This document has been translated from the Japanese original (as submitted to the Tokyo Stock Exchange) for reference purposes only.
Olympus Corporation assumes no responsibility for direct, indirect or any other forms of damages caused by misunderstanding from the translation.

Last updated: September 29, 2026

Olympus Corporation

Director, Representative Executive Officer, President and Chief Executive Officer, Bob White
Contact for inquiries: Investor Relations, Vice President, Takaaki Sakurai
Securities Code: 7733
https://www.olympus-global.com/

The status of corporate governance of Olympus is as set out below.

I Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information

1. Basic Views

Olympus Corporation has formulated basic concepts concerning corporate governance in the "Basic Policy on Corporate Governance." For details of this basic policy, please refer to Attachment 1 of this report.

[Reasons for Non-Compliance with the Principles of the Corporate Governance Code] Updated

Olympus Corporation complies with all the principles of the Corporate Governance Code (June 2021 Revision).

[Disclosure Based on Each Principle of the Corporate Governance Code] Updated

This section is prepared in accordance with the Corporate Governance Code (June 2021 Revision).

[Principle 1-4 Policy shareholdings]
• Olympus Corporation's policy regarding possession of listed shares as a policy measure and the criteria for exercise of voting rights for such policy shareholdings are stated in 1.-(4) of the "Basic Policy on Corporate Governance" in Attachment 1 of this report, and the Company follows this policy and criteria in handling such shares.
• Every year, the Board of Directors will assess the suitability of ownership for each individual issue, considering comprehensively the purpose of and the risks and benefits associated with the holdings, and may gradually reduce such shares that we judge not to be suitable for continued ownership. As of the end of March 2026, Olympus Corporation holds seven issues worth 2.6 billion yen. Details have been disclosed in our annual securities reports, for your reference.
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf
• If a company that holds Olympus Corporation's shares as policy shareholdings other than pure investment makes an offer to sell, etc., the sale cannot be prohibited.

[Principle 1-7 Related party transactions]
Information concerning the framework of procedures when Olympus Corporation and its subsidiaries conduct transactions with related parties is stated in 1.-(5) of the "Basic Policy on Corporate Governance" in Attachment 1 of this report, for your reference.

[Supplementary principle 2-4-1 Ensuring different perspectives in the promotion to core human resources]
(1) Policies and voluntary and measurable goals for ensuring different perspectives and their status
At the Olympus Group, our employees and organization must be able to rapidly respond to our dramatically changing world and the needs of our patients, based on a foundation of connecting diverse employees through shared values, sincerely fostering personal growth at both the employee and company levels, and continuously growing together. Please refer to our website and annual securities reports where specific initiatives, targets, and results for ensuring different perspectives have been disclosed.
Inclusion
https://www.olympus-global.com/csr/social/inclusion/
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

(2) Policies for human resources development and internal environment development to ensure different perspectives, and the status of their implementation
• Initiatives for employee development and internal environment development
Olympus Corporation has formulated a human resource strategy toward achieving the corporate strategy that it announced in November 2025. By establishing a growth mindset within our corporate culture and upskilling our human resources to use AI, we will evolve into an organization that is resilient in the face of change. In addition, by executing leadership and talent strategies companywide, we will transform the capabilities of our human resources into a platform that will support our future competitive advantage. Furthermore, we will also work on increasing employee engagement as the organizational foundation that enables all employees to work comfortably and deliver their best performance. In addition, we have introduced a common global human resource system as a foundation that enables optimal placement of human resources globally to make full use of their capabilities.

In order to secure and retain talented human resources, we have also introduced a common global stock compensation system as part of the compensation system for employees in senior positions. Please refer to our annual securities reports where specific initiatives for employee development and internal environment development have been disclosed.

Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

• Initiatives to ensure human resources who have different perspectives

The Olympus Group works to provide employees with opportunities to reach their full potential. Olympus Corporation's initiatives to promote equality in the workplace between men and women have been highly rated, and in 2019 we received Eruboshi Grade 3 certification. By proactively recruiting and supporting people at all levels of ability, including those with physical, mental, and cognitive disabilities, we work to create workplaces that incorporate different perspectives. These employees play active roles in a wide range of fields, including general clerical positions, as well as in specialist roles in production engineering or IT development. In 2009, we established a special-purpose company to expand employment opportunities for people with disabilities. We work to maintain an environment conducive to continuous employment through such measures as tailoring work processes to the characteristics of people with disabilities and assigning staff to guide them in active roles. Please refer to our website for specific initiatives and achievements.

Inclusion
https://www.olympus-global.com/csr/social/inclusion/
Employment
https://www.olympus-global.com/csr/social/employment/

• Initiatives for KENKO Investment for Health

The Olympus Group believes that creating a workplace environment in which its employees can work in good health and with vitality is a prerequisite for advancing the company's various activities. To support this, the Olympus Group established the Olympus Health Declaration in April 2018, which proclaims management's commitment to firmly support maintaining and promoting the health of its employees and their families, in cooperation with Olympus Health Insurance Society. While reviewing and strengthening the health support system and clarifying the health issues of the Olympus Group, we have actively implemented various health measures and lifestyle improvement measures in response to changes in the work environment and working style. In addition to verifying the effectiveness of each measure, the Olympus Group has set evaluation indicators for overall health management and actively publishes them on the Olympus Group corporate website. These efforts have been well received, and Olympus Corporation has been certified as a "White 500 KENKO Investment for Health Outstanding Organization" for ten years in a row since 2017.

[Principle 2-6 Exercising the functions of corporate pension asset owners]

Regarding the corporate pension fund of Olympus Corporation, the Asset Management Committee, which is charged with deliberations and proposals concerning the investment management of pension assets, submits proposal to various conference bodies, such as the Governing Board and the Representatives Committee, where proposals are deliberated upon and after verification of the appropriateness thereof executed by the Olympus corporate pension fund.

The Olympus corporate pension fund is subject to investment trust and pension insurance arrangements in accordance with policies and portfolios approved by the Asset Management Committee and the Representatives Committee. The actual fund management is mandated to a financial institution, with the investment status including stewardship activities being subject to quarterly monitoring in regular operations briefing sessions. The Asset Management Committee and the Representatives Committee consist of persons with expertise in the fields of human resources, accounting, and finance, as well as employee representatives, forming a framework capable of verifying the sound operations of the pension funds from the perspectives of professional expertise and beneficiary protection.

[Principle 3-1 Complete information disclosure]

In addition to appropriate disclosure based on laws and regulations, Olympus Corporation voluntarily disseminates the following information in order to ensure transparency and fairness in decision-making and to realize effective corporate governance.

(1) Corporate Philosophy and Corporate Strategy

• We have published the details of our Corporate Philosophy on our website.
Corporate Philosophy
https://www.olympus-global.com/company/philosophy/philosophy.html

• We have published the details of our corporate strategy on our website.
Corporate Strategy
https://www.olympus-global.com/company/philosophy/strategy.html

(2) Basic concepts concerning corporate governance of Olympus Corporation

Based on the respective principles of the Corporate Governance Code, we have formulated as its "Basic Policy on Corporate Governance" basic concepts concerning corporate governance. For details of this basic policy, please refer to Attachment 1 of this report.

(3) Policies and procedures in determining compensation of directors and executive officers

Details on policies and procedures in determining compensation of directors and executive officers have been disclosed in our annual securities reports, for your reference.

Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026).
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

(4) Policies and procedures for election of directors and executive officers

At Olympus Corporation, proposals for director candidate elections and dismissals are determined by the Nominating Committee, whose members consist solely of independent outside directors, after considering the composition of the Board of Directors,

discussing whether the candidate has experience, insight, etc. appropriate for directors, and conducting interviews. In addition, elections of executive officers are determined by the Board of Directors after the Nominating Committee discusses whether the candidate has experience, insight, etc. appropriate for executive officers and develops proposals for elections.

(5) The reasons for the election of each director

The reasons for the election of each director and skill matrix are described in the reference documentation to proposals for the election of directors, which is part of the convocation notice of the general meeting of shareholders and in this report (section II. Business Management Organization and Other Corporate Governance Systems Regarding Decision-Making, Execution of Business, and Monitoring, 1. Organizational Composition and Operation, and Attachment 2 "Directors Skills Matrix").

Notice Regarding the Convocation of the General Meeting of Shareholders For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus-global.com/ir/stock/pdf/meetingFY2026_01.pdf

[Supplementary principle 3-1-3 Initiatives on sustainability and so on]

• Initiatives on sustainability

The Olympus Group recognizes that our Group itself can continue to be a sustainable company by contributing to society through activities aimed at "Making people's lives healthier, safer and more fulfilling," our Corporate Philosophy, and believes that our ESG (environment, society, and governance) strategies are important in realizing that Corporate Philosophy. The corporate strategy announced in November 2025 lists our priorities: "Innovation-Driven Growth," "Simplicity," and "Accountability." Among these priorities, ESG promotion is positioned as an important initiative for "Accountability." Under this corporate strategy, the Olympus Group continues to promote ESG activities with an emphasis on the alignment and consistency of our ESG strategy with our management, business, and function strategies. We have published our initiatives on sustainability on our website and in our annual securities reports.

Sustainability
https://www.olympus-global.com/csr/
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

• Investments in human capital

The Olympus Group believes that its employees are its most important management resource, and aims to create innovation by bringing together the limitless possibilities of employees around the globe, thus fulfilling Our Purpose of "Making people's lives healthier, safer and more fulfilling," as set out in the Corporate Philosophy. We have published personnel-related initiatives on our website and in our annual securities reports.

Sustainability
https://www.olympus-global.com/csr/
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

• Investments in intellectual property

Olympus Corporation believes that the strategic use of intellectual property (IP) is increasingly important as the competitive environment in the medical device market intensifies. Following a reassessment of its existing patent portfolio in accordance with a globally standardized process for determining whether to maintain patent rights, Olympus Corporation's IP function has been working to streamline its holdings by retaining only those patents necessary for its business. As a result, we have reduced portfolio assets by approximately 2,000 patents over the past three years. The financial resources released from this are being allocated to strategic IP investments in high-growth business areas that will be key drivers of future revenue. We have classified our company-wide business areas into approximately 50 categories, identified high-growth business areas with market or sales growth rates of double digits or more, and concentrated IP investments accordingly. As a result, the proportion of our patent portfolio in high-growth business areas has been continually increasing. Moreover, to drive continuous innovation, we are strengthening IP activities at the early stage of development, and we have also made progress on introduction of the international standard for IP management systems (ISO 56005), reaching an implementation rate of 96%. We will proceed further with development of an IP management system in compliance with the international standard ISO 56005 as we work toward sustainable growth. We have published initiatives related to intellectual property in our integrated reports.

Integrated Report For the Fiscal Year Ended March 31, 2025
https://www.olympus-global.com/ir/data/integratedreport/2025.html

• The impact of climate change-related risks and earning opportunities on our business activities and profits

The Olympus Group is using scenario analysis to identify risks and opportunities related to climate change in the short, medium, and long term. Although there will be some impact of climate change risks on the Olympus Group's strategy and financial plans, the degree of impact is estimated to be relatively small. At the same time, we will continue to develop eco-friendly products based on energy saving, etc., by viewing the growing need for products that help reduce greenhouse gas emissions as an opportunity related to climate change. The products of the Olympus Group are compact and consume little energy when used. Therefore, since climate change has little impact on demand for products and services, we also recognize it does not have a major impact on business activities. We have published our climate change-related initiatives on our website and in our integrated reports.

