

ARTICLES OF INCORPORATION

(As revised on March 2, 2023)

1-3, 3- chome, Umeda, Kita- ku, Osaka
C.I. TAKIRON Corporation

ARTICLES OF INCORPORATION OF C.I. TAKIRON CORPORATION

Chapter 1. GENERAL

Article 1. COMPANY NAME

The name of this Company shall be Takiron C.I. Kabushiki Kaisha, and C.I. TAKIRON Corporation in English.

Article 2 PURPOSE

The Company shall conduct the following business:

- (1) Manufacture, processing and sales of plastic products;
- (2) Manufacture / sales of inorganic chemical industrial products;
- (3) Manufacture / sales of electric materials, metallic materials, magnetic materials, ultrafine particle materials, and their application products;
- (4) Manufacture / sales of motors and electronics parts;
- (5) Manufacture / sales of rubber products;
- (6) Manufacture / sales of paper products;
- (7) Manufacture / sales of seeds and seedlings, fertilizers, feeds, and soil conditioners;
- (8) Sale of agricultural chemicals, industrial chemicals and quasi-drugs
- (9) Design, manufacture, sales, and lease of various equipment and systems, and molds;
- (10) Contracting and design / management of construction works;
- (11) General motor truck transportation business, transportation business, and warehousing;
- (12) Lease of real estate; and
- (13) All businesses related or incidental to the above.

Article 3 LOCATION OF REGISTERED OFFICE

The registered head office of this Company shall be located in Osaka.

Article 4. ORGANS OF COMPANY

This Company shall have shareholders meeting, directors and following organs.

- (1) Board of Directors
- (2) Auditors

- (3) Board of Auditors
- (4) Independent Auditors

Article 5 METHOD OF PUBLIC NOTICES

Public notices of the Company shall be given in electronic public notices. However, in the case that electronic public notices are unavailable due to any accident or other unavoidable cause, it shall be given in The Nippon Keizai Shinbun.

Chapter 2. SHARES

Article 6. TOTAL NUMBER OF SHARES AUTHORIZED TO BE ISSUED

The total number of shares authorized to be issued by this Company shall be two hundred twenty million (220,000,000).

Article 7. ACQUISITION OF COMPANY'S OWN STOCKS

This Company may acquire Company's own stocks in market transactions, etc. by resolutions of the Board of Directors in compliance with the provisions of Paragraph 2, Article 165 of the Company Law.

Article 8. NUMBER OF SHARES CONSTITUTING A UNIT

The number of shares constituting a unit of shares of this Company shall be one hundred (100) shares.

Article 9. RIGHTS IN SHARES LESS THAN A UNIT SHARES

The shareholders of this Company shall not exercise the rights concerning the shares owned by the shareholder holding less than a unit shares except following rights.

- (1) The rights provided in the Items of Paragraph 2, Article 189 of the Company Law.
- (2) The rights to claim under the provisions of Paragraph 1, Article 166 of the Company Law.
- (3) The rights to receive allocations of offered shares and offered subscription rights in accordance with the number of shares owned by the shareholder.
- (4) The rights to claim provided in the following Article.

Article 10. ADDING TO HOLDINGS OF SHARES LESS THAN A UNIT SHARES

The shareholders of this Company may request this Company, in accordance with the stipulations in the Rules of Handling of Shares, to sell number of shares to make up a

unit of shares by aggregation with shares less than a unit shares.

Article 11. MANAGER OF LISTS OF SHAREHOLDERS

1. This Company shall appoint a Manager of Lists of Shareholders.
2. The Manager of Lists of Shareholders and its place of business shall be decided by resolutions of the Board of Directors and a public notice thereof shall be given.
3. The execution and keeping of this Company's Lists of Shareholders, Original Register of Subscription Rights and other office business related to the Lists of Shareholders and Original Register of Subscription Rights shall be entrusted to Manager of Lists of Shareholders. This Company itself shall not handle any such matters.

