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ARTICLES OF INCORPORATION

EIZO Corporation

Revised on October 1, 2024

Chapter 1 General Provisions

(Trade Name)

Article 1 The name of the Company shall be EIZO Kabushiki Kaisha and referred to as "EIZO Corporation" in English.

(Purpose)

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

(1) Developing, manufacturing and selling electrical, electronic and optical equipment;
(2) Developing, manufacturing and selling amusement machines, and planning, developing and selling amusement software;
(3) Developing, manufacturing and selling electronic components.
(4) Developing, manufacturing and selling medical devices;
(5) Developing and selling software for, and system integration of, the equipment listed in the preceding items and related equipment, etc.; and
(6) Any and all businesses incidental or related to any of the businesses listed in the preceding items.

(Location of the Head Office)

Article 3 The head office of the Company shall be located in Hakusan City, Ishikawa Prefecture.

(Bodies)

Article 4 In addition to the Directors and the general meeting of shareholders, the Company set the following bodies.

(1) Board of Directors
(2) Audit and Supervisory Committee
(3) Accounting Auditor

(Method of Public Notice)

Article 5 The Company shall issue its public notices electronically. Provided, however, that if accidents or other unavoidable reasons prevent the Company from issuing public notices electronically, the Company shall issue the public notice in Nihon Keizai Shimbun.

Chapter 2 Shares

(Total Number of Shares to be Issued)

Article 6 The total number of shares which the Company is authorized to issue shall be 130,000,000 shares.

(Number of the Shares of One Unit)

Article 7 The number of the shares constituting one unit of shares shall be 100 shares.

(The Right regarding Shares Constituting Less Than One Unit)

Article 8 The shareholders of the Company are not able to, in relation to shares constituting less than one unit, exercise any right other than those listed below;

(1) Rights stipulated in each item of Article 189, Paragraph 2 of the Companies Act
(2) Right to make a request under Article 166, Paragraph 1 of the Companies Act
(3) Right to receive an allotment of stock acquisition rights and allocation of Shares proportionately to the number of shares held by the shareholder
(4) Right to make a request stipulated in the following article.

(Additional Purchase of Shares System for Holders of Shares Constituting Less Than One Unit)

Article 9 Shareholders of the Company may request the Company, pursuant to the provisions of the Rules for Handling Shares, to sell the number of shares in order to make their shares constituting less than one unit into a full unit of shares.

(Rules for Handling Shares)

Article 10 In addition to the laws and regulations or the Articles of Incorporation, handling and fees in connection with the shares shall be governed by the Rules for Handling Shares to be determined by the Board of Directors.

(Shareholder Registry Administrator)

Article 11
1. The Company shall appoint a Shareholder Registry Administrator.
2. The Shareholder Registry Administrator and place of its administration shall be designated by way of resolution of the Board of Directors.

Chapter 3 General Meeting of Shareholders

(Time of Convocation)

Article 12 The ordinary general meeting of shareholders shall be convened within three (3) months after the end of each business year.

(Place of Convocation)

Article 13 The general meeting of shareholders shall be convened at the location of head office or its adjacent area.

(Record Date for the Ordinary General Meeting of Shareholders)

Article 14 The Record date for the determination of voting rights at the ordinary general meeting of shareholders shall be March 31 of each year.

(Convener and Chairman)

Article 15 The Chairperson or the President of the Board of Directors shall convene a general meeting of shareholders and act as the chairperson thereof. If the Chairperson and the President of the Board of Directors are unable to act, another Director shall act in the order predetermined by the Board of Directors.

(Measures for Electronic Provision of Reference Documents for the General Meeting of Shareholders, Etc.)

Article 16
1. The Company shall, when convening a general meeting of shareholders, provide information contained in the reference documents for the general meeting of shareholders, etc. electronically.
2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.

(Method of Resolution)

Article 17
1. The resolution of the general meeting of shareholders shall be adopted by a majority of the votes of shareholders present who are entitled to exercise their voting rights, unless the laws or the Articles of Incorporation otherwise requires.
2. The resolution provided in Article 309, Paragraph 2 of the Companies Act shall be adopted by two-thirds (2/3) or more of the votes of shareholders present at the general meeting of shareholders at which shareholders holding one-third (1/3) or more of the total number of voting rights of all shareholders who are entitled to exercise their voting rights are present.

(Voting by Proxy)

Article 18 A shareholder may exercise his/her voting right by way of a proxy, such proxy shall be also shareholder having voting rights of the Company. In such case, the shareholder or the proxy must submit a written statement to the Company which certifies that he/she carries the valid proxy at each shareholders meeting.

Chapter 4 Directors and Board of Directors

(Number)

Article 19
1. The Company shall have not more than five (5) Directors who are not serving as Audit and Supervisory Committee Members (hereinafter referred to as "Directors Not Serving as Audit and Supervisory Committee Members").
2. The Company shall have not more than five (5) Directors serving as Audit and Supervisory Committee Members.

(Election)

Article 20
1. Directors shall be elected at a general meeting of shareholders, separately for those who are Directors serving as Audit and Supervisory Committee Members and those who are Directors Not Serving as Audit and Supervisory Committee Members.
2. The resolution of the election of Director(s) shall be adopted by a majority of the votes of shareholders present at the general meeting of shareholders at which shareholders holding one-third (1/3) or more of the total number of voting rights of all shareholders who are entitled to exercise their voting rights are present.
3. The resolution for the election of the Director(s) shall not be made by the cumulative voting.

