

(Securities code 3167)

June 28, 2017

To Our Shareholders:

2-6-8 Tokiwa-cho, Aoi-ku, Shizuoka City

TOKAI Holdings Corporation

President & CEO Katsuhiko Tokita

### Notice regarding the Resolutions in the 6th Ordinary General Meeting of Shareholders

We are to inform you that the matters shown below were reported and resolved in the 6th Ordinary General Meeting of Shareholders of TOKAI Holdings Corporation (the “Company”) held today.

#### Notice

##### Items to be reported

1. Business Report and Consolidated Financial Statements for the 6<sup>th</sup> Term (from April 1, 2016 to March 31, 2017), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Board  
The contents above were reported in this item.
2. Non-Consolidated Financial Statements for the 6<sup>th</sup> Term (April 1, 2016, to March 31, 2017)  
The contents above were reported in this item.

##### Items to be resolved

- Proposal 1                      Distribution of dividends of surplus  
This proposal was approved and passed as drafted, and it was decided that the amount of the term-end dividend of this term would be 17 yen per common share of the Company, the total amount of the dividend would be 2,162,131,264 yen, and its effective date would be June 29, 2017.
- Proposal 2                      Partial amendments to the Articles of Incorporation  
This proposal was approved and passed as drafted.
- Proposal 3                      Election of ten (10) Directors  
Ten (10) directors—Katsuhiko Tokita, Takanori Mamuro, Kazuhiro Maruyama, Hidetsugu Mizoguchi, Shingo Takahashi, Katsuo Oguri, Yasuhiro Fukuda, Mitsuhaya Suzuki, Kenichi Kobayashi and Masahiro Sone—were elected and assumed office as drafted.

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#### Payment of dividends

Please receive the year-end dividend for the 6<sup>th</sup> Term during the payment period (from Thursday, June 29, 2017, to Monday, July 31, 2017) at a branch of the Japan Post Bank or a post office by using the Year-End Dividend Receipt enclosed.

The Year-End Dividend Statement and the Notice regarding the Transfer Destination are enclosed for shareholders who designated bank transfer, and the Year-End Dividend Statement and the Notice regarding How to Receive the Dividend are enclosed for those who designated distribution in proportion to the number of shares. Please check their contents.