

TRANSLATION

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Document Name:

Extraordinary Report

Filed with:

The Director-General of the Kanto Local Finance Bureau

Filing Date:

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Company Name:

Japan Exchange Group, Inc.

Name and Title of Representative:

Kiyota Akira, Director & Representative Executive Officer, Group CEO

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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 the resolutions made on matters to be resolved at the 19th Annual General Shareholders Meeting held on June 17, 2020.

2. Details

(1) Date of said Annual General Shareholders Meeting: June 17, 2020

(2) Details of matters to be resolved

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

Tokyo Commodity Exchange, Inc. became a subsidiary of the Company. Because JPX Group will be handling commodity derivatives, it wishes to change the requirements for the appointment of Directors and Executive Officers set forth in Articles 22 and 36 of the current Articles of Incorporation.

Furthermore, the Company plans to additionally select two (2) persons as Representative Executive Officer & Group Co-COO on the same date as this annual general shareholders meeting. As such, the Company wishes to change the number of COOs set forth in Article 36 of the current Articles of Incorporation.

Proposal No. 2: Election of Fourteen (14) Directors

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

(3) Number of voting rights exercised for, against, and abstained; conditions for approval of matters 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	4,579,520	8,163	0	94.91	Approved
Proposal No. 2: Election of Fourteen (14) Directors					
Tsuda Hiroki	4,585,267	2,434	1	95.03	Approved
Kiyota Akira	4,418,853	161,762	7,080	91.58	Approved
Miyahara Koichiro	4,460,629	119,988	7,080	92.45	Approved
Yamaji Hiromi	4,577,387	10,314	1	94.87	Approved
Shizuka Masaki	4,577,392	10,309	1	94.87	Approved
Christina Ahmadjian	4,559,689	28,012	1	94.50	Approved
Endo Nobuhiro	4,582,933	4,768	1	94.98	Approved
Ogita Hitoshi	4,583,500	4,201	1	94.99	Approved
Kubori Hideaki	4,583,980	3,721	1	95.00	Approved
Kohda Main	4,563,396	24,305	1	94.58	Approved
Kobayashi Eizo	4,585,733	1,968	1	95.04	Approved
Minoguchi Makoto	4,460,558	120,059	7,080	92.45	Approved
Mori Kimitaka	4,563,659	24,042	1	94.58	Approved
Yoneda Tsuyoshi	4,563,468	24,233	1	94.58	Approved

Note: Conditions for Approval of Matters 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 Annual General Shareholders Meeting in the total number of voting rights

The aggregate number of voting rights exercised prior to the Annual 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 matters to be resolved; and, the

resolution was adopted according to the Companies Act. Some of the voting rights were not included.