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To Our Shareholders:

(Securities Code: 2183)

June 8, 2026

1-6-1 Miyahara, Yodogawa-ku, Osaka

Linical Co., Ltd.

Kazuhiro Hatano, President & CEO

## Notice of the 21st Ordinary General Meeting of Shareholders

Dear Sir or Madam, we would like to express our appreciation for your continued support and patronage. Please be notified that the 21st Ordinary General Meeting of Shareholders of Linical Co., Ltd. (the “Company”) will be held as described below.

When convening this General Meeting of Shareholders, the Company has taken measures for electronic provision for the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (Matters Concerning Electronic Provision Measures), and posted the information on the following websites on the Internet. Please check any one of the following websites.

[The Company website]

<https://www.linical.com/ja/investors>

(Please access the website listed above and check the “Stock Information” section)

[Website for the materials for the General Meeting of Shareholders]

<https://d.sokai.jp/2183/teiji/>

[Tokyo Stock Exchange website (TSE Listed Company Search)]

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

(Please access the TSE website listed above, enter “Linical” in “Issue name (company name)” or “2183” in “Code” to search, select “Basic Information” and “Documents for public inspection/PR information” in that order, and then check the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” section under “Documents for public inspection.”)

You may exercise your voting rights online or in writing (by mail). We kindly request you to read the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights no later than the end of business at 5:30 p.m. (JST) on Monday, June 22, 2026.

Sincerely,

## Details

1. **Date and Time:** Tuesday, June 23, 2026 at 10 a.m. (JST)
2. **Venue:** Conference Room A, 3rd Floor, Shin-Osaka Brick Building, 1-6-1 Miyahara, Yodogawa-ku, Osaka
3. **Proposals and Reference Matters**
  - Items to be reported:**
    1. The business report, the consolidated financial statements and the results of consolidated financial statement audits by the Accounting Auditor and the Audit and Supervisory Committee for the 21st business period (April 1, 2025, to March 31, 2026)
    2. The non-consolidated financial statements for the 21st business period (April 1, 2025, to March 31, 2026)
  - Items to be resolved:**
    - Proposal No. 1 Election of Five (5) Executive Directors (Excluding Executive Directors Who Are Audit and Supervisory Committee Members)
    - Proposal No. 2 Election of One (1) Substitute Executive Director Who Is an Audit and Supervisory Committee Member
4. **Matters Prescribed for Convocation**
  - (1) When voting rights are exercised in writing (by mail) without indication of approval or disapproval for each proposal on the returned Voting Form, it shall be treated as “approve.”
  - (2) When voting rights are exercised multiple times via the Internet, the last vote shall be deemed valid.
  - (3) When voting rights are exercised both by the Voting Form (by mail) and via the Internet, the Internet vote shall be deemed valid.
  - When attending the General Meeting of Shareholders, please present the Voting Rights Exercise Form to the reception of the venue.
  - If any revision is made to the Matters Concerning Electronic Provision Measures, a notice to such effect shall be posted on the respective websites along with the matters before and after the revision.
  - Shareholders shall receive a document stating the Matters Concerning Electronic Provision Measures; however, the following items shall be excluded from the documents in accordance with the law and Article 16 of the Company’s Articles of Incorporation.
    - (i) “Framework to Ensure Proper Operation of Business and Its Operation” in the Business Report
    - (ii) “Consolidated Statement of Changes in Net Assets” and “Notes to Consolidated Financial Statements”
    - (iii) “Non-Consolidated Statement of Changes in Net Assets” and “Notes to Non-Consolidated Financial Statements”Therefore, the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements listed in the document are part of the documents audited by the Accounting Auditor and Audit and Supervisory Committee in preparing the Accounting Audit Report and Audit Report, respectively.

## Reference Documents for the General Meeting of Shareholders

### Proposal No. 1: Election of Five (5) Executive Directors (Excluding Executive Directors Who Are Audit and Supervisory Committee Members)

The term of office of all three (3) Executive Directors (excluding Executive Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of five (5) Executive Directors is proposed. Candidates for Executive Directors have been determined by the Board of Directors after consultation with the Nomination Committee (voluntary). In addition, the Audit and Supervisory Committee is of the opinion that it is appropriate to nominate the persons suggested in this proposal as candidates. The candidates for Executive Directors are as follows.

