



September 8, 2021

Avant Corporation

Tetsuji Morikawa, President and Group CEO

For inquiry: Naoyoshi Kasuga, Director and Group CFO

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Notice of Partial Amendment to the Article of Incorporation

Avant Corporation (Stock code: 3836) hereby announces that its Board of Directors has resolved at a meeting held today to submit a proposal for partial amendment of the Articles of Incorporation to the 25th Ordinary General Meeting of Shareholders to be held on September 28, 2021, as follows.

1. Reason for the change

(1) Amendment to allow a general meeting of shareholders without a fixed place

The "Act for Partial Revision of the Industrial Competitiveness Enhancement Act, etc." (hereinafter referred to as the "Revised Industrial Competitiveness Act") came into effect on June 16, 2021. (hereinafter referred to as the "Revised Industrial Competitiveness Law") came into effect on June 16, 2021, allowing listed companies to hold general meetings of shareholders without a fixed location (i.e., general meetings of shareholders where directors, shareholders, etc. attend via the Internet, etc. without a physical venue) under certain conditions as stipulated in the Articles of Incorporation. In response to these amendments to the law, the Company has decided to make it possible to hold general meetings of shareholders without a fixed location in order to make it easier for many shareholders, including those in remote areas, to attend the meetings, thereby making them more active, efficient, and smooth, as well as to reduce the risk of infectious diseases, such as the new coronavirus infection, which has an enormous impact on people's lives, and large-scale natural disasters. The Company proposes to amend Article 11 of the current Articles of Incorporation so that the General Meeting of Shareholders can be held without specifying the place. However, in deciding on the method of holding the General Meeting of Shareholders, the rights of shareholders will be given the highest priority each time the meeting is held, and the Board of Directors will make a careful decision based on social demands in light of infectious diseases and large-scale disasters.

(2) Change in the Method of Electing the Chairman of the Board of Directors

In light of the points raised by several directors in the questionnaire for evaluating the effectiveness of the Board of Directors conducted in May 2021, it is proposed that the Chairman of the Board of Directors be elected by resolution of the Board of Directors, and that Article 22 of the current Articles of Incorporation

be amended to create an ideal governance system in which directors clarify their positions of execution and supervision and engage in discussions. In order to establish an ideal governance system in which directors clearly discuss the positions of execution and supervision, Article 22 of the current Articles of Incorporation is amended.

2. Details of the change

The details of the change are as follows.

(Underlined parts indicate changes.)

Current Articles of Incorporation	After Amendment
<p>(Convocation) Article 11 An ordinary general meeting of shareholders of the Company shall be convened within three (3) months from the day following the last day of the business year, and an extraordinary general meeting of shareholders shall be convened whenever necessary. (Newly established)</p> <p>(Newly established)</p>	<p>(Convocation) Article 11 An ordinary general meeting of shareholders of the Company shall be convened within three (3) months from the day following the last day of the business year, and an extraordinary general meeting of shareholders shall be convened whenever necessary. <u>(2) A general meeting of shareholders of the Company may be a general meeting of shareholders without a fixed place.</u></p> <p>supplementary provisions (Transitional measures concerning the place of the general meeting of shareholders) The change in the location of the General Meeting of Shareholders pursuant to Article 11, Paragraph 2 shall take effect on the date on which the Company receives confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice that the fully electronic General Meeting of Shareholders to be implemented by the Company meets the requirements specified in the Ordinance of the Ministry of Economy, Trade and Industry and the Ordinance of the Ministry of Justice pursuant to the provisions of the Act for Partial Revision of the Industrial Competitiveness Enhancement Act, etc. and these Supplementary Provisions shall be deleted after the effective date has passed.</p>

<p>(Convocation and chairmanship of meetings of the Board of Directors) Article 22 (Newly established)</p> <p>The President shall convene a meeting of the Board of Directors and act as chairman thereof. In the event that the President is unable to act, another Director shall take his place in the order previously determined by the Board of Directors.</p>	<p>(Convocation and chairmanship of meetings of the Board of Directors)</p> <p>Article 22 The Board of Directors shall, by a resolution of the Board of Directors, select one (1) Chairman of the Board of Directors from among the Directors.</p> <p>2 The Chairman of the Board of Directors shall convene a meeting of the Board of Directors and act as chairman thereof. In the event that the Chairman of the Board of Directors is unable to act, another Director shall take his place in the order previously determined by the Board of Directors.</p>
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3. Date of the change

Scheduled date of the general meeting of September 28, 2021
shareholders to amend the Articles of
Incorporation

Scheduled effective date of the amendment to the
Articles of Incorporation

(1) In addition to the resolution at this Ordinary General Meeting of Shareholders, the date on which the Company receives confirmation from the Minister of Economy, Trade and Industry and the Minister of Justice, as provided for in the Ordinance of the Ministry of Economy, Trade and Industry and the Ordinance of the Ministry of Justice, that the requirements specified in the Ordinance of the Ministry of Economy, Trade and Industry and the Ordinance of the Ministry of Justice as contributing to the enhancement of industrial competitiveness while taking into consideration the interests of shareholders are met.

(2) September 28, 2021

Ends