Environmental Policy and Strategy
https://www.olympus-global.com/csr/environment/management/
Sustainability
https://www.olympus-global.com/csr/
Integrated Report For the Fiscal Year Ended March 31, 2025
https://www.olympus-global.com/ir/data/integratedreport/2025.html

[Supplementary principle 4-1-1 Scope of delegation to the management team]
We clearly separate the monitoring function from the executional function of management as a company with Nominating Committee, etc. to accelerate and streamline decision making in the execution of duties and further increase the transparency as part of enhancing governance. The Board of Directors aims to accelerate and streamline management decision making and execution by having a structure that focuses on deciding important matters on core managerial elements and management monitoring, delegating more authority to executive officers concerning decision making on the execution of duties and matters related to business execution. In addition, the Board of Directors makes decisions on matters related to the Basic Management Policy and internal control systems as well as other important matters and matters related to the execution of important duties, and receives reports from executive officers. Matters to be referred to the Board of Directors are set forth in Regulations of the Board of Directors and The Board of Directors Resolutions/Reporting Criteria.

[Principle 4-9 Independence standards and qualification for independent outside directors]
The Board of Directors determines criteria for ensuring the independence of independent outside directors, which are detailed in this report, section II. 1. "Organizational Composition and Operation," sub-section "Matters Concerning Independent Directors." In addition, the Nominating Committee, which consists solely of independent outside directors, assesses the independence of candidates, thereby ensuring practical independence, and at the same time verifies that the selected candidates can be expected to contribute to the Board of Directors.

[Supplementary principle 4-10-1 The mandates and roles as well as the policy regarding the independence of the composition of each committee]
The mandates and roles as well as the policy regarding the independence of the composition of each committee are described in Attachment 1 "Basic Policy on Corporate Governance," 4.-(7) of this report.

[Supplementary principle 4-11-1 Balance, composition and scale for the Board of Directors, and policies and procedures for election of the directors]
At Olympus Corporation, the Nominating Committee creates a matrix of the experience and insight required from directors of Olympus Corporation, and determines director candidates. Balance and composition for the Board of Directors, and policies and procedures for election of the directors are stated in Attachment 1 "Basic Policy on Corporate Governance," 4.-(3), (4), and (9) of this report. As for the composition of the Board of Directors, of 10 directors, nine are independent outside directors. In addition, of 10 directors, seven have a citizenship other than Japanese nationality, and two are women. With multiple human resources equipped with abundant experience and insight in corporate management, finance and international business deployment, the Board has a composition with consideration for ensuring a range of viewpoints as well. The reasons for the election of each director and skill matrix are described in the reference documentation to proposals for the election of directors, which is part of the convocation notice of the general meeting of shareholders and in this report (section II. Business Management Organization and Other Corporate Governance Systems Regarding Decision-Making, Execution of Business, and Monitoring, 1. Organizational Composition and Operation, and Attachment 2 "Directors Skills Matrix").

Notice Regarding the Convocation of the General Meeting of Shareholders For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus-global.com/ir/stock/pdf/meetingFY2026_01.pdf

[Supplementary principle 4-11-2 Situation of concurrent posts for directors and audit & supervisory board members]
Directors' status as concurrently serving officers of other listed companies is disclosed annually in the reference documents and the business report of the notices regarding the convocation of the general meeting of shareholders, and in the annual securities reports.

Notice Regarding the Convocation of the General Meeting of Shareholders For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus-global.com/ir/stock/pdf/meetingFY2026_01.pdf
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

[Supplementary principle 4-11-3 Self-evaluation for the Board of Directors]
With the goal of realizing effective corporate governance, every year since 2015, we have conducted an evaluation of the overall effectiveness of the Board of Directors and disclosed a summary of the results. Evaluations are based primarily on questionnaires targeting all directors, but in view of the situation in the fiscal year concerned, other methods are also employed, including discussions and interviews with individual directors. Furthermore, in order to ensure the objectivity of evaluations, a third party (outside consultant) is also involved in the evaluation process. The results are analyzed to be shared with the Board of Directors and utilized to identify actions for improving the effectiveness of the Board of Directors and to consider future initiatives. In order to pursue "Making people's lives healthier, safer and more fulfilling" in our Corporate Philosophy, we continue to work to strengthen corporate governance, an important part of our management platform, and to enhance transparency. A summary of the evaluation of the Board of Directors is published on our website.

Evaluation of effectiveness of the Board of Directors:
https://www.olympus-global.com/company/governance/board.html

[Supplementary principle 4-14-2 Training for directors]
As part of training for directors, we are providing support to promote understanding of views and recognition of issues on the executive side, and to deepen understanding of the roles and responsibilities of directors of Olympus Corporation, by having meetings with newly appointed directors and executive officers. In addition, we provide opportunities for visits to our major business bases such as business offices and factories, and product demonstrations, etc. as needed, in order to support the acquisition of knowledge

about our business. We will also provide necessary support including covering costs for gaining knowledge required to carry out their duties as a director.

[Principle 5-1 Policy concerning constructive interaction with shareholders]
Policies concerning the creation of frameworks and efforts to promote the constructive interaction with shareholders are described in the section "Basic Policy on Corporate Governance," 5.-(1) in Attachment 1 of this report.

[Action to Implement Management That Is Conscious of Cost of Capital and Stock Price]

Contents	Disclosure of Initiatives (Updates)
English disclosure	Yes
Update date	June 26, 2026

Explanation of relevant items

In the corporate strategy announced in November 2025, Olympus Corporation's main financial targets are to progressively increase the rate of net sales growth from 3% to 4% and then 5% from the fiscal year ending March 31, 2027 to the fiscal year ending March 31, 2029, and to realize an improvement in profit margins of around 100 bps or more per year during the same period, using the fiscal year ended March 31, 2026 as a baseline. Furthermore, we also emphasized steady improvement in the EPS growth rate and free cash flow, as we promote management that is conscious of the cost of capital, while clarifying our capital allocation policy, which aims to balance growth investment and shareholder returns. Taking the strategic pillars for realizing these goals as "Innovation-Driven Growth," "Simplicity," and "Accountability," we are working to strengthen the business portfolio centered on endoscopes, expand into the therapeutic devices domain and high growth markets, concentrate investment in next-generation technologies, such as AI and robotics, and reform our operating model with division as the leading axis. Furthermore, through IR events and the like, management will provide direct explanations to shareholders and investors regarding our earnings plan, capital policy, and management resource allocation policy, as we strive to promote understanding of our initiatives for creating corporate value over the medium to long term. Details have been published in our annual securities report and on our website.
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf
Corporate Strategy
https://www.olympus-global.com/company/philosophy/strategy.html

2. Capital Structure

Foreign shareholding ratio	30% or more

[Status of Major Shareholders]

Name	Number of shares held (shares)	Ratio (%)
The Master Trust Bank of Japan, Ltd. (trust account)	210,749,500	19.14
Custody Bank of Japan, Ltd. (trust account)	73,848,800	6.71
STATE STREET BANK AND TRUST COMPANY 505001	57,412,385	5.21
JP MORGAN CHASE BANK 385839	40,984,300	3.72
SMBC Trust Bank Ltd. (Olympus shares in Sumitomo Mitsui Banking Corporation's retirement benefit trust account)	39,509,300	3.59
Morgan Stanley MUFG Securities Co., Ltd.	27,002,882	2.45
Nippon Life Insurance Company	21,258,572	1.93
THE CHASE MANHATTAN BANK, N.A. LONDONSECS LENDING OMNIBUS ACCOUNT	20,359,229	1.85
STATE STREET BANK AND TRUST COMPANY 505103	18,456,044	1.68
JP MORGAN CHASE BANK 385642	17,084,533	1.55

Name of controlling shareholder, if applicable (excluding parent companies)	———
Name of parent company, if applicable	None

Supplementary explanation

1. The status of major shareholders listed is current as of March 31, 2026.
2. The Change Report for the Large-Volume Holding Report dated May 10, 2023 and available for public inspection shows that Nomura Asset Management Co., Ltd. and one other joint holder hold 85,792,527 shares (5.05% holding ratio of share certificates, etc.) as of April 28, 2023, but as Olympus Corporation could not confirm the actual number of shares held as of March 31, 2026, these holders have not been included in the above status of major shareholders.
3. The Change Report for the Large-Volume Holding Report dated January 7, 2025 and available for public inspection shows that BlackRock Japan Co., Ltd. and seven other joint holders hold 85,403,225 shares (7.25% holding ratio of share certificates, etc.) as of December 31, 2024, but as Olympus Corporation could not confirm the actual number of shares held as of March 31, 2026, these holders have not been included in the above status of major shareholders.
4. The Change Report for the Large-Volume Holding Report dated September 19, 2025 and available for public inspection shows that Sumitomo Mitsui Trust Asset Management Co., Ltd. and one other joint holder hold 70,611,600 shares (6.20% holding ratio of share certificates, etc.) as of September 15, 2025, but as Olympus Corporation could not confirm the actual number of shares held as of March 31, 2026, these holders have not been included in the above status of major shareholders.
5. The Change Report for the Large-Volume Holding Report dated March 19, 2026 and available for public inspection shows that Massachusetts Financial Services Company and one other joint holder hold 42,665,427 shares (3.83% holding ratio of share certificates, etc.) as of March 13, 2026, but as Olympus Corporation could not confirm the actual number of shares held as of March 31, 2026, these holders have not been included in the above status of major shareholders.

3. Corporate Attributes

Listed stock exchange and market division	Tokyo Stock Exchange, Prime Market
Fiscal year-end	March
Business sector	Precision instruments
Number of employees (consolidated) as of the end of the previous fiscal year	1,000 or more
Net sales (consolidated) in the previous fiscal year	1 trillion yen or more
Number of consolidated subsidiaries as of the end of the previous fiscal year	50 or more to less than 100

4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

———

5. Other Special Circumstances Which May Have a Material Impact on Corporate Governance

———

II Business Management Organization and Other Corporate Governance Systems Regarding Decision-Making, Execution of Business, and Monitoring

1. Organizational Composition and Operation

Corporate governance system	A company with Nominating Committee, etc.

[Directors]

Number of directors stipulated in the Articles of Incorporation	15
Directors' term of office stipulated in the Articles of Incorporation	1 year
Chairperson of the board	Outside director
Number of directors Updated	10

[Outside Directors]

Number of outside directors Updated	9
Number of independent directors Updated	9

Outside directors' relationship with the company (1) Updated

Name	Attribute	Relationship with the Company*										
		a	b	c	d	e	f	g	h	i	j	k
Masato Iwasaki	From another company											
David Robert Hale	From another company											
Jimmy C. Beasley	From another company											
Sachiko Ichikawa	From another company											
Kohei Kan	From another company											
Gary John Pruden	From another company											
Luann Marie Pendy	From another company											
Jean-Luc Butel	From another company											
Costa Saroukos*	From another company											

* Mr. Costa Saroukos's legal name is Constantine Saroukos.

