

February 17, 2021

Trend Micro, Inc.  
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First Section of the Tokyo Stock Exchange  
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## **Trend Micro Notice Relating to Amendment of the part of the Articles of Incorporation**

Tokyo, Japan – February 17, 2021 - Trend Micro Incorporated (TYO: 4704; TSE: 4704), a global leader in cybersecurity solutions, today resolved at a meeting of its Board of Directors to obtain an authorization by shareholder resolution to be adopted at the 32<sup>th</sup> ordinary General Meeting of Shareholders scheduled to be held on March 25, 2021, for the Amendment of the part of the Articles of Incorporation, as discussed under the agenda below.

### **1. Reason for Amendment**

(1) The term of office of Directors as stipulated in Article 20 of the current Articles of Incorporation shall be changed from two (2) years to one (1) year in order to clarify the management responsibility of Directors and to respond flexibly and promptly to changes in the business environment.

(2) In order to enable flexible distribution of surplus, etc., Article 37 (Organization for Deciding Dividends of Retained Earnings, etc.) shall be newly established as proposed to amend the Articles of Incorporation so that the distribution of surplus, etc., may be made by resolution of the Board of Directors in accordance with the provisions of Article 459, Paragraph 1 of the Companies Act. At the same time, the Company will delete Article 7 (Acquisition of Treasury Stock) of the current Articles of Incorporation, which duplicates a part of Article 37, and make other necessary changes.

### **2. Description of Amendment**

The description of amendment is set forth exhibit.

### **3. Timeline**

|   |                |
|---|----------------|
| The 32 <sup>th</sup> Ordinary General Meeting of Shareholders (scheduled) | March 25, 2021 |
| Effective date of the Amendment   | March 25, 2021 |

### **About Trend Micro**

Trend Micro, a global leader in cybersecurity, helps make the world safe for exchanging digital information. Leveraging over 30 years of security expertise, global threat research, and continuous innovation, Trend Micro enables resilience for businesses, governments, and consumers with connected solutions across cloud workloads, endpoints, email, IIoT, and networks. Our XGen™ security strategy powers our solutions with a cross-generational blend of threat-defense techniques that are optimized for key environments and leverage shared threat intelligence for better, faster protection. With over 6,700 employees in 65 countries, and the world's most advanced global threat research and intelligence, Trend Micro enables organizations to secure their connected world. [www.trendmicro.com](http://www.trendmicro.com)

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Exhibit

(The amended parts are noted by underline.)

| Current Articles of Incorporation  | Proposed Amendment  |
|--|---|
| <p><u>Article 7. Acquisition of Treasury Stock</u><br/> <u>The Company may, by resolution of the Board of Directors, acquire its own shares through market transactions, etc.</u></p>  | <p>(delete)</p>   |
| <p>Article <u>8-19</u> (abbreviate)</p>  | <p>Article <u>7-18</u> (remain the same)</p>  |
| <p>Article<u>20</u>. Term of Office of Directors<br/>           (a) The term of office of directors shall expire at the conclusion of the ordinary general meeting of shareholders with respect to the last fiscal year ending within <u>two (2) years</u> after their election.<br/>           (b) <u>The term of office of any director elected to fill a vacancy due to early retirement shall be the same as the remainder of the term of office of the retired director.</u><br/>           (c) <u>The term of office of any director elected due to increase in number of directors shall be the same as the remainder of the term of office of the other directors in office.</u></p> | <p>Article<u>19</u>. Term of Office of Directors<br/>           The term of office of directors shall expire at the conclusion of the ordinary general meeting of shareholders with respect to the last fiscal year ending within <u>one (1) years</u> after their election.<br/>           ((b) (c) delete)</p>  |
| <p>Article <u>21-37</u> (abbreviate)<br/><br/>           (new)</p>   | <p>Article <u>20-36</u> (remain the same)<br/><br/> <u>Article37. Organization for Deciding Dividends of Retained Earnings, etc.</u><br/> <u>The Company may determine the matters stipulated in each item of Article 459, Paragraph 1 of the Companies Act, including the dividends of retained earnings, by a resolution of the Board of Directors, unless otherwise provided for in laws and regulations.</u></p>  |
| <p>Article<u>38</u>. Record Date for Dividend of Retained Earnings<br/>           The record date for year-end dividends of the Company shall be December 31 of each year.<br/>           (new)</p>  | <p>Article<u>38</u>. Record Date for Dividend of Retained Earnings<br/>           (a)The record date for year-end dividends of the Company shall be December 31 of each year.<br/>           (b)<u>The record date for interim dividends of the Company shall be June 30 of each year.</u><br/>           (c) <u>In addition to the preceding two paragraphs, the Company may set a record date for the payment of dividends from retained earnings and make dividends on the date.</u></p> |
| <p>Article<u>39</u>. Interim Dividends<br/> <u>The Company may, upon resolution of the Board of Directors, make interim dividends as of June 30 of each year as a record date.</u></p>   | <p>(delete)</p>   |
| <p>Article<u>40</u> (abbreviate)</p>   | <p>Article<u>39</u> (remain the same)</p>   |