

August 7, 2023

For Immediate Release
To whom it may concern

Mitsui & Co., Ltd.

Notice of the Planned Share Transfer of Mitsui Rail Capital Europe B.V.

Mitsui & Co., Ltd. (“Mitsui”, Head Office: Tokyo, President and CEO: Kenichi Hori) today decided to divest all of its shares in Mitsui Rail Capital Europe B.V. (“MRCE”), its wholly-owned subsidiary engaged in full-service locomotive leasing business in Europe, to Beacon Rail Metro Finance B.V., and has signed a share purchase agreement (the “Transaction”). While Mitsui has been contributing to the sustainable growth of European freight and passenger rail transport services for about 20 years through MRCE, the Transaction is to be carried out as part of an ongoing strategy to reorganize its business portfolio.

1. Overview of the subsidiary to be transferred (MRCE)

(1) Name	Mitsui Rail Capital Europe B.V.		
(2) Location	Barbara Strozzi laan 366, Eurocenter Building 2, 5th Floor, 1083 HN Amsterdam, The Netherlands		
(3) Title and name of representative	Morihiro Aoki (CEO)		
(4) Description of business	Full service locomotive leasing business in Europe (Number of locomotives handled: Approximately 220)		
(5) Capital	78 million euros (12,090 million yen) Converted at a EUR/JPY rate of 155		
(6) Date of establishment	October 7, 2004		
(7) Major shareholders and ownership ratios	Mitsui 100%		
(8) Relationship between Mitsui and the said company	Capital relationship	MRCE is 100% owned by Mitsui.	
	Personnel relationship	Mitsui dispatches directors and an employee to MRCE.	
	Business relationship	Mitsui grants guarantee for MRCE's financial indebtedness.	
(9) Operating results and financial positions of said company for the last three years Converted at a EUR/JPY rate of 155			
Fiscal year ended	FY March, 2020	FY March, 2021	FY March, 2022
Total assets	743 million euros 115,104 million yen	680 million euros 105,390 million yen	640 million euros 99,153 million yen
Revenue	122 million euros 18,904 million yen	99 million euros 15,303 million yen	149 million euros 23,107 million yen

2. Overview of the counterparty to the acquisition of shares

(1)	Name	Beacon Rail Metro Finance B.V.	
(2)	Location	1076 Amsterdam, Locatellikade 1, Netherlands	
(3)	Description of business	Rail lessor of passenger and freight rolling stock across the UK and continental Europe	
(4)	Relationship between Mitsui and the said company	Capital relationship	n.a.
		Personnel relationship	n.a.
		Business relationship	n.a.
		Status of related parties	n.a.

3. Number of shares transferred, transfer price, and shareholding before and after the transfer

(1)	Number of shares held before the change	780,000 shares (Ratio of voting rights held : 100%)
(2)	Number of shares transferred	780,000 shares
(3)	Number of shares held after the change	0 shares (Ratio of voting rights held : 0%)
(4)	Transfer price	The transfer price is not disclosed based on an agreement between the parties. The transfer price is an appropriate amount determined through bidding.

4. Schedule

(1)	Date of resolution at the meeting of the Board of Directors	August 7, 2023
(2)	Date of share purchase agreement signing	August 7, 2023
(3)	Completion date of the transfer	Before the end of the fiscal year ending March 2024 (scheduled)

5. Outlook for the future

This Transaction is expected to be completed by the end of the fiscal year ending March 2024, subject to approval by relevant authorities. Mitsui will record a profit following the completion of the Transaction, the majority of which has been reflected in Mitsui's forecast for the fiscal year ending March 2024 announced on May 2, 2023.

For further information, please contact:

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Notice:

This announcement contains forward-looking statements. These forward-looking statements are based on Mitsui's current assumptions, expectations and beliefs in light of the information currently possessed by it and involve known and unknown risks, uncertainties and other factors. Such risks, uncertainties and other factors may cause Mitsui's actual results, financial position or cash flows to be materially different from any future results, financial position or cash flows expressed or implied by these forward-looking statements. These risks, uncertainties and other factors referred to above include, but are not limited to, those contained in Mitsui's latest Annual Securities Report and Quarterly Securities Report, and Mitsui undertakes no obligation to publicly update or revise any forward-looking statements. This announcement is published in order to publicly announce specific facts stated above, and does not constitute a solicitation of investments or any similar act inside or outside of Japan, regarding the shares, bonds or other securities issued by us.