Candidate No. 1

**Kazuhiro Hatano** (DOB: March 17, 1965) Reappointment

Number of the Company's shares owned: 742,000

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Career summary, position, responsibility and significant concurrent positions

April 1990	Joined Clinical Development Department of Maruho Co., Ltd.
July 1998	Joined Development Department of Meditech International Co., Ltd.
March 1999	Joined Development Unit of Fujisawa Pharmaceutical Co., Ltd. (currently Astellas Pharma Inc.)
September 2004	Director of Aurora Co., Ltd.
June 2005	Founded the Company, Representative Director and President & CEO (current position)
February 2010	Head of Clinical Development Unit
September 2015	Head of Corporate Planning Office
December 2020	Head of Clinical Development Unit
July 2021	Head of Marketing Planning Office
June 2024	CEO (current position)
	Chief Commercial Officer (current position)
August 2024	Chief Strategy Officer (current position), Head of Corporate Planning Office (current position)
July 2025	Head of Public Relations Office (current position)

#### Reasons for nomination as a candidate for Executive Director

Kazuhiro Hatano has been leading the management of the entire Group as a core founding member of the Company, backed by his extensive knowledge and experience in new drug development at a major Japanese pharmaceutical company, etc., formulating and executing strategies for medium- to long-term growth, promoting the globalization of our Group. The Company nominates him for election as an Executive Director in order to realize business growth and enhance corporate value of the Group by having him continuously demonstrate his leadership.

Candidate No. 2

**Shigeru Nakaji** (DOB: July 31, 1966) New appointment

Number of the Company's shares owned: 0

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Career summary, position, responsibility and significant concurrent positions

April 1991	Joined Fujisawa Pharmaceutical Co., Ltd. (currently Astellas Pharma Inc.)
November 2004	Fujisawa Healthcare Inc. (currently Astellas US LLC.) Assistant Director, Drug Development Project Management
April 2008	Director of Asian Development, Development Division of Astellas Pharma Inc.
October 2012	Astellas Pharma China Inc. Planning & Administration Director, Medical & Development
October 2014	Astellas Pharma China Inc. Executive Director, Development
October 2017	Executive Director of Japan Asia Clinical Development I, Development of Astellas Pharma Inc.
April 2018	Vice President of Planning & Administration, Development of Astellas Pharma Inc.
March 2023	Vice President of Development Planning & Administration, M&D Strategy & Operation of Astellas Pharma Inc.
March 2024	Vice President of M&D Strategy & Operation, CMO Office of Astellas Pharma Inc.
April 2025	Head of RD Operations, RD Strategy and Operations, CRDO Office of Astellas Pharma Inc.
April 2026	Senior Advisor of RD Strategy and Operations, CRDO Office of Astellas Pharma Inc. (current position)

#### **Reasons for nomination as a candidate for Executive Director**

Shigeru Nakaji has experience in clinical development, having been stationed in the U.S. and China in the clinical development department of Astellas Pharma Inc. He was engaged in local project management in the U.S., and was in charge of organization building and formulating and implementing development strategies as head of the development department in China. Since returning to Japan, he has been involved in the management of global R&D organizations at the CRDO Office and other offices. In addition, he is the chairman of the Pharmaceutical Evaluation Committee of the Japan Pharmaceutical Manufacturers Association (JPMA), and has extensive experience in industry activities. The Company requests his election as an Executive Director to use his extensive experience and knowledge for business growth and improvement of corporate value of the Company.

