Code No. 1662 June 3, 2021 Masahiro Fujita, President **Japan Petroleum Exploration Co., Ltd. (JAPEX)** 1-7-12 Marunouchi, Chiyoda-ku, Tokyo

To All Shareholders:

Notification of the Convocation to the 51st Ordinary General Meeting of the Shareholders

The 51st Ordinary General Meeting of the Shareholders of Japan Petroleum Exploration Co., Ltd. (hereinafter referred to as the "JAPEX") will be held according to the details below, and we kindly ask for your attendance.

If you are unable to attend the meeting, you may exercise your voting rights through a written document (Voting Rights Exercise Form) or by electronic means (via the Internet). Please read the attached "Reference Documents for Shareholders' Meeting," and exercise your voting rights after referring to "4. Guidance on the Exercise of Voting Rights" on the following page, prior to 5:35 p.m., Thursday, June 24, 2021.

Thank you very much for your attention and cooperation.

Details:

1. Date and Time: 10:00 a.m., June 25, 2021 (Friday)

2. Location: Station Conference Tokyo "Sapia Hall" (Sapia Tower 5F)

1-7-12 Marunouchi, Chiyoda-ku, Tokyo

3. Agenda:

Announcements: 1) Business report and consolidated financial report of the 51st Term (from April 1,

2020 to March 31, 2021), and audit reports from the accounting auditor and

Board of Corporate Auditors on the consolidated financial report

2) Financial report of the 51st Term (from April 1, 2020 to March 31, 2021)

Resolution items:

Item 1: Appropriation of Surplus
Item 2: Election of Eleven (11) Directors

Item 3: Election of Two (2) Corporate Auditors

NOTE: This document is an abridged translation of the Japanese "Notification of the Convocation to the 51st Ordinary General Meeting of the Shareholders," "Reference Documents for Shareholders' Meeting" and "Financial Report" of JAPEX. This translation is intended for reference and convenience purposes only. In the event of any discrepancy between this translation and the Japanese original, the original shall prevail. JAPEX does not guarantee the accuracy and/or the completeness of this translation and shall have no liability for any errors or omissions therein.

4. Guidance on the Exercise of Voting Rights

[Exercise of Voting Rights in Writing (Voting Rights Exercise Form)]

Please indicate your approval or disapproval of each proposition on the enclosed Voting Rights Exercise Form and then send it back so that it reaches us no later than 5:35 p.m., Thursday, June 24, 2021.

[Exercise of Voting Rights by Electronic Means (via the Internet)]

- (1) To exercise your voting rights via the Internet, you must use the following voting service website (https://soukai.mizuho-tb.co.jp/) designated by the Company. You are cordially requested to exercise your voting rights via the Internet prior to 5:35 p.m., Thursday, June 24, 2021.
- (2) Please register your approval or disapproval of each proposition, by using the code and password provided on your Voting Rights Exercise Form enclosed herewith and following the directions on the screen. Please check the "Guidance on the Exercise of Voting Rights via the Internet" shown on page 3 of this notice for the details.

[Treatment of Voting Rights Exercised Repeatedly]

- (1) If you exercise your voting rights both in writing and via the Internet, we will only accept the exercise of your voting rights via the Internet as valid.
- (2) If you exercise your voting rights more than once via the Internet, we will only accept the last exercise of your voting rights as valid.

END

^{*}Upon your arrival at the Ordinary General Meeting of Shareholders, please submit the enclosed Voting Rights Exercise Form to the venue reception. Thank you.

^{*}The following matters are not described in the Reference Documents of this Notification since they are posted on the JAPEX website (https://www.japex.co.jp/) in accordance with laws and regulations and with Article 17 of the Company's Articles of Incorporation

^{1) &}quot;(5) System to Ensure Proper Business Operations and the State of Its Operation" and "(6) Basic Policy on Control of the Company" included in "2. Current State of the Company" of the business report

^{2) &}quot;Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" of the consolidated financial report

^{3) &}quot;Statement of Changes in Equity" and "Notes to Financial Statements" of the financial report

The business report, consolidated financial report and financial report audited by Corporate Auditors comprise the business report, consolidated financial report and financial report, which are attached to this Notification, as well as the items 1) to 3) above, which are posted on the JAPEX website.

The consolidated financial report and financial report audited by the Accounting Auditor comprise the consolidated financial report and financial report, which are attached to this Notification, as well as the items 2) and 3) above, which are posted on the JAPEX website.

^{*}In case the Reference Documents for Shareholders Meeting, or business report, financial report or consolidated financial report is modified, such modification shall be posted on the JAPEX website. (https://www.japex.co.jp/)

^{*} The notification of resolutions at the ordinary general meeting of the shareholders will no longer be delivered by mail. The results of this general meeting of shareholders will be posted on the JAPEX website (https://www.japex.co.jp/) after the meeting.

