



May 13, 2025

Company Name:	V Technology Co., Ltd.
Name of Representative:	Shigeto Sugimoto, Representative Director of the Board, President & CEO (Stock Code: 7717; Prime Market of the Tokyo Stock Exchange)
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Notice Regarding Partial Amendments to the Articles of Incorporation (Transition)

V Technology Co., Ltd. (the “Company”) hereby announces that it resolved, at its meeting of the Board of Directors held on May 13, 2025, to submit a proposal for “Partial Amendments to the Articles of Incorporation” at the 28th Ordinary General Meeting of Shareholders scheduled to be held on June 26, 2025.

1. Reason for amendments to the Articles of Incorporation

As announced in "Notice Concerning Transition to a Company with an Audit & Supervisory Committee" on March 28, 2025, the Company has resolved to transition to a company with an Audit & Supervisory Committee, contingent on approval being obtained at the 28th Ordinary General Meeting of Shareholders scheduled to be held on June 26, 2025. Accordingly, partial amendments will be made to the Articles of Incorporation of the Company, including establishing new provisions for the Audit and Supervisory Committee and its members, and deleting the existing provisions for the Audit & Supervisory Board and its members.

2. Details of amendments to the Articles of Incorporation

The details of the amendments are as set out in the Appendix.

3. Schedule

The scheduled date of Ordinary General Meeting of Shareholders: June 26, 2025

The scheduled effective date of amendment to the Articles of Incorporation: June 26, 2025

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Appendix

(Underlined portions indicate amendments.)

