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Securities code: 2309
December 1, 2020

To our shareholders,

Kazuo Nakamura
Chairman & CEO
CMIC HOLDINGS Co., Ltd.
1-1-1 Shibaura, Minato-ku, Tokyo

Notice of the Convocation of the 36th Ordinary General Meeting of Shareholders

We are pleased to announce the 36th Ordinary General Meeting of Shareholders of CMIC HOLDINGS Co., Ltd. (the “Company”), which will be held as described below.

To mitigate the risk of infection of the novel coronavirus disease (COVID-19), you are strongly urged to refrain from traveling to the venue on the date of the meeting regardless of your own state of health. Shareholders who are elderly, have any underlying disease, or are pregnant are strongly requested to exercise careful judgment, as people in such conditions are perceived to be significantly affected by the infection. Instead of attending the meeting in person, you may exercise your voting rights in writing or via the internet, etc. Please review the attached “Reference Documents for the General Meeting of Shareholders” below to exercise your voting rights.

- 1. Date and time:** Wednesday, December 16, 2020 at 10:00 a.m.
- 2. Place:** Conference Room, 3rd floor, Hamamatsucho Bldg.
1-1-1 Shibaura, Minato-ku, Tokyo

3. Agenda:

Matters to be reported:

1. Report on the business report, the consolidated financial statements for the 36th fiscal year (from October 1, 2019 to September 30, 2020) and the results of the audit of the consolidated financial statements by the financial auditor and the Audit and Supervisory Board
2. Report on the non-consolidated financial statements for the 36th fiscal year (from October 1, 2019 to September 30, 2020)

Matter to be resolved:

Proposal: Election of Eleven (11) Corporate Directors

4. Exercise of voting rights by proxy:

If you exercise your voting rights by proxy, you may designate one other shareholder holding voting rights in the Company to attend the meeting. Please note, however, that it is necessary to submit a document proving the authority of the proxy.

Any modifications to the Reference Documents for the General Meeting of Shareholders will be posted on the Company’s website (<https://www.cmicgroup.com>; in Japanese only).

Reference Documents for the General Meeting of Shareholders

Proposal: Election of Eleven (11) Corporate Directors

At the conclusion of this Ordinary General Meeting of Shareholders, the terms of office of all thirteen (13) Corporate Directors will expire. In that regard, in order to enable flexible decision to be made in the Board of Directors, the Company proposes to elect a total of eleven (11) Corporate Directors (of which, four (4) are to be External Corporate Directors), thereby decreasing the number of Corporate Directors by two (2).

The candidates for Corporate Director are as follows:

Candidate No.	Name	Position and responsibility in the Company	Candidate attributes		
1	Kazuo Nakamura	Representative Director, Chairman and CEO	Reelection		
2	Keiko Oishi	Representative Director, President and COO	Reelection		
3	Toru Fujieda	Corporate Director	Reelection		
4	Wataru Mochizuki	Corporate Director and CFO	Reelection		
5	Makoto Matsukawa	Corporate Director	Reelection		
6	Yoichi Kuwajima	Corporate Director and Vice Chairman	Reelection		
7	Takeshi Hamaura	Corporate Director and CTO	Reelection		
8	Akira Nakamura	External Corporate Director	Reelection	External	Independent
9	Masaru Iwasaki	External Corporate Director	Reelection	External	
10	Takeshi Karasawa	External Corporate Director	Reelection	External	Independent
11	Eriko Kawai	External Corporate Director	Reelection	External	Independent

Note: Ms. Keiko Oishi's name on the family register is Keiko Nakamura.

