

February 17, 2022

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## **Trend Micro Notice Relating to Amendment of the part of the Articles of Incorporation**

Tokyo, Japan – February 17, 2022 - Trend Micro Incorporated (TYO: 4704; TSE: 4704), a global cybersecurity leader, today resolved at a meeting of its Board of Directors to obtain an authorization by shareholder resolution to be adopted at the 33<sup>th</sup> ordinary General Meeting of Shareholders scheduled to be held on March 29, 2022, for the Amendment of the part of the Articles of Incorporation, as discussed under the agenda below.

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

(1) Amendment to allow the General Meeting of Shareholders without a fixed location

With the partial enforcement of the "Act for Partial Revision of the Industrial Competitiveness Enhancement Act, etc." (Act No. 70 of Reiwa 3rd) on June 16, 2021, it became possible for listed companies to hold the General Meeting of Shareholders without a fixed location (so-called "virtual-only general meetings of shareholders") by setting forth in their Articles of Incorporation.

We propose to add Article 11, Paragraph 2 to our Articles of Incorporation to enable the holding of virtual-only general meetings of shareholders. Also, we propose to establish supplementary provisions regarding the effective date, etc.

(2) Amendment to prepare for the introduction of the electronic provision of materials for the General Meeting of Shareholders

As the amended provisions stipulated in the proviso of Article 1 of the Supplementary Provisions of the "Act for Partial Amendment of the Companies Act" (Act No. 70 of Reiwa 1st) will come into effect on September 1, 2022, we will amend our Articles of Incorporation as follows to prepare for the introduction of the electronic provision of materials for the General Meeting of Shareholders.

(i) The Article 14, Paragraph 1 of the Proposed Amendment provides that the Company shall take measures to electronically provide information that is the content of Reference Documents for General Meeting of Shareholders.

(ii) The Article 14, Paragraph 2 of the Proposed Amendment is to establish a provision to limit the scope of matters to be stated in the document to be delivered to shareholders who have made a written request.

(iii) The provision (Article 14 of the current Articles of Incorporation) regarding the Internet disclosure and deemed provision of reference documents for the General Meeting of Shareholders, is to be deleted as it is no longer necessary.

(iv) In accordance with the establishment and deletion of the above, we propose to establish supplementary provisions regarding the effective date, etc.

## **2. Description of Amendment**

The description of amendment is set forth exhibit.

## **3. Timeline**

The 33<sup>th</sup> Ordinary General Meeting of Shareholders (scheduled)

March 29, 2022

Effective date of the Amendment

Changes in 1.(1): Date of entry in Supplementary Provision 1.

Changes to 1.(2): Date of entry in Supplementary Provision 3.

### **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>CHAPTER III GENERAL MEETING OF SHAREHOLDERS</p> <p>Article 11. Convocation An ordinary general meeting of shareholders of the Company shall be convened in March each year and an extraordinary general meeting of shareholders may be convened whenever necessary.</p> <p>(new)</p> <p>Article 12-13 (remain the same)</p> <p>Article 14. Disclosure and Deemed Delivery of the Reference Material, etc. via Internet Upon convocation of the general meeting of shareholders, the Company may be deemed to have delivered to shareholders information concerning matters required to be disclosed or presented in the Reference Material, the Business Report, the financial documents and the consolidated financial documents (including accounting audit report and audit report on such consolidated financial documents) by disclosure of such information via the Internet in accordance with the Ministry of Justice Ordinance.</p> <p>(new)</p> <p>Article 15-39 (remain the same)</p> <p>(new)</p>	<p>CHAPTER III GENERAL MEETING OF SHAREHOLDERS</p> <p>Article 11. Convocation 1. An ordinary general meeting of shareholders of the Company shall be convened in March each year and an extraordinary general meeting of shareholders may be convened whenever necessary. <u>2 The Company may have a general meeting of shareholders without a fixed place.</u></p> <p>Article 12-13 (remain the same)</p> <p>(delete)</p> <p><u>Article 14. Electronic Provision Measures, etc.</u> <u>1. The Company shall, upon convocation of a General Meeting of Shareholders, take measures to provide electronically the information contained in the Reference Documents for General Meeting of Shareholders, etc.</u> <u>2 The Company may choose not to include all or part of the matters to be provided electronically, which are specified in the applicable Ordinance of the Ministry of Justice, in the documents to be delivered to the shareholders who have requested the delivery of documents by the Record Date for Voting Rights.</u></p> <p>Article 15-39 (remain the same)</p> <p>(Supplementary Provisions) <u>1. The establishment of Article 11 (Convocation), Paragraph 2 of the Proposed Amendment to the Articles of Incorporation shall become effective on the date of confirmation by the Minister of Economy, Trade and Industry and the Minister of Justice pursuant to the provisions of the Act for Partial Revision of the Industrial Competitiveness Enhancement Act, etc. (Act No. 70 of Reiwa 3rd) (hereinafter referred to as the "Confirmation Date").</u></p>

	<p><u>2.The preceding paragraph and this paragraph shall be deleted on the date of confirmation.</u></p> <p><u>3.The deletion of Article 14 (Disclosure and Deemed Delivery of the Reference Material, etc. via Internet) and the establishment of Article 14 (Electronic Provision Measures, etc.) of the Proposed Amendment shall become effective as of the date of enforcement of the amendment stipulated in the proviso to Article 1 of the Supplementary Provisions of the Act for Partial Revision of the Companies Act (Act No. 70 of Reiwa 1st) (hereinafter referred to as the "Effective Date").</u></p> <p><u>4.Notwithstanding the provisions of the preceding paragraph, Article 14 of the current Articles of Incorporation shall remain in force with respect to the general meeting of shareholders to be held on a date within six (6) months from the effective date.</u></p> <p><u>5.The third, fourth and this paragraph of the Supplementary Provisions shall be deleted after six (6) months have elapsed from the effective date or three (3) months have elapsed from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.</u></p>
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