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To whom it may concern:

11th May 2022



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## **Notice regarding Partial Amendment to the Articles of Incorporation**

SUZUKI MOTOR CORPORATION (the “Company”) hereby announces that, at the meeting of the Board of Directors held on 11th May 2022, a resolution was passed to submit a proposal to make “Partial Amendment to the Articles of Incorporation” to the 156th General Meeting of Shareholders of the Company to be held on 29th June 2022.

### **1. Reasons for amendment**

- (1) The amended provisions stipulated in the proviso to Article 1 of the Supplementary Provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on 1st September 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, the Articles of Incorporation of the Company will be amended as follows.
  - (i) The proposed Article 16, Paragraph 1 provides that information contained in the reference materials for the general meeting of shareholders, etc. shall be provided electronically.
  - (ii) The purpose of the proposed Article 16, Paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
  - (iii) The provisions related to the disclosure through the Internet and deemed delivery of reference documents, etc. for general meetings of shareholders (Article 16 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
  - (iv) In line with the above establishment and deletion of the provisions, supplementary provisions related to the effective date, etc. will be established.
- (2) The current Article 25, Paragraph 1 will be amended for flexibility in the operation of the Board of Directors that reflects the Board composition, so that the Director pre-determined by a resolution of the Board of Directors will convene and act as a chairman for the Board of Directors meetings.

### **2. Details of amendment**

Details of amendment are as per Appendix.

### **3. Schedules**

Date of General Meeting of Shareholders  
for the Amendment to the Articles of Incorporation: 29th June 2022 (planned)  
Effective date of amendment to the Articles of Incorporation: 29th June 2022 (planned)

End

## Appendix

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p><b>Chapter III. General Meeting of Shareholders</b></p> <p><u>(Disclosure through the Internet and Deemed Delivery of Reference Documents, Etc. for General Meetings of Shareholders)</u></p> <p><u>Article 16 Upon convening a general meeting of shareholders, the Company may deem that it has provided shareholders with the necessary information to be described or indicated in reference documents for the general meeting of shareholders, business reports, non-consolidated financial statements and consolidated financial statements, by disclosing such information through the Internet, in accordance with the relevant Ordinance of the Ministry of Justice.</u></p> <p>[Newly established]</p> <p>Article 17 to Article 19 [Text omitted]</p>	<p><b>Chapter III. General Meeting of Shareholders</b></p> <p>[Deleted]</p> <p><u>(Measures for Electronic Provision, Etc.)</u></p> <p><u>Article 16</u></p> <p><u>1. Upon convening a general meeting of shareholders, the Company shall provide information contained in reference documents for the general meeting of shareholders, etc. electronically.</u></p> <p><u>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.</u></p> <p>Article 17 to Article 19 [As current]</p>
<p><b>Chapter IV. Directors and Board of Directors</b></p> <p>Article 20 to Article 24 [Text omitted]</p>	<p><b>Chapter IV. Directors and Board of Directors</b></p> <p>Article 20 to Article 24 [As current]</p>

Current Articles of Incorporation	Proposed Amendments
<p>(Convening of Meetings of Board of Directors) Article 25</p> <p>1. Unless otherwise provided for in laws or ordinances, <u>the Chairman of the Board of Directors</u> shall convene and act as chairman for a meeting of the Board of Directors; provided, however, if <u>the office of the Chairman of the Board of Directors is vacant or if the Chairman of the Board of Directors</u> is unable to act, the other Directors shall act in his or her place in the order previously determined by a resolution of the Board of Directors.</p> <p>2. [Text omitted]</p> <p>3. [Text omitted]</p>	<p>(Convening of Meetings of Board of Directors) Article 25</p> <p>1. Unless otherwise provided for in laws or ordinances, <u>the Director pre-determined by a resolution of the Board of Directors</u> shall convene and act as chairman for a meeting of the Board of Directors; provided, however, if <u>the said Director</u> is unable to act, the other Directors shall act in his or her place in the order previously determined by a resolution of the Board of Directors.</p> <p>2. [As current]</p> <p>3. [As current]</p>
<p>Article 26 to Article 41 [Text omitted]</p> <p>[Newly established]</p>	<p>Article 26 to Article 41 [As current]</p> <p style="text-align: center;"><b><u>Supplementary provisions</u></b></p>
	<p><u>Article 1.</u></p> <p>1. <u>The deletion of Article 16 (Disclosure through the Internet and Deemed Delivery of Reference Documents, Etc. for General Meetings of Shareholders) of the current Articles of Incorporation and the establishment of the proposed Article 16 (Measures for Electronic Provision, Etc.) shall come into effect on 1st September 2022, the date of enforcement of the amended provisions stipulated in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the “Effective Date”).</u></p> <p>2. <u>Notwithstanding the provisions of the preceding paragraph, Article 16 of the current Articles of Incorporation shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.</u></p> <p><u>Article 2. The preceding article and this article shall be deleted after the lapse of six months from the Effective Date or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding article, whichever is later.</u></p>