# **Articles of Incorporation**

**Sanwa Holdings Corporation** 

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# Articles of Incorporation

# Chapter 1: General Provisions

#### (Trade Name)

Article 1. The Company shall be referred to as *Sanwa Horudingusu Kabushikigaisha*. in Japanese, and Sanwa Holdings Corporation in English.

#### (Purpose)

- Article 2. The purpose of the Company shall be to control and manage the business activities of companies (including overseas companies) that engage in the following businesses, by holding shares and equity interests in such companies.
  - 1. Manufacture, sale, import and export of various kinds of shutters, doors, sashes, storm doors, partitions, interior products, exterior products, household goods, decorations, and other construction fittings and hardware.
  - 2. Manufacture, sale, import and export of residential and building construction materials.
  - Manufacture, sale, import and export of disaster prevention equipment, security equipment, electric
    equipment, fire protection equipment, elevator and hoist equipment, air conditioning equipment,
    plumbing and sanitation equipment.
  - 4. Manufacture, sale, import and export of cleaning appliances, environmental conservation appliances, appliances and devices for the disposal and recycling of industrial waste, general waste and other similar waste.
  - 5. Manufacture, sale, import and export of nursing supplies and nursing appliances.
  - 6. Design, construction, supervision, contracting and maintenance work for the structures used in the aforementioned products, equipment, appliances, etc.
  - Contracted execution of various tests on products, equipment, appliances, etc. related to the
    aforementioned items, including fireproof and fire resistance tests, heat insulation tests, and
    airtightness tests.
  - 8. Design, supervision of works, contracting and execution of construction works, carpentry works, roofing works, tile, brick and block works, steel structure works, sheet metal works, interior finishing works, fitting works and works on fire protection facilities.
  - 9. Extension, renovation and reconstruction of buildings, and home renovation.
  - 10. Management, maintenance and cleaning of buildings and associated equipment.
  - 11. Generation, supply, purchase and sale of electrical power, and manufacture, construction and sale of power generation appliances.
  - 12. Comprehensive security and protection business.
  - 13. Comprehensive lease business.

- 14. Management of home improvement stores.
- 15. Property and casualty insurance agency business, and services related to solicitation for life insurance.
- 16. Development and sale of computer software and information systems, and sale of computers and related appliances.
- 17. Acquisition, management, rental, purchase and sale of intellectual property, including industrial property rights and copyright.
- 18. Purchase, sale, management, lease and rental of real estate, and real estate agency services.
- 19. Purchase, sale, holding and management of securities.
- 20. Loan of money and guarantee of loans and obligations.
- 21. Freight transport and handling business.
- 22. Warehousing, contracting for cargo handling, and customs brokerage.
- 23. Mail-order sales using the Internet, etc.
- 24. Worker dispatch (manpower agency) business.
- 25. Website design, production, operation and management services.
- 26. Automobile-related services.
- 27. Consulting services related to all aspects of corporate management.
- 28. All other businesses incidental or related to the above items.
- 2) The Company may engage in the businesses listed above.

#### (Location of Head Office)

Article 3. The Company's Head Office shall be in Shinjuku-ku, Tokyo.

#### (Organs)

Article 4. The Company shall have the following organs, in addition to the General Meeting of Shareholders and Directors.

- 1. Board of Directors
- 2. Audit & Supervisory Committee
- 3. Independent Auditors

## (Method of Public Notice)

Article 5. The Company shall issue public notices by electronic means.

However, in the event that electronic notices cannot be published due to accident or other unavoidable reason, the Company shall publish notices in the Nikkei (*Nihon Keizai Shimbun*) newspaper.

## Chapter 2: Shares

#### (Total Number of Authorized Shares)

Article 6. The total number of authorized shares of the Company shall be 550,000,000 shares.

(Number of Shares in Each Trading Unit)

Article 7. The number of shares in each trading unit of the Company shall be 100 shares.

(Rights Concerning Shareholdings Less than One Trading Unit)

Article 8. Shareholders of the Company cannot exercise rights pertaining to shareholdings less than one trading unit, with the exception of the rights listed below.

