

(Translation)

April 28, 2022

To whom it may concern

Company name: The Sumitomo Warehouse Co., Ltd.
Representative: Takanori Ono, President
(Code: 9303 Tokyo Stock Exchange Prime Market)
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**Notice of Transfer of Shares, etc. by our Subsidiary which results in Transfer of our
Sub-subsidiary**

J-WeSco Ltd. ("J-WeSco"), a subsidiary of The Sumitomo Warehouse Co., Ltd. (Kita-ku, Osaka, President Takanori Ono; "Sumitomo Warehouse"), resolved at a meeting of its Board of Directors held today to transfer all of the issued and outstanding shares of its subsidiary (sub-subsidiary of Sumitomo Warehouse), the U.S. shipping company Westwood Shipping Lines, Inc. ("Westwood") to SSPL US Inc., a U.S. affiliate of the Singapore-based shipping company Swire Shipping Pte. Ltd. ("Swire") (Swire and SSPL US Inc. collectively referred to as "Swire Group") ("Transfer of Shares"). Also, SW Maritime 1, Inc., SW Maritime 2, Inc., SW Maritime 3, Inc. and SW Maritime 4, Inc. (collectively "SW Maritime companies"), which are subsidiaries of Sumitomo Warehouse, resolved at their respective meetings of Board of Directors held today to transfer the vessel each of them own, and leased and operated by Westwood (in total four vessels), to Swire ("Transfer of Vessels") (Transfer of Shares and Transfer of Vessels will be collectively referred to as "Transfer of Shares, etc.").

Notes

1. Reason for Transfer of Shares, etc.

(1) Business conditions of Westwood after acquisition by Sumitomo Warehouse

Westwood is a shipping company established in 1980 as shipping division of a U.S. forestry company group, and currently provides services between Japan, South Korea, China, and the West Coast of North America (*i.e.*, a market also known as the Pacific Northwest or "PNW").

Sumitomo Warehouse acquired Westwood through our subsidiary J-WeSco in June 2011, for the

purpose of maintaining and expanding harbor transportation business, which is one of our core businesses. At the same time, the special-purpose companies newly established by Sumitomo Warehouse acquired the four open-hatch multipurpose vessels with gantry cranes (2,000 TEU load) which used to be under long-term charter by Westwood.

After joining our group, Westwood continued to provide services between Japan, South Korea, China, and the United States and Canada with the four owned vessels and three geared semi-container vessels (2,200-2,500 TEU load) newly chartered by Westwood, for a total of seven vessels. The company's performance was stable during fiscal year 2012 to 2015 focusing on transportation of forest products from North America, project cargo such as machinery from Japan, and container cargo. However, due to a decrease in the transportation of forest products such as newsprint rolls, Westwood's reliance on eastbound container cargo has gradually increased and the performance could not be efficiently managed in face of a sluggish container freight market between 2016 and 2020.

(2) Consideration of transfer

Due to the evolution of Westwood's revenue distribution, the company, which operates vessels independently on a single route (PNW route), was directly affected by the fluctuation in container freight rates. Such fluctuation came in contrast with the long-term stability of our core business in Japan, and that contrast has grown to the point where it did no longer fit with our management policy for the future of Sumitomo Warehouse.

After reviewing our group's business portfolio in light of these circumstances, we decided that it would be desirable to concentrate our management resources on our core businesses of logistics and real estate and to transfer shipping business to a company with greater expertise in the shipping industry. Sumitomo Warehouse started to look for the best candidate while having in mind the importance of maintaining the status quo for Westwood's customers and employees.

Even after considering the recent development in the container freight rates and its positive impact on Westwood's business performance from fiscal year 2021, Sumitomo Warehouse has continued to consider the transfer of Westwood also taking into account new environmental regulatory requirements from the IMO (International Maritime Organization)

(3) Decision of transfer

Sumitomo Warehouse has determined that the current situation in which Westwood's performance is improving would be the best timing to move forward with the transfer of Westwood. Potential impact on Westwood's customers and employees has also been carefully considered when looking into the transfer of Westwood on the assumption that business will continue as is.

Swire is a major shipping group with a long history, founded in 1872. Like Westwood, Swire operates a large number of multi-purpose vessels that transport both project cargoes and containers

on various routes, and thus is able to operate Westwood's business taking advantage of synergies with their own services. We believe that Swire Group has the suitable conditions to become the shareholder of Westwood.

Based on the foregoing, we have determined that Swire Group is the best transferee for the Transfer of Shares, etc.

2. Outline of Transfer of Shares

(1) Outline of Subsidiary (J-WeSco)

Name	J-WeSco Ltd.
Address	11-1, Shibakoen 2-chome, Minato-ku, Tokyo
Job Title/Name of Representative	President Katsunori So
Business Activities	Ownership and management of shipping business companies
Paid-in Capital	10 million yen
Major shareholders and percentage of shares	The Sumitomo Warehouse Co., Ltd. 70.45% Suzuyo & Co., Ltd. 19.57% FUJITRANS CORPORATION 9.78%

(2) Outline of the Sub-subsidiary to be transferred and its subsidiaries

(i) Names of the Sub-subsidiary to be transferred and its subsidiaries

Name	Westwood Shipping Lines, Inc.	
Address	1019 39 th Avenue SE Suite 210 Puyallup, WA 98374, U.S.A.	
Job Title/Name of Representative	President & CEO John C. Mahoney	
Business Activities	Shipping business, etc.	
Paid-in Capital	1,000 U.S. dollar	
Date of Incorporation	September 9, 1980	
Major shareholders and percentage of shares	J-WeSco Ltd. 100%	
Relationship with us	Capital relationship	Sumitomo Warehouse owns 100% of the issued and outstanding shares of the Company through J-WeSco.
	Personal relationships	One of our employees is a Part-time director of the Company.
	Business relationship	The Company has certain transactions with Sumitomo Warehouse and its group companies.

