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FOR IMMEDIATE RELEASE

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JT Announces Partial Amendments to Its Articles of Incorporation

Japan Tobacco Inc. (JT) (TSE:2914) announces that the Board of Directors has made resolutions concerning partial amendments to the Company's Articles of Incorporation.

1. Purpose of the Amendments

(1) To hold a general meeting of shareholders with its venue undesignated

The Act for Partially Amending the Industrial Competitiveness Enhancement Act and Other Related Acts (Act No. 70 of 2021) was enforced on June 16, 2021, enabling listed companies to hold a general meeting of shareholders with its venue undesignated (i.e., so-called "virtual-only" shareholders' meeting) under certain conditions, if such is defined in their articles of incorporation. Allowing for the event of large-scale disasters such as the spread of infectious diseases and natural disasters as well as an increasingly digitized society, we believe that expanding choices for the method of holding the General Meeting of Shareholders should contribute to the interests of our shareholders, and thus propose to amend Article 15 of the Articles of Incorporation to be able to hold the General Meeting of Shareholders at an undesignated venue.

As to the amendment to the Articles of Incorporation proposed in this Item, it has been confirmed by the Minister of Economy, Trade and Industry and the Minister of Justice pursuant to the Ordinance of the Ministry of Economy, Trade and Industry and the Ordinance of the Ministry of Justice that the requirements as set forth in the Ordinances as a case, which serves for strengthening industrial competitiveness while consideration is given to the interests of shareholders, are met.

(2) To prepare for the implementation of an electronic provision system for documents

The amending provisions provided in the proviso to Article 1 of the Supplementary Provisions of the Act for Partially Amending the Companies Act (Act No. 70 of 2019) will be enforced on September 1, 2022. To prepare for the implementation of an electronic provision system for documents for the General Meeting of Shareholders, the Company proposes to make the following amendments to the Articles of Incorporation of the Company.

• The clause on the deemed provision of the disclosure via the Internet of reference materials, etc., for the General Meeting of Shareholders (current Article 17 of the Articles of

Incorporation) is deleted as it will become unnecessary under the electronic provision system.

- The proposed amendment in Paragraph 1, Article 17 defines an electronic provision measure to be taken for information that constitutes the contents of reference materials, etc., for the General Meeting of Shareholders
- The proposed amendment in Paragraph 2, Article 17 is a new clause to place a restriction on the extent of the contents of written documents to be delivered to shareholders who request the delivery of written documents.
- As a result of the foregoing deletion and new clauses, supplementary provisions concerning the effective date, etc., are created.

2. Details of the Amendments

(1) To hold a general meeting of shareholders with its venue undesignated

(Underline indicates amended portions)

Current		Proposed Amendment	
Article 15. (Convocation)		Article 15. (Convocation)	
1.	The ordinary General Meeting of Shareholders of the Company shall be convened in March of every year and the extraordinary General Meeting of Shareholders may be convened at any time when deemed necessary by the Member of the Board previously appointed by the Board of Directors pursuant to the resolution of the Board of Directors.		(remains unchanged)
2.	If the Member of the Board appointed pursuant to the preceding paragraph is prevented from so acting, one of the other Members of the Board shall convene the General Meeting of Shareholders in his/her place in the order previously determined by resolution of the Board of Directors.		(remains unchanged)
<u>3.</u>	The General Meeting of Shareholders may be convened at the location of the Company's head office or its neighborhood.		(deleted)
	(newly established)	<u>3.</u>	The General Meeting of Shareholders of the Company may be convened at an undesignated location.

(Note) Some underlining does not coincide with the Japanese version because of translation adjustments.

(2) To prepare for the implementation of an electronic provision system for documents

	(Underline indicates amended portions)
Current	Proposed Amendment
Article 17. (Deemed provision of the	(deleted)
disclosure via the Internet of reference	
materials, etc. for General Meeting of	
Shareholders)	
When convening the General Meeting of	
Shareholders, the Company may be deemed	
to have provided shareholders with necessary	
information that should be described or	

Current	Proposed Amendment
presented in statutory documents, including reference materials for the General Meeting of Shareholders, business reports, non-consolidated and consolidated financial reports, if they are disclosed via the Internet in accordance with the ministerial ordinance of Ministry of Justice.	
(newly established)	 Article 17. (Electronic provision measure, etc.) 1. When convening the General Meeting of Shareholders, the Company shall take an electronic provision measure as set forth in Article 325-2 of the Companies Act for information that constitutes the contents of reference materials, etc., for the General Meeting of Shareholders. 2. The Company may not include all or part of the matters for an electronic provision measure as set forth in the Ordinance of the Ministry of Justice in documents to be delivered to shareholders who submit a request for the delivery of written documents under Article 325-5 of the Companies Act by the record date for voting rights.
SUPPLEMENTARY PROVISIONS (newly established)	 SUPPLEMENTARY PROVISIONS Article 5. (Transitional measures for electronic provision measure, etc.) 1. The deletion of the current Article 17 (Deemed provision of the disclosure via the Internet of reference materials, etc., for the General Meeting of Shareholders) of the Articles of Incorporation and the creation of the proposed amendment in Article 17 (Electronic provision measure, etc.) shall be effective from the date of enforcement of the amending provisions provided in the proviso to Article 1 of the Supplementary Provisions of the Act for Partially Amending the Companies Act (Act No. 70 of 2019) (the "Enforcement Date"). 2. Notwithstanding the preceding paragraph, the current Article 17 of the Articles of Incorporation shall be still effective for the General Meeting of Shareholders whose date falls within six months from the Enforcement Date. 3. This article shall be deleted after the later of either the date of the General Meeting of Shareholders whose from the date of the General Meeting of Shareholders whose date falls within six months from the provise of the General Meeting of Shareholders whose date falls within six months from the Enforcement Date.

3. Schedule

The Amendments will be effective upon ratification at the 37th Annual General Meeting of Shareholders scheduled for March 23, 2022 and following the approval by the Minister of Finance in accordance with the Japan Tobacco Inc. Act.

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Japan Tobacco Inc. is a leading international tobacco company with operations in more than 130 countries. With approximately 58,000 employees, it manufactures and sells some of the world's best-known brands including Winston, Camel, MEVIUS and LD. The JT Group is committed to investing in Reduced-Risk Products (RRP) and currently markets its heated tobacco products under its Ploom brand and various e-cigarette products under its Logic brand. The Group is also present in the pharmaceutical and processed food businesses. For more information, visit https://www.jt.com/.

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