

Notice: This is a translation of a notice in Japanese and is made solely for the convenience of foreign shareholders. In the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.

[Translation]

May 30, 2022

To: Shareholders

Company name Renaissance Inc.
Name of Representative: Koji Naito, President & CEO
(Security Code: 4889 TSE Growth)
Inquiries: Kazuhiro Ikeda, Director, CFO

Notice of Partial Amendments to the Articles of Incorporation

The Company hereby announces that its Board of Directors has resolved at a meeting held on May 30, 2022 to propose the following partial amendments to the Articles of Incorporation at the 23rd Ordinary General Meeting of Shareholders of the Company to be held on June 29, 2022.

Particulars

1. Purpose of the Amendments to the Articles of Incorporation
 - (1) In order to further enhance corporate governance by strengthening the supervisory function of the Board of Directors and further strengthening the supervisory system, the Company has decided to change from a company with a Board of Corporate Auditors to a company with an Audit & Supervisory Committee. The Company will make necessary changes to the Articles of Incorporation including the establishment of new provisions concerning Directors who are Audit & Supervisory Committee Members and the Audit & Supervisory Committee as well as deletions or provisions concerning corporate auditors and the Audit & Supervisory Committee. The company has also made necessary amendments to the wording and other items in connection with these changes.
 - (2) The Company has adopted a resolution to revise the provisions of the proviso to Article 1 of the Supplementary Provisions of the "Act for Partial Revision of the Companies Act" (Act No. 70, 2019), which will come into effect on September 1, 2022. The Company has, therefore, made the following provisions of the Articles of Incorporation of the Company.
 - ① Article 14, Paragraph 1 of the Proposed Amendment provides that the Company shall take measures to provide information that is the contents of the Reference Documents for the General Meeting of Shareholders, etc. electronically.
 - ② Article 14, Paragraph 2 of the Proposed Amendment will establish a provision to limit the scope of matters to be included in the document to be delivered to shareholders who have requested delivery of the document.
 - ③ Provisions on Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc. (Current Articles of Incorporation, Article 14) (Article 2) is to be deleted as it is no longer necessary.
 - ④ In accordance with the establishment and deletion of the above, supplementary provisions regarding the effective date, etc. have been established.

2. Details of the Amendments to the Articles of Incorporation

The details of the changes are as shown in the Appendix.

3. Schedule

Date of the General Meeting of Shareholders to amend the Articles of Incorporation: June 29, 2022 (scheduled)

Effective date of the amendment to the Articles of Incorporation: June 29, 2022 (scheduled)

(*) The amendment to the Articles of Incorporation described in item 1 above shall take effect at the conclusion of the General Meeting of Shareholders for the amendment to the Articles of Incorporation, but the amendment to the Articles of Incorporation in connection with the introduction of the system of electronic provision of materials for the General Meeting of Shareholders described in item 1.(2) above shall take effect in accordance with the provisions of the Supplementary Provisions regarding the effective date, etc.

End

Details of the Amendments to the Articles of Incorporation

(Underlined parts indicate changes.)

Current Articles of Incorporation	Proposed Change
<p>Chapter 1 General Provisions Articles 1 to 4 (Articles omitted)</p> <p>(Establishment of Institutions)</p> <p>Article 5 The Company shall have the following organs in addition to the General Meeting of Shareholders and Directors.</p> <ol style="list-style-type: none"> 1. Board of Directors 2. <u>Corporate Auditors</u> 3. <u>Board of Corporate Auditors</u> 4. <u>Accounting Auditors</u> 	<p>Chapter 1 General Provisions Article 1 - Article 4 (Same as the present)</p> <p>(Establishment of Institutions)</p> <p>Article 5 The Company shall have the following organs in addition to the General Meeting of Shareholders and Directors.</p> <ol style="list-style-type: none"> 1. Board of Directors 2. <u>Audit & Supervisory Committee</u> (Deleted) 3. <u>Accounting Auditor</u>
<p>Chapter 2 Shares Articles 6 to 11 (Articles omitted)</p>	<p>Chapter 2 Shares Articles 6 to 11 (Same as the present)</p>
<p>Chapter 3 General Meeting of Shareholders Articles 12 to 13 (Articles omitted)</p> <p><u>(Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, etc.)</u></p> <p>Article 14 <u>The Company may, upon convening a General Meeting of Shareholders, be deemed to have provided to its shareholders information concerning matters to be stated or indicated in the reference documents for the general meeting of shareholders, business report, financial statements and consolidated financial statements by disclosing such information via the Internet in accordance with the provisions of the applicable Ordinance of the Ministry of Justice.</u></p> <p>(Newly established)</p>	<p>Chapter 3 General Meeting of Shareholders Article 12 to Article 13 (Same as the present)</p> <p>(Deleted)</p> <p><u>(Measures for Electronic Provision, etc.)</u></p> <p>Article 14 <u>The Company shall, at the time of convocation of a general meeting of shareholders, take measures to provide electronically the information contained in the Reference Documents for the General Meeting of Shareholders, etc.</u></p> <ol style="list-style-type: none"> 2. <u>The Company may not include in the document to be delivered to shareholders who have requested</u>