- 1. The rights listed under Article 189 (2) of the Companies Act
- 2. The right to make demands in accordance with the provisions of Article 166 (1) of the Companies Act
- 3. The right to receive allotment of shares for subscription and allotment of stock acquisition rights for subscription, in proportion to the number of shares held by the shareholder
- 4. The right to demand the additional sale of shares to supplement shareholdings less than one trading unit, in accordance with Article 9 of these Articles of Incorporation

(Supplementation of Shareholdings Less than One Trading Unit)

Article 9. Shareholders with shareholdings less than one trading unit may demand that the Company sell and transfer to them the number of shares that, together with the shareholding less than one trading unit, will sum to one trading unit, in accordance with the provisions of the Share Handling Regulations.

(Administrator of the Shareholder Register)

Article 10. The Company shall have an Administrator of the Shareholder Register.

- 2) The Administrator of the Shareholder Register, and the location where administrative duties are undertaken, shall be determined by resolution of the Board of Directors, and public notice shall be given.
- 3) The Company shall delegate to the Administrator of the Shareholder Register the preparation and keeping of the Shareholder Register and Register of Stock Acquisition Rights, as well as other administrative work related to the Shareholder Register and Register of Stock Acquisition Rights, and shall not engage in these activities.

(Share Handling Regulations)

Article 11. Procedures relating to the exercise of shareholders' rights and other handling services and fees related to the Company's shares and stock acquisition rights, shall be governed by law, regulation and these Articles of Incorporation, as well as by the Share Handling Regulations established by the Board of Directors.

(Decision-making Body for the Gratis Allotment of Stock Acquisition Rights)

Article 12. The Company may decide on matters relating to the gratis allotment of stock acquisition rights by resolution of the Board of Directors, by resolution of the General Meeting of Shareholders, or by resolution of the Board of Directors based on delegation by the General Meeting of Shareholders.

## Chapter 3: General Meeting of Shareholders

(Convocation of the General Meeting of Shareholders)

Article 13. The Ordinary General Meeting of Shareholders of the Company shall be convened in June each year, and an Extraordinary General Meeting of Shareholders may be convened at other times, as necessary.

(Record Date for the Ordinary General Meeting of Shareholders)

Article 14. The record date for voting rights at the Ordinary General Meeting of Shareholders of the Company shall be March 31 each year.

(Convenor and Chairperson of the General Meeting of Shareholders)

- Article 15. The General Meeting of Shareholders shall be convened and chaired by a Director predesignated by the Board of Directors, except where otherwise prescribed by law or regulation.
  - 2) Where accident renders the predesignated Director unable to perform these duties, they shall be performed by another Director, according to an order designated in advance by the Board of Directors.

(Measures, etc. for Providing Information in Electronic Format)

- Article 16. When the Company convenes a General Meeting of Shareholders, it shall take measures for providing information that constitutes the content of reference documents for the General Meeting of Shareholders, etc. in electronic format.
  - 2) Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items designated by the Ministry of Justice Order from statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.

(Method of Resolution of the General Meeting of Shareholders)

- Article 17. Resolutions of the General Meeting of Shareholders shall be made by a majority of the votes of the attending shareholders who are eligible to exercise voting rights, unless otherwise prescribed by law, regulation or these Articles of Incorporation.
  - 2) Resolutions of the General Meeting of Shareholders that fall under the provisions of Article 309 (2) of the Companies Act shall be made by a majority of at least two-thirds (2/3) of the votes of the shareholders present, who hold shares representing in aggregate not less than one-third (1/3) of the voting rights of all shareholders who are eligible to exercise voting rights.

(Proxy Exercise of Voting Rights)

Article 18. Shareholders may exercise voting rights through a single proxy who is a shareholder of the Company with voting rights.

2) The respective shareholder or proxy must submit to the Company documentary evidence of the power of attorney at each General Meeting of Shareholders.

# Chapter 4: Directors and the Board of Directors

(Number of Directors)

- Article 19. The number of Directors of the Company shall not exceed seventeen (17).
  - 2) Of these, no more than five (5) shall be Directors who are Audit & Supervisory Committee Members.

(Method of Appointment of Directors)

- Article 20. Directors who are Audit & Supervisory Committee Members, and other Directors, shall be appointed separately by the General Meeting of Shareholders.
  - 2) The appointment of Directors shall be resolved by a majority vote of the shareholders present, who hold shares representing in aggregate not less than one-third (1/3) of the voting rights of all shareholders who are eligible to exercise voting rights.
  - 3) The appointment of Directors shall not be resolved by cumulative vote.
  - 4) Resolutions regarding the appointment of Substitute Directors who are Audit & Supervisory Committee Members, in accordance with the provisions of Article 329 (3) of the Companies Act, shall be effective until the commencement of the Ordinary General Meeting of Shareholders pertaining to the final fiscal year ending no more than two (2) years after the date when the resolution was made.