Candidate No. 1	<p>Reelection</p> <p>Number of the Company's shares owned: 564,220 shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p>
<p>Kazuo Nakamura (December 17, 1946)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1969 Joined Sankyo Co., Ltd. (currently Daiichi Sankyo Co., Ltd.) Mar. 1992 Representative Director and President, the Company Oct. 2003 Representative Director, Chairman and President CEO, the Company Dec. 2013 Representative Director, Chairman and President CEO, the Company (change of Japanese title only) Apr. 2018 Representative Director, Chairman and CEO, the Company (to present)</p> <p>[Reasons for nomination as candidate for Corporate Director]</p> <p>After working in research and development at a large pharmaceutical corporation, Mr. Kazuo Nakamura founded the Company. He possesses outstanding abilities in executive management, which he has used to steer the Company as a leading company. As the Company expects him to continue to perform a decision-making and supervisory role in management, it again nominated him as a candidate for Corporate Director.</p>
Candidate No. 2	<p>Reelection</p> <p>Number of the Company's shares owned: 149,400 shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p>
<p>Keiko Oishi (January 3, 1957)</p> <p>(Name on the family register: Keiko Nakamura)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1982 Joined Nikkei/McGraw-Hill Inc. (currently Nikkei Business Publications, Inc.) Oct. 1989 Joined Genentech, Inc. Jan. 1996 Joined the Company July 2000 Corporate Director, the Company Oct. 2004 Corporate Director and Vice President, the Company Dec. 2010 Representative Director, the Company Apr. 2011 Representative Director, Corporate Officer, in charge of International Business, the Company Dec. 2013 Representative Director, Executive Vice President, Division Head of International Business Development Div., the Company Oct. 2016 Representative Director, Executive Vice President, CEO of CRO Business, Division Head of International Business Management Div., the Company Apr. 2018 Representative Director, President and COO, Supervisory Manager of Business Development & Marketing, the Company (to present)</p> <p><i>Significant concurrent positions outside the Company:</i></p> <p>Representative Director, Chairperson, CMIC Co., Ltd. Representative Director and Vice President, CMIC ShiftZero K.K. Representative Director, Chairperson, OrphanPacific, Inc.</p> <p>[Reasons for nomination as candidate for Corporate Director]</p> <p>With extensive experience at international corporations, Ms. Keiko Oishi has been a member of the Company's senior management since the Company was founded, and she possesses outstanding abilities in executive management. During her time as President of the Company, her efforts toward "globalization" and "training of personnel for globalization" particularly stand out. As the Company expects her to continue to perform a decision-making and supervisory role in management, it again nominated her as a candidate for Corporate Director.</p>

Candidate No. 3	<p>Reelection</p> <p>Number of the Company's shares owned: 4,280 shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p>
<p>Toru Fujieda (November 8, 1959)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1984 Joined Sankyo Co., Ltd. (currently Daiichi Sankyo Co., Ltd.) June 2004 General Manager of Clinical Development Department, Sankyo Co., Ltd. Feb. 2016 Joined the Company, Senior Corporate Officer Corporate Director and Executive Vice President, CMIC Co., Ltd. Oct. 2016 President, CMIC Co., Ltd. (to present) Dec. 2016 Corporate Director and Executive Vice President, the Company Apr. 2018 Corporate Director and Executive Vice President, Supervisory Manager of Clinical CRO, the Company (to present)</p> <p><i>Significant concurrent positions outside the Company:</i> President, CMIC Co., Ltd.</p> <p>[Reasons for nomination as candidate for Corporate Director]</p> <p>With extensive experience in clinical development and management experience at a large pharmaceutical corporation, Mr. Toru Fujieda plays an instrumental role in the CRO business for the Company. As the Company expects him to continue to perform a decision-making and supervisory role in management, it again nominated him as a candidate for Corporate Director.</p>
Candidate No. 4	<p>Reelection</p> <p>Number of the Company's shares owned: 4,380 shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p> <p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1985 Joined Nippon Oil & Fats Co., Ltd. (currently NOF CORPORATION) Jan. 1997 Joined Allied Telesis Holdings K.K. Aug. 2005 Joined the Company Oct. 2010 Corporate Officer, in charge of Internal Control/Information Disclosure/ Finance and Accounting, the Company Dec. 2010 Corporate Director, the Company Oct. 2012 Corporate Director, Corporate Officer and CFO, in charge of Internal Control/ Information Disclosure, the Company Oct. 2013 Corporate Director, Senior Corporate Officer and CFO, in charge of Finance and Legal Affairs Department/Internal Control/Information Disclosure, the Company May 2015 Corporate Director, Executive Vice President and CFO, in charge of Internal Control/Information Disclosure, the Company (to present) Apr. 2018 Corporate Director, Executive Vice President and CFO, Supervisory Manager of Administration and Support Unit, the Company (to present)</p> <p>[Reasons for nomination as candidate for Corporate Director]</p> <p>With extensive knowledge and experience in administrative departments, Mr. Wataru Mochizuki possesses outstanding abilities in executive management. As the Company expects him to continue to perform a decision-making and supervisory role in management, it again nominated him as a candidate for Corporate Director.</p>

