

(Note) This is a translation of the Japanese original for reference purpose only. In the event of any discrepancy between this translation and the Japanese original, the Japanese original shall prevail.

Cover

Type of document:	Extraordinary Report
Filed with:	Director of Kanto Local Finance Bureau
Date of filing:	July 1, 2022
Corporate name:	Mitsubishi Heavy Industries, Ltd.
Corporate name in English:	Mitsubishi Heavy Industries, Ltd.
Representative:	Seiji Izumisawa, President and CEO
Location of head office:	2-3, Marunouchi 3-chome, Chiyoda-ku, Tokyo
Telephone number of head office:	+81-3-6275-6200 (Main)
Contact person at head office:	Hirotsugu Doi, Manager, Governance Group II, General Affairs Department
Local point of contact:	2-3, Marunouchi 3-chome, Chiyoda-ku, Tokyo
Telephone number of above:	+81-3-6275-6200 (Main)
Contact person at above:	Hirotsugu Doi, Manager, Governance Group II, General Affairs Department

Places at which copies of
this Extraordinary Report are offered
for public inspection:

Tokyo Stock Exchange, Inc.
(2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo)
Nagoya Stock Exchange, Inc.
(8-20, Sakae 3-chome, Naka-ku, Nagoya)
Fukuoka Stock Exchange, securities
membership corporation
(14-2, Tenjin 2-chome, Chuo-ku, Fukuoka)
Sapporo Securities Exchange, securities
membership corporation
(14-1, Minamiichijo-nishi 5-chome,
Chuo-ku, Sapporo)

1. Reason for filing

Since matters were resolved as stated below at the 97th Annual General Meeting of Shareholders (“the Meeting”) of Mitsubishi Heavy Industries, Ltd. (“the Company”) held on June 29, 2022, the Company is filing this Extraordinary Report pursuant to Article 24-5, paragraph (4) of the Financial Instruments and Exchange Act and Article 19, paragraph (2), item (ix)-2 of the Cabinet Office Order on Disclosure of Corporate Affairs.

2. Text of report

(1) Date the Meeting was held: June 29, 2022

(2) Matters resolved

Proposal No. 1

Appropriation of Surplus

1. Kind of Dividend Property

Cash

2. Dividend Allocation and Total Amount of Dividends

Dividend allocation: ¥55 per share of the Company’s common stock

Total amount of dividends: ¥18,528,406,160

3. Effective Date of Dividend Allocation

June 30, 2022

Proposal No. 2

Partial Amendments to the Articles of Incorporation

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) are to be enforced on September 1, 2022. Accordingly, the Company intends to make necessary amendments to its Articles of Incorporation by establishing provisions to take measures for providing information that constitutes the content of Reference Materials relating to the General Meetings of Shareholders in electronic format and provisions to limit the scope of items to be stated in paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents. On the other hand, the provisions that provide for Posting on the Internet of Reference Materials relating to the General Meetings of Shareholders and Deeming of Such Posting as Provision of Information, which will no longer be required, will be deleted. In addition, supplementary provisions regarding the effective date, etc. of such establishment and deletion will be established.

Motion to Amend Proposal No. 2

The Company’s shareholders submitted a motion to amend the above original proposal to delete the provision of Article 16, Clause 2 of the proposed amendment.

Proposal No. 3 Election of 7 Directors (Excluding Directors Who Are Serving as Audit and Supervisory Committee Members)

The Company proposed to elect Shunichi Miyanaga, Seiji Izumisawa, Hisato Kozawa, Hitoshi Kaguchi, Naoyuki Shinohara, Ken Kobayashi and Nobuyuki Hirano as Directors (excluding Directors who are serving as Audit and Supervisory Committee Members).

Proposal No. 4 Election of 1 Director Who Is Serving as an Audit and Supervisory Committee Member

The Company proposed to elect Ryutaro Takayanagi as a Director who is serving as an Audit and Supervisory Committee Member.

(3) Number of votes for, against, or abstained on matters resolved, requirements for adopting the resolutions, and voting results

Matter	For	Against	Abstained	Requirements for adoption	Voting results	
					% "For"	Result
Proposal No. 1	2,577,543	4,008	0	See note 1	99.30	Adopted
Proposal No. 2	2,577,700	3,964	1	See note 2	99.30	Adopted
Proposal No. 3						
Shunichi Miyanaga	2,221,589	359,834	20	See note 3	85.58	Adopted
Seiji Izumisawa	2,254,160	327,267	20	See note 3	86.84	Adopted
Hisato Kozawa	2,533,306	48,154	0	See note 3	97.59	Adopted
Hitoshi Kaguchi	2,533,722	47,739	0	See note 3	97.61	Adopted
Naoyuki Shinohara	2,564,692	16,769	0	See note 3	98.80	Adopted
Ken Kobayashi	2,462,787	118,669	0	See note 3	94.87	Adopted
Nobuyuki Hirano	2,460,461	120,995	0	See note 3	94.79	Adopted
Proposal No. 4						
Ryutaro Takayanagi	2,501,766	79,626	0	See note 3	96.38	Adopted

Notes

1. *Requirement for adopting Proposal No. 1: The matter must be approved by a majority of the voting rights of shareholders attending and eligible to vote at the Meeting.*
 2. *Requirement for adopting Proposal No. 2: The Meeting must be attended by shareholders representing at least one-third of the voting rights of all shareholders eligible to vote at the Meeting, and the matter must be approved by at least two-thirds of the voting rights of said attending shareholders.*
 3. *Requirement for adopting Proposal No. 3 and Proposal No. 4: The Meeting must be attended by shareholders representing at least one-third of the voting rights of all shareholders eligible to vote at the Meeting, and the matter must be approved by a majority of the voting rights of said attending shareholders.*
 4. *% "For": Ratio to the aggregate of the number of voting rights exercised prior to the day of the Meeting (including those whose votes were considered invalid) and the number of voting rights of shareholders attending the Meeting.*
 5. *Although an amendment motion was submitted for Proposal No. 2, the original proposal was adopted in accordance with the Companies Act, and there was no scope for the amendment motion to be passed; accordingly, the number of voting rights for the amendment motion was not counted.*
- (4) Reason why certain voting rights of shareholders present at the Meeting were not included in the tally

The requirement for adopting each matter was met by adding the number of voting rights exercised prior to the day of the Meeting and the number of voting rights of attending shareholders whose votes (for, against or abstaining) could be confirmed. Since matters were thus adopted in accordance with the Companies Act, certain voting rights of shareholders present at the Meeting were not included in the tally.