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## Cover Page

Document Name:	Extraordinary Report
Filed with:	The Director-General of the Kanto Local Finance Bureau
Filing Date:	June 22, 2021
Corporate Name:	Gurunavi, Inc.
Name and Title of Representative:	Akio Sugihara, President and Representative Director
Location of Head Office:	1-2-2 Yurakucho, Chiyoda-ku, Tokyo
Telephone Number:	(03)3500-9700
Name of Contact Person:	Teruhisa Yamada, Senior Managing Executive Officer
Nearest Contact Location:	1-2-2 Yurakucho, Chiyoda-ku, Tokyo
Telephone Number:	(03)3500-9700
Name of Contact Person:	Teruhisa Yamada, Senior Managing Executive Officer
Place of Public Inspection of the Extraordinary Report:	Tokyo Stock Exchange, Inc. (2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

## 1. Reason for Filing

Gurunavi, Inc. (the “Company”) is filing this Extraordinary Report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Law and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc. to report the approval of resolutions at the 32nd Ordinary General Meeting of Shareholders (the “Ordinary General Meeting”) of the Company held on June 21, 2021.

## 2. Description of Report

### (1) Date on which the Ordinary General Meeting was held:

June 21, 2021

### (2) Details of the matters resolved:

#### Item 1: Reduction in the Amount of Stated Capital

Reduction in the amount of stated capital in accordance with the provisions of Paragraph 1, Article 447 of the Companies Act and transfer the entire amount to other capital surplus in order to ensure flexibility and mobility in the Company’s future capital policies.

Amount of stated capital to be reduced: 2,234,300,000 yen

Effective date: July 30, 2021

#### Item 2: Reduction in the Amount of Capital Reserves

Reduction in the amount of capital reserves in accordance with the provisions of Paragraph 1, Article 448 of the Companies Act and transfer the entire amount to other capital surplus in order to ensure flexibility and mobility in the Company’s future capital policies.

Amount of capital reserves to be reduced: 2,884,780,625 yen

Effective date: July 30, 2021

#### Item 3: Partial Amendments to the Articles of Incorporation

Change and addition of business purposes to Article 2 (Objectives of the Company) of the current Articles of Incorporation in order to address the future diversification of the Company’s operations and adjusting paragraph numbering based on the addition of a new paragraph.

#### Item 4: Election of Seven (7) Directors

Reelection of Mr. Hisao Taki, Mr. Akio Sugihara, Mr. Koichi Tsukihara, Mr. Hidehiko Sato, Mr. Hirohisa Fujiwara, Mr. Kazunori Takeda and Ms. Naho Kono as Directors.

#### Item 5: Election of One (1) Auditor

Reelection of Mr. Kiyoshi Suzuki as Corporate Auditor.

**(3) The number of voting rights relating the indication of “for”, “against” or “abstention” for each item; Requirement approving the item; and Results of resolutions.**

Proposal	For	Against	Abstention	Resolution Requirements	Resolution Results (Percentage of affirmative votes)
Item 1	354,115	1,770	0	(Note) 2	Approved (99.36%)
Item 2	354,082	1,803	0	(Note) 1	Approved (99.35%)
Item 3	354,655	1,230	0	(Note) 2	Approved (99.51%)
Item 4					
Hisao Taki	345,431	10,453	0		Approved (96.92%)
Akio Sugiara	352,357	3,174	353		Approved (98.87%)
Koichi Tsukihara	345,855	10,029	0		Approved (97.04%)
Hidehiko Sato	353,039	2,845	0	(Note) 3	Approved (99.06%)
Hirohisa Fujiwara	348,624	7,260	0		Approved (97.82%)
Kazunori Takeda	307,062	48,822	0		Approved (86.16%)
Naho Kono	307,209	48,675	0		Approved (86.20%)
Item 5					
Kiyoshi Suzuki	351,974	3,911	0	(Note) 3	Approved (98.76%)

- (Note) 1. Approval of a majority of the voting rights held by the shareholders present at the meeting is required.
2. Approval of not less than two-thirds (2/3) of the voting rights held by shareholders present at the meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.
3. Approval of a majority of the voting rights held by the shareholders present at the meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.

**(4) Reason why a portion of the voting rights held by the shareholders present at the meeting was not added to the number of voting rights:**

The requirement for adoption of each proposal was satisfied and resolutions have been legally adopted pursuant to the Companies Act by aggregating the votes exercised prior to the meeting and votes of shareholders present at the meeting whose indication as to each proposal was confirmed. Therefore, of the voting rights held by the shareholders present at the meeting, the number of voting rights whose intention of for, against or abstention was not confirmed has not been included in the calculation.