(Term of Office of Directors)

- Article 21. The term of office of Directors (excluding Directors who are Audit & Supervisory Committee Members) shall expire at the conclusion of the Ordinary General Meeting of Shareholders pertaining to the final fiscal year ending within one (1) year from the date when they were appointed.
  - 2) The term of office of Directors who are Audit & Supervisory Committee Members shall expire at the conclusion of the Ordinary General Meeting of Shareholders pertaining to the final fiscal year ending within two (2) years from the date when they were appointed.
  - 3) The term of office of a Director who is an Audit & Supervisory Committee Member, who was appointed as a substitute for a Director who is an Audit & Supervisory Committee Member who retired before the completion of his/her term of office, shall expire simultaneously with the designated term of office of the retiring Director who is an Audit & Supervisory Committee Member.

(Representative Director and Directors who are Corporate Officers)

- Article 22. The Board of Directors shall resolve to select a Representative Director from among the Directors (excluding Directors who are Audit & Supervisory Committee Members).
  - 2) The Board of Directors shall resolve to select one Director, Chairman, and one Director, President from among the Directors (excluding Directors who are Audit & Supervisory Committee Members).

(Convenor and Chairperson of Meetings of the Board of Directors)

- Article 23. Meetings of the Board of Directors shall be convened and chaired by a Director predesignated by the Board of Directors, except where otherwise prescribed by law or regulation.
  - 2) Where accident renders the predesignated Director unable to perform these duties, they shall be performed by another Director, according to an order designated in advance by the Board of Directors.

(Notice of Convocation of Meetings of the Board of Directors)

- Article 24. Notice of the convocation of Meetings of the Board of Directors shall be dispatched to each Director at least three (3) days prior to the day of the meeting. However, this notice period may be shortened where necessary in the case of emergency.
  - 2) Meetings of the Board of Directors may be held without completing this convocation procedure, where consent is given by all Directors.

(Delegation of Decisions on Important Matters of Business Execution)

Article 25. The Company may delegate all or some decisions on important matters of business execution (except for matters prescribed in Article 399-13 (5) of the Companies Act) to a Director or Directors, by resolution of the Board of Directors, in accordance with the provisions of Article 399-13 (6) of the Companies Act.

(Method of Resolution of the Board of Directors)

- Article 26. A resolution shall be adopted by the Board of Directors through a majority vote of the Directors present who are eligible to vote on the resolution, who comprise a majority of all of the Directors eligible to vote on the resolution.
  - 2) A matter shall be deemed resolved by the Board of Directors where it satisfies the conditions stipulated under Article 370 of the Companies Act.

(Board of Directors Regulations)

Article 27. Matters concerning the Board of Directors shall be governed by law, regulation and these Articles of Incorporation, as well as by the Board of Directors Regulations established by the Board of Directors.

(Directors' Compensation, etc.)

Article 28. Compensation and any other forms of financial benefit received by Directors as consideration for their execution of duties (hereinafter referred to as "compensation, etc.") shall be decided by resolution of the General Meeting of Shareholders, separately for Directors who are Audit & Supervisory Committee Members and other Directors.

(Agreements to Limit Directors' Liability)

Article 29. The Company may enter into contracts with Directors (excluding Directors who are Audit & Supervisory Committee Members) that limit their liability for damages arising from negligence in the performance of duties, in accordance with the provisions of Article 427 (1) of the Companies Act.

However, the limit of liability for damages under the said contracts shall be the amount stipulated by laws and regulations.

(Advisor)

Article 30. An Advisor may be appointed by resolution of the Board of Directors.

## Chapter 5: Audit & Supervisory Committee

(Full-time Audit & Supervisory Committee Members)

Article 31. Full-time Audit & Supervisory Committee Members may be appointed from among the Audit & Supervisory Committee Members, by resolution of the Audit & Supervisory Committee.

(Notice of Convocation of Meetings of the Audit & Supervisory Committee)

- Article 32. Notice of the convocation of Meetings of the Audit & Supervisory Committee shall be dispatched to each Audit & Supervisory Committee Member at least three (3) days prior to the day of the meeting. However, this notice period may be shortened where necessary in the case of emergency.
  - 2) Meetings of the Audit & Supervisory Committee may be held without completing this convocation procedure, where consent is given by all Audit & Supervisory Committee Members.

