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(Stock Exchange Code 7105) June 14, 2021

#### To Shareholders with Voting Rights:

Takashi Kubo President and CEO Mitsubishi Logisnext Co., Ltd. 2-1-1, Higashi-kotari, Nagaokakyo City, Kyoto

# NOTICE OF THE 120TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We are pleased to notify you that the 120th Annual General Meeting of Shareholders of Mitsubishi Logisnext Co., Ltd. (the "Company") will be held for the purposes as described below.

To avoid the risk of spreading COVID-19 at the Annual General Meeting of Shareholders, shareholders are requested to, wherever possible, refrain from attendance at the General Meeting of Shareholders, and instead exercise their voting rights in writing (by postal mail) or by electromagnetic means (via the Internet, etc.) in advance.

When exercising voting rights in advance, please review the attached "Reference Documents for the General Meeting of Shareholders" and exercise your voting rights by 4:50 p.m. on Monday, June 28, 2021, Japan time.

1. Date and Time: Tuesday, June 29, 2021 at 10:00 a.m. Japan time

(Reception opens at 9:00 a.m.)

**2. Place:** Main hall at the Corporate Headquarters located at

2-1-1, Higashi-kotari, Nagaokakyo City, Kyoto, Japan

3. Agenda:

Matters to be reported: 1. The Business Report, Consolidated Financial Statements for the Company's

120th Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits by the Accounting Auditor and the Audit and Supervisory Board of the

Consolidated Financial Statements

2. Non-consolidated Financial Statements for the Company's 120th Fiscal Year

(April 1, 2020 - March 31, 2021)

Proposals to be resolved:

**Proposal 1:** Dividend of Surplus

**Proposal 2:** Election of Eight (8) Directors

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Of the documents to be attached to this Notice, "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements are posted on the Company's website (https://www.logisnext.com/) in accordance with provisions of laws and regulations as well as the Company's Articles of Incorporation and therefore are not included in the documents attached to this Notice.
  - The Consolidated Financial Statements and Non-consolidated Financial Statements that were audited by the Audit and Supervisory Board Members and the Accounting Auditor include the "Notes to the Consolidated Financial Statements" and "Notes to the Non-consolidated Financial Statements" mentioned above, in addition to the documents attached to this Notice.
- Should the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (https://www.logisnext.com/).
- If you wish to make a diverse exercise of your voting rights, please notify the Company of your intention and the reason therefor in writing not later than three (3) days before the Annual General Meeting of Shareholders.

### **Guide to Exercising Voting Rights**

Voting rights at the General Meeting of Shareholders are important rights of shareholders.

Please review the attached "Reference Documents for the General Meeting of Shareholders" and exercise your voting rights.

You can exercise your voting rights by one of the following three methods.

■ Attend the General Meeting of Shareholders

Please submit the enclosed Voting Rights Exercise Form at the reception desk.

Date and Time: Tuesday, June 29, 2021 at 10 a.m. (Reception opens at 9 a.m.)

■ Exercise voting rights in writing (by postal mail)

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it by post without attaching a postage stamp.

Deadline: Monday, June 28, 2021 at 4:50 p.m., Japan time (Your mail must arrive by the deadline above.)

■ Exercise voting rights via the Internet, etc.

Please follow the instructions on the next page to indicate your vote for or against the proposals.

Deadline: Monday, June 28, 2021 at 4:50 p.m., Japan time (Your votes must be entered by the deadline above.)

Institutional investors may use the electronic voting platform for institutional investors, operated by ICJ, Inc.

# **Reference Documents for the General Meeting of Shareholders**

## **Proposal 1:** Dividend of Surplus

The basic policy of the Company's dividend policy, etc. is to maintain stable profit returns, while securing internal reserves appropriately in preparation for future growth.

However, our business results for the 120th fiscal year were harsh as described in the Business Report. We regret to propose to pay a year-end dividend of 8 yen per share for the fiscal year under review, a decrease of 5 yen from the 13 yen per share paid out in the previous fiscal year.