*** Relationship with the Company**

*** Marked "○" if recently or currently applicable to the person in question and marked "△" if previously applicable.**

*** Marked "●" if recently or currently applicable to a relative in question and marked "▲" if previously applicable.**

a Business executive of a listed company or its subsidiary
b Business executive or non-executive director of a listed company's parent
c Business executive of a listed company's affiliate or subsidiary
d Person whose main transaction counterparty is a listed company or a business executive thereof
e Main transaction counterparty of a listed company or a business executive thereof
f Consultant, accounting expert, or legal expert deriving from a listed company large financial gains or other property (other than officers' remuneration)
g Main shareholder of a listed company (if that shareholder is a corporation, a business executive thereof)
h Business executive (only the person in question) of a transaction counterparty of a listed company (other than items d, e, and f)
i Business executive of an entity in a relationship of mutual employment as outside officers (only the person in question)
j Business executive of a recipient of a donation from a listed company (only the person in question)

k Other

Outside directors' relationship with the company (2) Updated

Name	Membership of committee			Designation as independent officer	Supplementary explanation of the relationship	Reasons for election
	Nominating Committee	Compensation Committee	Audit Committee			
Masato Iwasaki	○			○	There is no fact that falls under attribute information.	Dr. Masato Iwasaki provides advice and monitors the management of the Olympus Group from a position independent and objective and based on his extensive experience as a business manager at a global company in the healthcare industry and his global and extensive knowledge cultivated through his experience as an outside director at other companies. In addition, he leads the Board of Directors as Chairperson of the Board and he has facilitated decisions on the contents of proposals regarding the election of directors and in deliberations on matters related to the appointment of executive officers from a broad perspective as the Chairperson of the Nominating Committee. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for outside director again and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
David Robert Hale		○		○	There is no fact that falls under attribute information.	Mr. David Robert Hale provides advice and monitors the management of the Olympus Group from a position independent and objective and based on his diverse knowledge in global management cultivated through his extensive experience as a business manager at an investment company and his experience as an outside director at several other companies. In addition, he has participated in decisions on the compensation of directors and executive officers from a broad perspective as a member of the Compensation Committee. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for outside director again and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with

Name	Membership of committee			Designation as independent officer	Supplementary explanation of the relationship	Reasons for election
	Nominating Committee	Compensation Committee	Audit Committee			
						general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Jimmy C. Beasley		○		○	There is no fact that falls under attribute information.	Mr. Jimmy C. Beasley provides advice and monitors the management of the Olympus Group from a position independent and objective and based on his expert knowledge of the global healthcare business cultivated through his extensive management experience in the world's leading companies in the healthcare industry. In addition, he has facilitated discussions regarding the contents of compensation for directors and executive officers from a broad perspective as the Chairperson of the Compensation Committee. Furthermore, he has advised and monitored patient safety management, quality and product regulatory compliance, and research and development processes as a member of the Innovation & Safety (I&S) Committee. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for outside director again and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Sachiko Ichikawa			○	○	There is no fact that falls under attribute information.	Ms. Sachiko Ichikawa provides advice and monitors the management of the Olympus Group from a position independent and objective and based on her global and highly specialized expertise cultivated through her extensive experience as an attorney (in Japan and New York, U.S.A.) and a certified public accountant in the U.S., as well as her experience as an outside director and an outside auditor at several other companies. In addition, she has promoted the audit of the execution of duties by directors and executive officers from a broad perspective as a member of the Audit Committee. Olympus Corporation has determined that she possesses a high level of insight, expertise and capabilities, and that she will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, she was a candidate for outside

Name	Membership of committee			Designation as independent officer	Supplementary explanation of the relationship	Reasons for election
	Nominating Committee	Compensation Committee	Audit Committee			
						director again and was elected at the general meeting of shareholders held on June 25, 2026. She has not been involved in company management in any way other than as an outside director or audit & supervisory board member in the past, but for the reasons stated above, Olympus Corporation has determined that she will properly perform her duties as an outside director. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated her as an independent officer because she meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Kohei Kan			○	○	There is no fact that falls under attribute information.	Mr. Kohei Kan provides advice and monitors the management of the Olympus Group from a position independent and objective and based on his global and highly specialized expertise cultivated through his extensive experience as a certified public accountant, experience working abroad, experience as person in charge of auditing and assurance business overseas and as a Chief Executive Officer at an auditing firm. In addition, he has facilitated the audit of the execution of duties by directors and executive officers from a broad perspective as the Chairperson of the Audit Committee. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for outside director again and was elected at the general meeting of shareholders held on June 25, 2026. He has not been involved in company management in any way other than as an outside director or audit & supervisory board member in the past, but for the reasons stated above, Olympus Corporation has determined that he will properly perform his duties as an outside director. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Gary John Pruden	○			○	There is no fact that falls under attribute information.	Mr. Gary John Pruden provides advice and monitors the management of the Olympus Group from a position independent and objective and based on his diverse knowledge in global management cultivated through his extensive experience as a business manager in the world's leading companies in the healthcare industry and his experience as an outside director at several other companies. In addition, he has participated

Name	Membership of committee			Designation as independent officer	Supplementary explanation of the relationship	Reasons for election
	Nominating Committee	Compensation Committee	Audit Committee			
						in decisions on the contents of proposals regarding the election of directors and in deliberations on matters related to the appointment of executive officers from a broad perspective as a member of the Nominating Committee. Furthermore, he has advised and monitored patient safety management, quality and product regulatory compliance, and research and development processes, in addition to facilitating deliberations as the Chairperson of the Innovation & Safety (I&S) Committee. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for outside director again and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Luann Marie Pendy	○			○	There is no fact that falls under attribute information.	Dr. Luann Marie Pendy provides advice and monitors the management of the Olympus Group from a position independent and objective and based on her global and highly specialized expertise cultivated through her extensive experience in the areas of Quality Assurance and Regulatory Affairs (QA&RA) at the world's leading companies in the healthcare industry and at several other companies, as well as her experience on quality-related committees. In addition, she has participated in decisions on the contents of proposals regarding the election of directors and in deliberations on matters related to the appointment of executive officers from a broad perspective as a member of the Nominating Committee. Furthermore, she has advised and monitored patient safety management, quality and product regulatory compliance, and research and development processes as a member of the Innovation & Safety (I&S) Committee. Olympus Corporation has determined that she possesses a high level of insight, expertise and capabilities, and that she will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, she was a candidate for outside director again and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with

Name	Membership of committee			Designation as independent officer	Supplementary explanation of the relationship	Reasons for election
	Nominating Committee	Compensation Committee	Audit Committee			
						general shareholders and has designated her as an independent officer because she meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Jean-Luc Butel			○	○	There is no fact that falls under attribute information.	Mr. Jean-Luc Butel has global and extensive knowledge cultivated through his management experience at several global companies in the healthcare industry and his experience as an outside director at several other companies. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for new outside director and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.
Costa Saroukos*			○	○	There is no fact that falls under attribute information.	Mr. Costa Saroukos has global and highly specialized expertise in addition to broad knowledge cultivated through his extensive experience as Chief Financial Officer at several global companies in the healthcare industry and as a member of the Certified Practicing Accountant of Australia as well as his experience serving as a director at another company. Olympus Corporation has determined that he possesses a high level of insight, expertise and capabilities, and that he will contribute to strengthening the monitoring and decision-making functions of the Board of Directors effectively from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term. From the above, he was a candidate for new outside director and was elected at the general meeting of shareholders held on June 25, 2026. In addition, Olympus Corporation considers that there is no risk of conflicts of interest with general shareholders and has designated him as an independent officer because he meets the standards for the independence of outside officers stipulated by the Tokyo Stock Exchange and the "Criteria for Independence of Outside Directors" stipulated by Olympus Corporation.

* Mr. Costa Saroukos's legal name is Constantine Saroukos.

[Supervisory Committees]

Committee Compositions and Chairperson Attributes

	Total number of members	Number of full-time members	Number of internal directors	Number of outside directors	Chairperson
Nominating Committee	3	0	0	3	Outside director
Compensation Committee	3	0	0	3	Outside director
Audit Committee	4	0	0	4	Outside director

[Executive Officers]

Number of Executive Officers	11

Status of concurrent duties Updated

Name	Representative authority	Concurrent position as director			Concurrent position as employee
			Nominating Committee member	Compensation Committee member	
Bob White*	Yes	Yes	×	×	No
Brian R Barry	No	No	×	×	No
Simone Berger	No	No	×	×	No
Keith William Boettiger	No	No	×	×	No
John Manfred de Csepel	No	No	×	×	No
Gabriela Castillo Kaynor	No	No	×	×	No
Seiji Kuramoto	No	No	×	×	No
Syed Mukarram Naveed	No	No	×	×	No
Michael Angelo Parenti	No	No	×	×	No
David Michel Shan	No	No	×	×	No
Neil Boyden Tanner	No	No	×	×	No

* Mr. Bob White's legal name is Robert John White.

[Auditing Structure]

Appointment of directors and/or staff to support the Audit Committee	Yes

Matters concerning relevant directors' and employees' independence from executive officers

Olympus Corporation shall allocate a dedicated employee who assists with the Audit Committee's duties and have a concurrent employee as needed. In accordance with the provisions of the internal regulations, those employees who assist with the Audit Committee's duties shall perform their duties under the commands and instructions of the Audit Committee. In addition, by deciding the appointment, dismissal, transfer, wage or personnel evaluation of the dedicated employee who assists the Audit Committee with their duties only after obtaining the approval of the Audit Committee, Olympus Corporation shall ensure effectiveness of directions from the Audit Committee and independence of those employees from executives.

Cooperation among Audit Committee, accounting auditors and internal audit department

Olympus Corporation has adopted a dual reporting line in which the internal audit function reports directly to both the Chief Executive Officer (CEO) and the Audit Committee.
The Audit Committee gives consent on the internal audit plan, regularly receives reports on the result of internal audit, and confirms that these reports align with its key points to emphasize. The Audit Committee also provides direction as needed, thereby confirming the effectiveness of the various risk assessment, control, and monitoring processes performed under the direction of the executive officers. In addition, the Audit Committee regularly receives reports from the accounting auditor on the accounting audit plan, the implementation status of audits, and the status of the creation and operation of quality management systems, and confirms the audit quality, independence, etc. of the accounting auditor. Furthermore, the Audit Committee focuses on the global accounting audit system and audit quality, as well as on the status of global grip with respect to network firms, and determines the appropriateness of the accounting audits.
The internal audit function proposes the internal audit plan, provides regular and ad-hoc reports to the CEO and the Audit Committee on the implementation status and results of internal audits, as well as on the evaluation results of the establishment and

operation status of internal controls, and engages in close information exchanges and cooperation with the accounting auditor on audit plans and audit results.

[Matters Concerning Independent Directors]

Number of independent directors Updated	9

Other matters concerning independent directors

We designated nine outside directors as independent officers. No special interest relation exists between outside directors and Olympus Corporation.

