



February 14, 2024

To whom it may concern

Company	AnyMind Group Inc.
Representative	Kosuke Sogo, Representative Director and CEO (Stock code: 5027 TSE-Growth)
Contact	Keizo Okawa, Director and CFO ir@anymindgroup.com

## **Notice of Transition to a Company with an Audit and Supervisory Committee and Partial Amendments to the Articles of Incorporation**

The Company hereby announces that its Board of Directors has resolved, at a meeting held today, to adopt a resolution to transit to a company with an Audit and Supervisory Committee and to propose partial amendments to the Articles of Incorporation, subject to approval at the 5th Ordinary General Meeting of Shareholders to be held on March 29, 2024 (the "Shareholders' Meeting"). The details are as follows.

### 1. Transition to a Company with an Audit and Supervisory Committee

#### (1) Purpose of the Transition

The Company has decided to transition to a company with an Audit and Supervisory Committee in order to further strengthen the auditing and supervisory functions of the Board of Directors and further enhance governance, as well as to increase the fairness, transparency and efficiency of management through prompt decision-making and business execution by delegating authority.

#### (2) Timing of Transition

Subject to approval of the necessary changes to the Articles of Incorporation at the Shareholders' Meeting, the Company plans to transition to a company with an Audit and Supervisory Committee .

#### (3) Others

The personnel changes of directors will be announced as soon as they are determined.

### 2. Partial Amendment to the Articles of Incorporation

#### (1) Purpose of the Amendment

- As stated in 1. "Transition to a Company with Audit and Supervisory Committee," the Company will make necessary changes to its Articles of Incorporation, including the establishment of new provisions regarding the Audit Committee and Audit Committee members, and the deletion of provisions regarding the Board of Corporate Auditors and Corporate Auditors, in accordance with the transition to a Company with Audit and Supervisor Committee.
- In accordance with the "Law Partially Amending the Industrial Competitiveness Enhancement Law, etc." (Law No. 70, 2021), the Company will amend its Articles of Incorporation to allow the holding of general shareholders' meetings without a specific place (virtual-only shareholders' meetings). The Company believes that the virtual-only shareholders' meeting will make it easier for many shareholders, including those in remote

This document is the English translation of the original release in Japanese. In the event of any discrepancy, the original release in Japanese shall prevail.

areas, to attend the meeting and contribute to the vitalization, efficiency, and facilitation of shareholders' meetings, as well as reduce the risk of holding such meetings in the event of infectious diseases, natural disasters, or other events. The Company has received confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice that the requirements specified in the Ordinance of the Ministry of Economy, Trade and Industry and the Ordinance of the Ministry of Justice are met.

3. Other necessary changes, such as the number of articles, will be made in accordance with the above changes.

(2) Details of Changes

The details of the changes for the Articles of Incorporation are shown in the Appendix in the original Japanese release published today.

(3) Schedule

Date of the general meeting of shareholders to amend the Articles of Incorporation: March 29, 2024 (scheduled)

Effective date of the amendment to the Articles of Incorporation: March 29, 2024 (scheduled)