

May 12, 2022

Menicon Co., Ltd.

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Securities Code: 7780

TSE Prime Market, NSE Premier Market

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Notice Regarding Partial Amendments to the Articles of Incorporation

Menicon Co, Ltd. (hereinafter, the “Company”) hereby announces that it has resolved at the Board of Director meeting held on May 12, 2022 to submit a proposal regarding partial amendments to the Articles of Incorporation to the 65th annual general meeting of Shareholders to be held June 23, 2022.

1. Reasons for proposals

The amended provisions stipulated in the proviso to Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) will take effect on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for the electronic provision of materials for general meetings of shareholders, the Company proposes to make the following amendments to the Articles of Incorporation.

- (1) The proposed Article 16, Paragraph 1 provides that information contained in the Reference Documents for the General Meeting of Shareholders and other material will be provided electronically.
- (2) The purpose of the proposed Article 16, Paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
- (3) The provisions related to internet disclosure and deemed provision of the Reference Documents for the General Meeting of Shareholders, etc. (Article 16 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
- (4) In line with the establishment and deletion of the provisions stated above, supplementary provisions related to the effective date and other matters will be established.

2. Details of amendments

The details of the proposed amendments are as follows:

(Amended text shown underlined.)

Current Articles of Incorporation	Proposed Amendments
<p><u>(Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</u></p> <p><u>Article 16 The Company may, in convening a general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be stated or presented in the Reference Documents for the General Meeting of Shareholders, the Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements, by disclosing them through the internet in accordance with provisions in the Ordinance of the Ministry of Justice.</u></p> <p>(Newly established)</p>	<p>(Deleted)</p> <p><u>(Measures for Electronic Provision of Information, Etc.)</u></p> <p><u>Article 16 The Company shall, when convening a general meeting of shareholders, provide information contained in the Reference Documents for the General Meeting of Shareholders, etc. electronically.</u></p> <p><u>2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for vesting voting rights.</u></p>

Current Articles of Incorporation	Proposed Amendments
(Newly established)	<p data-bbox="810 300 1126 331"><u>(Supplementary Provisions)</u></p> <ol style="list-style-type: none"> <li data-bbox="810 353 1369 676">1. <u>The amendment of Article 16 shall come into effect on September 1, 2022, which is the date of enforcement of the amended provisions stipulated in the proviso to Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the “Effective Date”).</u> <li data-bbox="810 698 1369 1057">2. <u>Notwithstanding the provisions of the preceding paragraph, Article 16 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.</u> <li data-bbox="810 1079 1369 1348">3. <u>These supplementary provisions shall be deleted after the lapse of six months from the Effective Date or three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.</u>

3. Schedule

Date of General Meeting of Shareholders to Amend the Articles of Incorporation:

June 23, 2022

Effective Date:

June 23, 2022

End