

**Please note that the following is an unofficial English translation of Japanese original text of the Notice of Resolutions at the 3rd Ordinary General Meeting of Shareholders of Cosmo Energy Holdings Co., Ltd. The Company provides this translation for reference and convenience purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.**

Securities Code: 5021

June 21, 2018

To Shareholders

Hiroshi Kiriyama  
President  
Cosmo Energy Holdings Co., Ltd.  
1-1-1, Shibaura, Minato-ku, Tokyo

### **NOTICE OF RESOLUTIONS AT THE 3rd ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to inform you that the following matters were reported and resolved at the 3rd Ordinary General Meeting of Shareholders of Cosmo Energy Holdings Co., Ltd. (the “Company”), held on June 21, 2018.

- Matters Reported:**
- 1. The Business Report and the Consolidated Financial Statements, and Audit Reports of the Accounting Auditor and the Supervisory Committee for the Consolidated Financial Statements for the 3rd Business Year (from April 1, 2017 to March 31, 2018)**
  - 2. The Financial Statements for the 3rd Business Year (from April 1, 2017 to March 31, 2018)**
- The contents of these two matters were reported.

**Proposals Resolved:**

- Proposal No. 1: Appropriation of Surplus**  
This proposal was approved and adopted as originally proposed. It was determined to pay a term-end dividend of ¥50 per share of common shares of the Company.
- Proposal No. 2: Election of Seven (7) Directors (excluding those who are Members of the Supervisory Committee)**  
This proposal was approved and adopted as originally proposed. Keizo Morikawa, Hiroshi Kiriyama, Masayoshi Noji, Yasuhiro Suzuki, Takayuki Uematsu, Musabbeh Al Kaabi and Khalifa Al Suwaidi were elected as Directors (excluding those who are Members of the Supervisory Committee) and each of them assumed office.
- Proposal No. 3: Election of One (1) Director who is Member of the Supervisory Committee**  
This proposal was approved and adopted as originally proposed. Kenichi Taki was elected as Director who is Member of the Supervisory Committee and he assumed office.
- Proposal No. 4: Election of One (1) Substitute Director who is Member of the Supervisory Committee**  
This proposal was approved and adopted as originally proposed. Hiroshi Matsushita was elected as Substitute Director who is Member of the Supervisory Committee.

**Proposal No. 5: Determination of Amounts of Remuneration, etc. for Directors (excluding those who are Members of the Supervisory Committee)**

This proposal was approved and adopted as originally proposed. Of the remuneration, etc. for Directors (excluding those who are Members of the Supervisory Committee), the amount of monetary remuneration that is the sum of the basic remuneration and the bonuses was revised to be set at no more than ¥600 million per year (including no more than ¥50 million per year for Outside Directors). The amounts of remuneration, etc. for Directors (excluding those who are Members of the Supervisory Committee) will not include the salaries paid as the employee portion for the Directors who also work as employees.

**Proposal No. 6: Determination of Amount and Other Details of the Performance-linked Share-based Compensation for Directors, etc.**

This proposal was approved and adopted as originally proposed. The introduction of a share-based compensation plan was determined in order to provide compensation, etc., for the Company's Directors (excluding Outside Directors, Directors who are Members of the Supervisory Committee, and non-residents of Japan) and Executive Officers (excluding non-residents of Japan), and for Directors (excluding Outside Directors and non-residents of Japan) of the Group's three core business companies (Cosmo Oil Co., Ltd., Cosmo Oil Marketing Company, Limited, and Cosmo Energy Exploration & Production Co., Ltd.). Through the introduction of this plan, the Company, for each applicable period of three consecutive fiscal years, contributes money up to a total of ¥900 million (of which, the Company's portion amounts to ¥400 million) to a trust. The Company's shares, etc., are delivered and provided under the trust.

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**Payment of Term-end Dividend**

To receive the term-end dividend for the 3rd fiscal term of the Company, you are requested to submit the enclosed "Term-End Dividend Receipt" at the counter of any office of Japan Post Bank Co., Ltd., or of a post office in your neighborhood during the specified payment period (June 22, 2018, through July 31, 2018).

Shareholders who have designated the remittance to be paid by bank transfer are requested to confirm the enclosed "Dividend Statement" and "About Your Account of Remittance." Meanwhile, shareholders who have designated the distribution of dividends in proportion to the number of shares held are requested to confirm the enclosed "Dividend Statement" and "How to Receive Your Dividend."

Deposit of the dividend into your bank account is also available by submitting the "Term-End Dividend Receipt" at the counter of the bank in which you have the account.

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