Candidate No. 3

**Jun Kawai** (DOB: October 26, 1968) New appointment

Number of the Company's shares owned: 600,400

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Career summary, position, responsibility and significant concurrent positions

April 1993	Joined Research Division, Nihon Schering K.K. (currently Bayer Yakuhin, Ltd.)
November 1996	Joined Development Department of Meditech International Co., Ltd.
June 1999	Joined Development Division of SmithKline Beecham Co., Ltd. (currently GlaxoSmithKline K.K.)
July 2001	Joined Development Division of Shionogi & Co., Ltd.
September 2004	Director of Aurora Co., Ltd.
December 2005	Executive Director of the Company
April 2007	Deputy Director of Clinical Development Unit (Osaka)
April 2008	Executive Vice President and Executive Director
May 2013	CEO of LINICAL KOREA CO., LTD.
June 2013	Executive Vice President and Executive Director of the Company
June 2016	Executive Vice President and Executive Director, Supervisory Director of the Asian Region
July 2017	Head of Quality Control (QC) Unit
May 2019	President & CEO of Linical China Co., Ltd.
December 2019	President & CEO of LINICAL TAIWAN CO., LTD.
May 2021	LINICAL USA, INC. Director, President & CEO Linical Accelovance America, Inc. Director, President & CEO
January 2023	LINICAL Europe Holding GmbH Director & CEO LINICAL USA, INC. Director Linical Accelovance America, Inc. Director
April 2024	Chief of the General Affairs, Human Resources & Legal Affairs Unit (current position)
June 2024	Chief Administrative Officer (current position)
August 2024	Director of Linical Australia PTY Ltd. (current position)
April 2025	Deputy Head of Clinical Development Unit
April 2026	Chief Clinical Operation Officer (current position), Head of Clinical Development Unit (current position)

#### **Reasons for nomination as a candidate for Executive Director**

Jun Kawai is currently leading the Company's global strategy as Chief Administrative Officer based on his extensive knowledge and experience in new drug development at a major Japanese pharmaceutical company, etc., through his experience as General Manager of the Company's Quality Control Division, and being in charge of Asia. After heading the U.S. business from May 2021, he went on to lead the Europe business from January 2023. The Company requests his election as an Executive Director as he has sufficient achievements to assume a weighty responsibility as an Executive Director.

Candidate No. 4

**Yoshimitsu Ando** (DOB: November 5, 1958) Reappointment Outside Independent Officer

Number of the Company's shares owned: 0

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Career summary, position, responsibility and significant concurrent positions

April 1982	Joined Fujisawa Pharmaceutical Co., Ltd. (currently Astellas Pharma Inc.)
January 2009	Vice President, Head of Clinical Development Department II, Development Division of Astellas Pharma Inc.
October 2011	Corporate Vice President in charge of Development Division of Toyama Chemical Co., Ltd.
June 2012	Senior Vice President, Head of Development Division and Deputy Head of Business Strategy Office of Toyama Chemical Co., Ltd.
April 2013	Senior Vice President, Head of Clinical Development Office of Toyama Chemical Co., Ltd.
June 2015	Executive Director and Senior Vice President, Head of Clinical Development Office of Toyama Chemical Co., Ltd.
April 2017	Executive Director and Senior Vice President and Assistant to the President and Head of Clinical Development Office of Toyama Chemical Co., Ltd.
October 2018	Executive Director and Senior Vice President, Head of Development Division of FUJIFILM Toyama Chemical Co., Ltd.
July 2021	Full-time Audit & Supervisory Board Member of the Company
June 2023	Outside Executive Director of the Company (Full-time Audit and Supervisory Committee Member)
June 2025	Outside Executive Director of the Company (current position)

**Reasons for nomination as a candidate for Outside Executive Director and outline of expected roles**

Yoshimitsu Ando has experience of leading global drug development as a global project leader and promoting clinical development in Japan as head of the clinical development department at Astellas Pharma Inc. In addition, he has experience of leading the Clinical Development Office as an Executive Director at Toyama Chemical Co., Ltd., and of leading the Development Division as an Executive Director at FUJIFILM Toyama Chemical Co., Ltd. The Company requests his election as an Outside Executive Director in order to continue to use his abundant experience and knowledge gained at these companies for business growth and improvement of corporate value of the Company.