1. Type of Dividends

Cash

2. Allotment of dividend assets to shareholders and total amount of dividends

Common stock of the Company: 8 yen per share Total amount: 852,598,376 yen

3. Date that the dividend of surplus becomes effective June 30, 2021

# **Proposal 2:** Election of Eight (8) Directors

The terms of office of all seven (7) Directors will expire at the conclusion of this year's Annual General Meeting of Shareholders. Taking this opportunity, we propose to elect eight (8) Directors by increasing the number of Directors by one (1) to strengthen our management structure.

The candidates are as follows:

No.		Name		Positions and Responsibilities	Significant concurrent positions
1	Reappointment	Takashi Kubo		President and CEO	
2	Reappointment	Shinji Fujita		Director Senior Executive Officer Division Head, General Manager, Quality Management Office	
3	Reappointment	Masayuki Suematsu		Director	Senior Vice President, Mitsubishi Heavy Industries, Ltd. Head of Business Strategy Office, Mitsubishi Heavy Industries, Ltd.
4	Reappointment	Ken Okochi	External Director  Independent Director	Director	
5	Reappointment	Osamu Ando	External Director  Independent Director	Director	President, Shimadzu Access Corporation
6	Reappointment	Kyoko Kobayashi	External Director Independent Director	Director	Lawyer, Partner, Irokawa Legal Professional Corporation External Audit and Supervisory Board Member, KAWAKAMI PAINT MANUFACTURING CO., LTD.
7	Newly appointed	Takashi Mikogami			Executive Vice President, President and CEO, Logistics, Thermal & Drive Systems, Mitsubishi Heavy Industries, Ltd.
8	Newly appointed	Hirokazu Watanabe		Senior Vice President Head of Domestic Sales and Marketing Headquarters	

No.	Name (Date of birth)	Brief career summary and important concurrent duties	Number of shares owned	Special interests with the
	(Date of offili)	• •	(Common stock)	Company
		Apr. 1984 Joined Mitsubishi Heavy Industries, Ltd.		
	Takashi Kubo	Apr. 2009 Vice President, MITSUBISHI HEAVY INDUSTRIES		
	(August 12, 1961)	FORKLIFT (DALIAN) CO., LTD.		
	(Mugust 12, 1901)	Apr. 2010 President, Mitsubishi Caterpillar Forklift Asia Inc.		
	[Reappointment]	Oct. 2011 President, MITSUBISHI HEAVY INDUSTRIES		
	[reappointment]	FORKLIFT (DALIAN) CO., LTD.		
		Jun. 2013 Executive Officer, the Company		
		Oct. 2017 Division Head, General Manager, Quality Management	1,200	None
		Office, the Company	1,200	TVOILE
	Mallal.	Feb. 2019 Head of Overseas Sales and Marketing Headquarters, the		
		Company		
		Jun. 2019 Senior Executive Officer, the Company		
		Apr. 2020 Division Head, General Manager, Strategic Planning		
1		Office, the Company		
		Jun. 2020 President, the Company (to present)		
		CEO, the Company (to present)		

- Years of service as Director: 1
- Attendance at Board of Directors meetings in fiscal year under review: 12 out of 12 meetings (100%)

As President, Mr. Takashi Kubo has overseen overall business execution of the corporate group, fulfilled his accountability to the Board of Directors, and conducted decision making on important matters and management supervision appropriately. He has demonstrated strong leadership in an aim to realize the corporate philosophy and achieve the Mid-Term Management Plan, and has steadily evolved the Company through promoting global management and development of a highly transparent organization.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him as a candidate for Director.

- 1. The figures for Mr. Takashi Kubo's attendance at meetings of the Board of Directors are stated for meetings held in the fiscal year under review after his assumption of office as Director of the Company on June 25, 2020.
- 2. The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as a party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. If the reappointment of the candidate is approved, the Company will continue to include the candidate as an insured person under the insurance contract. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.

