



FOR IMMEDIATE RELEASE

Lasertec Corporation
2-10-1 Shin-yokohama, Kohoku-ku, Yokohama
(Code 6920 / Tokyo Stock Exchange Prime Market)

Partial Amendment of Articles of Incorporation

Yokohama, August 5, 2022 - Lasertec Corporation announced today that the Board of Directors passed a resolution on August 5, 2022, to partially amend the company's articles of incorporation. The resolution is subject to approval of shareholders at the Ordinary General Meeting of Shareholders scheduled for September 28, 2022.

1. Reason for Amendment

- (1) Changes to the company's regulations in relation to the introduction of the office of executive officers (Articles 14, 22, and 24 of the proposed amendment)

These changes are made to amend the relevant provisions because, with the introduction of the office of executive officers, we will no longer have executive directors and will instead assign the execution of duties to executive officers.

- (2) Introduction of the system of providing documents electronically (Article 15 of the proposed amendment)

The articles of incorporation will be amended to reflect the introduction of the system of providing shareholders' meeting documents electronically because the revised regulation based on the proviso in Article 1 of the ordinance concerning the Act Partially Amending the Companies Act (Act No. 70 of 2019) took effect on September 1, 2022.

- ① A new provision, Section 1 Article 15 of the proposed amendment, will be added because it has become mandatory for the articles of incorporation to stipulate that the company provides the content of supplementary materials for its shareholders' meetings electronically.
- ② A new provision, Article 15 Section 2 of the proposed amendment, will be added to allow us to limit the information provided in hardcopy pursuant to the ordinance of the Ministry of Justice when shareholders request a hardcopy of the content of supplementary materials for shareholders' meetings which we have designated as the information provided electronically.
- ③ Once the system of providing documents electronically is introduced, Article 15 of the current articles of incorporation will become unnecessary. Therefore, the Article will be deleted.

- (3) Extension of the term of the office of a substitute member of the Audit and Supervisory Board (Articles 35 and 37 of the proposed amendment)

The term of the office of a substitute member of the Audit and Supervisory Board will be extended in line with the term of the members of the Audit and Supervisory Board to reduce the administrative burden of election, which is currently subject to approval at the shareholders' meeting every fiscal year.



(4) Article numbers will be changed to reflect the additions and deletions described in (1) through (3) above. Supplementary provision will be updated entirely as well.

2. Descriptions of Changes to Articles of Incorporation

(Changed portions are underlined)

Current	Proposed amendment
<p>(Convenor and chairperson)</p> <p>Art. 14 <u>President</u> Director shall convene the General Meeting of Shareholders based on the resolution of the Board of Directors and shall serve as its chairperson.</p> <p>2. In the event an accident occurs to <u>President</u> Director, another Director shall act in his/her place based on the succession order provided for by the Board of Directors.</p>	<p>(Convenor and chairperson)</p> <p>Art. 14 <u>Representative</u> Director shall convene the General Meeting of Shareholders based on the resolution of the Board of Directors and shall serve as its chairperson.</p> <p>2. In the event an accident occurs to <u>Representative</u> Director, another Director shall act in his/her place based on the succession order provided for by the Board of Directors.</p>
<p><u>(Disclosure of supplementary materials for the General Meeting of Shareholders on the Internet deemed as submittal to shareholders)</u></p> <p>Art. 15 <u>The Company may disclose the content of supplementary materials, business reports, and non-consolidated and consolidated financial statements on the Internet as provided for by the ordinance of the Ministry of Justice and deem it as submittal to shareholders.</u></p>	<p>(Deleted)</p>
<p>(New provision)</p>	<p><u>(Providing documents electronically)</u></p> <p>Art. 15 <u>The Company shall provide the content of supplementary materials and others electronically upon convocation of the General Meeting of Shareholders.</u></p> <p>2. <u>The Company may exclude all or part of the information it has designated as the information provided electronically pursuant to the ordinance of the Ministry</u></p>



