

Exhibit

Proposed Amendment to Articles of Incorporation

(Amendments are underlined)

Existing Articles of Incorporation	Proposed amendment
<p>(Purpose) Article 2 The purpose of the Company shall be control and manage the business operations of companies or business entities in Japan and overseas that engage in the following businesses by acquiring or holding shares or equities of the said companies or business entities:</p> <p>1.-34. (Omission of the provisions)</p> <p>(Newly Established)</p> <p><u>35.</u> Any and all businesses relative to each of the foregoing items.</p> <p>(Total Number of Shares Authorized to be issued) Article 6 The total number of shares authorized to be issued by the Company shall be 3,941,800,000 shares.</p> <p>(Number of Shares Constituting One Unit) Article 7 The number of shares constituting one unit shall be 100 shares.</p>	<p>(Purpose) Article 2 The purpose of the Company shall be control and manage the business operations of companies or business entities in Japan and overseas that engage in the following businesses by acquiring or holding shares or equities of the said companies or business entities:</p> <p>1.-34. (Unchanged)</p> <p><u>35. Research, planning, development, production, sale, offer, distribution, maintenance and operation on software related to AI (Artificial Intelligence) and services utilizing AI (Artificial Intelligence)</u></p> <p><u>36.</u> Any and all businesses relative to each of the foregoing items.</p> <p>(Total Number of Shares Authorized to be issued) Article 6 The total number of shares authorized to be issued by the Company shall be 3,941,800,000 shares, <u>and the total number of shares authorized to be issued for each class is as follows:</u></p> <p><u>Common shares: 3,941,800,000 shares</u> <u>Series 1 Bond-type Class Shares: 75,000,000 shares</u> <u>Series 2 Bond-type Class Shares: 75,000,000 shares</u> <u>Series 3 Bond-type Class Shares: 75,000,000 shares</u> <u>Series 4 Bond-type Class Shares: 75,000,000 shares</u> <u>Series 5 Bond-type Class Shares: 75,000,000 shares</u></p> <p>(Number of Shares Constituting One Unit) Article 7 The number of shares constituting one unit shall be 100 shares, <u>for both common shares and Series 1 Bond-type Class Shares to Series 5 Bond-type Class Shares (hereinafter collectively referred to as the “Bond-type Class Shares”; and</u></p>

<p>(Newly Established)</p> <p>Articles <u>10</u> to <u>11</u> (Omission of the provisions) (Newly Established)</p> <p>(Newly Established)</p>	<p><u>when referring to shares of any one class, “Each Series of Bond-type Class Shares”).</u></p> <p><u>(Exclusion of Tag-along Right upon Acquisition of Bond-type Class Shares by the Company)</u></p> <p><u>Article 10 If the Company determines by resolution of a General Shareholders Meeting that, upon agreement with certain shareholders holding Bond-type Class Shares (hereinafter referred to as the “Bond-type Class Shareholders”), it will acquire all or some of the Bond-type Class Shares held by those Bond-type Class Shareholders and decides to notify those Bond-type Class Shareholders of the matters prescribed in each item of paragraph 1 of article 157 of the Companies Act, the provisions in paragraphs 2 and 3 of article 160 of the same act shall not apply.</u></p> <p>Articles <u>11</u> to <u>12</u> (Unchanged)</p> <p><u>CHAPTER 3 BOND-TYPE CLASS SHARES</u></p> <p><u>(Preferred Dividend for Bond-type Class Shares)</u></p> <p><u>Article 13 If the Company distributes dividends of surplus with record date of December 31 pursuant to paragraph 1 article 47, it shall pay, per share of Each Series of Bond-type Class Shares, the cash as prescribed below (hereinafter referred to as the “Preferred Dividend for Bond-type Class Shares”) to the Bond-type Class Shareholders entered or recorded in the latest shareholder registry as of the record date for the distribution or registered pledgees of the Bond-type Class Shares (hereinafter collectively, referred to as the “Bond-type Class Shareholders, etc.” together with the Bond-type Class Shareholders), prior to the shareholders holding the Company’s common shares (hereinafter referred to as the “Common Shareholders”) and registered pledgees of common shares (hereinafter collectively, referred to as the “Common Shareholders, etc.” together with the Common Shareholders). However, if the Preferred Interim Dividend for Bond-type Class Shares (as defined in the following article) is paid in the business year containing the record date for the dividend, the sum of such amount shall be deducted from the amount to be paid.</u></p>
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The amount calculated by multiplying the amount equivalent to the Issue Price (as defined below) per share of the Bond-type Class Shares by an annual dividend rate stipulated by the resolution of the Board of Directors prior to the issuance of such Bond-type Class Shares (up to 15 percent; hereinafter referred to as the “Annual Dividend Rate”) (however, the handling of any resulting decimal part shall be determined by the resolution of the Board of Directors prior to the issuance of such Bond-type Class Shares).