N	Name	5.0	Number of	Special interests
No.	(Date of birth)	Brief career summary and important concurrent duties	shares owned	with the
	` ′		(Common stock)	Company
		Apr. 2005 Chief of Product Planning Office, Industrial Machinery		
		Engineering Division, NISSAN MOTOR CO., LTD.		
		Oct. 2010 General Manager of Product Development Division,		
		Nissan Forklift Co., Ltd.		
	Shinji Fujita	Apr. 2013 Vice President, General Manager of Research and		
	(February 14, 1960)	Development Division, UniCarriers Corporation		
		Oct. 2013 Senior Vice President, UniCarriers Corporation		
	[Reappointment]	Jun. 2014 Director, UniCarriers Corporation		
		Aug. 2014 General Manager of Purchasing Division, UniCarriers		
		Corporations		
		Oct. 2015 General Manager of Global R&D Center, Research and	3,100	None
	Warran .	Development Division, UniCarriers Corporation		
	-	General Manager of R&D Onomichi Center, Research		
		and Development Division, UniCarriers Corporation		
		Jun. 2017 Director, the Company (to present)		
2		Oct. 2017 Senior Executive Officer, the Company (to present)		
_		Head of Engineering Headquarters		
		Feb. 2019 Division Head, General Manager, Product Planning		
		Office, the Company		
		Apr. 2020 Division Head, General Manager, Quality Management		
		Office, the Company (to present)		

- Years of service as Director: 4
- Attendance at Board of Directors meetings in fiscal year under review: 16 out of 16 meetings (100%)

As Director, Mr. Shinji Fujita has fulfilled his accountability to the Board of Directors mainly from a technology and quality perspective, and conducted decision making on important matters and management supervision appropriately. With his proven track record and abundant business knowledge in the Company's technology development, he has led technology development and improvement of product quality of the Company from a global perspective as Senior Executive Officer.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him again as a candidate for Director.

#### (Notes)

The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as a party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. If the reappointment of the candidate is approved, the Company will continue to include the candidate as an insured person under the insurance contract. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.

	Name		Number of	Special interests
No.	(Date of birth)	Brief career summary and important concurrent duties	shares owned	with the
	(2000 01 011 111)		(Common stock)	Company
		Apr. 1986 Joined Mitsubishi Heavy Industries, Ltd.		
		May 2001 Controller, Mitsubishi Caterpillar Forklift Europe B.V.		
		May 2006 Chief of Planning & Administration Department, General		
		Machinery & Special Vehicles Business Headquarters,		
		Mitsubishi Heavy Industries, Ltd.		
		Jan. 2009 Deputy General Manager of Planning & Accounting		
		Department, General Machinery & Special Vehicles		
		Business Headquarters, Mitsubishi Heavy Industries, Ltd.		
	Masayuki Suematsu	Apr. 2011 Deputy General Manager of Planning & Administration		
	(August 25, 1963)	Department, General Machinery & Special Vehicles		
		Business Headquarters, Mitsubishi Heavy Industries, Ltd.		
	[Reappointment]	Jan. 2012 Managing Director, Mitsubishi Agricultural Machinery		
		Co., Ltd.		
		Apr. 2014 Deputy General Manager of Planning & Administration		
		Department, Business Strategy Division, the Machinery,	0	See Note 1
	Canal Canal	Equipment & Infrastructure Domain, Mitsubishi Heavy		below.
		Industries, Ltd.		
	Jan. 20	Jan. 2016 CEO, President, Mitsubishi Mahindra Agricultural		
		Machinery Co., Ltd.		
		Apr. 2019 Senior Vice President, Mitsubishi Heavy Industries, Ltd.		
3		(to present)		
		Head of Business Strategy Office and Senior General		
		Manager of Corporate Planning Department, Mitsubishi		
		Heavy Industries, Ltd.		
		Jun. 2019 Director, the Company (to present)		
		Apr. 2021 Head of Business Strategy Office, Mitsubishi Heavy		
		Industries, Ltd. (to present)		
		[Significant concurrent positions]		
		Senior Vice President, Mitsubishi Heavy Industries, Ltd.		
		Head of Business Strategy Office, Mitsubishi Heavy Industries, Ltd.		

