

May 9, 2025

Company name: Nichiban Co., Ltd.
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Notice Regarding Partial Amendments to the Articles of Incorporation

Nichiban Co., Ltd. (the “Company”) hereby announces that the Company resolved, at its Board of Directors meeting held on May 9, 2025, to propose partial amendments to the Articles of Incorporation at the Annual General Meeting of Shareholders scheduled for June 26, 2025, as outlined below.

1. Reason for Proposal

(1) Purpose of Business

Due to the partial transfer of our business, we will remove the non-life insurance agency business and insurance agency business under the Act on Securing Compensation for Automobile Accident from Article 2 (Purpose) of the current Articles of Incorporation.

(2) Location of Head Office

To improve management efficiency and facilitate quick decision-making, as well as to enhance employee engagement through an office environment that promotes communication and supports diverse working styles, we will change the location of the head office stipulated in Article 3 (Location of Head Office) of the current Articles of Incorporation from Bunkyo-ku, Tokyo, to Chiyoda-ku, Tokyo, due to the relocation and integration of our headquarters and Tokyo office. Additionally, we will establish a supplementary provision that stipulates transitional measures regarding the effective date of the head office relocation.

(3) Convener and Chairperson of the Board of Directors

To align with the actual operations of our Board of Directors, we will change the convener and chairperson of the Board of Directors from the Chairman of the Board to the President and Director, as stipulated in Article 23 (Convener and Chairperson of the Board of Directors) of the current Articles of Incorporation.

(4) Decision-Making Authority for Surplus Dividend Distribution

To enable agile execution of capital and dividend policies, we will establish new Articles 46 (Decision-Making Authority for Surplus Dividend Distribution) and 47 (Record Date for Surplus Dividends) in accordance with the proposed amendments, while also deleting the overlapping provisions in the current Articles 6 (Acquisition of Treasury Shares), 47 (Year-End Dividends), and 48 (Interim Dividends).

(5) Formatting Changes

To change the font and spacing for the business name in English, and to organize conjunctions and okurigana format.

(6) Numbering Changes

To change article numbers due to the establishment and deletion of provisions.

2. Content of the Changes

The details of the changes are as follows.

(Underlined portions indicate parts that are to be amended)

Current Articles of Incorporation	Proposed Amendment
(Trade Name) Article 1 The Company shall be called “NICHIBAN Kabushiki Kaisha”, and NICHIBAN CO. , LTD. in English.	(Trade Name) Article 1 The Company shall be called “NICHIBAN Kabushiki Kaisha”, and <u>NICHIBAN CO., LTD.</u> in English.
(Purpose) Article 2 The purpose of the Company is to engage in the following businesses: 1. Manufacturing, production, and sales of the following products and accessories: a. Pharmaceuticals, quasi-pharmaceuticals, cosmetics, medical devices, and reagents b. Adhesive tapes, adhesive sheets, adhesives, and other adhesive products and their machinery c. Fragrances, sanitary goods, and food additives d. Office supplies such as writing instruments e. Plastic household goods and paper containers f. Packaging materials such as packaging bags g. Measuring instruments, weighing instruments, household electrical appliances, pollution prevention equipment, transportation	(Purpose) Article 2 The purpose of the Company is to engage in the following businesses: 1. Manufacturing, production, and sales of the following products and accessories: a. Pharmaceuticals, quasi-pharmaceuticals, cosmetics, medical devices, and reagents b. Adhesive tapes, adhesive sheets, adhesives, and other adhesive products and their machinery c. Fragrances, sanitary goods, and food additives d. Office supplies such as writing instruments e. Plastic household goods and paper containers f. Packaging materials such as packaging bags g. Measuring instruments, weighing instruments, household electrical appliances, pollution prevention equipment, transportation