(Term of Office)

Article 21
1. The term of office of Directors Not Serving as Audit and Supervisory Committee Members shall expire at the close of the ordinary general meeting of shareholders relating to the last fiscal year ending within one year after their election.
2. The term of office of Directors serving as Audit and Supervisory Committee Members shall expire at the close of the ordinary general meeting of shareholders relating to the last fiscal year ending within two years after their election.
3. The term of office of a Director elected to fill a vacancy of a Director who retired before the expiration of his/her term of office shall expire at the end of the term of office of the retiring Director.

(Representative Director and Director with Title)

Article 22
1. The Board of Directors shall, by its resolution, select Representative Directors from among Directors Not Serving as Audit and Supervisory Committee Members.
2. The Board of Directors may, by its resolution, elect one Director-Chairman and one Director-President, and a few Director-Vice Presidents, Senior Managing Directors, and Managing Directors, respectively, from among Directors Not Serving as Audit and Supervisory Committee Members.

(Board of Directors)

Article 23 Except as otherwise provided by laws and regulations, a Director shall convene a meeting of the Board of Directors and serve as the chairperson thereof in the order predetermined by the Board of Directors.

(Notice of Convocation of Meetings of the Board of Directors)

Article 24 1. Notice of a meeting of the Board of Directors shall be given to each Director at least three (3) days prior to the scheduled date of the meeting. However, in case of emergency, such period may be shortened.

2. With the consent of all Directors, a meeting of the Board of Directors may be held without following the procedures for convening a meeting.

(Omission of Resolutions of Meetings 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 met.

(Delegation of Decisions on the Execution of Important Business)

Article 26 Pursuant to Article 399-13, Paragraph 6 of the Companies Act, the Company may, by resolution of the Board of Directors, delegate all or part of the decision-making authority for the execution of important business affairs (excluding the matters listed in each item of Paragraph 5 of the same Article) to the Directors.

(Regulations of the Board of Directors)

Article 27 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.

(Remuneration, Etc.)

Article 28 Remuneration, bonuses and other financial benefits received by Directors from the Company in consideration of the performance of their duties shall be determined by resolution of a general meeting of shareholders, distinguishing between Directors serving as Audit and Supervisory Committee Members and Directors Not Serving as Audit and Supervisory Committee Members.

(Exemption of Directors from Liability)

Article 29 1. The Company may, pursuant to Article 426, Paragraph 1 of the Companies Act, exempt any Director (including former Directors) from liability for damages to the Company to the extent provided for in laws and regulations by a resolution of the Board of Directors.

2. The Company may, pursuant to Article 427, Paragraph 1 of the Companies Act, enter into an agreement with Directors (excluding those who are Executive Directors, etc.) to limit their liability for damages to the Company for negligence of their duties. However, the maximum amount of liability under such contract shall be the minimum liability amount stipulated in Article 427, Paragraph 1 of the Companies Act.

Chapter 5 Audit and Supervisory Committee

(Notice of Convocation of Meetings of the Audit and Supervisory Committee)

Article 30 1. Notice of a meeting of the Audit and Supervisory Committee shall be given to each member of the Audit and Supervisory Committee at least three (3) days prior to the scheduled date of the meeting. However, in case of emergency, such period may be shortened.

2. With the consent of all members, a meeting of the Audit and Supervisory Committee may be held without following the procedures for convening a meeting.

(Regulations of the Audit and Supervisory Committee)

Article 31 Matters concerning the Audit and Supervisory Committee shall be governed by the Regulations of the Audit and Supervisory Committee established by the Audit and Supervisory Committee in addition to laws and ordinances or these Articles of Incorporation.

Chapter 6 Accounting

(Business Year)

Article 32 The business year of the Company shall commence on the 1st day of April every year and shall end on the 31st day of March of the following year.

(Decision-Making Body of Dividend of Surplus)

Article 33 Unless otherwise stipulated by law, matters set forth in each item of Article 459, Paragraph 1 of the Companies Act such as dividends of surplus, shall be determined not by the general meeting of shareholders but by a resolution of the Board of Directors.

(Record Date for the Dividend Surplus)

Article 34
1. The record date for the year-end dividend of the Company shall be March 31 of each year.
2. The record date for the interim dividend of the Company, shall be September 30 of each year.
3. In addition to above two paragraphs of this Article the Company can separately set other record date in order to pay dividends.

(Expiration of Responsibility to Pay Dividend)

Article 35 If any dividend has not been received within three (3) years from the payable date, the Company shall be excused from the responsibility to pay such dividend.

Supplementary Provisions

(Transitional Measures Concerning Exemption from Liability of Corporate Auditors)

Article 1
1. The Company may, by resolution of the Board of Directors, exempt a Corporate Auditor (including a former Corporate Auditor) from liability for damages under Article 423, Paragraph 1 of the Companies Act arising from acts performed before the conclusion of the 49th Ordinary General Meeting of Shareholders held in June 2016, to the extent permitted by law..
2. Any agreement limiting liability for damages under Article 423, Paragraph 1 of the Companies Act with respect to acts performed by an External Corporate Auditor (including a former External Corporate Auditor) before the conclusion of the 49th Ordinary General Meeting of Shareholders held in June 2016 shall continue to be governed by Article 29, Paragraph 2 of the Articles of Incorporation as in effect prior to the amendment approved at such Ordinary General Meeting of Shareholders..

(End)