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NIHON KOHDEN CORPORATION (6849)

Stock Exchange Listing: 1st section Tokyo Stock Exchange

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Nihon Kohden Announces Discontinuation (Abolition) of Policy toward Large-Scale Purchases of the Company's Shares (Takeover Defense Measures)

Nihon Kohden today announced that its Board of Directors has resolved not to continue and to abolish the policy toward large-scale purchases of the Company's shares (Takeover Defense Measures).

The Company adopted the policy toward large-scale purchases of the Company's shares (Takeover Defense Measures) based on the shareholder approval at the 56th General Meeting of Shareholders held on June 28, 2007. Subsequently, these Takeover Defense Measures were renewed following the approval at the 65th General Meeting of Shareholders held on June 28, 2016 (the Takeover Defense Measures after this renewal shall hereinafter be referred to as the "Basic Rule"). However, the effective period of the Basic Rule will expire at the conclusion of the 68th General Meeting of Shareholders to be held on June 26, 2019 (hereinafter "this General Meeting of Shareholders").

After careful consideration based on the opinions of shareholders, including institutional investors in Japan and overseas, and changes in the external environment, such as the recent trend surrounding takeover defense measures, the Company judges the Basic Rule to have become relatively less necessary to the Company and its Board of Directors' Meeting held today has resolved not to continue and to abolish the Basic Rule at the conclusion of this General Meeting of Shareholders.

After the expiration of the Basic Rule, the Company will continue to work to ensure and enhance the Company's corporate value and thus the common interests of shareholders. The Company will request persons that attempt to make large-scale purchases of the Company's shares to provide necessary and adequate information for shareholders to make appropriate decisions regarding the pros and cons of the large-scale purchases, disclosing information including the opinions of the Board of Directors, and working to secure time and information for shareholders to consider. The Company will take appropriate measures in accordance with the Financial Instruments and Exchange Act, the Companies Act, and other related laws and regulations.