- Years of service as Director: 2
- Attendance at Board of Directors meetings in fiscal year under review: 13 out of 16 meetings (81%)

After having held the position as CEO, President of Mitsubishi Mahindra Agricultural Machinery Co., Ltd., Mr. Masayuki Suematsu currently serves as Senior Vice President of Mitsubishi Heavy Industries, Ltd., and possesses abundant experience of business management and excellent insight. Based on his experience and insight, he has provided constructive opinions and suggestions on general management and conducted management supervision appropriately.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him again as a candidate for Director.

- 1. Mr. Masayuki Suematsu is Senior Vice President and Head of Business Strategy Office of Mitsubishi Heavy Industries, Ltd. Mitsubishi Heavy Industries, Ltd. owns 68,888,181 shares (or 64.64% of all shares) of the Company. A comprehensive capital and business partnership relationship exists between the Company and Mitsubishi Heavy Industries, Ltd. in which the Company commissions the production of finished products, parts for finished products and other components to Mitsubishi Heavy Industries, Ltd., and the Company procures them from Mitsubishi Heavy Industries, Ltd.
- 2. Mr. Masayuki Suematsu is currently and has in the past 10 years been an executive of Mitsubishi Heavy Industries, Ltd., which is the parent of the Company. Positions and responsibilities which Mr. Masayuki Suematsu holds currently and has held in the past 10 years at Mitsubishi Heavy Industries, Ltd. are stated in the above "Brief career summary and important concurrent duties"
- 3. The Company entered into an agreement with Mr. Masayuki Suematsu to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under such agreements was the amount stipulated by laws and regulations. If he is re-elected, the Company plans to renew the same agreement with him.
- 4. The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as a party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named

as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. If the reappointment of the candidate is approved, the Company will continue to include the candidate as an insured person under the insurance contract. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.

No.	Name	Brief career summary and important concurrent duties	Number of shares owned	Special interests with the
	(Date of birth)	(Date Of Diffil)	(Common stock)	
4	Ken Okochi (May 23, 1951)  [Reappointment] [External Director] [Independent Director]	Apr. 1974 Joined Mitsubishi Corporation  Nov. 1984 Assistant to President, Machinery Distribution, Inc. (US)  May 1994 Executive Vice President, in charge of Marketing,	(Common stock) 3,000	None

- Years of service as Director: 6
- Attendance at Board of Directors meetings in fiscal year under review: 16 out of 16 meetings (100%)

Based on his abundant experience of business management and excellent insight in overseas business and logistic equipment business, Mr. Ken Okochi has provided constructive opinions and suggestions on management strategies particularly from a global perspective. In addition, as a member of the Nomination compensation advisory committee, he has actively participated in deliberation and contributed to improvement of transparency and fairness with regard to nomination and compensation of officers.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him again as a candidate for External Director.

- 1. Mr. Ken Okochi is a candidate for External Director.
- 2. The Company entered into an agreement with Mr. Ken Okochi to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under such agreements was the amount stipulated by laws and regulations. If he is re-elected, the Company plans to renew the same agreement with him.
- 3. The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as a party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. If the reappointment of the candidate is approved, the Company will continue to include the candidate as an insured person under the insurance contract. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.
- 4. Upon his election as External Director on June 26, 2015, the Company registered Mr. Ken Okochi as an Independent Director with the Tokyo Stock Exchange, Inc.

