



## Corporate Governance

Sysmex recognizes that reinforcing corporate governance is an important management issue. Based on the “Sysmex Way,” the corporate philosophy of the Sysmex Group, we are working to maximize the corporate value of the overall Group by enhancing management soundness and transparency and raising management speed and efficiency. In our efforts to shore up corporate governance over the years, we have established an Audit and Supervisory Committee, enhanced the Managing Board’s supervisory function through the introduction of outside members, and evaluated the Managing Board’s effectiveness. We also established a Compliance Committee and an internal reporting system, augmented a Groupwide risk management function, and engaged in other initiatives to strengthen our base with a view to sustainable growth.

## Message from Outside Member of the Managing Board



### Hidekazu Fukumoto

Member of the Managing Board (Outside),  
Independent Director  
Member of the Nominating and  
Compensation Committees

I will do my utmost to manage the Company so that we can experience growth together as we work toward the future Sysmex aims to achieve, laying the steppingstones to the future and engaging in initiatives aimed at inorganic growth.

### My Appointment as an Outside Member of the Managing Board

I was appointed as an outside member of the Managing Board in June 2021. My involvement with Sysmex goes back more than a decade, to the time when I was a bank executive. This involvement made it clear that Sysmex was not a company satisfied with the status quo. Rather, it was always looking for new challenges. At that time, even though I was not directly involved with the Company, I saw it respond to environmental changes and continue to transform itself on a global scale. My own motto is to “do things with thought and passion,” and I see this idea reflected in a corporate culture that focuses on following through on the dreams and vision it has decided on. My empathy for Sysmex’s values and my expectations for the value it can provide in the healthcare field caused me to

respond immediately to the request that I serve as an outside member of the Managing Board.

As an outside member of the Managing Board, I will utilize my experience and expertise in corporate management, financial and capital strategies, and investment and risk management to help the Company realize its vision. In particular, my interest in manufacturing companies has led me to participate in factory tours and engage in dialogue with hundreds of companies. I will mobilize all of this experience to actively engage in dialogue with Sysmex’s management team and employees.

### Progress and Highlights in Fiscal 2021

Fiscal 2021 was the first year of the mid-term management plan, and the Company got off to a good start. Despite the

ongoing impact of COVID-19, Sysmex steadily pursued its strategies in each field of testing and each region, resulting in record-level sales and profits. Each business base responded adroitly to rapid changes in the operating environment, including the pandemic and growing geopolitical risk and conflict. As a healthcare company, I feel that Sysmex has a strong belief in sustaining healthcare for patients.

On the other hand, we must not forget that these positive results are the result of efforts to lay foundations and initiatives based on a long-term perspective. In terms of building global alliances, expanding the direct sales structure, and integrating Sysmex International Reagents, many of the medium- to long-term strategies and investments made to date came to fruition in fiscal 2021.

Taking this perspective, as an outside member of the Managing Board I focus on the seeds for future growth. In testing, I look forward to developments in immunochemistry and gene testing. These are areas that are critical to the advancement of healthcare and the growth of Sysmex. A large gap exists in these fields between global companies and Sysmex; how the Company pursues commercialization and monetization and accelerates growth in these fields will be crucial. In the medical robotics business, in fiscal 2021 Sysmex gained recognition in Japan due to its full-fledged launch. From here, the expansion of applications and global development will be critical. This is an area where inorganic growth is needed, and the Company faces diverse risks. Nevertheless, Sysmex intends to steadily develop its business, so we are preparing to set specific KPIs and milestones and monitor them from various perspectives. We also consider IT and digitalization, which are still emerging themes, to be priority issues. At the moment, we are focusing on the establishment and maintenance of DX infrastructure. However, in the future, more than ever, we will need to have company-wide discussions on the use of big data, data collaboration with customer testing facilities, and the development of digital medicine. Digital, AI and image recognition technologies have the potential to be game changers in the healthcare domain, and we need to acquire and train more IT personnel and accelerate alliances and collaborations with other companies.

### Sustainability Management

We have made reinforcing sustainability management one of the key themes of our mid-term management plan. Sysmex has a sustainability management culture. To solve social issues, the Company conducts management from a stakeholder-oriented and long-term perspective. Accordingly, it is important for Sysmex to make a strategy of continuously strengthening the PDCA cycle. Currently, specific targets and KPIs are set in light of each materiality issue, and the Managing Board follows up on progress.

In fiscal 2021, the Company made steady progress on each of its initiatives. I focused particular attention on the HR aspect, toward “realization of an attractive workplace.” Progress is being made on the appointment of local management personnel and delegation of authority at overseas locations. These efforts, combined with the Sysmex Way gaining traction, are leading to the agile responses to the changes in the operating environment I mentioned earlier. In Japan, the job-based HR management system has been extended to all employees, and I think the timing for this is perfect. Going forward, the Company will also focus on talent management and the use of human resource information on a global basis. When I visited Technopark, the Company’s R&D hub in Japan, I was encouraged to see the willingness of mid-career and younger employees to work through problems using trial and error. This fills me with great expectations for the future. One issue the Company faces is in the area of promoting diversity—specifically the promotion and success of female and non-Japanese employees. Sysmex has many excellent female employees at the managerial level, and the Company is doing its utmost to support them by creating an environment where they can demonstrate their abilities more than ever before.

On the governance front, succession planning is a challenge, as shareholders and investors have already alluded to. President Ietsugu is a manager of rare talent, and succession planning is one of the biggest challenges a company faces. Sysmex has an abundance of candidates with proven management track records in multiple departments, but in order to nurture the corporate culture and lead growth after Mr. Ietsugu steps down, we need to accelerate their experience and development. In April 2022, I was appointed to the Nominating and Compensation committees. In addition to expanding the succession plan, we will contribute to the development of candidate personnel through discussions on our next long-term management strategy and other topics.

### Efforts to Enhance Corporate Value

Healthcare is a domain that commands some of the highest-level interest, as well as growth potential, for people and society.

Sysmex is leveraging its strengths—such as its “made-in-Japan” technologies and quality, its position as a leading company in hematology and other IVD fields, and its globally balanced sales network. In addition, the Company is accelerating DX and focusing on enhancing corporate value by accelerating activities in the key fields identified in the mid-term management plan (hemostasis, immunochemistry, and life science), and through growth in new businesses. This should enable the Company to provide greater value to society. DX in the healthcare domain itself is an important issue. I look forward to seeing the Company establish the Sysmex brand globally as the best healthcare company in the use of digital technology and IT.