Guidance on the Exercise of Voting Rights via the Internet

1. Exercising voting rights via the Internet

(1) You may, in lieu of exercising voting rights by a written ballot, exercise your voting rights via the Internet by accessing the website (see URL shown below) designated by the Company. If you intend to exercise your voting rights via the Internet, you are required to login the page entering a code for the exercise of voting rights and a password provided on the right-hand side of the enclosed Voting Rights Exercise Form. Then, please follow instructions on the screen. For security reasons, it is necessary to change the password at the first time of logging in.

https://soukai.mizuho-tb.co.jp/

- (2) Voting via internet must be completed no later than 5:35 pm on Thursday, June 24, 2021. The Company kindly requests for voting to be carries out promptly.
- (3) If you exercise your voting rights both in writing and via the Internet, the Company will only accept the exercise of your voting rights via the Internet as valid. If you exercise your voting rights more than once via the Internet, the Company will only accept the last exercise of your voting rights as valid.
- (4) The cord and the password sent to you are valid only for this General Meeting of Shareholders. For the next General Meeting of Shareholders, a new code and a password will be issued.
- (5) Any access charges or costs related to the Internet shall be borne by shareholders.

(Note)

- Password is important data to verify whether the person voting is a legitimate shareholder. The Company never asks for a password of shareholders for any purpose.
- If you enter your password incorrectly several times, your password is automatically locked out and you won't be able to login the page afterwards. Should that happen, please follow the instructions on the screen and follow the procedures.
- Operationality of the website for exercising voting rights is checked under the normal equipment/requirements for internet access. However, the website may not be available depending on your usage environment of the internet or device model you use.

2. Inquiries

If you have any questions about the exercise of voting rights via the Internet, please contact the transfer agent, Stock Transfer Agency Department of Mizuho Trust & Banking Co., Ltd. (see below)

[For inquiries about how to exercise your voting rights via the Internet]

Phone: 0120-768-524 (toll free)

Hours: 9:00 a.m. to 9:00 p.m., excluding Saturdays, Sundays and national holidays

[To Institutional Investors]

Institutional investors may use the electronic platform for the exercise of voting rights operated by ICJ Inc. if you apply in advance.

Reference Documents for Shareholders' Meeting

Item 1: Appropriation of Surplus

JAPEX employs the basic policy of long-term, stable distribution of dividends, comprehensively taking into account, among other factors, the profit or loss situation of each fiscal period and funding needs in the future, in the light of considering retained earnings to secure new oil and gas reserves and invest in the improvement and expansion of supply infrastructure, etc.

The year-end dividends for the 51st term will be as follows:

Details Concerning the Year-End Dividends

(1) Type of dividend property: Money

(2) Distribution and total amount of dividend property:

25 yen per share of common stock

Total amount of dividends: 1,428,809,850 yen

(3) Effective date of distribution of surplus: June 28, 2021

Item 2: Election of Eleven (11) Directors

Upon the closing of this general meeting of shareholders, the terms of office of all Directors, Osamu Watanabe, Masahiro Fujita, Yosuke Higai, Kazuhiko Ozeki, Yoshitaka Ishii, Hajime Ito, Toshiyuki Hirata, Michiro Yamashita, Akira Kojima, Tetsuo Ito, Yukari Yamashita and Hideichi Kawasaki will expire. We kindly ask our shareholders to elect a total of eleven (11) Directors, decreasing by one (1) Director, in order to streamline the management structure.

The candidates for Director are as listed below:

Candidate	Name	Brie	Brief history, Position and responsibilities in JAPEX or				
No.	(Date of birth)		Significant positions concurrently held				
1	Osamu Watanabe (December 6, 1940) Renominated	Director at C	Joined Ministry of International (hereinafter referred to as the "I Vice Minister of International T Chairman at Japan External Tra Executive Vice President at JAI President Chairman positions concurrently held>Canada Oil Sands Co., Ltd. APEX Offshore, Ltd.	MITI") Frade and Industry de Organization	50,900 shares		

[Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021]

14 out of 14 meetings (100%)

[Reasons for nomination as a candidate for Director]

In addition to having distinguished insights through extensive administrative experience including energy administration in government positions, etc., Osamu Watanabe has held the positions of Executive Vice President and President at JAPEX in the period between 2007 and 2016, significantly contributing to the Group's business development. Since assuming the position of Chairman, he has appropriately provided management guidance from a broader perspective; therefore, we have continuously nominated him as a candidate for Director.

Candidate No.	Name (Date of birth)	Brief history, Position and responsibilities in JAPEX or Significant positions concurrently held				
2	Masahiro Fujita (November 12, 1954) Renominated	President at .	Joined MITI Director-General of Trade and Economic Cooperation Bureau, METI Executive Officer at SUMITOMO CORPORATION Representative Director, Executive Vice President at SUMITOMO CORPORATION Representative Director, Assistant to President and CEO at SUMITOMO CORPORATION Representative Director, Executive Vice President at JAPEX Representative Director, President, Chief Executive Officer (up to the present date) positions concurrently held> JAPEX Offshore, Ltd. JAPEX Garraf Ltd.	3,900 shares		
	Chairman at JAPEX Montney Ltd. [Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021] 14 out of 14 meetings (100%)					
	[Reasons for nomination as a candidate for Director] Masahiro Fujita has distinguished insights through extensive administrative experience including energy					

Masahiro Fujita has distinguished insights through extensive administrative experience including energy administration in government positions and a management career in other private sectors doing international resource and energy business. In addition, since assuming the position of Representative Director and Executive Vice President in 2019, and subsequently the position of President that same year, he has helmed the Group's business development amid the tough business environment; therefore, we have continuously nominated him as a candidate for Director.