(Method of Resolution of the Audit & Supervisory Committee)

Article 33. A resolution shall be adopted by the Audit & Supervisory Committee through a majority vote of the Audit & Supervisory Committee Members present who are eligible to vote on the resolution, who comprise a majority of all of the Audit & Supervisory Committee Members eligible to vote on the resolution.

(Audit & Supervisory Committee Regulations)

Article 34. Matters concerning the Audit & Supervisory Committee shall be governed by law, regulation and the Articles of Incorporation, as well as by the Audit & Supervisory Committee Regulations established by the Audit & Supervisory Committee.

#### Chapter 6: Independent Auditors

(Appointment of Independent Auditors)

Article 35. Independent Auditors shall be appointed by resolution of the General Meeting of Shareholders.

(Term of Appointment, etc. of Independent Auditors)

- Article 36. The term of appointment of the Independent Auditors shall expire at the conclusion of the Ordinary General Meeting of Shareholders pertaining to the final fiscal year ending within one (1) year from the date when the Independent Auditors were appointed.
  - 2) The Independent Auditors shall be deemed reappointed by the Ordinary General Meeting of Shareholders where no specific resolution is passed to the contrary at the aforementioned Ordinary General Meeting of Shareholder.

# Chapter 7: Settlement of Accounts

## (Fiscal Year)

Article 37. The Company's fiscal year shall comprise a period of one year, commencing on April 1, and concluding on March 31 of the following year.

(Decision-making Body for Dividends of Surplus, etc.)

Article 38. The Company may determine matters stipulated under the provisions of Article 459 (1) of the Companies Act, including dividends of surplus, etc., through resolution of the Board of Directors, except where otherwise prescribed by law or regulation.

#### (Record Date for Dividends of Surplus)

Article 39. The record date for the Company's year-end dividends shall be March 31 each year.

- 2) The record date for the Company's interim dividends shall be September 30 each year.
- 3) The Company may designate record dates for the dividend of surplus, in addition to those prescribed in the previous two paragraphs.

#### (Period of Exclusion for Dividends)

- Article 40. Where the dividend property is monetary, and dividends have not been received within three (3) years of the date when payment commenced, the Company shall be exempt from its payment obligation.
  - 2) The monies indicated in the previous paragraph shall not attract interest.

## **Supplementary Provisions**

(Provisional Measures Concerning Agreements to Limit the Liability of Outside Corporate Auditors)

1. Regarding agreements limiting the liability of Outside Corporate Auditors (including former Outside Corporate Auditors) for damages under Article 423 (1) of the Companies Act, concerning actions taking place before the time of the conclusion of the 81st Ordinary General Meeting of Shareholders held in June 2016, the provisions then in force shall remain applicable.

## History

October 1, 1948	Established
October 25, 1962	Completely amended in accordance with the change of business description
May 25, 1963	Completely amended due to absorption-type merger
November 18, 1963	A share transfer agent appointed
May 18, 1965	Relevant articles amended in accordance with change of fiscal year end
April 17, 1967	Amended Article 5 and Article 18
April 16, 1968	Amended Article 3 (Location of Head Office), Article 4 (Method of Public Notice), and
	Article 5 (Total Number of Shares to be Issued)