# Corporate Governance

## Management Organization

Systemx has adopted an Audit and Supervisory Committee. Managing Board members who are also members of the Audit and Supervisory Committee have voting rights. This arrangement reinforces the Managing Board's audit and supervisory functions, as well as heightening management transparency and objectivity. In addition, we have appointed outside

members of the Managing Board, thereby strengthening the board's supervisory function. Furthermore, we have introduced an executive officer system to accelerate decision-making on business execution and respond swiftly to changes in the business environment.

The Company currently has 12 members of the Managing Board (of whom five are outside members). Also, three

board members are members of the Audit and Supervisory Committee. (Two members of the Audit and Supervisory Committee are outside members of the Managing Board.) The Company also has 17 executive officers (of whom five concurrently serve as members of the Managing Board).

In fiscal 2020 we established an Internal Control Committee tasked with overall internal control and risk management to ensure sustainable growth and enhance corporate value over the medium to long term. This arrangement will promote the systematic preparation, operation, and monitoring of internal controls, while taking a bird's-eye view of the overall Group.

We have also established a Nominating Committee (a Managing Board advisory body involved in executive appointments) and a Compensation Committee (a Managing Board advisory body involved with decisions on executive compensation). From fiscal 2022, the majority of members on these committees are independent outside members of the Managing Board.

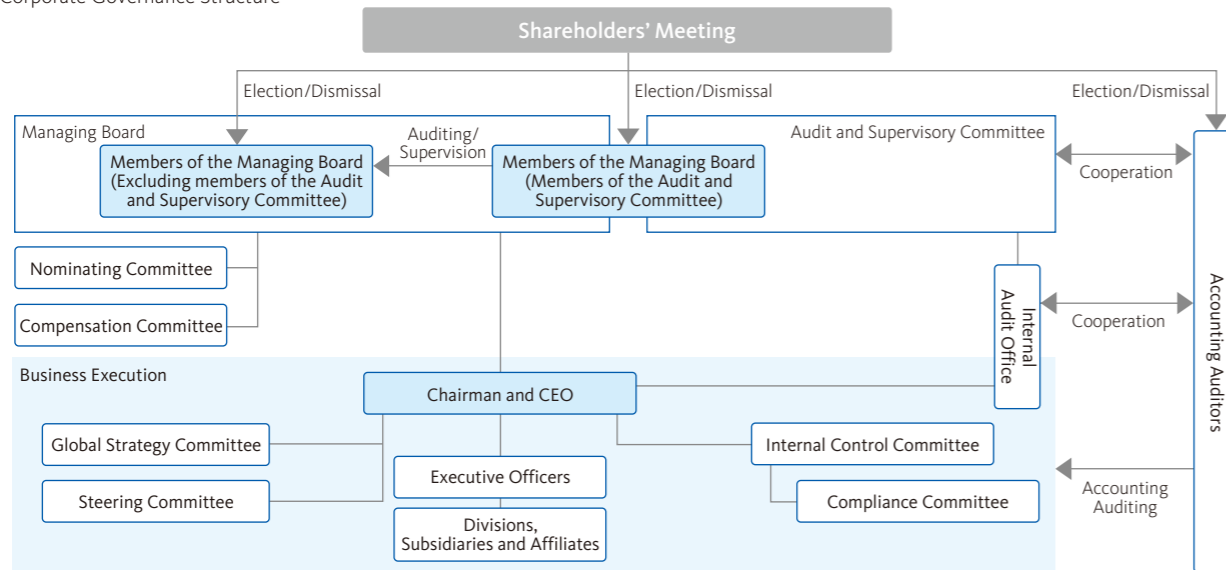
Corporate Governance Code, introduced by the Tokyo Stock Exchange. Please see our website for details.  
[»Website »About Systemx »Corporate Governance](#)

## Effectiveness of the Managing Board

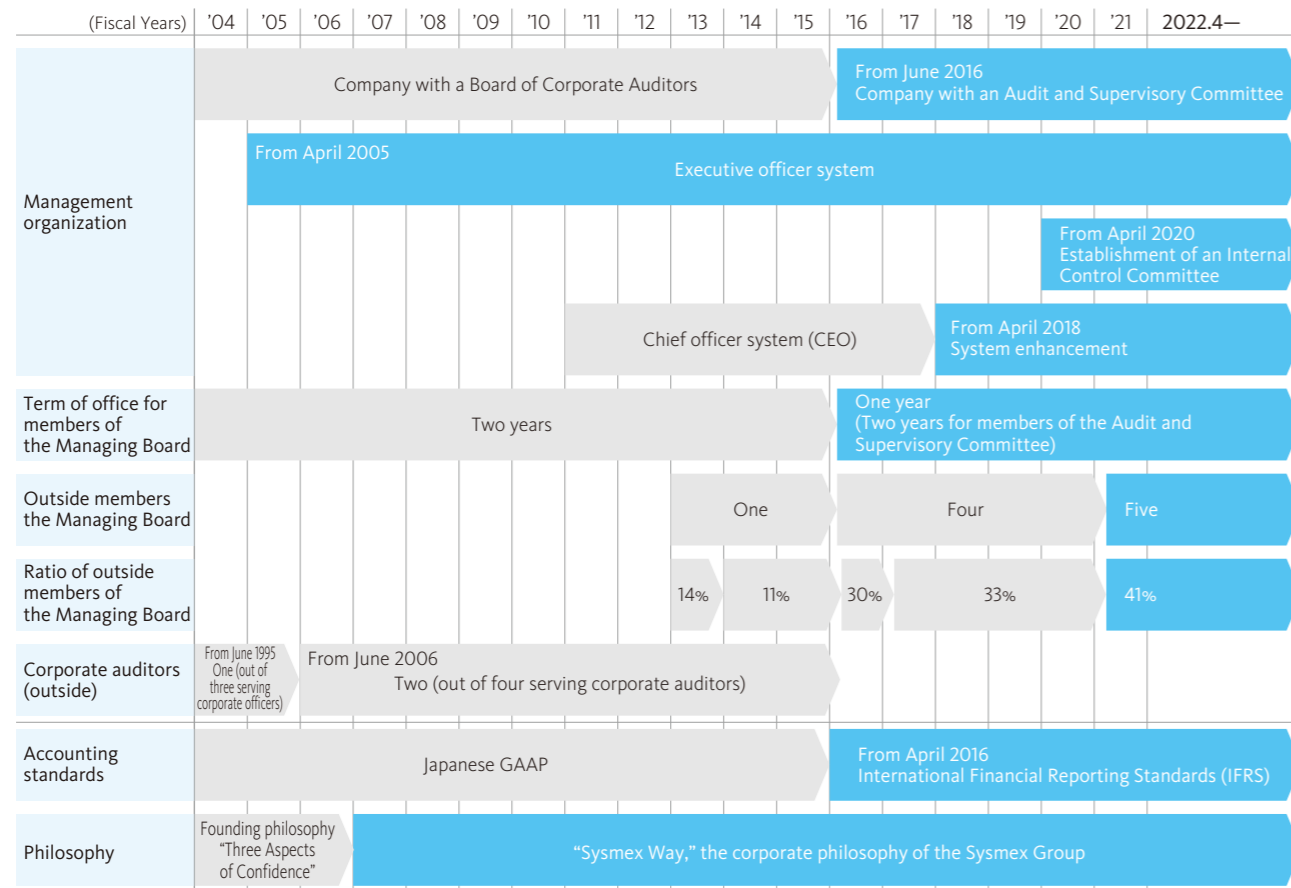
The Managing Board is composed of members having diverse knowledge, experience, and expertise. We strive to ensure appropriate diversity and scale, taking into account the overall balance of the Managing Board.

