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Articles of Incorporation

Amended June 25, 2025

Take and Give Needs Co., Ltd.

Table of Contents

	Page
Chapter 1 : General Provisions	2
Chapter 2 : Share	3
Chapter 3 : General Meeting of Shareholders	4
Chapter 4 : Directors and Board of Directors	5
Chapter 5 : Audit & Supervisory Board Members and Audit & Supervisory Board	7
Chapter 6 : Accounting Auditor	8
Chapter 7 : Accounting	9

Chapter 1. General Provisions

(Trade Name)

Article 1. The name of the Company shall be **Take and Give Needs Co., Ltd.**

(Purpose)

Article 2. The purpose of the Company shall be to engage in the following businesses

1. Management of wedding and funeral halls and mediation of banquet and meeting halls
2. Planning, operation and management of domestic and international wedding receptions
3. Restaurant Management
4. Photography, printing, cleaning, and intermediary services
5. Sales of goods necessary for weddings and funerals
6. Lease and sale of clothing, accessories and precious metal products
7. Management of barber stores and beauty salons
8. Management of beauty and esthetic salons
9. Travel Agency under the Travel Agency Law
10. Planning, publishing and sales of publications
11. Management of classes for training bridal coordinators
12. Planning and planning of various events, campaigns, and other events related to sales promotion
13. Planning and production of advertising and publicity
14. Introduction of catering waiters for hotels, restaurants, etc.
15. catering service industry
16. Sale of alcoholic beverages
17. Hotel Management
18. management consultancy
19. Non-life insurance agency business and business related to life insurance solicitation
20. Management of exhibition halls, amusement centers, entertainment centers, and sports facilities
21. Planning, development, production, sales and maintenance of computer systems and computer software on consignment
22. General worker dispatching undertakings
23. Real estate leasing
24. Management of daycare centers
25. curio or secondhand dealer
26. fee-charging employment placement business
27. Brokerage, marriage introduction, and marriage agency management
28. Sales of fresh flowers, artificial flowers, dried flowers, ornamental plants and other flowers and plants (including flower arrangement products), clothing and sundries, interior decorations, and daily sundries
29. Household and other support services, as well as agency and contracted services
30. Mail order business using the Internet
31. All operations incidental to the preceding items

(Location of Head Office)

Article 3. The head office of the Company shall be located in Shinagawa-ku, Tokyo, Japan.

(Organization)

Article 4. The Company shall have the following organizations, in addition to the General Meeting of Shareholders and the Directors.

1. Board of Directors
2. Auditor & Supervisory Board Members
3. Auditor & Supervisory Board
4. Accounting auditor

(Method of Public Notice)

Article 5. Public notices of the Company shall be given electronically. However, if the Company is unable to give electronic public notices due to an accident or other unavoidable reason, public notices shall be given in the Nihon Keizai Shimbun.

Chapter 2. Stock Equities

(Total Number of Shares Authorized to be Issued)

Article 6. The total number of authorized shares of the Company shall be 24,912,000.

(Number of Shares per Unit)

Article 7. The number of shares constituting one unit of shares of common stock of the Company shall be one hundred (100) shares.

(Rights Regarding Shares less than One Unit)

Article 8. A shareholder of the Company may not exercise any right other than those listed below with respect to shares less than one unit.

1. Rights listed in each item of Article 189, Paragraph 2 of the Companies Act
2. Right to make a request pursuant to Article 166, Paragraph 1 of the Companies Act
3. Right to receive allotment of offered shares and offered stock acquisition rights in proportion to the number of shares held by shareholders
4. The right to make a request as set forth in the following Article

(Additional Purchase of Odd-lot Shares)

Article 9. Any shareholder of the Company may, in accordance with the Share Handling Regulations, request the Company to sell to him the number of shares that, together with the number of shares less than one unit held by such a shareholder, will constitute one unit of shares.

(Acquisition of Treasury Stock)

Article 10. The Company may acquire its own shares by a resolution of the Board of Directors pursuant to Article 165, Paragraph 2 of the Companies Act.

(Shareholder Registry Administrator)

Article 11. The Company shall have an administrator of the shareholders' register.

(Share Handling Regulations)

Article 12. The handling of shares of the Company shall be governed by the Share Handling Regulations established by the Board of Directors.

Chapter 3. General Meeting of Shareholders

(Reference Date)

Article 13. The Company shall deem the shareholders recorded in the register of shareholders as of December 31 of each year to be the shareholders entitled to exercise their rights at the Annual General Meeting of Shareholders.

(Time of Convocation)

Article 14. The ordinary general meeting of shareholders of the Company shall be convened in March of each year.

(Convening Authority and Chairperson)

Article 15. Unless otherwise provided by laws and regulations, the General Meeting of Shareholders shall be convened by the President and Representative Director, who shall act as chairman of the meeting.

- (ii) In the absence or disability of the President and Representative Director, another Director shall take his/her place in the order previously determined by the Board of Directors.

(Method of Resolution)

Article 16. Unless otherwise provided by law or these Articles of Incorporation, resolutions of the General Meeting of Shareholders shall be adopted by a majority of the voting rights of the shareholders present who are entitled to exercise their voting rights.

