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February 10, 2021

To Whom It May Concern:

Company Name BASE, Inc.
 Representative Yuta Tsuruoka, Representative Director and CEO
 (Security Code: 4477 Tokyo Stock Exchange Mothers Market)
 Contact Person Ken Harada, Director and CFO
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Notice on Partial Amendment to the Articles of Incorporation and Determination of Candidate Auditor

At a meeting of the Board of Directors held on February 10, 2021, the Company resolved to newly establish provisions concerning a substitute Auditor by partially amend the Articles of Incorporation in case the number of Auditors falls short of that required by laws and regulations and to nominate the following person as candidate Auditor in advance in accordance with Article 329, Paragraph 3 of the Companies Act. Now, therefore, notice is hereby given as follows. The partial amendment to the Articles of Incorporation and the appointment of candidate Auditor is subject to the approval at the 8th Ordinary General Meeting of Shareholders scheduled to be held on March 25, 2021.

The Board of Corporate Auditors has given its prior consent to the nomination of candidate Auditor.

1. Partial amendment to the Articles of Incorporation

(1) Details of the amendment

Before the amendment	After the amendment
(Method for Appointment)	(Method for Appointment)
Article 29 Omitted	Article 29 Omitted
2 Omitted	2 Omitted
3 Newly established	<u>3 In accordance with Article 329, Paragraph 3 of the Companies Act, the Company may appoint a substitute Auditor at a General Meeting of Shareholders in case the number of Auditors falls short of that required by laws and regulations.</u>
4 Newly established	<u>4 The effectiveness of the appointment of substitute Auditor shall expire at the beginning of the Ordinary General Meeting of Shareholders relating to the last fiscal year that ends within four (4) years after the appointment.</u>
5 Newly established	<u>5 The provisions of Paragraph 2 of this Article shall apply mutatis mutandis to the quorum for resolution of the</u>
(Term of Office)	
Article 30 Omitted	
2 The term of office of Auditor who is appointed as a substitute for Auditor who retired before the expiration of his/her term of office	<u>5 The provisions of Paragraph 2 of this Article shall apply mutatis mutandis to the quorum for resolution of the</u>

shall be the remaining term of office of the retired Auditor.	<u>appointment of a substitute Auditor.</u> (Term of Office) Article 30 Omitted 2 The term of office of Auditor who is appointed as a substitute for Auditor who retired before the expiration of his/her term of office shall be the remaining term of office of the retired Auditor. <u>However, if a substitute Auditor who is appointed pursuant to Paragraph 3 of the preceding article assumes the office of Auditor, the term of office of the relevant Auditor may not exceed the conclusion of the Ordinary Meeting of Shareholders held for the last fiscal year that ends within four (4) years after the appointment.</u>
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(2) Schedule for the amendment

Date of General Meeting of Shareholders for the amendment to the Articles of Incorporation
March 25, 2021 (Scheduled)

Effective date of the amendment to the Articles of Incorporation March 25, 2021 (Scheduled)

Candidate Auditor

Name	Brief biography	
Chie Hoshi Born on March 6, 1972	March 1995	Graduated from the University of Tokyo, Faculty of Law
	April 1996	Became a legal apprentice (50th)
	April 1998	Registered as an attorney (became a member of Dai-ichi Tokyo Bar Association)
	September 2004	Joined Tanabe&Partners
	April 2006	Partner attorney, Tanabe&Partners
	April 2014	Member of the Defense Procurement Council (current position)

(Note) 1. There is no special interest between the candidate and the Company.

2. The candidate is the candidate for outside company auditor, as stipulated in Article 2, Paragraph 3, Item 8 of the Ordinance for Enforcement of the Companies Act.
3. She satisfies the requirements for being an independent officer in accordance with the regulations of the Tokyo Stock Exchange, Inc. etc., and the Company is scheduled to notify the candidate as independent officer with the Tokyo Stock Exchange.

The end.