

[Translation]



May 11, 2023

Company Name: ARTERIA Networks Corporation  
Representative: Koji Kabumoto, Representative Director,  
President & CEO  
(Code No.:4423 Prime Market of the TSE )  
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& CFO  
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**Notice on Dividends of Surplus (No Dividend)**

We hereby announce that at a meeting of the Board of Directors held today we resolved that we will not pay an interim dividend with a record date of September 30, 2023 and a year-end dividend for the fiscal year ending March 31, 2024, subject to the settlement of the tender offer (the “Tender Offer”) for the Company’s common shares (the “Company Shares”), by Marubeni Corporation and SECOM CO., LTD. (the “Tender Offerors”) as stated in the “Notice of Opinion Regarding Planned Commencement of Tender Offer for Shares of ARTERIA Networks Corporation by the Controlling Shareholders Marubeni Corporation and SECOM CO., LTD.” (the “Notice of Opinion”).

1. Details of dividends

(1) Interim dividend with record date of September 30, 2023

	Determined amount	Latest dividend forecast	Previous fiscal year (fiscal year ended March 31, 2023)
Record date	September 30, 2023	-	September 30, 2022
Dividend per share	0.00 yen	-	30.26 yen
Total amount of dividend	-	-	1,511 million yen
Effective date	-	-	December 9, 2022
Dividend resource	-	-	Retained earnings

(2) Year-end dividend with a record date of March 31, 2024

	Determined amount	Latest dividend forecast	Previous fiscal year (fiscal year ended March 31, 2023)
Record date	March 31, 2024	-	March 31, 2023
Dividend per share	0.00 yen	-	30.26 yen
Total amount of dividend	-	-	1,511 million yen
Effective date	-	-	June 13, 2023
Dividend resource	-	-	Retained earnings

(Note) Resolved at the meeting of Board of Directors today

2. Reason

At the meeting of the Board of Directors held today, a resolution was made stating that if the Tender Offer commences, the position of the Company as of this date is that it will declare a position in support of the Tender Offer and that it will recommend the Company's shareholders to accept the Tender Offer.

The above resolution of the Board of Directors is made on the premise that a series of transactions to achieve the Tender Offer, including transactions with the purpose of making the Tender Offerors the only shareholders of the Company's through the Tender Offer and the subsequent series of transactions is contemplated, and that the Company Shares are scheduled to be delisted. Please refer to the Notice of Opinion for details.

Our basic policy for dividend distributions is to provide stable dividends while retaining internal reserves for increasing our corporate value and strengthening our competitiveness.

However, the Tender Offerors indicated that the purchase price per share for the Company Shares in the Tender Offer was comprehensively judged and determined based on the assumption that an interim dividend with a record date of September 30, 2023; and a year-end dividend for the fiscal year ending March 31, 2024 would not be paid. Therefore, the meeting of the Board of Directors held today, the Company resolved not to pay an interim dividend with a record date of September 30, 2023 and a year-end dividend for the fiscal year ending March 31, 2024.