

To our Shareholders

Takeyuki Takahashi  
President, Representative Director  
Mitsui E&S Holdings Co., Ltd.  
6-4, Tsukiji 5-chome, Chuo-Ku, Tokyo, Japan

## **Notice of the Resolutions at the 119<sup>th</sup> Ordinary General Meeting of Shareholders**

We would like to notify the matters reported and the resolutions made at the 119<sup>th</sup> Ordinary General Meeting of Shareholders of the Company held today as follows:

### **Matters Reported:**

- 1. Report of Business Report and Consolidated Financial Statements for the 119<sup>th</sup> Business Term from April 1, 2021 to March 31, 2022 (the “Term”) as well as Accounting Auditor’s Report and Board of Corporate Auditors’ Report on the Consolidated Financial Statements**

The content of the aforesaid Business Report, Consolidated Financial Statements and the results of the Auditors’ Reports were reported.

- 2. Report of Financial Statements for the Term**

The content of the aforesaid Financial Statements was reported.

### **Matters Resolved:**

#### **Agenda Item No.1: Partial amendments to the Articles of Incorporation (1)**

This Agenda was approved as proposed, and Class A Preferred Shares were added as a new class of shares, and provisions related to Class A Preferred Shares were newly established in the Articles of Incorporation in order to facilitate the issuance of Class A Preferred Shares raised in Agenda Item No.2.

#### **Agenda Item No.2: Issuance of class A preferred shares through third-party allotment**

This Agenda was approved as proposed, and it was resolved that 18,000,000 Class A Preferred Shares will be issued through a third-party allotment to SMBCCP Investment Limited Partnership 1.

#### **Agenda Item No.3: Reduction of the amount of stated capital and capital reserve**

This Agenda was approved as proposed, and it was resolved that the amounts of stated capital and capital reserve will be reduced and transferred to other capital surplus, subject to the completion of the payment in return for the third-party allotment of Class A Preferred Shares approved by Agenda Item No.2. Such reduction of the amounts of stated capital and capital reserved will take effect on June 30, 2022.

**Agenda Item No.4: Appropriation of surplus**

This Agenda was approved as proposed, and it was resolved that subject to the reduction of the amounts of stated capital and capital reserve approved by Agenda No.3 taking effect, a portion of other capital surplus, which will increase as a result of such reduction of the amount of stated capital and capital reserve, will be transferred to retained earnings brought forward in order to ameliorate the deficit. Such appropriation of surplus will take effect on June 30, 2022.

**Agenda Item No.5: Partial amendments to the Articles of Incorporation (2)**

This Agenda was approved as proposed, and it was resolved that Article 1 (Trade Name) and Article 2 (Object) of the Articles of Incorporation will be amended subject to the absorption-type merger of the Company's two wholly-owned subsidiaries (Mitsui E&S Machinery Co., Ltd. and Mitsui E&S Business Service Co., Ltd.) into the Company taking effect. Such amendments will take effect on April 1, 2023.

**Agenda Item No.6: Partial amendments to the Articles of Incorporation (3)**

This Agenda was approved as proposed, and along with amendments to Articles 15, 23 and 24, necessary amendments were made to the Articles of Incorporation in preparation for the introduction of the system for providing general shareholder meeting materials in electronic format.

**Agenda Item No.7: Election of seven (7) Directors**

This Agenda was approved as proposed, and six (6) Directors, Messrs. Ryoichi Oka, Takeyuki Takahashi, Taketsune Matsumura, Keigo Matsubara, Toshikazu Tanaka, and Yoshio Haga were re-elected, and they assumed the office with immediate effect. In addition, one (1) Director, Mr. Haruyuki Nagata was newly elected, and he assumed the office with immediate effect.

At the Board of Directors meeting held immediately after the close of this Ordinary General Meeting of Shareholders, the resolution was made to determine Directors assuming the office of Representative Directors and Directors with specific titles. As the result, the Directors assuming the office of the Representative Directors and the Directors with specific titles are as follows:

Mr. Ryoichi Oka	Chairman of the Board of Directors
Mr. Takeyuki Takahashi	President, Representative Director
Mr. Taketsune Matsumura	Vice President, Representative Director
Mr. Keigo Matsubara	Vice President, Representative Director

**Payment of the Term-End Dividend**

We deeply apologize for all of you that we could not provide dividend for the Term-end.