



May 9, 2024

To whom it may concern:

Company name	Cosmo Energy Holdings Co., Ltd. (Code: 5021, Prime Market in the Tokyo Stock Exchange)
Representative	Shigeru Yamada Representative Director and Group CEO
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Notice Regarding Partial Amendments to the Articles of Incorporation

Cosmo Energy Holdings Co., Ltd. (hereinafter referred to as the “Company”) announces that at a meeting of its Board of Directors held on May 9, 2024, it resolved to submit a request for approval for “Partial Amendments to the Articles of Incorporation” to the 9th Ordinary General Meeting of Shareholders, which is scheduled to be held on June 20, 2024, as follows.

1. Reason for the amendments

- (1) In keeping with the current situation of our businesses and to clarify the nature of our business operations, as well as to respond to the diversification of our business lines, a new paragraph shall be added to Article 2 (Purpose) of the current Articles of Incorporation.
- (2) In order to improve the Group’s management efficiency and accommodate new working styles, the decision was made to relocate the Company’s head office. Accordingly, the location of the head office stipulated in Article 3 of the current Articles of Incorporation shall be changed to Chuo-ku, Tokyo, Japan (currently Minato-ku). The change in head office location stipulated in Article 3 of the current Articles of Incorporation shall take effect on a date decided at a meeting of the Board of Directors to be held before the 10th Ordinary General Meeting of Shareholders scheduled to be held in 2025 and a supplementary provision to that effect will be established and then removed after the effective date has passed.
- (3) In order to facilitate the flexible administration of the Board of Directors in line with the Company’s management structure, some necessary changes shall be made to Article 23 (Board of Directors) of the current Articles of Incorporation.

2. Details of the proposed amendments

Details of the proposed amendments are as set out in the attached exhibit.

3. Schedule

Date of Annual General Meeting of Shareholders deliberating on the amendments in the Articles of Incorporation (scheduled)	June 20, 2024
Date of entry into force of amendment (scheduled)	June 20, 2024

(Exhibit)

(Underlined parts are amended.)

Current Articles of Incorporation	Proposed Amendments
<p>Article 2. Purpose</p> <p>The Company's purpose shall be managing the businesses of companies whose purposes are to engage in the following business activities by owning shares or equity interests in such companies, as well as engaging in other associated activities:</p> <p>(1)–(2) (Omitted)</p> <p>(3) Development, mining, manufacture, processing, storage, purchase and sale, and export and import of coal, natural gas, and other alternative energy sources to petroleum;</p> <p>(4)–(15) (Omitted)</p> <p style="text-align: right;">(New)</p> <p>(16)–(24) (Omitted)</p>	<p>Article 2. Purpose</p> <p>The Company's purpose shall be managing the businesses of companies whose purposes are to engage in the following business activities by owning shares or equity interests in such companies, as well as engaging in other associated activities:</p> <p>(1)–(2) (Unchanged)</p> <p>(3) Development, mining, manufacture, processing, storage, purchase and sale, and export and import of coal, natural gas, and other alternative energy sources to petroleum, <u>including renewable energy, as well as mineral resources and their by-products;</u></p> <p>(4)–(15) (Unchanged)</p> <p><u>(16) Development, manufacture, and sale of power generation equipment, storage battery equipment, and other energy-related equipment</u></p> <p>(17)–(25) (Unchanged)</p>
<p>Article 3. Head office Location</p> <p>The head office of the Company shall be located in <u>Minato-ku</u>, Tokyo, Japan.</p>	<p>Article 3. Head office Location</p> <p>The head office of the Company shall be located in <u>Chuo-ku</u>, Tokyo, Japan.</p>
<p>Article 23. Board of Directors</p> <p>1. The Board of Directors shall determine matters prescribed by law and regulations and Articles of Incorporation, as well as matters relating to the execution of important operations of the Company.</p> <p>2. Unless otherwise stipulated by law and regulations, <u>the Chairman of the Board of Directors</u> shall call the meetings of the Board of Directors and assume the role of chairperson in presiding over such meetings.</p> <p>3. <u>If there is currently no Chairman of the Board of Directors or if circumstances prevent the Chairman of the Board of Directors from chairing a meeting, the Director and President shall assume the role of chairperson. If there is currently no Director and President or if circumstances prevent the Director and President from chairing a meeting, another Director shall stand in as chairperson according to the order of responsibility previously determined by the Board of Directors.</u></p>	<p>Article 23. Board of Directors</p> <p>1. The Board of Directors shall determine matters prescribed by law and regulations and Articles of Incorporation, as well as matters relating to the execution of important operations of the Company.</p> <p>2. Unless otherwise stipulated by law and regulations, <u>a Director previously determined at a meeting of the Board of Directors</u> shall call the meetings of the Board of Directors and assume the role of chairperson in presiding over such meetings.</p> <p>3. If circumstances prevent <u>the Director appointed in accordance with the previous paragraph</u> from chairing a meeting, another Director shall stand in as chairperson according to the order of responsibility previously determined by the Board of Directors.</p>
<p style="text-align: right;">(New)</p> <p style="text-align: right;">(New)</p>	<p><u>Supplementary Provisions</u></p> <p><u>Article 1. Effective Date</u></p> <p><u>The change in head office location stipulated in Article 3 shall take effect on a date decided at a meeting of the Board of Directors to be held before the 10th Ordinary General Meeting of Shareholders scheduled to be held in 2025. This supplementary provision shall be removed after the effective date of the head office location has passed.</u></p>

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