

Articles of Incorporation

Amended June 22, 2022

4-4, Nishitemma 2-chome, Kita-ku, Osaka, Japan

Sekisui Chemical Co., Ltd.

Articles of Incorporation of Sekisui Chemical Co., Ltd.

Chapter 1

General Rules

(Trade name)

Article 1 The Company shall be called "積水化学工業株式会社."

2 In English, this shall be expressed as "Sekisui Chemical Co., Ltd."

(Purpose)

Article 2 The purpose of the Company is to engage in the business below.

1. Manufacture and sale/purchase of synthetic resin products
2. Manufacture, processing, and sale/purchase of industrial chemical products
3. Manufacture, processing, and sale/purchase of following items:
 - (1) Household daily necessities, household devices, and interior decorations such as textile carpets, curtains and wallpapers
 - (2) Office supplies such as office-use paper products, writing implements, and drawing instruments, as well as packing materials such as bags and adhesive tapes
 - (3) Pharmaceutical products, quasi-drugs, nursing instruments, medical devices and equipment
 - (4) Cosmetics, soaps, and synthetic detergents
 - (5) Seasonings, food items and their byproducts
 - (6) Ceramic products for use in electric, physics and chemistry, and engineering purposes
 - (7) Meters, measuring instruments, analyzers, clocks, keys & locks
 - (8) Housing equipment, electronic machinery and equipment, devices for environmental protection purposes, and hauling machinery and equipment
 - (9) Plastic processing machinery, chemical machinery and metal molds
 - (10) Construction materials, tree-planting and gardening materials
 - (11) Wooden products such as plywood and particle boards
 - (12) Steel pipes, nonferrous metal pipes, metal valves and their accessories
 - (13) Electronic instruments such as electronic control devices and computers, as well as their accessories
 - (14) Communication machinery and devices, electronic audio equipment, and their accessories
 - (15) Optical instruments such as camera, telescope, and their accessories
 - (16) Office equipment, wrapping and packing machines, and furniture

- (17) Sporting goods such as goods for athletics, sports wear, sports shoes, as well as travel goods such as suitcases, toilet articles
4. Technical support for any of the above items, as well as design, manufacture, sale/purchase of and technical assistance for various kinds of plants
 5. Import & export, lease, repair, operation, inspection and maintenance of any of the above items
 6. Design, construction, subcontracting, supervision and measuring for and in connection with various construction work
 7. Planning and design for urban development plans and downtown redevelopment plans, as well as related residential land development
 8. Sale/purchase, exchange, lease and management of real estate, as well as agency, intermediary and real estate appraiser services
 9. Services relating to buildings, such as cleaning, maintenance and disinfection and operation of facilities inside buildings, as well as the security service
 10. Cultivation and growing, sale/purchase and gardening of trees and flowers, as well as gardening services
 11. Sale/purchase, export & import of timbers and bamboos
 12. Development and sale/purchase of computer software, data processing systems and system engineering
 13. IT services such as data processing, data supply, and communications, and market research service, as well as telecommunication business
 14. Sale on a commission basis of non-life insurance policies, services relating to sale of life insurance policies, extending loans, guarantee of liabilities, sale/purchase of marketable securities, factoring business, general leasing business and investment advisory service
 15. Credit card business, and issuance of advance payment certificates
 16. Commercial design, industrial design, and advertising agency services, as well as planning and design of interior decoration
 17. Printing business, as well as planning, production, reproduction, sale/purchase of video tapes, cassette tapes and compact disks
 18. Planning, operation and management of various events and trade shows, as well as sale and promotion of admission tickets
 19. Running of culture centres, fitness clubs, sports lessons, etc., and the consulting service for these business operations, as well as planning and providing on a subcontract basis of employee trainings, skill trainings, job trainings, etc.
 20. Warehousing, the package distribution/transportation service, the cargo handling service associated with transportation by land, sea or air, as well as the staffing service, and the calculation service on a subcontract basis

21. General wastes disposal service and industrial wastes disposal service, as well as management, maintenance and operation of such wastes processing facilities
22. Laboratory tests service, materials test and analysis service, and the environmental measurement and analysis service on water, soil and others
23. Operation of various facilities for sports, culture & education, seminars, lodging, medical, and of botanical gardens, amusement parks, parking lots, restaurants, in addition to the hot-spring water supply service and the travel agency service
24. Sale/purchase, lease, repair, management of camping trailers, yachts, boats, gliders etc., as well as providing operational and driving trainings for these equipment
25. Sale/purchase, sales promotion of and intermediary service for golf club and other memberships, art crafts, precious metal products, jewelries, etc.
26. Sale of cigarettes, alcohol beverages, postage and revenue stamps
27. Sale by mail-order or via the Internet of special local products (food products, folk-crafts etc.)
28. Sale of sanitary products and health food products
29. Sale, survey and consulting of services and products related to livelihood support, long-term care, nursing care, and welfare, and other related businesses, and establishment, operation, and management of facilities and housing for elderly people and other related businesses.
30. Supply, generation and sale/purchase of electricity, and control of related energy equipment
31. Provision of various services related to any of the items listed above

(Head office)

Article 3 The head office of the Company shall be located in Osaka City.

