



May 22, 2026

Company name: GECOSS CORPORATION
Name of representative: Yoshiyuki Nobusa, President and
CEO
(Stock code: 9991; Tokyo Stock
Exchange Prime Market)
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Department
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Notice Concerning Partial Amendments to the Articles of Incorporation

GECOSS CORPORATION (the “Company”) hereby announces that, at the meeting of the Board of Directors held today, the Board resolved to submit a proposal to partially amend the Articles of Incorporation at the 59th Annual General Meeting of Shareholders scheduled to be held on June 25 of this year. The details are outlined below.

1. Reasons for the amendments

As separately disclosed in the “Notice Concerning Transition to a Company with an Audit and Supervisory Committee and the Establishment of a Voluntary Nomination and Remuneration Committee” dated February 26, 2026, the Company has decided to transition to a company with an Audit and Supervisory Committee, subject to approval at the 59th Annual General Meeting of Shareholders scheduled to be held on June 25 of this year, for the purpose of enhancing the supervisory functions of the Board of Directors, to enhance the discussions undertaken at meetings of the Board of Directors in relation to corporate policy and mid-to-long-term management strategies, and to speed up the decision-making process when it comes to the management of the Company. In conjunction with this transition, the Company will make the necessary amendments to the Articles of Incorporation, which include the establishment of new provisions relating to the Audit and Supervisory Committee and Directors who are Audit and Supervisory Committee Members, the deletion of provisions relating to the Audit & Supervisory Board and Audit & Supervisory Board Members, and the establishment of new provisions relating to the delegation of decisions on important business execution, among other changes.

2. Details of the amendments

The details of the amendments are as set forth in the Appendix.

3. Schedule

Date of the General Meeting of Shareholders for the amendments to the
Articles of Incorporation:

June 25, 2026

Effective date of the amendments to the Articles of Incorporation:

June 25, 2026

Appendix

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
Chapter 1 General Provisions Articles 1 to 3 (Omitted) (Organization) Article 4 The Company shall have the following organizations. 1. Board of Directors 2. <u>Audit & Supervisory Board Member</u> 3. <u>Audit & Supervisory Board</u> 4. Accounting Auditor Article 5 (Omitted) Chapter 2 Shares Articles 6 to 11 (Omitted) Chapter 3 General Meeting of Shareholders Articles 12 to 17 (Omitted) Chapter 4 Directors and Board of Directors (Number of Directors) Article 18 The number of Directors of the Company shall be no more than eleven (11). (Newly established) (Election) Article 19 Directors shall be elected at a General Meeting of Shareholders. 2 to 3 (Omitted) (Term of Office) Article 20 The term of office of Directors shall expire at the conclusion of the Annual General Meeting of Shareholders relating to the last fiscal year ending within one (1) year from the time of their election. (Newly established)	Chapter 1 General Provisions Articles 1 to 3 (Unchanged) (Organization) Article 4 The Company shall have the following organizations. 1. Board of Directors 2. <u>Audit and Supervisory Committee</u> (Deleted) 3. Accounting Auditor Article 5 (Unchanged) Chapter 2 Shares Articles 6 to 11 (Unchanged) Chapter 3 General Meeting of Shareholders Articles 12 to 17 (Unchanged) Chapter 4 Directors and Board of Directors (Number of Directors) Article 18 The number of Directors <u>(excluding Directors who are Audit and Supervisory Committee Members)</u> of the Company shall be no more than eleven (11). 2. <u>The number of Directors who are Audit and Supervisory Committee Members of the Company shall be no more than five (5).</u> (Election) Article 19 <u>Directors who are Audit and Supervisory Committee Members and other Directors</u> shall be elected <u>separately</u> at a General Meeting of Shareholders. 2 to 3 (Unchanged) (Term of Office) Article 20 The term of office of Directors <u>(excluding Directors who are Audit and Supervisory Committee Members)</u> shall expire at the conclusion of the Annual General Meeting of Shareholders relating to the last fiscal year ending within one (1) year from the time of their election. 2. <u>The term of office of Directors who are Audit and Supervisory Committee Members shall expire at the conclusion of the Annual General Meeting of Shareholders relating to the last fiscal year ending within two (2) years from the time of their election.</u>