Candidate No. 5

**Satoko Nishimura** (DOB: January 14, 1967) Reappointment Outside Independent Officer

Number of the Company's shares owned: 0

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Career summary, position, responsibility and significant concurrent positions

October 1989	Joined Asahi Shinwa Accounting Firm (currently KPMG AZSA LLC)
August 1993	Registered as a certified public accountant
March 2001	Established Satoko Nishimura Certified Public Accountant Office and assumed the position of Representative (current position)
October 2002	Registered as a certified public tax accountant Established Satoko Nishimura Certified Public Tax Accountant Office and assumed the position of Representative (current position)
February 2023	Outside Director (Audit and Supervisory Committee Member) of Zojirushi Corporation (current position)
June 2023	Outside Executive Director of the Company (current position)

**Reasons for nomination as a candidate for Outside Executive Director and outline of expected roles**

Satoko Nishimura has expertise and experience as a certified public accountant and tax accountant and has considerable knowledge of finance and accounting. The Company requests her election as an Outside Executive Director to continue to use her extensive experience and expertise to strengthen the Company's supervisory structure.

- (Notes)
1. Yoshimitsu Ando, and Satoko Nishimura are candidates for Outside Executive Directors. The Company has appointed Yoshimitsu Ando and Satoko Nishimura as Independent Officers as set forth by Tokyo Stock Exchange, Inc.
  2. Although Satoko Nishimura has never been involved in corporate management other than serving as an outside director, for the above reasons, the Company has determined that she will be able to appropriately perform her duties as an Outside Executive Director.
  3. Yoshimitsu Ando and Satoko Nishimura are currently Outside Executive Directors of the Company, and their term of office as Outside Executive Directors will be three years for Yoshimitsu Ando (including two years as an Outside Executive Director who is an Audit and Supervisory Committee Member) and three years for Satoko Nishimura at the conclusion of this General Meeting of Shareholders.
  4. Shigeru Nakaji's appointment as Executive Director is scheduled on August 1, 2026.
  5. There is no special interest between each of the candidates and the Company.
  6. The Company has entered into an agreement with Yoshimitsu Ando and Satoko Nishimura to limit their liability for damages under Article 423, paragraph 1 of the Companies Act. If the re-election of these two is approved, the Company plans to continue the liability limitation agreement with them to limit their liability for damages to the amount stipulated by laws and regulations in accordance with the Articles of Incorporation of the Company.
  7. The Company and an insurance company have entered into a directors' and officers' liability insurance contract as prescribed in Article 430-3, paragraph 1 of the Companies Act to cover legal damages and expenses for litigation in the event that a claim for damages is made against the insured during the insurance period due to an act committed by the insured based on his or her status under the insurance contract. An outline of the contents of the D&O Insurance is as described in the business report. If each candidate is elected as an Executive Director and assumes office, he or she shall be the insured under the relevant insurance contract. The policy is scheduled to be renewed with the same content at the next renewal.

## **Proposal No. 2: Election of One (1) Substitute Executive Director Who Is an Audit and Supervisory Committee Member**

In case the number of Executive Directors who are Audit and Supervisory Committee Members falls short of the number required by laws and regulations, the advance election of one (1) Substitute Executive Director who is an Audit and Supervisory Committee Member is proposed. Satoko Nishimura is also a candidate for Executive Director in Proposal No. 1 “Election of Five (5) Executive Directors (Excluding Executive Directors Who Are Audit and Supervisory Committee Members).” Even in the event that the Proposal No. 1 is approved as originally proposed and she assumes office as Executive Director who is not an Audit and Supervisory Committee member, when a vacancy arises in the office of Executive Director who is an Audit and Supervisory Committee Member in the future and she assumes office as Executive Director who is an Audit and Supervisory Committee Member, she will resign as Executive Director who is not an Audit and Supervisory Committee member prior to such assumption of office.

The election may be revoked only prior to the assumption of office by resolution of the Board of Directors, upon obtaining consent of the Audit and Supervisory Committee.

This proposal has been approved in advance by the Audit and Supervisory Committee.

