

7<sup>th</sup> March, 2023

Company Name: W-SCOPE Corporation  
Stock Exchange Listing: Tokyo Stock Exchange Prime  
Representative: Won-Kun Choi, President & CEO  
Contact: Hideo Ouchi, Director  
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## **Notice Concerning Change in Fiscal Year and Partial Amendment to Articles of Incorporation**

At the Board of Directors meeting held today, we resolved to change the fiscal year and partially amend the Articles of Incorporation, subject to the approval of the "Partial Amendment to the Articles of Incorporation" at the 18th Annual Shareholders' Meeting scheduled for March 30<sup>th</sup>, 2023.

### **1. Reason for the Amendments**

The Company's fiscal year starts on January 1<sup>st</sup> and ends on December 31<sup>st</sup> each year. While the amendments to the Companies Act, which took effect on September 1<sup>st</sup>, 2022, have prompted early financial statements preparation, listing of shares of a Korean subsidiary of the Company has increased procedures required for financial statements preparation. In response to these changes, and with the aim of ensuring the efficiency in preparation of consolidated financial statements and the accuracy of disclosed information by shifting the last month of the fiscal year one month forward, the Company proposes that Article 40 (Fiscal Year) of the current Article of Incorporation be amended so the fiscal year will start on February 1 and end on January 31 in the following year and that incidental amendments be made to Article 12 (Record Date), Article 41 (Year-end Dividend), and Article 42 (Interim Dividend).

In addition, as a transitional measure associated with the change in the fiscal year, the Company proposes that new supplementary provisions be established.

### **2. Details of change in accounting period**

Current : December 31<sup>st</sup> of each year

After change : January 31<sup>st</sup> every year

The 19th fiscal period which will be the transitional period for the change in the accounting period is scheduled to last 13 months from January 1<sup>st</sup>, 2023 to January 31<sup>st</sup>, 2024.

### 3. Future outlook

Subject to approval at the 18th Annual Shareholders' Meeting to be held on March 30<sup>th</sup>, 2023, we plan to change the fiscal year-end from December 31<sup>st</sup> to January 31<sup>st</sup>. The interim settlement date for the January 2024 term (19th term), which will be the transition period for the change in the accounting term, is scheduled to be June 30<sup>th</sup>, 2023.

### 4. Partial amendment to the Articles of Incorporation

#### (1) Reason for amendment of the Articles of Incorporation

Due to the change in the accounting period (the last day of the business year), we will make necessary changes to the current Articles of Incorporation and establish a new supplementary provision as a transitional measure.

#### (2) Details of amendments to the Articles of Incorporation

(Amended parts are underlined.)	
Current Articles of Incorporation	Proposed Amendment
Chapter 2 Shares	Chapter 2 Shares
(Record Date) Article 12 The Company shall regard shareholders with voting rights who are entered or recorded in the final shareholder register on <u>December</u> 31 of each year as shareholders that can exercise their rights at the Annual Shareholders' Meeting for that fiscal year.	(Record Date) Article 12 The Company shall regard shareholders with voting rights who are entered or recorded in the final shareholder register on <u>January</u> 31 of each year as shareholders that can exercise their rights at the Annual Shareholders' Meeting for that fiscal year.
2. Notwithstanding the preceding paragraph, when necessary, by a resolution of the Board of Directors, and by issuing a public notice in advance, the Company may regard shareholders or registered pledgees of shares entered or recorded in the final shareholder register on a certain date as shareholders or registered pledgees of shares that can exercise their rights.	2. Notwithstanding the preceding paragraph, when necessary, by a resolution of the Board of Directors, and by issuing a public notice in advance, the Company may regard shareholders or registered pledgees of shares entered or recorded in the final shareholder register on a certain date as shareholders or registered pledgees of shares that can exercise their rights.
Chapter 7 Calculation	Chapter 7 Calculation
(Fiscal Year) Article 40 The Company's fiscal year shall start on <u>January</u> 1 and end on <u>December</u> 31 each year.	(Fiscal Year) Article 40 The Company's fiscal year shall start on <u>February</u> 1 and end on <u>January 31 of the following year</u> each year.
(Year-end Dividend) Article 41 The Company shall, by a resolution of the Annual Shareholders' Meeting, pay a dividend of surplus in cash to shareholders or registered pledgees of shares who are entered or recorded in the final shareholder register on <u>December</u> 31 of each year (hereinafter referred to as "Year-end Dividend").	(Year-end Dividend) Article 41 The Company shall, by a resolution of the Annual Shareholders' Meeting, pay a dividend of surplus in cash to shareholders or registered pledgees of shares who are entered or recorded in the final shareholder register on <u>January</u> 31 of each year (hereinafter referred to as "Year-end Dividend").

