



February 15, 2021

To Whom It May Concern

Company Name: OUTSOURCING Inc.
Representative: Haruhiko Doi
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(First Section of TSE, Securities Code 2427)
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Notice Regarding Partial Amendments to the Articles of Incorporation

OUTSOURCING Inc. (hereinafter, “the Company”) hereby announces that, at its Board of Directors meeting held today, it resolved to submit a proposal related to the Partial Amendments to the Articles of Incorporation as a matter to be resolved at the 24th Ordinary General Meeting of Shareholders to be held on March 25, 2021. The details are as follows.

1. Reasons for the Proposed Amendments

- (i) In accordance with the revision of the Worker Dispatch Law, “Specified Worker Dispatching Undertakings” was abolished and integrated into “General Worker Dispatching Undertakings,” and the name was unified into “Worker Dispatching Undertakings.” Therefore, the Company proposes to make amendments to Article 2 (Purpose) of the present Articles of Incorporation.
- (ii) In preparation for further expansion of business areas going forward, taking into consideration the business areas of subsidiaries are diversifying within the context of global business expansion based on the Company’s M&A strategy, the Company proposes to amend Article 2 (Purpose) of the current Articles of Incorporation.
- (iii) Regarding Article 19 (Number of directors) of the current Articles of Incorporation, in line with expansion of the OUTSOURCING Group, the Company proposes to amend the number of directors (excluding directors who are Audit and Supervisory Committee Members) from “not more than ten (10)” to “not more than fifteen (15)” in preparation for promoting future business development on a global scale, further strengthening corporate governance, and enhancing and strengthening the management base, as well as to promote diversity in the board of directors and to strengthen the management supervisory function.
- (iv) Regarding Article 39 (Accounting auditors’ exemption from liabilities) of the current Articles of Incorporation, the Company proposes a partial correction of words in order to clarify the provisions.

(2) Details of the Proposed Amendments

Details of the proposed amendments are shown on the attachment.

(3) Schedule

Date of the General Meeting of Shareholders to amend the Articles of Incorporation: March 25, 2021 (scheduled)

Effective date of the amendments to the Articles of Incorporation: March 25, 2021 (scheduled)

[Attachment]

Details of the Proposed Amendments to the Articles of Incorporation

(Amendments are underlined)

Current Articles of Incorporation	Proposed Amendments
<p>(Purpose)</p> <p>Article 2 The purpose of this company shall be to conduct the following businesses:</p> <p>1. Dispatch of <u>general and specified</u> workers in accordance with the Worker Dispatch Law</p> <p>2. – 24. (Omitted)</p> <p>(Newly established)</p> <p>(Newly established)</p> <p><u>25.</u> All kinds of businesses related to the above clauses</p>	<p>(Purpose)</p> <p>Article 2 The purpose of this company shall be to conduct the following businesses:</p> <p>1. Dispatch of workers in accordance with the Worker Dispatch Law</p> <p>2. – 24. (Unchanged)</p> <p><u>25. Other commerce in general</u></p> <p><u>26. Control and manage the business activities of the companies that operate items 1 to 25 above by owning shares or equities of said companies (including foreign companies), partnerships (including overseas organizations equivalent to a partnership) and other similar entities</u></p> <p><u>27.</u> All kinds of businesses related to the above clauses</p>
<p>(Number of directors)</p> <p>Article 19 This company shall have not more than <u>ten (10)</u> directors (other than directors who are Audit and Supervisory Committee Members).</p> <p>2. (Omitted)</p>	<p>(Number of directors)</p> <p>Article 19 This company shall have not more than <u>fifteen (15)</u> directors (other than directors who are Audit and Supervisory Committee Members).</p> <p>2. (Unchanged)</p>
<p>(Accounting auditors' exemption from liabilities)</p> <p>Article 39 With regard to the liabilities of accounting auditors (including former accounting auditors) mentioned in Article 423, Section 1 of the Companies Act, if the requirements specified by law are satisfied, this company may exempt said accounting auditors from the liabilities for up to the minimum liability amount specified by law from the liability amount, through a resolution of the board of directors.</p>	<p>(Accounting auditors' exemption from liabilities)</p> <p>Article 39 With regard to the liabilities of accounting auditors (including former accounting auditors) mentioned in Article 423, Section 1 of the Companies Act, if the requirements specified by law are satisfied, this company may exempt said accounting auditors from the liabilities for up to <u>the amount obtained by deducting</u> the minimum liability amount specified by law from the liability amount, through a resolution of the board of directors.</p>