Current Articles of Incorporation	Proposed Change
<p>Articles 15 to 16 (Articles omitted)</p>	<p><u>delivery of the document by the Record Date for Exercise of Voting Rights all or part of the matters to be provided electronically that are specified in the applicable Ordinance of the Ministry of Justice.</u></p> <p>Articles 15 to 16 (Same as the present)</p>
<p>Chapter 4 Directors and Board of Directors</p> <p>(The Number of Directors) Article 17 The Company shall have no more than <u>eight (8)</u> Directors.</p> <p>(Newly established)</p> <p>(Appointment of Directors) Article 18 (Newly established)</p> <p>Directors of the Company shall be elected at a General Meeting of Shareholders by a resolution adopted by a majority of the voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.</p> <p><u>2.</u> (Articles omitted.)</p> <p>(Term of Office of Directors) Article 19 The term of office of Directors shall expire at the conclusion of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within one (1) year after their election.</p>	<p>Chapter 4 Directors and Board of Directors</p> <p>(The Number of Directors) Article 17 The Company shall have no more than <u>three (3)</u> Directors (<u>excluding Directors who are members of the Audit & Supervisory Committee</u>).</p> <p><u>2.</u> <u>The Company shall have no more than four (4) Directors who are Audit & Supervisory Committee Members</u></p> <p>(Appointment of Directors) Article 18 <u>Directors of the Company shall be elected at a General Meeting of Shareholders separately from Directors who are members of the Audit & Supervisory Committee and other Directors.</u></p> <p><u>2.</u> Directors of the Company shall be elected at a General Meeting of Shareholders by a resolution adopted by a majority of the voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.</p> <p><u>3.</u> (Same as the present)</p> <p>(Term of Office of Directors) Article 19 The term of office of Directors (<u>excluding Directors who are members of the Audit & Supervisory Committee</u>) shall expire <u>at the close of</u> the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within one (1) year after their election.</p>

