April 27, 2026

To whom it may concern

Company name	EXEDY Corporation
Representative	Tetsuya Yoshinaga, Representative Director, President
Code	7278, TSE Prime Market
Contact	Hiroshi Toyohara Representative Director, Senior Executive Managing Officer, Executive General Manager of Corporate Strategy Promotion Headquarters
TEL	+81-72-822-1152

Announcement Regarding Partial Amendments to the Articles of Incorporation

EXEDY Corporation (the “Company”) hereby announces that it has resolved, at a meeting of the Board of Directors held on April 27, 2026, to submit a proposal on a partial amendment to the Articles of Incorporation, as outlined below, to the 76th Annual General Meeting of Shareholders scheduled to be held on June 19, 2026

1. Reason for the amendment

(1) As disclosed in “Announcement Regarding Transition to a Company with a Nominating Committee, etc. and Changes in Directors and Executive Officers after transition” dated January 28, 2026, the Company is aiming to change the corporate governance structure of the Company from a Company with a board of corporate auditors to a Company with Nominating Committee, etc. To that end, the Company will propose the necessary amendments to the Articles of Incorporation, including the establishment of new provisions relating to the Nominating Committee, Remuneration Committee, Audit Committee and Executive Officers, and the deletion of provisions relating to Audit & Supervisory Board Members and the Audit & Supervisory Board.
In addition, the Company will also reduce the maximum number of Directors by one.

(2) As the enforcement of "Act for Partial Revision of the Companies Act" (Act No. 90 of 2014) on May 1, 2015, it has become possible to conclude limitation-of-liability agreements with non-executive Directors, etc. Considering the purpose and content of this law amendment, the current provisions regarding limitation-of-liability agreements are to be amended, together with the above amendment to the Articles of Incorporation in (1).
Furthermore, the Company has obtained the consent of each existing corporate auditor regarding the details of the amendment to Article 24 of the Proposed Amendments.

(3) This is to add business purposes to Article 2 (Purpose) in preparation for implementing new businesses aimed at transforming our Group’s business portfolio.

(4) To make changes to the article numbers and other necessary amendments resulting from the above changes.

2. Details of the Amendments to the Articles of Incorporation

The details of the amendments to the Articles of Incorporation are as set forth in the attachment hereto.

3. Timeline (Scheduled)

(1) Date of the Annual General Meeting of Shareholders for the amendments to the Articles of Incorporation: June 19, 2026

(2) Effective date of the amendments to the Articles of Incorporation: June 19, 2026

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(attachment)

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
CHAPTER I GENERAL PROVISIONS	CHAPTER I GENERAL PROVISIONS
ARTICLE 1. (Omitted)	ARTICLE 1. (Unchanged)
ARTICLE 2. (PURPOSE) The purpose of the Company shall be to engage in the following businesses: (1)-(13)(Omitted) (New)	ARTICLE 2. (PURPOSE) The purpose of the Company shall be to engage in the following businesses: (1)-(13)(Unchanged) (14) Planning, development, design, manufacturing, processing, construction, repair, sales, and leasing of products in the fields of drones and other UAVs, mobility, infrastructure, and plant solutions
(14) Any and all businesses incidental to any of the foregoing items.	(15) Any and all businesses incidental to any of the foregoing items.
ARTICLE 3. (Omitted)	ARTICLE 3. (Unchanged)
ARTICLE 4. (CORPORATE ORGANIZATION) The Company shall have the following organizations in addition to the general meeting of shareholders and the Directors. (1) Board of Directors (2) Corporate Auditors (3) Board of Corporate Auditors (4) Accounting Auditors	ARTICLE 4. (CORPORATE ORGANIZATION) The Company shall have the following organizations in addition to the general meeting of shareholders and the Directors. (1) Board of Directors (2) Nominating Committee, Remuneration Committee and Audit Committee (3) Executive Officers (4) Accounting Auditors
ARTICLE 5. (Omitted)	ARTICLE 5. (Unchanged)
CHAPTER II SHARES	CHAPTER II SHARES
ARTICLE 6. -ARTICLE 8. (Omitted)	ARTICLE 6. -ARTICLE 8. (Unchanged)