- (ii) Resolutions stipulated in Article 309, Paragraph 2 of the Companies Act shall be adopted by two-thirds (2/3) or more of the voting rights of the shareholders present at the meeting where the shareholders holding one-third (1/3) or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.

(Measures for Electronic Provision of Reference Documents, etc.)

Article 17. When convening a general meeting of shareholders, the Company shall take measures to provide electronically the information contained in the reference documents, etc. for the general meeting of shareholders.

- (ii) The Company may choose not to include all or a part of the matters provided for in the Ordinance of the Ministry of Justice among the matters to be provided electronically in the

document to be delivered to shareholders who have requested delivery of the document by the Record Date of Voting Rights.

(Exercise of Voting Rights by Proxy)

Article 18. A shareholder may exercise his/her voting right by proxy of one (1) other shareholder having voting rights in the Company.

- (ii) The shareholder or proxy set forth in the preceding paragraph shall submit to the Company a document evidencing his/her power of representation at each general meeting of shareholders.

(Class Meeting of Shareholders)

Article 18-2. The provisions of Article 13 shall apply mutatis mutandis to class shareholder meetings in the event that a matter to be resolved at an ordinary general meeting of shareholders requires a resolution of class shareholders in addition to such resolution.

- (ii) The provisions of Articles 15, 17 and 18 shall apply mutatis mutandis to class general meetings of shareholders.
- (iii) The provisions of Article 16, Paragraph 1 shall apply mutatis mutandis to resolutions of class general meetings of shareholders under Article 324, Paragraph 1 of the Companies Act, and the provisions of Article 16, Paragraph 2 shall apply mutatis mutandis to resolutions of class general meetings of shareholders under Article 324, Paragraph 2 of the Companies Act.

Chapter 4. Directors and Board of Directors

(Number of Directors)

Article 19. The Company shall have no more than ten (10) Directors of the Board.

(Election of Directors)

Article 20. A resolution for the election of Directors shall be adopted by a majority of the voting rights of the shareholders present at a meeting where the shareholders holding one-third (1/3) or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.

- (ii) No cumulative voting shall be used for the election of Directors.

(Term of Office of Directors)

Article 21. The term of office of Directors shall expire at the close of the annual general meeting of shareholders relating to the last fiscal year ending within one year after their election.

- (ii) The term of office of a director elected to fill a vacancy or increase in the number of directors shall expire at the end of the term of office of the other directors in office.

(Representative Director and Executive Director)

Article 22. The Board of Directors shall select Representative Directors by its resolution. The Board of Directors may, by its resolution, appoint one Chairman of the Board, one President, and a few Executive Vice Presidents, Senior Managing Directors, and Managing Directors.

(Convener and Chairman of the Board of Directors)

Article 23. Except as otherwise provided by law, meetings of the Board of Directors shall be convened by the President and Representative Director, who shall act as chairman of such meetings.

- (ii) In the absence or disability of the President and Representative Director, another Director shall take his/her place in the order previously determined by the Board of Directors.

(Notice of Board of Directors Meeting)

Article 24. Notice of a meeting of the Board of Directors shall be given to each Director and each Audit & Supervisory of the Board Members at least three (3) days prior to the date of the meeting. However, this period may be shortened in case of urgent necessity.

- (ii) A meeting of the Board of Directors may be held without following the procedures for convening a meeting if all directors and Audit & Supervisory Board Members consent thereto.

(Resolution of the Board of Directors)

Article 25. The Company shall deem that a resolution of the Board of Directors has been adopted when the requirements of Article 370 of the Companies Act have been fulfilled.

(Rules and Regulations of the Board of Directors)

Article 26. Matters concerning the Board of Directors shall be governed by the Regulations of the Board of Directors established by the Board of Directors in addition to laws and regulations or these Articles of Incorporation.

(Compensation, etc.)

Article 27. Remuneration, bonuses and other property benefits to be received from the Company as compensation for the execution of duties by Directors (hereinafter referred to as "Remuneration, etc.") shall be determined by a resolution of the General Meeting of Shareholders. (hereinafter referred to as "Remuneration, etc.") shall be determined by a resolution of the General Meeting of Shareholders.

(Exemption of Directors from Liability)

Article 28. The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt directors (including former directors) from liability for damages due to negligence of their duties by a resolution of the Board of Directors to the extent permitted by law. Article 28 The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Director (including former Directors) from liability for damages due to negligence of duties by a resolution of the Board of Directors to the extent permitted by law.

- (ii) Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into an agreement with directors (excluding those who are executive directors, etc.) to limit their liability for damages due to negligence of their duties. However, the maximum amount of liability based on such contract shall be the higher of a pre-determined amount of 1,000,000 yen or more or the amount stipulated by law.

Chapter 5. Audit & Supervisory Board Members and Audit & Supervisory Board

(Number of Audit & Supervisory Board Members)

Article 29. The Company shall have no more than five (5) Audit & Supervisory Board Members.