			April 1980	Joined JAPEX			
			June 2005	General Manager of Iraq Project Dept., International Oil			
				& Gas Division			
			Feb. 2010	Vice President of Iraq Project Division			
			June 2010	Executive Officer, Vice President of Iraq Project			
				Division			
			June 2011	Executive Officer, Advisor to President of Middle East,			
				Africa & Europe Project Division			
			June 2013	Managing Executive Officer, Advisor to President of			
				Middle East, Africa & Europe Project Division			
		Kazuhiko Ozeki	Aug. 2013	Managing Executive Officer, Vice President of Middle			
		(January 19, 1957)		East, Africa & Europe Project Division	6,500		
		(January 19, 1937)	Jan. 2014	Managing Executive Officer			
		Renominated	June 2015	Managing Director, President of Environment and	shares		
				Innovative Technology Projects Division			
			June 2016	Managing Director			
	3		June 2018	Director, Managing Executive Officer			
			Aug. 2019	Director, Managing Executive Officer, President of Asia			
				& Oceania Project Division			
			Oct. 2019	Director, Managing Executive Officer			
			Feb. 2020	Director, Managing Executive Officer, President of Asia			
				& Oceania Project Division			
			June 2020	Director, Senior Managing Executive Officer, President			
				of Overseas Project Management Division			
l				(up to the present date)			

[Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021] 14 out of 14 meetings (100%)

[Reasons for nomination as a candidate for Director]

Kazuhiko Ozeki has extensive experience in and knowledge of operations in the areas of our overseas project, and environment and innovative technology projects divisions. Currently serving as Director and Senior Managing Executive Officer in charge of managing overall overseas business, he has significantly contributed to the Group's business development; therefore, we have continuously nominated him as a candidate for Director.

Candidate	Name	Brief h	istory, Position and responsibilities in JAPEX or	JAPEX			
No.	(Date of birth)	Di lei li	Significant positions concurrently held	shares			
	(2000 01 011 011)	A '1 1001 T	•	owned			
4	Yoshitaka Ishii (April 3, 1957) Renominated	April 2010 (C) June 2014 F I April 2017 F O June 2017 M Nov. 2017 M S June 2018 I S Oct. 2018 I June 2020 I June 2020 I	Joined JAPEX General Manager of Technical Dept., Nagaoka Division Office Executive Officer, General Manager of Nagaoka Division Office, Domestic Project Division Executive Officer, General Manager of Nagaoka District Office Managing Executive Officer, General Manager of Nagaoka District Office Managing Executive Officer, Vice President of Interregional Gas Supply Division and Vice President of Soma Project Division Director, Managing Executive Officer, President of Inter-regional Gas Supply Division and President of Soma Project Division Director, Managing Executive Officer, President of Inter-regional Gas Supply Division and President of Soma Project & Power Business Division Director, Senior Managing Executive Officer, President of Power Business Division (up to the present date)				
	Significant positions concurrently held> President at Fukushima Gas Power Co., Ltd. [Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021] 14 out of 14 meetings (100%) [Reasons for nomination as a candidate for Director] In addition to specializing in drilling technology in the oil and mining industries, Yoshitaka Ishii has extensive experience in and knowledge of our domestic project division. Currently serving as Director and Senior Managing Executive Officer and President of Power Business Division, he has significantly contributed to the Group's business development; therefore, we have continuously nominated him as a						
	candidate for Direct		oined MITI				
5	Hajime Ito (May 27, 1957) Renominated	July 2006 I Oct. 2010 A June 2012 I F June 2015 M June 2016 M June 2018 I June 2018 I F June 2018 I	Deputy Director-General, METI Advisor to President at JAPEX Executive Officer, Vice President of Americas & Russia Project Division Managing Executive Officer, Vice President of Americas & Russia Project Division Managing Director, Vice President of Americas & Russia Project Division Director, Managing Executive Officer, President of Americas & Russia Project Division (up to the present date) President at JAPEX Montney Ltd.	4,500 shares			
	FA441		Director at Sakhalin Oil and Gas Development Co., Ltd.				
[Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021]							
	14 out of 14 meetings (100%) [Reasons for nomination as a candidate for Director]						

[Reasons for nomination as a candidate for Director]
Hajime Ito has international experience in government positions, as well as extensive experience and knowledge of energy administration in government offices and our overseas project divisions. Currently serving as Director, Managing Executive Officer and President of the Americas & Russia Project Division, he has significantly contributed to the Group's business development; therefore, we have continuously nominated him as a candidate for Director.

