



June 28, 2024

To whom it may concern:

Company name: Nippon Sanso Holdings Corporation
Name of representative: Toshihiko Hamada
Name of representative: Representative Director, President CEO
(TSE Code: 4091, Prime Market of the TSE)
Contact person: Takayoshi Umehara
General Manager, Public Relations
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Matters concerning the controlling shareholder, etc.

Nippon Sanso Holdings Corporation (the “Company”) hereby announces that the matters concerning the controlling shareholder, etc., of Mitsubishi Chemical Group Corporation (“MCG”), which is the Company’s parent company, are as described below.

1. The trade name, etc., of the parent company, the controlling shareholder (excluding the parent company), the other affiliated company, or the parent company of the other affiliated company

(As of March 31, 2024)

Name	Attribute	Ratio of voting rights held (%)			Financial instruments exchange, etc., on which the issued shares, etc. are listed
		Voting rights directly held	Voting rights subject to aggregation	Total	
Mitsubishi Chemical Group Corporation	Parent company, major shareholder, and principal shareholder	50.7	0.0	50.7	Prime Market of the Tokyo Stock Exchange, Inc.

2. The Company’s position in the corporate group of the parent company, etc., and other relationships between the Company and the parent company, etc.

The Company has entered into a capital and business alliance agreement with MCG to attain mutual objectives, such as expanding sales, strengthening product competitiveness, and developing new markets through extensive business collaboration, including capital relationships.

The Company operates its business based on its own management policies, and MCG imposes no particular business constraints. Therefore, the Company recognizes that a certain degree of independence is ensured.

3. Matters concerning transactions with the controlling shareholder, etc. (April 1, 2023 to March 31, 2024)

Name of the company, etc.	Description of relationship		Description of transaction	Amount of transaction (Millions of yen)	Account	Balance as of the end of the fiscal year (Millions of yen)
	Concurrent assignments of officers, etc.	Relationship in effect				
Mitsubishi Chemical Group Corporation	—	Business management	Payment of outsourcing fees*	1,361	—	—

*Outsourcing fees to the parent company are determined based on operating expenses.

4. Status of implementation of measures to protect minority shareholders in transactions, etc. with the controlling shareholder

When entering into a transaction with its controlling shareholder, the Company has a policy to define reasonable contractual conditions and prices in reference to other transactions and market prices. Furthermore, the Company will obtain approval of the Board of Directors for any material transaction with its controlling shareholder that is not included in the ordinary course of business. The Company seeks to secure the objectivity and transparency of the Board of Directors in deliberations on transactions with the controlling shareholder, by appointing five independent outside directors who are independent of the controlling shareholder so that they make up majority of the nine-member Board of Directors.

Important Notice – Trading of Nippon Sanso Holdings Corporation Common Stock, Disclaimer Regarding Un-sponsored American Depositary Receipts

Nippon Sanso Holdings Corporation ("NSHD") encourages anyone interested in buying or selling its common stock to do so on the Tokyo Stock Exchange, which is where its common stock is listed and primarily trades. NSHD's disclosures are not intended to facilitate trades in, and should not be relied on for decisions to trade, un-sponsored American Depositary Receipts ("ADRs").

NSHD has not and does not participate in, support, encourage, or otherwise consent to the creation of any un-sponsored ADR programs or the issuance or trading of any ADRs issued thereunder in respect of its common stock. NSHD does not represent to any ADR holder, bank or depositary institution, nor should any such person or entity form the belief, that (i) NSHD has any reporting obligations within the meaning of the U.S. Securities Exchange Act of 1934 ("Exchange Act") or (ii) NSHD's website will contain on an ongoing basis all information necessary for NSHD to maintain an exemption from registering its common stock under the Exchange Act pursuant to Rule 12g3-2(b) thereunder.

To the maximum extent permitted by applicable law, NSHD and its affiliates disclaim any responsibility or liability to ADR holders, banks, depositary institutions, or any other entities or individuals in connection with any un-sponsored ADRs representing its common stock.