



April 27, 2022

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Notice Concerning Partial Amendments to Articles of Incorporation

FURUKAWA CO., LTD. (the “Company”), at its Board of Directors meeting held today, resolved to submit a proposal for partial amendments to the Articles of Incorporation to the 155th Ordinary General Shareholders’ Meeting to be held on June 29, 2022. The following is a summary of the proposal.

1. Reasons for amendments

- (1) Based on making Yamaishi Metal Co., Ltd. (“Yamaishi”), which manufactures and sells metal powder, a subsidiary on October 1, 2021, the Company revised Article 2 (Purposes of Business) in the Articles of Incorporation.
- (2) The amended provisions stipulated in the proviso to Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Law No. 70 of 2019) will come into effect on September 1, 2022. Therefore, in preparation for the introduction of the system for provision in electronic format of materials for a General Shareholders’ Meeting, the Articles of Incorporation of the Company will be amended as follows:
 - (a) Proposed amended Paragraph 1 of Article 14 stipulates that measures for provision in electronic format shall be taken with respect to the information contained in the reference documents, etc. for General Shareholders’ Meeting.
 - (b) Proposed amended Paragraph 2 of Article 14 limits the scope of the matters to be listed in the documents to be delivered to shareholders who have requested the delivery of documents in paper format.

- (c) The provisions in respect of disclosure by way of the Internet and deemed provision of reference documents, etc. for a Shareholders' Meeting (Article 14 of the current Articles of Incorporation) will no longer be required and will be deleted.
- (d) In line with the above additions and deletions, supplementary provisions concerning the effective date and related matters will be incorporated.

2. Details of amendments

The proposed amendments to the Articles of Incorporation are as follows:

(Amendments are underlined.)

Current Articles	Proposed Amendment
<p>Article 1 (Omitted)</p> <p>(Purposes)</p> <p>Article 2 The purposes of the Company shall be to own shares of companies that engage in the following business activities and thereby control and manage the business activities of the relevant companies.</p> <p>(1) Nonferrous metals mining business, nonferrous metals smelting business, the manufacturing of <u>precious-metal products</u> and sales of said products, as well as the collection and recycling business of <u>valuable metals such as iron and nonferrous metals</u>.</p> <p>(2)-(20) (Omitted)</p> <p>2-3 (Omitted)</p> <p>Article 3- Article 13 (Omitted)</p>	<p>Article 1 (Unchanged)</p> <p>(Purposes)</p> <p>Article 2 The purposes of the Company shall be to own shares of companies that engage in the following business activities and thereby control and manage the business activities of the relevant companies.</p> <p>(1) Nonferrous metals mining business, nonferrous metals smelting business, the manufacturing of <u>metal products</u> and sales of said products, as well as the collection and recycling business of <u>metals</u>.</p> <p>(2)-(20) (Unchanged)</p> <p>2-3 (Unchanged)</p>
<p>Article 3- Article 13 (Omitted)</p>	<p>Article 3- Article 13 (Unchanged)</p>

<p><u>(Disclosure by way of the Internet and Deemed Provision of Reference Documents, etc. for General Shareholders' Meeting)</u></p> <p><u>Article 14 In connection with convocation of a General Shareholders' Meeting, the Company may deem that any information relating to the matters to be described or shown in the reference documents for the shareholders' meeting, business reports, financial statements, and consolidated financial statements, is provided to the shareholders by disclosing such information by way of the Internet in accordance with the relevant Ordinance of the Ministry of Justice.</u></p> <p>< Newly established ></p> <p>Article 15- Article 39 (Omitted)</p>	<p>< Deleted ></p> <p><u>(Measured for Provision in Electronic Format, etc.)</u></p> <p><u>Article 14 In connection with convocation of a General Shareholders' Meeting, the Company shall take measures for provision in electronic format of the information contained in the reference documents, etc. for the General Shareholders' Meeting.</u></p> <p><u>2 Of the matters for which the measures for provision in electronic format will be taken, the Company may omit listing all or part of the matters as stipulated in the Ordinance of the Ministry of Justice in the documents that will be delivered to shareholders who have requested the delivery of documents in paper format by the record date of voting rights.</u></p> <p>Article 15- Article 39 (Unchanged)</p>
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<p>< Newly established ></p>	<p><u>(Supplementary Provisions)</u></p> <p><u>Article 1 The amendments to Article 14 of the Articles of Incorporation shall come into effect on September 1, 2022, the date of enforcement of the amendment provisions stipulation in the proviso of Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Law No. 70 of 2019) (the “Effective Date”).</u></p> <p><u>2 Notwithstanding the provisions of the preceding paragraph, Article 14 (Disclosure by way of the Internet and Deemed Provision of Reference Documents, etc. for General Shareholders’ Meeting) of the current Articles of Incorporation shall remain in force with respect to a General Shareholders’ Meeting to be held on a date within six (6) months from the Effective Date.</u></p> <p><u>3 These supplementary provisions shall be deleted after six (6) months has elapsed from the Effective Date or three (3) months has elapsed from the date of the General Shareholders’ Meeting set forth in the preceding paragraph, whichever is later.</u></p>
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3. Schedule

- (1) The scheduled date of the General Shareholders’ Meeting to amend the Articles of Incorporation: Wednesday, June 29, 2022
- (2) The scheduled effective date of amendments to the Articles of Incorporation: Wednesday, June 29, 2022

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