

ARTICLES OF INCORPORATION
OF
TOYOBO CO., LTD.

Revised: March 2, 2023

Chapter 1. General Provisions

Article 1 (Corporate Name)

The Company shall be called TOYOBO KABUSHIKI KAISHA and its name shall be written “TOYOBO CO., LTD.” in English.

Article 2 (Objects)

The objects of the Company are to engage in the following businesses:

1. Manufacture, processing and sale of various textile industrial products,
2. Manufacture, processing and sale of synthetic resin, molded products thereof and various chemical industrial products,
3. Manufacture, processing, sale, import and export of biochemical products, drugs and medicines, foods and related products thereof,
4. Design, fabrication, sale, import and export of electronic devices, physical and chemical apparatuses, medical tools and related devices thereof,
5. Development and sale of computer software, computers and peripheral devices thereof,
6. Design, fabrication and sale of various plants and facilities thereof and sale of various related technologies and information,
7. Design, fabrication and sale of architectural structures, building materials and products related to housing,
8. Sale, purchase, letting, hiring and management of immovable properties,
9. Temporary labor contract supply business and job paid-referral business,
10. Non-life insurance agency business, life insurance solicitation business and money lending business,
11. And all businesses related and/or incidental to any of the above-mentioned items.

Article 3 (Location of Head Office)

The Company shall have its head office in Osaka City.

Article 4 (Organizations)

The Company shall have the following organizations, in addition to the general meeting of shareholders and Directors:

1. Board of Directors
2. Corporate Auditors

3. Board of Corporate Auditors
4. Financial Auditor

Article 5 (Method of Public Notice)

Public notices of the Company shall be given in electronic methods; provided, however, that in the event that public notices cannot be given electronically due to unavoidable circumstances such as accidents, etc., public notices shall be given in Nihon Keizai Shimbun.

Chapter 2. Shares

Article 6 (Total Number of Shares Authorized to Be Issued)

The total number of shares the Company is authorized to issue shall be 200,000,000 shares.

Article 7 (Acquisition of Own Shares)

The Company may acquire its own shares with a resolution by the Board of Directors in accordance with the provision in Article 165, paragraph (2) of the Companies Act.

Article 8 (Number of Shares as a Basic Unit)

The number of shares as a basic unit of the Company shall be 100 shares.

Article 9 (Demand for Selling Fractional Shares)

Shareholders of the Company who have fractional shares in numbers less than the basic unit may, as provided for in the share handling regulations, demand the Company to sell fractional shares in a number to make the basic unit when such fractional shares combined with fractional shares already owned by shareholders make the basic unit.

Article 10 (Share Register Administrant)

The Company shall appoint a share register administrant.

The Company shall cause the share register administrant to handle preparation and safe-keeping of the share register of the Company and the original register of pre-emptive rights to new shares as well as other clerical work related to the share register of the Company and the original register of pre-emptive rights to new shares, and the Company itself shall not handle the said clerical work.

The share register administrant and its office shall be designated by a resolution of the Board of Directors, and a public notice shall be given with regard thereto.

Article 11 (Share Handling Regulations)

Handling of shares of the Company and commission charges thereof shall be decided in accordance with share handling regulations to be established by the Board of Directors, in addition to related laws and regulations as well as these Articles of Incorporation.

Chapter 3. General Meeting of Shareholders

Article 12 (Convening)

The annual general meeting of shareholders of the Company shall be convened within three months after April 1 of each year, and an extraordinary general meeting of shareholders shall be convened whenever needs arise.

Article 13 (Record Date of Annual General Meeting of Shareholders)

The record date for voting rights at time of any annual general meeting of shareholders of the Company shall be March 31 of every year.

Article 14 (Chair of General Meeting of Shareholders)

The Chair of General Meetings of Shareholders will be the Chair of the Board & Director.

If there is vacancy in the position of Chair of the Board & Director or an accident happens, another Director will act as deputy in the order determined beforehand by the Board of Directors.

Article 15 (Method of Resolutions)

Except for a case where provisions otherwise exist in related laws and regulations or in these Articles of Incorporation, the resolutions of a general meeting of shareholders shall be made by a majority of the voting rights of the shareholders present at the meeting who are entitled to exercise their voting rights.

Resolutions provided for in Article 309, paragraph (2) of the Companies Act shall be made by a majority of two thirds or more of the voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of the shareholders entitled to exercise their voting rights at such meeting are present.

Article 16 (Exercise of Voting Right as Proxy)

Any shareholder may exercise his or her voting right by appointing another shareholder of the Company with a voting right as a proxy; provided, however, that such a shareholder or a proxy shall submit to the Company his/her letter of proxy for each general meeting of shareholders.

Article 17 (Measures for Providing Information in Electronic Format)

When the Company convenes a general meeting of shareholders, it shall take measures for providing information in electronic format as provided for in Article 325-2 of the Companies Act.

Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items designated by the Ministry of

Justice Order from statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.

Chapter 4. Directors and Board of Directors

Article 18 (Number of Directors)

The total number of Directors of the Company shall be 14 or less.

Article 19 (Election of Directors)

Directors shall be elected through resolutions of a general meeting of shareholders. Resolutions for electing Directors shall be made by a majority of voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of the shareholders entitled to exercise their voting rights at such meeting are present. Resolutions for electing Directors shall not be made by cumulating voting.