(Election of Audit & Supervisory Board Members)

Article 30. A resolution for the election of Audit & Supervisory Board Members shall be adopted by a majority of the voting rights of the shareholders present at the meeting where the shareholders holding one-third (1/3) or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.

- (ii) Pursuant to Article 329, Paragraph 3 of the Companies Act, the Company may elect a substitute Audit & Supervisory Board Members at a General Meeting of Shareholders in preparation for a shortage in the number of Audit & Supervisory Board Members stipulated by law or these Articles of Incorporation.
- (iii) The period during which the resolution for the election of a Substitute Audit & Supervisory Board Members set forth in the preceding paragraph shall remain in effect shall be until the beginning of the Ordinary General Meeting of Shareholders relating to the last fiscal year ending within four (4) years after the said resolution.

(Term of Office of Audit & Supervisory Board Members)

Article 31. The term of office of Audit & Supervisory Board Members shall expire at the conclusion of the ordinary general meeting of shareholders relating to the last fiscal year ending within four (4) years after their election.

- (ii) The term of office of an Audit & Supervisory Board Member elected to fill a vacancy shall expire when the term of office of the retiring Audit & Supervisory Board Member expires. However, in the event that a Substitute Audit & Supervisory Board Member elected pursuant to Paragraph 2 of the preceding Article assumes office as an Audit & Supervisory Board Member, his/her term of office shall not exceed the close of the annual general meeting of shareholders relating to the last fiscal year ending within four (4) years after his/her election as a Substitute Audit & Supervisory Board Member.

(Standing Audit & Supervisory Board Members)

Article 32. The Audit & Supervisory Board shall, by its resolution, select Standing Audit & Supervisory Board Member(s).

(Notice of Convocation of the Audit & Supervisory Board)

Article 33. Notice of the Audit & Supervisory Board shall be given to each Audit & Supervisory Board Member at least three (3) days prior to the date of the meeting. Provided, however, that such period may be shortened in case of urgent necessity.

- (ii) With the consent of all Audit & Supervisory Board Members, a meeting of the Board of Audit & Supervisory Board Members may be held without going through the convocation procedures.

(Regulations of the Audit & Supervisory Board)

Article 34. Matters concerning the Audit & Supervisory Board shall be governed by the Regulations of the Audit & Supervisory Board established by the Audit & Supervisory Board in addition to laws and regulations or these Articles of Incorporation.

(Compensation, etc.)

Article 35. Remuneration, etc. of Audit & Supervisory Board Members shall be determined by a resolution of the General Meeting of Shareholders.

(Exemption of Audit & Supervisory Board Members from Liability)

Article 36. Pursuant to Article 426, Paragraph 1 of the Companies Act, the Company may, by a resolution of the Board of Directors, exempt Audit & Supervisory Board Members (including former Audit & Supervisory Board Members) from liability for damages due to negligence of their duties to the extent permitted by law. The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Audit & Supervisory Board Members (including former Audit & Supervisory Board Members) from liability for damages for negligence of duties by a resolution of the Board of Directors to the extent permitted by law.

The Company may enter into an agreement with Audit & Supervisory Board Members to limit their liability for damages due to negligence of their duties pursuant to Article 427, Paragraph 1 of the Companies Act. However, the maximum amount of liability under such agreement shall be the higher of a pre-determined amount of 1,000,000 yen or more or the amount stipulated by laws and regulations.

Chapter 6. Accounting Auditor

(Liability Limitation Agreement with Accounting Auditor)

Article 37. The Company may enter into a contract with an accounting auditor to limit its liability for damages due to negligence of duties in accordance with Article 427, Paragraph 1 of the Companies Act. However, the maximum amount of liability under such agreement shall be the higher of a pre-determined amount of 1,000,000 yen or more or the amount stipulated by laws and regulations.

Chapter 7.

Accounting

(Fiscal Year)

Article 38. The fiscal year of the Company shall be a one-year period commencing on January 1 of each year and ending on December 31 of the same year.

(Decision-making Body for Dividends from Surplus)

Article 39. The Company may determine the matters provided for in each item of Article 459, Paragraph 1 of the Companies Act, including the distribution of surplus, by resolution of the Board of Directors, except as otherwise provided by law.

(Record Date for Distribution of Surplus)

Article 40. The record date for the year-end dividend of the Company shall be December 31 of each year.

- (ii) In addition to the preceding paragraph, the Company may declare dividends from surplus by setting a record date.

(Interim Dividend)

Article 41. The Company may, by resolution of the Board of Directors, pay interim dividends with a record date of June 30 of each year.

(Dividend Exclusion Period)

Article 42. If the dividend property is in the form of money, the Company shall be discharged from the obligation to pay it if it has not been received after a lapse of three (3) full years from the date of commencement of payment thereof.

(Supplementary Provisions)

1. Notwithstanding the provisions of Article 38 (Fiscal Year), the 28th fiscal year beginning April 1, 2025 shall be a nine-month period ending December 31, 2025.
2. Notwithstanding the provisions of Article 41 (Interim Dividends), the record date for interim dividends for the 28th fiscal year shall be September 30, 2025.
3. These Supplementary Provisions shall be deleted after the 28th fiscal year.

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