Candidate	Name	Brief history, Position and responsibilities in JAPEX or						
No.	(Date of birth)	Significant positions concurrently held	shares					
	,		owned					
	Toshiyuki Hirata (January 5, 1958) Renominated	April 1981 Joined JAPEX June 2005 President at Japan Canada Oil Sands Limited June 2012 Executive Officer at JAPEX June 2015 Managing Executive Officer June 2017 Managing Director June 2018 Director, Managing Executive Officer June 2020 Director, Managing Executive Officer, President of Middle East, Asia & Europe Project Division (up to the present date)	3,500 shares					
		Significant positions concurrently held>						
6		President at JAPEX UK E&P Ltd.						
		Director at JAPEX Garraf Ltd.						
		Director at Energi Mega Pratama Inc.						
	[Attendance at the E	Board of Directors meetings held in the fiscal year ended March 31, 2021						
		14 out of 14 meetings (100%)						
	[Reasons for nomination as a candidate for Director]							
	In addition to specializing in oil and gas field development and production and operations management							
	in Japan and overseas, Toshiyuki Hirata has extensive experience in and knowledge of the oil sand							
	business. Currently serving as Director and Managing Executive Officer and President of the Middle							
	East, Asia & Europe Project Division, he has significantly contributed to the Group's business							
	development; theref	Fore, we have continuously nominated him as a candidate for Director.						
		April 1982 Joined JAPEX						
		June 2005 General Manager of Corporate Planning Dept. April 2010 Vice President of Environment and Innovative						
		April 2010 Vice President of Environment and Innovative Technology Projects Division						
		June 2011 Vice President of Environment and Innovative						
	Michiro Yamashita	Technology Projects Division						
	(October 27, 1959)	June 2013 Executive Officer	2,700					
		June 2016 Managing Executive Officer	shares					
	Renominated	June 2018 Director, Managing Executive Officer						
		(up to the present date)						
7		<significant concurrently="" held="" positions=""></significant>						
		Director at Japan Canada Oil Sands Limited						
		Director at Canada Oil Sands Co., Ltd.						
	[Attendance at the E	Board of Directors meetings held in the fiscal year ended March 31, 2021]						
	14 out of 14 meeting							
		ation as a candidate for Director]	_					
		has extensive experience in and knowledge of operations in the areas of o						
		on. Currently serving as Director and Managing Executive Officer in cha						
		ting Dept., he has significantly contributed to appropriate administr						
	management of JAPEX; therefore, we have continuously nominated him as a candidate for Director.							

No.	Name (Date of birth)	Brief history, Position and responsibilities in JAPEX or Significant positions concurrently held						
	Akira Kojima (July 18, 1942) Renominated	May 2000 May 2003 May 2004 July 2009 April 2011 June 2015 <significant p<br="">Member, Boar</significant>	Nikkei Inc. If Editor at Nikeei Inc. If Editor	owned —				
8			Graduate Institute for Policy Studies President, Center for International Economic Collaboration					
		ation as a candi	date for Outside Director and					
	wide-ranging proportion proposals that continued therefore, have rend in addition, if Akira for supervising the	y, etc. Currentlosals for JAPE ribute to JAPE minated him as Kojima is appo process of sele	y serving as an Outside Dir X management. We continu X's further growth from a a candidate for Outside Director, citing candidates for officer	sights gained through his carector, he has supervised and nously expect him to provid global and long-term perspector. The is expected to assume respond determining officer componination and Compensation	provide e us wit ctive; ar consibility pensation			
	wide-ranging proportion proposals that contribute therefore, have rend In addition, if Akira for supervising the from an objective a	y, etc. Currently sals for JAPE ribute to JAPE ribute a sal Kojima is apportant process of selend neutral standard April 1975 June 2001 Jan. 2009 April 2011 April 2011 June 2016 <significant at="" corpo<="" counsel="" of="" outside="" p="" td=""><td>y serving as an Outside Dir X management. We continu X's further growth from a a candidate for Outside Director, cinted as an Outside Director, cting candidates for officer lpoint as a member of the N Appointed prosecutor Head of Special Investigatio Public Prosecutors Office</td><td>rector, he has supervised and hously expect him to provid global and long-term perspector. The is expected to assume respond and determining officer componination and Compensation Tokyo Bar Association) (up to the present date) (up to the present date) (up to the present date) ermal Engineering Co., Ltd.</td><td>provide e us wi ctive; an ponsibili pensation</td></significant>	y serving as an Outside Dir X management. We continu X's further growth from a a candidate for Outside Director, cinted as an Outside Director, cting candidates for officer lpoint as a member of the N Appointed prosecutor Head of Special Investigatio Public Prosecutors Office	rector, he has supervised and hously expect him to provid global and long-term perspector. The is expected to assume respond and determining officer componination and Compensation Tokyo Bar Association) (up to the present date) (up to the present date) (up to the present date) ermal Engineering Co., Ltd.	provide e us wi ctive; an ponsibili pensation			

[Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021] 13 out of 14 meetings (93%)

[Reasons for nomination as a candidate for Outside Director and outline of expected roles]

Although Tetsuo Ito has no experience of being directly involved in corporate management, he has extensive knowledge and experience as a legal specialist. Currently serving as an Outside Director, he has supervised and provided wide-ranging proposals for JAPEX management. We continuously expect him to accurately identify business challenges JAPEX faces, and pose questions that contribute to reasonable and appropriate decision-making; and therefore, have renominated him as a candidate for Outside Director.

