

May 21, 2025

For Immediate Release

(English translation of the original Japanese document)

Company Name: Kakaku.com, Inc.

Representative: Atsuhiro Murakami, President and Representative Director

(Stock code: 2371; Prime, Tokyo Stock Exchange)

Contact: Shinichi Kasuya, Director, Senior Managing Executive Officer and CFO

Phone: +81 3-5725-4554

### **Notice Regarding Partial Amendments to the Articles of Incorporation**

Kakaku.com, Inc. (the "Company") hereby announces that its Board of Directors, at a meeting held today, resolved to propose the following partial amendments to the Articles of Incorporation at the 28th Annual General Meeting of Shareholders to be held on June 19, 2025.

#### 1. Purpose of the Amendments

- (1) As separately disclosed in the "Notice Regarding Transition to a Company with an Audit & Supervisory Committee" dated March 19, 2025, the Company has decided to transition from a Company with Board of Corporate Auditors to a Company with Audit & Supervisory Committee, subject to approval at the Company's 28th Annual General Meeting of Shareholders to be held on June 19, 2025. This transition is aimed at strengthening the supervisory function of the Board of Directors by including directors who serve on the Audit & Supervisory Committee and are responsible for auditing the performance of Directors. Through this change, the Company aims to enhance corporate governance and increase corporate value.

Accordingly, the Company proposes to make amendments necessary for the transition to a company with an Audit & Supervisory Committee, including the establishment of new provisions concerning Directors who are Audit & Supervisory Committee Members and the Audit & Supervisory Committee, as well as the deletion of provisions concerning Auditors and the Audit & Supervisory Board.

- (2) The Company proposes to amend Article 2 (Purpose) of the current Articles of Incorporation by changing, adding, and reorganizing the provisions about the business purposes to better reflect the current state of the Company's business and to accommodate future diversification of its businesses.
- (3) In addition, necessary changes such as wording will be made in connection with the above amendments.

#### 2. Details of Amendments

The details of the changes are as shown in the attachment.

### 3. Schedule

Date of the General Meeting of Shareholders for amendments to the Articles of Incorporation (Planned)	June19, 2025 (Thursday)
---	-------------------------

Effective date of amendments to the Articles of Incorporation (Planned)	June19, 2025 (Thursday)
---	-------------------------

## Appendix: Details of Amendments

(Underline indicates amended portions.)

Current Articles of Incorporation	Proposed Amendments
<p>Chapter I</p> <p>General Provisions</p> <p>Article 1 &lt;Omitted&gt;</p> <p>(Purpose)</p> <p>Article 2</p> <p>The purpose of the Company shall be to engage in the following business activities:</p> <p>1. – 2. &lt;Omitted&gt;</p> <p style="text-align: center;">&lt;New&gt;</p> <p><u>3. The following services relating to computers, peripheral devices and related equipment and software</u></p> <p><u>(1) Development, manufacturing and capital investment therefor</u></p> <p><u>(2) Sale, import/export and brokerage</u></p> <p><u>(3) Maintenance and repair</u></p> <p><u>(4) Operation and dispatching of personnel</u></p> <p><u>(5) Contracted calculation services</u></p> <p><u>(6) Lease and rental</u></p> <p><u>4. – 9. &lt;Omitted&gt;</u></p> <p><u>10. Sale/purchase of telephone subscription rights</u></p> <p>11. – 33. &lt;Omitted&gt;</p> <p><u>34. Precious metals margin trading business</u></p> <p><u>35. Commodity derivatives business</u></p>	<p>Chapter I</p> <p>General Provisions</p> <p>Article 1 &lt;Unchanged&gt;</p> <p>(Purpose)</p> <p>Article 2</p> <p>The purpose of the Company shall be to engage in the following business activities:</p> <p>1. – 2. &lt;Unchanged&gt;</p> <p><u>3. Planning, production, sale, distribution, operation and management of websites, web content and other services utilizing the Internet</u></p> <p><u>4. Planning, design, development, building, operation, maintenance, lease, rental, sale, import/export, brokerage, contracted calculation services and operational guidance of computers, related equipment systems and software, and consulting services thereof.</u></p> <p><u>5. – 10. &lt;Unchanged&gt;</u></p> <p style="text-align: center;">&lt;Deleted&gt;</p> <p>11. – 33. &lt;Unchanged&gt;</p> <p style="text-align: center;">&lt;Deleted&gt;</p> <p style="text-align: center;">&lt;Deleted&gt;</p>
<p><u>36. &lt;Omitted&gt;</u></p> <p style="text-align: center;">&lt;New&gt;</p> <p style="text-align: center;">&lt;New&gt;</p> <p>37. &lt;Omitted&gt;</p> <p>Article 3 &lt;Omitted&gt;</p> <p>(Organs)</p>	<p><u>34. &lt;Unchanged&gt;</u></p> <p><u>35. Brokerage and referral services for building renovation and maintenance work</u></p> <p><u>36. Operation of call centers</u></p> <p>37. &lt;Unchanged&gt;</p> <p>Article 3 &lt;Unchanged&gt;</p> <p>(Organs)</p>

