



May 11, 2022

(Translated from the Japanese original)

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Stock Listing:	Prime Market, Tokyo Stock Exchange
Stock Code:	3626
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Notice regarding Partial Changes in Articles of Incorporation

TIS Inc. (hereafter, “TIS” and “the Company”) hereby announces that the Board of Directors resolved at its meeting today that a partial change in the Articles of Incorporation will be referred for discussion and approval at the 14th Annual General Meeting of Shareholders scheduled for June 24, 2022. Details are provided below.

Details

1. Purpose of changes in Articles of Incorporation

TIS seeks to make the following changes to its Articles of Incorporation.

- (1) An amendment set forth in the proviso to Article 1 of supplementary provisions to the Act Partially Amending the Companies Act (Act No.70 of 2019) comes into force on September 1, 2022. Accordingly, to prepare for the introduction of a system to provide materials for the General Meeting of Shareholders and other documents in an electronic format, TIS shall make the following four changes.
 - (i) For information contained in documents, such as reference materials for the General Meeting of Shareholders, companies will be obliged to establish a clause in their Articles of Incorporation defining the measures they take to provide such information through electronic means, and TIS shall respond by newly establishing proposed Paragraph 1 of Article 16 (Electronic provision measures).
 - (ii) Under an ordinance issued by the Ministry of Justice that sets the scope of content in written documents delivered to shareholders requesting a paper copy, TIS is permitted to limit the items covered in written versions compared with those provided in electronic format, and the Company will newly establish proposed Paragraph 2 of Article 16 (Electronic provision measures) to reflect this ability to restrict content.
 - (iii) The introduction of a system for electronic provision of materials for the General Meeting of Shareholders will make existing Article 16 (Internet disclosure of reference materials for General Meeting of Shareholders and deemed provision) unnecessary, and it will be deleted.
 - (iv) These are supplementary provisions related to the validity of the above provisions that have been newly established or deleted. They shall be removed once the

effective date has passed.

- (2) In addition, because prior notification related to the exercise of voting rights in a non-uniform way can be made online, existing Article 19 (Method of notification for non-uniform exercise of voting rights) shall be deleted.
- (3) Elsewhere, numbering has been adjusted to reflect deletion of the abovementioned articles.

2. Content of changes in Articles of Incorporation

The content of the proposed changes is presented below.

(Changes are underlined)

Existing Articles of Incorporation	Proposed Changes
<p>Article 1~Article 15 (Omitted)</p> <p><u>(Internet Disclosure of Reference Materials for General Meeting of Shareholders and Deemed Provision)</u></p> <p>Article 16 <u>Upon convening a general meeting of shareholders, the Company may be deemed to have provided information related to the matters to be described or indicated in the reference materials for a general meeting of shareholders, business report, non-consolidated financial statements and consolidated financial statements (hereinafter referred to as the “Reference Materials”) to the shareholders by disclosure through the Internet pursuant to the applicable Ordinance of the Ministry of Justice.</u></p> <p>(Newly established)</p> <p>Article 17~Article 18 (Omitted)</p> <p><u>(Method of Notice for Diverse Exercise Vote)</u></p> <p>Article 19 <u>A notice provided in Article 313 (2) of the Companies Act shall be given in written form.</u></p> <p>Article 20~Article 50 (Omitted)</p>	<p>Article 1~Article 15 (No change)</p> <p>(Deleted)</p> <p><u>(Electronic Provision Measures)</u></p> <p>Article 16 <u>The Company takes measures to provide information contained in documents, such as reference materials for the General Meeting of Shareholders, in an electronic format.</u></p> <p><u>2. The Company may choose not to include all or part of the items otherwise subject to inclusion in the electronic format, as permitted under an ordinance issued by the Ministry of Justice, in the paper copy sent to shareholders who have requested this option by the record date for voting rights.</u></p> <p>Article 17~Article 18 (No change)</p> <p>(Deleted)</p> <p>Article 19~ Article 49 (No change)</p>

(Newly established)	<p><u>Supplementary Provisions</u></p> <p><u>1. Deletion of the existing, pre-change Article 16 (Internet Disclosure of Reference Materials for General Meeting of Shareholders and Deemed Provision) and the newly established, post-change Article 16 (Electronic Provision Measures) shall come into effect on September 1, 2022.</u></p> <p><u>2. Notwithstanding the provisions in the previous paragraph, existing Article 16 will remain in force with respect to the General Meeting of Shareholders to be held on a date within six (6) months from September 1, 2022.</u></p> <p><u>3. These supplementary provisions shall be deleted either on the day that marks six (6) months from September 1, 2022, or the day that marks three (3) months since the day of the General Meeting of Shareholders, whichever is later.</u></p>
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3. Schedule

Date of General Meeting of Shareholders to discuss changes in Articles of Incorporation	June 24, 2022 (Friday)
Effective date of change	June 24, 2022 (Friday)

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