Current Articles of Incorporation	Proposed Amendments
(Newly established) (Newly established) Article 21 (Omitted) (Convocation, Person Convening the Meeting, and Chairperson) Article 22 Notice of convocation of a Board of Directors meeting shall be sent to each Director <u>and each Audit & Supervisory Board Member</u> no later than three (3) days prior to the date of the meeting. However, this shall not apply when all Directors <u>and Audit & Supervisory Board Members</u> have given their consent. 2 to 3 (Omitted) Article 23 (Omitted) (Newly established) Articles <u>24 to 25</u> (Omitted) <u>Chapter 5 Audit & Supervisory Board Members and Audit & Supervisory Board</u> <u>(Number of Audit & Supervisory Board Members)</u> <u>Article 26 The number of Audit & Supervisory Board Members of the Company shall be no more than five (5).</u> <u>(Election)</u> <u>Article 27 Audit & Supervisory Board Members shall be elected at a General Meeting of Shareholders.</u> <u>2. The election of Audit & Supervisory Board Members shall be made by a majority of the voting rights of the shareholders attending the meeting, where shareholders holding one-third (1/3) or more of the voting rights of shareholders entitled to exercise their voting rights are present.</u>	<u>3. The term of office of a Director who is an Audit and Supervisory Committee Member elected as a substitute for a Director who is an Audit and Supervisory Committee Member who retired before the expiration of the term of office shall expire at the time when the term of office of the retired Director who was an Audit and Supervisory Committee Member would have expired.</u> <u>4. The validity of a resolution for the election of a Substitute Director who is an Audit and Supervisory Committee Member shall expire at the time of the commencement of the Annual General Meeting of Shareholders relating to the last fiscal year ending within two (2) years from the time of their election.</u> Article 21 (Unchanged) (Convocation, Person Convening the Meeting, and Chairperson) Article 22 Notice of convocation of a Board of Directors meeting shall be sent to each Director no later than three (3) days prior to the date of the meeting. However, this shall not apply when all Directors have given their consent. 2 to 3 (Unchanged) Article 23 (Unchanged) <u>(Delegation of Decisions on Important Business Execution)</u> <u>Article 24 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 the decisions on important business execution (excluding the matters listed in each item of Paragraph 5 of the same Article) to a Director.</u> Articles <u>25 to 26</u> (Unchanged) (Deleted) (Deleted) (Deleted)

Current Articles of Incorporation	Proposed Amendments
<u>(Term of Office)</u> <u>Article 28 The term of office of Audit & Supervisory Board Members shall expire at the conclusion of the Annual General Meeting of Shareholders relating to the last fiscal year ending within four (4) years from the time of their election.</u> <u>2. The term of office of an Audit & Supervisory Board Member elected as a substitute for an Audit & Supervisory Board Member who retired before the expiration of the term of office shall expire at the time when the term of office of the retired Audit & Supervisory Board Member would have expired.</u>	(Deleted)
<u>(Validity of Resolution for Election of Substitute Audit & Supervisory Board Member)</u> <u>Article 29 The validity of a resolution for the election of a Substitute Audit & Supervisory Board Member shall expire at the time of the commencement of the Annual General Meeting of Shareholders relating to the last fiscal year ending within four (4) years from the time of their election.</u>	(Deleted)
<u>(Full-time Audit & Supervisory Board Member)</u> <u>Article 30 The Audit & Supervisory Board shall, by its resolution, appoint a full-time Audit & Supervisory Board Member.</u>	(Deleted)
<u>(Convocation)</u> <u>Article 31 Notice of convocation of an Audit & Supervisory Board meeting shall be sent to each Audit & Supervisory Board Member no later than three (3) days prior to the date of the meeting. However, this shall not apply when all Audit & Supervisory Board Members have given their consent.</u>	(Deleted)
<u>(Method of Resolution)</u> <u>Article 32 Resolutions of the Audit & Supervisory Board shall be adopted by a majority of the Audit & Supervisory Board Members, except as otherwise provided by laws and regulations.</u>	(Deleted)
<u>(Exemption from Liability of Audit & Supervisory Board Members)</u> <u>Article 33 Pursuant to the provisions of Article 426, Paragraph 1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt Audit & Supervisory Board Members (including those who were formerly Audit & Supervisory Board Members) from liability for damages arising from negligence of duties, to the extent permitted by laws and regulations.</u>	(Deleted)

Current Articles of Incorporation	Proposed Amendments
<u>(Liability Limitation Agreement with Audit & Supervisory Board Members)</u> <u>Article 34 Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company may enter into an agreement with Audit & Supervisory Board Members to limit liability for damages under Article 423, Paragraph 1 of the same act. However, the maximum amount of liability under such agreement shall be the amount prescribed by laws and regulations.</u> (Newly established) (Newly established) (Newly established) (Newly established) Chapter 6 Accounts Articles <u>35</u> to <u>38</u> (Omitted) (Newly established)	(Deleted) <u>Chapter 5 Audit and Supervisory Committee</u> <u>(Full-time Audit and Supervisory Committee Member)</u> <u>Article 27 The Audit and Supervisory Committee may, by its resolution, appoint a full-time Audit and Supervisory Committee Member.</u> <u>(Convocation)</u> <u>Article 28 Notice of convocation of an Audit and Supervisory Committee meeting shall be sent to each Audit and Supervisory Committee Member no later than three (3) days prior to the date of the meeting. However, this shall not apply when all Audit and Supervisory Committee Members have given their consent.</u> <u>(Method of Resolution)</u> <u>Article 29 Resolutions of the Audit and Supervisory Committee shall be adopted by a majority of the Audit and Supervisory Committee Members present at the meeting, where a majority of the Audit and Supervisory Committee Members entitled to vote are present.</u> Chapter 6 Accounts Articles <u>30</u> to <u>33</u> (Unchanged) <u>Supplementary Provisions</u> <u>The Company may, by resolution of the Board of Directors, exempt Audit & Supervisory Board Members (including those who were formerly Audit & Supervisory Board Members) from liability for damages under Article 423, Paragraph 1 of the Companies Act in relation to acts prior to the conclusion of the 59th Annual General Meeting of Shareholders, to the extent permitted by laws and regulations.</u>