



February 9, 2022

To whom it may concern:

Company name: BASE, Inc.
Representative: Representative Director and CEO Yuta Tsuruoka
(Code: 4477, Tokyo Stock Exchange Mothers)
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Notice of Partial Amendment to the Articles of Incorporation

BASE, Inc. (Location: Minato-ku, Tokyo; Representative Director and CEO: Yuta Tsuruoka, hereinafter "the Company") hereby announces that its Board of Directors has resolved at a meeting held today to submit a proposal for "Partial Amendment to the Articles of Incorporation" to the 9th Annual General Meeting of Shareholders to be held on March 23, 2022, as follows.

1. Reason for the Proposal

(1) Article 12, Paragraph 2 of the Articles of Incorporation is to be appended in accordance with the "Act for Partial Revision of the Act on Strengthening Industrial Competitiveness, etc." enacted on June 16, 2021, which newly permits the holding of "general meetings of shareholders without a fixed place" (so-called virtual-only general meetings of shareholders).

Under the assumption that pandemics such as COVID-19 as well as natural disasters will occur and their impact will overlap in time with the general meeting of shareholders, BASE, Inc. believes that establishing a fixed meeting place for the purpose of holding the general meeting of shareholders may not necessarily be the best option for holding future general meetings of shareholders.

Therefore, the Company proposes to make necessary amendments to the provisions of the Articles of Incorporation so that if the Board of Directors determines that it is not appropriate in light of the interests of shareholders to hold a general meeting of shareholders with a fixed location due to the spread of an infectious disease or the occurrence of a natural disaster, etc., the general meeting of shareholders may be held without specifying a fixed meeting place.

(2) In accordance with the "Act for Partial Revision of the Companies Act," which will come into effect on September 1, 2022, new material detailing electronic delivery of shareholders meeting reference documents, etc. shall be appended to Article 15 of the Articles of Incorporation.

We believe that electronic delivery will enable us to provide enhanced general shareholders' meeting materials in a timelier fashion.

In addition, as the current provisions of the internet disclosure and deemed provision of shareholders meeting reference documents, etc. will no longer be necessary, Article 15 of the current Articles of Incorporation shall be deleted, and supplementary provisions provided in for the effective date etc provided due to the changes.

2. Details of Changes

The changes are as follows.

(Underline indicate changes)

| Current Articles of Incorporation | Proposed change |
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| Articles 1 to 11: omitted here (Convocation) Article 12: An annual general meeting of shareholders of the Company shall be convened in March of each year, and an extraordinary general meeting of shareholders | Articles 1 to 11: as currently written (Convocation) Article 12: as currently written |

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| <p>shall be convened whenever necessary. (New)</p> | <p><u>2 The Company may hold a general meeting of shareholders without a fixed location if the Board of Directors determines that it is not appropriate in light of the interests of shareholders to hold a general meeting of shareholders with a fixed location due to the spread of an infectious disease or the occurrence of a natural disaster, etc.</u></p> |
| <p>Articles 13 to 14: omitted here</p> <p><u>(Internet disclosure and deemed provision of shareholders meeting reference documents, etc.)</u></p> <p><u>Article 15: When convening a general meeting of shareholders, the Company shall be deemed to have provided to shareholders information pertaining to matters to be described or displayed in shareholders meeting reference documents, business reports, financial statements, and consolidated financial statements by disclosing such information by means of the Internet in accordance with the applicable Ordinance of the Ministry of Justice.</u></p> | <p>Articles 13 to 14: as currently written</p> <p>(deleted)</p> |
| <p>(New)</p> | <p><u>(Electronic delivery measures, etc.)</u></p> <p><u>Article 15 When convening a general meeting of shareholders, the Company shall take measures for the electronic delivery of the information in shareholders meeting reference documents, etc.</u></p> <p><u>2 The Company may choose not to include all or part of the items subject to electronic delivery measures, as provided for in the applicable Ordinance of the Ministry of Justice, in the documents to be delivered to shareholders who have made a request for delivery in writing by the voting rights record date.</u></p> |
| <p>Articles 16 to 42: omitted here</p> <p>(New)</p> | <p>Articles 16 to 42: as currently written</p> <p><u>(Supplementary provisions)</u></p> <p><u>1 The deletion of Article 15 of the current Articles of Incorporation (Internet disclosure and deemed provision of shareholders meeting reference documents, etc.) and the establishment of the amended</u></p> |

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| | <p><u>Article 15 of the Articles of Incorporation (Electronic delivery measures, etc.) shall take effect as of September 1, 2022.</u></p> <p><u>2 Notwithstanding the provisions of the preceding paragraph, Article 15 of the current Articles of Incorporation (Electronic delivery measures, etc.) shall remain in force with respect to any general meeting of shareholders to be held up to the end of February 2023.</u></p> <p><u>3 These supplementary provisions shall be deleted by March 1, 2023 or three months after the shareholders' meeting day referred to in the preceding paragraph, whichever is later.</u></p> |
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3. Dates of change

Scheduled date of the general meeting of shareholders at which the Articles of Incorporation are to be amended

March 23, 2022

Scheduled effective date of the amendment to the Articles of Incorporation

1 (1) above March 23, 2022

1 (2) above September 1, 2022

(End of document)