## Cover

Document submitted	Extraordinary Report
Submitted to	The Director-General of the Kanto Finance Bureau
Submission date	June 29, 2016
Company name	TOKAI Holdings Corporation
English name	TOKAI Holdings Corporation
Position and name of the representative	Katsuhiko Tokita, President & CEO
Address of the Headquarters	2-6-8 Tokiwa-cho, Aoi-ku, Shizuoka City, Shizuoka Prefecture, Japan
Telephone number	054 (275) 0007 (main line)
Business contact name	Hiroyuki Ozawa, Managing Executive Officer
Nearest contact address	2-6-8 Tokiwa-cho, Aoi-ku, Shizuoka City, Shizuoka Prefecture, Japan
Telephone number	054 (275) 0007 (main line)
Business contact name	Hiroyuki Ozawa, Managing Executive Officer
Place where the document is made available	Tokyo Stock Exchange, Inc.
for public inspection	(2-1 Nihonbashi Kabutocho, Chuo-ku, Tokyo, Japan)

## 1 Reason for submission

Because the items to be resolved were resolved in the Fifth Ordinary General Meeting of Shareholders of the Company held on June 24, 2016, this Extraordinary Report is submitted in accordance with Article 24-5 (4) of the Financial Instruments and Exchange Act and Article 19 (2) (ix)-2 of the Cabinet Office Ordinance on the Disclosure of Corporate Affairs, etc.

## 2 Contents of the report

- (1) Date when the applicable shareholders' meeting was held June 24, 2016
- (2) Contents of the applicable items to be resolved
  - Proposal 1: Distribution of dividends of surplus
    - a. Type of dividend property: Cash
    - b. Matters concerning the year-end dividend and total amount thereof
      8 yen per common share of the Company; the total amount of the dividend is 905,533,744 yen
    - c. Effective date of the distribution of the dividend of surplus June 27, 2016
  - Proposal 2: Partial amendments to the Articles of Incorporation Along with full deregulation of electrical power, the Company group aims to enter the electrical power industry, changing some items dealing with Purpose.
  - Proposal 3: Election of ten (10) Directors
     We request the election of ten (10) directors: Katsuhiko Tokita, Takanori Mamuro, Hidetsugu Mizoguchi,
     Kazuhiro Maruyama, Shingo Takahashi, Katsuo Oguri, Yasuhiro Fukuda, Mitsuhaya Suzuki, Kenichi Kobayashi
     and Masahiro Sone.
  - Proposal 4: Determination of the amounts and contents of stock-based compensation for Directors We request the approval of the amounts (upper limit) and contents of compensation as part of new stock-based compensation tied to earnings in a framework that is separate from compensation and such like for Company Directors.

(3) The number of votes expressing the intention to approve, disapprove or abstain regarding the items to be resolved, the requirements for the approval of the applicable items to be resolved and the results of the applicable resolutions

Items to be resolved	Approval (votes)	Disapproval (votes)	Abstention (votes)	Approval rate (%)	Result of the resolution
Proposal 1	901,056	775	200	98.58	Approved
Proposal 2	901,096	737	200	98.59	Approved
Proposal 3					
Katsuhiko Tokita	896,786	5,046	200	98.11	Approved
Takanori Mamuro	898,362	3,470	200	98.29	Approved
Hidetsugu Mizoguchi	898,628	3,204	200	98.32	Approved
Kazuhiro Maruyama	898,641	3,191	200	98.32	Approved
Shingo Takahashi	898,640	3,192	200	98.32	Approved
Katsuo Oguri	898,641	3,191	200	98.32	Approved
Yasuhiro Fukuda	898,674	3,158	200	98.32	Approved
Mitsuhaya Suzuki	898,745	3,087	200	98.33	Approved
Kenichi Kobayashi	897,771	4,061	200	98.22	Approved
Masahiro Sone	898,530	3,302	200	98.30	Approved
Proposal 4	898,292	3,539	200	98.28	Approved

Notes: The requirements for approval of each proposal are as below:

- 1. Proposals 1 and 4 require approval from a majority of votes cast by attending shareholders who can exercise voting rights.
- 2. Proposal 2 requires attendance of shareholders holding one-third or more of voting rights of shareholders who can exercise voting rights and approval from two-thirds or more of votes cast by those attending shareholders.
- 3. Proposal 3 requires attendance of shareholders holding one-third or more of voting rights of shareholders who can exercise voting rights and approval from a majority of votes cast by those attending shareholders.
- (4) Reason why some voting rights of shareholders who attended the shareholders' meeting were not added to the number of voting rights

The requirements for approving each item to be resolved were met by aggregating voting rights that were exercised by the day before this shareholders' meeting and ones of some shareholders attending the meeting whose intention of approval or disapproval was confirmed, and the resolutions were concluded in accordance with the Companies Act. Therefore, some voting rights of shareholders attending the meeting whose intention to approve, disapprove or abstain was not confirmed were not added to the number of voting rights.