[Policy on independence of Outside Directors]
Olympus Corporation has established its "Criteria for Independence of Outside Directors" as described below in order to clarify its policy on the independence of Outside Directors:
(Criteria for Independence of Outside Directors)

1. The Outside Director has not directly received, on average over the past three fiscal years, more than 10 million yen in remuneration or other assets (excluding remuneration from the Group as an officer) from Olympus Corporation and its subsidiaries (hereinafter collectively referred to as the "Group"). If the person is a consultant, accounting expert, or legal expert, the amount of remuneration or similar payments from the Group to the organization to which the person belongs is not more than 2% of the organization's annual consolidated revenue.
2. The Outside Director has not, at present or during the past three years, served as an Executive Director, Executive Officer, Corporate Officer, or employee of a company that falls under any of the following categories:
   (i) The amount of the transactions with the Group is more than 2% of the consolidated revenue of either party
   (ii) A major shareholder of Olympus Corporation (meaning a shareholder that directly or indirectly holds more than 10% of the total voting rights; the same shall apply hereinafter)
   (iii) The Group is a major shareholder of the relevant company
   (iv) The Group and the relevant company have a relationship in which they mutually dispatch and appoint directors
3. The Outside Director is not financially dependent on a person who falls under the categories of 1. or 2. above.
4. At present or at the time when the Board of Directors determines the content of the proposal for the General Meeting of Shareholders to appoint the candidate as an Outside Director, the Outside Director is not a spouse of, or a relative within the second degree of kinship of, a Director, Executive Officer, Corporate Officer, or employee of the Group.
5. The Outside Officer does not belong to an auditing firm that conducts statutory audits of the Group.
6. In addition to each of the above items, the Outside Director does not have any significant interest that casts doubt on his or her independence.

[Incentives]

Implementation status of measures related to incentives granted to directors and/or executive officers	Introduction of a performance linked compensation system

Supplementary explanation of relevant items

Details on our compensation system are provided in the section "Disclosure content of policy for determining compensation amounts and the calculation method."

Persons eligible for stock options	———

Supplementary explanation of relevant items

———

[Compensations for Directors and Executive Officers]

Status of disclosure of individual director's compensation	Individual compensation is partially disclosed
Status of disclosure of individual executive officer's compensation	Individual compensation is partially disclosed

Supplementary explanation of relevant items

We have disclosed compensation results for directors and executive officers for the fiscal year ended March 2026 in our business report and annual securities report.
Notice Regarding the Convocation of the General Meeting of Shareholders For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus-global.com/ir/stock/pdf/meetingFY2026_01.pdf
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

Policy for determining compensation amounts and the calculation methods	Yes

Disclosure content of policy for determining compensation amounts and the calculation methods

Details on the company's policy to determine individual remuneration for directors and executive officers for the fiscal year ending March 2027 have been disclosed in our annual securities reports, for your reference.
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026).
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

[Support Systems for Outside Directors]

To support the effective execution of the roles and duties of directors, we work proactively to provide directors with information and distribute documents prior to Board of Directors meetings while setting an opportunity for the explanation of agendas in advance as necessary and working to stimulate discussions in the Board of Directors meetings. We have also established the "Secretary to the Board" as an organization to support the execution of duties of outside directors as well as the effective and robust activities of the Board of Directors, Nominating Committee and Compensation Committee. Furthermore, in order to assist the Audit Committee with their duties, Olympus Corporation has established the Office of Audit Committee that ensures independence from execution.
Additionally, as part of training for directors, we are providing support to promote understanding of views and recognition of issues on the executive side, and to deepen understanding of the roles and responsibilities of directors of Olympus Corporation, by having meetings with newly appointed directors and executive officers. In addition, we provide opportunities for visits to our major business bases such as business offices and factories, and product demonstrations, etc. as needed, in order to support the acquisition of knowledge about our business. We will also provide necessary support including covering costs for gaining knowledge required to carry out their duties as a director.

2. Matters Concerning Functions of Business Execution, Auditing and Monitoring, Nomination and Compensation Decisions (Overview of Current Corporate Governance System) Updated

Organizational design is a company with Nominating Committee, etc. By having the Board of Directors specialize in deciding important items related to the core of management and in management monitoring, we are working to enhance our management speed and monitoring functions. For items related to the everyday execution of duties, authority has largely been delegated to executive officers as we work to increase the speed of management decision making and execution of duties.

The following shows the composition of the Board of Directors and each committee.

Position	Name	Board of Directors	Nominating Committee	Compensation Committee	Audit Committee
Independent Outside Director	Masato Iwasaki	◎	◎		
Independent Outside Director	David Robert Hale	○		○	
Independent Outside Director	Jimmy C. Beasley	○		◎	
Independent Outside Director	Sachiko Ichikawa	○			○
Independent Outside Director	Kohei Kan	○			◎
Independent Outside Director	Gary John Pruden	○	○		
Independent Outside Director	Luann Marie Pendy	○	○	○	
Independent Outside Director	Jean-Luc Butel	○			○
Independent Outside Director	Costa Saroukos*	○			○
Director	Bob White*	○			

Members are indicated by ○, and heads of organizations (Chairperson of the Board of Directors or Chairperson) are indicated by ◎.

* Mr. Costa Saroukos's legal name is Constantine Saroukos.

* Mr. Bob White's legal name is Robert John White.

The status of activities of the Board of Directors and each committee for the fiscal year ended March 2026 are as follows.

[Board of Directors]

Purpose and Authority, etc.	- The Board of Directors convenes at least once every three months and when needed. The Board of Directors determines matters related to Basic Management Policy and internal control systems and other important matters, and monitors the execution of the duties of directors and executive officers, etc. - The Board of Directors is chaired by an independent outside director. We expect that outside directors will monitor management from the perspective of sustainable growth and enhancement of the corporate value of the Olympus Group over the medium to long term, and will provide advice based on their own knowledge. - We proactively provide directors with information to enable the effective execution of their roles and duties. The outside directors may at all times when needed or when considered appropriate require clarifications, reports or the submission of internal documents from internal directors, executive officers, corporate officers, and employees, so as to strengthen the functions of information transmission and monitoring and to create systems to ensure the soundness of management.
Considerations made	- Matters related to Olympus Corporation's Basic Management Policy; e.g. corporate strategies, business plans, performance forecasts and Basic Policy on Internal Control, etc. - Matters related to Corporate Governance (Status report for each business, status reports for initiatives in governance, risk, compliance, and quality control, status report on the execution of the ESG strategy, status report on IR activities, evaluation of the effectiveness of the Board of Directors (including consideration on improving the efficiency of Board of Directors' operation), executive structure for the next term (including selecting a CEO candidate), etc.) - Matters related to the status of activities of each committee; e.g. audit plans of the Audit Committee and its status of activities, matters discussed at the Nominating Committee and the Compensation Committee, and sharing of other committee proceedings, etc. In addition to the above, the Board of Directors regularly receives status reports on the execution of duties from executive officers.
Number of meetings held	12
Other activities	- For the purpose of deciding on important matters and supervising business operations, agenda items for, time of, and the frequency of holding the Board of Directors meeting are set in order to facilitate necessary and sufficient discussion. In order to facilitate constructive discussions and the exchange of opinions at the Board of Directors meeting, materials are sent regarding matters to be discussed and matters to be reported at the Board of Directors meeting in consideration of the time required for the attendees to prepare for the Board of Directors meeting. Moreover, the Board of Directors meeting schedule and expected agenda items are prepared in advance. - We are working to stimulate discussions at the Board of Directors, providing outside directors with explanation of agendas in advance as necessary and regularly setting opportunities for debate about corporate strategy. - We hold an "Executive Session," which is held after the conclusion of every Board of Directors meeting and an "Opinion Exchange Meeting for Outside Directors," which is held regularly. These are meetings in which only outside directors can participate. At each meeting, the outside directors aim to share their recognition while extracting management issues and providing feedback on the details to the executive officers. - Every year, the effectiveness of the Board of Directors is analyzed and evaluated including a third party's perspectives, and we aim to improve the effectiveness of the Board of Directors by extracting the issues and aiming for improvements, as necessary.

[Nominating Committee]

Purpose and Authority, etc.	- The Nominating Committee deliberates matters related to human resources at the director and executive officer level, and determined the content of proposals submitted to the general meeting of shareholders in relation to the appointment and dismissal of directors. - All members of the Nominating Committee (including the Chairperson) in the fiscal year ended March 31, 2026 were independent outside directors.
Considerations made	- In considering the plan for the composition of the Board of Directors, the Nominating Committee updated a matrix of the experience and knowledge required of our directors. - Regarding the selection of candidates for directors, outside consultants were used, and deliberations and interviews were conducted according to the selection criteria after considering the composition of Olympus Corporation's Board of Directors. - In the case of candidates for Chief Executive Officer, in addition to engaging external consultants, we took into account the opinions of outside directors and management when considering the selection of the most suitable candidate for CEO. - Regarding the selection plan for executive officers, the Nominating Committee discussed their suitability and made decisions after a year-long evaluation and selection process. - Regarding the succession plan for executive officers, the Nominating Committee discussed whether the candidates possessed the desired experience and knowledge in accordance with expected roles in the execution of duties at Olympus Corporation.
Number of meetings held	12

[Compensation Committee]

Purpose and Authority, etc.	- The Compensation Committee considers matters related to compensation for directors and executive officers, establishes the policy for the content of individual compensation, etc., and determines the details for compensation of each director and executive officer according to this policy. - The members of the Compensation Committee (including the Chairperson) in the fiscal year ended March 31, 2026 were three independent outside directors and one internal director for a total of four directors from April 2025 to June 2025,

	and then three independent outside directors from June 2025 onward. The Chairperson was an independent outside director for the entire fiscal year.
Considerations made	- Details about compensation for directors and executive officers were determined. - Details have been disclosed in our annual securities reports. Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026) https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf
Number of meetings held	9

[Audit Committee]

Purpose and Authority, etc.	1) Audits on how executive officers and directors execute their duties, and preparing audit reports 2) Determining proposal contents for appointing, dismissing, and refusing reappointment of the accounting auditor 3) Other duties stipulated in laws and regulations and the Articles of Incorporation, and other matters determined to be necessary by the Audit Committee - The members of the Audit Committee (including the Chairperson) in the fiscal year ended March 31, 2026 were two independent outside directors and one internal director for a total of three directors. The Chairperson was an independent outside director.
Considerations made	- Details have been disclosed in our annual securities reports. Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026) https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf
Number of meetings held	10

Note: Attendance for individual directors and committee members at each meeting body is disclosed in annual securities reports.
Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026)
https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf

[Innovation and Safety (I&S) Committee]
We have established the Innovation and Safety (I&S) Committee as a voluntary committee. The committee provides ongoing oversight and governance on patient safety management, quality and product regulatory compliance, and the research and development process.

[Executive Officers]
Executive officers are the following 11 persons: President and Chief Executive Officer (CEO), Chief Quality Officer (CQO), Chief Human Resources Officer (CHRO), Gastrointestinal Solutions Division Head, Chief Medical Officer (CMO), Chief Strategy Officer (CSO) and ESG Officer, Surgical & Interventional Solutions Division Head, Chief Technology Officer (CTO), Chief Financial Officer (CFO), Chief Manufacturing and Supply Officer (CMSO), and Global General Counsel, who accelerate and streamline the decision-making processes in the Olympus Group and centrally manage risk management across the Olympus Group.