In addition, if Tetsuo Ito is appointed as an Outside Director, he is expected to assume responsibility for supervising the process of selecting candidates for officer and determining officer compensation from an objective and neutral standpoint as a member of the Nomination and Compensation Advisory Committee.

Candidate	Name	Brie	f history, Position and responsibilities in JAPEX or	JAPEX				
No.	(Date of birth)		Significant positions concurrently held	shares owned				
	,	0 1005						
		Oct. 1985	Joined The Institute of Energy Economics, Japan					
		June 2011	Board Member, Unit Manager of Global Environment &					
			Sustainable Development Unit at The Institute of Energy					
		J., J., 2011	Economics, Japan					
		July 2011	Board Member, Director, Charge of Energy Data and Modelling Center at The Institute of Energy Economics,					
	Yukari Yamashita		Japan					
	(October 23, 1959)	June 2019	Director at JAPEX (up to the present date)					
	(October 23, 1939)	June 2020	Managing Director, Charge of Energy Data and					
	Renominated	June 2020	Modelling Center at The Institute of Energy Economics,					
	renommated		Japan (up to the present date)					
		<significant< td=""><td>positions concurrently held></td><td></td></significant<>	positions concurrently held>					
			irector, Charge of Energy Data and Modelling Center at					
10			The Institute of Energy Economics, Japan					
			Executive Vice President at International Association for Energy					
		Economics, Inc.						
	[Number of years served as Director]							
	Two years		-					
	[Attendance at the F	Board of Direc	tors meetings held in the fiscal year ended March 31, 2021]					
	14 out of 14 meeting							
			didate for Outside Director and outline of expected roles]					
	Although Yukari Yamashita has no experience of being directly involved in corporate management							
	has extensive knowledge through her research activities in a research lab studying energy ec							
			licy, etc. Currently serving as an Outside Director, she has s					
			sals for JAPEX management. We continuously expect her					
			Il be beneficial for JAPEX to aim for its long-term develop					
	integrated energy co	April 1970	herefore, have renominated her as a candidate for Outside D Joined Oki Electric Industry Co., Ltd.	nrector.				
		April 2001	Executive Officer at Oki Electric Industry Co., Ltd.					
		April 2001 April 2004	Senior Vice President at Oki Electric Industry Co., Ltd.					
		June 2005	Managing Director at Oki Electric Industry Co., Ltd.					
		April 2009	Senior Executive Vice President, Representative					
		71pm 2009	Director at Oki Electric Industry Co., Ltd.					
	Hideichi Kawasaki	June 2009	President, Representative Director at Oki Electric					
	(January 10, 1947)	2009	Industry Co., Ltd.	1,000				
	l	April 2016	Chairman of the Board, Representative Director at Oki	shares				
	Renominated		Electric Industry Co., Ltd.					
		June 2018	Chairman of the Board at Oki Electric Industry Co., Ltd.					
			(up to the present date)					
		June 2020	Director at JAPEX (up to the present date)					
1 4 4	i e	1 .~ .~	1.1	1				

[Number of years served as Director]

One year

11

[Attendance at the Board of Directors meetings held in the period between his appointment on June 26, 2020 and March 31, 2021]

Chairman of the Board at Oki Electric Industry Co., Ltd.

11 out of 12 meetings (92%)

[Reasons for nomination as a candidate for Outside Director and outline of expected roles]

<Significant positions concurrently held>

Hideichi Kawasaki has distinguished insights regarding corporate management, in general, through his extensive corporate management experience at an entity engaged in global operations in telecommunications and other fields. Currently serving as an Outside Director, he has supervised and provided wide-ranging proposals for JAPEX management. We continuously expect him to provide us with valuable proposals in addressing various business challenges JAPEX faces, based on his extensive experience; and therefore, have renominated him as a candidate for Outside Director.

(Notes) 1. Candidates Masahiro Fujita and Hajime Ito are concurrently serving as the Chairman and President of JAPEX Montney Ltd., respectively, to which JAPEX is providing loans and debt guarantee. Candidate Masahiro Fujita is concurrently serving as the President of JAPEX Garraf Ltd., with which JAPEX is engaged in crude oil transactions. In addition, he is concurrently serving as the President of JAPEX Offshore, Ltd., with which JAPEX

is entrusted funds via the cash management system. Candidate Yoshitaka Ishii is concurrently serving as the President of Fukushima Gas Power Co., Ltd., to which JAPEX is providing collateral, underwrites bonds issued, and has concluded an outsourcing agreement with.

No significant interest-based relationship exists between other candidates for Director and JAPEX.

