



三井松島



May 27, 2026

To Whom It May Concern:

Company name: Mitsui Matsushima Holdings Co., Ltd.
Representative: Taishi Yoshioka,
Representative Director and President
(Stock Code: 1518, Prime Market of the Tokyo Stock Exchange
and Fukuoka Stock Exchange)
Contact: Takeshi Nagano,
Senior Executive Officer in charge of
General Affairs Dept.
(Tel: +81-92-771-2171)

Notice Concerning the Company's View on ISS's Proxy Advisory Recommendation

Mitsui Matsushima Holdings Co., Ltd. (the "Company") hereby announces that it has confirmed that Institutional Shareholder Services Inc. ("ISS"), a proxy advisory firm, has issued a report recommending a vote against "Fourth Proposal: Revision of Stock Compensation Plan for Directors (excluding those who are Audit & Supervisory Committee Members)" and "Fifth Proposal: Revision of Stock Compensation Plan for Directors who are Audit & Supervisory Committee Members" (collectively, the "Proposals"), which the Company plans to submit to the 170th Annual General Meeting of Shareholders scheduled to be held on June 19, 2026. The Company hereby explains its view on ISS's report recommending a vote against the Proposals, as detailed below.

1. Reason for ISS's recommendation against the Proposals

ISS recommends voting against the Proposals on the grounds that the dilution rate of the Company's shares under the Proposals would be 6.7%, exceeding ISS's threshold of 5% for mature companies.

Original text:

A vote AGAINST this proposal is warranted because:

Total dilution from this plan and the company's other equity compensation plans reaches 6.7 percent, which appears excessive.

2. The Company's view

In calculating that the dilution rate of the Company's shares would exceed 5% as a result of the introduction of the stock compensation plan, "Board Benefit Trust-Restricted Stock (BBT-RS)" (the "Plan"), under the Proposals, ISS appears to assume that, over the next 10 years, the maximum number of shares under the Plan will be acquired and granted each year through the disposal of treasury stock, rather than through acquisitions on the exchange market.

However, this assumption differs from the actual operation of the Plan as contemplated by the Company.

In the Proposals, the Company states that the shares may be acquired either through the exchange market or through disposal of treasury stock. In actual operation, however, the Company generally expects to acquire the shares through the exchange market. Furthermore, as of this date, the Company's Board of Directors has not adopted any resolution regarding the disposal of treasury stock, and the Company does not expect any dilution to arise in connection with the implementation of the Plan.

Even if the method of disposal of treasury stock were to be used, the assumption that the maximum number of shares would be granted every year over a 10-year period is not realistic in light of the design of the Plan, and diverges from the actual circumstances.

For the reasons stated above, the Company believes that the reason for ISS's recommendation against the Proposals does not apply to the Proposals.

As stated in the Company's disclosure dated May 13, 2026, "Notice Concerning Partial Revision of Stock Compensation Plan," there will be no change in the maximum total number of points to be granted to the Company's officers, etc. per fiscal year in connection with the revision from the current plan to the Plan.

The Company respectfully asks its shareholders to once again review the purpose of the Proposals and the details of the Plan, give them due consideration, and exercise their voting rights accordingly.