[Content of Liabilities Limitation Agreement]
In order to enable directors to fully discharge their expected functions, we have entered with directors (excluding executive directors, etc.) into agreements based on the provisions of Article 427, paragraph (1) of the Companies Act which limit the indemnification liability pursuant to Article 423, paragraph (1) of the Companies Act, such that the indemnification liability under the said agreements corresponds to the statutory minimum indemnification liability amount. This limitation of liability applies only when the liability is the result of a director performing their duties in good faith and without gross negligence.

[Content of Indemnification Agreement]
We have entered into indemnification agreements pursuant to Article 430-2, Paragraph 1 of the Companies Act with all directors and executive officers. Olympus Corporation will indemnify the directors and executive officers for the expenses mentioned in the first item of the same paragraph and for the losses mentioned in the second item of the same paragraph to the extent provided by law. However, to ensure that the proper execution of duties is not impaired by such an indemnification agreement, directors or executive officers will not be indemnified for cases such as malicious intent or gross negligence on the part of each director or executive officer in performing his or her duties.

[Content of Directors and Officers Liability Insurance Agreement]
We have entered into a directors and officers liability insurance agreement with an insurance company pursuant to Article 430-3, Paragraph 1 of the Companies Act. The said insurance agreement insures officers and employees of Olympus Corporation and its subsidiaries, and the insurance premiums are fully borne by Olympus Corporation and its subsidiaries. The said insurance agreement covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives claims related to the pursuit of such liability. However, measures are in place that exclude coverage of the insurance for damages arising from a criminal act or act carried out by the insured who is aware that the act is in violation of laws or regulations, so that the appropriateness of the execution of the duties will not be impaired.

3. Reasons for Adoption of Current Corporate Governance System

As described below, taking the structure of a company with Nominating Committee, etc., we strive to accelerate and streamline decision making in the execution of duties and to further enhance governance through measures such as strengthening supervisory functions and further increasing transparency.

1. Acceleration and Streamlining of Management Decision Making and Business Execution

Functions are separated based on the basic principle of “separation of corporate monitoring and business execution” in a “a company with nominating committee, etc.” The Board of Directors focuses on deciding important matters on core managerial elements and management monitoring, and works to enhance management speed and monitoring functions. We will seek to accelerate and streamline management decision-making and execution by delegating more authority to executive officers concerning matters related to daily business execution.

2. Reinforced Monitoring Function in Management
We will establish three committees as defined by law; nominating committee, compensation committee and audit committee, which consist solely of independent outside directors, supervise management through the functions of each committee, and build more appropriate management monitoring system.

3. Increased Transparency in Management
The nominating committee, which consists solely of independent outside directors, will decide candidates for directors, while the compensation committee, which also consists solely of independent outside directors, will decide compensation of directors and executive officers. These committees will improve the transparency of director and executive officer assignment and compensation decisions. We will seek to further increase its management transparency to domestic and foreign stakeholders.

III Implementation of Measures for Shareholders and Other Stakeholders

1. Measures to Vitalize General Shareholder Meetings and Facilitate Exercise of Voting Rights

	Supplementary explanation
Advance dispatch of convocation notices of general meetings of shareholders	In order to provide our shareholders with time to sufficiently review information on the convocation notice, we send the convocation notice three weeks before the general meeting of shareholders. Additionally, a few days before the convocation notice is sent, the convocation notice is provided electronically on our website, TDnet, website for posted informational materials for the general meeting of shareholders (https://d.sokai.jp/7733/teiji/) and the electronic voting rights exercise platform.
Off-peak scheduling of general meetings of shareholders	The policy is to appropriately set the date on which the general meeting of shareholders is to be held with the intention of shareholders attending after adequately considering proposals.
Electronic voting rights exercise	Voting rights can be exercised electronically by using our designated voting rights exercise website.
Participating in the electronic voting rights exercise platform and other initiatives to improve the voting rights exercise environment for institutional investors	We participate in the electronic voting rights exercise platform for institutional investors provided by ICJ, Inc.
Provision of English convocation (outline) notices	The text English translation of the convocation notice is available on the electronic voting rights exercise platform and our website.
Other matters	The full text of the resolution notice is published on the electronic voting rights exercise platform and our website. In order to gain the understanding of shareholders, video and other presentation materials are used to illustrate the matters reported in general meetings of shareholders. These materials are also published on our website after general meetings of shareholders. Furthermore, by adopting an attendance-type virtual general meeting of shareholders in which questions can be asked and voting rights can be exercised through an online attendance method, as well as by accepting questions in advance, we are working to secure the opportunity for shareholders to exercise their voting rights. Part of the video that is livestreamed on the day of the general meeting of shareholders is posted on our website after the meeting is held, along with the above materials on items to be reported.

2. Status of IR-related Activities

	Supplementary explanations	Availability of explanations from the representative
Disclosure policy creation and publication	We published its "Disclosure Policy" on our website. In addition, in accordance with its disclosure policy, we have established information disclosure frameworks, disclosure standards, and pertinent information management regulations, as well as Rules on Information Disclosure for timely and appropriate information disclosure.	
Regular briefing sessions for individual investors	Our website provides an overview of our businesses, its strengths, and the steps that it has taken to develop cutting-edge optical equipment products. Furthermore, a Shareholders' Report explaining performance in the first half of the fiscal year has also been made available. As opportunities for direct dialogue, we participate in individual investor briefings and online seminars held by securities companies and IR events when suitable.	No
Regular briefing sessions for analysts and institutional investors	On the day that financial results are announced each quarter, our management holds results briefings for direct dialogue with analysts and institutional investors on the business environment, financial results, financial forecasts, and progress in the corporate strategy. Furthermore, in addition to holding events such as Investor Day, corporate strategy briefings, small meetings with our management, new product presentations, and factory tours as appropriate, we participate in domestic and overseas conferences held by securities companies.	Yes

	Moreover, individual meetings are held by the Chief Executive Officer (CEO), Chief Financial Officer (CFO), and IR officers as needed, excluding the quiet period between the day quarterly results are calculated and the day financial results are announced.	
Regular briefing sessions for international investors	On the day that financial results are announced each quarter, our management holds the results briefing at the same time as the briefing for domestic analysts and institutional investors. Moreover, several times a year, the CEO, CFO, or an IR officer visits overseas institutional investors and also participates in overseas conferences held by securities companies when suitable.	Yes
Publication of IR materials on the Company website	We publish financial results information (financial results, presentation materials, numerical reference materials) and other corporate disclosures, integrated reports, convocation notices to general meetings of shareholders, shareholder communications, annual securities reports and semi-annual reports, medical fact books, and reports on the Olympus Group's sustainability initiatives. We also publish videos of various events including Investor Day, corporate strategy briefings, new product presentations, and general meetings of shareholders. https://www.olympus-global.com/ir/	
IR Department (Officer)	Officer in charge: Executive Officer, Chief Financial Officer Michael Angelo Parenti Department in charge: IR Department.	
Other matters	[Providing IR Materials in English] In addition to financial information (financial results, presentation materials, and numerical reference materials) and relevant disclosure, integrated reports, convocation notices for general meetings of shareholders, and medical fact books in English are disclosed simultaneously with the Japanese version. Annual securities reports are disclosed in English for the fiscal year ended March 2023 onward. [Results of Interviews for the Fiscal Year Ended March 2026] Number of interviews: 1,051 Officers (Executive Chairperson, CEO, CFO, CSO, outside directors, etc.): 107 IR Department: 944 (Number of interviews in the past three years for reference) Fiscal year ended March 2025: 971 Fiscal year ended March 2024: 1,075 Fiscal year ended March 2023: 779 *CSO: Chief Strategy Officer *Number is the total number of institutional investors [Status of Giving Feedback to Management and the Board of Directors] The IR Department makes reports to the CEO and CFO about dialogue with analysts and institutional investors as needed. Every six months, feedback is given at the Group Executive Committee and Board of Directors meeting about evaluations and concerns related to the capital market by means of an IR Activity Report. Management and the IR Department also work to improve IR activities including efforts to enhance dialogue and improve and widen disclosure materials by considering the opinions of analysts and institutional investors. The following shows the main concerns of analysts and institutional investors for the fiscal year ended March 2026. - Content of Warning Letter given by the U.S. Food and Drug Administration, its inspection status, and Olympus Corporation's response - Details of new management strategy - The current status and outlook of U.S. and China businesses - Competitive situation and outlook - Capital allocation and shareholder return policy	

3. Status of Measures to Ensure Due Respect for Stakeholders

	Supplementary explanations
Regulations on the integration of stakeholder viewpoints based on internal regulations, etc.	The Olympus Group has established the "Olympus Global Code of Conduct," which expressly prescribes behavior in accordance with laws and regulations and high ethical standards as well as fair and honest corporate conduct in relationships with all of our stakeholders including patients, medical professionals, business partners, shareholders, employees, local communities, and regulatory agencies.
Implementation of environmental protection activities, CSR activities, etc.	Through our Corporate Philosophy, the Olympus Group has identified areas of ESG (Environment, Society, Governance) and materiality topics on which to focus, and are working to resolve various social issues. The Olympus Group's initiatives related to sustainability are disclosed on our website and in our Sustainability Report, Annual Securities Report and Integrated Report. Sustainability https://www.olympus-global.com/csr/ Sustainability Report https://www.olympus-global.com/csr/download/pdf/olympus_sustainability_report_2025_en.pdf Annual Securities Report For the Fiscal Year Ended March 31, 2026 (from April 1, 2025 to March 31, 2026) https://www.olympus.co.jp/ir/data/pdf/annual_fy2026_jp.pdf Integrated Report For the Fiscal Year Ended March 31, 2025 https://www.olympus-global.com/ir/data/integratedreport/2025.html
Formulation of policies concerning the provision of information to stakeholders	The Olympus Group's Corporate Philosophy states "making people's lives healthier, safer and more fulfilling," and serves as the fundamental idea for all its corporate activities. To this end and in order to gain proper understanding and confidence of all the stakeholders, Olympus Corporation has a policy of disclosing its management policies, financial condition, business activities, and non-financial related corporate information in a fair, timely, appropriate and proactive manner. The "Disclosure Policy" is available on our website. https://www.olympus-global.com/ir/policy/disclosure.html

IV Matters Concerning the Internal Control System

1. Basic Views on Internal Control System and Status of Development

All activities of Olympus Corporation are based on our Corporate Philosophy, "Making people's lives healthier, safer and more fulfilling." Olympus Corporation, based on this basic concept, shall prepare and operate a framework which ensures the effectiveness and efficiency of operations and appropriateness and reliability of financial reporting of Olympus Corporation and its subsidiaries (hereinafter, "the Olympus Group"), and make continuous improvements.