Current Articles of Incorporation	Proposed Amendments
<p>Article 4</p> <p>The Company shall have, in addition to the general meeting of shareholders and Directors, the following organs:</p> <p>(1) Board of Directors</p> <p><u>(2) Auditors</u></p> <p><u>(3) Audit &amp; Supervisory Board</u></p> <p><u>(4) Financial Auditor</u></p> <p>Article 5 &lt;Omitted&gt;</p>	<p>Article 4</p> <p>The Company shall have, in addition to the general meeting of shareholders and Directors, the following organs:</p> <p>(1) Board of Directors</p> <p>&lt;Deleted&gt;</p> <p><u>(2) Audit and Supervisory Committee</u></p> <p><u>(3) Financial Auditor</u></p> <p>Article 5 &lt;Unchanged&gt;</p>
<p>Chapter II</p> <p>Shares</p> <p>Articles 6 – 11 &lt;Omitted&gt;</p>	<p>Chapter II</p> <p>Shares</p> <p>Articles 6 – 11 &lt;Unchanged&gt;</p>
<p>Chapter III</p> <p>General Meetings of Shareholders</p> <p>Articles 12 – 18 &lt;Omitted&gt;</p>	<p>Chapter III</p> <p>General Meetings of Shareholders</p> <p>Articles 12 – 18 &lt;Unchanged&gt;</p>
<p>Chapter IV</p> <p>Directors and Board of Directors</p> <p>(Number of Directors)</p> <p>Article 19</p> <p>The Company shall have not more than 11 Directors.</p> <p>&lt;New&gt;</p> <p>(Method of Election)</p> <p>Article 20</p> <p>1) Directors shall be elected at a general meeting of shareholders.</p> <p>2) &lt;Omitted&gt;</p> <p>3) &lt;Omitted&gt;</p>	<p>Chapter IV</p> <p>Directors and Board of Directors</p> <p>(Number of Directors)</p> <p>Article 19</p> <p>1) The Company shall have not more than 11 Directors <u>(excluding Directors who are Audit and Supervisory Committee Members)</u></p> <p>2) <u>The Company shall have not more than five Directors who are Audit and Supervisory Committee Members.</u></p> <p>(Method of Election)</p> <p>Article 20</p> <p>1) Directors shall be elected at a general meeting of shareholders, <u>distinguishing between Directors who are Audit and Supervisory Committee Members and other Directors.</u></p> <p>2) &lt;Unchanged&gt;</p> <p>3) &lt;Unchanged&gt;</p>

