

[Translation]



May 31, 2019

Company Name: ARTERIA Networks Corporation
Representative: Koji Kabumoto, Representative Director,
President & CEO
(Code No: 4423 TSE 1st section)
Inquiries: Seiichi Tateishi, Director, CFO, and
Managing Executive Officer
(TEL. 03-6823-0349)

Notice Regarding Partial Amendments to Articles of Incorporation

We hereby announce that at the meeting of the Board of Directors held on May 31, 2019, we decided to submit a proposal to amend to articles of incorporation at the Fourth Annual General Meeting of Shareholders to be held on June 27, 2019 (the “AGM”), as follows.

1. Purpose of Amendment to Articles of Incorporation

Pursuant to Article 460(I) of the Corporate Law, only the Board of Directors in our company is granted authority to make decisions regarding dividends of surplus, etc. Considering that financial statements for the fiscal year ended March 2019 have not been finalized, we decided to amend the articles of incorporation to enable our company to decide the amount of dividends of surplus, etc. not only at a meeting of the Board of Directors but also at the shareholders meeting, subject to the approval of the third proposal to the AGM, “Decrease in the Amount of Capital Reserve”, so that we may submit a proposal to make dividends of the surplus at the AGM as the fifth proposal of the AGM and distribute dividends with the approval of our shareholders.

2. Details of Amendment to Articles of Incorporation

Details of the amendments are as set forth below (the amended sections are underlined);

Present Articles of Incorporation	Proposed amendment
Article 39 (Decision-Making Body for Dividends of Surplus, etc.) The Company <u>shall</u> determine the matters stipulated in each item of Article 459(I) of the Companies Act, including dividends of surplus, etc., <u>not by a resolution at the shareholders meeting but</u> by a resolution of the Board of Directors unless otherwise provided by laws and regulations.	Article 39 (Decision-Making Body for Dividends of Surplus, etc.) The Company <u>may</u> determine the matters stipulated in each item of Article 459(I) of the Companies Act, including dividends of surplus, etc., by a resolution of the Board of Directors, unless otherwise stipulated by laws and regulations.

3. Schedule

- | | |
|--|----------------------|
| (1) Date of resolution by the board of Directors | May 31, 2019 (today) |
| (2) Scheduled date of the AGM approval | June 27, 2019 |
| (3) Scheduled effective date | June 27, 2019 |