(Organs)

Article 4 The Company shall establish the following organs in addition to a General Meeting of Shareholders and Directors.

1. Board of Directors
2. Corporate Auditors
3. Board of Corporate Auditors
4. Accounting Auditor

(Method of public notice)

Article 5 The Company's method of public notice shall be electronic public notice. However, in the event that electronic public notice cannot be made due to accident or other unavoidable reason, it shall be published in the *Nihon Keizai Shimbun*.

Chapter 2 Shares

(Total number of shares authorized to be issued)

Article 6 The Company's total number of shares authorized to be issued shall be 1,187,540,000 shares.

(Acquisition of treasury stock)

Article 7 The Company can acquire treasury stock through a resolution by the Board of Directors in accordance with the provisions of Article 165 Paragraph 2 of the Companies Act.

(Number of shares per unit)

Article 8 The Company's number of shares per unit shall be one hundred (100) shares.

(Rights concerning shares less than one unit)

Article 9 The Company's shareholders cannot exercise rights concerning shares less than one unit, except for the following rights.

1. Rights noted in each item of Article 189 Paragraph 2 of the Companies Act
2. Right to make claims per the provisions of Article 166 Paragraph 1 of the Companies Act
3. Right to be assigned shares for subscription and right to be assigned share options for subscription in accordance with shareholders' number of shares owned.
4. Right to make claims per the following article.

(Additional purchase of shares less than one unit)

Article 10 A Company shareholder, as stipulated in the Share Handling Rules, can demand the Company to sell such number of shares which, together with the number of shares less than one unit held by the Company shareholder, will constitute one share unit.

(Administrator of Shareholder Register)

Article 11 The Company shall establish an Administrator of Shareholder Register.

- 2 The Administrator of Shareholder Register and the location of the office thereof shall be designated by Board of Directors resolution and then publicly announced.
- 3 The Administrator of Shareholder Register shall be commissioned to handle creation, keeping, and other administration concerning the Company's Shareholder Register and Share Option Register; it shall not be handled inside the Company.

(Share Handling Rules)

Article 12 Handling and fees concerning the Company's shares shall be, in addition to the provisions of laws, regulations, and these Articles of Incorporation, according to Share Handling Rules set by the Board of Directors.

Chapter 3 General Meeting of Shareholders

(Convening)

Article 13 Ordinary General Meetings of Shareholders shall be convened in June of each year, and Extraordinary General Meetings of Shareholders shall be convened as necessary.

(Reference date of Ordinary General Meeting of Shareholders)

Article 14 The reference date of the Company's Ordinary General Meeting of Shareholders shall be March 31 of each year.

(Chair)

Article 15 The Chair of the General Meeting of Shareholders shall be the Representative Director. However, in the absence or disability of the Representative Director, it shall be another Director, as the Board of Directors stipulates.

(Measures for providing information in electronic format, etc.)

Article 16 For convocation of General Meeting of Shareholders, the Company shall take measures for providing information that constitutes the content of the reference documents for General Meeting of Shareholders, etc. in electronic format.

- 2 The Company may exclude all or part of the matters to be provided in electronic format, which are specified in the applicable Ordinance of the Ministry of Justice, in the documents to be delivered to shareholders who have requested them by the reference date for voting rights.

(Exercise of voting rights by proxy)

Article 17 A shareholder can exercise voting rights as the representative of one (1) other shareholder who has voting rights. However, such shareholders or their representatives must submit written authority to represent to the Company for each General Meeting of Shareholders.

(Resolution method)

Article 18 General Meeting of Shareholders' resolutions shall, except in the event of other provisions under laws, regulations, or these Articles of Incorporation, carry by a majority of the voting rights of shareholders who can exercise voting rights.

- 2 Resolutions stipulated in the Companies Act Article 309 Paragraph 2 require a two-thirds (2/3) majority of the votes with the presence of the shareholders with at least one-third (1/3) of the votes of all the shareholders who can exercise voting rights.

(Number of Directors)

Article 19 The Company shall establish three (3) to fifteen (15) Directors.

- 2 An appointment to fill the vacancy shall be made if a Director has resigned before the end of their term of office. However, as long as there is still a quorum, this action can be postponed or omitted by resolution of the Board of Directors.

(Appointment of Directors)

Article 20 Directors shall be appointed in the General Meeting of Shareholders.