To enhance the functions of the Managing Board, the Company conducts a document-based survey of all members of the Managing Board (including members of the Audit and Supervisory Committee). The Board's effectiveness is determined on the basis of deliberation by the Managing Board of the aggregate results. In fiscal 2021, the Board was evaluated highly on many items, indicating that it is functioning effectively and filling its role appropriately. Meanwhile, the Company recognizes the need to persevere in initiatives to further increase the Board's effectiveness. We will continue to regularly evaluate the Managing Board with the aim of maintaining and increasing its effectiveness and continuing to enhance our corporate value.

### ■ Corporate Governance Structure



### ■ Advances in Corporate Governance



### ■ Major Boards

Organization	Function and Content	Composition	Meetings Held in Fiscal 2021
Managing Board	Deliberating on important matters related to management	Members of the Managing Board	15
Nominating Committee	A Managing Board advisory body involved in executive appointments	Chairman and CEO, members of the Managing Board (2), outside members of the Managing Board (4)	2
Compensation Committee	A Managing Board advisory body involved with decisions on executive compensation	Chairman and CEO, members of the Managing Board (2), outside members of the Managing Board (4)	1
Audit and Supervisory Committee	Independent institution for auditing the execution of operations, mainly by members of the Managing Board	Members of the Audit and Supervisory Committee	17
Global Strategy Committee	Deliberating on and discuss medium- to long-term Group management directions, important strategies and issues	Chairman and CEO, senior executive officers, member of the Audit and Supervisory Committee* (1)	13
Steering Committee	Discuss, deliberate on and report on projects that are important from the perspective of making progress on the Group's fiscal yearly plan	Chairman and CEO*, executive officers, member of the Audit and Supervisory Committee (1)	17

\* Participates as an observer

### ■ Members of Major Boards (As of June 24, 2022)

Name	Board	Rate of Attendance at Meetings of the Managing Board	Rate of Attendance at Meetings of the Nominating Committee	Rate of Attendance at Meetings of the Compensation Committee	Rate of Attendance at Meetings of the Audit and Supervisory Committee
Hisashi Ietsugu		100%	100%	100%	—
Kaoru Asano		100%	100%	100%	—
Kenji Tachibana		100%	100%	100%	—
Iwane Matsui		100%	—	—	—
Hiroshi Kanda		100%	—	—	—
Tomokazu Yoshida		100%	—	—	—
Tomoo Aramaki		— <sup>1</sup>	—	—	— <sup>1</sup>
Yukitoshi Kamao <sup>2</sup>		100%	—	—	100%
Masayo Takahashi		100%	—	—	—
Kazuo Ota		100%	— <sup>3</sup>	— <sup>3</sup>	—
Hidekazu Fukumoto		100%	— <sup>3</sup>	— <sup>3</sup>	—
Kazumasa Hashimoto		100%	— <sup>3</sup>	— <sup>3</sup>	100%
Michihide Iwasa		100%	100%	100%	100%

Note: Rates of attendance are for fiscal 2021. 1 Member from June 2022 2 Stepped down in June 2022 3 Member from April 2022

■ Overview of Evaluation of Effectiveness

(Composition)

The scale of the Managing Board and the ratio of outside members of the Managing Board are generally appropriate, both in nature and level of experience. To further enhance the Managing Board's effectiveness, in addition to achieving a balance between knowledge, experience and capabilities the Company will continue to consider ensuring diversity, including such facets as gender and internationality, career history, and age.

(Operation)

The provision of information necessary to fully discuss the Managing Board's agenda is generally appropriate. To further improve effectiveness, the Company is continually working to improve the Managing Board's operation by providing advance explanations to outside members of the Managing Board and providing related information necessary to understand the background. We hold opinion-exchange meetings attended solely by outside members of the Managing Board and engage in initiatives to invigorate deliberations. We made progress during the year on the earlier provision of materials, which was raised as an issue the previous year.

(Status of Agenda and Deliberation)

The time for addressing and deliberating the Managing Board's agenda is appropriate, and we strive to provide individual members of the Managing Board with an understanding of agenda items and information prior to meetings, as well as to leverage their knowledge and experience to engage in deliberation. Decision-making on items of management importance is

conducted appropriately, taking into account the objective and rational opinions of outside members of the Managing Board.

■ Major Managing Board Agenda Items and Reporting Items (Fiscal 2021)

- Appointments and dismissals of members of the Managing Board, compensation-related matters
- Reports on the status of business execution by members of the Managing Board
- Evaluation of the Managing Board's effectiveness
- Audit policy, audit plan, and audit implementation report (members of the Audit and Supervisory Committee)
- Corporate governance policy
- Matters related to the Group's internal control
- Matters related to sustainability
- Group operating performance; quarterly, semiannual, and annual results
- Matters related to promoting digitalization in the Group
- Matters related to significant investment projects

Effectiveness of the Audit and Supervisory Committee

Members of the Audit and Supervisory Committee attend important meetings, such as meetings of the Managing Board; browse approval documents; audit subsidiaries; exchange opinions with members of the Managing Board and conduct other activities to confirm the status of business execution by members of the Managing Board.

