May 25, 2021

To whom it may concern,

Company: Japan Lifeline Co., Ltd.
Representative: Keisuke Suzuki, President and CEO
(Code: 7575 TSE 1st Section)
Contact person: Kenji Yamada, Senior Vice President,
Corporate Administration Headquarters
(TEL. +81-3-6711-5200)

Announcement on Partial Amendment to Articles of Incorporation

Japan Lifeline Co., Ltd. announced that at the Board of Directors meeting held today, it has resolved to submit a proposal for "Announcement on Partial Amendment to Articles of Incorporation" at the 41st Ordinary General Meeting of Shareholders to be held on June 25, 2021, in order to shift to a company with an Audit and Supervisory Committee.

In addition, at the Board of Directors meeting held on May 7, 2021, the company resolved to shift from a company with Board of Corporate Auditors to a company with an Audit and Supervisory Committee, subject to approval at the Ordinary General Meeting of Shareholders, and to appoint officers after the shift. The information is separately disclosed in the "Notice of Transition to a Company with Audit and Supervisory Committee" and "Notice of Personnel Changes of Directors after Transition to a Company with Audit and Supervisory Committee" dated the same day.

1. Purpose of the Amendment to the Articles of Incorporation
   (1) Japan Lifeline intends to further enhance the corporate governance system and increase the transparency and objectivity of management. To that end, it will make necessary changes, including the establishment of new provisions concerning the Audit and Supervisory Committee and Audit and Supervisory Committee Members, and the deletion of provisions concerning the Board of Corporate Auditors and Corporate Auditors, in order to shift to a company with an Audit and Supervisory Committee for the purpose of strengthening the auditing and supervisory functions for business execution.

   (2) In order to enable directors to fully play their expected roles, a part of Article 28 of the current Articles of Incorporation will be amended to provide that Directors may be exempted from liability to the extent provided for in laws and regulations by a resolution of the Board of Directors.

2. Details of Amendments to the Articles of Incorporation
   The details of the amendments are shown in the attachment.

3. Schedule

Date of General Meeting of Shareholders to amend the Articles of Incorporation	June 25, 2021 (scheduled)
Effective date of the amendment to the Articles of Incorporation	June 25, 2021 (scheduled)

Attachment: Details of the amendments to the Articles of Incorporation

(Underlined parts indicate changes.)

Current Articles of Incorporation	Proposed Amendment
Chapter 1 General Provisions	Chapter 1 General Provisions
Article 1 through Article 3 (text omitted)	Articles 1 through Article 3 (same as current)
(newly established)	(Organization) Article 4 The Company shall have the following organizations in addition to the General Meeting of Shareholders. 1. Board of Directors 2. Audit and Supervisory Committee 3. Accounting Auditor
Article 4 (text omitted)	Article 5 (same as current)
Chapter 2 Stocks	Chapter 2 Stocks
Article 5 through Article 11 (text omitted)	Article 6 through Article 12 (same as current)
Chapter 3 General Meeting of Shareholders	Chapter 3 General Meeting of Shareholders
Article 12 through Article 17 (text omitted)	Article 13 through Article 18 (same as current)
Chapter 4 Directors and Board of Directors	Chapter 4 Directors and Board of Directors
(Establishment of the Board of Directors) Article 18 The Company shall have a Board of Directors.	(deleted)
(Number of employees) Article 19 The Company shall have no more than fifteen (15) Directors.	(Number of employees) Article 19 The number of Directors of the Company (excluding those who are members of the Audit and Supervisory Committee) shall be fifteen (15) or less.
(newly established)	(ii) The Company shall have no more than five (5) Directors who are Audit and Supervisory Committee Members.
(Method of appointment) Article 20 Directors shall be elected at a general meeting of shareholders.	(Method of appointment) Article 20 Directors shall be elected at a General Meeting of Shareholders, distinguishing between Directors who are Audit and Supervisory Committee Members and other Directors.
(ii) through (iii) (text omitted)	(ii) through (iii) (same as current)

Current Articles of Incorporation	Proposed Amendment
(Term of office) Article 21 The term of office of Directors shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within two (2) years after their election.	(Term of office) Article 21 The term of office of Directors (excluding those who are members of the Audit and Supervisory Committee) shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within one (1) year after their election.
(ii) The term of office of Directors elected to increase the number of Directors or to fill vacancies shall expire at the expiration of the term of office of the existing Directors.	(deleted)
(newly established)	(ii) The term of office of Directors who are Audit and Supervisory Committee Members shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within two (2) years after their election.
(newly established)	(iii) The term of office of a Director who is appointed as a substitute for a Director who retires before the expiration of his/her term of office as a member of the Audit and Supervisory Committee shall be until the expiration of the term of office of the retired Director who is a member of the Audit and Supervisory Committee.
Article 22 through Article 23 (text omitted)	Article 22 through Article 23 (same as current)
(Notice of Convocation of Board of Directors Meeting) Article 24 Notice of a meeting of the Board of Directors shall be given to each Director and each Corporate Auditor at least three (3) days prior to the date of the meeting. However, if there is an urgent need, this period may be shortened.	(Notice of Convocation of Board of Directors Meeting) Article 24 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, if there is an urgent need, this period may be shortened.
(ii) A meeting of the Board of Directors may be held without following the procedures for convening a meeting of the Board of Directors if all Directors and Corporate Auditors consent to such meeting.	(ii) A meeting of the Board of Directors may be held without following the procedures for convening a meeting of the Board of Directors if all Directors consent to such meeting.

