



February 20, 2026

Company Name	Synspective Inc.	
Representative	Representative	Motoyuki ARAI
	Director & CEO	
	(Code number : 290A TSE Growth)	
Contact	Board director & CFO	Atsushi SHITO (ir@synspective.com)

**Notice Concerning Partial Amendments to Articles of Incorporation due to Relocation of Registered Head Office, Reduction in the Amount of Capital Reserve and Appropriation of Surplus**

Synspective Inc. (“The Company”) hereby announces that its Board of Directors, at a meeting held on February 20, 2026, resolved to submit the following matters to the Annual General Meeting of Shareholders scheduled to be held on March 27, 2026: (i) a partial amendment to the Articles of Incorporation in connection with the relocation of the Company’s registered head office, and (ii) a reduction of the amount of capital reserve and the appropriation of surplus. Details are as follows.

1. Purpose and Details of Partial Amendments to Articles of Incorporation due to Relocation of Registered Head Office

(1) Purpose of the partial amendments

In order to accommodate an increase in personnel and further expand its business, the Company is planning to relocate its registered head office. In line with this relocation, the location of the head office stipulated in Article 3 (Location of Head Office) of the current Articles of Incorporation will be changed from Koto-ku, Tokyo, to Chuo-ku, Tokyo.

(2) Details of the amendments

(Underlined portion indicate the proposed changes)

Current Articles of Incorporation	Proposed Amendments
(Registered Head Office) Article 3. The Company shall have its head office in <u>Koto-ku</u> , Tokyo.	(Registered Head Office) Article 3. The Company shall have its head office in <u>Chuo-ku</u> , Tokyo.
(New)	(Supplementary Provisions)
	<u>The amendment to Article 3 (Registered Head Office) shall take effect on the effective date of the head office relocation as determined by a resolution of the Board of Directors to be held on or before December 31, 2026. This supplementary provision shall be deleted after the effective date of the head office relocation has passed.</u>

(3) Schedule

Date of Annual General Meeting of Shareholders to approve amendment to Articles of Incorporation  
-March 27, 2026

Effective date of amendment to Articles of Incorporation

-The date of the head office relocation to be determined by a resolution of the Board of Directors to be held on or before December 31, 2026.

## 2. Purpose and Details of Reduction in the Amount of Capital Reserve and Appropriation of Surplus

### (1) Purpose

As of December 31, 2025, the Company has an accumulated deficit in retained earnings brought forward of 3,813,551,993 yen. To strengthen its financial base by eliminating this deficit and to promote effective use of funds and flexibility in its capital policy, the Company proposes to reduce the amount of capital reserve and transfer such amount to other capital surplus, and then transfer the other capital surplus arising from such reduction of capital reserve to retained earnings brought forward to offset the accumulated deficit.

### (2) Details of reduction in the amount of capital reserve

Pursuant to the provisions of Article 448, Paragraph 1 of the Companies Act of Japan, a portion of the capital reserve will be reduced and transferred to other capital surplus.

Amount of capital reserve to be reduced:	Capital reserve:	3,813,551,993 yen
Amount of other capital surplus to be increased:	Other capital surplus:	3,813,551,993 yen

### (3) Details of appropriation of surplus

Subject to the effectiveness of the reduction of capital reserve described in (2) above, and pursuant to Article 452 of the Companies Act of Japan, the Company will transfer other capital surplus to retained earnings brought forward to offset the accumulated deficit in the same amount. As a result, the balance of retained earnings brought forward will be reduced to zero.

Surplus item and amount to be decreased:	Other capital surplus:	3,813,551,993 yen
Surplus item and amount to be increased:	Retained earnings brought forward:	3,813,551,993 yen

### (4) Schedule for reduction of capital reserve (planned)

(1) Date of Board of Directors' resolution:	February 20, 2026
(2) Date of General Meeting of Shareholders' resolution:	March 27, 2026 (planned)
(3) Deadline for creditors to file objections:	May 13, 2026 (planned)
(4) Effective date:	May 20, 2026 (planned)

### (5) Future Outlook

This transaction constitutes a reclassification within "Net Assets" on the balance sheet and will not affect the Company's profit and loss or total net assets. Accordingly, it will have no impact on the Company's business results. The above is subject to approval at the Annual General Meeting of Shareholders scheduled for March 27, 2026.

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