

(TRANSLATION)

## **Share Handling Regulations of TechnoPro Holdings, Inc.**

(As amended on September 1, 2022)

### **Chapter I General Provisions**

#### Article 1. (Purposes)

The procedures for exercising shareholders' rights and other share handling business pertaining to the Company shall be governed by the rules provided for by Japan Securities Depository Center, Incorporated (hereinafter referred to as "JASDEC") and account management institutions such as securities companies with which shareholders have their transfer accounts (hereinafter referred to as "Securities Companies, etc.") as well as by the provisions of these regulations pursuant to Article 9 of the Articles of Incorporation.

#### Article 2. (Shareholder Register Administrator)

The shareholder register administrator of the Company and the location of its share handling business shall be as follows:

Shareholder register administrator	Sumitomo Mitsui Trust Bank, Limited 4-1 Marunouchi 1-chome, Chiyoda-ku, Tokyo
Location of share handling business	Stock Transfer Agency Business Planning Department Sumitomo Mitsui Trust Bank, Limited 4-1 Marunouchi 1-chome, Chiyoda-ku, Tokyo

### **Chapter II Recording, etc. in Shareholder Register**

#### Article 3. (Recording in Shareholder Register)

1. Any amendment to matters recorded in the shareholder register shall be made through notices from JASDEC such as all shareholders notices (except the notice set forth in Article 154(3) of the Act on Book-Entry of Company Bonds, Shares, etc. (hereinafter referred to as the "Book-Entry Act"; these notices hereinafter referred to as "Individual Shareholder Notices").
2. In addition to the case set forth in the preceding paragraph, in cases of issuance of new shares or other cases provided for by the relevant laws and regulations, amendments shall be made to matters in the shareholder register without notices from JASDEC.
3. Recording in the shareholder register shall be made using characters and symbols designated by JASDEC.

Article 4. (Notification Relating to Entries in Shareholder Register)

A shareholder shall notify its name and address through a Securities Company, etc. and JASDEC, in accordance with the rules provided for by JASDEC. The same shall apply to any change thereof.

Article 5. (Representative of Corporate Shareholder)

A shareholder that is a corporation shall notify one (1) representative of such corporation through a Securities Company, etc. and JASDEC, in accordance with the rules provided for by JASDEC. The same shall apply to any change thereof.

Article 6. (Representative of Joint-Owners of Shares)

Shareholders who jointly own shares shall appoint one (1) representative, and notify the name and address of such representative through a Securities Company, etc. and JASDEC, in accordance with the rules provided for by JASDEC. The same shall apply to any change thereof.

Article 7. (Statutory Agent)

A statutory agent such as a person having parental authority or a guardian of a shareholder shall notify his or her name and address through a Securities Company, etc. and JASDEC, in accordance with the rules provided for by JASDEC. The same shall apply to any change or removal thereof.

Article 8. (Notification of Address at Which Foreign Resident Shareholders, etc. Should Receive Notices)

A shareholder and a registered pledgee of shares or their statutory agent residing in a foreign country shall appoint a standing proxy in Japan, or determine a mailing address in Japan at which notices should be received. The name and address of the standing proxy or the mailing address at which notices should be received shall be notified through a Securities Company, etc. and JASDEC, in accordance with the rules provided for by JASDEC. The same shall apply to any change or removal thereof.

Article 9. (Confirmation of Notification Through JASDEC)

In cases where a notification from a shareholder to the Company is submitted through a Securities Company, etc. and JASDEC, such notification shall be deemed as a notification made by the shareholder.

### **Chapter III**

#### **Identification of Shareholders**

Article 10. (Identification of Shareholders)

1. In cases where a shareholder (including a shareholder about which the Individual Shareholder Notice is made) makes requests or exercises any other shareholder right (hereinafter collectively referred to as “Requests, etc.”), such shareholder shall attach or provide a document evidencing that the shareholder is the very person who made such Requests, etc. (hereinafter referred to as the “Evidencing Materials, etc.”); provided, however, that this shall not apply if it is verifiable by the Company that such Requests, etc. were made by the said

shareholder.