Current Articles of Incorporation	Proposed Change
<p data-bbox="311 224 782 414"><u>2. The term of office of a Director elected to fill a vacancy or increase the number of Directors shall be the same as the remaining term of office of his predecessor or other Directors in office.</u></p> <p data-bbox="391 504 622 537">(Newly established)</p> <p data-bbox="391 705 622 739">(Newly established)</p> <p data-bbox="239 1019 726 1086">(Selection of Representative Directors and Directors with Management Positions)</p> <p data-bbox="239 1131 742 1220">Article 20 Representative Directors shall be <u>appointed by a resolution</u> of the Board of Directors.</p> <p data-bbox="287 1366 782 1534">2. The Board of Directors may, by its resolution, select the Chairman of the Board, the President, the Executive Vice President, the Senior Managing Director and the Managing Director.</p> <p data-bbox="239 1680 758 1747">(Notice to Convene Meetings of the Board of Directors)</p> <p data-bbox="223 1758 790 2004">Article 21 Unless otherwise provided by laws and regulations, the President of the Company shall convene and preside at meetings of the Board of Directors. In the absence or disability of the President, another Director shall, in accordance with the order previously determined, convene and preside</p>	<p data-bbox="1061 224 1173 257">(Deleted)</p> <p data-bbox="901 459 1380 683"><u>2. The term of office of Directors who are Audit & Supervisory Committee Members shall expire at the conclusion of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within two (2) years after their election.</u></p> <p data-bbox="901 694 1380 974"><u>3. The term of office of a Director elected to fill a vacancy of a Director who retires before the expiration of his/her term of office as a member of the Audit & Supervisory Committee shall expire when the term of office of the retiring Director as a member of the Audit & Supervisory Committee expires.</u></p> <p data-bbox="829 1019 1316 1086">(Selection of Representative Directors and Directors with Management Positions)</p> <p data-bbox="837 1131 1372 1321">Article 20 Representative Directors shall be <u>selected from among the Directors (excluding Directors who are members of the Audit & Supervisory Committee)</u> by a resolution of the Board of Directors.</p> <p data-bbox="893 1366 1372 1624">2. The Board of Directors may, by its resolution, elect the Chairman of the Board, the President, the Executive Vice President, the Senior Managing Director and the Managing Director from <u>among Directors (excluding Directors who are members of the Audit & Supervisory Committee).</u></p> <p data-bbox="829 1668 1348 1736">(Notice to Convene Meetings of the Board of Directors)</p> <p data-bbox="813 1747 1380 2004">Article 21 Unless otherwise provided by laws and regulations, the <u>Chairman of the Board of Directors shall convene and preside at meetings of the Board of Directors, and if the Chairman of the Board of Directors is unable to so act,</u> the President of the Company shall convene and preside at such</p>

Current Articles of Incorporation	Proposed Change
<p>meetings of the Board of Directors in his/her place.</p> <p>2. Notice of a meeting of the Board of Directors shall be given to each Director <u>and each Corporate Auditor</u> at least three (3) days prior to the date of the meeting. However, in case of emergency, such period may be shortened.</p> <p>3. A meeting of the Board of Directors may be held without following the procedures for convening a meeting if all Directors <u>and Corporate Auditors</u> consent thereto.</p> <p>(Newly established)</p> <p>Article <u>22</u> (Articles omitted)</p> <p>(Omission of Resolution by the Board of Directors)</p> <p>Article <u>23</u> In cases where a Director makes a proposal on a matter to be resolved at a meeting of the Board of Directors, if all the Directors (limited to those who are entitled to participate in the voting on the said matter) have expressed their consent to the proposal in writing or by electromagnetic record, the proposal shall be deemed to have been approved by the Board of Directors. <u>However, this shall not apply if any Corporate Auditor has stated an objection.</u></p> <p>Article <u>24</u> (Articles omitted)</p>	<p>meetings. In the absence or disability of the <u>Chairman of the Board of Directors and the President</u> of the Company, one of the other Directors shall, in accordance with the order previously determined, convene and preside meetings of the Board of Directors in his/her place.</p> <p>2. Notice of a meeting of the Board of Directors shall be given to each Director at least three (3) days prior to the date of the meeting. However, in case of emergency, such period may be shortened.</p> <p>3. A meeting of the Board of Directors may be held without following the procedures for convening a meeting if all Directors consent thereto.</p> <p><u>(Delegation of Decisions on the Execution of Important Business Operations)</u></p> <p><u>Article 22 The Company may, pursuant to the provisions of Article 399-13, Paragraph 6 of the Companies Act, delegate all or part of the decisions on the execution of important business (excluding the matters listed in each item of Paragraph 5 of the said Article) to the Directors by resolution of the Board of Directors.</u></p> <p>Article <u>23</u> (Same as the present)</p> <p>(Omission of Resolution by the Board of Directors)</p> <p>Article <u>24</u> In cases where a Director makes a proposal on a matter to be resolved at a meeting of the Board of Directors, if all the Directors (limited to those who are entitled to participate in the voting on the said matter) have expressed their consent to the proposal in writing or by electromagnetic record, it shall be deemed that the proposal has been approved by the Board of Directors.</p> <p>Article <u>25</u> (Same as the present)</p>