I Framework to ensure the appropriateness of business operations in the Olympus Group

[Framework of Olympus Corporation]

(1) Olympus Corporation, as a company with a nominating committee, etc., clearly separates the monitoring and execution of management in order to strengthen governance and further improve transparency, as well as enhance efficient and agile decision-making related to the execution of business.
(2) The Board of Directors is composed of more than half Independent Outside Directors from the perspective of enhancing its monitoring function. It decides important matters related to the management of the Olympus Group and monitors the execution of duties by Executive Officers.
(3) Olympus Corporation established the Innovation and Safety (I&S) Committee, composed of independent outside directors, as a voluntary committee in addition to the statutory committees (Nominating Committee, Compensation Committee and Audit Committee). The Innovation & Safety (I&S) Committee provides ongoing oversight and governance on patient safety management, quality and product regulatory compliance, and the research and development process.
(4) The CEO, as the person in charge of execution, supervises other Executive Officers and assumes full responsibility for the execution of duties.
(5) Executive Officers make decisions on matters delegated to them by the Board of Directors and execute duties within their own areas of responsibility throughout the Olympus Group. They also regularly report on the execution of their duties to the Board of Directors.
(6) The Group Executive Committee is composed of Executive Officers. It deliberates and monitors important matters regarding the execution of business throughout the Olympus Group.

1. Framework to ensure that the execution of duties by executives and employees of the Olympus Group complies with applicable laws and regulations and the Articles of Incorporation

(1) The Board of Directors shall establish the "Basic Management Policy" such as the Corporate Philosophy and Olympus Global Code of Conduct, and monitor the execution of duties of Executive Officers.
(2) Executive Officers shall establish the internal regulations that clearly define the policies and procedures that must be followed by Olympus Group executives and employees, and shall execute their duties within the Olympus Group. In addition, they shall instill the policies and raise awareness of compliance in the Olympus Group through implementing continuing education related to the regulations and other measures.
(3) Olympus Corporation shall appoint an officer in charge of overseeing compliance activities throughout the Olympus Group and establish a function in charge of group-wide compliance. The function in charge of group-wide compliance shall promote compliance measures and conduct education for Olympus Group employees in accordance with the internal regulations. In addition, the function in charge shall establish a global hotline system as well as a local hotline system in each region to receive reports of compliance violations.
(4) Olympus Corporation shall establish an internal audit function reporting directly to the CEO. The internal audit function shall conduct various audits of the Olympus Group in accordance with the internal regulations, and report the results to the CEO and the Audit Committee. Olympus Corporation shall take appropriate measures based on these results.

2. Framework regarding the maintenance of records and management of information in relation to performance of duties by Executive Officers

Executive Officers shall establish the internal regulations in each region, maintain and manage important documents or electronic data, and maintain a system to access them as necessary.

3. Regulations and other framework relating to managing risks of loss of the Olympus Group

(1) The Board of Directors, the Group Executive Committee, and other meeting bodies shall manage the business risks of the Olympus Group based on due deliberations and appropriate operation of the internal approval procedure.
(2) Olympus Corporation shall establish a function in charge of risk management of the Olympus Group. The function in charge shall, based on the internal regulations, create, operate appropriately, and manage a risk management system to prevent the emergence of serious risks resulting from the business activities of the Olympus Group and minimize damage in the event of such risks emerging. In addition, in the event of an emergency, the function in charge shall make immediate reports to the Executive Officers and relevant people and take prompt action.
(3) Olympus Corporation shall designate functions with jurisdiction over each area of risks of loss (quality, product safety, import and export control, information security, health and safety, the environment, disasters, etc.) within the Olympus Group. Each of these functions shall establish the internal regulations and implement preventive risk management and education within the Olympus Group.

4. Framework to ensure the effective performance of duties of the Olympus Group

The Board of Directors shall delegate appropriate authority to Executive Officers in order to enhance efficient and agile decision-making. Executive Officers shall execute the duties within the scope of their responsibilities for the entire Olympus Group based on the division

of duties determined by the Board of Directors. In addition, Executive Officers shall define the internal regulations to clarify the responsibilities and authorities of major job ranks within their jurisdiction.

5. Framework for reporting to Olympus Corporation on matters concerning execution of duties by the Directors and employees of the subsidiaries

Olympus Corporation shall establish regional headquarters to manage and oversee multiple subsidiaries in each region of the Olympus Group. The officers responsible for the regional headquarters shall report to the CEO on the management situation of the subsidiaries and other matters, in accordance with the internal regulations.

In addition, regarding important management matters of subsidiaries, Olympus Corporation requires them to obtain our approval or report to us in accordance with the internal regulations.

II Matters necessary for the execution of duties of the Audit Committee

1. Matters related to employees whose assignment is to assist in the duties of the Audit Committee and ensuring the independence of those employees from Executive Officers as well as the effectiveness of their work

Olympus Corporation shall allocate a dedicated employee who assists with the Audit Committee's duties and have a concurrent employee as needed. In accordance with the provisions of the internal regulations, those employees who assist with the Audit Committee's duties shall perform their duties under the commands and instructions of the Audit Committee. In addition, by deciding the appointment, dismissal, transfer, wage or personnel evaluation of the dedicated employee who assists the Audit Committee with their duties only after obtaining the approval of the Audit Committee, Olympus Corporation shall ensure effectiveness of directions from the Audit Committee and independence of those employees from executives.

2. Framework regarding reports by executives and employees of the Olympus Group to the Audit Committee

(1) When Directors (except those who are members of the Audit Committee), Executive Officers, Audit and Supervisory Board members, or employees of the Olympus Group discover any fact in material violation of laws, regulations, or the Articles of Incorporation, any fact that may cause significant damage to the Olympus Group, or any fact that is significantly inappropriate for the corporate affairs of the Olympus Group, they shall immediately report such fact to the Audit Committee, either directly or through the responsible function. In other cases where the Audit Committee requests a report from a Director, Executive Officer, or employee, etc. of the Olympus Group, in accordance with laws and regulations or the internal regulations, the Director, Executive Officer, or employee in question shall promptly report to the Audit Committee.

(2) The officer in charge of overseeing compliance activities throughout the Olympus Group shall regularly make reports to the Audit Committee on the status of compliance within the Olympus Group. In addition, the Chief Compliance Officer shall regularly make reports on details of issues reported and results of investigations in accordance with the Whistleblowing System.

(3) The internal audit function shall regularly report the status of internal audit in the Olympus Group to the Audit Committee.

3. Framework to ensure that any personnel who have made a report to the Audit Committee of Olympus Corporation will not be subjected to any unfair treatment due to the report made

Olympus Corporation shall, in accordance with the internal regulations, not impose any unfair treatment (including de-facto measures such as restricting the personnel to engage in duties, or assigning the personnel solely to work on chores, in addition to measures of personnel affairs such as dismissal, demotion, pay cut and other disciplinary actions and disadvantageous transfer) to any personnel who have made a report on the grounds of having made a report to the Audit Committee.

4. Matters regarding procedures for the treatment of expenses or liabilities incurred in connection with execution of duties by the Audit Committee members

When an advance payment or reimbursement of expenses is requested for execution of duties of Audit Committee members, Olympus Corporation shall promptly, in accordance with the internal regulations, process disbursement except for such case that the expense is obviously deemed unnecessary for execution of duties by Audit Committee members.

5. Other systems to ensure the effectiveness of audit by the Audit Committee

(1) Directors, Executive Officers and employees of the Olympus Group shall ensure the effectiveness of the audit by cooperating with the Audit Committee for investigations by interviews and on-site inspections.

(2) Olympus Corporation shall ensure that it provides the Audit Committee with opportunities to sufficiently exchange opinions with Directors, Executive Officers, Accounting Auditors and any other personnel necessary.

(3) Olympus Corporation shall ensure that Audit Committee members have access to the materials and the minutes of Group Executive Committee, and they have opportunities to attend important meetings at the request of the Audit Committee.

(4) The Audit Committee shall work closely with the internal audit function to receive reports on audit results, etc. from the internal audit function, and the Audit Committee may exercise its authority to give instructions and make commands to the internal audit function as necessary.

(5) Olympus Corporation shall ensure that it provides the Audit Committee with, upon their request, opportunities for collaboration between the Audit Committee and Audit Committees of the subsidiaries and collecting information from employees of the subsidiaries.

2. Basic Views on Measures for Eliminating Anti-Social Forces and Status of Development

The Olympus Group has established organizational frameworks based on the Ministry of Justice guidelines and the Group's internal rules regarding elimination of anti-social forces. Specifically, we have established an internal communication structure, and we also cooperate with lawyers and the police force and take preventive measures by participating in information gathering and training activities within specialized organizations and conducting awareness-raising for employees. Additionally, we work to shield ourselves from any relationship with anti-social forces through measures such as stipulating the exclusion of anti-social forces in agreements with business partners and screening them in advance.

V Other

1. Adoption of a Response Policy for Takeovers (Takeover Defense Measures)

Adoption of a response policy for takeovers	None

Supplementary explanation of relevant items

———

2. Other Matters Concerning the Corporate Governance System

In disclosing information, Olympus Corporation shall comply with the laws and the Financial Instruments Exchange rules and shall disclose information in compliance therewith. Olympus Corporation shall also proactively disclose the information which may have a material impact on its corporate value evaluation in accordance with the Article 27-36 of the Financial Instruments and Exchange Act (so-called "Fair Disclosure Rules") and the Internal Information Disclosure Criteria regardless whether such disclosure is not required by the laws or the rules. To this end, we have established internal corporate regulations such as "Rules on Information Disclosure" and "Detailed Rules on Information Disclosure," and set out specific duties and procedures for information disclosure.

Based on the "Information Disclosure Flow," information for disclosure is aggregated from the IR liaison (a person in each function/operating division who is in charge of the information disclosure as appointed by the IR Division), and the Board of Directors, Group Executive Committee, other committees, the secretariats of such bodies, etc., and whether or not to disclose is determined by the head of Information Disclosure (CFO) after deliberations with the head of the IR division and the head of the division disclosing the information.

In addition, to ensure the consistency of statutory disclosure documents, we have established the "Statutory Disclosure Advisory Council," chaired by the CFO and composed of heads of relevant departments. The council promotes consistency of statutory disclosure documents by considering relevant facts and reviewing disclosures and helps the company speak with one consistent, reliable voice to the public to enhance investor trust.

Attachment 1

Basic Policy on Corporate Governance

Basic Idea Regarding Corporate Governance

All our activities are based on "Making people's lives healthier, safer and more fulfilling" as stated in our corporate philosophy. Following this philosophy, we aim to improve the Olympus group's continuous development and mid- and long-term corporate value.

Our corporate governance is designed to balance general principles such as equality, cooperation, transparency, responsibility, and dialogue, and to provide a structure for transparent, fair, timely, and decisive decision-making, based on our fiduciary responsibility to shareholders and our responsibility to stakeholders including patients, clients, employees and local communities, etc., as well as the above corporate philosophy. We established this policy and strive for the continuous enhancement of corporate governance.

1. Securing Shareholders' Rights and Equality

(1) Securing Shareholders' Rights

We respect shareholders' rights and secure their substantial equality.

(2) Exercise of Rights at the General Meeting of Shareholders

We take appropriate steps to improve the environment pertaining to the exercise of rights at the general meeting of shareholders.