- 2. Akira Kojima, Tetsuo Ito, Yukari Yamashita and Hideichi Kawasaki are candidates for Outside Director. These four candidates have been registered with the Tokyo Stock Exchange as Independent Officers, pursuant to the rules of the Exchange, and they are scheduled to continue to be Independent Officers, subject to the approval of their reappointment under this proposal.
- 3. JAPEX has concluded a limited liability agreement with Candidates Akira Kojima, Tetsuo Ito, Yukari Yamashita and Hideichi Kawasaki, to limit their liability as stipulated in Article 423, Paragraph 1, of the Companies Act. The amount of liability under the agreement is limited to the amount provided by laws and regulations. JAPEX is scheduled to renew this agreement with them, subject to the approval of their reappointment under this proposal.
- 4. JAPEX has concluded a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, and JAPEX bears the entire premium. If the appointment of each candidate for Director is approved as proposed under this proposal, they shall be included as the insured under the said insurance contract. JAPEX plans to renew this insurance contract under the same conditions, at the next renewal.
- 5. Candidate Hideichi Kawasaki is scheduled to retire from the post of Chairman of the Board at Oki Electric Industry Co., Ltd. as of the date on which the ordinary general meeting of shareholders thereof to be held in June 2021.
- 6. The registered name of Yukari Yamashita is Yukari Niwa. This document adopts the name she uses in her business duties

Item 3: Election of Two (2) Corporate Auditors

Upon closing of this general meeting of shareholders, the terms of office of Corporate Auditors Kenji Uchida and Koichi Shimomura will expire. We kindly ask our shareholders to elect two (2) Corporate Auditors. The candidates for Corporate Auditor are as listed below.

The Board of Corporate Auditors consented to this proposal.

Candidate	Name	Brief history, Position and responsibilities in JAPEX or			
No.	(Date of birth)	Significant positions concurrently held			
1	Koichi Shimomura (September 18, 1958) Renominated	April 1982 July 2006 July 2008 June 2009 June 2011 June 2012 June 2017 June 2018	Joined JAPEX General Manager of Media & Investor Relations Dept. General Manager of International Planning Dept., International Oil & Gas Division General Manager of First Project Dept., International Oil & Gas Division General Manager of Canada Oil Sands Project Dept., Americas & Russia Project Division Advisor to President of America & Russia Project Division Advisor to President of Middle East, Africa & Europe Project Division Corporate Auditor (up to the present date)		

[Number of years served as Corporate Auditor]

Three years

[Attendance at the Board of Directors meetings held in the fiscal year ended March 31, 2021] 14 out of 14 meetings (100%)

[Attendance at the Board of Corporate Auditors meetings held in the fiscal year ended March 31, 2021]

9 out of 9 meetings (100%)

[Reasons for nomination as a candidate for Corporate Auditor]

Koichi Shimomura has extensive experience in and knowledge of project management in our overseas project division. Since assuming the position of Corporate Auditor in 2018, he has adequately performed his duties through auditing the execution of duties by Directors; therefore, we have continuously nominated him as a candidate for Corporate Auditor.

Candidate	Name	Brief history, Position and responsibilities in JAPEX or			
No.	(Date of birth)	Significant positions concurrently held			
2	Mitsuyoshi Nakamura (August 18, 1958) Newly nominated	April 1982 Joined JAPEX July 2012 General Manager of Iraq Project Dept., Middle East, Africa & Europe Project Division July 2013 Advisor to President of Middle East, Africa & Europe Project Division Aug. 2014 Vice President of Middle East, Africa & Europe Project Division Sept. 2015 President of HSE Dept. July 2018 Advisor to President of Middle East, Africa & Europe Project Division and General Manager of Dubai Representative Office, Middle East, Africa & Europe June 2020 Project Division Assistant of the executive in charge of HSE Dept. (up to the present date)	300 shares		

[Reasons for nomination as a candidate for Corporate Auditor]

In addition to specializing in management of oil and gas field production facilities in Japan and overseas, including pipelines, Mitsuyoshi Nakamura has extensive experience in and knowledge of our overseas project divisions and the areas of safety, health and the environment. We expect JAPEX audit will benefit from his experience and knowledge, and have therefore newly nominated him as a candidate for Corporate Auditor.

(Notes)

- 1. No significant interest-based relationship exists between each candidate for Corporate Auditor and JAPEX.
- 2. JAPEX has concluded a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company, and JAPEX bears the entire premium. If the appointment of each candidate for Corporate Auditor is approved as proposed under this proposal, they shall be included as the insured under the said insurance contract. JAPEX plans to renew this insurance contract under the same conditions, at the next renewal.

