## nissha

- 1. This document is a translation of the official Japanese Notice Regarding Partial Amendments to the Company's Articles of Incorporation.
- 2. This translation is provided only as a reference to assist shareholders in their voting and does not constitute an official document.
- 3. In the event of any discrepancies between this translated document and the Japanese original, the original shall prevail.

February 14, 2022 Junya Suzuki Chairman of the Board, President and CEO Nissha Co., Ltd. Exchanges Listed: Tokyo Stock Exchanges, First Section 7915 Contact: Hitoshi Koya Senior Vice President, CFO T +81 75 811 8111

## Notice Regarding Partial Amendments to the Company's Articles of Incorporation

It is hereby notified that Nissha Co., Ltd. (the "Company"), at the meeting of the Board of Directors held today, determined to submit a proposition for partial amendments to its Articles of Incorporation to the Ordinary General Meeting of Shareholders for the 103rd Business Term to be held on March 23, 2022 (hereinafter referred to as "the Ordinary General Meeting of Shareholders").

- 1. Reasons for the amendments:
- (1) Article 2 (Purposes) of the current Articles of Incorporation will be amended in order to reflect the expansion of the Group's business domain and future business development, as well as to align the purposes in line with the current status of the business.
- (2) Article 13, Paragraph 2 of the Articles of Incorporation will be added following the partial enforcement on June 16, 2021, of the "Act for Partial Amendment, etc. of the Act on Strengthening Industrial Competitiveness" (Act No. 70 of 2021), which newly permits the holding of "general meetings of shareholders without specifying venues" (so-called virtual-only general meetings of shareholders).

The Company consider the General Meeting of Shareholders as a valuable opportunity to communicate with our shareholders. On the other hand, we believe that it is in the best interest of our shareholders to expand the possibility of choosing the method of holding the General Meeting of Shareholders, taking into consideration the reduction of risks in the event of the spread of infectious diseases or large-scale natural disasters, as well as the progress of digitalization of society as a whole.

The addition of Article 13, Paragraph 2 of the Articles of Incorporation will become effective on the condition that the Company receives confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice that the requirements stipulated in the Ordinance of the Ministry of Economy, Trade and Industry and the Ministry of Justice are met, in addition to the resolution at the Ordinary General Meeting of Shareholders.

(3) In accordance with the enforcement on September 1, 2022 of the proviso to Article 1 of the Supplementary Provisions of the "Act Partially Amending the Companies Act" (Act No. 70 of 2019), the Company will make the necessary changes of its Articles of Incorporation in order to prepare to introduce a system for providing



reference documents, etc. for the General Meeting of Shareholders in electronic format.

- (4) In order to prepare for the future strengthening of the management system, the Company will add a sentence stating that the Company may newly appoint a Vice Chairperson as Directors with Title as stipulated in Article 22 (Representative Directors and Directors with Title) of the current Articles of Incorporation, while deleting the sentence regarding the positions of Senior Executive Directors and Executive Directors, which have been effectively abolished due to the operation of the Executive Officer System.
- 2. Contents of the amendments:

The contents of the amendments are set forth in the exhibit attached hereto.

3. Schedule:

Date of the Ordinary General Meeting of Shareholders for the amendments to the Articles of Incorporation: March 23, 2022 (scheduled) Effective date of the amendments: March 23, 2022 (scheduled)



Exhibit: Contents of the Amendments of the Articles of Incorporation

The contents of the amendments are as follows.

(Underlined portions indicate proposed changes.)

| Current Articles of Incorporation  | Proposed Amendments  |
|--|--|
| Article 1. (Text omitted)  | Article 1. (Unchanged)   |
| (Purposes)   | (Purposes)   |
| Article 2. The purpose of the Company is to run the following businesses.  | Article 2. The purpose of the Company is to run the following businesses.  |
| 1)   | 1)   |
| (Text omitted)   | (Unchanged)  |
| 2)   | 2)   |
| 3) Surface decorations for synthetic resins, metals <u>and</u> glass and, production and sale of related products;   | <ol> <li>Surface decorations for synthetic resins, metals,<br/>glass <u>and pulp</u> and, production and sale of related<br/>products;</li> </ol>  |
| 4)   | 4)   |
| (Text omitted)   | (Unchanged)  |
| 6)   | 6)   |
| <ul> <li><u>7</u>) Photoengraving, printing, book binding and<br/>processing, photography, and sale thereof;</li> </ul>  | (Moved to 8)   |
| 8) Production and sale of printing system instruments;   | (Moved to 9)   |
| <u>9</u> ) Development, production and sale of products based on printing technology;  | (Moved to 10)  |
| <u>10</u> )Development, production and sale of medical<br>devices, medical materials, consumable medical<br>products, analyzers, pharmaceuticals, veterinary<br>drugs, in-vitro diagnostics, quasi-drug and<br>cosmetics;  | 7)Development, production and sale of medical<br>devices <u>and related parts thereof</u> , medical materials,<br>consumable medical products, analyzers,<br>pharmaceuticals, veterinary drugs, in-vitro<br>diagnostics, quasi-drug and cosmetics;                             |
| (Moved from 7)   | <u>8</u> ) Photoengraving, printing, book binding and processing, photography, and sale thereof;   |
| (Moved from 8)   | <u>9</u> ) Production and sale of printing system instruments;   |
| (Moved from 9)   | <u>10</u> ) Development, production and sale of products based on printing technology;   |
| 11)  | 11)  |
| (Text omitted)   | (Unchanged)  |
| 21)  | 21)  |
| Article 3.   | Article 3.   |
| (Text omitted)   | (Unchanged)  |
| Article 12.  | Article 12.  |
| (Time of Convening General Meeting of Shareholders)<br>Article 13. The Ordinary General Meeting of<br>Shareholders of the Company shall be convened in<br>March of each year, and an Extraordinary General<br>Meeting of Shareholders shall be convened<br>whenever necessary. | (Time of Convening General Meeting of Shareholders)<br>Article 13. The Ordinary General Meeting of<br>Shareholders of the Company shall be convened in<br>March of each year, and an Extraordinary General<br>Meeting of Shareholders shall be convened<br>whenever necessary. |

