

[English Translation for reference purpose]

Tokio Marine Holdings, Inc.

## Results of Exercise of Voting Rights at the 17th Ordinary General Meeting of Shareholders

### 1. Date when the meeting was held

June 24, 2019.

### 2. Details of the resolutions

#### Item 1 : Appropriation of Surplus

Matters regarding distribution of dividends and its aggregate amount

Amount of cash dividend per common share of the Company: 90yen

Aggregate amount of cash dividends: 63,590,110,560yen

#### Item 2 : Election of Twelve (12) Directors

Election of the following twelve individuals as directors: Tsuyoshi Nagano, Makoto Okada,

Takayuki Yuasa, Hirokazu Fujita, Satoru Komiya, Akio Mimura, Masako Egawa,

Takashi Mitachi, Nobuhiro Endo, Shinichi Hirose, Akira Harashima and Kenji Okada.

#### Item 3 : Election of Two (2) Audit & Supervisory Board Members

Election of the following two individuals as audit & supervisory board members:

Takashi Ito and Akinari Horii.

#### Item 4 : Change in Remuneration and other Compensation Amounts to Directors

The total individual monetary compensation for directors shall be no more than 75 million yen per month (including no more than 7.5 million yen for outside directors) and, separately from such total amount of 75 million yen per month, the total remuneration and other compensation amounts relating to share acquisition rights allotted to directors as share compensation-type share options shall be no more than 210 million yen per year (including no more than 21 million yen for outside directors).

### 3. Number of shareholders in attendance and their voting rights

(i) Number of shareholders able to exercise voting rights :	65,604
(ii) Number of exercisable voting rights :	7,056,015
(iii) Number of shareholders in attendance :	23,356
(iv) Number of voting rights exercised by shareholders in attendance :	5,885,403

4. Numbers of affirmative votes, negative votes and abstentions to the items above, requirements for passing the items and the results of the resolutions

	Number of affirmative votes	Number of negative votes	Number of abstentions	Approval ratio (%)	Result of the resolution
Item 1	5,831,484	1,249	825	99.08	Approved
Item 2					
Tsuyoshi Nagano	5,704,391	123,245	5,923	96.92	Approved
Makoto Okada	5,756,908	47,133	29,518	97.82	Approved
Takayuki Yuasa	5,757,025	47,015	29,518	97.82	Approved
Hirokazu Fujita	5,756,891	47,149	29,518	97.82	Approved
Satoru Komiya	5,782,754	44,879	5,923	98.26	Approved
Akio Mimura	5,783,326	49,409	825	98.27	Approved
Masako Egawa	5,822,855	9,880	825	98.94	Approved
Takashi Mitachi	5,807,746	24,988	825	98.68	Approved
Nobuhiro Endo	5,822,387	10,348	825	98.93	Approved
Shinichi Hirose	5,756,905	47,135	29,518	97.82	Approved
Akira Harashima	5,757,020	47,020	29,518	97.82	Approved
Kenji Okada	5,756,721	47,319	29,518	97.81	Approved
Item 3					
Takashi Ito	5,767,542	41,585	24,420	98.00	Approved
Akinari Horii	5,829,762	2,964	825	99.05	Approved
Item 4	4,405,283	1,427,434	825	74.85	Approved

(Notes) 1. Requirements for passing the items for resolution are as follows:

- (i) Item 1 and Item 4 : Affirmative votes amounting to a majority of the voting rights exercised by the shareholders in attendance.
  - (ii) Item 2 and Item 3 : The attendance of one-third or more of the shareholders who can exercise voting rights and affirmative votes of a majority of those voting rights in attendance.
2. The “approval ratio” column shows the ratio of votes that had been confirmed as approving the item by the time of voting to the number of voting rights of the shareholders in attendance.
  3. The requirements are met for passing the items on the agenda by totaling the number of advance affirmative votes by the business day prior to the meeting and those duly confirmed at the time of resolution at the meeting.

	(Reference) Total including the number of all votes cast by shareholders in attendance calculated based on the tally sheets			
	Number of affirmative votes	Number of negative votes	Number of abstentions	Approval ratio (%)
Item 1	5,865,638	1,274	18,428	99.66
Item 2				
Tsuyoshi Nagano	5,738,563	123,245	23,533	97.51
Makoto Okada	5,790,937	47,276	47,128	98.39
Takayuki Yuasa	5,791,053	47,159	47,128	98.40
Hirokazu Fujita	5,791,036	47,176	47,128	98.40
Satoru Komiya	5,816,808	44,997	23,533	98.83
Akio Mimura	5,817,308	49,599	18,435	98.84
Masako Egawa	5,856,896	10,011	18,435	99.52
Takashi Mitachi	5,841,897	25,009	18,435	99.26
Nobuhiro Endo	5,856,426	10,481	18,435	99.51
Shinichi Hirose	5,791,077	47,135	47,128	98.40
Akira Harashima	5,791,074	47,138	47,128	98.40
Kenji Okada	5,790,750	47,462	47,128	98.39
Item 3				
Takashi Ito	5,801,714	41,585	42,030	98.58
Akinari Horii	5,863,899	2,999	18,435	99.63
Item 4	4,439,122	1,427,687	18,515	75.43

(Notes) 4. The total including the number of all votes cast by shareholders in attendance calculated based on the tally sheets are shown as "Reference" because the collation method based on the tally sheets is different from that for voting under the Companies Act of Japan.