Article 12. RULES OF HANDLING OF SHARES

Procedures for exercising shareholders rights and other handling relating to shares of this Company shall be subject to laws and ordinances or this Articles of Incorporation including the Rules of Handling of Shares set forth by the Board of Directors.

Chapter 3. SHAREHOLDERS MEETING

Article 13. CONVOCAION OF SHAREHOLDERS MEETING

1. The annual meeting of shareholders of this Company shall be convened in June every year, and any special meeting of shareholders may be convened at any time whenever necessary.
2. This Company may hold a shareholders meeting without a designated location for the meeting.

Article 14. BASE DATE OF ANNUAL MEETING OF SHAREHOLDERS

The base date for voting rights of annual meeting of shareholders of this Company shall be March 31 every year.

Article 15. ENTITLED CONVENER AND CHAIREPERSON

1. The Director and President shall convene the shareholders meeting and act as the chairperson of the shareholders meeting.
2. In case the Director and President is unable to act, one of the other Directors

shall convene the shareholders meeting and act as the chairperson of the shareholders meeting in precedence as previously determined by the Board of Directors.

Article 16. MEASURES, etc. FOR PROVIDING INFORMATION IN ELECTRONIC FORMAT

1. When this Company convenes a shareholders meeting, it shall take measures for providing information that constitutes the content of reference documents for the shareholders meeting, etc. in electronic format.
2. Among items for which the measures for providing information in electronic format will be taken, this 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.

Article 17. METHOD OF RESOLUTIONS

1. Unless otherwise stipulated in laws, ordinances or in this Articles of Incorporation, any resolution of shareholders meeting shall be passed by a majority of voting rights of the shareholders present at the shareholders meeting with exercisable voting rights.
2. Resolution provided in Paragraph 2, Article 309 of the Company Law shall be passed by two-thirds (2/3) or more of the voting rights of shareholders present at the shareholders meeting, where shareholders holding one-third (1/3) or more voting rights of shareholders are present with exercisable voting rights.

Article 18. EXERCISE OF VOTING RIGHTS BY PROXY

1. Any shareholder of this Company may exercise his voting right at any shareholders meeting through a proxy who shall be another shareholder of this Company holding voting rights.
2. The shareholder or the proxy shall submit a certificate of proxy in writing to this Company at every shareholders meeting.

Chapter 4. DIRECTORS AND BOARD OF DIRECTORS

Article 19. NUMBER OF DIRECTORS

This Company shall have not more than twelve (12) Directors.

Article 20. ELECTION OF DIRECTORS

1. The Directors shall be elected at the shareholders meeting.
2. Resolution for election of the Directors shall be passed by a majority of voting rights of shareholders present at the shareholders meeting, where shareholders holding one-third (1/3) or more voting rights of shareholders are present with exercisable voting rights.
3. Resolution of election of Directors shall not be made by accumulative voting.

Article 21. TERM OF DIRECTORS

The term of office of each Director shall expire at the close of the annual meeting of shareholders held for the last closing of business year ending in the period of one (1) year following his election to his office.

Article 22. REPRESENTATIVE DIRECTORS

The Board of Directors shall elect the Representative Directors among the Directors by resolution of a meeting of Board of Directors.

Article 23. NOTICE TO CONVENE MEETING OF BOARD OF DIRECTORS

1. Notice to convene a meeting of the Board of Directors shall be given to each Director and Statutory Auditor not later than three (3) days prior to the date thereof, provided, however, that such period of notice may be shortened if necessary in emergency.
2. The meeting of Board of Directors may be held without any procedure for convocation upon consent of all of the Directors and the Statutory Auditors.

Article 24. METHOD OF RESOLUTION OF THE BOARD OF DIRECTORS

1. Any resolution of a meeting of the Board of Directors shall be made by a majority of the votes of the Directors present at the meeting, where a majority of the Directors available to participate at the meeting for the resolution are present.
2. This Company shall deem that the resolution has been passed by the Board of Directors where the requirements of Article 370 of the Company Law are fulfilled.

