

May 24, 2024

Company name: UT Group Co., Ltd.
 Representative: Manabu Sotomura, President and Representative Director
 (Securities code: 2146, TSE Prime Market)
 For inquiries: Takahito Yamada, Executive Officer and Division Manager, General Affairs Division
 TEL: +81-3-5447-1710

Notice Regarding Partial Amendment to the Articles of Incorporation

UT Group Co., Ltd. today announces that at the Board of Directors meeting held today, the Company resolved that it will propose to the 17th Annual General Meeting of Shareholders to be held on June 22, 2024 the following "Partial Amendment to the Articles of Incorporation".

1. Purpose of the amendment

In promoting the Rolling Plan of the Fourth Medium-Term Business Plan, the Company has changed its management structure to have two Representative Directors effective April 1, 2024, with the aim of speeding up decision-making and strengthening business execution functions. Accordingly, for the purpose of ensuring management flexibility, the current Articles of Incorporation, which gives the Director and President the authority to convene and chair meetings of the General Meeting of Shareholders and meetings of the Board of Directors, has been changed to give the authority to the Representative Directors. Also, the case of the Representative Director being unable to act due to vacancy will be added to be applied for the contents of Paragraph 2 of Article 14.

2. Details of the amendment

Details of the amendment are as follows:

(Amended parts are underlined)

Current Articles of Incorporation	Proposed Amendment
(Convener and Chairperson) Article 14. The <u>Director and President</u> shall convene a general meeting of shareholders and serve as its chairperson, unless otherwise provided for by laws and regulations. 2. If the <u>Director and President</u> is unable to act due to vacancy or an accident, another Director selected according to an order predetermined by the Board of Directors, shall convene and serve as its chairperson.	(Convener and Chairperson) Article 14. The <u>Representative Directors</u> shall convene a general meeting of shareholders and serve as its chairperson, unless otherwise provided for by laws and regulations. 2. If the <u>Representative Directors</u> are unable to act due to vacancy or an accident, another Director selected according to an order predetermined by the Board of Directors, shall convene and serve as its chairperson.

Current Articles of Incorporation	Proposed Amendment
<p>(Convener and Chairperson of Board of Directors Meetings)</p> <p>Article 23. The <u>Director and President</u> shall convene a meeting of the Board of Directors and serve as its chairperson, unless otherwise provided for by laws and regulations. If the <u>Director and President</u> is unable to act due to vacancy or an accident, another Director selected according to an order predetermined by the Board of Directors, shall convene a meeting of the Board of Directors and serve as its chairperson.</p>	<p>(Convener and Chairperson of Board of Directors Meetings)</p> <p>Article 23. The <u>Representative Directors</u> shall convene a meeting of the Board of Directors and serve as its chairperson, unless otherwise provided for by laws and regulations. If the <u>Representative Directors</u> are unable to act due to vacancy or an accident, another Director selected according to an order predetermined by the Board of Directors, shall convene a meeting of the Board of Directors and serve as its chairperson.</p>

3. Schedule

Date of Annual General Meeting of Shareholders for the amendment to the Articles of Incorporation:

Saturday, June 22, 2024 [plan]

Effective date of the amendment to the Articles of Incorporation:

Saturday, June 22, 2024 [plan]

End