

To our Shareholders

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

Notice of the Resolutions at the 120th Ordinary General Meeting of Shareholders

We would like to notify the matters reported and the resolutions made at the 120th 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 120th Business Term from April 1, 2022 to March 31, 2023 (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: Appropriation of surplus

This Agenda was approved as proposed, and it was resolved that the year-end dividend on common share is 3.00 yen per share, Class A preferred share is 29.384 yen per share, and Effective date of appropriation of surplus is June 29, 2023.

Agenda Item No.2: Partial amendments to the Articles of Incorporation

This Agenda was approved as proposed, and we excuted amendments necessary for the transition to a company with an audit and supervisory committee, amendment of business objectives, and other general amendments

Agenda Item No.3: Election of four (4) Directors (excluding Directors who are Audit and Supervisory Committee Members)

This Agenda was approved as proposed, and three (3) Directors, Messrs. Takeyuki Takahashi, Taketsune Matsumura, and Haruyuki Nagata were re-elected, and they assumed the office with immediate effect. In addition, one (1) Director, Mr. Ichiro Tanaka was newly elected, and he assumed the office with immediate effect.

Agenda Item No.4: Election of three (3) Directors who are Audit and Supervisory Committee Members

This Agenda was approved as proposed, and three (3) Directors, Mr. Yuuichi Shiomi, Koichi Tanaka, and Koichi Kawasaki were newly elected, and he assumed the office with immediate effect.

Agenda Item No.5: Election of two (2) Directors who are Substitute Audit and Supervisory Committee Members

This Agenda was approved as proposed, and two (2) Directors who are Substitute Audit and Supervisory Committee Members, Mr. Shoichi Taguchi, and Akira Takenouchi were elected.

Agenda Item No.6: Establishment of amount of compensation for Directors (excluding Directors who are Audit and Supervisory Committee Members)

This Agenda was approved as proposed, and it was resolved that the maximum amount of compensation for Directors (excluding Directors who are Audit and Supervisory Committee Members) shall be no more than 320 million yen per year.

Agenda Item No.7: Establishment of amount of compensation for Directors who are Audit and Supervisory Committee Members

This Agenda was approved as proposed, and it was resolved that the maximum amount of compensation for Directors who are Audit and Supervisory Committee Members shall be no more than 50 million yen per year.

The conclusion of the approval of Agenda Item No. 2: “Partial Amendments to the Articles of Incorporation,” the Company transitioned to a company with an audit and supervisory committee. 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 composition of Directors is as follows:

Mr. Takeyuki Takahashi	President, Representative Director
Mr. Taketsune Matsumura	Vice President, Representative Director
Mr. Ichiro Tanaka	Director
Mr. Haruyuki Nagata	Outside Director
Mr. Yuuichi Shiomi	Director, Full-time Audit and Supervisory Committee Members
Mr. Koichi Tanaka	Outside Director, Audit and Supervisory Committee Members
Mr. Koichi Kawasaki	Outside Director, Audit and Supervisory Committee Members

Payment of the Term-End Dividend

In accordance with the resolution at the Ordinary General Meeting of Shareholders held today, the Company will pay the Term-end Dividend in a following manner;

- (1) To the Shareholders who designated payment by transfer to bank account, Dividend Statement is enclosed.

- (2) To the Shareholders who did not designate payment by transfer to bank account, “Dividend Receipt” is enclosed, and they are requested to receive payment at a nearby post bank or post office by presenting “Dividend Receipt” during the payment period from June 29, 2023 through July 31, 2023.
To Shareholders receiving dividend by “Dividend Receipt”, also Dividend Statement is enclosed for the use of confirming the amount of dividend.