



May 20, 2022

Company Name: ShinMaywa Industries, Ltd.

Representative: Tatsuyuki Isogawa, President and Chief Executive Officer

(Code number: 7224; Tokyo Stock Exchange, Prime Market)

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Notice Regarding Amendment to the Articles of Incorporation

ShinMaywa Industries, Ltd. (the “Company”) hereby announces that at the Board of Directors meeting held on May 20, 2022, the Company has resolved to submit a proposal to amend the Articles of Incorporation to the 98th Annual General Meeting of Shareholders scheduled on June 24, 2022. Details of the proposed amendments are set forth below.

1. Reason for Amending the Articles of Incorporation

The amended provisions set forth in the proviso to Article 1 of the Supplementary Provisions of the Act for Partial Amendment of the Companies Act (Act No. 70 of 2019) will come into effect on September 1, 2022. In order to prepare for the introduction of the electronic provision system for reference documents and other documents for General Meetings of Shareholders, the Company will amend its Articles of Incorporation as indicated below.

- (1) A provision will be established to the effect that measures will be taken to electronically provide the information contained in the documents for General Meetings of Shareholders.
- (2) A provision will be established limiting the scope of matters disclosed in documents delivered to shareholders who have requested the delivery of documents.
- (3) The provision on the disclosure through the Internet and deemed provision of the documents for General Meetings of Shareholders will be deleted, as it will no longer be necessary upon the introduction of the electronic provision system.
- (4) Supplementary provisions regarding effective dates and so on will be established in conjunction with the addition and deletion of the provisions described above.

2. Details of the Amendments to the Articles of Incorporation

The details of the amendments to the Articles of Incorporation are as follows.

(Underlined text indicates amendments)

Current Articles of Incorporation	Proposed Amendments
<u>Article 16. (Disclosure of Reference Documents for General Meetings of Shareholders, etc. through the Internet and the Deemed Provision of Such Material)</u> <u>Upon convening a general meeting of</u>	[Delete]

Current Articles of Incorporation	Proposed Amendments
<p data-bbox="247 170 815 584"><u>shareholders, it may be deemed that the Company has provided the shareholders with necessary information that should be described or indicated in the reference documents for the general meeting of shareholders, business reports, non-consolidated financial statements, and consolidated financial statements, on the condition that such information is disclosed through the Internet in accordance with the Ministry of Justice Ordinance.</u></p> <p data-bbox="501 636 571 674">[Add]</p> <p data-bbox="501 1272 571 1310">[Add]</p>	<p data-bbox="847 595 1406 629"><u>Article 16 (Measures for Electronic Provision, etc.)</u></p> <ol data-bbox="847 640 1422 1137" style="list-style-type: none"> <li data-bbox="847 640 1422 842">1. <u>When the Company convenes a general meeting of shareholders, it shall take measures for the electronic provision of the information in the reference documents and so on for the general meeting of shareholders.</u> <li data-bbox="847 853 1422 1137">2. <u>The Company may exclude from documents to be delivered to shareholders who have requested delivery of such documents by the record date for voting rights all or some of the items designated by Ministry of Justice Ordinance for which measures for electronic provision are taken.</u> <p data-bbox="979 1279 1289 1312" style="text-align: center;"><u>Supplementary Provisions</u></p> <ol data-bbox="847 1323 1422 2067" style="list-style-type: none"> <li data-bbox="847 1323 1422 1693">1. <u>The deletion of the current Article 16 (Disclosure of Reference Documents for General Meetings of Shareholders, etc. through the Internet and the Deemed Provision of Such Materials) and the establishment of the amended Article 16 (Measures for Electronic Provision, etc.) of the Articles of Incorporation shall come into effect on September 1, 2022.</u> <li data-bbox="847 1704 1422 2067">2. <u>Notwithstanding the preceding paragraph, the current Article 16 (Disclosure of Reference Documents for General Meetings of Shareholders, etc. through the Internet and the Deemed Provision of Such Materials) of the Articles of Incorporation shall remain in effect with respect to any general meeting of shareholders held until the last day of February 2023.</u>

Current Articles of Incorporation	Proposed Amendments
	<u>3. These Supplementary Provisions shall be deleted on March 1, 2023 or the day when three months have lapsed from the date of the general meeting of shareholders specified in the preceding paragraph, whichever is later.</u>

3. Schedule

Annual General Meeting of Shareholders
Effective Date

June 24, 2022 (planned)
September 1, 2022 (planned)

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