The Audit and Supervisory Committee conducts audits using the Company's internal control system and other methods. The committee works closely with the accounting auditors to confirm

■ Skill Matrix for Members of the Managing Board (As of June 24, 2022)

	Name	Gender	Year	Initial appointment	Independent	Knowledge and experience								
						Corporate management	Management and business planning	Global	Sales and service	Research and development	Production/SCM	IT/DX	Finance/accounting	Human resources/general affairs
Internal	Hisashi Ietsugu	M	1949	1986		●	●		●				●	●
	Kaoru Asano	M	1958	2014		●	●			●				
	Kenji Tachibana	M	1957	2014		●	●	●	●		●			
	Iwane Matsui	M	1961	2019		●	●	●	●		●			
	Hiroshi Kanda	M	1957	2019		●	●	●	●		●			
	Tomokazu Yoshida	M	1964	2021		●	●							
	Tomoo Aramaki	M	1966	2022				●				●		
External	Masayo Takahashi	F	1961	2016		●	●	●		●				●
	Kazuo Ota	M	1955	2019	○	●	●	●			●	●		●
	Hidekazu Fukumoto	M	1955	2021	○	●	●		●			●		●
	Kazumasa Hashimoto	M	1953	2020	○	●	●		●			●		●
	Michihide Iwasa	M	1956	2020	○	●				●				

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, business strategy, planning, promotion, etc. as a practicing, managing, or executive officer in charge, etc.
Global	Experience of overseas assignment
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.

the accounting audit plans and results and internal controls related to financial reports, exchanging information and opinions.

Principal matters considered by the Audit and Supervisory Committee in fiscal 2021 included the appropriateness of audit policies and plans, preparation and state of operation of the internal control system, and methods and results of audits by the accounting auditors.

Executive Compensation

Compensation for members of the Managing Board makes a clear link between operating performance and responsibility for achievements. Compensation for members of the managing Board (excluding members of the Audit and Supervisory Committee and outside members of the Managing Board) is divided into three broad categories: fixed compensation, performance-linked compensation, and non-monetary compensation.

Fixed compensation comprises compensation for members of the Managing Board and compensation for business execution. Position-specific factors (related to the scale and responsibility of members of the Managing Board, as well as the degree of their impact on Group management) are used to determine disbursements. Performance-linked compensation is linked to consolidated operating performance for the Group, using profit attributable to owners of the parent as an indicator. This indicator refers to net earnings for the consolidated fiscal year (sales net of expenses and profit or loss), which the Company considers an appropriate indicator for performance-linked compensation. As non-monetary compensation, Sysmex encourages officers to acquire Company shares. Sysmex's aims are to enhance corporate value from a shareholder perspective, boost the incentive to enhance corporate performance over the medium- to long-term, and augment personnel retention.

A certain portion of fixed compensation for members of the Managing Board and executive officers is applied toward the purchase of the Company's stock. The Company aims

for the Chairman, President, and CEO to hold shares worth five times his fixed compensation, and for other members of the Managing Board and executive officers to hold shares worth twice their fixed compensation, holding the acquired shares during their terms of office. As of March 31, 2022, the Chairman and CEO held 613,000 shares (104 times his fixed compensation), and other members of the Managing Board and executive officers (those who hold shares) held an average of 17,000 shares (8 times their fixed compensation).

>>Shares Held by Individual Directors P79

Compensation for members of the Managing Board who are members of the Audit and Supervisory Committee and outside members of the Managing Board comprises fixed compensation only.

The Managing Board has delegated to the Chairman and CEO the task of determining individual compensation and specific details of compensation for members of the Managing Board (excluding members of the Audit and Supervisory Committee). The Managing Board confirms the appropriateness of the process for determining officer compensation and compensation amounts via the Audit and Supervisory Committee. This committee has three members (of whom two are outside members of the Managing Board).

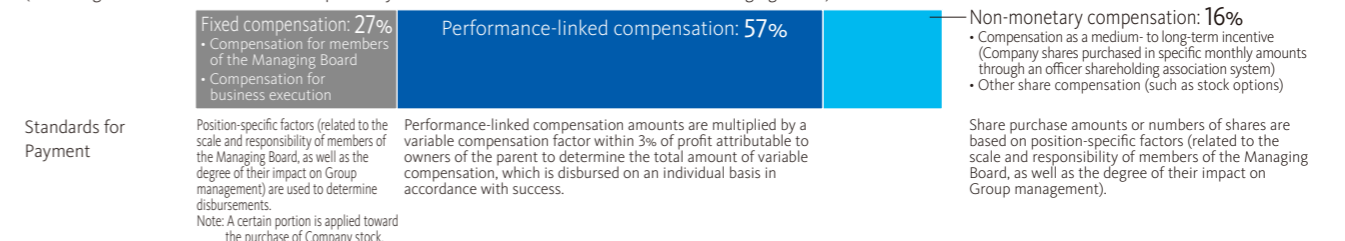
Compliance

Based on the corporate philosophy of the Sysmex Group, the "Sysmex Way," we define our view of compliance as "conducting business activities not only in compliance with applicable laws and regulations, but also based on fairness and high ethical standards." We have established a Global Compliance Code, in which particularly important conformance rules and behavioral guidelines for all Group executives and employees to abide by are set out, and we conduct training and work to instill this code.

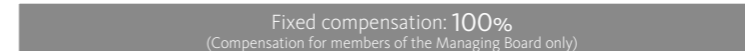
>>Sustainability Data Book >Compliance P52

■ Breakdown of Executive Compensation

Compensation for members of the Managing Board (excluding members of the Audit and Supervisory Committee and outside members of the Managing Board)



Members of the Audit and Supervisory Committee and outside members of the Managing Board



■ Actual Executive Compensation (Fiscal 2021)

Executive category	Total compensation	Amount of compensation by type			Number of executives receiving compensation
		Fixed compensation	Performance-linked compensation	Non-monetary compensation	
Members of the Managing Board (excluding members of the Audit and Supervisory Committee and outside members of the Managing Board)	698	191	395	111	8
Members of the Audit and Supervisory Committee (excluding outside members of the Managing Board)	24	24	—	—	1
Outside members of the Managing Board	34	34	—	—	5

■ Executives Receiving Total Compensation of ¥100 Million or More

Name	Executive category	Company category	Amount of compensation by type			Total compensation
			Fixed Compensation	Performance-linked Compensation	Non-monetary compensation	
Hisashi Ietsugu	Member of the Managing Board	Submitting company	52	131	27	211

# Risk Management

## Our Perspective on Operating Risks

Sysmex is responsible for the steady provision of products and services to customers in more than 190 countries and regions around the world, ensuring that testing operations (which are essential to healthcare) are not interrupted. For that reason, we have formulated countermeasures from a short- to long-term perspective to ensure that operations continue under any circumstances. In addition to natural disasters and geopolitical risks, we consider increasingly stringent healthcare restrictions in individual countries, the emergence of product quality issues, and information leaks to be important risks. Risk

management also supports our ongoing growth. By responding swiftly in a rapidly changing operating environment, we strive to earn the support of our stakeholders and to maintain or increase our position in the market.