Name	Westwood Shipping Lines Canada, Inc.	
Address	355 Burrard Street, Suite 980 Vancouver B.C. V6C 2G8, Canada	
Job Title/Name of Representative	President & CEO John C. Mahoney	
Business Activities	Shipping agents, etc.	
Paid-in Capital	1 Canadian dollar	
Date of Incorporation	August 4, 2011	
Major shareholders and percentage of shares	Westwood Shipping Lines, Inc. 100%	
Relationship with us	Capital relationship	Sumitomo Warehouse owns 100% of the issued and outstanding shares of the Company through J-WeSco and Westwood.
	Personal relationships	Not applicable
	Business relationship	Not applicable

Name	Westwood Shipping Lines Japan, Inc.	
Address	3-1, Shibakoen 1-chome, Minato-ku, Tokyo	
Job Title/Name of Representative	President John C. Mahoney	
Business Activities	Shipping agents, etc.	
Paid-in Capital	2 million yen	
Date of Incorporation	August 15, 2011	
Major shareholders and percentage of shares	Westwood Shipping Lines, Inc. 100%	
Relationship with us	Capital relationship	Sumitomo Warehouse owns 100% of the issued and outstanding shares of the Company through J-WeSco and Westwood.
	Personal relationships	One of our employees is a Part-time director of the Company.
	Business relationship	The Company has certain transactions with Sumitomo Warehouse and its group companies.

(ii) Consolidated Financial Position and Consolidated Results of Operations for the Last Three Years
(Westwood Group's Three Companies) (Millions of yen)

Fiscal Year-End	Year ended December 31, 2018	Year ended December 31, 2019	Year ended December 31, 2020
Consolidated net assets	(1,954)	(2,675)	(3,120)
Consolidated total assets	3,414	3,164	4,265
Consolidated operating revenue	25,285	25,202	22,009
Consolidate income before income taxes	(3,722)	(767)	(593)
Profit attributable to the parent company	(4,700)	(769)	(594)

(3) Outline of the Transferee

Name	SSPL US Inc.	
Address	251 Little Falls Drive, Wilmington, Delaware 19808, County of New Castle U.S.A.	
Job Title/Name of Representative	President and Chief Executive Officer James Hugh Woodrow	
Business Activities	Investment holding company	
Paid-in Capital	100 U.S. dollar	
Date of Incorporation	April 20, 2022	
Major shareholders and percentage of shares	The China Navigation Company Limited 100%	
Relationship between a listed company and that company	Capital relationship	Not applicable.
	Personal relationships	Not applicable.
	Business relationship	Not applicable.
	Whether it is a Relevant Party	Not applicable.

(4) Number of shares transferred, transfer price and status of shares held before and after transfer

Shares owned prior to the transaction	J-WeSco Ltd. ownership: 1,000 shares (Percentage of voting rights: 100%)
Number of the Transferred Shares	1,000 shares
Transfer price	The transfer price will be determined after implementation of Transfer of Shares based on Westwood's fiscal year 2022 performance. (NOTE)
Shares owned after the transaction	0 shares (Percentage of voting rights: 0%)

(NOTE) The parties have agreed that the transfer price for the shares of Westwood would result in a maximum amount of 145 million U.S. dollars, out of which 100 million U.S. dollars will be paid on the date of Transfer of Shares, and that the remaining amount will be paid after Westwood's financial results for fiscal year 2022 are finalized.

3. Outline of Transfer of Vessels

(1) Outline of subsidiaries (SW Maritime companies)

Name	SW Maritime 1, Inc. SW Maritime 2, Inc. SW Maritime 3, Inc. SW Maritime 4, Inc.
Address	Aquilino De La Guardia Street, Marbella, Panama City, Republic of Panama
Job Title/Name of Representative	President Nobuo Nakajima
Business Activities	Ownership and lease of vessels
Paid-in Capital	1,000 U.S. dollar each
Major shareholders and percentage of shares	The Sumitomo Warehouse Co., Ltd. 100%

(2) Outline of the vessels to be transferred

Vessel name	Vessel type	Year of construction	Number of containers that can be loaded
Westwood Rainier	Open hatch type	2002	2,048
Westwood Columbia	multi-purpose	2002	2,048
Westwood Victoria	ship with gantry	2003	2,048
Westwood Olympia	crane	2004	2,048

(3) Outline of Transferee

Name	Swire Shipping Pte. Ltd.	
Address	300 Beach Road No.27-01 The Concourse, Singapore 199555	
Job Title/Name of Representative	Managing Director James Hugh Woodrow	
Business Activities	Owning and operating liner vessels, as well as providing specialist shipping services to the energy, resource and infrastructure sector.	
Paid-in Capital	420 million U.S. dollar	
Date of Incorporation	September 14, 2009	
Major shareholders and percentage of shares	Swire Marine Holdings Pte Ltd 100%	
Relationship between a listed company and that company	Capital relationship	Not applicable.
	Personal relationships	Not applicable.
	Business relationship	Not applicable.
	Whether it is a Relevant Party	Not applicable.

(4) Transfer price: 31.3 million U.S. dollars in total

4. Schedule for Transfer of Shares, etc.

Execution of Transfer Agreement	April 28, 2022
Implementation of Transfer	June 2022 (planned)

5. Impact on business performance

The effects of Transfer of Shares, etc. on our consolidated results for the year ending March 2023 are currently being examined and will be released together with the results for the year ending March 2022. The release is scheduled on May 13, 2022.

In addition, we and Swire have agreed to build a strategic partnership taking this transaction as an opportunity.

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(Attachment) Structure Chart

