

June 22, 2022

Mitsui & Co., Ltd.

Notice of Resolutions Adopted at the 103rd Ordinary General Meeting of Shareholders

The following Reports and Resolutions were made at the 103rd Ordinary General Meeting of Shareholders on June 22, 2022.

**MATTERS TO BE REPORTED:**

1. Reports on the Business Report, Consolidated Financial Statements for the 103rd Fiscal Year (from April 1, 2021 to March 31, 2022), and the Results of the Audit thereof by the Independent Auditor and the Audit & Supervisory Board.
2. Reports on the Financial Statements for the 103rd Fiscal Year (from April 1, 2021 to March 31, 2022).

**RESOLUTIONS:**

Item 1: Dividend of Surplus for the 103rd Fiscal Year:

The above proposal was approved and passed as originally proposed. It was resolved that the year-end dividend for the 103rd Fiscal Year is ¥60 per share and the date that the dividend of surplus becomes effective is June 23 2022. Since an interim dividend of ¥45 per share was paid to shareholders in December 2021, the annual dividend for the 103rd Fiscal Year is ¥105 per share.

Item 2: Amendment to the Articles of Incorporation:

The above proposal was approved and passed as originally proposed. The details of the amendment are as follows:

(Amendments are underlined.)

Current Articles of Incorporation	Proposed Amendments
( <u>INTERNET POSTING OF REFERENCE MATERIALS FOR GENERAL MEETINGS OF SHAREHOLDERS, AND DEEMED PROVISION OF INFORMATION</u> ) <u>Article 15.</u> <u>The Company may, in convening a General Meetings of Shareholders, post on the Internet information required to be recorded or indicated in reference documents for General Meetings of Shareholders, business reports, financial statements and</u>	<Deleted>

Current Articles of Incorporation	Proposed Amendments
<p><u>consolidated financial statements in accordance with the provisions of laws and regulations. Such posting of information may be deemed to constitute provision of such information to shareholders.</u></p> <p>&lt;Newly established&gt;</p>	<p><u>(MEASURES, ETC. FOR PROVIDING INFORMATION IN ELECTRONIC FORMAT)</u></p> <p><u>Article 15.</u></p> <p><u>1. When the Company convenes a General Meeting of Shareholders, it shall take measures for providing information that constitutes the content of reference documents for the General Meeting of Shareholders, etc. in electronic format.</u></p> <p><u>2. Among items for which the measures for providing information in electronic format will be taken, the Company is not required to state all or some of those items designated by the Ministry of Justice Order in statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.</u></p>
<p>&lt;Newly established&gt;</p>	<p><u>(Supplementary Provisions)</u></p> <p><u>1. Article 15 in the amended Articles of Incorporation shall be effective from September 1, 2022, which is the date of enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter referred to as the "Date of Enforcement").</u></p> <p><u>2. Notwithstanding the provision of the preceding paragraph, Article 15 of the pre-amended Articles of Incorporation (INTERNET POSTING OF REFERENCE MATERIALS FOR GENERAL MEETINGS OF SHAREHOLDERS, AND DEEMED PROVISION OF INFORMATION) shall remain effective regarding any General Meeting of</u></p>

Current Articles of Incorporation	Proposed Amendments
	<p data-bbox="855 264 1417 338"><u>Shareholders held on a date within six months from the Date of Enforcement.</u></p> <p data-bbox="823 367 1437 584"><u>3. These Supplementary Provisions shall be deleted on the date when six months have elapsed from the Date of Enforcement or three months have elapsed from the date of the General Meeting of Shareholders in the preceding paragraph, whichever is later.</u></p>

Item 3: Election of Fourteen (14) Directors:

The following fourteen (14) persons were elected and assumed their offices as Directors: Tatsuo Yasunaga, Kenichi Hori, Yoshio Kometani, Motoaki Uno, Yoshiaki Takemasu, Kazumasa Nakai, Tetsuya Shigeta, Makoto Sato, Toru Matsui, Izumi Kobayashi, Jenifer Rogers, Samuel Walsh, Takeshi Uchiyamada, and Masako Egawa.

Item 4: Election of One (1) Audit & Supervisory Board Member:

The following person was elected and assumed her office as Audit & Supervisory Board Member:  
Yuko Tamai

As a result of selection of Representative Directors at the meeting of the Board of Directors and selection of full time Audit & Supervisory Board Members at the meeting of Audit & Supervisory Board Members, respectively, which were held after the 103rd Ordinary General Meeting of Shareholders, the Representative Directors, Directors and Audit & Supervisory Board Members are as follows:

Name	Title
Tatsuo Yasunaga	Representative Director, Chair of the Board of Directors
Kenichi Hori	Representative Director, President and Chief Executive Officer
Yoshio Kometani	Representative Director
Motoaki Uno	Representative Director
Yoshiaki Takemasu	Representative Director
Kazumasa Nakai	Representative Director
Tetsuya Shigeta	Representative Director
Makoto Sato	Representative Director
Toru Matsui	Representative Director
Izumi Kobayashi	Director
Jenifer Rogers	Director
Samuel Walsh	Director
Takeshi Uchiyamada	Director

Masako Egawa	Director
Makoto Suzuki	Audit & Supervisory Board Member (Full-time)
Kimiro Shiotani	Audit & Supervisory Board Member (Full-time)
Hiroshi Ozu	Audit & Supervisory Board Member
Kimitaka Mori	Audit & Supervisory Board Member
Yuko Tamai	Audit & Supervisory Board Member

Notes:

Izumi Kobayashi, Jenifer Rogers, Samuel Walsh, Takeshi Uchiyamada and Masako Egawa are External Directors. Hiroshi Ozu, Kimitaka Mori and Yuko Tamai are External Audit & Supervisory Board Members.

Item 5: Revision of Remuneration for Directors:

The above proposal was approved and passed as originally proposed. It was resolved that the Company introduce a new performance-linked restricted stock remuneration plan for Directors (excluding External Directors), it increase the amount of the results-linked bonus from within ¥700 million per year to ¥1.5 billion per year, and it replace the existing stock performance-linked restricted stock remuneration with the tenure-linked restricted-stock remuneration.