## Risk Management Structure

Sysmex established the Internal Control Committee to promote all risk management activities, including strategic risks. The committee is chaired by the president and CEO, and its members include relevant executive officers and Audit and Supervisory Committee members (excluding outside members

of the Managing Board). Outside members of the Managing Board serve as observers.

We have formulated a business continuity plan (BCP) to ensure the stable supply of products and services to medical institutions and the stable operation of Sysmex products at medical institutions, if risks such as disasters and cyber threats materialize. The BCP involves the establishment of regulations and manuals for responding to crises, and identifies important products to be given supply priority.

In fiscal 2021, a fire broke out at a warehouse in Japan to which we outsource product storage and other operations. Based on our BCP, we were able to respond swiftly and appropriately

and supply products to our customers without interruption.

We are also working on the information security front to ensure that our products can be used with peace of mind. In addition to strengthening internal measures, we have established the Product Security Incident Response Team (PSIRT) to prevent information leaks and cyber-attacks via Sysmex products used at customer facilities. In addition, we are reinforcing our diversification of risk by ensuring stable inventories and using multiple distribution bases.

We will continue to provide a BCP response that demonstrates the Group's comprehensive strength and ability to execute.

### Principal Operating Risks

Risks	Major Content	Key Environmental Factors	Main Impacts if Risks Materialize	Principal Responses
The spread of infectious disease or emergence of other risks that could substantially affect business activities	<ul style="list-style-type: none"> <li>The impact on operations of global pandemics such as COVID-19 and other unknown infectious diseases</li> </ul>	External	<ul style="list-style-type: none"> <li>Halt of business operations due to enormous damage to Group facilities and infrastructure, or injuries to people</li> <li>Deterioration of operating performance and cash flow due to a halt in medical institutions' operations and decreasing testing demand</li> <li>Substantial downturn in productivity due to difficulty in continuing or maintaining human resources and the working environment</li> </ul>	<ul style="list-style-type: none"> <li>We have configured a global risk management structure (such as reinforcing our BCP) aimed at reducing damage and facilitating an early recovery of business activities.</li> <li>We have built an infrastructure capable of responding flexibly to emergencies (such as by introducing remote working).</li> <li>We prevent infections from spreading by building testing structures involving the development and sale of reagents and opening of labs to provide assay services.</li> </ul>
Disaster, severe accidents, geopolitical problems or other occurrences that disrupt product supply	<ul style="list-style-type: none"> <li>Damage to manufacturing facilities and the stoppage of production activities due to severe accidents, such as natural disasters and fires</li> <li>Obstacles to the procurement of substances if suppliers suspend operations</li> <li>Suspension of distribution and stoppage of production activities due to geopolitical issues</li> </ul>	External	Suspension of product supply leading to a decline in sales and an inability to fulfill our supply responsibilities, leading to a decline in corporate value	<ul style="list-style-type: none"> <li>We have introduced seismically isolated structures at instrument factories, diversified our reagent production function globally, and created a system of mutual supply.</li> <li>We procure materials and parts from multiple companies and maintain stockpiles. We also conduct CSR surveys of our business partners.</li> </ul>
Exchange rate fluctuations	<ul style="list-style-type: none"> <li>Overseas business accounting for more than 80% of total Group sales</li> <li>Growth in sales in emerging and developing markets leading to a higher proportion of sales taking place in non-key currencies</li> </ul>	External	Worsening of the Group's consolidated operating performance	<ul style="list-style-type: none"> <li>Finance divisions and local subsidiaries minimize risks through forward exchange contracts.</li> <li>We have globally diversified our reagent production functions.</li> </ul>
Acceleration of healthcare system reforms	<ul style="list-style-type: none"> <li>Intensifying competitive environment due to efforts by governments and medical institutions to optimize medical expenses</li> </ul>	External	Loss of market acquisition opportunities and increased price pressure	<ul style="list-style-type: none"> <li>We provide highly productive products and services that help make healthcare management more efficient.</li> </ul>
Growing difficulty of obtaining regulatory approval due to increasingly stringent healthcare laws and restrictions, as well as the introduction of independent regulations	<ul style="list-style-type: none"> <li>Delayed product launches due to longer approval periods</li> </ul>	External	Lowered ability to capture market opportunities and increasing cost of response	<ul style="list-style-type: none"> <li>The regulatory affairs division and local subsidiaries remain abreast of new laws and regulations, and configure optimal systems.</li> </ul>
Revisions to our business model due to changes in the market environment	<ul style="list-style-type: none"> <li>Hematology field accounting for a high percentage of sales and profits</li> </ul>	Internal	Worsening of the Group's consolidated operating performance	<ul style="list-style-type: none"> <li>We are expanding our business portfolio outside of hematology and into such fields as hemostasis and urinalysis.</li> <li>We provide products and services that meet the needs of countries and regions with weak medical infrastructures.</li> <li>We are accelerating development by establishing drives of growth.</li> </ul>
Emergence of quality problems related to products or services	<ul style="list-style-type: none"> <li>Major impact on test results</li> </ul>	Internal	Increasing cost of response and decline in corporate creditworthiness and brand power	<ul style="list-style-type: none"> <li>We comply with individual countries' laws and regulations, as well as international restrictions, and we have created structures for maintaining and enhancing quality.</li> <li>We have enhanced our operational and design quality, bolstered mass-production quality, and reinforced our systems for checking quality prior to market launch.</li> <li>We hold supplier presentations aimed at increasing the quality of the materials and parts we procure.</li> </ul>
Risks related to intellectual property rights	<ul style="list-style-type: none"> <li>Intellectual property disputes arising from infringement by third parties of intellectual property rights held by the Company or unexpected infringement of intellectual property rights held by third parties</li> </ul>	Internal	<ul style="list-style-type: none"> <li>Decrease in market share and brand strength due to outflows of in-house technology</li> <li>Litigation costs and compensation for intellectual property disputes</li> </ul>	<ul style="list-style-type: none"> <li>We conduct thorough intellectual property training, particularly for employees in R&amp;D and business divisions.</li> <li>We work to reduce the likelihood of third-party intellectual property disputes.</li> </ul>
Information security risks	<ul style="list-style-type: none"> <li>Impact on operations due to information leaks such as cyber threats and network breakdowns</li> <li>Network failure in a customer's facility due to cyber-attacks via the Company's products</li> </ul>	Internal	Halt of business activities and a decrease in corporate creditworthiness	<ul style="list-style-type: none"> <li>We have alternative network routes and have implemented routine system administration procedures.</li> <li>We are implementing mechanisms for detecting unauthorized communications and isolating malware.</li> <li>We monitor 24 hours a day.</li> <li>We have established the Computer Security Incident Response Team (CSIRT).</li> <li>We have established the Product Security Incident Response Team (PSIRT).</li> <li>We educate our employees.</li> </ul>
M&A-related risks	<ul style="list-style-type: none"> <li>Impact on strategies and operating performance if the results of M&amp;A fall below expected levels</li> </ul>	Internal	Worsening of the Group's consolidated operating performance and review of business strategies	<ul style="list-style-type: none"> <li>We conduct thorough prior audits, both of the market environment and from a financial perspective.</li> <li>We configure administrative structures for management and finance.</li> </ul>
Compliance infringements	<ul style="list-style-type: none"> <li>Compliance infractions of laws and regulations</li> </ul>	Internal	Halt of business activities and a decrease in corporate creditworthiness	<ul style="list-style-type: none"> <li>We provide comprehensive employee education.</li> <li>We have put in place a global internal reporting system.</li> </ul>

