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October 20, 2021

Company Name: COLOPL, Inc.

Representative: Naruatsu Baba, President

(Securities Code: 3668

Tokyo Stock Exchange First Section)

Inquiries: Yoshiaki Harai, Executive Director

(TEL: +81-3-6721-7770)

## **Notice of Partial Amendments to the Articles of Incorporation**

COLOPL, Inc. (the "Company") hereby announces that the meeting of the board of directors held today, we resolved to make partial amendments to its Articles of Incorporation, and decided to submit the proposal to the 13th Ordinary General Meeting of Shareholders to be held on December 17, 2021. The personnel changes of directors will be disclosed separately in the "Notice of Changes in Representative Directors and Directors" dated today.

## Notes

- 1. Reason for the change
- (1) The position of Chairman of the Board of Directors will be newly established as a director with executive responsibility in order to build a management structure that can respond quickly to changes in the business environment and to further strengthen and enhance the management foundation. In addition, the newly established position of Chairman of the Board of Directors will be added as a person with the authority to convene and chair general meetings of shareholders and meetings of the Board of Directors so that the Company can flexibly manage general meetings of shareholders and meetings of the Board of Directors.
- (2) In preparation for the event that the number of Directors who are members of the Audit and Supervisory Committee stipulated in laws and ordinances is not sufficient, the Company will newly establish a provision concerning the election of a substitute Director who is a member of the Audit and Supervisory Committee and the effect of the resolution for the election.
- 2. Details of the change

The details of the change are shown in the attachment.

3. Schedule

Date of Ordinary General Meeting of Shareholders to amend the Articles of Incorporation: December 17, 2021 (scheduled)

Effective date of the amendment to the Articles of Incorporation: December 17, 2021 (scheduled)

Current Articles of Incorporation	Proposed Articles of Incorporation	
Articles 1 to 13 (Omitted)	Articles 1 to 13 (Unchanged)	
Article 14 (Person Authorized to Convene Meetings and Chair Thereof)  1. The President shall convene and preside at the General Meeting of Shareholders.  2. In the event that the President are unable to act, another Director shall convene and chair the General Meeting of Shareholders in accordance with the order previously determined by the Board of Directors.	Article 14 (Person Authorized to Convene Meetings and Chair Thereof)  1. The Chairman of the Board of Directors or the President shall convene and preside at the General Meeting of Shareholders.  2. In the event that both the Chairman of the Board of Directors and the President are unable to act, another Director shall convene and chair the General Meeting of Shareholders in accordance with the order previously determined by the Board of Directors.	
Articles 15 to 19 (Omitted)	Articles 15 to 19 (Unchanged)	
Article 20 (Election of Directors)	Article 20 (Election of Directors)	
1 to 3 (Omitted)	1 to 3 (Unchanged)	
(Newly established)  (Newly established)	<ul> <li>4. The Company may, at a general meeting of shareholders, elect a substitute Director who is a member of the Audit and Supervisory Committee in case the number of Directors who are members of the Audit and Supervisory Committee provided for in laws and regulations becomes vacant.</li> <li>5. Unless shortened by such resolution, the period during which the resolution relating to the election of a substitute Audit and Supervisory Committee Member shall remain in effect shall be until the beginning of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within two (2) years after such resolution.</li> </ul>	

Current	Articles	of Incor	noration
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Article 21 (Representative Director(s) and Directors with Special Titles)

- 1. (Omitted)
- The Board of Directors may by its resolution appoint president and director, vice president and director(s), senior managing director(s) and managing director(s).
- In the event that the President is unable to perform his duties, other Directors shall perform the duties of the President on his behalf.

Article 22 (Omitted)

Article 23 (Person Authorized to Convene Meetings of the Board of Directors and Chair Thereof)

- Unless otherwise provided for by laws and regulations, the President shall convene and preside at meetings of the Board of Directors.
- In the event that the President is unable to act, other Directors shall take his place in the order previously determined by the Board of Directors.

Articles 24 to 41 (Omitted)

## Proposed Articles of Incorporation

Article 21 (Representative Director(s) and Directors with Special Titles)

- 1. (Unchanged)
- 2. The Board of Directors may by its resolution appoint chairman of the Board of Directors and director, president and director, vice president and director(s), senior managing director(s) and managing director(s).
- In the event that the Chairman of the Board of Directors and the President are unable to perform their duties, other Directors shall perform the duties of the Chairman of the Board of Directors and the President on their behalf.

Article 22 (Unchanged)

Article 23 (Person Authorized to Convene Meetings of the Board of Directors and Chair Thereof)

- Unless otherwise provided for by laws and regulations, the Chairman of the Board of <u>Directors or</u> the President shall convene and preside at meetings of the Board of Directors.
- In the event that the Chairman of the Board of
   <u>Directors and</u> the President <u>are</u> unable to act,
   other Directors shall take <u>their</u> place in the order
   previously determined by the Board of Directors.

Articles 24 to 41 (Unchanged)