Present	Proposed Amendments
<p>Chapter 1 General Provisions</p> <p>Articles 1 – Article 4 (Provisions omitted)</p> <p>Chapter 2 Stocks</p> <p>Articles 5 – Article 8 (Provisions omitted)</p> <p>Article 9 (Administrator of Shareholders' Register)</p> <p>The Company shall have an administrator of shareholders' register.</p> <p>2. The administrator of the shareholders' register and its place of business shall be determined by a resolution of the Board of Directors and public notice thereof shall be given.</p> <p>3. The preparation and keeping of the register of shareholders and the register of stock acquisition rights of the Company and other business relating to the register of shareholders and the register of stock acquisition rights shall be entrusted to the administrator of shareholders' register and shall not be handled by the Company.</p> <p>Article 10 (Share Handling Regulations)</p> <p>The entry or recording in the register of shareholders and the register of stock acquisition rights of the Company, other handling and fees related to shares or stock acquisition rights, and procedures for shareholders to exercise their rights shall be governed by the Share Handling Regulations established by <u>the</u> Board of Directors, in addition to laws and regulations or these Articles of Incorporation.</p> <p>Article 11 (Record Date)</p> <p>Provisions omitted</p> <p>Chapter 3 General Meeting of Shareholders</p> <p>Articles 12 – Article 16 (Articles omitted)</p> <p>Chapter 4 Directors and Board of Directors</p> <p>Article 17 (Establishment of Board of Directors)</p> <p>Provisions omitted</p> <p>Article 18 (Number of Directors)</p> <p>The Company shall have no more than <u>ten (10)</u> directors.</p> <p>Article 19 (Election of Directors)</p> <p>Directors shall be elected at a General Meeting of Shareholders.</p> <p>2. The resolution for the election of directors shall be 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 the shareholders who are entitled to exercise their voting rights are present.</p> <p>3. The election of directors shall not be by cumulative voting.</p> <p>Article 20 (Term of Office of Directors)</p> <p>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 two (2) years after their election.</p> <p>2. The term of office of a Director elected to <u>fill a vacancy or increase the number of directors</u> shall expire at the end of the term of office of his/her predecessor or other directors in office.</p> <p>Article 21 (Representative Directors)</p> <p>The Board of Directors shall select Representative Directors by its resolution.</p> <p>2. The Representative Director shall represent the Company and execute the Company's business.</p> <p>Article 22 (Directors with special titles)</p> <p>The Board of Directors may, by its resolution, appoint one (1) President and Director and, if necessary, appoint a few Executive Vice Presidents, Senior Managing Directors and Managing Directors.</p>	<p>Chapter 1 General Provisions</p> <p>Articles 1 – Article 4 (Same as the current provisions)</p> <p>Chapter 2 Stocks</p> <p>Articles 5 – Article 8 (Same as the current provisions)</p> <p>Article 9 (Administrator of Shareholders' Register)</p> <p>The Company shall have an administrator of shareholders' register.</p> <p>2. The administrator of the shareholders' register and its place of business shall be determined by a resolution of the Board of Directors <u>or by the directors delegated by a resolution of the Board of Directors</u>, and public notice thereof shall be given.</p> <p>3. The preparation and keeping of the register of shareholders and the register of stock acquisition rights of the Company and other business relating to the register of shareholders and the register of stock acquisition rights shall be entrusted to the administrator of shareholders' register and shall not be handled by the Company.</p> <p>Article 10 (Share Handling Regulations)</p> <p>The entry or recording in the register of shareholders and the register of stock acquisition rights of the Company, other handling and fees related to shares or stock acquisition rights, and procedures for shareholders to exercise their rights shall be governed by the Share Handling Regulations established by the Board of Directors <u>or the directors delegated by a resolution of the Board of Directors</u>, in addition to laws and regulations or these Articles of Incorporation.</p> <p>Article 11 (Record Date)</p> <p>Same as the current provisions</p> <p>Chapter 3 General Meeting of Shareholders</p> <p>Articles 12 – Article 16 (Same as the current provision)</p> <p>Chapter 4 Directors and Board of Directors</p> <p>Article 17 (Establishment of Board of Directors)</p> <p>Same as the current provisions</p> <p>Article 18 (Number of Directors)</p> <p>The Company shall have <u>no more than seven (7) directors</u>.</p> <p>2. <u>Of the directors set forth in the preceding paragraph, no more than four (4) directors shall be Audit & Supervisory Committee members.</u></p> <p>Article 19 (Election of Directors)</p> <p>Directors shall be elected at the General Meeting of Shareholders <u>separately for those who are members of the Audit & Supervisory Committee and for those who are not.</u></p> <p>2. The resolution for the election of directors shall be 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>3. The election of directors shall not be by cumulative voting.</p> <p>Article 20 (Term of Office of Directors)</p> <p>The term of office of Directors <u>(excluding Directors who are members of the Audit & Supervisory Committee)</u> shall expire at the conclusion of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within <u>one year</u> after their election.</p> <p>2. <u>The term of office of Directors who are members of the Audit & Supervisory Committee 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>3. The term of office of a director elected to <u>fill a vacancy of a director who retires before the expiration of his/her term of office shall expire at the end of the term of office of the retiring director.</u></p> <p>4. <u>The qualification of a substitute Director as a member of the Audit & Supervisory Committee shall be effective until the beginning of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within two (2) years after the resolution relating to such qualification.</u></p> <p>Article 21 (Representative Directors)</p> <p>The Board of Directors shall, by its resolution, select Representative Directors from among the Directors <u>(excluding Directors who are members of the Audit & Supervisory Committee).</u> The Board of Directors shall, by its resolution, select Representative Directors from among the Directors <u>(excluding Directors who are members of the Audit & Supervisory Committee).</u></p> <p>2. Representative Directors shall represent the Company and execute the Company's business.</p> <p>Article 22 (Directors with special titles)</p> <p>The Board of Directors may, by its resolution, appoint one President <u>from among the Directors (excluding Directors who are members of the Audit & Supervisory Committee).</u> The Board of Directors may, by its resolution, appoint one (1) President and Director <u>from among the Directors (excluding Directors who are members of the Audit & Supervisory Committee),</u> and may appoint a few Executive Vice Presidents, Senior Managing Directors, and Managing Directors as necessary.</p>