The candidate for Substitute Executive Director who is an Audit and Supervisory Committee Member is as follows.

**Satoko Nishimura** (DOB: January 14, 1967) Outside Independent Officer

Number of the Company’s shares owned: 0

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Career summary, position, responsibility and significant concurrent positions

October 1989	Joined Asahi Shinwa Accounting Firm (currently KPMG AZSA LLC)
August 1993	Registered as a certified public accountant
March 2001	Established Satoko Nishimura Certified Public Accountant Office and assumed the position of Representative (current position)
October 2002	Registered as a certified public tax accountant Established Satoko Nishimura Certified Public Tax Accountant Office and assumed the position of Representative (current position)
February 2023	Outside Director (Audit and Supervisory Committee Member) of Zojirushi Corporation (current position)
June 2023	Outside Executive Director of the Company (current position)

### **Reasons for nomination as a candidate for Substitute Outside Executive Director who is an Audit and Supervisory Committee Member and outline of expected roles**

Satoko Nishimura has expertise and experience as a certified public accountant and tax accountant and has considerable knowledge of finance and accounting. The Company has determined that she will be able to appropriately perform her duties if she assumes office as Executive Director who is an Audit and Supervisory Committee Member. For the above reasons, the Company proposes her election as a Substitute Outside Executive Director who is an Audit and Supervisory Committee Member.

- (Notes)
1. There is no special interest between the candidate and the Company.
  2. Satoko Nishimura is a candidate for Substitute Outside Executive Director who is an Audit and Supervisory Committee Member, and the Company has appointed Satoko Nishimura as an Independent Officer as set forth by Tokyo Stock Exchange, Inc.
  3. Although Satoko Nishimura has never been involved in corporate management other than serving as an outside director, for the above reasons, the Company has determined that she will be able to appropriately perform her duties as an Outside Executive Director who is an Audit and Supervisory Committee Member.
  4. Satoko Nishimura is currently Outside Executive Directors of the Company, and her term of office as Outside Executive Director will be three years at the conclusion of this General Meeting of Shareholders.
  5. The Company has entered into an agreement with Satoko Nishimura to limit their liability for damages under Article 423, paragraph 1 of the Companies Act. If Satoko Nishimura assumes office as Executive Director who is an Audit and Supervisory Committee Member, the Company plans to continue the liability limitation agreement with her to limit her liability for damages to the amount stipulated by laws and regulations in accordance with the Articles of Incorporation of the Company.
  6. The Company and an insurance company have entered into a directors’ and officers’ liability insurance contract as prescribed in Article 430-3, paragraph 1 of the Companies Act to cover legal damages and expenses for litigation in the event that a claim for damages is made against the insured during the insurance period due to an act committed by the insured based on his or her status under the insurance contract. An outline of the contents of the D&O Insurance is as described in the business report. If the candidate assumes office as Executive Director who is an Audit and Supervisory Committee Member, she shall be the insured under the relevant insurance contract.

(Reference) "Skill Matrix" of the Board of Directors of the Company after the Shareholders Meeting  
The composition of the Board of Directors and the principal skills, experience and knowledge possessed by each Executive Director if Proposals 1 is approved as originally proposed will be as follows.

Name	Title	Corporate Management Business Strategy	Drug Development	Global Business	HR Strategy	Risk Management Compliance Legal Affairs	Finance Accounting
Kazuhiro Hatano	Representative Director and President CEO, CCO	○	○	○			
Shigeru Nakaji	Executive Director CSO	○	○	○			
Jun Kawai	Executive Director CAO, CCOO	○	○	○	○	○	
Yoshimitsu Ando	Outside Executive Director	○	○	○		○	
Satoko Nishimura	Outside Executive Director						○
Yuichi Murakami	Outside Executive Director (Full-time Audit and Supervisory Committee Member)					○	○
Yoshiaki Nakashima	Outside Executive Director (Audit and Supervisory Committee Member)				○	○	
Eri Sugiyama	Outside Executive Director (Audit and Supervisory Committee Member)					○	