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MEMBERSHIP

May 12, 2026

To whom it may concern,

Company name: NISSHIN GROUP HOLDINGS Company, Limited
 Name of representative: Takashi Kamiyama, Representative Director and President
 (Code No.: 8881, TSE Prime Market)
 Inquiries: Hideki Kuroiwa, Representative Director and Senior Managing Director
 Phone number: +81-3-5360-2016

Notice Concerning Partial Amendments to the Articles of Incorporation

The Company hereby announces that it resolved, at a meeting of the Board of Directors held today, to submit a proposal regarding partial amendments to its Articles of Incorporation to the 52nd Ordinary General Meeting of Shareholders to be held on June 26, 2026. Details are as follows.

1. Purpose of Amendments to the Articles of Incorporation

- (1) In order to clarify the management responsibilities of Directors and build a management system that can respond quickly to changes in the management environment, the Company will make necessary changes to shorten the term of office of Directors from two years to one year.
- (2) For the purpose of pursuing a flexible capital and dividend policy, pursuant to the provisions of Article 459, Paragraph 1 of the Companies Act, Article 39 (Decision Body for Dividends of Surplus, etc.) and Article 40 (Record Date for Dividends of Surplus) of the Articles of Incorporation shall be newly established as proposed in the amendments so that dividends of surplus, etc. can be paid by resolution of the Board of Directors; and Article 7 (Acquisition of Treasury Shares), Article 40 (Record Date for Dividends of Surplus), and Article 41 (Interim Dividends) of the current Articles of Incorporation, which overlap in content, shall be deleted.

In addition, the number of articles will be changed in accordance with the establishment and deletion of articles.

2. Details of the change

The details of the amendments are as follows.

(Underlined portions indicate changes.)

Current articles of incorporation	Proposed change
Chapter 2 Shares (Acquisition of Treasury Shares) <u>Article 7 In accordance with the provisions of Article 165, Paragraph 2 of the Companies Act, the Company may acquire Treasury Shares through market transactions, etc. set forth in Paragraph 1 of the same article by resolution of the Board of Directors.</u>	Chapter 2 Shares (Deleted)
<u>Articles 8 to 20</u> (Omitted)	<u>Articles 7 to 19</u> (Unchanged)

Current articles of incorporation	Proposed change
<p>Chapter 4 Directors and Board of Directors (Term of Office) <u>Article 21</u> The term of office of directors of the Company shall expire at the conclusion of the Ordinary General Meeting of Shareholders for the last of the business years which end within <u>two (2)</u> years after their election. (ii) <u>The term of office of a Director elected as an increase in the number of Directors or to fill a vacancy shall be until the expiration of the term of office of the other incumbent Directors.</u> <u>Articles 22 to 38</u> (Omitted)</p>	<p>Chapter 4 Directors and Board of Directors (Term of Office) <u>Article 20</u> The term of office of directors of the Company shall expire at the conclusion of the Ordinary General Meeting of Shareholders for the last of the business years which end within <u>one (1)</u> years after their election. (Deleted) <u>Articles 21 to 37</u> (Unchanged)</p>
<p>Chapter 6 Calculation <u>Article 39</u> (Omitted) (Newly established) (Newly established)</p>	<p>Chapter 6 Calculation <u>Article 38</u> (Unchanged) <u>(Decision Body for Dividends of Surplus, etc.)</u> <u>Article 39</u> <u>Unless otherwise provided for by laws and regulations, the Company shall determine dividends of surplus, etc. set forth in each item of Article 459, Paragraph 1 of the Companies Act by resolution of the Board of Directors, not by resolution of a general meeting of shareholders.</u> <u>(Record Date for Dividends of Surplus)</u> <u>Article 40</u> <u>The record date for the year-end dividends of the Company shall be March 31 of each year.</u> (ii) <u>The record date for the interim dividends of the Company shall be September 30 of each year.</u> (iii) <u>In addition to the preceding two paragraphs, dividends of surplus may be paid with setting a record date.</u></p>
<p><u>(Record Date for Dividends of Surplus)</u> <u>Article 40</u> <u>The record date for the year-end dividends of the Company shall be March 31 of each year.</u> (ii) <u>In addition to the preceding paragraph, dividends of surplus may be paid with setting a record date.</u> <u>(Interim Dividends)</u> <u>Article 41</u> <u>The Company may, by resolution of the Board of Directors, pay interim dividends as of the record date of September 30 of each year.</u> <u>Article 42</u> (Omitted)</p>	<p>(Deleted) (Deleted) <u>Article 41</u> (Unchanged)</p>

3. Timetable

Date of the General Meeting of Shareholders to amend the articles of Incorporation	Friday, June 26, 2026
Effective date of the amendment to the articles of incorporation	Friday, June 26, 2026