April 16, 1970	Amended Article 5 (Total Number of Shares to be Issued) and Article 16 (Number and Method of Appointment of Directors and Corporate Auditors)
October 16, 1974	Completely amended in accordance with revisions to commercial law
May 18, 1976	Amended Article 2 in accordance with the addition of business purpose
May 18, 1977	Amended Article 2 (Purpose), Article 18 (Directors who are Corporate Officers, and Representative Director), and Article 23 (Fiscal Year and Account Closing Date)
May 18, 1981	Amended Article 10 (Closing of the Shareholder Register), Article 18 (Directors who are Corporate Officers and Representative Director), and Article 19 (Convenor of Meetings of the Board of Directors)
May 18, 1982	Completely amended in accordance with revisions to commercial law
May 18, 1988	Amended Article 2 (Purpose), Article 11 (Closing and Record Date of the Shareholder Register), Article 12 (Ordinary General Meeting, Extraordinary General Meeting), Article 17 (Number and Appointment of Directors and Corporate Auditors), Article 25 (Fiscal Year and Account Closing Date), Article 26 (Dividends of Profits and Interim Dividends), and Article 27 (Conversion of Convertible Bonds, and Dividends)
June 27, 1991	Amended Article 8 (Share Certificates), Article 9 (Share Transfer Agent), Article 12 (Ordinary General Meeting, Extraordinary General Meeting), and Article 26 (Dividends of Profits and Interim Dividends)
June 29, 1994	Amended relevant Articles in accordance with revisions to commercial law and the abolition of Shareholder Register closing
June 29, 1995	Amended Article 2 in accordance with the addition of business purpose
June 27, 1997	Amended Article 5 (Total Number of Shares to be Issued), and added Article 33
	(Acquisition of Treasury Stock by Resolution of the Board of Directors) and Supplementary Provisions
June 26, 1998 June 29, 1999	Amended Article 5 (Total Number of Shares to be Issued) Amended Article 2 (Purpose) and Article 5 (Total Number of Shares to be Issued)
June 27, 2000	Amended Article 2 (Purpose) and Article 5 (Total Number of Shares to be Issued)
June 26, 2001	Amended Article 2 (Purpose)
June 25, 2002	Added, deleted, and made necessary alterations to relevant Articles in accordance with partial revisions to commercial law, etc.
June 25, 2003	
	Added and made necessary alterations to relevant Articles, to extend the term of office of Corporate Auditors, establish a system to supplement shareholdings less than one trading unit, establish a system of share certificate expiry, and relax the quorum requirements for special resolutions of the General Meeting of Shareholders, in accordance with partial revisions to commercial law, etc.

revisions to commercial law, etc.

June 24, 2004

Established Article 6 (Acquisition of Treasury Stock), and adjusted the numbering of Articles, etc., in accordance with partial revisions to commercial law, etc.

June 23, 2006

Added, deleted, and made necessary alterations to the relevant Articles, altered Article 25 (Directors who are Corporate Officers, and Representative Director), and deleted Article 34 of the current Articles of Incorporation (Conversion of Convertible Bonds, and Dividends), in accordance with the implementation of the Companies Act

June 22, 2007

Altered Article 1 (Trade Name) and Article 2 (Purpose), added Supplementary Provisions, and altered Article 5 (Method of Public Notice), in accordance with the Company's transition to a holding company structure; established Article 17 (Decision-making Body for the Gratis Allotment of Stock Acquisition Rights) and altered Article 6 (Total Number of Authorized Shares) in accordance with the introduction of takeover defense measures; adjusted the Articles, including the numbering of Articles

June 24, 2008

Amended Article 24 (Number and Appointment of Directors)

June 24, 2009

Deleted Article 7 (Issuance of Share Certificates), Article 10 (Non-issuance of Amounts of Shares Less than One Trading Unit), and Article 13 (Share Certificates) of the current Articles of Incorporation, which concerned share certificates, in accordance with the transition to electronic shares; deleted references to effective shareholders and effective shareholder registers, added supplementary provisions to prepare a registry of lost share certificates in accordance with the abolition of the Act on the Storage and Transfer of Share Certificates, etc.; established Article 27 (Agreements to Limit Outside Directors' Liability) and Article 35 (Agreements to Limit Outside Corporate Auditors' Liability) to enable the conclusion of liability limitation agreements; altered the numbering of the Articles in accordance with the addition and deletion of Articles

June 24, 2011

Amended Article 2 (Purpose)

June 26, 2012

Amended Article 2 (Purpose), Article 16 (Convenor of the General Meeting of

Shareholders), Article 17 (Chairperson of the General Meeting of Shareholders), and Article 24 (Convocation of Meetings of the Board of Directors)

June 26, 2014

Amended Article 23 (Directors who are Corporate Officers, and Representative Director),

Article 24 (Convocation of Meetings of the Board of Directors), and Article 32

(Convocation of Meetings of the Board of Corporate Auditors)

October 1, 2014

Amended Article 8 (Number of Shares in Each Trading Unit)