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<p>Article 23 (Persons Authorized to Convene Meetings of the Board of Directors and Chairman)</p> <p>Unless otherwise provided by laws and regulations, a meeting of the Board of Directors shall be convened and chaired by <u>the President</u>.</p> <p>2. In the absence or disability of <u>the President</u>, another Director shall convene and preside at meetings of the Board of Directors in an order previously determined by the Board of Directors.</p> <p>Article 24 (Notice of Convocation of Meetings of the Board of Directors)</p> <p>Notice of a meeting of the Board of Directors shall be given to each Director and each Corporate Auditor three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgent necessity.</p> <p>Articles 25 – Article 26 (Articles omitted) (Newly established)</p> <p>Article 27 (Regulations of the Board of Directors) Provisions omitted</p> <p>Article 28 (Remuneration, etc. of Directors)</p> <p>Remuneration, bonuses and other property benefits received from the Company as compensation for the execution of duties by Directors (hereinafter referred to as "Remuneration, etc.") shall be determined by a resolution of the General Meeting of Shareholders. The remuneration, etc. of Directors and bonuses and other property benefits to be received by the Company in consideration for the performance of their duties ("Remuneration, etc.") shall be determined by a resolution of the General Meeting of Shareholders.</p> <p>Article 29 (Exemption of Directors from Liability) Provisions omitted</p> <p>Chapter 5 Corporate Auditors and the Board of Corporate Auditors</p> <p>Article 30 (Establishment of Corporate Auditors and Board of Corporate Auditors)</p> <p>The Company shall have Corporate Auditors and a Board of Corporate Auditors.</p> <p>Article 31 (Number of Corporate Auditors)</p> <p>The Company shall have no more than four (4) Corporate Auditors.</p> <p>Article 32 (Appointment of Corporate Auditors)</p> <p>Corporate Auditors shall be elected at a General Meeting of Shareholders.</p> <p>2. The resolution for the election of Corporate Auditors shall be 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>3. The Company may elect a substitute corporate auditor at a general meeting of shareholders in preparation for a shortage in the number of Corporate Auditors stipulated in laws and ordinances or the Articles of Incorporation.</p> <p>4. The election of a Substitute Corporate Auditor shall be effective until the beginning of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within four (4) years after his/her election.</p> <p>Article 33 (Term of Office of Corporate Auditors)</p> <p>The term of office of a Corporate Auditor shall expire at the close of the ordinary General Meeting of Shareholders relating to the last fiscal year ending within four (4) years after his/her election.</p> <p>2. The term of office of a corporate auditor elected to fill a vacancy shall expire at the end of the term of office of the retiring corporate auditor. The term of office of a corporate auditor elected as a substitute shall expire at the end of the term of office of the retiring corporate auditor. However, in the event that the substitute Corporate Auditor appointed in accordance with Paragraph 3 of the preceding Article assumes office as a Corporate Auditor, his/her term of office shall not exceed the conclusion of the ordinary General Meeting of Shareholders relating to the last fiscal year ending within four (4) years after his/her election.</p> <p>Article 34 (Full-Time Corporate Auditor)</p> <p>The Board of Corporate Auditors shall select a full-time Corporate Auditor by its resolution.</p> <p>Article 35 (Notice of Convocation of Meetings of the Board of Corporate Auditors)</p> <p>Notice of a meeting of the Board of Corporate Auditors shall be given to each Corporate Auditor at least three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgent necessity.</p>	<p>Article 23 (Persons Authorized to Convene Meetings of the Board of Directors and Chairman)</p> <p>Unless otherwise provided by laws and regulations, a meeting of the Board of Directors shall be convened and chaired by <u>a Representative Director</u>.</p> <p>2. In the absence or disability of the <u>Representative Director</u>, another Director shall convene and preside at meetings of the Board of Directors in the order previously determined by the Board of Directors.</p> <p>Article 24 (Notice of Convocation of Meetings of the Board of Directors)</p> <p>Notice of a meeting of the Board of Directors shall be given to each Director three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgent necessity.</p> <p>Articles 25 – Article 26 (Same as the current provision)</p> <p>Article 27 (Delegation of Important Business Execution Decisions)</p> <p>Pursuant to Article 399-13, Paragraph 6 of the Companies Act, the Company may, by a resolution of the Board of Directors, delegate all or part of the decisions on the execution of important business affairs (excluding the matters listed in each item of Paragraph 5 of the same Article) to the Directors. The Company may, pursuant to Article 399-13, Paragraph 6 of the Companies Act, by resolution of the Board of Directors, delegate all or part of the decisions on the execution of important business affairs (excluding the matters listed in each item of Paragraph 5 of the said Article) to the Directors.