Articles of Incorporation

Mitsubishi Gas Chemical Company, Inc.

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Chapter 1: General Provisions

Article 1 – Company Name

The name of the Company shall be "*Mitsubishi Gasu Kagaku Kabushikigaisha*" and in English, "Mitsubishi Gas Chemical Company, Inc."

Article 2 – Purpose

The purpose of the Company is to engage in:

1. Manufacture, processing and sale of the following products
   a. Organic and inorganic chemicals and petroleum-derived chemicals
   b. Chemical fertilizers, agricultural chemicals, feeds, and feed additives
   c. Synthetic resins, synthetic rubber and other high-molecular polymers
   d. Dyes, pigments, paints, and adhesives
   e. Pharmaceutical products, quasi-drugs, medical equipment, biochemical products, food and food additives
   f. Detergents, bleaches, and gas absorbers
   g. Materials and elements used for civil engineering and construction, agriculture and fisheries, distribution industry, and electric appliances and equipment
   h. Ceramic products
   i. Information and communication devices, and components and apparatuses thereof
   j. All other products related to the aforementioned materials and products
2. Mining, processing and sale of natural gas, petroleum and other minerals; and consultation business on related matters
3. Development and sale of technologies regarding geothermal energy and other forms of energy; and consultation business on related matters
4. Design, manufacture, sale, operation and supervision regarding various types of machinery and equipment used in chemical industries and environmental preservation, etc.; and consultation business on related matters
5. Sale, research and development, and commissioned research on technologies regarding chemical industries; and consultation business on related matters
6. Implementation of various tests and commissioned analyses regarding environmental measurements and safety of chemical substances, etc.; and consultation business on related matters

7. Design, implementation, contracting and supervision of civil engineering work and various other construction assignments
8. Sale, leasing, management and brokerage of real estate properties
9. Shipping, freight transportation, warehouse operation and tourist operations
10. All other business operations relevant to the aforementioned operations

Article 3 – Head office
The head office of the Company is in Chiyoda-ku, Tokyo.

Article 4 – Method of Public Notice
(1) Public notices concerning the Company shall be issued electronically.
(2) If, however, the Company is unable to issue a public notice electronically for any reason, it shall be issued in the Nihon Keizai Shimbun as published in Tokyo.

Chapter 2: Shares

Article 5 – Total Number of Authorized Shares
The total number of authorized shares of the Company shall be 492,428.

Article 6 – Share Unit Number
The share unit number of the Company shall be one hundred (100).

Article 7 – Purchase of Less-than-one-unit Shares
Any shareholder of the Company that owns less-than-one-unit shares may request the Company to sell that shareholder sufficient shares together with the number of less-than-a-full-unit shares owned by the shareholder (hereinafter referred to as "purchase of less-than-one-unit shares") to constitute a full unit of shares.

Article 8 – Restrictions on the Rights of Shareholders with Less-than-one-unit Shares
Any shareholder of the Company holding shares constituting less than one unit of shares shall not exercise any rights except the rights specified below:
(i) Rights specified by the items listed in Article 189, Paragraph 2 of the Companies Act,
(ii) The right to request acquisition of shares with put options,
(iii) The right for allotment of shares for subscription or share option for subscription,
(iv) The right to request purchase of less-than-one-unit shares specified in the foregoing article.

Article 9 – Share Handling Regulations

Except where provided for by law or the Articles of Incorporation, the registration or recording in the Shareholder Registry and the Share Option Registry, the sale and purchase of less-than-one-unit shares, and handling and fees for any other matters related to shares and share options shall be governed by the Share Handling Regulations prescribed by the Board of Directors.

Article 10 – Shareholder Registry Administrator

The Company shall appoint a shareholder registry administrator. The shareholder registry administrator and its place of operation shall be decided by a resolution of the Board of Directors, and a public notice thereof shall be issued.

Article 11 – Notification

(1) Shareholders and registered pledgees of shares or their legal agents or representatives shall file notification of their names and addresses in accordance with the Share Handling Regulations.

(2) Shareholders and registered pledgees of shares residing in foreign countries shall specify and file notification of their address for receiving notices or their proxies in Japan in accordance with the Share Handling Regulations.

Article 12 – Record Date

(1) The Company shall deem any shareholder having voting rights listed or recorded in the Shareholder Registry as of March 31 of each year as a shareholder who is entitled to exercise his or her rights at the ordinary general meeting of shareholders concerning that fiscal year.

(2) Notwithstanding the foregoing, the Company may, whenever necessary, designate shareholders or registered pledgees of shares who are listed or recorded in the Shareholder Registry as of the end of a certain date as persons who may exercise their rights upon issuing a prior public notice in accordance with a resolution of the Board of Directors.

Chapter 3: General Meeting of Shareholders

Article 13 – Convocation

(1) The ordinary general meeting of shareholders shall be convened in June of each year,

and an extraordinary general meeting of shareholders may be convened whenever necessary.

(2) The President shall convene the general meeting of shareholders in accordance with a resolution by the Board of Directors unless otherwise provided for by laws and regulations. If the President is prevented by misfortune or suchlike from so acting, one of the other Directors shall convene the general meeting, according to the order as determined by the Board of Directors in advance.