## nissha

| (Newly established)   | 2. The General Meeting of Shareholders may be held  |
|---|---|
|   | without specifying a venue.   |
|   |   |
| Article 14.   | Article 14.   |
| (Text omitted)  | (Unchanged)   |
| Article 15.   | Article 15.   |
|   |   |
| (Disclosure by Internet and Deemed Submission of  | (Deleted)   |
| <u>Reference Material for the General Meeting of</u><br>Shareholders, etc.)                                 |   |
| Article 16. If the information relating to the matters to   |   |
| be described or shown in the Reference Material for   |   |
| <u>General Meeting of Shareholders, Business Report,</u><br><u>Non-consolidated Financial Documents and</u> |   |
| Consolidated Financial Documents has been   |   |
| disclosed by utilizing the Internet in accordance   |   |
| with the provisions of the ministerial ordinance of<br>the Ministry of Justice in convening the General     |   |
| the Ministry of Justice, in convening the General<br>Meeting of Shareholders, the Company may deem          |   |
| such information submitted to the shareholders.   |   |
|   |   |
| (Newly established)   | (Provision of Documents for the General Meeting of<br>Shareholders in Electronic Formet, etc.)            |
|   | <u>Shareholders in Electronic Format, etc.)</u><br>Article 16. In convening the General Meeting of        |
|   | Shareholders, the Company shall provide the   |
|   | contents of the Reference Material, etc. for the  |
|   | <u>General Meeting of Shareholders in an electronic</u><br>format.  |
|   | 2. Among the contents provided in an electronic   |
|   | format, the Company may exclude all or part of  |
|   | matters prescribed by the provisions of the   |
|   | ministerial ordinance of the Ministry of Justice from<br>the document that will be issued to shareholders |
|   | who requested the issuance of such a document by  |
|   | the base date of the voting right.  |
| Article 17.   | Article 17.   |
| (Text omitted)  | (Unchanged)   |
| Article 21.   | Article 21.   |
| Mucie 21.   | 1 Hubb 21.  |
| (Representative Directors and Directors with Title)   | (Representative Directors and Directors with Title)   |
| Article 22. The Representative Director shall be  | Article 22. The Representative Director shall be  |
| elected by the resolution of the Board of Directors.  | elected by the resolution of the Board of Directors.  |
| 2. One Chairperson, one President and CEO, and one  | 2. One Chairperson, one Vice Chairperson, one   |
| or more Corporate Vice President(s), <u>Senior</u><br>Executive Director(s) and Executive Director(s)       | President and CEO, and one or more Corporate<br>Vice President(s) may be elected from among the           |
| may be elected from among the Directors of the  | Directors of the Company by the resolution of the   |
| Company by the resolution of the Board of   | Board of Directors.   |
| Directors.  |   |
| Article 23.   | Article 23.   |
| (Text omitted)  | (Unchanged)   |
| Article 40.   | Article 40.   |

## nissha

| (Newly established) | <ul> <li>(Supplementary Provisions)</li> <li>Article 1. The deletion of Article 16 of the current<br/>Articles of Incorporation (Disclosure by Internet<br/>and Deemed Submission of Reference Material for<br/>the General Meeting of Shareholders, etc.) and the<br/>establishment of Article 16 in the amended Articles<br/>of Incorporation (Provision of Documents for the<br/>General Meeting of Shareholders in Electronic<br/>Format, etc.) shall be effective from the date of<br/>enforcement provided for in the proviso to Article 1<br/>of the Supplementary Provisions of the Act Partially<br/>Amending the Companies Act (Act No.70 of 2019)<br/>(hereinafter, "Date of Enforcement").</li> <li>Article 2. Notwithstanding the provisions of the<br/>preceding article, Article 16 of the current Articles<br/>of Incorporation shall remain effective regarding<br/>any General Meeting of Shareholders held on a date<br/>within six months from the Date of Enforcement.</li> <li>Article 3. These Supplementary Provisions shall be<br/>deleted on the date when six months have passed<br/>from the Date of Enforcement or three months have<br/>passed from the date of the General Meeting of<br/>Shareholders in the preceding article, whichever is<br/>later.</li> </ul> |
|---------------------|--|