Current Articles of Incorporation	Proposed Amendment
Article 25 (text omitted)	Article 25 (same as current)
(newly established)	(Delegation to Directors) Article 26 Pursuant to the provisions of 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 (excluding the matters listed in the items of Paragraph 5 of the same Article) to the Directors.
Article 26 (text omitted)	Article 27 (same as current)
(Remuneration, etc.) Article 27 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.	(Remuneration, etc.) Article 28 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 separately for Directors who are Audit and Supervisory Committee Members and for Directors who are not Audit and Supervisory Committee Members.
(Directors' liability limitation agreement) Article 28 (newly Established)	(Exemption from liability of directors) Article 29 The Company may, pursuant to the provisions of Article 426, Paragraph 1 of the Companies Act, exempt Directors (including those who were previously Directors) from liability for damages due to negligence of their duties by a resolution of the Board of Directors to the extent permitted by law.
Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into an agreement with Directors (excluding those who are Executive Directors, etc.) to limit their liability for damages arising from negligence of their duties. However, the maximum amount of liability under such contracts shall be	(ii) The Company may enter into an agreement with Directors (excluding those who are Executive Directors, etc.) to limit their liability for damages due to negligence of their duties pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act. However, the maximum amount of liability under such contracts shall

Current Articles of Incorporation	Proposed Amendment
the amount stipulated by laws and regulations.	be the amount stipulated by laws and regulations.
Chapter 5 Corporate Auditors and Board of Corporate Auditors	Chapter 5 Audit and Supervisory Committee
(Establishment of Corporate Auditors and Board of Corporate Auditors) Article 29 The Company shall have corporate auditors and a Board of Corporate Auditors.	(deleted)
(Number of employees) Article 30 The Company shall have no more than five (5) corporate auditors.	(deleted)
(Method of appointment) Article 31 Corporate auditors shall be elected at a general meeting of shareholders. (ii) A 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 shareholders holding one-third or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.	(deleted)
(Term of office) Article 32 The term of office of Corporate Auditors shall expire at the close of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within four (4) years after their election. (ii) The term of office of a Corporate Auditor elected to fill the vacancy of a Corporate Auditor who has retired before the expiration of his/her term of office shall expire at the expiration of the term of office of the retired Corporate Auditor.	(deleted)
(Full-time Corporate Auditor) Article 33 The Board of Corporate Auditors shall, by its resolution, select a full-time Corporate Auditor.	(deleted)

Current Articles of Incorporation	Proposed Amendment
(Notice of Convocation of Board of Corporate Auditors Meeting) Article 34 Corporate Auditors shall be given to each Corporate Auditor at least three (3) days prior to the date of such meeting. However, if there is an urgent need, this period may be shortened. (ii) A meeting of the Board of Corporate Auditors may be held without following the procedures for convening a meeting if all the Corporate Auditors consent to such meeting.	(deleted)
(Regulations of the Board of Corporate Auditors) Article 35. Matters relating to 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.	(deleted)
(Remuneration, etc.) Article 36. Remuneration, etc. of Corporate Auditors shall be determined by a resolution of a general meeting of shareholders.	(deleted)
(Agreement to limit liability of corporate auditors) Article 37 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into an agreement with Corporate Auditors to limit their liability for damages due to negligence of their duties. However, the maximum amount of liability under such contract shall be the amount stipulated by laws and regulations.	(deleted)
(newly established)	(Full-time Audit and Supervisory Committee Member) Article 30 The Audit and Supervisory Committee may, by its resolution, select a full-time Audit Committee member.
(newly established)	(Notice of Convocation of the Audit and

Current Articles of Incorporation	Proposed Amendment
	Supervisory Committee) Article 31 Notice of a meeting of the Audit and Supervisory Committee shall be given to each Audit and Supervisory Committee member at least three (3) days prior to the date of the meeting. However, if there is an urgent need, this period may be shortened. (ii) A meeting of the Audit and Supervisory Committee may be held without following the procedures for convening a meeting if all the members of Audit and Supervisory Committee consent to such meeting.
(newly established)	(Rules of the Audit and Supervisory Committee) Article 32 Matters concerning the Audit and Supervisory Committee shall be governed by the Regulations of the Audit and Supervisory Committee established by the Audit and Supervisory Committee, in addition to laws and regulations or these Articles of Incorporation.
Chapter 6 Accounting Auditor	Chapter 6 Accounting Auditor
(Establishment of Accounting Auditor) Article 38 The Company shall have an accounting auditor.	(deleted)
Article 39 through Article 40 (text omitted)	Article 33 through Article 34 (same as current)
(Remuneration, etc.) Articles 41 The remuneration, etc. of the Accounting Auditor shall be determined by the Representative Director with the consent of the Board of Corporate Auditors.	(Remuneration, etc.) Articles 35 The remuneration, etc. of the Accounting Auditor shall be determined by the Representative Director with the consent of the Audit and Supervisory Committee.
Chapter 7 Calculations	Chapter 7 Calculations
Article 42 through Article 45 (text omitted)	Articles 36 through Article 39 (same as current)
(newly established)	Supplementary Provisions (Transitional measures regarding the liability

Current Articles of Incorporation	Proposed Amendment
	limitation agreement for corporate auditors) With respect to the agreement to limit the liability for damages under Article 423, Paragraph 1 of the Companies Act with respect to the acts of Corporate Auditors (including persons who were Corporate Auditors) prior to the conclusion of the 41st Ordinary General Meeting of Shareholders, the provisions of Article 37 of the Articles of Incorporation prior to the amendment by the resolution of the said Ordinary General Meeting of Shareholders shall still apply.