



# NEWS RELEASE

*Resonac Holdings Corporation*  
Tokyo Shiodome Bldg., 1-9-1, Higashi-Shimbashi  
Minato-ku, Tokyo 105-7325

February 13, 2025

## Notice Regarding Partial Amendments to the Articles of Incorporation

Resonac Holdings Corporation (hereinafter, the "Company") today announces that its Board of Directors resolved at a meeting held today that a proposal concerning partial amendments to the Company's Articles of Incorporation shall be made at the 116th Ordinary General Meeting of Shareholders scheduled to be held on March 26, 2025 as indicated below.

### 1. Reasons for the proposal of the amendments

(1) Establishment of a provision allowing the Company to hold its general meeting of shareholders without a designated location for the meeting (Article 12, Section 3)

As a result of the enforcement of the Act for Partially Amending the Act on Strengthening Industrial Competitiveness and Other Related Laws and Regulations, it is now possible for a listed company to hold a general meeting of shareholders without a designated location (a so-called virtual general meeting of shareholders) under certain conditions as established in the Articles of Incorporation. Holding a shareholder meeting without a designated location is considered effective in reducing risks during events such as infectious disease outbreaks or natural disasters. Therefore, in consideration of the interests of our shareholders, the Board of Directors has determined that it is appropriate to allow for the possibility of holding a general meeting of shareholders without a designated location for the meeting when deemed necessary. This amendment will establish Article 12, Section 3 accordingly.

The Company has received confirmation from the Minister of Economy, Trade and Industry, and the Minister of Justice that it meets the requirements set forth in the relevant ministerial ordinances.

(2) Deletion of relevant provisions due to the abolition of the advisor system (Article 27)

The Company has resolved to abolish the advisor system at the Board of Directors meeting, leading to the deletion of Article 27. Additionally, as a result of this deletion, the current Articles of Incorporation from Article 28 onward will be renumbered sequentially.

## 2. Details of the amendments

The details of the amendments are as follows (the underlined portions indicate the changes):

Current Articles of Incorporation	Proposed Amendments
Article 1 to 11 (text omitted)	Articles 1 to 11 (Unchanged)
(Convocation of General Meeting of Shareholders) Article 12 (text omitted) (2) (text omitted) (Newly Established)	(Convocation of General Meeting of Shareholders) Article 12 (as currently stated) (2) (Unchanged) <u>(3) This corporation may hold its general meeting of shareholders without a designated location for the meeting.</u>
Articles 13 to 26 (text omitted)	Articles 13 to 26 (Unchanged)
<u>(Appointment of Advisors)</u> Article 27: <u>The board of directors may, by resolution, appoint advisors.</u>	(Deletion)
Articles 28 to 43 (text omitted)	Articles <u>27</u> to <u>42</u> (text unchanged)

## 3. Schedule

Date of the General Meeting of Shareholders for the amendments of the Articles of Incorporation (planned): March 26, 2025

Effective date of the amendments (planned): March 26, 2025

For further information, contact:

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