



February 14, 2024

To All Concerned Parties

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Representative: Tatsushi Iwano, President  
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## **Partial Amendments to the Articles of Incorporation**

Loadstar Capital K.K. (the “Company”) announces that the Board of Directors has resolved today to submit a proposal for partial amendments to the Articles of Incorporation at the 12th Annual General Meeting of Shareholders on March 22, 2024. The details are as follows.

### **I. Reasons for Amendments**

1. The proposed amendment to Article 2, item 1 will set forth a new business objective to prepare for the diversification of the Group's business and advancement into new business fields.
2. The proposed amendment to Article 30, Paragraphs 2 and 3 will establish new provisions regarding the election of Substitute Audit & Supervisory Board Members in case of a shortage in members stipulated in laws and regulations, as well as the effective period of the resolution for the election of the Substitute Audit & Supervisory Board Members.
3. The proposed amendment to Article 27 and Article 35 will enable the minutes of the Board of Directors meetings and the Audit & Supervisory Board meetings to be prepared by electromagnetic records.

## II. Details of Amendments

The details of the amendments are as follows.

(Changes are shown in underlines.)

Current Articles of Incorporation	Proposed Amendments
<p>(Purpose)</p> <p>Article 2. The Company shall engage in the following businesses.</p> <p>(New)</p> <p>(1) Type II Financial Instruments business</p> <p>(2) Investment advisory and agency services</p> <p>(3) Investment management business</p> <p>(4) Managing, operating, and consulting on assets of tokumei kumiai (silent partnerships)</p> <p>(5) Separately managing funds invested in a form of collective investment scheme, such as equity interest in tokumei kumiai (silent partnerships)</p> <p>(6) Acquiring, managing, investing in, and holding securities</p> <p>(7) Acquiring, holding, disposing of, and brokering equity interests in tokumei kumiai (silent partnerships)</p> <p>(8) Acquiring, possessing, selling, buying, leasing, brokering, and managing real estate</p> <p>(9) Real estate consulting</p>	<p>(Purpose)</p> <p>Article 2. The Company shall engage in the following businesses.</p> <p>(1) <u>Type I Financial Instruments business</u></p> <p>(2) Type II Financial Instruments business</p> <p>(3) Investment advisory and agency services</p> <p>(4) Investment management business</p> <p>(5) Managing, operating, and consulting on assets of tokumei kumiai (silent partnerships)</p> <p>(6) Separately managing funds invested in a form of collective investment scheme, such as equity interest in tokumei kumiai (silent partnerships)</p> <p>(7) Acquiring, managing, investing in, and holding securities</p> <p>(8) Acquiring, holding, disposing of, and brokering equity interests in tokumei kumiai (silent partnerships)</p> <p>(9) Acquiring, possessing, selling, buying, leasing, brokering, and managing real estate</p> <p>(10) Real estate consulting</p>
<p>(10) Consulting on asset management</p> <p>(11) Investment advisory services relating to real estate</p> <p>(12) Information providing services using the Internet and other telecommunication networks</p> <p>(13) Planning, producing, maintaining, and operating Internet websites, web contents, and homepages</p> <p>(14) Business based on Act on Specified Joint Real Estate Ventures</p> <p>(15) Money lending, financial guarantees, and other financial services</p> <p>(16) Brokerage of financial instruments</p> <p>(17) Brokerage of financial services</p> <p>(18) All other businesses related to the above</p>	<p>(11) Consulting on asset management</p> <p>(12) Investment advisory services relating to real estate</p> <p>(13) Information providing services using the Internet and other telecommunication networks</p> <p>(14) Planning, producing, maintaining, and operating Internet websites, web contents, and homepages</p> <p>(15) Business based on Act on Specified Joint Real Estate Ventures</p> <p>(16) Money lending, financial guarantees, and other financial services</p> <p>(17) Brokerage of financial instruments</p> <p>(18) Brokerage of financial services</p> <p>(19) All other businesses related to the above</p>

<p>(Minutes of the Board of Directors meetings)</p> <p>Article 27. The minutes of the Board of Directors meetings shall be prepared in accordance with laws and regulations. <u>The Chairperson, Directors and Audit &amp; Supervisory Board Members who are present at the meeting shall sign or affix their names and seals to the minutes.</u></p>	<p>(Minutes of the Board of Directors meetings)</p> <p>Article 27. The minutes of the Board of Directors meetings shall be prepared in accordance with laws and regulations.</p>
<p>(Election of Audit &amp; Supervisory Board Member)</p> <p>Article 30. Audit &amp; Supervisory Board Member of the Company shall be elected at the General Meeting of Shareholders where shareholders, holding one-third or more of the voting rights of shareholders entitled to exercise their voting rights, are present. Such election shall be made by a resolution adopted by a majority of the voting rights of the shareholders present at the meeting.</p> <p>(New)</p> <p>(New)</p>	<p>(Election of Audit &amp; Supervisory Board Member)</p> <p>Article 30. Audit &amp; Supervisory Board Member of the Company <u>(including Substitute Audit &amp; Supervisory Board Members)</u> shall be elected at the General Meeting of Shareholders where shareholders, holding one-third or more of the voting rights of shareholders entitled to exercise their voting rights, are present. Such election shall be made by a resolution adopted by a majority of the voting rights of the shareholders present at the meeting.</p> <p><u>2. Pursuant to Article 329, Paragraph 3 of the Companies Act, the Company can elect Substitute Audit &amp; Supervisory Board Members at the General Meeting of Shareholders in case the number of Audit &amp; Supervisory Board Members prescribed by laws and regulations is insufficient.</u></p> <p><u>3. The effective period, during which the resolution for the election of Substitute Audit &amp; Supervisory Board Members set forth in the preceding paragraph, shall continue until the beginning of the Annual General Meeting of Shareholders for the last fiscal year ending within four years after the said resolution.</u></p>
<p>(Minutes of the Audit &amp; Supervisory Board)</p> <p>Article 35. <u>The proceedings and results of the Audit &amp; Supervisory Board and other matters required by laws and regulations shall be described or recorded in the minutes to be prepared by the Audit &amp; Supervisory Board. The Audit &amp; Supervisory Board Members</u></p>	<p>(Minutes of the Audit &amp; Supervisory Board)</p> <p>Article 35. <u>The minutes of the Audit &amp; Supervisory Board shall be prepared in accordance with laws and regulations.</u></p>

<p><u>present at the meeting shall sign or affix their names</u> <u>and seals to the minutes.</u></p>	
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### III. Schedule

1. Date of Annual General Meeting of Shareholders to amend the Articles of Incorporation:  
March 22, 2024
2. Effective Date of the Amendments:  
March 22, 2024