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
ARTICLE 9. (SHARE HANDLING REGULATIONS) All matters concerning the procedures and the fees relating to shares, and procedures for the exercise of rights by shareholders thereof shall be governed by the “Share Handling Regulations” established by the Board of Directors, unless otherwise provided by laws, ordinances or the Articles of Incorporation.	ARTICLE 9. (SHARE HANDLING REGULATIONS) All matters concerning the procedures and the fees relating to shares, and procedures for the exercise of rights by shareholders thereof shall be governed by the “Share Handling Regulations” established by the Board of Directors or by an executive officer authorized by a resolution of the Board of Directors, unless otherwise provided by laws, ordinances or the Articles of Incorporation.
ARTICLE 10. (ADMINISTRATOR OF REGISTER OF SHAREHOLDERS) 1. The Company shall have an administrator of register of shareholders with respect to its shares. 2. The administrator of register of shareholders and its business office for handling such business shall be selected by resolution of the Board of Directors and public notice shall be given of such matters.	ARTICLE 10. (ADMINISTRATOR OF REGISTER OF SHAREHOLDERS) 1. The Company shall have an administrator of register of shareholders with respect to its shares. 2. The administrator of register of shareholders and its business office for handling such business shall be selected by resolution of the Board of Directors or be decided by an executive officer authorized by a resolution of the Board of Directors, and public notice shall be given of such matters.
ARTICLE 11. (RECORD DATE) 1. The Company shall treat the shareholders registered and recorded in the final register of shareholders as of March 31 of each year as the shareholders who are entitled to exercise their rights at the regular general meeting of shareholders relating to the last business year. 2. In addition to the preceding paragraph and unless otherwise provided in these Articles of Incorporation, if necessity arises, the Company may fix a record date by resolution of the Board of Directors, upon giving a prior public notice thereof.	ARTICLE 11. (RECORD DATE) 1. The Company shall treat the shareholders registered and recorded in the final register of shareholders as of March 31 of each year as the shareholders who are entitled to exercise their rights at the regular general meeting of shareholders relating to the last business year. 2. In addition to the preceding paragraph and unless otherwise provided in these Articles of Incorporation, if necessity arises, the Company may fix a record date by resolution of the Board of Directors or be decided by an executive officer authorized by a resolution of the Board of Directors, upon giving a prior public notice thereof.

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
CHAPTER III GENERAL MEETING OF SHAREHOLDERS	CHAPTER III GENERAL MEETING OF SHAREHOLDERS
ARTICLE 12. (Omitted)	ARTICLE 12. (Unchanged)
ARTICLE 13. (PERSON TO CONVENE MEETING AND CHAIRMAN OF THE GENERAL MEETING OF SHAREHOLDERS) 1. Unless otherwise provided in laws or ordinances, a general meeting of shareholders shall be convened and presided over by the President in accordance with the resolution of the Board of Directors. 2. If the President is unable to act, another Director shall convene and preside over a general meeting of shareholders in the order previously fixed by the resolution of Board of Directors.	ARTICLE 13. (PERSON TO CONVENE MEETING AND CHAIRMAN OF THE GENERAL MEETING OF SHAREHOLDERS) 1. Unless otherwise provided in laws or ordinances, a general meeting of shareholders shall be convened and presided over by a director previously fixed by the resolution of the Board of Directors. 2. If the person specified in the preceding paragraph is unable to act, another Director shall convene a general meeting of shareholders in the order previously fixed by the resolution of Board of Directors, and another director or executive officer shall chair the meeting.
ARTICLE 14. -ARTICLE 16. (Omitted)	ARTICLE 14. -ARTICLE 16. (Unchanged)
CHAPTER IV DIRECTORS AND BOARD OF DIRECTORS	CHAPTER IV DIRECTORS AND BOARD OF DIRECTORS
ARTICLE 17. (NUMBER OF DIRECTORS) The Company shall not have more than 12 Directors.	ARTICLE 17. (NUMBER OF DIRECTORS) The Company shall not have more than 11 Directors.
ARTICLE 18. -ARTICLE 19. (Omitted)	ARTICLE 18. -ARTICLE 19. (Unchanged)
ARTICLE 20. (DIRECTORS WITH SPECIFIC TITLES) By the resolutions of the Board of Directors, the Company may have a President.	(Deleted)
ARTICLE 21. (REPRESENTATIVE DIRECTORS) A Director or Directors to represent the Company shall be appointed from among the directors by the resolution of the Board of Directors	(Deleted)