# Members of the Managing Board



**Kaoru Asano**  
Member of the Managing Board and Senior Executive Officer  
Senior Managing Director, CTO  
R&D, Incubation and MR Business

**Hisashi Ietsugu**  
Chairman and CEO

**Kenji Tachibana**  
Member of the Managing Board and Senior Executive Officer  
Senior Managing Director  
Corporate Management,  
Regulatory Affairs & Quality Assurance  
and DX Strategy Development



**Kazuo Ota**  
Member of the Managing Board (Outside)  
Independent Director

**Masayo Takahashi**  
Member of the Managing Board (Outside)

**Hidekazu Fukumoto**  
Member of the Managing Board (Outside)  
Independent Director



**Hiroshi Kanda**  
Member of the Managing Board and Senior Executive Officer  
Managing Director  
Business Strategy Development

**Iwane Matsui**  
Member of the Managing Board and Senior Executive Officer  
Managing Director  
Global Marketing

**Tomokazu Yoshida**  
Member of the Managing Board and Senior Executive Officer  
Managing Director  
R&D, Incubation and MR Business



**Kazumasa Hashimoto**  
Member of the Managing Board (Outside)  
(Member of the Audit and Supervisory Committee), Independent Director

**Tomoo Aramaki**  
Member of the Managing Board  
(Member of the Audit and Supervisory Committee)

**Michihide Iwasa**  
Member of the Managing Board (Outside)  
(Member of the Audit and Supervisory Committee), Independent Director

## Members of the Managing Board (As of June 24, 2022)

**Hisashi Ietsugu** (born 1949)  
Chairman and CEO  
Number of Company shares held: 613,600

Sep. 1986 Joined the Company, Member of the Managing Board  
Mar. 1990 Member of the Managing Board and Senior Executive Officer, Managing Director  
Feb. 1996 Member of the Managing Board and Senior Executive Officer, Managing Director (Representative Director)  
Apr. 1996 Member of the Managing Board and Senior Executive Officer, Senior Managing Director (Representative Director)  
Jun. 1996 President and CEO  
Apr. 2013 Chairman and CEO (current)

(Important concurrent position)  
Chairman of the Kobe Chamber of Commerce and Industry

### Reasons for Appointing

Holding the positions of Chairman and CEO of the Company, he has managed all of Sysmex and provided strong leadership for many years. He was appointed because he will be essential for increasing the corporate value 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.

**Iwane Matsui** (born 1961)  
Member of the Managing Board and Senior Executive Officer  
Managing Director  
Global Marketing  
Number of Company shares held: 2,500

Apr. 1985 Joined the Company  
Jul. 2001 President of Sysmex Europe GmbH (presently Sysmex Europe SE)  
Apr. 2011 Executive Officer, Executive Vice President of Corporate Business Planning  
Apr. 2013 Executive Officer, Executive Vice President of International Business Management  
Apr. 2017 Senior Executive Officer  
Apr. 2019 Senior Executive Officer, Managing Director  
Jun. 2019 Member of the Managing Board and Senior Executive Officer, Managing Director (current)

### Reasons for Appointing

He 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 overseas regional headquarters of the Group for many years, and has contributed to global business development. He was appointed because his abundant experience and wide-ranging insight will be essential for increasing the corporate value of the Group.

**Kaoru Asano** (born 1958)  
Member of the Managing Board and Senior Executive Officer  
Senior Managing Director, CTO  
R&D, Incubation and MR Business  
Number of Company shares held: 53,100

Aug. 1987 Joined the Company  
Apr. 2009 Executive Officer, Manager of Central Research Laboratories  
Apr. 2011 Executive Officer, Executive Vice President of R&D Strategic Planning  
Apr. 2013 Senior Executive Officer  
Jun. 2014 Member of the Managing Board and Senior Executive Officer  
Apr. 2015 Member of the Managing Board and Senior Executive Officer, Managing Director  
Apr. 2017 Member of the Managing Board and Senior Executive Officer, Senior Managing Director  
Apr. 2018 Member of the Managing Board and Senior Executive Officer, Senior Managing Director, COO LS Business Unit and CTO  
Apr. 2021 Member of the Managing Board and Senior Executive Officer, Senior Managing Director, CTO (current)

(Important concurrent position)  
President of Mediaroid Corporation

### Reasons for Appointing

He has been involved in research and technology development for many years and has contributed to business development. He was appointed because leveraging his experience and insight in new R&D will be essential for increasing corporate value.

**Kenji Tachibana** (born 1957)  
Member of the Managing Board and Senior Executive Officer  
Senior Managing Director  
Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development  
Number of Company shares held: 36,700

Mar. 1980 Joined the Company  
Apr. 1998 President of Sysmex Singapore Pte Ltd. (presently Sysmex Asia Pacific Pte Ltd.)  
Apr. 2011 Executive Officer, Executive Vice President of IVD Business Development  
Apr. 2013 Senior Executive Officer  
Jun. 2014 Member of the Managing Board and Senior Executive Officer  
Apr. 2015 Member of the Managing Board and Senior Executive Officer, Managing Director  
Apr. 2017 Member of the Managing Board and Senior Executive Officer, Senior Managing Director  
Apr. 2018 Member of the Managing Board and Senior Executive Officer, Senior Managing Director, COO IVD Business Unit  
Apr. 2021 Member of the Managing Board and Senior Executive Officer, Senior Managing Director (current)

### Reasons for Appointing

He has been involved in business strategy development and international businesses and has contributed to strategic and global business development. He was appointed because he will be essential for increasing corporate value through the growth of businesses.