Current Articles of Incorporation	Proposed Amendments
<p style="text-align: center;">&lt;New&gt;</p> <p style="text-align: center;">&lt;New&gt;</p>	<p>4) <u>The Company may, in accordance with the provisions of Article 329, paragraph 3 of the Companies Act, elect substitute Directors who are Audit and Supervisory Committee Members at a general meeting of shareholders to prepare for a contingency in which the Company does not have the number of Directors who are Audit and Supervisory Committee Members required by laws and regulations.</u></p> <p>5) <u>The resolution for electing the substitute Directors who are Audit and Supervisory Committee Members referred to in the preceding paragraph shall be effective until the commencement of the annual general meeting of shareholders for the last business year out of the business years terminating within two years after the resolution.</u></p>
<p>(Term of Office)</p> <p>Article 21</p> <p>1) The term of office of a Director shall expire at the conclusion of the annual general meeting of shareholders for the last business year out of the business years terminating within one year after the election of the Director.</p> <p>2) <u>The term of office of a Director who is elected to increase the number of Directors or to fill a vacancy shall expire when the terms of office of the incumbent Directors expire.</u></p> <p style="text-align: center;">&lt;New&gt;</p>	<p>(Term of Office)</p> <p>Article 21</p> <p>1) The term of office of a Director <u>(excluding Directors who are Audit and Supervisory Committee Members)</u> shall expire at the conclusion of the annual general meeting of shareholders for the last business year out of the business years terminating within one year after the election of the Director.</p> <p style="text-align: center;">&lt;Deleted&gt;</p> <p>2) <u>The term of office of a Director who is an Audit and Supervisory Committee Member shall expire at the conclusion of the annual general meeting of shareholders for the last business year out of the business years terminating within two years after the election of the Director.</u></p>



Current Articles of Incorporation	Proposed Amendments
<p style="text-align: center;"><u>&lt;New&gt;</u></p> <p>(Minutes of the Board of Directors Meeting)</p> <p>Article <u>27</u></p> <p>The proceedings and results of the Board of Directors' meetings, as well as other matters specified by laws and regulations, shall be included or recorded in the minutes of the meeting, and the Directors <u>and Auditors</u> who attended the meeting shall write down their names in print and stamp their seal of approval on, or electronically sign, the minutes.</p> <p>(Rules of the Board of Directors)</p> <p>Article <u>28</u> &lt;Omitted&gt;</p> <p>(Remuneration, Etc.)</p> <p>Article <u>29</u></p> <p>Remuneration, bonuses and other economic benefits given by the Company in consideration for the execution of duties to Directors shall be determined by resolution of a general meeting of shareholders.</p> <p>(Exemption of Directors From Liability)</p> <p>Article <u>30</u> &lt;Omitted&gt;</p>	<p>Article <u>27</u></p> <p><u>Pursuant to the provisions of Article 399-13, paragraph 6 of the Companies Act, the Company may, by resolution of the Board of Directors, delegate all or part of decisions on the execution of important operations (excluding the matters listed in each item of paragraph 5 of the same Article) to Directors.</u></p> <p>(Minutes of the Board of Directors Meeting)</p> <p>Article <u>28</u></p> <p>The proceedings and results of the Board of Directors' meetings, as well as other matters specified by laws and regulations, shall be included or recorded in the minutes of the meeting, and the Directors who attended the meeting shall write down their names in print and stamp their seal of approval on, or electronically sign, the minutes.</p> <p>(Rules of the Board of Directors)</p> <p>Article <u>29</u> &lt;Unchanged&gt;</p> <p>(Remuneration, Etc.)</p> <p>Article <u>30</u></p> <p>Remuneration, bonuses and other economic benefits given by the Company in consideration for the execution of duties to Directors shall be determined by resolution of a general meeting of shareholders, <u>distinguishing between Directors who are Audit and Supervisory Committee Members and other Directors.</u></p> <p>(Exemption of Directors From Liability)</p> <p>Article <u>31</u> &lt;Unchanged&gt;</p>
<p style="text-align: center;"><u>Chapter V</u></p> <p style="text-align: center;"><u>Auditors and Audit &amp; Supervisory Board</u></p> <p>(Number of Auditors)</p> <p>Article <u>31</u></p> <p><u>The Company shall have not more than five Auditors.</u></p> <p>(Method of Election)</p> <p>Article <u>32</u></p> <p>1) <u>Auditors shall be elected at a general meeting of shareholders.</u></p>	<p style="text-align: center;"><u>&lt;Deleted&gt;</u></p> <p style="text-align: center;"><u>&lt;Deleted&gt;</u></p> <p style="text-align: center;"><u>&lt;Deleted&gt;</u></p>