</p> <p>Article 28 (Regulations of the Board of Directors) Same as the current provisions</p> <p>Article 29 (Remuneration, etc. of Directors)</p> <p>Remuneration, bonuses and other financial benefits received from the Company as compensation for the execution of duties by Directors (hereinafter referred to as "Remuneration, etc.") shall be determined separately for Directors who are Audit & Supervisory Committee Members and for other Directors by a resolution of the General Meeting of Shareholders. The remuneration, etc. of Directors (hereinafter referred to as "Remuneration, etc.") shall be determined by a resolution of the General Meeting of Shareholders, <u>distinguishing between Directors who are members of the Audit & Supervisory Committee and other Directors</u>.</p> <p>Article 30 (Exemption of Directors from Liability) Same as the current provisions</p> <p>Chapter 5 Audit & Supervisory Committee</p> <p>Article 31 (Establishment of Audit & Supervisory Committee)</p> <p>The Company shall have an <u>Audit & Supervisory Committee</u>.</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>Article 32 (Full-time Audit & Supervisory Committee Members)</p> <p>The Audit & Supervisory Committee may, by its resolution, select a full-time <u>Audit & Supervisory Committee member</u>.</p> <p>Article 33 (Notice of Convocation of Audit & Supervisory Committee Meetings)</p> <p>Notice of a meeting of the <u>Audit & Supervisory Committee</u> shall be given to each Audit & Supervisory Committee member at least three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgent necessity.</p>
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Article 36 (Resolutions of the Board of Corporate Auditors) <u>Except as otherwise provided by law, resolutions of the Board of Corporate Auditors shall be adopted by a majority of the Corporate Auditors.</u>	Article 34 (Resolutions of the Audit & Supervisory Committee) <u>Resolutions of the Audit & Supervisory Committee shall be adopted by a majority of the votes of the Audit & Supervisory Committee members present at a meeting where a majority of the Audit & Supervisory Committee members who are entitled to participate in the voting are present.</u>
Article 37 (Regulations of the Board of Corporate Auditors) 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 or these Articles of Incorporation.	Article 35 (Rules of the Audit & Supervisory Committee) 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 regulations or these Articles of Incorporation.
Article 38 (Remuneration, etc. of Corporate Auditors) <u>Remuneration, etc. of Corporate Auditors shall be determined by a resolution of the General Meeting of Shareholders.</u>	(Deleted)
Article 39 (Exemption of Corporate Auditors from Liability) <u>Pursuant to Article 426, Paragraph 1 of the Companies Act, the Company may, by a resolution of the Board of Directors, exempt Corporate Auditors (including former Corporate Auditors) from liability for damages due to negligence of their duties to the extent permitted by law.</u> <u>2. The Company may enter into an agreement with a corporate auditor to limit his/her liability for damages due to negligence of duties pursuant to Article 427, Paragraph 1 of the Companies Act. However, the maximum amount of liability under such agreement shall be the amount stipulated by laws and regulations.</u>	(Deleted)
Chapter 6 Accounting Auditors	Chapter 6 Accounting Auditors
Article 40 (Establishment of Accounting Auditor) Provisions omitted	Article 36 (Establishment of Accounting Auditor) Same as the current provisions
Article 41 (Appointment of Accounting Auditor) Provisions omitted	Article 37 (Appointment of Accounting Auditor) Same as the current provisions
Article 42 (Term of Office of Accounting Auditor) Provisions omitted	Article 38 (Term of Office of Accounting Auditor) Same as the current provisions
Article 43 (Remuneration, etc. of Accounting Auditor) Remuneration, etc. of the Accounting Auditor shall be determined by the Representative Director with the consent of the Board of Corporate Auditors.	Article 39 (Remuneration, etc. of Accounting Auditor) Remuneration, etc. of the Accounting Auditor shall be determined by the Representative Director with the consent of the Audit & Supervisory Committee.
Chapter 7 Calculation	Chapter 7 Calculation
Article 44 (Business Year) Provisions omitted	Article 40 (Business Year) Same as the current provisions
Article 45 (Year-end Dividends) Provisions omitted	Article 41 (Year-end dividend) Same as the current provisions
Article 46 (Interim Dividends) Provisions omitted	Article 42 (Interim Dividends) Same as the current provisions
Article 47 (Period of Disqualification) Provisions omitted	Article 43 (Period of Disqualification) Same as the current provisions
(Newly established)	(Supplementary Provisions)
	<u>Transitional Measures Concerning Exemption from Liability of Corporate Auditors</u> <u>1. Pursuant to Article 426, Paragraph 1 of the Companies Act, the Company may, by a resolution of the Board of Directors, exempt Corporate Auditors (including former Corporate Auditors) from liability for damages prescribed in Article 423, Paragraph 1 of the said Act with respect to acts committed prior to the conclusion of the 28th Ordinary General Meeting of Shareholders to the extent permitted by law.</u> <u>2. With respect to the agreement to limit the liability for damages prescribed in Article 423, Paragraph 1 of the Companies Act with respect to the acts of Corporate Auditors (including former Corporate Auditors) prior to the conclusion of the 28th Ordinary General Meeting of Shareholders, the provisions of Article 39, Paragraph 2 of the Articles of Incorporation before the amendment by the resolution of the said Ordinary General Meeting of Shareholders shall apply.</u>

End of above.