

February 19, 2025

To whom it may concern:

Company name: Mercuria Holdings Co., Ltd.
Representative: Toshihiro Toyoshima,
Representative Director
Stock code: 7347 (Tokyo Stock Exchange, Prime Market)
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Notice of Partial Amendments to Articles of Incorporation

Mercuria Holdings Co., Ltd. (the “Company”) hereby announces that as separately disclosed in the “Notice of Transition to a Company with Audit & Supervisory Committee and Personnel Changes to Officers” on February 19, 2025, Board of Directors meeting approved a resolution on February 19, 2025 to transition from being a company with a board of company auditors to being a company with an audit and supervisory committee, subject to shareholder approval of the transition at the 4th Annual General Meeting of Shareholders scheduled to be held on March 25, 2025.

In addition, the Company announces that the Company’s Board of Directors resolved to submit a proposal about Partial Amendments to Articles of Incorporation as outlined below to the 4th Annual General Meeting of Shareholders to be held on March 25, 2025.

1. Purpose of Amending the Articles of Incorporation

(1) As separately disclosed in the “Notice of Transition to a Company with Audit & Supervisory Committee and Personnel Changes to Officers” on February 19, 2025, the Company decided to transition from being a company with a board of company auditors to being a company with an audit and supervisory committee subject to shareholder approval of the transition at the 4th Annual General Meeting of Shareholders scheduled to be held on March 25, 2025.

The goal of by making the members of the Audit & Supervisory Committee, who are responsible for auditing the Directors’ execution of their duties, members of the Board of Directors, this transition is to strengthen the supervisory functions of the Board of Directors and further enhance corporate governance through further strengthening of the monitoring system and the Board of Directors will widely delegate decision-making powers for business execution to directors, thereby accelerating management decision-making and aiming to improve corporate value over the medium to long term.

Accordingly, the Company will make the amendments required for the transition to a company with an Audit and Supervisory Committee, such as establishing new provisions concerning the Board of Directors who are Audit and Supervisory Committee members and the Audit and Supervisory Committee and deleting the provisions concerning Audit & Supervisory Board Members and the Audit & Supervisory Board.

(2) In order to attain flexible execution of capital and dividend policies, Articles 34 of the proposed amendments shall be newly established etc., so that matters including dividends from surplus may be carried out by a resolution of the Board of Directors.

(3) Other necessary amendments shall also be made, such as changes to the number of articles in line with the above amendments.

2. Schedule

Date of the general meeting of shareholders to amend the Articles of Incorporation : March 25, 2025 (scheduled)

Effective date of amendments to the Articles of Incorporation : March 25, 2025 (scheduled)

The above is an English translation of the Japanese version provided for information purpose only. The original Japanese version was released through our website (<https://www.mercuria.jp>).

If any discrepancy is identified between this translation and the Japanese original, the Japanese original shall prevail.