	Name		Number of	Special interests
No.	(Date of birth)	Drief agreem symmetry and important agreement duties	shares owned	with the
	,		(Common stock)	Company
	Osamu Ando	Apr. 1979 Joined Shimadzu Corporation		
	(January 3, 1957)	Apr. 1999 Technical Manager, Analytical Instrument Division,		
	(January 3, 1737)	Shimadzu Corporation		
	[Reappointment]	Apr. 2000 President, Shimadzu Scientific Instruments, Inc.		
	[External Director]	Jun. 2007 Director, General Manager, Analysis and Measurement		
	[Independent	Division, Shimadzu Corporation		
	Director]	Jun. 2011 Managing Director,		
	Director	in charge of Production, CS, and Information Systems,		
	Shimadzu Corporation	Shimadzu Corporation	0	None
		Apr. 2013 In charge of Production and CS; General Manager,		
		Aircraft Equipment Division, Shimadzu Corporation		
		Jun. 2013 Senior Managing Executive Officer, Shimadzu		
	The said of the sa	Corporation		
		Jun. 2017 President, Shimadzu Access Corporation (to present)		
		Jun. 2020 Director, the Company (to present)		
5		[Significant concurrent positions]		
		President, Shimadzu Access Corporation		

- Years of service as Director: 1
- Attendance at Board of Directors meetings in fiscal year under review: 12 out of 12 meetings (100%)

Mr. Osamu Ando possesses experience of global business management in measuring and medical instrument manufacturers and excellent insight. Using his track record and insight, he has provided constructive opinions and suggestions and conducted management supervision appropriately from an objective and neutral standpoint as Independent Director.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him again as a candidate for External Director.

- 1. Mr. Osamu Ando is a candidate for External Director.
- 2. The figures for Mr. Osamu Ando's attendance at meetings of the Board of Directors are stated for meetings held in the fiscal year under review after his assumption of office as Director of the Company on June 25, 2020.
- 3. The Company entered into an agreement with Mr. Osamu Ando to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under such agreements was the amount stipulated by laws and regulations. If he is re-elected, the Company plans to renew the same agreement with him.
- 4. The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as a party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. If the reappointment of the candidate is approved, the Company will continue to include the candidate as an insured person under the insurance contract. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.
- Upon his election as Director on June 25, 2020, the Company registered Mr. Osamu Ando as an Independent Director with Tokyo Stock Exchange, Inc.

	Name			Special interests
No.	(Date of birth)	Brief career summary and important concurrent duties	shares owned	with the
	(Bate of office)		(Common stock)	Company
	Kyoko Kobayashi	Apr. 1999 Registered as Attorney		
	(July 22, 1972)	Joined Irokawa Law Office (currently Irokawa Legal		
		Professional Corporation)		
	[Reappointment]	Sep. 2009 Seconded to Legal Affairs Office, Sharp Corporation		
	[External Director]	Sep. 2014 Returned to Irokawa Law Office		
	[Independent	Jan. 2018 Partner, Irokawa Law Office		
	Director]	Feb. 2018 External Audit and Supervisory Board Member,		
		KAWAKAMI PAINT MANUFACTURING CO., LTD.	0	Nama
	_	(to present)	0	None
		Jan. 2020 Partner, Irokawa Legal Professional Corporation (to		
		present)		
	(40) (40)	Jun. 2020 Director, the Company (to present)		
		[Significant concurrent positions]		
		Partner, Irokawa Legal Professional Corporation, attorney		
6		External Audit and Supervisory Board Member, KAWAKAMI		
6		PAINT MANUFACTURING CO., LTD.		

- Years of service as Director: 1
- Attendance at Board of Directors meetings in fiscal year under review: 12 out of 12 meetings (100%)

Ms. Kyoko Kobayashi possesses abundant track record and insight mainly related to corporate legal affairs as an attorney. She also has worked for a listed company and served as Independent Director at another listed company. Using her track record and insight, she has provided constructive opinions and suggestions and conducted management supervision appropriately from an objective and neutral standpoint as Independent Director.

Based on the above, she is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, the Company reappointed her as a candidate for External Director.

Although she has not been engaged in corporate management other than serving as Outside Officer, the Company has determined that she can appropriately fulfill her duties as an External Director for the reasons above.

