

[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.

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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 18th Annual General Shareholders Meeting held on June 19, 2019.

2. [Details]

(1) Date of said General Shareholders Meeting: June 19, 2019

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

Proposal No. 1: Partial Amendments to the Articles of Incorporation

The current Article 3 of the Articles of Incorporation is proposed to be amended mainly because the Company entered into a basic agreement on a business combination with Tokyo Commodity Exchange, Inc. (TOCOM) on March 28, 2019, aiming to make TOCOM into its wholly-owned subsidiary in October 2019.

Proposal No. 2: Election of Fourteen (14) 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. Nobuhiro Endo, 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 No. 1: Partial Amendments to the Articles of Incorporation	4,803,028	822	90	98.65	Approved
Proposal No. 2: Election of Fourteen (14) Directors					
Hiroki Tsuda	4,801,955	1,931	90	98.63	Approved
Akira Kiyota	4,639,504	156,762	7,703	95.30	Approved
Koichiro Miyahara	4,679,167	117,100	7,703	96.11	Approved
Hiromi Yamaji	4,791,019	12,865	90	98.41	Approved
Hironaga Miyama	4,790,977	12,907	90	98.41	Approved
Christina Ahmadjian	4,789,812	14,074	90	98.38	Approved
Nobuhiro Endo	4,790,490	13,396	90	98.40	Approved
Hitoshi Ogita	4,801,562	2,324	90	98.62	Approved
Hideaki Kubori	4,799,935	3,951	90	98.59	Approved
Main Kohda	4,802,000	1,886	90	98.63	Approved
Eizo Kobayashi	4,801,786	2,100	90	98.63	Approved
Makoto Minoguchi	4,679,181	117,086	7,703	96.11	Approved
Kimitaka Mori	4,802,210	1,676	90	98.64	Approved
Tsuyoshi Yoneda	4,802,052	1,834	90	98.63	Approved

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

Proposal No. 1: Shareholders accounting for at least one third of the voting rights of shareholders entitled to exercise voting rights attend the meeting, and at least two thirds of such votes are cast in favor.

Proposal No. 2: 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.