

June 11, 2021

For Immediate Release

Company name: IR Japan Holdings, Ltd.  
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### **Announcement on the Results of the Resolution of the Proposal for the Partial Amendments to the Articles of Incorporation**

IR Japan Holdings, Ltd. (the “Company”) hereby announces that the proposal for the partial amendments to the Articles of Incorporation (the “Proposal”) was approved by a majority vote of the shareholders (approval rate: 89.48%), at the 7th Annual General Meeting of Shareholders held on June 10, 2021, as described below.

The approval of the proposal for the partial amendments to the Articles of Incorporation (the “Proposal”) was initially met with the dissenting recommendation by a certain proxy advisor. However, as a result of providing appropriate and prompt explanations to substantial overseas institutional shareholders and substantial domestic institutional shareholders, to the effect that the proposed system ensured shareholder rights and allowed non-resident shareholders to participate more freely in cross-border voting, approval was obtained due to a majority of the overseas and domestic institutional shareholders deciding to exercise their voting rights in favor of the Proposal.

This Annual General Meeting of Shareholders was held as an attendance-type hybrid virtual general meeting, in which participants were able to attend and exercise their voting rights via the Internet, in addition to conventional attendance at the venue. The meeting was also open to the participation of both overseas and domestic substantial institutional shareholders, and simultaneous interpretation in English was provided for the benefit of overseas institutional shareholders. In conjunction with the passage by the National Diet of the Bill for Partially Amending the Act on Strengthening Industrial Competitiveness and Other Related Acts on June 9, and the approval of the Proposal by the Company’s general meeting of shareholders, the convening of a virtual only shareholders meeting (i.e., a general meeting of shareholders without a specified location) will be enabled going forward, upon obtaining the confirmation of the Minister of Economy, Trade and Industry and the Minister of Justice that the Company satisfies the requirements set forth in the Order of the Ministry of Economy, Trade and Industry and the Order of the Ministry of Justice. This amendment to the Articles of Incorporation does not necessarily imply that all general meetings of shareholders henceforth shall be convened as virtual only shareholders meetings. However, as a stock transfer agent committed to meeting the demands of the new era, we will promote virtual only shareholders meetings as our mission from the following fiscal year and beyond, while continuing to place the highest priority on ensuring shareholder rights and the safety of our shareholders.

End of release

(Reference) Details of the Proposal for the Partial Amendments to the Articles of Incorporation

1. Objectives of the amendments to the Articles of Incorporation

In order to enable the convening of a general meeting of shareholders without a specified location, the Company proposes the addition of Article 18 (Convening of a General Meeting of Shareholders without a Specified Location) to the current Articles of Incorporation. This partial amendment to the Articles of Incorporation shall be conditional upon the passing of the Bill for Partially Amending the Act on Strengthening Industrial Competitiveness and Other Related Acts (2021 Cabinet Bill No. 23; however, if the bill is resubmitted, the revised Cabinet Bill number shall apply), and the amendment and enactment of Section 4 of Chapter III of the Act on Strengthening Industrial Competitiveness, as well as the Company obtaining the confirmation of the Minister of Economy, Trade and Industry and the Minister of Justice, that the Company satisfies the requirements set forth in the Order of the Ministry of Economy, Trade and Industry and the Order of the Ministry of Justice, pursuant to the amended Act on Strengthening Industrial Competitiveness.

2. Details of the amendments to the Articles of Incorporation

The details of the proposed amendments are as follows.

(The amended portions are underlined.)

Current Articles of Incorporation	Amended Articles of Incorporation
(Newly established)	<u>(Convening of a General Meeting of Shareholders without a Specified Location)</u> <u>Article 18</u> <u>The Company may convene a general meeting of shareholders without a specified location for the meeting.</u>  The article numbers of the following articles shall be renumbered.
(Newly established)	<u>(Supplementary Provision)</u> <u>The changes to Article 18 shall come into effect, conditional upon the passing of the Bill for Partially Amending the Act on Strengthening Industrial Competitiveness and Other Related Acts (2021 Cabinet Bill No. 23; however, if the bill is resubmitted, the revised Cabinet Bill number shall apply), and the amendment and enactment of Section 4 of Chapter III of the Act on Strengthening Industrial Competitiveness, as well as the Company obtaining the confirmation of the Minister of Economy, Trade and Industry and the Minister of Justice, that the Company satisfies the requirements set forth in the Order of the Ministry of Economy, Trade and Industry and the Order of the Ministry of Justice, pursuant to the amended Act on Strengthening Industrial Competitiveness. This supplementary provision shall be deleted after the effective date on which Article 18 has passed.</u>