- 1. Ms. Kyoko Kobayashi is a candidate for External Director.
- 2. The figures for Ms. Kyoko Kobayashi's attendance at meetings of the Board of Directors are stated for meetings held in the fiscal year under review after her assumption of office as Director of the Company on June 25, 2020.
- 3. No special interests exist between Ms. Kyoko Kobayashi and the Company. She is a partner at Irokawa Legal Professional Corporation, with which the Company has entered into a legal advisory contract.
- 4. The Company entered into an agreement with Ms. Kyoko Kobayashi to limit her liability for damages under Article 423, Paragraph 1 of the Companies Act, and the maximum amount of liabilities under such agreements was the amount stipulated by laws and regulations. If she is re-elected, the Company plans to renew the same agreement with her.
- 5. The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as a party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. If the reappointment of the candidate is approved, the Company will continue to include the candidate as an insured person under the insurance contract. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.
- 6. Upon her election as External Director on June 25, 2020, the Company registered Ms. Kyoko Kobayashi as Independent Director with Tokyo Stock Exchange, Inc.

	Name		Number of	Special interests
No.	(Date of birth)	Brief career summary and important concurrent duties	shares owned	with the
	(Bute of offin)		(Common stock)	Company
7	Takashi Mikogami (March 19, 1956)  [Newly appointed]	<ul> <li>Apr. 1981 Joined Mitsubishi Heavy Industries, Ltd., assigned at Sagamihara Machinery Works</li> <li>Apr. 2007 General Manager of Turbocharger Engineering Department, General Machinery &amp; Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2010 Deputy Head of General Machinery &amp; Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2011 General Manager of Turbocharger Business Department, General Machinery &amp; Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2012 Deputy Head of General Machinery &amp; Special Vehicles Business Headquarters, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2013 Director, the Company Senior Vice President, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2014 Senior General Manager of Quality Control Division, Deputy Head of the Machinery, Equipment &amp; Infrastructure Domain, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2015 Head of Sagamihara Machinery Works, Mitsubishi Heavy Industries, Ltd.</li> <li>Apr. 2016 Executive Vice President, Mitsubishi Heavy Industries, Ltd.</li> <li>Jun. 2016 Resigned as Director, the Company Senior Executive Vice President, Mitsubishi Heavy Industries Forklift, Engine &amp; Turbocharger Holdings, Ltd.</li> <li>Jan. 2017 Director, UniCarriers Corporation</li> <li>Jun. 2017 Representative Director, Senior Executive Vice President, Assistant to the President, the Company Director, Mitsubishi Heavy Industries Forklift, Engine &amp; Turbocharger Holdings, Ltd.</li> <li>Apr. 2020 Executive Vice President, President and CEO, Logistics, Thermal &amp; Drive Systems, Mitsubishi Heavy Industries, Ltd.</li> <li>Jun. 2020 Resigned as President and CEO, the Company [Significant concurrent positions]</li> <li>Executive Vice President, President and CEO, Logistics, Thermal &amp; Drive Systems, Mitsubishi Heavy Industries, Ltd.</li> </ul>		See Note 2 below.

- Years of service as Director: 6
- Attendance at Board of Directors meetings in fiscal year under review: 4 out of 4 meetings (100%)

Mr. Takashi Mikogami contributed greatly to the development of the Company while serving as President and CEO from October 2017 to June 2020. Currently, he supports the Company's business as Executive Vice President, President and CEO, Logistics, Thermal & Drive Systems, Mitsubishi Heavy Industries, Ltd. In order for the Company to grow sustainably, it is important to strengthen the management structure and utilize the comprehensive strength of Mitsubishi Heavy Industries, Ltd. The Company believes that he is the most suitable person to replace the current Chairman.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him as a candidate for Director.