Article 20 (Term of Office of Directors)

The term of office of each Director shall be until the end of the annual general meeting of shareholders for the last business year out of the business years terminating within one year after appointment of the Director.

Article 21 (Representative Directors and Directors with Titles)

The Board of Directors appoints Representative Directors by its resolution.

The Board of Directors appoints one President from the Directors or Executive Officers by its resolution.

The Board of Directors may appoint one Chair of the Board & Director from the Directors by its resolution.

Article 22 (Executive Officers and Executive Officers with Titles)

The Board of Directors may appoint Executive Officers to execute the business of the Company by its resolution.

The Board of Directors, in addition to the provisions of the preceding Article, may appoint some Vice President and other Executive Officers with titles from the Executive Officers by its resolution.

Article 23 (Senior Advisors)

The Company may have Senior Advisor(s) with resolutions by the Board of Directors.

Article 24 (Notice of Board of Directors Meeting)

When convening a Board of Directors meeting, a notice shall be sent to each Director and Corporate Auditor at least three days prior to such a meeting; provided, however, that the

prior notice period may be shortened in case of an emergency.

The Company may hold a Board of Directors meeting without following the procedures for convocation when there is unanimous consent by all Directors and Corporate Auditors.

Article 25 (Omission of Resolution by Board of Directors)

The Company shall regard matters satisfying conditions as set forth in Article 370 of the Companies Act as resolved by a meeting of the Board of Directors.

Article 26 (Rules of Board of Directors)

The administration of the Board of Directors shall be decided in accordance with the Rules of the Board of Directors set forth by the Board of Directors, in addition to provisions set forth in related laws, regulations and these Articles of Incorporation.

Article 27 (Compensation to Directors)

The financial benefit each Director receives from the Company as compensation, bonus or as other types of considerations for execution of duties shall be decided through resolutions by a general meeting of shareholders.

Article 28 (Limitation of Responsibilities of Outside Directors)

The Company may conclude, with each outside Director, an agreement to limit liability for damage due to default of his/her responsibilities as an outside Director, in accordance with the provisions of Article 427, paragraph (1) of the Companies Act; provided, however, that the limited amount of responsibilities to be set forth by the said agreement shall be an amount as stipulated by laws and regulations.

Chapter 5. Corporate Auditors and Board of Corporate Auditors

Article 29 (Number of Corporate Auditors)

The total number of Corporate Auditors of the Company shall be five or less.

Article 30 (Election of Corporate Auditors)

Corporate Auditors shall be elected through resolutions of a general meeting of shareholders. Resolutions for electing Corporate Auditors shall be made by a majority of voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of the shareholders entitled to exercise their voting rights at such meeting are present.

Article 31 (Term of Office of Corporate Auditors)

The term of office of each Corporate Auditor shall be until the end of the annual general meeting of shareholders for the last business year out of the business years terminating

within four years after appointment of the Corporate Auditor.

The term of office of a Corporate Auditor to fill a vacancy arising from the early retirement of his/her predecessor shall be equal to the remaining period of the term of office of the predecessor.

Article 32 (Full-time Corporate Auditor)

The Board of Corporate Auditors shall elect full-time Corporate Auditor(s) through its resolution.

Article 33 (Notice of Board of Corporate Auditors Meeting)

When convening a meeting of the Board of Corporate Auditors, a notice shall be sent to each Corporate Auditor at least three days prior to such a meeting; provided, however, that the prior notice period may be shortened in case of an emergency.

The Company may hold a meeting of the Board of Corporate Auditors without following the procedures for convocation when there is unanimous consent by all Corporate Auditors.

Article 34 (Rules of Board of Corporate Auditors)

The administration of the Board of Corporate Auditors shall be decided in accordance with the Rules of the Board of Corporate Auditors set forth by the Board of Corporate Auditors, in addition to provisions set forth in related laws, regulations and these Articles of Incorporation.

Article 35 (Compensation to Corporate Auditors)

The financial benefit each Corporate Auditor receives from the Company as compensation, bonus or as other types of considerations for execution of duties shall be decided through resolutions by a general meeting of shareholders.

Article 36 (Limitation of Responsibilities of Outside Corporate Auditors)

The Company may conclude, with each outside Corporate Auditor, an agreement to limit liability for damage due to default of his/her responsibilities as an outside Corporate Auditor, in accordance with the provisions of Article 427, paragraph (1) of the Companies Act; provided, however, that the limited amount of responsibilities to be set forth by the said agreement shall be an amount as stipulated by laws and regulations.

Chapter 6. Accounting

Article 37 (Business Year)

The business year of the Company shall be one year from April 1 of each calendar year through March 31 of the following year.

Article 38 (Record Date for Dividends of Surplus Funds)

The record date for business-year-end dividends of the Company shall be March 31 of each year.

Article 39 (Interim Dividends)

The Company may distribute interim dividends on September 30 as the record date of each business year through a resolution by the Board of Directors.

Article 40 (Statute of Limitation of Dividends)

In case dividends to be distributed are monetary dividends, the Company shall be exempted from obligations to pay the same in case such dividends are not received by recipients even after the lapse of three years from the date of commencement of such payments.