2. In cases where Requests, etc. by a shareholder to the Company are made through a Securities Company, etc. and JASDEC, such Requests, etc. shall be deemed as Requests, etc. made by such shareholder, and Evidencing Materials, etc. shall not be required.
3. In cases where Requests, etc. are made by a proxy, a power of attorney affixed with the signature, or name and seal of the shareholder shall be attached, in addition to the application of the provisions prescribed in the preceding two paragraphs. The name and address of the proxy shall be described in the power of attorney.
4. Provisions of the preceding paragraphs 1 and 2 shall apply mutatis mutandis to the proxy.

## **Chapter IV**

### **Procedures for Exercising Shareholders' Rights**

#### Article 11. (Requesting Paper-Based Documents and Raising Objections)

In cases where a shareholder makes requests for paper-based documents (hereinafter referred as "Requests for Paper-Based Documents") of the items that constitute the reference documents, etc. for general meetings of shareholders for which the measures for providing information in electronic format will be taken as stipulated in Article 325-5, paragraph (1) of the Companies Act and in cases where a shareholder raises objections as stipulated in paragraph (5) of that Article, they shall be made in writing. However, in cases where Requests for Paper-Based Documents are made through a securities company or other organization, they shall be made as stipulated by that securities company or organization.

#### Article 12. (Minority Shareholders' Rights, etc.)

In cases where a shareholder exercises minority shareholders' rights, etc. under Article 147(4) of the Book-Entry Act directly to the Company, the shareholder shall exercise such rights, etc. by way of documents affixed with the signature, or name and seal after applying for the Individual Shareholder Notice.

#### Article 13. (Method of Requesting Purchase of Shares Less than One Unit)

In case of making a request for purchase of shares less than one unit, such request shall be made through a Securities Company, etc. and JASDEC, in accordance with the rules provided for by JASDEC.

#### Article 14. (Determination of Purchase Price)

1. The purchase price per share for a purchase request set forth in the preceding Article shall be the closing price of the shares of the Company on the market established by the Tokyo Stock Exchange on the day on which the purchase request is received at the location of share handling business of the shareholder register administrator; provided, however, that if the shares are not traded on the day, or the day falls on a holiday of the said stock exchange, the purchase price per share shall be the price at which the shares of the Company are first traded thereafter.
2. The purchase price shall be the amount obtained by multiplying the purchase price per share set forth in the preceding paragraph by the number of shares requested for purchase.

Article 15. (Payment of Purchase Money)

1. The purchase money shall be the purchase price obtained by the calculation under the preceding Article. The Company shall, unless otherwise provided for by the Company, pay the purchase money on the fourth (4th) business day counting from the day following the day on which the purchase price per share is determined pursuant to the rules provided for by JASDEC; provided, however, that if the purchase price includes the right to dividends of surplus, share splits or the like, the Company shall pay the purchase money no later than the relevant record date.
2. A person requesting for share purchase may request the payment of the purchase money by way of remittance or wire transfer to a bank deposit account designated by such person or in cash through Japan Post Bank Co., Ltd.

Article 16. (Transfer of Purchased Shares)

The shares less than one unit requested for purchase shall be transferred to the transfer account of the Company on the date of payment or completion of the procedures for payment of the purchase money in accordance with the preceding Article.

## **Chapter V**

### **Exceptional Treatment of Special Accounts**

Article 17. (Exceptional Treatment of Special Accounts)

Identification of a shareholder upon opening of a special account and other handling related to such special account shall be processed in accordance with the rules provided for by JASDEC as well as by the account management institution of the special account.

## **Chapter VI**

### **Handling Fees**

Article 18. (Handling Fees)

Handling fees for a purchase of shares less than one unit under Article 13 shall be free.

## **Supplementary Provisions**

Revision or abolition of these regulations shall be made through resolution of the Board of Directors.

Established on April 27, 2012

Revised on September 1, 2022