

(Reference Translation)

June 18, 2013

Notice of Resolutions of the 12th Annual General Shareholders Meeting

Dear Shareholder,

We hereby notify you of the following matters reported and resolutions made at the 12th annual general shareholders meeting held today.

Sincerely yours,

Atsushi Saito

Director & Representative Executive Officer, Group CEO

Japan Exchange Group, Inc.

2-1, Nihombashi-Kabuto-cho,

Chuo-ku, Tokyo

Matters
Reported

1. Business report, the consolidated financial statements and the report on the audit of the consolidated financial statements by the Accounting Auditor and the Audit Committee for the 12th term (from April 1, 2012 to March 31, 2013)
 2. The non-consolidated financial statements for the 12th term (from April 1, 2012 to March 31, 2013)
- A report was given on the above matters.

Matters
Resolved
Proposal

Regarding the election of fourteen (14) Directors

The proposal was approved in its original form and the following fourteen (14) directors were elected and assumed their respective positions: Messrs. Masakazu Hayashi, Atsushi Saito, Michio Yoneda, Akira Kiyota, Hiromi Yamaji, Tsutomu Okuda, Ms. Yuko Kawamoto, Messrs. Hideaki Kubori, Hiroyuki Nakatsukasa, Masayuki Hirose, Katsuhiko Honda, Kunihiro Matsuo, Shigeru Morimoto, and Charles Ditmars Lake II.

The following eight (8) directors are outside directors: Mr. Tsutomu Okuda, Ms. Yuko Kawamoto, Messrs. Hideaki Kubori, Hiroyuki Nakatsukasa, Katsuhiko Honda, Kunihiro Matsuo, Shigeru Morimoto, and Charles Ditmars Lake II.

(Reference)

A resolution was reached to adopt the following management structure at the board of directors meeting held following the annual general shareholders meeting.

(June 18, 2013)

(1) Directors

Name		Position
Masakazu Hayashi		Chairperson of the Board of Directors
Atsushi Saito		Director & Representative Executive Officer, Group CEO; Chairperson of the Nomination Committee; member of the Compensation Committee
Michio Yoneda		Director & Representative Executive Officer, Group COO; member of the Nomination Committee
Akira Kiyota		
Hiromi Yamaji		
Tsutomu Okuda	*	Chairperson of the Compensation Committee
Yuko Kawamoto	*	Member of the Nomination Committee
Hideaki Kubori	*	Member of the Nomination Committee
Hiroyuki Nakatsukasa	*	Member of the Audit Committee
Masayuki Hirose		Member of the Audit Committee
Katsuhiko Honda	*	Member of the Nomination Committee
Kunihiro Matsuo	*	Chairperson of the Audit Committee
Shigeru Morimoto	*	
Charles Ditmars Lake II	*	Member of the Compensation Committee

* Denotes outside directors

(2) Executive Officers

Name	Position
Atsushi Saito *	Director & Representative Executive Officer, Group CEO
Michio Yoneda *	Director & Representative Executive Officer, Group COO
Yoshinori Suzuki	Executive Vice President & CIO (IT Planning)
Koichiro Miyahara	Senior Executive Officer (Human Resources)
Kotaro Yamazawa	Senior Executive Officer (Corporate Strategy and Corporate Communications)
Yoshinori Karino	Senior Executive Officer (IT Planning)
Moriyuki Iwanaga	Senior Executive Officer & CFO (Treasury)
Norio Iwasaki	Executive Officer (General Administration)
Masahiko Maruyama	Executive Officer (General Administration (Osaka))

*Denotes concurrent position as directors