**Tomokazu Yoshida** (born 1964)  
Member of the Managing Board and Senior Executive Officer  
Managing Director  
R&D, Incubation and MR Business  
Number of Company shares held: 1,400

Jun. 2000 Joined the Company  
Apr. 2017 Executive Officer, Executive Vice President of Central Research Laboratories and MR Business Development  
Apr. 2020 Senior Executive Officer  
Apr. 2021 Senior Executive Officer, Managing Director  
Jun. 2021 Member of the Managing Board and Senior Executive Officer, Managing Director (current)

### Reasons for Appointing

He has been involved in research and technology development for many years and has contributed to business development. He was appointed because his abundant experience and wide-ranging insight will be essential for increasing the corporate value.

**Masayo Takahashi** (born 1961)  
Member of the Managing Board (Outside)  
Number of Company shares held: N/A

Apr. 1992 Ph.D. of Medicine and Assistant professor of Ophthalmology, Kyoto University Hospital  
Apr. 2006 Team Leader, Laboratory for Retinal Regeneration Research, RIKEN Center for Developmental Biology, Japan (presently RIKEN Center for Biosystems Dynamics Research, Japan)  
Jun. 2016 Joined the Company, Member of the Managing Board (Outside) (current)  
Dec. 2017 Director of Research Center, Kobe City Eye Hospital  
Aug. 2019 President of Vision Care Inc. (current)  
Aug. 2020 President, VCGT Inc. (current)  
Mar. 2021 President, VCCT Inc. (current)  
Apr. 2022 RARA fellow, Ritsumeikan Advanced Research Academy (RARA), and visiting professor, Research Organization of Science and Technology, Ritsumeikan University (current)  
Apr. 2022 Visiting Scientist, Cell and Gene Therapy in Ophthalmology Laboratory, RIKEN Baton Zone Program (BZP), RIKEN Cluster for Science, Technology and Innovation Hub, (RCSTI) Japan (current)  
Apr. 2022 Senior Adviser, Research Center, Kobe City Eye Hospital (current)

### Reasons for Appointing

She was appointed to utilize her abundant experience and deep insight relating to advanced medical research, medical ethics and other fields as a clinician and researcher for management of the Company.

**Tomoo Aramaki** (born 1966)  
Member of the Managing Board (Member of the Audit and Supervisory Committee)  
Number of Company shares held: 3,000

Apr. 1989 Joined the Company  
Apr. 2019 Executive Vice President of the Business Administration of the Company  
Jun. 2022 Member of the Managing Board (Member of the Audit and Supervisory Committee) (current)

### Reasons for Appointing

He has long been involved in the business administration department and has also served as the head of the business administration department of the Company's overseas subsidiaries. He was appointed to utilize his abundant experience and insight, which is necessary to increase the audit and supervisory functions.

**Kazuo Ota** (born 1955)  
Member of the Managing Board (Outside)  
Independent Director  
Number of Company shares held: N/A

Apr. 1978 Joined Kawasaki Heavy Industries, Ltd.  
Apr. 2013 Executive Officer, General Manager of Planning & Control Division, Aerospace Company of Kawasaki Heavy Industries, Ltd.  
Apr. 2015 Managing Executive Officer, General Manager of Corporate Planning Division, In Charge of Finance & Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd.  
Jun. 2015 Senior Vice President, General Manager of Corporate Planning Division, In Charge of Finance & Human Resources (Corporate) of Kawasaki Heavy Industries, Ltd.  
Apr. 2018 Director, Managing Executive Officer, President of Motorcycle & Engine Company of Kawasaki Heavy Industries, Ltd.  
Jun. 2019 Advisor of Kawasaki Heavy Industries, Ltd.  
Jun. 2019 Joined the Company, Member of the Managing Board (Outside) (current)

### Reasons for Appointing

He was appointed to utilize his abundant experience and deep insight in corporate management for management of the Company.

**Kazumasa Hashimoto** (born 1953)  
Member of the Managing Board (Outside) (Member of the Audit and Supervisory Committee), Independent Director  
Number of Company shares held: N/A

Apr. 1976 Joined Sumitomo Bank (presently Sumitomo Mitsui Banking Corporation)  
Apr. 2004 Executive Officer of Sumitomo Mitsui Banking Corporation  
Apr. 2007 Managing Executive Officer of Sumitomo Mitsui Banking Corporation  
Jun. 2010 President and Representative Director of Ginsen Co., Ltd.  
Jun. 2014 President and Representative Director, and Chief Operating Officer of Kansai Urban Banking Corporation (presently Kansai Mirai Bank, Limited)  
Jun. 2016 Chairman of the Board, President and Representative Director of Kansai Urban Banking Corporation  
Apr. 2018 Representative Director and President of Kansai Mirai Financial Group, Inc.  
Apr. 2019 Chairman of Kansai Mirai Bank, Limited. (current)  
Jun. 2019 Outside Corporate Auditor of THE ROYAL HOTEL, LIMITED (current)  
Jun. 2020 Joined the Company, Member of the Managing Board (Outside) (Member of the Audit and Supervisory Committee) (current)

### Reasons for Appointing

He was appointed to utilize his abundant experience and deep insight into corporate management as a corporate manager of a financial institution.

**Hidekazu Fukumoto** (born 1955)  
Member of the Managing Board (Outside)  
Independent Director  
Number of Company shares held: N/A

Apr. 1978 Joined The Sanwa Bank, Ltd. (presently MUFG Bank, Ltd.)  
May 2005 Executive Officer of UFJ Bank Ltd. (presently MUFG Bank, Ltd.)  
Jan. 2006 Executive Officer of The Bank of Tokyo-Mitsubishi UFJ, Ltd. (presently MUFG Bank, Ltd.)  
Apr. 2008 Managing Executive Officer of The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
Jun. 2010 Managing Director and Chief Executive of The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
May 2012 Senior Managing Director of The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
May 2014 Deputy President Chief Executive of The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
May 2016 Deputy President (Director) of The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
Jun. 2017 Member of the Board of Directors, Deputy President of The Bank of Tokyo-Mitsubishi UFJ, Ltd.  
Apr. 2018 Member of the Board of Directors, Deputy President of MUFG Bank, Ltd.  
Jun. 2019 Advisor of MUFG Bank, Ltd. (current)  
Jun. 2019 President of SANSHIN Co., Ltd. (current)  
Jun. 2021 Joined the Company, Member of the Managing Board (Outside) (current)

### Reasons for Appointing

He was appointed to utilize his knowledge on finance, financial accounting, risk management, as a corporate manager of a financial institution, as well as his abundant experience and deep insight in the business world.








