

## Cover

Document submitted	Extraordinary Report
Submitted to	The Director-General of the Kanto Finance Bureau
Submission date	June 30, 2021
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	Junichi Yamada, Representative Director and 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	Junichi Yamada, Representative Director and Managing Executive Officer
Place where the document is made available for public inspection	Tokyo Stock Exchange, Inc. (2-1 Nihonbashi Kabutocho, Chuo-ku, Tokyo, Japan)

## 1 Reason for submission

Because the items to be resolved were resolved in the 8th Ordinary General Meeting of Shareholders of the Company held on June 25, 2021, 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 25, 2021

(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

16 yen per common share of the Company; the total amount of the dividend is 2,101,727,072 yen

c. Effective date of the distribution of the dividend of surplus

June 28, 2021

Proposal 2: Election of nine (9) Directors

We request the election of nine (9) directors: Katsuhiko Tokita, Junichi Yamada, Toshinori Nakamura, Katsuo Oguri, Yasuhiro Fukuda, Mitsuhaya Suzuki, Masahiro Sone, Masahiro Goto and Nobuko Kawamura.

Proposal 3: Delegation to the Board of Directors of the Company to decide on the offering of subscription rights to shares as stock options

The Board of Directors of the Company will be entrusted with the determination of matters concerning subscription of stock acquisition rights as stock options to be issued to employees of the Company and directors and employees of the Company's subsidiaries.

(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	1,131,025	1,409	0	99.86	Approved
Proposal 2					
Katsuhiko Tokita	1,123,213	9,238	0	99.17	Approved
Junichi Yamada	1,123,523	8,928	0	99.20	Approved
Toshinori Nakamura	1,123,603	8,848	0	99.20	Approved
Katsuo Oguri	1,123,630	8,821	0	99.21	Approved
Yasuhiro Fukuda	1,123,571	8,880	0	99.20	Approved
Mitsuhaya Suzuki	1,123,525	8,926	0	99.20	Approved
Masahiro Sone	1,125,133	7,318	0	99.34	Approved
Masahiro Goto	1,052,281	80,170	0	92.91	Approved
Nobuko Kawashima	1,129,596	2,855	0	99.73	Approved
Proposal 3	1,087,600	44,828	0	96/03	Approved

- Notes:
1. Proposal 1 require approval from a majority of votes cast by attending shareholders who can exercise voting rights.
  2. Proposal 2 requires the attendance of shareholders who hold one-third or more of the voting rights of shareholders who are able to exercise their voting rights, and the approval of a majority of the voting rights of those shareholders present.
  3. Proposal 3 requires the attendance of shareholders who hold one-third or more of the voting rights of shareholders who are able to exercise their voting rights, and the approval of two-thirds or more of the voting rights of those shareholders present.

(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.