Candidate No. 5	<p>Reelection</p> <p>Number of the Company's shares owned: 2,480 shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p>
<p>Makoto Matsukawa (March 30, 1960)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1984 Joined Akiyama Inc. (currently SUZUKEN CO., LTD.) Oct. 1989 Joined Baxter Limited June 1999 Joined Starbucks Coffee Japan, Ltd. Apr. 2007 Joined Quintiles Transnational Japan K.K. (currently IQVIA Services Japan K.K.) Jan. 2012 Joined the Company, Corporate Officer, in charge of Corporate Planning/IPD Dec. 2012 Corporate Director, Corporate Officer and IPD Company President, the Company May 2015 Senior Executive Officer, in charge of Business Development, the Company Oct. 2016 Senior Executive Officer, in charge of Business Development, CEO of CDMO Business, the Company Dec. 2016 Corporate Director, the Company Apr. 2018 Corporate Director and Executive Vice President, Supervisory Manager of CDMO, Supervisory Manager of CSO, the Company Nov. 2018 Corporate Director and Executive Vice President, Supervisory Manager of CDMO, the Company (to present)</p> <p><i>Significant concurrent positions outside the Company:</i> Representative Director & CEO, CMIC CMO Co., Ltd.</p> <p>[Reasons for nomination as candidate for Corporate Director] Having started up businesses in various industry sectors including not only the pharmaceutical sector, but also large-player service sector, Mr. Makoto Matsukawa possesses management experience and plays an instrumental role in globalization and strategic business development within the Company. As the Company expects him to continue to perform a decision-making and supervisory role in management, it again nominated him as a candidate for Corporate Director.</p>

Candidate No. 6	<p>Reelection</p> <p>Number of the Company's shares owned: 2,720 shares Attendance to meetings of the Board of Directors: 11/11 (100%)</p>
<p>Yoichi Kuwajima (August 30, 1957)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1981 Joined Eisai Co., Ltd. July 1992 Joined IBRD JAPAN Co., Ltd. (currently ASKLEP Inc.) Apr. 1997 Representative Director, IBRD JAPAN Co., Ltd. July 2003 Representative Director and Vice President, HuBit genomix, Inc Oct. 2004 Executive Director, Otsuka Pharmaceutical Co., Ltd. May 2006 Established Medi-Skette Corporation, Representative Director and President July 2013 Representative Director and President, Denave Co., Ltd. Feb. 2014 Executive Officer, Deputy General Manager of Business Development Division, MEDIPAL HOLDINGS CORPORATION Oct. 2018 Executive Officer, in charge of Academia Support, Sales Division, MEDICEO CORPORATION Apr. 2019 Joined the Company, Vice Chairman, Division Head of Strategy Management Div. (to present) Dec. 2019 Corporate Director, the Company (to present)</p> <p><i>Significant concurrent positions outside the Company:</i> Representative Director, Chairman, CMIC Career Co., Ltd.</p> <p>[Reasons for nomination as candidate for Corporate Director]</p> <p>With extensive achievements and highly specialized knowledge in the areas of medicine and healthcare, Mr. Yoichi Kuwajima plays an instrumental role in strengthening new business development as Division Head of Strategy Management Division. As the Company expects him to continue to perform a decision-making and supervisory role in management based on his business experience and achievements, it again nominated him as a candidate for Corporate Director.</p>
Candidate No. 7	<p>Reelection</p> <p>Number of the Company's shares owned: 1,680 shares Attendance to meetings of the Board of Directors: 11/11 (100%)</p> <p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1985 Joined Sankyo Co., Ltd. (currently Daiichi Sankyo Co., Ltd.) Apr. 2012 Vice President of Supply Chain Technology Department, Daiichi Sankyo Co., Ltd. Apr. 2014 Vice President of CMC Planning Department, Daiichi Sankyo Co., Ltd. Apr. 2017 Head of Pharmaceutical Technology Division, Daiichi Sankyo Co., Ltd. Oct. 2019 Joined the Company, General Manager in charge of CDMO Business Promotion, Strategy Management Div. Nov. 2019 Executive Vice President and CTO, Assistant to Supervisory Manager of CDMO, the Company (to present) Dec. 2019 Corporate Director, the Company (to present)</p> <p>[Reasons for nomination as candidate for Corporate Director]</p> <p>Mr. Takeshi Hamaura possesses extensive achievements and highly specialized knowledge of formulation technology development and in the CMC area. As the Company expects him to continue to perform a decision-making and supervisory role in management based on his business experience and achievements, it again nominated him as a candidate for Corporate Director.</p>