<p>equipment, office equipment, packaging and packing machinery, medical machinery and equipment, health and sports equipment, educational equipment</p> <p>2. Sales of food, beverages, and daily necessities</p> <p>3. Export and import of the goods listed in the preceding items</p> <p>4. Contracting, designing, and construction of exhibitions, interior design, signage, and other construction work</p> <p>5. Research, development, planning, and sales of industrial property rights, know-how, technology, and software related to drug administration systems for pharmaceuticals</p> <p>6. Non-life insurance agency business and insurance agency business under the Act on Securing Compensation for Automobile Accidents</p> <p>7. Any business related to or ancillary to the above and investment in other businesses</p>	<p>equipment, office equipment, packaging and packing machinery, medical machinery and equipment, health and sports equipment, educational equipment</p> <p>2. Sales of food, beverages, and daily necessities</p> <p>3. Export and import of the goods listed in the preceding items</p> <p>4. Contracting, designing, and construction of exhibitions, interior design, signage, and other construction work</p> <p>5. Research, development, planning, and sales of industrial property rights, know-how, technology, and software related to drug administration systems for pharmaceuticals</p> <p>(deleted)</p> <p><u>6.</u> Any business related to or ancillary to the above and investment in other businesses</p>
<p>(Location of the Head Office)</p> <p>Article 3 The Company shall have its head office in Bunkyo-ku, Tokyo.</p>	<p>(Location of the Head Office)</p> <p>Article 3 The Company shall have its head office in <u>Chiyoda-ku</u>, Tokyo.</p>
<p>(Acquisition of Treasury Shares)</p> <p>Article 6 The Company may acquire its own shares by a resolution of the Board of Directors in accordance with Article 165, Paragraph 2 of the Companies Act.</p>	<p>(deleted)</p>
	<p>Note: The article numbers from Article 7 to Article 22 are changed to Article 6 to Article 21..</p>

<p>(Convocation Authority and Chairperson of the Board of Directors)</p> <p>Article 23</p> <p>The Board of Directors shall be convened by the Chairperson of the Board of Directors, except as otherwise specifically provided by law, and the Chairperson shall preside over the meeting.</p> <p>2. If there is a vacancy or an incident involving the Chairperson of the Board, another Director shall take their place according to the predetermined order established by a resolution of the Board of Directors.</p>	<p>(Convocation Authority and Chairperson of the Board of Directors)</p> <p>Article 22</p> <p>The Board of Directors shall be convened by the <u>President</u>, except as otherwise specifically provided by law, and the <u>President</u> shall preside over the meeting.</p> <p>2. If there is a vacancy or an incident involving the <u>President</u>, another Director shall take their place according to the predetermined order established by a resolution of the Board of Directors</p>
	<p>Note: The article numbers from Article 24 to Article 46 are changed to Article 23 to Article 45</p>
<p>(new provision)</p>	<p><u>(Determination Body for Surplus Distribution, etc.)</u></p> <p>Article 46 <u>The Company may, with respect to the matters stipulated in each item of Article 459, Paragraph 1 of the Companies Act regarding the distribution of surplus, determine such matters by a resolution of the Board of Directors, unless otherwise provided by law.</u></p>
<p>(new provision)</p>	<p><u>(Record Date for Surplus Distribution)</u></p> <p>Article 47 <u>The record date for the year-end dividend of The Company shall be March 31 of each year.</u></p> <p><u>2. The record date for the interim dividend of The Company shall be September 30 of each year.</u></p>
<p>(Year-End Dividends)</p> <p>Article 47 The Company shall pay monetary dividends from surplus (hereinafter referred to as "year-end dividends") to shareholders or registered pledgees recorded in the final shareholder list as of March 31 each year, as resolved by the general meeting of</p>	<p>(deleted)</p>

shareholders.	
<p>(Interim Dividends)</p> <p>Article 48 The Company may declare interim dividends (hereinafter referred to as "interim dividends") to shareholders or registered pledgees recorded in the final shareholder list as of September 30 each year, by resolution of the Board of Directors, in accordance with Article 454, Paragraph 5 of the Companies Act.</p>	(deleted)
	Note: The article number of Article 49 is changed to Article 48.
(new provision)	<p>Supplementary Provision</p> <p>Article 1 The amendment of Article 3 shall become effective on the date of the relocation of the head office, which will be determined by the Board of Directors to be held by March 31, 2026, and this supplementary provision shall be deleted after the effective date of the head office relocation.</p>