Current Articles of Incorporation	Proposed Amendments
<p>2) <u>Resolutions on the election of Auditors shall be adopted by a majority of the votes of the shareholders present at the meeting where the shareholders holding at least one-third of the voting rights of the shareholders entitled to exercise their voting rights at such meeting are present.</u></p> <p>3) <u>The Company may, in accordance with the provisions of Article 329, paragraph 3 of the Companies Act, elect substitute Auditors at a general meeting of shareholders to prepare for a contingency in which the Company does not have the number of Auditors required by laws and regulations.</u></p> <p>4) <u>The resolution for electing the substitute Auditors referred to in the preceding paragraph shall be effective until the commencement of the annual general meeting of shareholders for the last business year out of the business years terminating within four years after the resolution.</u></p>	
<p><u>(Term of Office)</u></p> <p><u>Article 33</u></p> <p>1) <u>The term of office of an Auditor shall expire at the conclusion of the annual general meeting of shareholders for the last business year out of the business years terminating within four years after the election of the Auditor.</u></p> <p>2) <u>The term of office of an Auditor who is elected as the substitute for an Auditor who retired from office before the expiration of the term of office shall continue until the time when the term of the retired Auditor was set to expire. However, if the substitute Auditor elected pursuant to paragraph 3 of the preceding Article assumes the position of an Auditor, the term of office of such Auditor shall not extend beyond the conclusion of the annual general meeting of shareholders for the last business year out of the business years terminating within four years after the election of the substitute Auditor.</u></p>	<p>&lt;Deleted&gt;</p>



Current Articles of Incorporation	Proposed Amendments
<u>(Full-time Auditors)</u>	
<u>Article 34</u>	<Deleted>
<u>The Audit &amp; Supervisory Board shall appoint full-time Auditor(s) by its resolution.</u>	
<u>(Convocation Notice of Audit &amp; Supervisory Board Meetings)</u>	
<u>Article 35</u>	<Deleted>
1) <u>The convocation notice of an Audit &amp; Supervisory Board meeting shall be dispatched to each Auditor at least three days prior to the scheduled date of such meeting; provided, however, that this period may be reduced in case of urgency.</u>	
2) <u>With the consent of all Auditors, an Audit &amp; Supervisory Board meeting may be held without following the convening procedures.</u>	
<u>(Method of the Resolutions of the Audit &amp; Supervisory Board)</u>	
<u>Article 36</u>	<Deleted>
<u>Resolutions of the Audit &amp; Supervisory Board shall be adopted by a majority of the votes of Auditors, except as otherwise stipulated by laws and regulations.</u>	
<u>(Minutes of the Audit &amp; Supervisory Board Meeting)</u>	
<u>Article 37</u>	<Deleted>
<u>The proceedings and results of the Audit &amp; Supervisory Board meetings, as well as other matters specified by laws and regulations, shall be included or recorded in the minutes of the meeting, and Auditors who attended the meeting shall write down their names in print and stamp their seal of approval on, or electronically sign, the minutes.</u>	
<u>(Rules of the Audit &amp; Supervisory Board)</u>	
<u>Article 38</u>	<Deleted>
<u>Items concerning the Audit &amp; Supervisory Board shall be in accordance with the Rules of the Audit &amp; Supervisory Board established by the Audit &amp; Supervisory Board, in addition to laws and regulations and these Articles of Incorporation.</u>	

