

(Translation purposes only)

Cover page

Document title	Amendment Report for Annual Securities Report
Clause of stipulation	Article 24-2, paragraph 1 of the Financial Instruments and Exchange Act
Place of filing	Director-General of the Kanto Local Finance Bureau
Filing date	August 13, 2019
Fiscal year	202nd term (from April 1, 2018 to March 31, 2019)
Company name	株式会社 I H I (Kabushiki Kaisha IHI)
Company name in English	IHI Corporation
Title and name of representative	Tsugio Mitsuoka, President and Chief Executive Officer
Address of registered head office	1-1, Toyosu 3-chome, Koto-ku, Tokyo, Japan
Telephone number	+81-3-6204-7065
Name of contact person	Takashi Koumi, General Manager, Accounting Group, Finance & Accounting Div.
Nearest place of contact	1-1, Toyosu 3-chome, Koto-ku, Tokyo, Japan
Telephone number	+81-3-6204-7065
Name of contact person	Takashi Koumi, General Manager, Accounting Group, Finance & Accounting Div.
Place for public inspection	Tokyo Stock Exchange, Inc. (2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo) Nagoya Stock Exchange, Inc. (8-20, Sakae 3-chome, Naka-ku, Nagoya-city) Securities Membership Corporation Fukuoka Stock Exchange (14-2, Tenjin 2-chome, Chuo-ku, Fukuoka-city) Securities Membership Corporation Sapporo Securities Exchange (14-1, Minamiichijo-nishi 5-chome, Chuo-ku, Sapporo-city)

(Translation purposes only)

1. Reason for filing Amendment Report for Annual Securities Report

IHI Corporation hereby files the Amendment Report for Annual Securities Report, according to the article 24-2, paragraph 1 of the Financial Instruments and Exchange Act, to amend a part of the Annual Securities Report for the 202nd term (from April 1, 2018 to March 31, 2019) which was filed on June 20, 2019.

2. Amended Part

Part 1. Company information

V. Information about reporting company

4. Corporate governance, etc.

(1) Outline about corporate governance

3. Amendments to be made

The amended parts are underlined.

Part 1. Company information

V. Information about reporting company

4. Corporate governance, etc.

(1) Outline about corporate governance

[Before amendments]

(i) Corporate governance system (omitted)

(ii) to (vi) (Not presented)

[After amendments]

(i) Corporate governance system (omitted)

(ii) Number of directors

The Articles of Incorporation stipulates that IHI shall have not more than 15 directors.

(iii) Resolutions requirements for the election of directors

The Articles of Incorporation stipulates that resolution for election of directors shall be adopted by a majority vote of the shareholders present, whose voting rights shall represent one-third or more of the voting rights of all shareholders entitled to vote.

The Articles of Incorporation also stipulates that cumulative voting shall not be used in resolutions for the election of directors.

(iv) Acquisition of own shares

The Articles of Incorporation stipulates that IHI may, under Article 165, paragraph 2 of the Companies Act, acquire its own shares by resolution of the Board of Directors. This measure is aimed at carrying out a flexible capital policy.

(v) Stipulations in the Articles of Incorporation that enable IHI to exempt directors and audit & supervisory board members from liabilities based on resolution of the Board of Directors

The Articles of Incorporation stipulates that IHI may, by resolution of the Board of Directors, in accordance with Article 426, paragraph 1 of the Companies Act, in the case that the director or audit & supervisory board member is acting in good faith and there is no critical negligence involved, exempt directors and audit & supervisory board members from liabilities, so as to ensure that directors and audit & supervisory board members sufficiently perform the roles expected of them in executing their duties.

(vi) Special resolutions requirements for the general meeting of shareholders

The Articles of Incorporation stipulates that the special resolutions requirements for the general meeting of shareholders provided in Article 309, paragraph 2 of the Companies Act shall be adopted by two-thirds or more of the votes of the shareholders present, whose voting rights shall represent one-third or more of the voting rights of all shareholders entitled to vote. This provision aims to ensure the smooth operation of the general meeting of shareholders by easing the quorum for special resolutions at the general meeting of shareholders.