END

Consolidated Balance Sheet

(As of March 31, 2021)

(Unit: millions of yen)

Accounting titles	Amount	Accounting titles	Amount
(Assets)		(Liabilities)	
Current assets	221,034	Current liabilities	103,776
Cash and deposits	162,368	Notes and accounts payable-trade	21,546
Notes and accounts receivable-trade	39,519	Current portion of long-term	62,175
		borrowings	
Securities	3,030	Provision for loss on disaster	913
Merchandise and finished goods	4,297	Other	19,142
Work in process	140	Non-current liabilities	86,517
Raw materials and supplies	8,001	Long-term borrowings	50,180
Other	3,715	Deferred tax liabilities	7,919
Allowance for doubtful accounts	(38)	Retirement benefit liability	3,545
Non-current assets	403,752	Asset retirement obligations	21,262
Property, plant and equipment	266,745	Other	3,609
Buildings and structures	157,841	Total liabilities	190,294
Wells	24,965		
Machinery, equipment and vehicles	27,834	(Net assets)	
Land	12,385	Shareholders' equity	358,575
Construction in progress	34,537	Share capital	14,288
Other	9,180	Retained earnings	344,438
Intangible assets	6,129	Treasury shares	(151)
Other	6,129	Accumulated other comprehensive	41,596
Investments and other assets	130,877	income	
Investment securities	105,070	Valuation difference on available-	44,228
Long-term loans receivable	48	for-sale securities	
Deferred tax assets	7,940	Deferred gains or losses on hedges	(488)
Retirement benefit asset	2,384	Foreign currency translation	(3,810)
Other	15,850	adjustment	
Allowance for doubtful accounts	(44)	Remeasurements of defined	1,667
Allowance for overseas investment loss	(373)	benefit plans	
		Non-controlling interests	34,320
		Total net assets	434,492
Total assets	624,786	Total liabilities and net assets	624,786

Consolidated Statement of Income From April 1, 2020 To March 31, 2021

(Unit: millions of yen)

Accounting titles	Amount	
Net sales		240,078
Cost of sales		203,543
Gross profit		36,534
Exploration expenses		989
Selling, general and administrative expenses		31,352
Operating profit		4,192
Non-operating income		
Interest income	412	
Dividend income	2,823	
Share of profit of entities accounted for using	5,808	
equity method		
Other	846	9,891
Non-operating expenses		
Interest expenses	2,529	
Foreign exchange losses	639	
Other	912	4,081
Ordinary profit		10,001
Extraordinary income		
Gain on sales of non-current assets	11	11
Extraordinary losses		
Loss on retirement of non-current assets	30	
Impairment loss	16,351	
Loss on disaster	948	
Other	5	17,335
Loss before income taxes		7,322
Income taxes-current	4,941	
Income taxes-deferred	(6,864)	(1,923)
Loss		5,399
Loss attributable to non-controlling interests		2,673
Loss attributable to owners of parent		2,725

Consolidated Statement of Changes in Equity From April 1, 2020 To March 31, 2021

(Unit: millions of yen)

	9	Shareholde	rs' equity	/	Accu	mulated ot	her compr	ehensive in	icome		
	Share capital	Retained earnings	Treasury shares	Total sharehold- ers' equity	Valuation difference on available- for-sale securities	Deferred gains or losses on hedges	Foreign currency translation adjustment	Remeasure- ments of defined benefit plans	Total accumu- lated other comprehen sive income	Non- controlling interests	Total net assets
Balance at beginning of current period	14,288	350,934	(11)	365,212	33,061	181	3,494	756	37,494	37,450	440,157
Changes in items during period											
Dividends of surplus		(2,857)		(2,857)							(2,857)
Loss attributable to owners of parent		(2,725)		(2,725)							(2,725)
Change in scope of consolidation		(0)		(0)							(0)
Change in scope of equity method		(911)		(911)							(911)
Purchase of treasury shares			(140)	(140)							(140)
Net changes in items other than shareholders' equity					11,167	(670)	(7,305)	910	4,101	(3,130)	971
Total changes in items during period	_	(6,495)	(140)	(6,636)	11,167	(670)	(7,305)	910	4,101	(3,130)	(5,665)
Balance at end of current period	14,288	344,438	(151)	358,575	44,228	(488)	(3,810)	1,667	41,596	34,320	434,492

Balance Sheet (As of March 31, 2021)

(Unit: millions of yen)