(3) Basic Capital Policy

In order to enhance corporate value, our basic capital policy is to provide continuous shareholder returns, with priority given to investment in growth areas, based on the premise of securing a stable financial base. In addition, we explain this policy in dialogue with shareholders/investors.

(4) Cross-Shareholdings

If it is judged that listed shares will contribute to the improvement of the Olympus group's corporate value in the mid- to long-term, then, upon verifying the economic rationality and the future prospects for the mid- to long-term, we will hold listed shares. Every year, the Board of Directors will assess the suitability of ownership of such listed shares, considering comprehensively the purpose of and the risks and benefits associated with the holdings, and may gradually reduce such shares that we judge not to be suitable for continued ownership. In order to exercise shareholders' rights as to these holdings, we will exercise our voting rights on all agenda items, and from the viewpoint of improving the mid- to long-term corporate value of an enterprise issuing such shares, will consider said enterprise's financial condition and decide appropriately about whether to approve or disapprove each agenda item.

(5) Related Party Transactions

In the case of conducting related party transactions, the approval of the Board of Directors of Olympus Corporation or its applicable majority-owned subsidiary company involved in the transaction is required to be obtained, all in accordance with the "Job Authority Rules" and any other related rules. Its applicable majority-owned subsidiary company is required to report to Olympus Corporation after obtaining approval from the regional headquarters.

2. Cooperation with Stakeholders other than Shareholders

(1) Formulate and Implement the Corporate Philosophy and the Code of Conduct

We have formulated the "Corporate Philosophy" and the "Olympus Global Code of Conduct" as a code of conduct for all groups, and have widely disseminated them among all officers and employees who belong to the Olympus group.

(2) Basic Concepts on Sustainability Related Initiatives

Based on our corporate philosophy, the Olympus group identifies important ESG areas and important issues (materiality) on which we should focus and strives to resolve various social and environmental issues through its business.

(3) Ensuring Human Resources Who Have Different Perspectives

The Olympus group envisions a workplace where inclusion is seamlessly woven into our culture and business, empowering every individual to thrive. The Olympus group is committed to fostering an environment where all people, regardless of background, identity, or experience, are respected, valued, and given the opportunity to reach their full potential.

(4) Whistleblowing

We appoint a supervisor responsible for compliance-related matters. Furthermore, we have established a global contact desk which is available 24 hours a day in multiple languages for any employees and external stakeholders and which is in addition to local internal compliance-related reporting systems in each region. We report the use of the foregoing to the Audit Committee regularly and to the Board of Directors as necessary.

(5) Roles of Corporate Pension Funds as Asset Owners

We manage corporate pension funds through the Olympus Corporate Pension Fund. The Olympus Corporate Pension Fund arranges investment trusts and pension insurance policies and outsources their management to financial institutions in accordance with policies and portfolios approved by the Asset Management Committee, which consists of personnel, accounting and financial experts. The Olympus Corporate Pension Fund monitors its investment status, including stewardship activities, on a regular basis.

3. Complete Information Disclosure and Secured Transparency

(1) Complete Information Disclosure

We will disclose corporate information, such as management policy, financial condition, status of business activities and non-financial matters in a fair, timely, appropriate and proactive manner for the purpose of obtaining all stakeholders' correct understanding and trust.

(2) External Accounting Auditor

Our Audit Committee established evaluation standards for accounting auditor and confirms the appropriateness of audit quality, independence, etc., in accordance with the standards above.

4. Responsibility of the Board of Directors, etc.

(1) Role of the Board of Directors

The Board of Directors determines basic management policy and other important matters, and supervises directors and executive officers, in the execution of their duties. In addition, the Board of Directors supports appropriate risk-taking and timely and decisive decision-making by Executive Officers by delegating appropriate authority to them.

(2) Qualification of Directors and Auditors

Having high ethical standards as well as the experience, knowledge and ability required to create mid- to long-term corporate value, our directors spend a sufficient amount of time on matters in order to fulfill their own obligations and responsibilities as members of the Board of Directors.

(3) Composition of the Board of Directors

We examine the composition of the Board of Directors to ensure a range of viewpoints.

(4) Scale of the Board of Directors

Based on the Olympus group's scale and business lines, we maintain an appropriate number of members, fifteen or fewer persons, as stipulated in the Articles of Incorporation, in order to effectively and efficiently exercise the functions of the Board of Directors.

(5) Independent Outside Director

From the viewpoint of increasing the supervisory functions of the Board of Directors, more than half of the directors are independent outside directors. The independence standards are set forth by the Nominating Committee.

(6) Chairperson of the Board of Directors

For the purpose of securing the supervisory function of the Board of Directors, an independent outside director serves as the chairperson of the Board of Directors.

(7) Committees for Nomination, Compensation and Audit

We shall set up statutory committees: a Nominating Committee, Compensation Committee and Audit Committee.

<u>Nominating Committee</u>

- The Nominating Committee shall deliberate matters related to human resources at the director and executive officer level, and shall determine the content of proposals submitted to the General Meeting of Shareholders in relation to the appointment and dismissal of directors.
- The nominating committee consists of three or more committee members selected from among the directors by the Board of Directors, and independent outside directors constitute the absolute majority thereof. An independent outside director serves as the chairperson.

<u>Compensation Committee</u>

- The Compensation Committee shall deliberate directors' and executive officers' compensation-related matters, etc., and prescribe policy in relation to determining the details of compensation, etc., and in accordance with the policy, determine the

contents of compensation, etc. for individuals.

- The compensation committee consists of three or more committee members selected from among the directors by the Board of Directors, and independent outside directors constitute the absolute majority thereof. An independent outside director serves as the chairperson.

<u>Audit Committee</u>

- The Audit Committee shall carry out the following duties.
  1) Auditing the execution of duties by executive officers and directors, and creating audit reports
  2) Determining the content of proposals relating to the appointment, dismissal and non-reappointment of accounting auditor
  3) Other duties prescribed by law or by the Articles of Incorporation, and other matters recognized as necessary by the Audit Committee
- The Audit Committee shall consist of at least three individuals selected from among the directors by the Board of Directors, of whom more than half shall be independent outside directors. The chairperson of the committee shall be an independent outside director. Moreover, at least one member shall be an individual who possesses extensive knowledge related to financial and accounting matters.

(8) Voluntary Committee

We established the Innovation & Safety (I&S) Committee, composed of independent outside directors, as a voluntary committee. The Innovation & Safety (I&S) Committee provides ongoing oversight and governance on patient safety management, quality and product regulatory compliance, and the research and development process.

(9) Appointment Process of the Directors

The Nominating Committee shall deliberate on whether director candidates have the experience and knowledge required to be a director, taking into account the composition of the Board of Directors, and shall determine the content of proposals submitted to the General Meeting of Shareholders in relation to the appointment and dismissal of directors after conducting interviews.

(10) Fostering and Deciding the CEO's Successor

The Nominating Committee periodically discusses a succession plan for the CEO.
As for determining the successor, the Nominating Committee discusses whether the candidates have qualifications that are suitable for the CEO role, and provides opinions and advice to the Board of Directors. Thereafter, the successor is decided by the Board of Directors.

(11) Compensation System

Our policy regarding officers' compensation (directors and executive officers) is to design, oversee and set compensation and incentives such that they are aligned with corporate strategy, performance, and shareholder interests, in order to: "Meet expectations of various stakeholders by aiming to maximize corporate values." Based on said policy, the Compensation Committee focuses on appropriately setting the compensation ratio linked to short and mid- and long-term performance, and decides officers' compensation.

(12) Management of the Board of Directors Meeting

For the purpose of deciding on important matters and supervising business operations, agenda items for, time of, and the frequency of holding the Board of Directors meeting are set in order to facilitate necessary and sufficient discussion. In order to facilitate constructive discussions and the exchange of opinions at the Board of Directors meeting, materials are sent regarding matters to be discussed and matters to be reported at the Board of Directors meeting in consideration of the time required for the attendees to prepare for the Board of Directors meeting. Moreover, the Board of Directors meeting schedule and expected agenda items are prepared in advance.

(13) Assembly for Outside Directors Only

We hold an "Executive Session," which is held after the conclusion of every Board of Directors meeting and an "Opinion Exchange Meeting for Outside Directors," which is held regularly. These are meetings in which only outside directors can participate. At each meeting, the outside directors aim to share their recognition while extracting management issues and providing feedback on the details to the executive officers.

(14) Evaluation of the Board of Directors Meeting

Every year, the effectiveness of the Board of Directors is analyzed and evaluated including a third party's perspectives, and we aim to improve the effectiveness of the Board of Directors by extracting the issues and aiming for improvements, as necessary. Most importantly, we aim to improve our sustainable growth and medium- to long-term corporate value. An overview of the evaluation result is released.

(15) Information Acquisition and Support System

1) We endeavor to actively provide the directors with information helpful for effectively fulfilling their roles and duties.
2) The outside directors of Olympus Corporation may, whenever deemed necessary or appropriate, request an explanation or report from internal directors, executive officers or employees, or request the submission of internal materials.
3) We are working to stimulate discussions at the Board of Directors, providing outside directors with explanation of agendas in advance as necessary and regularly setting opportunities for debate about corporate strategy.
4) We established at the Board of Directors and each Committee a secretariat with appropriate personnel to enable the Board of Directors and each director, the Nominating, Compensation, and Audit Committees and their respective members to properly execute their duties.

(16) Training for Directors

The directors endeavor to improve themselves by acquiring and updating their knowledge in order to fulfill their roles and duties. We provide support to directors as necessary to ensure they have access to opportunities for acquiring and updating knowledge related to corporate governance. We provide various programs for directors to acquire knowledge concerning Olympus Corporation, including tours to our business office and factory, as well as study groups on our business, etc.

5. Dialogue with Shareholders

(1) Policy for Constructive Dialogue with Shareholders

For the purpose of our continuous development and improvement of mid- to long-term corporate value, the Board of Directors has stipulated and announced the Policy for Improving the System and Initiatives for Promoting Constructive Dialogue with Shareholders/Investors.

Policy for Improving the System and Initiatives for Promoting Constructive Dialogue with Shareholders/Investors

1) Basic policy

For the purpose of our continuous development and improvement of mid- to long-term corporate value, we, centering on the CEO and the CFO, actively conduct constructive dialogue with shareholders/investors (hereinafter, "shareholders, etc."). The IR function assists such initiatives through information exchange and improving the system for providing shareholders' opinions as feedback, etc., to the upper management team.

In our dialogue with shareholders, etc., we shall comply with the laws and the Financial Instruments Exchange rules, and shall disclose information in compliance therewith. Olympus Corporation shall also proactively disclose information which may have a material impact on its corporate value evaluation in accordance with Fair Disclosure Rules and the Internal Information Disclosure Criteria regardless whether such disclosure is not required by the laws or the rules.

2) Policy for Dialogue by the CEO and CFO

The CEO and CFO play a central role in conducting overall dialogue with shareholders, etc., toward the realization of constructive dialogue. Specifically, in addition to investor meetings such as the corporate strategy presentation, Investor Day, and financial results announcement, we proactively provide opportunities for direct dialogue with shareholders, etc., through individual and group meetings, domestic and international road shows on a regular basis, and participation in conferences hosted by securities firms.