Current Articles of Incorporation	Proposed Amendment
<p>(Interim Dividend) Article 42 The Company may, by a resolution of the Board of Directors, pay a dividend of surplus provided for in Article 454, Paragraph 5 of the Companies Act to shareholders or registered pledgees of shares who are entered or recorded in the final shareholder register on <u>June 30</u> of each year (hereinafter referred to as “Interim Dividend”).</p> <p>&lt;Newly established&gt;</p> <p>&lt;Newly established&gt;</p> <p>&lt;Newly established&gt;</p>	<p>(Interim Dividend) Article 42 The Company may, by a resolution of the Board of Directors, pay a dividend of surplus provided for in Article 454, Paragraph 5 of the Companies Act to shareholders or registered pledgees of shares who are entered or recorded in the final shareholder register on <u>July 31</u> of each year (hereinafter referred to as “Interim Dividend”).</p> <p style="text-align: center;">Supplementary Provisions</p> <p><u>(Transitional Measures Regarding Terms of Office of Directors Associated with the Change in the Fiscal Year)</u> <u>Article 3. Notwithstanding the provisions of Article 21 (Directors’ Terms of Office), the terms of office of the Directors who are Audit and Supervisory Committee Members (including a Substitute Director who is an Audit and Supervisory Committee Member) who were elected at the 17th Annual Shareholders’ Meeting held on March 30, 2022 and Directors (excluding Directors who are Audit and Supervisory Committee Members) who were elected at the 18th Annual Shareholders’ Meeting held on March 30, 2023 shall expire at the conclusion of the Annual Meeting of Shareholders for the 19th fiscal year.</u></p> <p><u>(Transitional Measures Regarding the Term of Office of Accounting Auditor Associated with the Change in the Fiscal Year)</u> <u>Article 4 Notwithstanding the provisions of Article 38 (Accounting Auditor’s Term of Office), the term of office of the Accounting Auditor who was deemed to have been reelected at the 18th Annual Shareholders’ Meeting held on March 30, 2023 shall expire at the conclusion of the Annual Shareholders’ Meeting for the 19th fiscal year.</u></p> <p><u>(Transitional Measures Associated with the Change in the Fiscal Year)</u> <u>Article 5 Notwithstanding the provisions of Article 40 (Fiscal Year), the 19th fiscal year shall be the 13 months ending January 31, 2024.</u></p>

Current Articles of Incorporation	Proposed Amendment
<Newly established>	<u>(Transitional Measures Regarding the Interim Dividend with the Change in the Fiscal Year) Article 6 Notwithstanding the provisions of Article 42 (Interim Dividend), the interim dividend record date for the 19th fiscal year shall be June 30, 2023.</u>
<Newly established>	<u>Article 7 The provisions of Articles 3 to 7 of the Supplementary Provisions shall be deleted after the lapse of the 19th fiscal year.</u>

5. Schedule

- Date of the Annual Shareholders' Meeting for Amendments to Articles of Incorporation :  
March 30<sup>th</sup>, 2023
- Effective date of the amendment to the Articles of Incorporation : March 30<sup>th</sup>, 2023