

[TRANSLATION]

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Document Name:

Extraordinary Report

Filed with:

The Director-General of the Kanto Local Finance Bureau

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Company Name:

Japan Exchange Group, Inc.

Name and Title of Representative:

Akira Kiyota, Director & Representative Executive Officer, Group CEO

Location of Head Office:

2-1, Nihombashi-Kabutocho, Chuo-ku, Tokyo

Telephone Number:

+81-3-3666-1361

Name of Contact Person:

Atsushi Tabata, Executive Officer & CFO

Contact Address:

2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo

Telephone Number:

+81-3-3666-1361

Name of Contact Person:

Mitsuo Miwa, Director, Corporate Communications

Place where the Document is Available for Public Inspection:

Tokyo Stock Exchange, Inc.

2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo

1. [Reason for Filing]

Japan Exchange Group, Inc. submits this extraordinary report in accordance with the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act, and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc. due to resolutions made on matters to be resolved at the 16<sup>th</sup> Annual General Shareholders Meeting held on June 16, 2017.

2. [Details]

(1) Date of said General Shareholders Meeting: June 16, 2017

(2) Details of matter(s) to be resolved

Proposal: Election of Thirteen (13) Directors

The following persons were put forth for election as directors: Mr. Hiroki Tsuda, Mr. Akira Kiyota, Mr. Koichiro Miyahara, Mr. Hiromi Yamaji, Mr. Hironaga Miyama, Ms. Christina Ahmadjian, Mr. Hitoshi Ogita, Mr. Hideaki Kubori, Ms. Main Kohda, Mr. Eizo Kobayashi, Mr. Makoto Minoguchi, Mr. Kimitaka Mori, and Mr. Tsuyoshi Yoneda.

(3) Number of voting rights exercised for, against, and abstained; conditions for approval of matter(s) to be resolved; and voting results

Matter to be Resolved	For	Against	Abstained	Voting	
				For (%)	Result
Proposal					
Hiroki Tsuda	4,480,951	179,693	1,434	94.43	Approved
Akira Kiyota	4,432,858	194,217	35,000	93.41	Approved
Koichiro Miyahara	4,504,394	122,882	34,800	94.92	Approved
Hiromi Yamaji	4,616,449	44,196	1,434	97.28	Approved
Hironaga Miyama	4,614,108	46,537	1,434	97.23	Approved
Christina Ahmadjian	4,597,982	37,442	26,655	96.89	Approved
Hitoshi Ogita	4,597,522	37,902	26,655	96.88	Approved
Hideaki Kubori	4,597,323	38,101	26,655	96.88	Approved
Main Kohda	4,597,823	37,601	26,655	96.89	Approved
Eizo Kobayashi	4,597,621	37,803	26,655	96.88	Approved
Makoto Minoguchi	4,502,288	124,988	34,800	94.88	Approved
Kimitaka Mori	4,598,062	37,362	26,655	96.89	Approved
Tsuyoshi Yoneda	4,597,884	37,540	26,655	96.89	Approved

(Note) Conditions for Approval of Matter(s) to be Resolved

Shareholders accounting for at least one third of the voting rights of shareholders entitled to exercise voting rights attend the meeting, and a majority of such votes are cast in favor.

(4) Reason for not including some voting rights of shareholders present at the General Shareholders Meeting in the number of voting rights

The aggregate number of voting rights exercised prior to the General Shareholders Meeting and the voting rights of certain shareholders present on the day, which could be confirmed to represent votes in favor or against, were sufficient to satisfy the conditions for approval of the matter(s) to be resolved; and, the resolution was adopted according to the Companies Act. As such, some of the voting rights were not included.