014</p> <p>June 2016</p>	<p>Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Deputy General Manager of AgriBio Business Unit of the Company</p> <p>General Manager of AgriBio Business Unit</p> <p>Executive Officer, General Manager of AgriBio Business Unit, General Manager of Kusu Plant and General Manager of Functional Food Department</p> <p>Standing Audit & Supervisory Board Member (current position)</p>	1,600 shares
<p>Reasons for nomination as candidate for Audit & Supervisory Board Member</p> <p>Mr. Kita has been involved in the development, manufacturing management, production, quality assurance, and other operations of products in the AgriBio business, and has experience in the overall management of the overseas subsidiaries serving as Director of Takara Biotechnology (Dalian) Co., Ltd. and Director of Takara Biomedical Technology (Beijing) Co., Ltd. The Company expects him to reflect such broad experience and knowledge in the enhancement of the audit function of the Company including those of the subsidiaries of the Group. In addition, he meets the criteria for candidates for Audit & Supervisory Board Member established by the Company. Therefore, the Company nominated him as a candidate to continue serving as an Audit & Supervisory Board Member.</p> <p>Directors and officers liability insurance policy</p> <p>The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>				

Candidate No.	Name (Date of birth)	Career summary and position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	<p>Masahide Tamaki February 28, 1960</p> <p>[Reelection - Male]</p> <p>Relationship of special interest in the Company None</p> <p>Attendance at Board of Directors meetings 12/12 (100%)</p> <p>Attendance at Audit & Supervisory Board meetings 13/13 (100%)</p>	<p>Apr. 1983 Joined Takara Shuzo Co., Ltd. (currently Takara Holdings Inc.)</p> <p>Apr. 2005 General Manager of Sales Department of the Company</p> <p>Apr. 2007 Executive Officer</p> <p>June 2009 Deputy General Manager of Genetic Engineering Research Business Unit</p> <p>Apr. 2015 General Manager of AgriBio Business Unit</p> <p>June 2016 Senior Executive Officer</p> <p>June 2019 Standing Audit & Supervisory Board Member (current position)</p>	6,000 shares
<p>Reasons for nomination as candidate for Audit & Supervisory Board Member</p> <p>Mr. Tamaki has been involved in the sales, distribution and purchasing, and other operations of products and services in the Bioindustry Business, and has experience in the overall management of the AgriBio Business Unit of a subsidiary. The Company expects him to reflect such broad experience and knowledge in the enhancement of the audit function of the Company including those of the subsidiaries of the Group. In addition, he meets the criteria for candidates for Audit & Supervisory Board Member established by the Company. Therefore, the Company nominated him as a candidate to continue serving as an Audit & Supervisory Board Member.</p> <p>Directors and officers liability insurance policy</p> <p>The Company has entered into a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, paragraph 1 of the Companies Act, which covers damages and litigation expenses incurred by the insured due to claims for damages arising from the insured's actions as a director or officer. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms. If his reappointment is approved, he will be included as an insured under the policy.</p>			

(Reference) Expertise and Experience (Skill Matrix) of Elected Directors and Audit & Supervisory Board Members

Name	Gender	Position in the Company	Corporate management Management strategy	Business strategy Marketing	Research Development	Manufacturing Quality assurance	Medical Pharmaceutical Health	Legal affairs Intellectual property	Financial accounting Personnel and labor relations	Compliance Risk management	Global Diversity
Koichi Nakao	Male	Representative Director and President	●	●	●			●	●	●	●
Junichi Mineno	Male	Director	●	●	●	●				●	●
Yoh Hamaoka	Male	Director	●	●	●			●	●	●	●
Tsuyoshi Miyamura	Male	Director		●	●	●				●	●
Katsuhiko Kusakabe	Male	Director	●	●		●				●	●
Mutsumi Kimura	Male	Director	●	●				●	●	●	●
Nobuko Kawashima	Female	External Director	●	●						●	●
Kazuko Kimura	Female	External Director			●	●	●			●	●
Noriomi Matsumura	Male	External Director			●		●			●	●
Akihiko Kita	Male	Auditor	●			●				●	●
Masahide Tamaki	Male	Auditor		●						●	●
Kunihiko Kamada	Male	External Auditor	●					●		●	●
Yasuo Himejwa	Male	External Auditor	●						●	●	●
Masaaki Makikawa	Male	External Auditor			●		●			●	●

*The above list does not represent all of the skills possessed by each Director and Audit & Supervisory Board Member.