Current Articles of Incorporation	Proposed Change
<p>(Remuneration, etc. to Directors) Article <u>25</u> Remuneration, bonuses and other property benefits to Directors that are received from the Company in consideration for the performance of their duties (<u>hereinafter referred to as "Remuneration, etc."</u>) shall be determined by a resolution of the General Meeting of Shareholders.</p> <p>(Exemption of Directors from Liability) Article <u>26</u> The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Director (including former Directors) from liability for damages due to negligence of duties by a resolution of the Board of Directors to the extent permitted by law.</p> <p>2. (Articles omitted.)</p>	<p>(Remuneration, etc. to Directors) Article <u>26</u> Remuneration, bonuses and other property benefits to Directors that are received from the Company in consideration for the performance of their duties shall be determined by a resolution of a General Meeting of Shareholders, <u>distinguishing between Directors who are members of the Audit & Supervisory Committee and other Directors.</u></p> <p>(Exemption of Directors from Liability) Article <u>27</u> The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Director (including former Directors) from liability for damages due to negligence of duties by a resolution of the Board of Directors to the extent permitted by law.</p> <p>2. (<u>Same as the present</u>)</p>
<p><u>Chapter 5 Corporate Auditors and the Board of Corporate Auditors</u></p> <p>(<u>Number of Corporate Auditors</u>) Article <u>27</u> <u>The Company shall have no more than five (5) Corporate Auditors.</u></p> <p>(<u>Appointment of Corporate Auditors</u>) Article <u>28</u> <u>Resolutions to elect corporate auditors at a General Meeting of Shareholders shall be adopted by a majority of the voting rights of the shareholders present at the meeting where the shareholders holding one-third (1/3) or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.</u></p> <p>(<u>Term of Office of Corporate Auditors</u>) Article <u>29</u> <u>The term of office of corporate auditors shall expire at the conclusion of the Ordinary General Meeting of</u></p>	<p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p>

Current Articles of Incorporation	Proposed Change
<p><u>Shareholders relating to the last fiscal year ending within four (4) years after their election.</u></p> <p><u>2. The term of office of a Corporate Auditor elected to fill a vacancy shall expire when the term of office of the retiring Corporate Auditor expires.</u></p> <p><u>(Full-time Corporate Auditor)</u></p> <p><u>Article 30 The Board of Corporate Auditors shall, by its resolution, select a full-time Corporate Auditor from among the Corporate Auditors.</u></p> <p><u>(Notice of Convocation of a Meeting of the Board of Corporate Auditors)</u></p> <p><u>Article 31 Notice of a meeting of the Board of Corporate Auditors shall be dispatched to each Corporate Auditor at least three (3) days prior to the date of such meeting. However, this period may be shortened in case of urgent necessity.</u></p> <p><u>2. A meeting of the Board of Corporate Auditors may be held without a convocation of such meeting if all the Corporate Auditors consent thereto.</u></p> <p><u>(Method of Resolution)</u></p> <p><u>Article 32. Except as otherwise provided by laws and regulations, resolutions of the Board of Corporate Auditors shall be adopted by a majority of the Corporate Auditors.</u></p> <p><u>(Regulations of the Board of Corporate Auditors)</u></p> <p><u>Article 33. Matters concerning the Board of Corporate Auditors shall be governed by the Regulations of the Board of Corporate Auditors established by the Board of Corporate Auditors in addition to laws and regulations and these Articles of Incorporation.</u></p>	<p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p>

Current Articles of Incorporation	Proposed Change
<p><u>(Remuneration, etc. of Corporate Auditors)</u></p> <p><u>Article 34. Remuneration, etc. of Corporate Auditors shall be determined by a resolution of the General Meeting of Shareholders.</u></p> <p><u>(Exemption of Corporate Auditors from Liability)</u></p> <p><u>Article 35. The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Corporate Auditor (including former Corporate Auditors) from liability for damages for negligence of his/her duties by a resolution of the Board of Directors to the extent permitted by law.</u></p> <p>2. <u>Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into an agreement with Corporate Auditors to limit their liability for compensation under Article 423, Paragraph 1 of the said Act. However, the maximum amount of liability under such agreement shall be the minimum liability amount provided in Article 427, Paragraph 1 of the said Act.</u></p>	<p>(Deleted)</p> <p>(Deleted)</p>
<p>(Newly established)</p> <p>(Newly established)</p> <p>(Newly established)</p>	<p><u>Chapter 5 Audit & Supervisory Committee</u></p> <p><u>(Full-time Audit & Supervisory Committee Member)</u></p> <p><u>Article 28 The Audit & Supervisory Committee may, by its resolution, appoint a full-time Audit & Supervisory Committee member.</u></p> <p><u>(Notice of Convocation of a Meeting of the Audit & Supervisory Committee)</u></p> <p><u>Article 29 Notice of a meeting of the Audit & Supervisory Committee shall be given to each member of the Audit &</u></p>

