



**STANDARD**  
TOKYO

May 14, 2025

Company name: TENOX CORPORATION  
President and Representative Director: Sunao Wakao  
Securities code: 1905 (Standard market of Tokyo Stock Exchange)  
Contact information: Takashi Horikiri, Director and General Manager of Management  
(TEL 03-3455-7758)

## **Notice of Amendments to Articles of Incorporation and Election of a Substitute Audit and Supervisory Committee Member**

We hereby announce that our Board of Directors has resolved at a meeting held on May 14, 2025, to refer the Amendments to Articles of Incorporation proposal and, conditioned on approval of the Amendments to the Articles of Incorporation proposal, Election of One Substitute Supervisory Committee Member proposal to the 55th Ordinary General Meeting of Shareholders scheduled to be held on June 27, 2025.

### Details

#### 1. Amendments to Articles of Incorporation

##### (1) Reason for amendments

To prepare for situations when there are fewer Directors than that stipulated by laws and regulations, the amendments newly establish provisions related to Substitute Directors and stipulate the period that the proposal electing a Substitute Director is valid.

##### (2) Details of amendments

The details of the amendments are provided in the attachment.

##### (3) Schedule

Hold General Meeting of Shareholders to amend Articles of Incorporation June 27, 2025 (scheduled)

Date amended Articles of Incorporation come into effect June 27, 2025 (scheduled)

#### 2. Election of one Substitute Audit and Supervisory Committee Member

##### (1) Reason for election

We request the prior election of one Substitute Director who is an Audit and Supervisory Committee Member to prepare for situations when there are fewer Directors who are Audit and Supervisory Board Members than that stipulated by laws and regulations.

This matter has been approved by the Audit and Supervisory Committee.

(2) Candidate

(to be decided at Ordinary General Meeting of Shareholders held on June 27, 2025)

| Name<br>(Date of birth)           | Personal history   |
|-----------------------------------|--|
| Satoshi Inoue<br>(April 13, 1959) | Apr. 1983 Joined The Bank of Tokyo, Ltd. (currently MUFG Bank, Ltd.)<br>May 2008 General Manager of Financial Instruments Development Department.<br>May 2009 Sales 5th Manager of Sales Second Division.<br>May 2012 Councilor of Headquarters<br>Apr. 2013 Joined Hitachi Capital Corp.<br>(currently Mitsubishi HC Capital Corp.)<br>Apr. 2016 Finance Division Deputy General Manager and Finance Department Manager<br>Apr. 2020 Executive Officer, Senior Managing Director, Finance Division General Manager<br>Apr. 2021 Executive Officer, Senior Managing Director, Finance Division General Manager, Mitsubishi HC Capital Corp.<br>Apr. 2023 Standing Audit and Supervisory Committee Member, Mitsubishi HC Capital Trust Corp.<br>Feb. 2025 Joined the Company, Accounting Department, Management Headquarters (current position) |

End of document

(Underlined portions are the amended sections.)

| Current Articles of Incorporation                               | Amended Articles of Incorporation  |
|---|--|
| <p>Article 1–Article 22 (text omitted)</p> <p>(Newly added)</p> | <p>Article 1–Article 22 (as currently given)</p> <p><u>(Election of Substitute Director)</u></p> <p><u>Article 23</u></p> <p><u>1 The Company may appoint substitute Directors who are Audit and Supervisory Committee Members and substitute Directors who are not Audit and Supervisory Committee Members as provided in Article 329, paragraph (3) of the Companies Act.</u></p> <p><u>2 The period during which the resolution for the appointment of substitute Directors who are Audit and Supervisory Committee Members, as mentioned in the preceding paragraph, remains effective is until the commencement of the Ordinary General Meeting of Shareholders concerning the final fiscal year ending within two years after the resolution.</u></p> <p><u>3 The resolution under paragraph (1) for the appointment of a substitute Director (excluding Audit and Supervisory Committee Members) shall remain in effect until the commencement of the first Ordinary General Meeting of Shareholders convened after the adoption of such resolution. However, this does not preclude the shortening of the period by a resolution of the General Meeting of Shareholders.</u></p> <p><u>4 The quorum for resolutions to elect substitute Directors shall be determined, mutatis mutandis, in accordance with Article 21, paragraph (2).</u></p> |
| <p>Article <u>23</u>–Article <u>42</u> (text omitted)</p>       | <p>Articles <u>24</u> to <u>43</u> (unchanged)</p>   |