“Issue Price” means the per share amount to be paid to the Company upon offering for the Bond-type Class Shares determined prior to the issuance of such shares (if the Bond-type Class Shares are offered for through purchases and underwriting by securities companies, the per share amount to be paid by an investor as the consideration for such Bond-type Class Shares).

2 If the cash of the dividend of surplus per share of Each Series of Bond-type Class Shares distributed to the Bond-type Class Shareholders, etc. does not reach the amount of the Preferred Dividend for Bond-type Class Shares pertaining to that business year, the shortfall shall be accumulated in the immediately following business year and thereafter by using a simple interest calculation (the accumulated shortfall shall be hereinafter referred to as the “Accrued Accumulated Dividend for Bond-type Class Shares”). The simple interest calculation used in such a case shall be the calculation method determined by the resolution of the Board of Directors prior to the issuance of such Bond-type Class Shares, using the Annual Dividend Rate as a basis. Regarding the Accrued Accumulated Dividend for Bond-type Class Shares, prior to the distribution of the dividend of surplus stipulated in the foregoing paragraph or the following article, the cash of the dividend of surplus shall be distributed per share of the Bond-type Class Shares to the Bond-type Class Shareholders, etc. until the amount reaches the Accrued Accumulated Dividend for Bond-type Class Shares.

<p>(Newly Established)</p>	<p><u>3 No dividend of surplus shall be distributed to the Bond-type Class Shareholders, etc. beyond the sum of the amount of the Preferred Dividend for Bond-type Class Shares and the Accrued Accumulated Dividend for Bond-type Class Shares.</u></p> <p><u>(Preferred Interim Dividend for Bond-type Class Shares)</u></p> <p><u>Article 14 If the Company distributes a dividend of surplus with a record date other than December 31 (hereinafter referred to as the “Interim Dividend Record Date”) pursuant to Article 47, paragraph 2 or 3, it shall pay, per share of Each Series of Bond-type Class Shares, the cash determined by the calculation method specified by the resolution of the Board of Directors prior to the issuance of Each Series of Bond-type Class Shares (hereinafter referred to as the “Preferred Interim Dividend for Bond-type Class Shares”) to the Bond-type Class Shareholders, etc. entered or recorded in the latest shareholders registry as of the Interim Dividend Record Date for the distribution, prior to the Common Shareholders, etc. However, the sum of the amount of the Preferred Interim Dividend for Bond-type Class Shares for the business year containing the Interim Dividend Record Date shall not exceed the amount of the Preferred Dividend for Bond-type Class Shares for the business year containing the record date for the distribution.</u></p>
<p>(Newly Established)</p>	<p><u>(Distribution of Residual Assets)</u></p> <p><u>Article 15 If the Company distributes residual assets, it shall pay, per share of Each Series of Bond-type Class Shares, to the Bond-type Shareholders, etc., prior to the Common Shareholders, etc., the following cash:</u></p>

