

To whom it may concern

(English Translation)

16 October 2018

Company	Showa Shell Sekiyu K.K.
Representative	Representative Director, President, Executive Officer, CEO, Tsuyoshi Kameoka
Code Number	5002 (TSE 1st Section)
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Notice of amendment to the Company's Articles of Incorporation

Showa Shell Sekiyu K.K. hereby announces that the Board of Directors of the Company held today resolved to put a partial amendment to the company's Articles of Association on the agenda of the extraordinary general meeting of shareholders to be held on 18th December 2018, as described below.

1. Reason for the change of the business year

As announced separately today in "Announcement Regarding Execution of Share Exchange Agreement and Business Integration", Showa Shell Sekiyu K.K. (the "Company") has executed share exchange agreement (the "Share Exchange Agreement") with Idemitsu Kosan Co., Ltd. ("Idemitsu") by which Idemitsu will acquire all the issued shares in the Company and issue the shares in Idemitsu to the Company's shareholders. The Company will convene the Extraordinary General Meeting of Shareholders (the "EGM") on 18th December 2018 to obtain the approval of the Share Exchange Agreement.

Once the Share Exchange Agreement is approved as proposed at the EGM, and the Share Exchange takes effect on 1st April 2019, Idemitsu is the only shareholder who holds the common shares of the Company. Therefore, the Company no longer needs to establish record date system for annual general meetings of shareholders as such system presuppose the existence of a number of shareholders. Consequently, we will abolish the record date system for annual general meetings of shareholders, and delete Article 15 of the current Articles of Incorporation, as well as renumber and amend the relevant provisions thereof, as necessary.

These amendments to the Articles of Association shall take effect on 30th March 2019 subject to the approval of the Share Exchange Agreement at the EGM, and the fact that such Share Exchange Agreement has not ceased to be effective by the date immediately prior to 30th March 2019.

2. Details of a partial amendment to the Company's Articles of Association

The proposed amendment are as follows. The articles which will not be amended are omitted.

(Changes are underlined)

Existing	Proposed
<p><u>Article 15 (Specific Date for Rights concerning Annual General Meeting of Shareholders)</u></p> <p><u>Shareholders recorded in the Register of Shareholders as of 31st March each year shall be the shareholders having rights exercisable in the annual general meeting of shareholders held in relation to the corresponding business year.</u></p> <p>Article <u>16</u> to Article <u>39</u> (Text omitted)</p> <p>Supplementary provisions</p> <p><u>Article 1 The amendment to Article 14 shall take effect as of 1st July 2018.</u></p> <p><u>Article 2 The amendment to Article 15 and 37 shall take effect as of 1st April 2018.</u></p> <p>Article <u>3</u> Regardless of Article <u>22</u>, the term of office of the Directors appointed at the 106th Annual General Meeting Shareholders held on 28th March 2018 shall be the end of the 107th Annual General Meeting of Shareholders.</p> <p>Article <u>4</u> Regardless of Article <u>36</u>, the 107th business year of the Company shall be 15 months commencing on 1st January 2018 and ending on 31st March 2019.</p> <p><u>Article 5 The amendment to Article 38 shall take effect as of 1st October 2018.</u></p>	<p>(Deleted)</p> <p>Article <u>15</u> to Article <u>38</u> (Text omitted)</p> <p>Supplementary provisions</p> <p>(Deleted)</p> <p>(Deleted)</p> <p>Article <u>1</u> Regardless of Article <u>21</u>, the term of office of the Directors appointed at the 106th Annual General Meeting Shareholders held on 28th March 2018 shall be the end of the 107th Annual General Meeting of Shareholders.</p> <p>Article <u>2</u> Regardless of Article <u>35</u>, the 107th business year of the Company shall be 15 months commencing on 1st January 2018 and ending on 31st March 2019.</p> <p>(Deleted)</p>

Article <u>6</u> to Article <u>7</u> (Text omitted)	Article <u>3</u> to Article <u>4</u> (Text omitted)
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3. Schedule

- Date of the EGM: 18th December 2018 (scheduled)
- Effective date of the amendments to the Company's Articles of Association: 30th March 2019 (scheduled)

End