

TRANSLATION FOR REFERENCE PURPOSES ONLY

This notice has been translated from the original Japanese text of the timely disclosure statement dated February 24, 2022 and is for reference purposes only. In the event of any discrepancy between the original Japanese and this translation, the Japanese text shall prevail.



February 24, 2022

To whom it may concern

Listed Company Name: Unicharm Corporation
Company Representative: Takahisa Takahara,
Representative Director
President and Chief Executive Officer
(Code Number: 8113; First Section, Tokyo Stock Exchange)
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[Delayed] Notice Regarding Partial Amendment of Articles of Incorporation

Unicharm Corporation (hereinafter the “Company”) hereby announces that at its Board of Directors meeting held on February 24, 2022, the Company resolved to propose a partial amendment to its Articles of Incorporation at its 62nd Ordinary General Meeting of Shareholders scheduled for March 25, 2022 as described below.

1. Purpose of Amendment

(1) Amendment to description in purpose

Amendment to Article 2 of the current Articles of Incorporation will be made in order to prepare for future business development of the Company and diversification of its business.

(2) Introduction of a system for providing reference documents, etc. for the General Meeting of Shareholders in electronic format, etc.

The revised 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) are due to come into effect on September 1, 2022. Accordingly, to prepare to introduce a system for providing reference documents, etc. for the General Meeting of Shareholders in electronic format, etc., the Company will amend its Articles of Incorporation as described below.

- ① Article 14 in the proposed amendment stipulates that the Company shall take measures for providing information that is the contents of reference documents, etc. for the General Meeting of Shareholders in electronic format, etc. and that the Company shall establish a

provision for limiting the scope of matters to be described in documents issued to shareholders who requested the issuance of such a document.

- ② Accordingly, the provision of Article 14 in the current Articles of Incorporation (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) will become unnecessary, and the Company will delete it.
- ③ With the additions and deletion mentioned above, a supplementary provision concerning the effective date, etc. will be established.

2. Details of the Amendment

The details of the amendments are as described in the Exhibit.

3. Schedule

- (1) Date of the General Meeting of Shareholders to amend the Articles of Incorporation
March 25, 2022 (Scheduled)
- (2) Effective Date of the Amendments to the Articles of Incorporation
March 25, 2022 (Scheduled)

END

Exhibit

Details of the Amendments of the Articles of Incorporation

(Underlined part indicates amendment)

Current Articles of Incorporation	Proposed amendments
<p>Article 2. (Purpose)</p> <p>The purpose of the Company shall be to engage in the following businesses:</p> <p><u>1. Manufacture and sale of the following products</u></p> <p>(1) <u>Baby care products including disposable baby diapers, wet tissues, and nursing pads</u></p> <p>(2) <u>Feminine care products including sanitary napkins, panty liners, incontinence liners, sanitary shorts, and tampons</u></p> <p>(3) <u>Clean and fresh products including cleaning sheets, general-use wet tissues, cosmetic puffs, and cleaning products</u></p> <p>(4) <u>Health care products including disposable diapers for adults, nursing items, and masks</u></p> <p>(5) <u>Pet foods and pet care products</u></p> <p>(6) <u>Paper, packaging materials, daily-use products, and clothing</u></p> <p>(7) <u>Cosmetics, pharmaceuticals, quasi-drugs, medical equipment, medical devices, pharmaceuticals for animals, quasi-drugs for animals, fertilizers, feeds, reagents, chemicals, and chemical products</u></p>	<p>Article 2. (Purpose)</p> <p>The purpose of the Company shall be to engage in the following businesses:</p> <p>(1) <u>Manufacture, sale, and import/export of non-woven fabric and absorber products</u></p>
<p><u>2. Processing and printing, and, manufacture and sale of the following raw materials and secondary materials</u></p> <p>(1) <u>Paper, pulp, cotton, and woven fabric, and by-products thereof</u></p> <p>(2) <u>Film and by-products thereof</u></p> <p><u>3. Design, manufacture, installation, and, buying/selling and technical instructions of plants, machinery and equipment, and devices relating to the preceding items</u></p> <p><u>4. Information provision, services implementation and instructions, and training of those technical experts regarding hygiene, health, and nursing</u></p>	<p>(2) <u>Provision of services regarding hygiene, health, and nursing</u></p>

<p><u>5. Information processing and entrusted communications business, and, development and sale of software</u></p> <p><u>6. Advertisement business, publishing business, and, planning and implementation of various events</u></p> <p><u>7. Management of real estate and rental service, and general leasing business</u></p> <p><u>8. Nonlife insurance agent business and life insurance solicitation business</u></p> <p><u>9. Finance business</u></p> <p><u>10. Warehousing business, road transportation business, trucking business, freight forwarding business, and travel business</u></p> <p><u>11. Operations of facilities including training institutes</u></p> <p><u>12. Worker dispatching undertakings under the Worker Dispatching Act</u></p> <p><u>13. Power generation business through renewable energy and others, and businesses regarding supply, sale, etc. of electricity</u></p> <p><u>14. Import and export of the products, raw materials, and by-products of the preceding items</u></p> <p><u>15. All businesses incidental to the preceding items</u></p> <p><u>Article 14. (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</u></p> <p><u>When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, financial statements and consolidated financial statements through the internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</u></p>	<p><u>(3) All other lawful businesses</u></p> <p>(Deleted)</p>
<p>(Newly established)</p>	<p><u>Article 14. (Measures for Providing Information in Electronic Format, Etc.)</u></p> <p><u>1. When the Company convenes a general meeting of</u></p>

(Newly established)

shareholders, it shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.

2. Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of the items designated by the Ministry of Justice Order in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.

Supplementary Provisions

1. The deletion of Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation and the new establishment of the proposed revision of Article 14 (Measures for Providing Information in Electronic Format, Etc.) shall be effective from the date of enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter referred to as the "Date of Enforcement").

2. Notwithstanding the provision of the preceding paragraph, Article 14 of the current Articles of Incorporation shall remain effective regarding any general meeting of shareholders held on a date within six months from the Date of Enforcement.

3. These Supplementary Provisions shall be deleted on the date when six months have elapsed from the Date of Enforcement or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.