<p>(Newly Established)</p>	<p><u>The amount calculated using the calculation method determined by the resolution of the Board of Directors prior to the issuance of Each Series of Bond-type Class Shares as the amount obtained by adding to the amount equivalent to the Issue Price per share of the Bond-type Class Shares (i) the amount of the Accrued Accumulated Dividend for Bond-type Class Shares and (ii) the amount equivalent to the Preferred Dividend for Bond-type Class Shares pertaining to the period from the first day of the business year containing the day on which the residual assets are distributed to such distribution date.</u></p>
<p>(Newly Established)</p>	<p><u>2 Except for the foregoing paragraph, residual assets shall not be distributed to the Bond-type Class Shareholders, etc.</u></p> <p><u>(Voting Rights)</u> <u>Article 16 The Bond-type Class Shareholders may not exercise their voting rights at General Shareholders Meetings of the Common Shareholders for any matters.</u></p>
<p>(Newly Established)</p>	<p><u>(Acquisition Clause for Cash Consideration)</u> <u>Article 17 For the Bond-type Class Shares, if any of the events determined by the resolution of the Board of Directors prior to the issuance of Each Series of Bond-type Class Shares, and the date otherwise determined by the resolution of the Board of Directors arrives, the Company may acquire all or some of such Bond-type Class Shares. In such a case, the Company shall deliver to the Bond-type Class Shareholders, in exchange for acquisition of the Bond-type Class Shares, per share of the Bond-type Class Shares, the following cash: the amount calculated by the method determined by the resolution of the Board of Directors prior to the issuance of Each Series of Bond-type Class Shares, as the amount obtained by adding to the amount equivalent to the Issue Price per share of the Bond-type Class Shares (i) the amount of the Accrued Accumulated Dividend for Bond-type Class Shares pertaining to such Bond-type Class Shares and (ii) the amount equivalent to the Preferred Dividend for Bond-type Class Shares pertaining to the period from the first day of the business year containing such acquisition date to the acquisition date. If the Company acquires</u></p>

<p>(Newly Established)</p> <p>CHAPTER 3 GENERAL SHAREHOLDERS MEETING</p> <p>Articles 12 to 17 (Omission of the provisions) (Newly Established)</p>	<p><u>some of the Bond-type Class Shares pursuant to the provisions of this item, it shall determine the number of the Bond-type Class Shares to be acquired from the Bond-type Class Shareholders via a reasonable method determined by the Board of Directors.</u></p> <p><u>(Share Consolidation or Split, etc.)</u> Article 18 Unless otherwise provided by applicable laws and regulations, the Company shall not conduct share consolidations or splits of the Bond-type Class Shares.</p> <p>2 The Company shall not conduct an allotment of shares without contribution or an allotment of share options without contribution for the Bond-type Class Shareholders.</p> <p>3 The Company shall not grant the Bond-type Class Shareholders the right to receive shares subscription or to receive allotment of Subscription Rights to Shares in accordance with the number of shares held by the Bond-type Class Shareholders.</p> <p>4 If the Company intends to conduct a share transfer (limited to share transfers solely conducted by the Company), it shall deliver to the Common Shareholders, etc. and Bond-type Class Shareholders, etc. the same class of shares as the Company's common shares issued by the wholly-owning parent company incorporated in the share transfer in lieu of common shares and the same class of shares as the Company's Bond-type Class Shares issued by the wholly-owning parent company incorporated in the share transfer in lieu of the Bond-type Class Shares, respectively, at the same equity ratio.</p> <p>5. In the case under the foregoing paragraph, the Preferred Dividend for Bond-type Class Shares and the Accrued Accumulated Dividend for Bond-type Class Shares shall be adjusted via a method determined by the resolution of the Board of Directors prior to the issuance of Each Series of Bond-type Class Shares.</p> <p><u>(Order of Priority)</u> Article 19 Preferred dividends, preferred interim dividends, and residual assets</p>
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for the Company's Bond-type Class Shares through Each Bond-type Class Shares shall have the same order of priority in respect of payment.

