

MEETING DATE	Tue, 27 Jun 2017 14:00 pm	TYPE	AGM	ISSUE DATE	Fri, 23 Jun 2017
MEETING LOCATION	Fuji Banquet Room, 2nd floor, Meiji Kinenkan 2-2-23 Moto-Akasaka, Minato-ku, Tokyo				
CURRENT INDICES	PIRC Japan				
SECTOR	Surgical and medical instruments and apparatus				

PROPOSALS		ADVICE
1	<p>Appropriation of Surplus Japanese companies seek specific authority for the appropriation of any surplus in earnings and this authority includes any distribution of a dividend. The approach to such resolutions rests on the degree to which the dividend payout ratio is in line with the level of distribution which investors could reasonably expect. A dividend of 22 yen per share is proposed, and the dividend payout ratio is approximately 28%. This exceeds the minimum acceptable threshold of 15% and the Company did not make a loss during the year under review. Triodos supports this resolution.</p>	For
2.1	<p>Elect Mimura Takayoshi Chairman. It is considered the responsibility of the most senior Board member to ensure that there is appropriate outside oversight of Board decisions. However, as there are three or more outside directors, it is considered that there is adequate outside presence on the Board, and therefore Triodos supports this resolution.</p>	For
2.2	<p>Elect Sato Shinjiro President. It is considered the responsibility of the most senior Board member to ensure that there is appropriate outside oversight of Board decisions. However, as there are three or more outside directors, it is considered that there is adequate outside presence on the Board, and therefore Triodos supports this resolution.</p>	For
2.3	<p>Elect Takagi Toshiaki Executive Director.</p>	For
2.4	<p>Elect Hatano Shoji Executive Director.</p>	For
2.5	<p>Elect Arase Hideo Executive Director.</p>	For
2.6	<p>Elect David Perez Executive Director.</p>	For
2.7	<p>Elect Mori Ikuo Independent Outside Non-Executive Director.</p>	For
2.8	<p>Elect Ueda Ryuzo Independent Outside Non-Executive Director.</p>	For
3.1	<p>Appoint a Supervisory Committee Member: Kimura Yoshihiro Executive Director. The Company operates under the corporate governance structure with a Board of Directors and an Audit & Supervisory Committee, which should be entirely independent. As an Executive Director is proposed as a member of the Committee, Triodos opposes this resolution.</p>	Oppose
3.2	<p>Appoint a Supervisory Committee Member: Matsumiya Toshihiko Independent Outside Non-Executive Director. Triodos supports this resolution.</p>	For
3.3	<p>Appoint a Supervisory Committee Member: Yone Masatake Independent Outside Non-Executive Director. Triodos supports this resolution.</p>	For
4	<p>Election of Reserve Audit and Supervisory Committee Member: Sakaguchi Koichi Independent Reserve Outside Non-Executive Director. Triodos supports this resolution.</p>	For

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