	<p><u>of Justice from the information written on the documents submitted to shareholders who request a hardcopy of information by the record date of voting shares.</u></p>
<p>(Executive Directors)</p> <p>Art. 22 <u>The Board of Directors may pass a resolution to elect a President Director and, if necessary, one or several each of Chairman Director, Vice President Director, Senior Managing Director, and/or Managing Director.</u></p>	<p>(Deleted)</p>
<p>(Representative Director)</p> <p>Art. 23 <u>President Director shall serve as the representative of the Company.</u></p> <p>2. <u>The Board of Directors may pass a resolution, if necessary, to designate one of the Directors as a representative of the Company in addition to the representative in the preceding section.</u></p>	<p>(Representative Director)</p> <p>Art. 22 <u>The Board of Directors shall pass a resolution to elect a Representative Director among the Directors.</u></p> <p>2. <u>In the event an accident occurs to the Representative Director, another Director shall act in his/her place based on the succession order provided for by the Board of Directors.</u></p>
<p>(Execution of duties)</p> <p>Art. 24 <u>President Director shall oversee the Company's execution of duties. Chairman Director, Vice President Director, Senior Managing Director, Managing Director, and the other Directors shall assist President Director and execute their assigned duties.</u></p> <p>2. <u>In the event an accident occurs to President Director, another Director shall act in his/her place based on the succession order provided for by the Board of Directors.</u></p>	<p>(Deleted)</p>



<p>(Advisors)</p> <p>Art. <u>25</u> (Omitted)</p> <p>2. Advisors shall give advice on the Company's duties when consulted by <u>President</u> Director.</p>	<p>(Advisors)</p> <p>Art. <u>23</u> (Unchanged)</p> <p>2. Advisors shall give advice on the Company's duties when consulted by <u>Representative</u> Director.</p>
<p>(Convenor and chairperson)</p> <p>Art. <u>26</u> <u>President</u> Director shall convene and serve as the chairperson of the Board of Directors, unless otherwise set forth by laws and regulations.</p> <p>2. In the event an accident occurs to <u>President</u> Director, another Director shall act in his/her place based on the succession order provided for by the Board of Directors.</p>	<p>(Convenor and chairperson)</p> <p>Art. <u>24</u> <u>Representative</u> Director shall convene and serve as the chairperson of the Board of Directors, unless otherwise set forth by laws and regulations.</p> <p>2. In the event an accident occurs to <u>Representative</u> Director, another Director shall act in his/her place based on the succession order provided for by the Board of Directors.</p>
<p>(Term)</p> <p>Art. <u>36</u> (Omitted)</p> <p>2. <u>The term of a Substitute Member of the Audit and Supervisory Board who replaces a Member of the Audit and Supervisory Board shall expire upon expiry of the term of the Member he/she has replaced.</u></p>	<p>(Term)</p> <p>Art. <u>34</u> (Unchanged)</p> <p>(Deleted)</p>
<p>(New Provision)</p>	<p><u>(Substitute Member of the Audit and Supervisory Board)</u></p> <p>Art. <u>36</u> <u>Pursuant to Article 329, Section 3 of the Companies Act of Japan, the Company may, with a resolution at the General Meeting of Shareholders, elect a Substitute Member of the Audit and Supervisory Board who will fill a vacancy in the Audit and Supervisory Board to avoid a situation where the Board has fewer members than the minimum required by laws and regulations or by the Company's</u></p>



	<p><u>articles of incorporation.</u></p> <p><u>2. The provision of Article 33, Section 2 shall apply mutatis mutandis to the resolution of the election of a Substitute Member of the Audit and Supervisory Board.</u></p> <p><u>3. The resolution of the election of a Substitute Member of the Audit and Supervisory Board shall be effective until the opening of the Ordinary General Meeting of Shareholders held in the fiscal year that ends within 4 years from the resolution, unless a shorter effective period is set by the resolution. However, the Board of Directors may pass a resolution to cancel the election of a Substitute Member, with consent from the Audit and Supervisory Board, prior to the Substitute Member's assumption of office.</u></p> <p><u>4. Once a Substitute Member becomes a Member of the Audit and Supervisory Board, his/her term shall expire upon the expiry of the term of the Member he/she has replaced, provided, however, that the term shall not exceed the effective period of the resolution set forth in the preceding section.</u></p>
<p>(New provision)</p>	<p>(Supplementary provision)</p> <p><u>26. These articles of incorporation shall be made effective as amended as of September 28, 2022.</u></p> <p><u>The provision of Article 15 existing prior to this amendment, shall remain effective, notwithstanding its deletion after amendment, for the General Meeting of Shareholders held within 6 months from September 1, 2022.</u></p> <p><u>The supplementary provision</u></p>



	<p><u>herein shall be deleted either with the elapse of 6 months from September 1, 2022, or with the elapse of 3 months from the date of the General Meeting of Shareholders in the preceding sentence, whichever comes later.</u></p> <p><u>27. Except for the preceding section, this supplementary provision for the articles of incorporation, including this section, shall be deleted.</u></p>
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3. Schedule

Date of General Meeting of Shareholders to which the proposed amendment of the articles will be submitted for approval: September 28, 2022

Effective date of amendment: September 28, 2022

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