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
ARTICLE 22. (PERSON TO CONVENE MEETING AND CHAIRMAN OF MEETING OF THE BOARD OF DIRECTORS) 1. Unless otherwise provided in laws or ordinances, the meeting of the Board of Directors shall be convened and presided over by the President. 2. If the President is unable to act, another Director shall convene and preside over the meeting of the Board of Directors in the order previously fixed by the resolution of the Board of Directors.	ARTICLE 20. (PERSON TO CONVENE MEETING AND CHAIRMAN OF MEETING OF THE BOARD OF DIRECTORS) 1. Unless otherwise provided in laws or ordinances, the meeting of the Board of Directors shall be convened and presided over by the director previously determined by a resolution of the Board of Directors. 2. If the person specified in the preceding paragraph is unable to act, another Director shall convene and preside over the meeting of the Board of Directors in the order previously fixed by the resolution of the Board of Directors.
ARTICLE 23. (NOTICE OF CONVENING THE BOARD OF DIRECTORS) 1. Notice for convening a meeting of the Board of Directors shall be dispatched to each Director and each Corporate Auditor at least three days prior to the date of such meeting; provided, however, that such period of notice may be shortened in case of emergency. 2. A meeting of the Board of Directors may be held without following the convening procedure, if so consented to by all the Directors and the Corporate Auditors.	ARTICLE 21. (NOTICE OF CONVENING THE BOARD OF DIRECTORS) 1. Notice for convening a meeting of the Board of Directors shall be dispatched to each Director at least three days prior to the date of such meeting; provided, however, that such period of notice may be shortened in case of emergency. 2. A meeting of the Board of Directors may be held without following the convening procedure, if so consented to by all the Directors.
ARTICLE 24. -ARTICLE 25. (Omitted)	ARTICLE 22. -ARTICLE 23. (Provisions remaining the same)
ARTICLE 26. (REMUNERATION, ETC.) The remuneration, bonuses and other property benefits that are received from the Company in consideration of management as the Director (hereinafter called "remuneration, etc.") shall be determined by resolution of a general meeting of shareholders.	(Deleted)

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
ARTICLE 27. (LIABILITY LIMITATION AGREEMENT WITH OUTSIDE DIRECTORS) In accordance with the provisions of Article 427, Paragraph 1 of the Company Law, the Company may enter into an agreement with outside Directors that limit the liability for damages of such outside Directors being negligent in their duty, provided however, the upper limit of the liability under such agreement shall be the minimum liability which is prescribed in Article 425 of the Company Law.	ARTICLE 24. (LIABILITY LIMITATION AGREEMENT WITH DIRECTORS) In accordance with the provisions of Article 427, Paragraph 1 of the Company Law, the Company may enter into an agreement with Directors (excluding an executive Director, etc.) that limit the liability for damages of such Directors being negligent in their duty, provided however, the upper limit of the liability under such agreement shall be the minimum liability which is prescribed in Article 425 of the Company Law.
CHAPTER V CORPORATE AUDITORS AND BOARD OF CORPORATE AUDITORS	(Deleted)
ARTICLE 28. -ARTICLE 35. (Omitted)	(Deleted)
(New)	CHAPTER V NOMINATING COMMITTEE, REMUNERATION COMMITTEE AND AUDIT COMMITTEE
(New)	ARTICLE 25. (AUTHORITY AND DUTIES OF COMMISSIONERS) 1. The Nominating Committee shall determine the content of the proposals for the election and dismissal of directors to be submitted to the General Meeting of Shareholders. 2. The Remuneration Committee shall determine the policy regarding the determination of the content of individual remuneration received by directors and executive officers and the content of individual remuneration of directors and executive officers. 3. The Audit Committee shall perform the following duties (1) Audit the execution of duties by directors and executive officers and prepare audit reports. (2) Determination of the content of proposals to be submitted to the General Meeting of Shareholders concerning the election and dismissal of the Accounting Auditor and the non-reappointment of the Accounting Auditor.