Accounting titles	Amount	Accounting titles	Amount	
(Assets)	Amount	(Liabilities)	Amount	
Current assets	149,148	Current liabilities	58,263	
Cash and deposits	108,323	Accounts payable-trade	22,033	
Accounts receivable-trade	28,596	Lease obligations	22,033	
			3,529	
Merchandise and finished goods	3,826	Accounts payable-other		
Raw materials and supplies	6,381	Accrued expenses	5,246	
Advance payments-trade	4	Income taxes payable	1,748	
Prepaid expenses	495	Deposits received	136	
Accrued income	20	Deposits received from subsidiaries and associates	24,013	
Accounts receivable-other	340	Unearned revenue	16	
Advances paid	462	Provision for bonuses for directors (and other officers)	40	
Other	695	Provision for loss on disaster	913	
Non-current assets	318,113	Asset retirement obligations	173	
Property, plant and equipment	74,634	Other	200	
Buildings	9,488	Non-current liabilities	46,933	
Structures	27,715	Lease obligations	1,640	
Wells	113	Deferred tax liabilities	4,631	
Machinery and equipment	24,613	Provision for retirement benefits	2,396	
Vessels	24,013	Provision for share-based	2,390	
VESSEIS	1	remuneration	23	
¥7-1-1-1	2		22 011	
Vehicles	3	Provision for loss on guarantees	22,811	
Tools, furniture and fixtures	1,902	Asset retirement obligations	15,060	
Land	10,315	Other	369	
Leased assets	52	Total liabilities	105,196	
Construction in progress	427			
Intangible assets	1,075	(Net assets)		
Leasehold interests in land	151	Shareholders' equity	317,540	
Software	766	Share capital	14,288	
Other	157	Retained earnings	303,404	
Investments and other assets	242,403	Legal retained earnings	3,572	
Investment securities	93,025	Other retained earnings	299,831	
Shares of subsidiaries and associates	154,241	Reserve for overseas investment loss	1,512	
Long-term loans receivable from	23,951	Reserve for mine prospecting	14,919	
subsidiaries and associates	-)	1 1 5	<i>,-</i> -	
Long-term prepaid expenses	2,169	Reserve for special depreciation Reserve for tax purpose	72 543	
Other	1,543	reduction entry of non-current	J - 13	
		assets	47.046	
Allowance for doubtful accounts	(22,956)	Reserve for exploration	47,246	
Allowance for overseas investment loss	(9,572)	General reserve	171,600	
		Retained earnings brought forward	63,938	
		Treasury shares	(151)	
		Valuation and translation	44,524	
		adjustments	,	
		Valuation difference on	44,218	
		available-for-sale securities	17,210	
		Deferred gains or losses on	305	
		hedges	303	
		Total net assets	362,065	
Total assats	167 262			
Total assets	467,262	Total liabilities and net assets	467,262	

Statement of Income

From April 1, 2020
To March 31, 2021

(Unit: millions of yen)

Accounting titles	Amo	unt
Net sales		169,195
Cost of sales		134,883
Gross profit		34,312
Exploration expenses		815
Selling, general and administrative expenses		21,021
Operating profit		12,475
Non-operating income		
Interest income	366	
Dividend income	11,295	
Other	1,423	13,085
Non-operating expenses		
Interest expenses	216	
Inactive facility related expenses	280	
Inactive mine administrative expenses	59	
Commitment fee	344	
Other	111	1,011
Ordinary profit		24,549
Extraordinary income		
Gain on sales of non-current assets	0	0
Extraordinary losses		
Loss on retirement of non-current assets	19	
Impairment loss	13,366	
Loss on disaster	948	
Provision of allowance for doubtful accounts for	17.112	
subsidiaries and associates	17,112	
Provision for loss on guarantees	22,811	54,258
Loss before income taxes		29,709
Income taxes-current	3,585	ŕ
Income taxes-deferred	(6,629)	(3,044)
Loss		26,664

Statement of Changes in Equity From April 1, 2020 To March 31, 2021

(Unit: millions of yen)

	Shawshaldow' aguity											
	1	Shareholders' equity								I		
					0.1	Retained earn				1		
					Ot	her retained ea	rnings	ı	ı			
	Share capital	Legal retained earnings	Reserve for overseas investment loss	Reserve for mine prospecting	Reserve for special depreciation	Reserve for tax purpose reduction entry of non-current assets	Reserve for exploration	General reserve	Retained earnings brought forward	Total retained earnings	Treasury shares	Total shareholders' equity
Balance at beginning of current period	14,288	3,572	2,540	13,700	144	568	47,246	171,600	93,554	332,926	(11)	347,203
Changes in items during period												
Reversal of reserve for overseas investment loss			(1,027)						1,027	_		_
Provision of reserve for mine prospecting				1,800					(1,800)	_		_
Reversal of reserve for mine prospecting				(580)					580	_		_
Reversal of reserve for special depreciation					(72)				72	_		_
Reversal of reserve for tax purpose reduction entry of non-current assets	_					(25)			25	_		_
Dividends of surplus									(2,857)	(2,857)		(2,857)
Loss		<u></u>							(26,664)	(26,664)		(26,664)
Purchase of treasury shares											(140)	(140)
Net changes in items other than shareholders' equity												
Total changes in items during period	_	_	(1,027)	1,219	(72)	(25)	_	_	(29,616)	(29,521)	(140)	(29,662)
Balance at end of current period	14,288	3,572	1,512	14,919	72	543	47,246	171,600	63,938	303,404		317,540

	Valuation ar			
	Valuation difference on	Deferred gains or	Total valuation and	Total net assets
	available-for-sale securities	losses on hedges	translation adjustments	
Balance at beginning of current period	33,057	181	33,239	380,442
Changes in items during period				
Reversal of reserve for overseas				_
investment loss				
Provision of reserve for				_
mine prospecting				
Reversal of reserve for				_
mine prospecting				
Reversal of reserve for special				_
depreciation				
Reversal of reserve for tax purpose				
reduction entry of non-current				=
assets				
Dividends of surplus				(2,857)
Loss				(26,664)
Purchase of treasury shares				(140)
Net changes in items other than	11 160	124	11 204	11 204
shareholders' equity	11,160	124	11,284	11,284
Total changes in items during period	11,160	124	11,284	(18,377)
Balance at end of current period	44,218	305	44,524	362,065