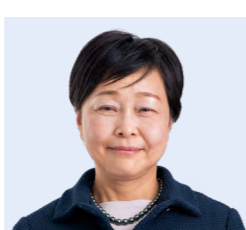




**Michihide Iwasa** (born 1956)  
Member of the Managing Board (Outside) (Member of the Audit and Supervisory Committee), Independent Director  
Number of Company shares held: N/A

Apr. 1979 Joined Kobe Steel, Ltd.  
Apr. 2009 Senior General Manager of Raw Materials Purchasing Department of Kobe Steel, Ltd.  
Apr. 2010 Executive Officer of Iron & Steel Business of Kobe Steel, Ltd.  
Apr. 2012 Managing Executive Officer of Iron & Steel Business of Kobe Steel, Ltd.  
Jun. 2014 Representative Director and President of Kobelco Logistics, Ltd.  
Jun. 2020 Senior Advisor of Kobelco Logistics, Ltd. (current)  
Jun. 2020 Joined the Company, Member of the Managing Board (Outside) (Member of the Audit and Supervisory Committee) (current)

### Reasons for Appointing

He was appointed to utilize his abundant experience and deep insight into corporate management for audits of the Company.

# Executive Officers (As of June 24, 2022)

	<b>Mamoru Kubota</b> Senior Executive Officer Deputy in charge of Business Strategy Development		<b>Kensuke Iizuka</b> Senior Executive Officer Deputy in charge of Corporate Management Executive Vice President of Corporate Business Planning Div. Corporate Business Administration Div. Corporate Executive Office
	<b>Takashi Ono</b> Senior Executive Officer In charge of Manufacturing and SCM		<b>Peng Zuo Hui</b> Executive Officer President and CEO, Sysmex Shanghai Ltd.
	<b>Frank Buescher</b> Executive Officer CEO, Sysmex Asia Pacific Pte Ltd. Deputy in charge of DX Strategy Development		<b>Mitsuhisa Kanagawa</b> Executive Officer Executive Vice President of Business Strategy Development Div.
	<b>Alain Baverel</b> Executive Officer CEO, Sysmex Europe SE		<b>Reiko Watanabe</b> Executive Officer Executive Vice President of Medical Affairs Div.
	<b>Kaoru Watanabe</b> Executive Officer Supervision of JEA		<b>Takaaki Nagai</b> Executive Officer Executive Vice President of System Engineering Div.
	<b>Kinya Uchihashi</b> Executive Officer Executive Vice President of Reagent Production		<b>Andy Hay</b> Executive Officer CEO, Sysmex America, Inc.

## Executive Officers' Main Responsibilities

	Main Responsibilities Related to Key Actions for the Group						Main Responsibilities Related to Materiality				
	1	2	3	4	5	6	1	2	3	4	5
	Accelerate the introduction of new products aimed at improving growth and profitability while promoting emerging market strategies.	Achieve high growth through proactive investment in key fields (hemostasis, immunohematology, and life science).	Introduce new business to achieve dynamic growth.	Promote digitalization in the Group and achieve DX to create customer value.	Enrich the talent portfolio, which contributes to strategy execution, and create an attractive organizational climate that leverages diverse talent.	Formulate a vision and roll out measures to reinforce and implement sustainability management.	Resolution of medical issues through products and services	Responsible provision of products and services	Realization of an attractive workplace	Environmental consideration	Reinforcement of governance
<b>Posts and Responsibilities</b>											
<b>Kaoru Asano</b> Member of the Managing Board and Senior Executive Officer Senior Managing Director, CTO R&D, Incubation and MR Business	●	●	●	●			●	●			
<b>Kenji Tachibana</b> Member of the Managing Board and Senior Executive Officer Senior Managing Director Corporate Management, Regulatory Affairs & Quality Assurance and DX Strategy Development				●	●	●	●	●	●	●	●
<b>Iwane Matsui</b> Member of the Managing Board and Senior Executive Officer Managing Director Global Marketing	●	●					●	●			
<b>Hiroshi Kanda</b> Member of the Managing Board and Senior Executive Officer Managing Director Business Strategy Development	●	●	●				●	●			
<b>Tomokazu Yoshida</b> Member of the Managing Board and Senior Executive Officer Managing Director R&D, Incubation and MR Business	●	●	●				●	●			
<b>Mamoru Kubota</b> Senior Executive Officer Deputy in charge of Business Strategy Development	●	●	●				●	●			
<b>Kensuke Iizuka</b> Deputy in charge of Corporate Management Executive Vice President of Corporate Business Planning Div. Corporate Business Administration Div. Corporate Executive Office				●	●	●	●	●	●	●	●
<b>Takashi Ono</b> Senior Executive Officer In charge of Manufacturing and SCM	●	●					●	●		●	
<b>Peng Zuo Hui</b> Executive Officer President and CEO, Sysmex Shanghai Ltd.	●	●					●	●	●		
<b>Frank Buescher</b> Executive Officer CEO, Sysmex Asia Pacific Pte Ltd. Deputy in charge of DX Strategy Development	●	●		●			●	●	●		
<b>Mitsuhisa Kanagawa</b> Executive Officer Executive Vice President of Business Strategy Development Div.	●	●	●				●	●			
<b>Alain Baverel</b> Executive Officer CEO, Sysmex Europe SE	●	●					●	●	●		
<b>Reiko Watanabe</b> Executive Officer Executive Vice President of Medical Affairs Div.	●	●					●	●			
<b>Kaoru Watanabe</b> Executive Officer Supervision of JEA	●	●					●	●			
<b>Takaaki Nagai</b> Executive Officer Executive Vice President of System Engineering Div.	●	●					●	●			
<b>Kinya Uchihashi</b> Executive Officer Executive Vice President of Reagent Production	●	●					●	●			
<b>Andy Hay</b> Executive Officer CEO, Sysmex America, Inc.	●	●					●	●	●		