Article 14 – Chairperson

The President shall chair the general meeting of shareholders. If the President is prevented by misfortune or suchlike from so acting, one of the other Directors shall assume the chairpersonship, according to the order as determined by the Board of Directors in advance.

Article 15 – Measures for Electronic Provision, Etc.

(1) The Company shall, when convening a general meeting of shareholders, provide information contained in the reference materials for the general meeting of shareholders, etc. electronically.

(2) Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.

Article 16 – Requirements for a Resolution and Exercise of Voting Rights by Proxy

(1) Except as otherwise provided for in laws and regulations or the Articles of Incorporation, a resolution of the general meeting of shareholders shall be adopted by a majority of the votes of the shareholders present and entitled to exercise voting rights.

(2) A resolution pursuant to Article 309.2 of the Companies Act shall be adopted by a two-thirds (2/3) vote of shareholders having one-third or more of the total voting rights of shareholders entitled to exercise voting rights present at the meeting.

(3) A shareholder may exercise his or her voting rights via a proxy who shall be another shareholder of the Company with voting rights. Such a shareholder or proxy, however, must file with the Company a document evidencing the power of attorney for each general meeting of shareholders.

Article 17 – Minutes

The outline of the proceedings of a general meeting of shareholders and conclusion thereof and other matters provided for by laws and regulations shall be recorded in the minutes of the meeting.

Chapter 4: Directors and the Board of Directors

Article 18 – Board of Directors

The Company shall have a Board of Directors.

Article 19 – Number of Corporate Directors

The number of Directors of the Company shall be fifteen (15) or less.

Article 20 – Elections

(1) Directors shall be elected by resolution of the general meeting of shareholders.

(2) Resolutions for the election of Directors shall be adopted by a majority vote of shareholders having one-third or more of the total voting rights of shareholders entitled to exercise voting rights present at the meeting.

(3) Resolutions for the election of Directors shall not be conducted by cumulative voting.

Article 21 – Terms

The term of office of Directors shall expire at the close of the ordinary general meeting of shareholders relating to the last fiscal year ending within one (1) year after their election to office.

Article 22 – Representative Directors, etc.

(1) Representative Directors shall be elected by resolution of the Board of Directors.

(2) The Board of Directors may elect the Chairman and the President from among the Directors.

Article 23 – Convocation, Chairperson, and Resolutions of the Board of Directors

(1) The President shall convene the Board of Directors unless otherwise provided for by laws and regulations. If the President is prevented by misfortune or suchlike from so acting, one of the other Directors shall convene the meeting in accordance with the order determined by the Board of Directors in advance.

(2) A notice for convening the Board of Directors shall be sent to each Director and each Audit & Supervisory Board Member at least three (3) days prior to the date of the meeting. In the event of an emergency, however, this period may be shortened.

(3) The Chairman, if present, shall chair the Board of Directors. The President shall assume such chairpersonship in the absence of the Chairman.
(4) Resolutions of the Board of Directors shall be adopted by a majority vote at meetings where more than half of the Directors are present.

Article 24 – Omission of Resolution by the Board of Directors
Where all of the Directors provide their consent either in writing or by a form of electromagnetic record to a proposal concerning a matter to be resolved by the Board of Directors, the Company shall deem such resolution of the Board of Directors to have been adopted unless an Audit & Supervisory Board Member states his or her objection to such a proposal.

Article 25 – Authority of the Board of Directors
The Board of Directors shall decide on matters concerning the execution of important business of the Company, in addition to matters prescribed by laws and regulations or the Articles of Incorporation.

Article 26 – Regulations of the Board of Directors
Matters pertaining to the Board of Directors shall, in addition to those prescribed by laws or by the Articles of Incorporation, be governed by the Regulations of the Board of Directors to be established by the Board of Directors.

Article 27 – Remuneration, etc.
Remuneration, etc. for Directors shall be decided by resolution of a general meeting of shareholders.

Article 28 – Counselors and Advisers
The Board of Directors may appoint counselors or advisers if deemed necessary.

Article 29 – Exemption of Directors from Liabilities
(1) In accordance with the provisions of Article 426.1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt any Director (including former Directors) from liability for damages as provided for by Article 423.1 of the Companies Act, to the extent permitted by laws and regulations.
(2) In accordance with the provisions of Article 427.1 of the Companies Act, the Company may enter into an agreement with an Outside Director to limit the liability for damages as provided for by Article 423.1 of said act. The maximum liability amount under said

agreement, however, shall be in accordance with laws and regulations.

Chapter 5: Audit & Supervisory Board Members and Audit & Supervisory Board

Article 30 – Audit & Supervisory Board Members and Audit & Supervisory Board

The Company shall appoint Audit & Supervisory Board Members and an Audit & Supervisory Board.

Article 31 – Number of Audit & Supervisory Board Members

The number of Audit & Supervisory Board Members of the Company shall be five (5) or less.

Article 32 – Elections

(1) Audit & Supervisory Board Members shall be elected by resolutions of the general meeting of shareholders.