Candidate No. 8	<div style="display: flex; justify-content: space-between; border-bottom: 1px solid black;"> <u>Reelection</u> <u>External</u> <u>Independent</u> </div> <p>Number of the Company's shares owned: – shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p>
<p>Akira Nakamura (December 24, 1944)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1968 Joined The Sanwa Bank, Ltd. (currently MUFG Bank, Ltd.) June 1994 Director, The Sanwa Bank, Ltd. May 1997 Managing Director, The Sanwa Bank, Ltd. June 1999 President, Sanwa Capital Finance Ltd. (currently Mitsubishi UFJ Capital Co., Ltd.) June 2005 Chairman and Director, Ask Planning Center, Inc. (currently ASK PLANNING, INC.) (to present) July 2005 Chairman, CREEK & RIVER Co., Ltd. Mar. 2011 President, Medical Principle Co., Ltd. Dec. 2014 External Corporate Director, the Company (to present) June 2017 Chairman and Director, ASK HOLDINGS, INC. Chairman and Director, Wealth Management, Inc.</p> <p><i>Significant concurrent positions outside the Company:</i> Chairman and Director, ASK PLANNING, INC. Director, ASK GROUP HOLDINGS, INC. Director, Car7 Development. CO., LTD. Councilor, Iwai Medical Foundation</p> <p>[Reasons for nomination as candidate for External Corporate Director]</p> <p>With a long standing history of serving in corporate management, Mr. Akira Nakamura possesses extensive experience and insight as a corporate manager. As the Company expects him to utilize this experience and insight to continue fulfilling the role of advising and supervising its overall management from the perspective of effectiveness and objectivity in decision-making of the Company's Board of Directors, it again nominated him as a candidate for External Corporate Director.</p>

Candidate No. 9	<div style="display: flex; justify-content: space-between;"> <u>Reelection</u> <u>External</u> </div> <p>Number of the Company's shares owned: – shares Attendance to meetings of the Board of Directors: 13/13 (100%)</p>
<p>Masaru Iwasaki (May 3, 1947)</p>	<p>[Career summary, and position and responsibility in the Company]</p> <p>Dec. 1973 Joined Department of Surgery II, The University of Tokyo Hospital Apr. 1983 Joined Department of Surgery II, Faculty of Medicine, University of Yamanashi Apr. 1993 Joined Hoechst Japan Co., Ltd. (currently Sanofi K.K.) Jan. 2005 Joined GlaxoSmithKline K.K. Sept. 2011 Specially Appointed Professor, Department of Clinical Research, Faculty of Medicine, University of Yamanashi Sept. 2014 Specially Appointed Professor, Department of Advanced Biomedical Research, Faculty of Medicine, University of Yamanashi (to present) Apr. 2015 Vice President, University of Yamanashi (to present) Dec. 2016 External Corporate Director, the Company (to present)</p> <p><i>Significant concurrent positions outside the Company:</i></p> <p>Vice President, University of Yamanashi Program Director, Japan Agency for Medical Research and Development Visiting Professor, Juntendo University School of Medicine</p> <p>[Reasons for nomination as candidate for External Corporate Director]</p> <p>After working as a clinician in the oncology area, Mr. Masaru Iwasaki possesses experience and achievements from serving in important positions for large pharmaceutical corporations in areas including product strategy planning and product development. As the Company expects him to continue fulfilling the role of advising and supervising its overall management, it again nominated him as a candidate for External Corporate Director.</p>

Candidate No. 10	<div style="display: flex; justify-content: space-between; border-bottom: 1px solid black;"> <u>Reelection</u> <u>External</u> <u>Independent</u> </div> <p>Number of the Company's shares owned: – shares Attendance to meetings of the Board of Directors: 12/13 (92%)</p>
Takeshi Karasawa (August 29, 1956)	<p>[Career summary, and position and responsibility in the Company]</p> <p>Apr. 1980 Joined Ministry of Health and Welfare (currently Ministry of Health, Labour and Welfare)</p> <p>July 2000 Director, Public Relations Office, General Coordination Division, Minister's Secretariat, Ministry of Health and Welfare</p> <p>July 2004 Director, National Health Insurance Division and Director, General Affairs Division, Health Insurance Bureau, Ministry of Health, Labour and Welfare</p> <p>July 2009 Deputy Director-General (in charge of Medical Insurance, Health Policy, Health Care and Long-term Care Integration), Ministry of Health, Labour and Welfare</p> <p>Sept. 2012 Director-General for Policy Planning and Evaluation (in charge of Social Security), Ministry of Health, Labour and Welfare</p> <p>July 2014 Director General, Health Insurance Bureau, Ministry of Health, Labour and Welfare</p> <p>June 2016 Director-General for Regional Revitalization, Headquarters for Overcoming Population Decline and Vitalizing Local Economy in Japan, Cabinet Secretariat</p> <p>Aug. 2016 Retired from Cabinet Secretariat</p> <p>Dec. 2018 External Corporate Director, the Company (to present)</p> <p><i>Significant concurrent positions outside the Company:</i></p> <p>Project Professor, Graduate School of Media and Governance, Keio University Outside Director, Value HR Co., Ltd.</p> <p>[Reasons for nomination as candidate for External Corporate Director]</p> <p>Mr. Takeshi Karasawa possesses extensive achievements and highly specialized knowledge of healthcare and nursing care related policies and the social security system in general from his experience in government administration. As the Company expects him to continue providing us with practical advice on the Company's business strategy and promotion, it again nominated him as a candidate for External Corporate Director.</p>