June 28, 2016

Established Article 4 (Organs), Article 19 (Number of Directors), Article 20 (Method of Appointment of Directors), Article 21 (Term of Office of Directors), Article 22 (Representative Director and Directors who are Corporate Officers), Article 25 (Delegation of Decisions on Important Matters of Business Execution), Article 28 (Directors' Compensation, etc.), Chapter 5 (Audit & Supervisory Committee), Article 31 (Full-time Audit & Supervisory Committee Members), Article 32 (Notice of Convocation of Meetings of the Audit & Supervisory Committee), Article 34 (Audit & Supervisory Committee Regulations), and Supplementary Provisions (Provisional Measures Concerning Agreements to Limit the Liability of Outside Corporate Auditors); these are alterations made pursuant to the

transition to a company with an Audit & Supervisory Committee <deleted "Corporate Auditors" and "Board of Corporate Auditors" from the current Article 4 (Organs), Paragraphs 2 and 3 from Article 21 (Number and Appointment of Directors), Paragraph 2 from Article 22 (Term of Office of Directors), Article 29 (Number and Appointment of Corporate Auditors), Article 30 (Term of Office of Corporate Auditors), Paragraph 2 from Article 32 (Convocation of Meetings of the Board of Corporate Auditors), Article 34 (Compensation, etc. for Corporate Auditors), and Article 35 (Agreements to Limit Outside Corporate Auditors' Liability)>

Added punctuation in Article 1 (Trade Name); amended, reorganized business purposes and added Paragraph 2 in Article 2 (Purpose); amended Article 8 (Rights Concerning Shareholdings Less than One Trading Unit); amended Article 9 (Supplementation of Shareholdings Less than One Trading Unit) <deleted Paragraph 2 of the current Article 10 (Demands for the Supplementation of Shareholdings Less than One Trading Unit)>; amended Article 10 (Administrator of the Shareholder Register); amended Article 11 (Share Handling Regulations); established Article 12 (Decision-making Body for the Gratis Allotment of Stock Acquisition Rights) <deleted the current Article 14 (Decision-making Body for the Gratis Allotment of Stock Acquisition Rights)>; amended Article 13 (Convocation of the General Meeting of Shareholders); established Article 14 (Record Date for the Ordinary General Meeting of Shareholders) <deleted the current Article 13 (Record Date)>; amended Article 15 (Convenor and Chairperson of the General Meeting of Shareholders) < consolidated the current Article 16 (Convenor of the General Meeting of Shareholders) and Article 17 (Chairperson of the General Meeting of Shareholders), and deleted the current Article 17>; changed the numbering of Article 16 (Disclosure and Deemed Provision of Reference Documents for the General Meetings of Shareholders, etc., through the Internet) <the current Article 18>; amended Article 17 (Method of Resolution of the General Meeting of Shareholders); amended Article 18 (Proxy Exercise of Voting Rights) <established the provisory clause of the current Article 20 (Proxy Exercise of Voting Rights) as Paragraph 2>; amended Article 23 (Convenor and Chairperson of Meetings of the Board of Directors) < established the current Article 24 (Convocation of Meetings of the Board of Directors) as Paragraph 2>; amended Article 24 (Notice of Convocation of Meetings of the Board of Directors) < established Paragraph 2 of the current Article 24 (Convocation of Meetings of the Board of Directors) (established extraordinary provisions in Paragraph 2), and deleted Paragraph 3 of the current Article 24>; amended Article 26 (Method of Resolution of the Board of Directors); established Article 27 (Board of Directors Regulations) <deleted Paragraph 3 of the current Article 24>; amended Article 29 (Agreements to Limit Directors' Liability); amended Article 30 (Advisory Board Member); altered the title of Chapter 5 (Audit & Supervisory Committee); established Chapter 6 (Independent Auditors); altered the numbering of Article 35 (Appointment of Independent Auditors); altered the numbering of Article 36 (Term of Appointment, etc. of Independent Auditors); altered the numbering of Chapter 7 (Settlement of Accounts)

<currently Chapter 6>; amended Article 37 (Fiscal Year); established Article 38 (Decisionmaking Body for Dividends of Surplus, etc.) <deleted the current Article 7 (Acquisition of Treasury Stock)>; amended Article 39 (Record Date for Dividends of Surplus) <separated the current Article 39 into the record date for dividends and period of exclusion, and established Paragraph 3>; established Article 40 (Period of Exclusion for Dividends)

<amended Paragraph 3 of the current Article 39 to establish Article 40>

June 23, 2022

Deleted Article 16 (Disclosure and Deemed Provision of Reference Documents for the General Meetings of Shareholders, etc., through the Internet), established Article 16 (Measures, etc. for Providing Information in Electronic Format), established Supplementary Provision (Provisional Measures for Providing Informational Materials for the General Meeting of Shareholders in Electronic Format), in accordance with partial revisions to the Companies Act