3) Policy for IR Activities by the IR Function

By putting the IR function in charge of IR activities, we actively implement IR activities toward solid dialogue with shareholders, etc. Specifically, in addition to conducting individual interviews at any time as requested by shareholders, etc., we regularly implement IR events, such as briefing sessions for individual investors and facility tours. Moreover, we actively provide information to shareholders, etc., through the website, integrated reports, business reports for shareholders and the Convocation of the General Meeting of Shareholders, etc.

4) Policy for information exchange

The IR function, as needed, exchanges information with relevant departments and business units on a daily basis, and establishes a project team if necessary, in order to build a coordinated collaboration system. Moreover, the IR function reports shareholders' opinions and concerns obtained from dialogue with shareholders

centering on institutional investors at the Group Executive Committee as well as the Board of Directors meeting, if necessary. Thereafter, the contents of such opinions and concerns are discussed.

5) Policy for Insider Information Management in Dialogue with Shareholders, etc.
In accordance with the Internal Regulations, insider information is strictly managed. Training is provided to officers and employees related to the management of insider information. When dialogue with shareholders, etc., the IR function issues a reminder to those involved in the dialogue, thereby preventing the divulgence of insider information.

(2) Establishment and Disclosure of Corporate Strategy

We shall formulate, announce, and implement corporate strategy to aim for sustainable growth and medium- to long-term enhancement of corporate value, including the establishment of management indices and appropriate allocation of management resources with an awareness of cost of capital, return on capital, and stock price, and shall actively engage in constructive dialogue with shareholders/investors.

6. Revision and Abolition of this Policy

Revision and abolition of this Policy shall be subject to a resolution of the Board of Directors.

Attachment 2　Skill Matrix of Directors　Updated

Name	Present position and responsibility in Olympus Corporation	Main skills of the directors						
		Corporate Management	International Experience	Healthcare Experience	M&A	Finance/ Accounting	Legal/Risk Management	Sustainability & Governance (ESG)
Masato Iwasaki	Outside Director Chairperson of the Board of Directors **Nominating Committee ★**	●	●	●	●		●	●
David Robert Hale	Outside Director **Compensation Committee**	●	●	●	●	●		●
Jimmy C. Beasley	Outside Director **Compensation Committee ★**	●	●	●	●			
Sachiko Ichikawa	Outside Director **Audit Committee**					●	●	●
Kohei Kan	Outside Director **Audit Committee ★**		●			●	●	●
Gary John Pruden	Outside Director **Nominating Committee**	●	●	●	●	●	●	
Luann Marie Pendy	Outside Director **Nominating Committee** **Compensation Committee**	●	●	●				
Jean-Luc Butel	Outside Director **Audit Committee**	●	●	●	●	●	●	
Costa Saroukos	Outside Director **Audit Committee**	●	●	●	●	●	●	
Bob White	Director, Representative Executive Officer, President and Chief Executive Officer (CEO)	●	●	●	●			

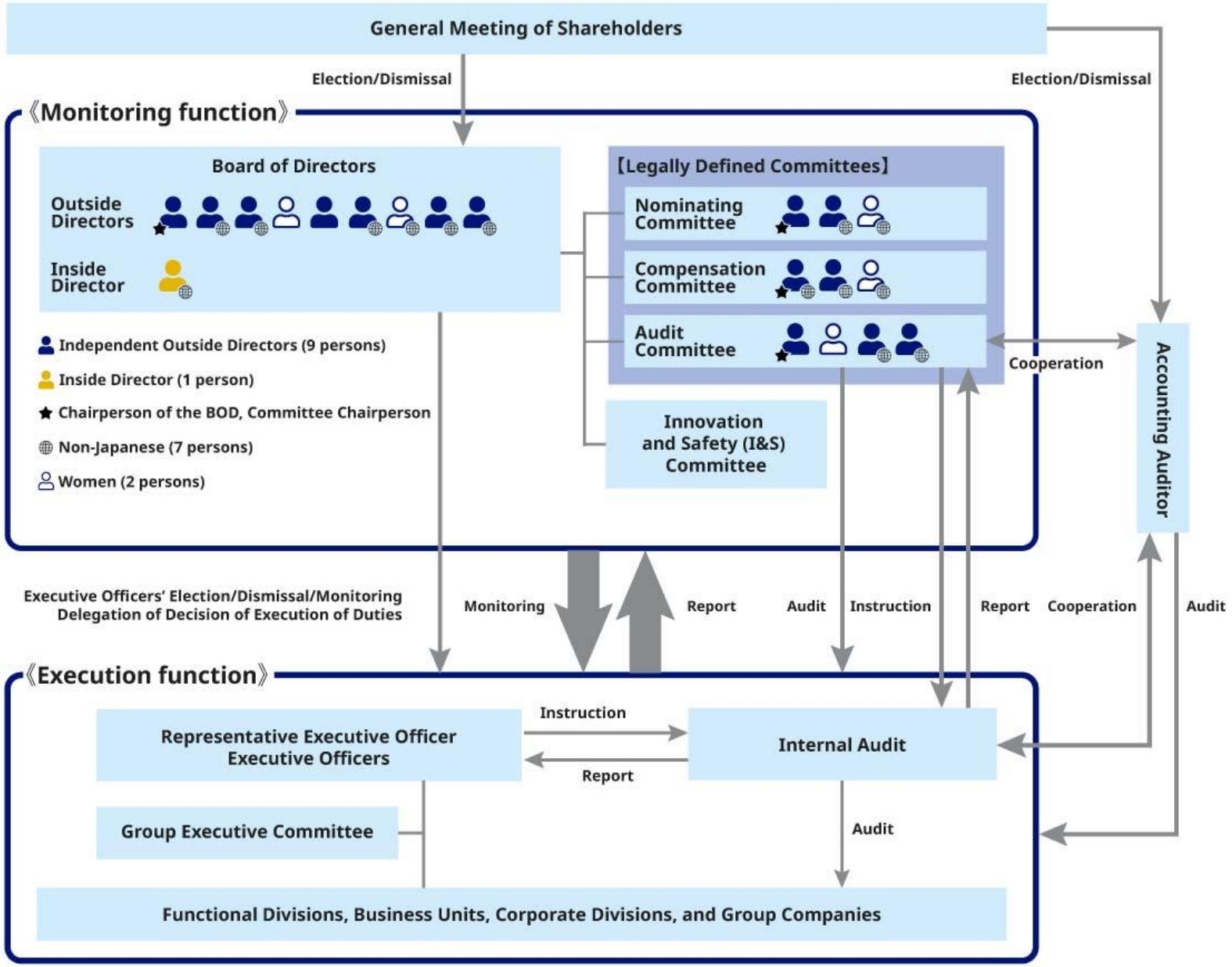
★：Committee Chairperson

Notes 1. Mr. Costa Saroukos's legal name is Constantine Saroukos. Additionally, Mr. Bob White's legal name is Robert John White.

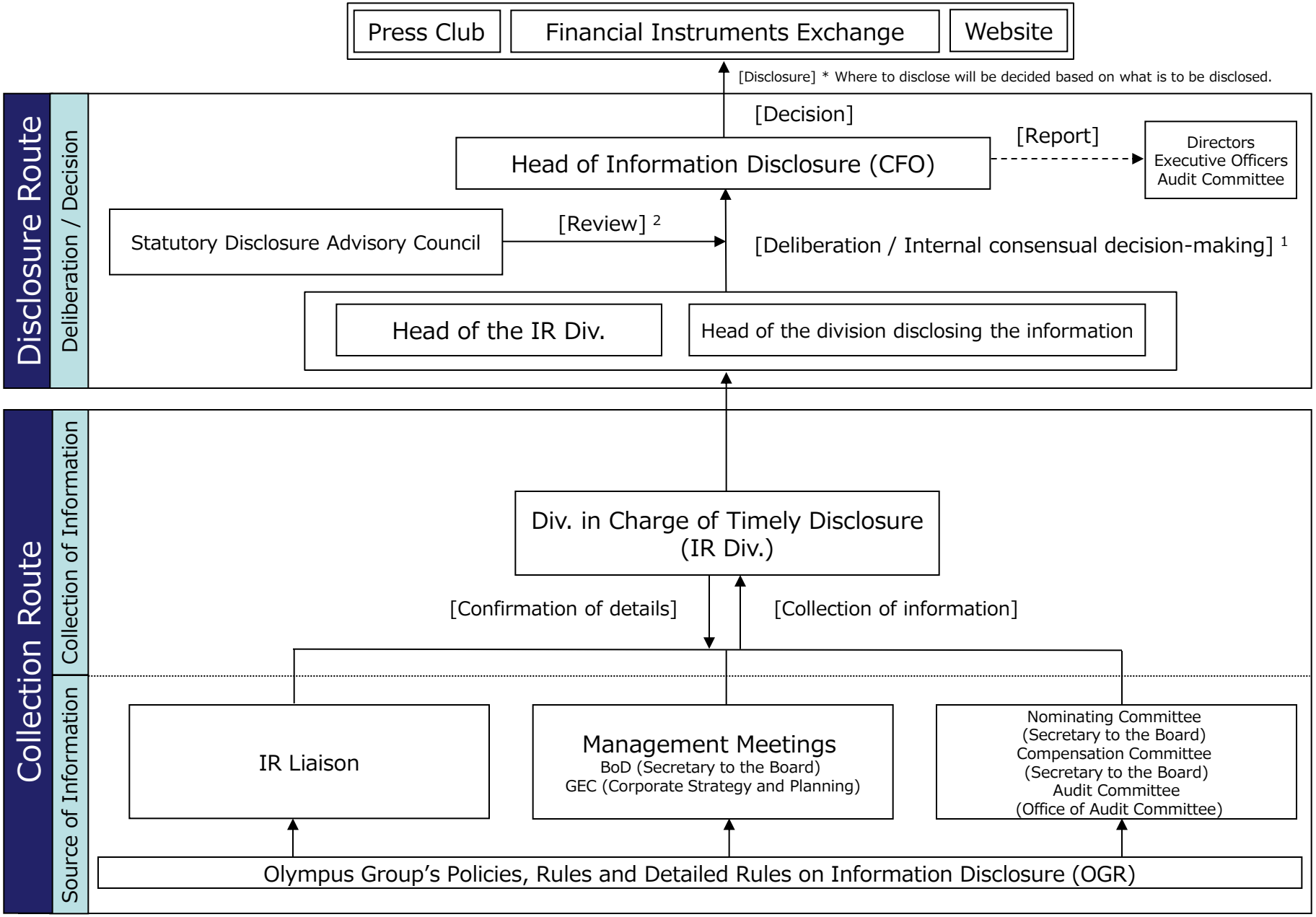
2. The skills listed above are not intended to represent all of the skills possessed by the each director.

Corporate Governance Structure

Updated



Information Disclosure Flow



1. When the case meets any of the Consensual Decision-Making Criteria in the Internal Information Disclosure Criteria, or when the case is not set forth in the Internal Information Disclosure Criteria and the head of the IR div. finds it necessary.
2. Apply to statutory disclosure documents stipulated in our internal regulations.