CHAPTER 4 GENERAL SHAREHOLDERS MEETING

Articles 20 to 25 (Unchanged)

(General Class Shareholders Meeting)

Article 26 Excerpt as otherwise provided by applicable laws and regulations or by these Articles of Incorporation, resolutions at General Class Shareholders Meetings shall be adopted by a majority of the vote of shareholders present at the General Shareholders Meeting.

2 The resolution pursuant to paragraph 2 of article 324 of the Companies Act shall be adopted by two-thirds or more of the votes of the shareholders present at a General Class Shareholders Meeting, at which one-third or more of all shareholders holding voting rights are present.

3 Article 20, paragraph 2, article 22, article 23, and article 25 of these Articles of Incorporation shall apply *mutatis mutandis* to General Class Shareholders Meetings.

4 Article 21 of the Articles of Incorporation shall apply *mutatis mutandis* to General Class Shareholders Meetings to be held within three months from December 31 of each year.

5 Unless otherwise provided by applicable laws and regulations, a resolution at a General Class Shareholders Meeting consisting of each of the Bond-type Class Shareholders will not be required to be passed for the Company to conduct any of the acts listed in each item of paragraph 1 article 322 of the Companies Act.

6 Notwithstanding the foregoing paragraph, if the Company conducts any of the acts listed below, and where it is likely to cause detriment to the Bond-type Class Shareholders, the relevant act shall not become effective unless

<p>Chapter <u>4</u> DIRECTORS AND BOARD OF DIRECTORS</p> <p>Articles <u>18</u> to <u>27</u> (Omission of the provisions)</p> <p>Chapter <u>5</u> AUDIT & SUPERVISORY BOARD MEMBERS AND AUDIT & SUPERVISORY BOARD</p> <p>Articles <u>28</u> to <u>35</u> (Omission of the provisions)</p> <p>Chapter <u>6</u> ACCOUNTING</p> <p>Articles <u>36</u> to <u>39</u> (Omission of the provisions)</p>	<p><u>a resolution at a General Class Shareholders Meeting consisting of the Bond-type Class Shareholders is passed in addition to the resolution of a General Shareholders Meeting of the Common Shareholders or the resolution of the Board of Directors of the Company. However, this shall not apply if the Bond-type Class Shareholders who may exercise voting rights at the General Class Shareholders Meeting do not exist.</u></p> <p><u>(1) Merger as a result of which the Company will become the disappearing company or a share exchange or share transfer by which the Company becomes a wholly-owned subsidiary (excluding share transfers solely conducted by the Company).</u></p> <p><u>(2) Approval by the Company's Board of Directors of a demand for cash-out made by the Company's special controlling shareholders against other shareholders of the Company.</u></p> <p>Chapter <u>5</u> DIRECTORS AND BOARD OF DIRECTORS</p> <p>Articles <u>27</u> to <u>36</u> (Unchanged)</p> <p>Chapter <u>6</u> AUDIT & SUPERVISORY BOARD MEMBERS AND AUDIT & SUPERVISORY BOARD</p> <p>Articles <u>37</u> to <u>44</u> (Unchanged)</p> <p>Chapter <u>7</u> ACCOUNTING</p> <p>Articles <u>45</u> to <u>48</u> (Unchanged)</p>
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Note:

This disclosure document is a press release to publicly announce the amendment to the Company's Articles of Incorporation in relation to the bond-type class shares and shelf registration concerning the Series 1 Bond-type Class Shares. It was not created for the purpose of soliciting investment or similar acts in any jurisdiction. In addition, this disclosure document does not constitute an offer to sell or a solicitation of an offer to purchase any securities in the United States. The securities referred to above have not been, and will not be, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration thereunder or an applicable exemption from registration requirements. The securities referred to above will not be publicly offered or sold in the United States.