

[TRANSLATION]

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Securities Code: 8697

June 16, 2015

## Notice of Resolutions of the 14<sup>th</sup> Annual General Shareholders Meeting

Dear Shareholder,

We hereby notify you of the following matters reported and resolved made at the 14th Annual General Shareholders Meeting held today.

Sincerely yours,

Akira Kiyota

Director & Representative Executive Officer, Group CEO

Japan Exchange Group, Inc.

2-1, Nihombashi-Kabuto-cho,

Chuo-ku, Tokyo

- |                  |   |
|------------------|---|
| Matters Reported | <ol style="list-style-type: none"><li>1. The Business Report, the Consolidated Financial Statements and the Reports on the audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit Committee for the 14th term (from April 1, 2014 to March 31, 2015)</li><li>2. The Non-consolidated Financial Statements for the 14th term (from April 1, 2014 to March 31, 2015)</li></ol> <p style="margin-left: 40px;">A report was given on the above matters.</p> |
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Matters Resolved  
Proposal

Election of thirteen (13) Directors

The proposal was approved in its original form and the following thirteen (13) directors were elected and assumed their respective positions: Mr. Hiroki Tsuda, Mr. Akira Kiyota, Mr. Koichiro Miyahara, Mr. Hiromi Yamaji, Ms. Christina Ahmadjian, Mr. Tsutomu Okuda, Mr. Hideaki Kubori, Mr. Shigetaka Sato, Ms. Michiko Tomonaga, Mr. Masayuki Hirose, Mr. Katsuhiko Honda, Mr. Tsuyoshi Yoneda, and Mr. Charles Ditmars Lake II.

The following nine (9) directors are outside directors: Mr. Hiroki Tsuda, Ms. Christina Ahmadjian, Mr. Tsutomu Okuda, Mr. Hideaki Kubori, Mr. Shigetaka Sato, Ms. Michiko Tomonaga, Mr. Katsuhiko Honda, Mr. Tsuyoshi Yoneda, and Mr. 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 16, 2015)

(1) Directors

Name	Position
Hiroki Tsuda *	Chairperson of the Board of Directors
Akira Kiyota	Director & Representative Executive Officer, Group CEO; Chairperson of the Nomination Committee; Member of the Compensation Committee
Koichiro Miyahara	
Hiromi Yamaji	
Christina Ahmadjian *	Member of the Audit Committee
Tsutomu Okuda *	Member of the Nomination Committee; Chairperson of the Compensation Committee
Hideaki Kubori *	Member of the Nomination Committee
Shigetaka Sato *	Member of the Compensation Committee
Michiko Tomonaga *	Chairperson of the Audit Committee
Masayuki Hirose	Member of the Audit Committee
Katsuhiko Honda *	Member of the Nomination Committee
Tsuyoshi Yoneda *	Member of the Audit Committee
Charles Ditmars Lake II *	Member of the Compensation Committee

\* outside directors

(2) Executive Officers

Name	Position
Akira Kiyota	Director & Representative Executive Officer, Group CEO
Hiroyuki Shibuya	Senior Executive Officer & CIO (IT Planning)
Yoshinori Karino	Senior Executive Officer (IT Planning)
Moriyuki Iwanaga	Senior Executive Officer & CFO (Treasury and Investor Relations)
Isao Hasegawa	Executive Officer (General Administration)
Satoshi Futagi	Executive Officer (Human Resources and Corporate Communications)
Takeshi Hirano	Executive Officer (Corporate Strategy)