

December 23, 2022

To whom it may concern,

Company Name: Uzabase, Inc.
Names of representatives: Yusuke Inagaki, Representative Director and Co-CEO/CTO
Taira Sakuma, Representative Director and Co-CEO
(Code: 3966, TSE Growth)
Contact: Daisuke Chiba, Chief Financial Officer
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**(Withdrawal of Disclosure) Notice Regarding Cancellation of
Extraordinary General Meeting of Shareholders and Record Date**

Uzabase, Inc. (hereinafter referred to as “the Company”) earlier announced in its “Notice Regarding Setting of Record Date for Convocation of Extraordinary General Meeting of Shareholders” released on December 15, 2022 that it had set in advance a record date required for the convocation of an extraordinary general meeting of shareholders (the “Extraordinary General Meeting of Shareholders”). The Company intended to hold the Extraordinary General Meeting of Shareholders in mid-February 2023 in the event that the tender offer for the Company’s common shares (the “Shares”) and Stock Acquisition Rights (Note) commenced by THE SHAPER Co. (the “Offeror”) on November 10, 2022 (the “Tender Offer”) were successfully completed and the total number of voting rights in the Company held by the Offeror were less than 90% of the number of the voting rights of all shareholders of the Company. In that case, promptly after the settlement of the Tender Offer, pursuant to Article 180 of the Companies Act (Act No. 86 of 2005, including subsequent amendments), the Offeror would request the Company to convene the Extraordinary General Meeting of Shareholders that would include proposals for a consolidation of Shares (the “Share Consolidation”) and an amendment to the Company’s Articles of Incorporation abolishing the share unit number provisions on the condition that the Share Consolidation became effective.

However, as stated in the “Notice Regarding Results of the Tender Offer by THE SHAPER Co. and Changes in the Parent Company, Largest Major Shareholder, and Major Shareholder” released today, as a result of the Tender Offer, the total number of voting rights in the Company held by the Offeror exceeded 90% of the number of the voting rights of all shareholders of the Company. Therefore, the Share Consolidation is no longer required, and the Company has decided not to convene the Extraordinary General Meeting of Shareholders as well as to cancel the above-mentioned record date.

Note:

The following stock acquisition rights ① to ⑫ are collectively referred to as the “Stock Acquisition Rights.”

- ① The fourth series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on May 3, 2013 (Exercise period: from May 5, 2013 to May 3, 2023)
- ② The fifth series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on April 28, 2014 (Exercise period: from May 1, 2014 to March 28, 2024)
- ③ The eighth series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on June 19, 2015 (Exercise period: from July 2, 2015 to March 27, 2025)
- ④ The ninth series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on January 4, 2016 (Exercise period: from January 6, 2016 to December 18, 2025)
- ⑤ The 11th series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on July 15, 2016 (Exercise period: from July 20, 2016 to December 18, 2025)
- ⑥ The 12th series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on July 15, 2016 (Exercise period: from July 20, 2016 to December 18, 2025)
- ⑦ The 13th series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on May 22, 2017 (Exercise period: from April 1, 2023 to June 18, 2027)
- ⑧ The 14th series stock acquisition rights issued based on the resolution at the meeting of the Company’s Board of Directors held on May 22, 2017 (Exercise period: from April 1, 2022 to June 18, 2027)
- ⑨ The 15th series stock acquisition rights issued based on the resolution at the meeting of the Company’s

Board of Directors held on May 22, 2017 (Exercise period: from April 1, 2021 to June 18, 2027)

- ⑩ The 16th series stock acquisition rights issued based on the resolution at the meeting of the Company's Board of Directors held on March 16, 2018 (Exercise period: from February 15, 2019 to July 31, 2024)
- ⑪ The 17th series stock acquisition rights issued based on the resolution at the meeting of the Company's Board of Directors held on March 16, 2018 (Exercise period: from February 15, 2019 to July 31, 2024)
- ⑫ The 28th series stock acquisition rights issued based on the resolution at the meeting of the Company's Board of Directors held on April 14, 2022 (Exercise period: from April 30, 2022 to April 29, 2027)

End of Notice