(2) Resolutions for the election of Audit & Supervisory Board Members shall be adopted by a majority vote of shareholders having one-third or more of the total voting rights of shareholders entitled to exercise voting rights present at the meeting.

(3) In accordance with the provisions of Article 329.3 of the Companies Act, the Company may elect a Substitute Audit & Supervisory Board Member at a general meeting of shareholders in preparation against a situation where the number of Audit & Supervisory Board Members falls below the statutory requirement.

(4) The effective term of the resolution for election of a Substitute Audit & Supervisory Board Member specified in the foregoing paragraph shall expire at the beginning of the ordinary general meeting of shareholders relating to the last fiscal year ending within two (2) years from his or her election unless shortened by that resolution.

Article 33 – Terms

(1) The term of office of Audit & Supervisory Board Members shall expire at the close of the ordinary general meeting of shareholders relating to the last fiscal year ending within four (4) years after their election to office.

(2) The term of office of a Audit & Supervisory Board Member elected as a Substitute shall be until the expiration of the term of office of the retired Audit & Supervisory Board Member. If, however, the Substitute Audit & Supervisory Board Member elected in accordance with Paragraph 3 of the foregoing article assumes the office of Audit & Supervisory Board Member, the term of his or her office shall expire at or before the close of the ordinary general meeting of shareholders relating to the last fiscal year ending within two (2) years

after his or her election.

Article 34 – Full-time Audit & Supervisory Board Members

The Audit & Supervisory Board shall select full-time Audit & Supervisory Board Members from among themselves.

Article 35 – Convocation and Resolutions of Meetings of the Audit & Supervisory Board

(1) A notice convening a meeting of the Audit & Supervisory Board shall be sent to each Audit & Supervisory Board Member at least three (3) days prior to the date of the meeting. In the event of emergency, however, this period may be shortened.
(2) Resolutions of the Audit & Supervisory Board shall be adopted by a majority vote of Audit & Supervisory Board Members unless otherwise provided for by laws and regulations.

Article 36 – Authority of the Audit & Supervisory Board

The Audit & Supervisory Board shall decide on matters concerning the execution of duties of Audit & Supervisory Board Members in addition to matters prescribed by laws and regulations or the Articles of Incorporation. However, this shall not preclude auditors from exercising their authority.

Article 37 – Regulations of the Audit & Supervisory Board

Matters pertaining to the Audit & Supervisory Board shall, in addition to those prescribed by laws or by the Articles of Incorporation, be governed by the Regulations of the Audit & Supervisory Board to be established by the Audit & Supervisory Board .

Article 38 – Remuneration, etc.

Remuneration, etc. for Audit & Supervisory Board Members shall be determined by resolution of a general meeting of shareholders.

Article 39 – Exemption of Audit & Supervisory Board Members from Liabilities

(1) In accordance with the provisions of Article 426.1 of the Companies Act, the Company may, by resolution of the Board of Directors, exempt any Audit & Supervisory Board Member (including former Audit & Supervisory Board Members) from liability for damages as provided for by Article 423.1 of the Companies Act, to the extent permitted by laws and regulations.
(2) In accordance with the provisions of Article 427.1 of the Companies Act, the Company may enter into an agreement with an Outside Audit & Supervisory Board Member to limit

liability for damages as provided for by Article 423.1 of said act. The maximum liability amount under said agreement, however, shall be in accordance with laws and regulations.

Chapter 6: Independent Auditor

Article 40 – Independent Auditor

The Company shall appoint an Independent Auditor.

Article 41 – Election

The Independent Auditor shall be elected by resolution of the general meeting of shareholders.

Article 42 – Terms

(1) The term of office of the Independent Auditor shall expire at the close of the ordinary general meeting of shareholders relating to the last fiscal year ending within one (1) year after his or her election to office.

(2) When no special resolutions are made at the ordinary general meeting of shareholders specified in the foregoing paragraph, the Independent Auditor shall be deemed to have been re-elected at said ordinary general meeting of shareholders.

Article 43 – Remuneration, etc.

Remuneration, etc. for Independent Auditors shall be determined by the Representative Directors upon approval by the Board of Audit & Supervisory Board Members.

Chapter 7: Accounts

Article 44 – Fiscal Year

The Company's fiscal year shall begin on April 1 of each year and end on March 31 of the following year.

Article 45 – Dividends from Surplus, etc.

(1) Unless otherwise provided for by laws and regulations, matters stipulated in each item of Article 459.1 of the Companies Act, such as dividend distribution of surplus, shall be determined by a resolution of the Board of Directors of the Company without a resolution of the general meeting of shareholders.

(2) The recording date for year-end dividends from the Company shall be March 31 of each year.

(3) The recording date for interim dividends from the Company shall be September 30 of each year.

(4) The Company may pay dividends from surplus by setting a recording date other than those specified in the two preceding paragraphs.

Article 46 – Period of Exclusion regarding Dividends

(1) In the case of cash dividends, the Company shall be released from liability for their payment if such dividends have not been received after the lapse of three (3) years from the date of commencement of payment.

(2) No interest shall accrue on unpaid dividends.

(Amended on June 25, 2025)