

[TRANSLATION]

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Securities Code: 8697

June 17, 2020

Notice of Resolutions of the 19th Annual General Shareholders Meeting

Dear Shareholder,

We hereby notify you of the following matters reported and resolved at the 19th Annual General Shareholders Meeting held today.

Sincerely yours,

Kiyota Akira

Director & Representative Executive Officer, Group CEO

Japan Exchange Group, Inc.

2-1, Nihombashi-Kabuto-cho,

Chuo-ku, Tokyo

- | | |
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| Matter(s) Reported | <ol style="list-style-type: none">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 19th term (from April 1, 2019 to March 31, 2020)2. The Non-consolidated Financial Statements for the 19th term (from April 1, 2019 to March 31, 2020) <p style="margin-left: 40px;">A report was given on the above matters.</p> |
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Matter(s) Resolved

Proposal 1

Partial Amendments to the Articles of Incorporation

The proposal 1 was approved in its original form and the Articles of Incorporation were amended as follows:

(Underlined denotes amendments)

Current Provisions	Proposed Amendments
<p>(Director with Officership)</p> <p>Article 22</p> <p>1. (Omitted)</p> <p>2. During his/her term of office, a director who regularly engages in the Company's operations shall not be permitted to engage in business activities directly related to the financial instruments business.</p>	<p>(Director with Officership)</p> <p>Article 22</p> <p>1. (Omitted)</p> <p>2. During his/her term of office, a director who regularly engages in the Company's operations shall not be permitted to engage in business activities directly related to the financial instruments business <u>or business activities related to commodity futures trading.</u></p>
<p>(Representative Executive Officer and Executive Officers with Managerial Titles)</p> <p>Article 36</p> <p>1. (Omitted)</p> <p>2. The Company may elect a CEO, <u>a COO</u>, and a small number of senior managing executive officers and managing executive officers by resolutions of the Board of Directors.</p> <p>3. During their term of office, executive officers of the Company shall not be permitted to engage in business activities directly related to the financial instruments business.</p>	<p>(Representative Executive Officer and Executive Officers with Managerial Titles)</p> <p>Article 36</p> <p>1. (Omitted)</p> <p>2. The Company may elect a CEO, <u>COOs</u>, and a small number of senior managing executive officers and managing executive officers <u>from among the executive officers</u> by resolutions of the Board of Directors.</p> <p>3. During their term of office, executive officers of the Company shall not be permitted to engage in business activities directly related to the financial instruments business <u>or business activities related to commodity futures trading.</u></p>
<p>(New provision)</p>	<p>Supplementary Provisions</p> <p><u>These amendments shall be implemented on June 17, 2020.</u></p>

Proposal 2

Election of Fourteen (14) Directors

The proposal was approved in its original form, and the following fourteen (14) directors have been elected and have assumed their respective positions: 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.

The following nine (9) directors are Outside Directors: Mr. Tsuda Hiroki, Ms. Christina Ahmadjian, Mr. Endo Nobuhiro, Mr. Ogita Hitoshi, Mr. Kubori Hideaki, Ms. Kohda Main, Mr. Kobayashi Eizo, Mr. Mori Kimitaka, and Mr. Yoneda Tsuyoshi.

Reference:

A resolution was reached to adopt the following Area(s) of Responsibility at the board of directors meeting held following the annual general shareholders meeting.

Name		Area(s) of Responsibility
Tsuda Hiroki	*	Chairperson of the Board of Directors
Kiyota Akira		Member of the Nomination Committee; Member of the Compensation Committee
Miyahara Koichiro		Member of the Compensation Committee
Yamaji Hiromi		
Shizuka Masaki		
Christina Ahmadjian	*	Member of the Compensation Committee; Member of the Audit Committee
Endo Nobuhiro	*	Member of the Nomination Committee
Ogita Hitoshi	*	Chairperson of the Nomination Committee
Kubori Hideaki	*	Member of the Nomination Committee
Kohda Main	*	Member of the Audit Committee
Kobayashi Eizo	*	Member of the Nomination Committee; Chairperson of the Compensation Committee
Minoguchi Makoto		Member of the Audit Committee
Mori Kimitaka	*	Member of the Compensation Committee; Member of the Audit Committee
Yoneda Tsuyoshi	*	Chairperson of the Audit Committee

* Outside Director