Current Articles of Incorporation	Proposed Change
<p>(Newly established)</p> <p>(Newly established)</p>	<p><u>Supervisory Committee at least three (3) days prior to the date of the meeting. However, in case of urgency, such period may be shortened.</u></p> <p><u>2. A meeting of the Audit & Supervisory Committee may be held without following the procedures for convening a meeting if all Audit & Supervisory Committee members consent thereto.</u></p> <p><u>(Method of Resolution)</u> <u>Article 30 Resolutions of the Audit & Supervisory Committee shall be adopted by a majority of the votes of a majority of the Audit & Supervisory Committee members present.</u></p> <p><u>(Rules of the Audit and Supervisory Committee)</u> <u>Article 31 Matters concerning the Audit & Supervisory Committee shall be governed by the Regulations of the Audit & Supervisory Committee established by the Audit & Supervisory Committee in addition to laws and ordinances and these Articles of Incorporation.</u></p>
<p>Chapter 6 Accounting Auditor (Method of Appointment)</p> <p>Article <u>36</u> (Articles omitted)</p> <p>(Term of Office of Accounting Auditor)</p> <p>Article <u>37</u> (Articles omitted)</p>	<p>Chapter 6 Accounting Auditor (Method of Appointment of <u>Accounting Auditor</u>)</p> <p>Article <u>32</u> (Same as the present)</p> <p>(Term of Office of <u>Accounting Auditor</u>)</p> <p>Article <u>33</u> (Same as the present)</p>
<p>Chapter 7 Calculation Articles <u>38</u> to <u>41</u> (Articles omitted)</p>	<p>Chapter 7 Calculation Articles <u>34</u> to <u>37</u> (Same as the present)</p>
<p>(Newly established)</p>	<p><u>Supplementary Provisions</u></p> <p><u>(Exemption of Corporate Auditors from Liability)</u></p>

Current Articles of Incorporation	Proposed Change
(Newly established)	<p><u>Article 1 The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Corporate Auditor (including former Corporate Auditors) from liability for damages due to negligence of duties in connection with acts committed prior to the conclusion of the 23rd Ordinary General Meeting of Shareholders by a resolution of the Board of Directors to the extent permitted by law.</u></p>
(Newly established)	<p><u>(Transitional Measures Concerning Electronic Provisioning Measures, etc.)</u></p> <p><u>Article 2 Deletion of Article 14 Articles of Incorporation before amendment and an establishment of Article 14 of newly amended Articles of Incorporation in accordance with the resolution of the 23rd Ordinary General Meeting of Shareholders (Disclosure of Reference Documents for the General Meeting of Shareholders, etc. via the Internet) shall become effective as of September 1, 2022 (hereinafter referred to as the "Effective Date"), the date of enforcement of the amended provisions stipulated in the proviso of Article 1 of the Supplementary Provision of the Law Partially Amending the Companies Act (Law No. 70 of 2019).</u></p> <p><u>2. Notwithstanding the preceding paragraph, Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for General Meetings of Shareholders, etc.) of the Articles of Incorporation prior to the revision by the resolution of the 23rd Ordinary General Meeting of Shareholders shall remain in effect for the General Meeting of Shareholders to be held on a date within six months from the Effective Date.</u></p> <p><u>3. Article 2 of the Supplementary Provisions shall be deleted after six</u></p>

Current Articles of Incorporation	Proposed Change
	<u>months have elapsed from the date of the General Meeting of Shareholders set forth in the preceding paragraph, whichever is later.</u>