- 2 A resolution appointing a Director requires a majority of the votes with the presence of the shareholders with at least one-third (1/3) of the votes of all the shareholders who can exercise voting rights.
- 3 Director appointment resolutions shall not be by cumulative voting.

(Terms of office of Directors)

Article 21 The term of office of a Director shall be until the conclusion of the Ordinary General Meeting of Shareholders concerning the last fiscal year that ends within one (1) calendar year of the Director's appointment.

(Representative Director)

Article 22 The Board of Directors shall by their resolution select Representative Directors.

(Directors with Special Titles and Director/Advisors)

Article 23 The Board of Directors can by their resolution designate a Chair of the Board of Directors, a President of the Company, and a Vice President of the Company.

- 2 The Board of Directors can by their resolution designate Director/Advisors.

(Board of Directors)

Article 24 The Board of Directors shall decide the execution of the Company's important business in addition to those matters stipulated by laws, regulations, or these Articles of Incorporation.

- 2 Matters concerning the Board of Directors shall be according to the Board of Directors Rules stipulated by the Board of Directors.

(Board of Directors' convening and resolutions)

Article 25 Notice of the convening of the Board of Directors shall be sent to each Director and Corporate Auditor three (3) days before the meeting. However, this period can be shortened if there is urgent need.

- 2 The Board of Directors can, if all Directors and Corporate Auditors consent, meet without performing the convening procedure.
- 3 A Board of Directors resolution shall carry with a majority of Directors present and with approval by a majority of the Directors who are present.

(Omission of resolution of Board of Directors)

Article 26 If all Directors agree in writing or by electromagnetic record on a matter for a Board of Directors' resolution, the Company shall deem that a Board of Directors' resolution to the effect of said matter for resolution has passed. However, this shall not apply if a Corporate Auditor raises an objection.

(Directors' limitation of liability agreement)

Article 27 The Company can sign agreements with Directors (except those who are Executive Directors, etc.) to limit their liability under the Companies Act Article 423 Paragraph 1, if said agreements meet the conditions stipulated by laws and regulations. However, the limit of liability based on such agreements shall be the minimum liability limit stipulated by laws and regulations.

Chapter 5 Corporate Auditors and Board of Corporate Auditors

(Number of Corporate Auditors)

Article 28 The Company shall establish at least three (3) Corporate Auditors.

2 The provisions of Article 19 Paragraph 2 shall apply mutatis mutandis to the Corporate Auditors.

(Appointment of Corporate Auditors)

Article 29 Corporate Auditors shall be appointed in the General Meeting of Shareholders.

2 A resolution appointing a Corporate Auditor requires a majority of the votes with the presence of the shareholders with at least one-third (1/3) of the votes of all the shareholders who can exercise voting rights.

(Term of office of Corporate Auditors)

Article 30 The term of office of a Corporate Auditor shall be until the conclusion of the Ordinary General Meeting of Shareholders concerning the last fiscal year that ends within four (4) calendar years of the Corporate Auditor's appointment.

2 The term of office of a Corporate Auditor appointed to fill the vacancy of a Corporate Auditor who resigned before completion of term of office shall be until the completion of the resigned Corporate Auditor's term of office.

(Full-time Corporate Auditors)

Article 31 The Board of Corporate Auditors shall by their resolution select Full-time Corporate Auditors.

(Board of Corporate Auditors Rules)

Article 32 Matters concerning the Board of Corporate Auditors shall be according to the Board of Corporate Auditors Rules stipulated by the Board of Corporate Auditors.

(Board of Corporate Auditors' convening and resolutions)

Article 33 Notice of the convening of the Board of Corporate Auditors shall be sent to each Corporate Auditor three (3) days before the meeting. However, this period can be shortened if there is urgent need.

2 The Corporate Auditors can, if all Corporate Auditors consent, meet without performing the convening procedure.

3 Board of Corporate Auditors' resolutions shall, except in the event of other provisions under laws or regulations, carry by a majority of the Corporate Auditors.

(Corporate Auditors' limitation of liability agreement)

Article 34 The Company can sign agreements with Corporate Auditors to limit their liability under the Companies Act Article 423 Paragraph 1, if said agreements meet the conditions stipulated by laws and regulations. However, the limit of liability based on such agreements shall be the minimum liability limit stipulated by laws and regulations.

Chapter 6 Calculation

(Fiscal year)

Article 35 The Company's fiscal year shall be the one year from April 1 of each year through March 31 (inclusive) of the following year.

(Reference date of dividend of surplus)

Article 36 The reference dates for the Company's year-end dividends shall be March 31 of each year.

(Interim dividends)

Article 37 The Company can through a resolution of the Board of Directors pay interim dividends with reference dates of September 30 each year.

(Periods of exclusion of dividends)

Article 38 In the event that the dividend property is money, if it is not accepted within three (3) years of the commencement of payment, the Company is relieved of its duty to pay.