Article 25. RULES OF THE BOARD OF DIRECTORS

Any and all matters relating the Board of Directors shall be subject to laws and ordinances, this Articles of Incorporation and the Rules of the Board of Directors

provided by the Board of Directors.

Article 26. EXEMPTION OF LIABILITY OF DIRECTORS

1. This Company may exempt the liability of the Directors (including those who once were the Directors) provided in Paragraph 1, Article 423 of the Company Law by resolution of a meeting of Board of Directors up to the limit amount designated by law when the Director acts in good faith without any gross negligence.
2. This Company may conclude a contract with any Director (excluding executive director etc.) in which this Company shall assume the liability provided in Paragraph 1, Article 423 of the Company Law up to the limit amount designated by law when the Director acts in good faith without any gross negligence.

**Chapter 5. STATUTORY AUDITORS AND BOARD OF
STATUTORY AUDITORS**

Article 27. NUMBER OF STATUTORY AUDITORS

This Company shall have not more than four (4) Statutory Auditors.

Article 28. ELECTION OF STATUTORY AUDITORS

1. The Statutory Auditors shall be elected at the shareholders meeting.
2. Resolution for election of the Statutory Auditors shall be passed by a majority of the voting rights of shareholders present at the shareholders meeting holding one-third (1/3) or more of the voting rights of shareholders with exercisable voting rights.

Article 29. TERM OF OFFICE OF STATUTORY AUDITOR

The term of office of each Statutory Auditor shall expire at the close of the annual meeting of shareholders held for the last business year ending in the period of four (4) years following his election to his office.

Article 30. FULL TIME STATUTORY AUDITORS

The Board of Statutory Auditors shall nominate Full Time Statutory Auditors by its resolution.

**Article 31. NOTICE TO CONVENE MEETING OF BOARD OF STATUTORY
AUDITORS**

1. Notice to convene a meeting of the Statutory Auditors shall be given to each Statutory Auditor not later than three (3) days prior to the date thereof, provided, however, that the period of such notice may be shortened if necessary in emergency.
2. The meeting of Board of Statutory Auditors may be held without any procedure for convocation upon consent of all of the Statutory Auditors.

Article 32. RESOLUTION METHOD OF THE BOARD OF STATUTORY AUDITORS

Unless otherwise provided in applicable laws and ordinances, any resolution of the meeting of the Board of Statutory Auditors shall be made by a majority of the votes of the Statutory Auditors in office.

Article 33. RULES OF THE BOARD OF STATUTORY AUDITORS

Any and all matters relating the Board of Statutory Auditors shall be subject to laws and ordinances, this Articles of Incorporation and the Rules of the Board of Statutory Auditors provided by the Board of Statutory Auditors.

Article 34. EXEMPTION OF LIABILITY OF STATUTORY AUDITORS

1. This Company may exempt the liability of the Statutory Auditors (including those who once were the Statutory Auditors) provided in Paragraph 1, Article 423 of the Company Law by resolution of a meeting of Board of Directors up to the limit amount designated by law when the Statutory Auditor acts in good faith without any gross negligence.
2. This Company may conclude a contract with any Auditor in which this Company shall assume the liability provided in Paragraph 1, Article 423 of the Company Law up to the limit amount designated by law when the Auditor acts in good faith without any gross negligence.

Chapter 6. ACCOUNTING

Article 35. BUSINESS YEAR

The business year of this Company shall be one (1) year, commencing on April 1 every year and ending on March 31 of the following year.

Article 36. BASE DATE FOR DIVIDENDS OF SURPLUS

The base date for year-end dividends of this Company shall be March 31 every year.

Article 37. INTERIM DIVIDENDS

This Company may distribute money of its interim dividends on September 30 as the base date every year by resolutions of the Board of Directors.

Article 38. PERIOD OF EXCLUSION

In case the dividend property is money, if and when such money remains not received after three (3) years period have elapsed from the date of commencement of payment, this Company shall be exempted from the obligation to pay.