



February 10, 2022

For Immediate Release

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Notice Regarding Partial Amendment to Articles of Incorporation

Okabe Co., Ltd. (“the Company”) hereby announces that its Board of Directors resolved today to submit a request for approval for “Partial Amendment to the Articles of Incorporation” to the 78th Annual General Meeting of Shareholders scheduled to be convened on March 30, 2022. Details are as follows.

1. Purpose of amending the Articles of Incorporation

The revision to the Companies Act in 2019 has enabled the electronic provision of shareholders’ meeting reference documents, etc. The amendment to the Articles of Incorporation will be made to electronically provide information that constitutes the content of shareholders’ meeting reference documents, etc. from the effective date of the revision to the Companies Act related to electronic provision (September 1, 2022). The amendment includes a supplementary provision about the effective date, etc.

2. Details of the amendments to the Articles of Incorporation

Details of the amendments are as shown on the appendix.

3. Schedule

Date of Annual General Meeting of Shareholders for said amendments: March 30, 2022 (plan)

Effective date of the amendments: March 30, 2022 (plan)

Appendix

Details of the amendments are as shown below.

(Updated contents are underlined.)

Current articles of incorporation	Draft amendment provisions
<p><u>(Disclosure on the Internet and De Facto Provision of Shareholders' General Meeting Reference Documents, etc.)</u> <u>Article 16. When convening a shareholders meeting, the Company may consider the information disclosed on the matters that should be specified or displayed in reference documents for the General Meeting of Shareholders, business reports, financial statements, and consolidated financial statements via methods that use the internet pursuant to the Ministry of Justice ordinance as having been provided to the shareholders.</u></p>	<p>(Deleted)</p>
<p>(New provision)</p>	<p><u>(Electronic Provision Measure, etc.)</u> <u>Article 16. Upon convening a General Meeting of Shareholders, the Company shall take the electronic provision measure with respect to information that constitutes the content of reference documents for the meeting of shareholders, etc.</u> <u>2. Among matters for which the electronic provision measure will be taken, the Company is not required to state all or some of the matters prescribed by the Ministry of Justice ordinance in the document that will be issued to shareholders who requested the issuance of the document by the record date.</u></p>
<p>(New provision)</p>	<p><u>(Supplementary Provisions)</u> <u>(Transitional measures for the system for electronic provision of shareholders' meeting reference materials)</u> <u>1. The deletion of the current Article 16 (Disclosure on the Internet and De Facto Provision of Shareholders' General Meeting Reference Documents, etc.) of the Articles of Incorporation and the addition of Article 16 (Electronic Provision Measure, etc.) of the proposed revision shall take effect on September 1, 2022, the date of enforcement of the revised provision in the proviso of Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70, 2019) ("Enforcement Date").</u> <u>2. Notwithstanding the provisions of the preceding paragraph, Article 16 of the current Articles of Incorporation shall remain valid for any General Meeting of Shareholders the date of which is a date within six (6) months of the Enforcement Date.</u> <u>3. These Supplementary Provisions shall be deleted on the date on which six (6) months have elapsed from the Enforcement Date or the date on which three (3) months have elapsed from the date of the General Meeting of Shareholders under the preceding paragraph, whichever is later.</u></p>