Candidate No. 11

Reelection External Independent

Number of the Company's shares owned: – shares

Attendance to meetings of the Board of Directors: 13/13 (100%)

Eriko Kawai
(April 28, 1958)

[Career summary, and position and responsibility in the Company]

Oct. 1981 Joined Nomura Research Institute, Ltd.
Sept. 1985 Management Consultant, McKinsey & Company
Oct. 1986 Fund Manager, Mercury Asset Management plc, SG Warburg
Nov. 1995 Chief Investment Officer, Yamaichi Regent ABC Polska
July 1998 Joined Bank for International Settlements
Oct. 2004 Senior Pension Fund Administrator, Organisation for Economic Co-operation and Development (OECD)
Mar. 2008 Representative, Kawai Global Intelligence
Apr. 2012 Professor, Institute for the Promotion of Excellence in Higher Education, Kyoto University
Apr. 2013 Professor, Institute for Liberal Arts and Sciences, Kyoto University
Apr. 2014 Professor, Graduate School of Advanced Integrated Studies in Human Survivability, Kyoto University (to present)
Dec. 2017 External Audit and Supervisory Board Member, the Company
Dec. 2019 External Corporate Director, the Company (to present)

Significant concurrent positions outside the Company:

Professor, Graduate School of Advanced Integrated Studies in Human Survivability, Kyoto University

Outside Director, Daiwa Securities Group Inc.

Council Member of Administrative Council, Hokkaido University

[Reasons for nomination as candidate for External Corporate Director]

In addition to her extensive experience in international corporations, Ms. Eriko Kawai possesses experience and achievements as a corporate manager and outstanding knowledge in management. As the Company expects her to continue providing us with practical advice on the Company's business strategy and promotion using her experience and knowledge, it again nominated her as a candidate for External Corporate Director.

- Notes:
1. Special interest between the candidates and the Company:
 - (1) The Company makes donations to University of Yamanashi in which Mr. Masaru Iwasaki serves as Vice President.
 - (2) There is no special interest between the other candidates and the Company.
 2. Mr. Akira Nakamura, Mr. Masaru Iwasaki, Mr. Takeshi Karasawa and Ms. Eriko Kawai are candidates for External Corporate Director.
 3. Mr. Akira Nakamura is currently an External Corporate Director of the Company, and at the conclusion of this meeting, his tenure as External Corporate Director will have been six (6) years.
 4. Mr. Masaru Iwasaki is currently an External Corporate Director of the Company, and at the conclusion of this meeting, his tenure as External Corporate Director will have been four (4) years.
 5. Mr. Takeshi Karasawa is currently an External Corporate Director of the Company, and at the conclusion of this meeting, his tenure as External Corporate Director will have been two (2) years.
 6. Ms. Eriko Kawai is currently an External Corporate Director of the Company, and at the conclusion of this meeting, her tenure as External Corporate Director will have been one (1) year. While the Company also makes donations to the Kyoto University Graduate School, where she is a professor, according to the standards established by the Company, we judge that this does not affect her independence. Of the thirteen (13) meetings of the Board of Directors that she attended, she attended two (2) of those as External Audit and Supervisory Board Member.
 7. The Company has entered into an agreement with Mr. Akira Nakamura, Mr. Masaru Iwasaki, Mr. Takeshi Karasawa and Ms. Eriko Kawai to limit their liability amount to the minimum liability amount as provided for by Article 425, paragraph (1) of the Companies Act. If their reelection is approved, the Company plans to continue said limited liability agreement with each one of them.
 8. The Company has submitted notification to the Tokyo Stock Exchange that Mr. Akira Nakamura, Mr. Takeshi Karasawa and Ms. Eriko Kawai have been appointed as independent officers as provided for by the aforementioned exchange. Should their reelection be approved, the Company intends to submit notification that they have been appointed as independent officers.