- 1. The figures for Mr. Takashi Mikogami's attendance at meetings of the Board of Directors are stated for meetings held in the fiscal year under review before his resignation as Director of the Company on June 25, 2020.
- 2. Mr. Takashi Mikogami is Executive Vice President and President and CEO, Logistics, Thermal & Drive Systems of Mitsubishi Heavy Industries, Ltd. Mitsubishi Heavy Industries, Ltd. owns 68,888,181 shares (or 64.64% of all shares) of the Company. A comprehensive capital and business partnership relationship exists between the Company and Mitsubishi Heavy Industries, Ltd. in which the Company commissions the production of finished products, parts for

- finished products and other components to Mitsubishi Heavy Industries, Ltd., and the Company procures them from Mitsubishi Heavy Industries, Ltd.
- 3. Mr. Takashi Mikogami is currently and has in the past 10 years been an executive of Mitsubishi Heavy Industries, Ltd., which is the parent of the Company. Positions and responsibilities which Mr. Masayuki Suematsu holds currently and has held in the past 10 years at Mitsubishi Heavy Industries, Ltd. are stated in the above "Brief career summary and important concurrent duties."
- 4. The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as the party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.

	Name			Number of	Special interests
No.	(Date of birth)	Brie	ef career summary and important concurrent duties	shares owned	with the
	(Bute of ontin)			(Common stock)	Company
			Joined the Company President and CEO, Hokkaido Nichiyu, Co., Ltd.		
		*	President and CEO, Nichiyu MHI Tohoku Co., Ltd.		
	Hirokazu Watanabe	Apr. 2013	Assistant to President, Nichiyu MHI Forklift Co., Ltd.		
	(February 16, 1957)	Oct. 2013	Division Head, General Manager, Marketing and		
	(1 cordary 10, 1937)		Planning Division, Domestic Sales and Marketing		
	[Newly appointed]		Headquarters, the Company		
	[rewry appointed]	Jun. 2014	Executive Officer, Division Head, General Manager,		
			Marketing and Planning Division, Domestic Sales and		
			Marketing Headquarters, the Company	3,400	None
		Jun. 2015	Executive Officer, Deputy Head of Domestic Sales and	3,100	rvone
			Marketing Headquarters, and Division Head, General		
			Manager, Marketing and Planning Division, the		
			Company		
		Oct. 2017	Senior Executive Officer, Deputy Head of Domestic		
0			Sales and Marketing Headquarters, the Company		
8		Jun. 2018	Senior Executive Officer, Head of Domestic Sales and		
			Marketing Headquarters, the Company		
		Jun. 2019	Senior Vice President, Head of Domestic Sales and		
			Marketing Headquarters, the Company (to present)		

- Years of service as Director: —
- Attendance at Board of Directors meetings in fiscal year under review: out of meetings (-%)

Mr. Hirokazu Watanabe, who has a proven track record of business management in domestic business and abundant business knowledge, serves as Senior Vice President and Head of Domestic Sales and Marketing Headquarters of the Company. In particular, he demonstrated leadership in our process of integrating domestic sales companies in October 2020, successfully led the launch of a new sales company as planned and a smooth start of its operation, which goes to show his excellent leadership and execution capabilities.

Based on the above, he is expected to contribute to achieving sustainable improvement in the Company's corporate value. Therefore, we have nominated him as a candidate for Director.

#### (Notes)

The Company has taken out the MHI Global Insurance, for which Mitsubishi Heavy Industries, Ltd., its parent, acts as the party to the insurance contract. The insurance policy includes a directors and officers liability insurance agreement provided for in Article 430-3, Paragraph 1 of the Companies Act, with all Directors and Audit and Supervisory Board Members named as the insured persons. The contract covers potential damages and expense payments to be borne by the insured persons arising from shareholder derivative actions, corporate lawsuits or third party litigation. However, the contract includes certain exemption clauses, such as no compensation being given for liability attributable to acts in violation of laws or regulations that were committed with full knowledge of their illegality. All insurance premiums are borne by the Company. The Company plans to renew the insurance contract with the above details the next time it comes up for renewal.