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
(New)	4. The Nominating Committee, the Remuneration Committee, and the Audit Committee shall, in addition to those matters provided for by law or the Articles of Incorporation, conduct the matters provided for in the Committee Rules set forth in Article 28.
(New)	ARTICLE 26. (NUMBER OF MEMBERS) The Nominating Committee, Remuneration Committee and Audit Committee shall be composed of at least three directors, a majority of whom shall be outside directors.
(New)	ARTICLE 27. (SELECTION OF COMMITTEE MEMBERS) The members of the Nominating Committee, Remuneration Committee and Audit Committee shall be selected by resolution of the Board of Directors from among the directors.
(New)	ARTICLE 28. (COMMITTEE RULES) Matters concerning the Nominating Committee, Remuneration Committee and Audit Committee shall be governed by the rules established by the Board of Directors or each committee, in addition to those provided by law or these Articles of Incorporation.
(New)	CHAPTER VI EXECUTIVE OFFICERS
(New)	ARTICLE 29. (ELECTION OF EXECUTIVE OFFICERS) 1. The Company shall have one or more Executive Officers. 2. Executive Officers shall be elected by a resolution of the Board of Directors.
(New)	ARTICLE 30. (TERM OF OFFICE OF EXECUTIVE OFFICERS) The term of office of Executive Officers shall expire at the end of the fiscal year ending within one year after their election.

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
(New)	ARTICLE 31. (REPRESENTATIVE EXECUTIVE OFFICERS AND EXECUTIVE OFFICERS WITH SPECIFIC TITLES) 1. The Company shall appoint at least one Representative executive officer by resolution of the Board of Directors. 2. The Company may appoint executive officers with specific titles by resolution of the Board of Directors.
(New)	ARTICLE 32. (REGULATIONS OF EXECUTIVE OFFICERS) Matters relating to Executive Officers shall be governed by the "Regulations of Executive Officers" established by the Board of Directors in addition to as provided in laws or ordinances or in these Articles of Incorporation.
CHAPTER VI ACCOUNTING AUDITORS	CHAPTER VII ACCOUNTING AUDITORS
ARTICLE 36. -ARTICLE 37. (Omitted)	ARTICLE 33. -ARTICLE 34. (Provisions remaining the same)
ARTICLE 38. (REMUNERATION, ETC. OF ACCOUNTING AUDITORS) The remuneration, etc. of the Accounting Auditors shall be determined by Representative Directors with consent from the Board of Corporate Auditors.	ARTICLE 35. (REMUNERATION, ETC. OF ACCOUNTING AUDITORS) The remuneration, etc. of the Accounting Auditors shall be determined by Director who is appointed by a resolution of the Board of Directors with consent from the Audit Committee.
CHAPTER VII ACCOUNTS	CHAPTER VIII ACCOUNTS
ARTICLE 39. -ARTICLE 42. (Omitted)	ARTICLE 36. -ARTICLE 39. (Provisions remaining the same)

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

Current Articles of Incorporation	Proposed Amendments
(New)	SUPPLEMENTARY PROVISIONS ARTICLE 1. (TRANSITIONAL MEASURES CONCERNING LIABILITY LIMITATION AGREEMENT OF CORPORATE AUDITORS) With respect to the agreement to limit liability for damages under Article 423, Paragraph 1 of the Companies Act with respect to the acts of Outside Corporate Auditors (including persons who were previously Outside Corporate Auditors) prior to the conclusion of the 76th Ordinary General Meeting of Shareholders, the provisions of Article 35 of the Articles of Incorporation before the amendment by the resolution of the said Ordinary General Meeting of Shareholders shall still apply

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.