Current Articles of Incorporation	Proposed Amendments
<p><u>(Remuneration, Etc.)</u></p> <p><u>Article 39</u></p> <p><u>Remuneration, bonuses and other economic benefits given by the Company in consideration for the execution of duties to Auditors shall be determined by resolution of a general meeting of shareholders.</u></p> <p><u>(Exemption of Auditors From Liability)</u></p> <p><u>Article 40</u></p> <p>1) <u>The Company may, by a resolution of the Board of Directors, exempt Auditors (including former Auditors) from liability under Article 423, paragraph 1 of the Companies Act within the range provided for by laws and regulations, if such liability is incurred in good faith and without gross negligence.</u></p> <p>2) <u>The Company may enter into an agreement with an Auditor to limit his/her liability under Article 423, paragraph 1 of the Companies Act to the total of the amounts stipulated in each item of Article 425, paragraph 1 of the Companies Act, if such liability is incurred in good faith and without gross negligence.</u></p>	<p>&lt;Deleted&gt;</p> <p>&lt;Deleted&gt;</p>
<p>&lt;New&gt;</p> <p>&lt;New&gt;</p> <p>&lt;New&gt;</p>	<p><u>Chapter V</u></p> <p><u>Audit and Supervisory Committee</u></p> <p><u>(Full-time Audit and Supervisory Committee Members)</u></p> <p><u>Article 32</u></p> <p><u>The Audit and Supervisory Committee may, by its resolution, appoint full-time Audit and Supervisory Committee Member(s).</u></p> <p><u>Convocation Notice of Audit and Supervisory Committee Meetings</u></p> <p><u>Article 33</u></p> <p>1) <u>The convocation notice of an Audit and Supervisory Committee meeting shall be dispatched to each Audit and Supervisory Committee Member at least three days prior to the scheduled date of such meeting; provided, however, that this period may be reduced in case of urgency.</u></p>

Current Articles of Incorporation	Proposed Amendments
<p>&lt;New&gt;</p> <p>&lt;New&gt;</p>	<p>2) <u>With the consent of all Audit and Supervisory Committee Members, an Audit and Supervisory Committee meeting may be held without following the convening procedures.</u> (<u>Method of the Resolutions of the Audit and Supervisory Committee</u>)</p> <p><u>Article 34</u></p> <p><u>Resolutions of the Audit and Supervisory Committee shall be adopted by a majority of the votes of the Audit and Supervisory Committee Members present at the meeting where a majority of the Audit and Supervisory Committee Members entitled to participate in the vote are present.</u> (<u>Minutes of Audit and Supervisory Committee Meetings</u>)</p> <p><u>Article 35</u></p> <p><u>The proceedings and results of the Audit and Supervisory Committee meetings, as well as other matters specified by laws and regulations, shall be included or recorded in the minutes of the meeting, and Audit and Supervisory Committee Members who attended the meeting shall write down their names in print and stamp their seal of approval on, or electronically sign, the minutes.</u></p>
<p>&lt;New&gt;</p>	<p>(<u>Rules of Audit and Supervisory Committee</u>)</p> <p><u>Article 36</u></p> <p><u>Items concerning the Audit and Supervisory Committee shall be in accordance with the Rules of the Audit and Supervisory Committee established by the Audit and Supervisory Committee, in addition to laws and regulations and these Articles of Incorporation.</u></p>
<p>Chapter VI</p> <p>Financial Auditor</p> <p>Articles <u>41</u> – <u>42</u> &lt;Omitted&gt;</p>	<p>Chapter VI</p> <p>Financial Auditor</p> <p>Articles <u>37</u> – <u>38</u> &lt;Unchanged&gt;</p>
<p>Chapter VII</p> <p>Accounts</p> <p>Articles <u>43</u> – <u>46</u> &lt;Omitted&gt;</p>	<p>Chapter VII</p> <p>Accounts</p> <p>Articles <u>39</u> – <u>42</u> &lt;Unchanged&gt;</p>
<p>&lt;New&gt;</p>	<p>(<u>Supplementary Provisions</u>)</p>

Current Articles of Incorporation	Proposed Amendments
<p>&lt;New&gt;</p>	<p><u>(Transitional Measures Regarding the Exemption of Auditors From Liability)</u></p> <p><u>Article 1</u></p> <p><u>The Company may, by a resolution of the Board of Directors, exempt Auditors (including former Auditors) from liability under Article 423, paragraph 1 of the Companies Act arising from any actions taken before the conclusion of the 28th Annual General Meeting of Shareholders, within the range provided for by laws and regulations, if such liability is incurred in good faith and without gross negligence.</u></p>