



May 31, 2017

Company Name: Universal Entertainment Corporation

Representative: Jun Fujimoto

Representative Director and President

(JASDAQ Code: 6425)

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Partial Amendment to the Articles of Incorporation

Universal Entertainment Corporation (hereinafter referred to as the “Company”) hereby announces that at the Meeting of its Board of Directors held today, it has been resolved that the proposed amendment to the Articles of Incorporation will be submitted as a proposal to be discussed at the 44th General Shareholders Meeting to be held on June 29, 2017 as follows.

1. Reason for Amendment

- (1) Currently, the business year of the Company is a period from April 1 of each year to March 31 of the following year. Now, in order to improve the global comparability of financial data and management transparency, the management has decided to change the business year of the Company to a period from January 1 of each year to December 31 of the same year and accordingly, the provisions of Articles 13, 14, 41 and 42 of the current Articles of Incorporation will be amended as necessary. Further, with the change of the business year, the 45th business year will be a period of 9 months, from April 1, 2017 through December 31, 2017 and accordingly, Supplementary Provision will be established as an interim measure.
- (2) Based on the medium-term management vision, in order to clarify the management responsibility for the long-term project execution that runs over one year, the management has decided to change the term of office of the directors from 1 year to 2 years, and accordingly Article 21 of the current Articles of Incorporation will be amended.
- (3) With the amendment to Article 21, the Company will no longer satisfy the requirement prescribed in Article 459, Paragraph 1 of the Companies Act. Therefore, Article 43 of the current Articles of Incorporation that sets out the Organ Determining Dividends from Surplus, etc. will be deleted. In addition, with this deletion, the article numbers will be moved up accordingly.
- (4) The text of Article 22 of the Articles of Incorporation that stipulates the Representative Director and Directors with Titles of the Company will be revised to be in consistent with the actual situation.

2. Contents of Amendment

(Suggested amendments are indicated by underline.)

Current Articles of Incorporation	Suggested Amendments
Articles 1 to 12 (Omitted)	Articles 1 to 12 (Remain unchanged)

(Convocation) Article 13 Annual Shareholders Meeting of the Company shall be called in <u>June</u> annually, and Extraordinary Shareholders Meeting may be called whenever necessary. (Record Date for Annual Shareholders Meeting) Article 14 The Company shall prescribe the shareholders with voting rights who are stated or recorded in the latest shareholders registry as of <u>March 31</u> every year as the shareholders who may exercise their rights at the Annual Shareholders Meeting for the applicable business year. Articles 15 to 20 (Omitted) (Directors' Term of Office) Article 21 Directors' term of office shall continue until the conclusion of the Annual Shareholders Meeting for the last business year which ends within <u>1</u> year from the time of their election. (Representative Director and Directors with Titles) Article 22 The Company shall elect a Representative Director in accordance with resolutions by the Board of Directors. ② The Company may elect <u>one Chairman of the Board of Directors and one Director and President</u> respectively in accordance with resolutions by the Board of Directors, and may elect a few Vice Chairmen of the Board of Directors, Director and Vice Presidents, Senior Managing Directors and Managing Directors <u>as necessary</u>. Articles 23 to 40 (Omitted) (Business Year) Article 41 The business year of the Company shall be the 1-year period from <u>April 1 of each year to March 31 of the following year</u>.	(Convocation) Article 13 Annual Shareholders Meeting of the Company shall be called in <u>March</u> annually, and Extraordinary Shareholders Meeting may be called whenever necessary. (Record Date for Annual Shareholders Meeting) Article 14 The Company shall prescribe the shareholders with voting rights who are stated or recorded in the latest shareholders registry as of <u>December 31</u> every year as the shareholders who may exercise their rights at the Annual Shareholders Meeting for the applicable business year. Articles 15 to 20 (Remain unchanged) (Directors' Term of Office) Article 21 Directors' term of office shall continue until the conclusion of the Annual Shareholders Meeting for the last business year which ends within <u>2</u> years from the time of their election. (Representative Director and Directors with Titles) Article 22 The Company shall elect a Representative Director in accordance with resolutions by the Board of Directors. ② The Company may elect <u>one Director and President</u> in accordance with resolutions by the Board of Directors, and may elect <u>one Chairman of the Board of Directors</u>, a few Vice Chairmen of the Board of Directors, Director and Vice Presidents, Senior Managing Directors and Managing Directors <u>as necessary</u>. Articles 23 to 40 (Remain unchanged) (Business Year) Article 41 The business year of the Company shall be the 1-year period from <u>January 1 of each year to December 31 of the same year</u>.
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(Record Date for Dividends from Surplus) Article 42 The Company may pay dividends from surplus to shareholders and/or registered share pledgees who are stated or recorded on the latest shareholder registry as of <u>March 31</u> every year. ② The Company may pay dividends from surplus to shareholders and/or registered share pledgees who are stated or recorded on the latest shareholder registry as of <u>September 30</u> every year. ③ (Omitted) (Organ Determining Dividends from Surplus, etc.) Article 43 Unless otherwise provided for in laws and regulations, the Company shall determine the matters provided for in each of the items of Paragraph 1 in Article 459 of the Companies Act that concern dividends from surplus, etc. not through resolutions of the Shareholders Meeting but through those of the Board of Directors. Article <u>44</u> (Omitted) (Newly established.)	(Record Date for Dividends from Surplus) Article 42 The Company may pay dividends from surplus to shareholders and/or registered share pledgees who are stated or recorded on the latest shareholder registry as of <u>December 31</u> every year. ② The Company may pay dividends from surplus to shareholders and/or registered share pledgees who are stated or recorded on the latest shareholder registry as of <u>June 30</u> every year. ③ (Remain unchanged) (Deleted) Article <u>43</u> (Same as Article 44 of the current Articles of Incorporation) <u>(Supplementary Provision)</u> <u>Notwithstanding the provisions of Article 41 (Business Year), the term of the 45th business year shall be from April 1, 2017 to December 31, 2017. This Supplementary Provisions shall be deleted after the expiration of the 45th business year.</u>
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3. Schedule

Scheduled date for the General Shareholders Meeting for proposed amendments to the Articles of Incorporation.
June 29, 2017

Effective date of amendment to the Articles of Incorporation

Upon closing of the 44th General Shareholders Meeting to be held on June 29, 2017.