

[English Translation for reference purpose]

Tokio Marine Holdings, Inc.

## Results of Exercise of Voting Rights at the 14th Ordinary General Meeting of Shareholders

### 1. Date when the meeting was held

June 27, 2016.

### 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: 57.5yen

Aggregate amount of cash dividends: 43,394,364,098yen

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

Election of the following twelve individuals as directors: Shuzo Sumi, Tsuyoshi Nagano, Ichiro Ishii, Hirokazu Fujita, Takayuki Yuasa, Shinichi Hirose, Akio Mimura, Mikio Sasaki, Masako Egawa, Toshifumi Kitazawa, Kunihiko Fujii and Yasuyuki Higuchi.

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

(i) Number of shareholders able to exercise voting rights :	67,254
(ii) Number of exercisable voting rights :	7,534,136
(iii) Number of shareholders in attendance :	22,592
(iv) Number of voting rights exercised by shareholders in attendance :	6,192,678

### 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	6,114,935	1,774	94	98.74	Approved
Item 2					
Shuzo Sumi	5,881,252	229,947	6,022	94.97	Approved
Tsuyoshi Nagano	5,910,669	200,530	6,022	95.45	Approved
Ichiro Ishii	5,900,731	189,615	26,876	95.29	Approved
Hirokazu Fujita	5,920,966	169,380	26,876	95.61	Approved
Takayuki Yuasa	5,921,507	168,839	26,876	95.62	Approved

Shinichi Hirose	5,920,957	169,389	26,876	95.61	Approved
Akio Mimura	5,959,961	157,009	253	96.24	Approved
Mikio Sasaki	5,733,522	383,444	253	92.59	Approved
Masako Egawa	5,974,826	142,144	253	96.48	Approved
Toshifumi Kitazawa	5,920,740	169,606	26,876	95.61	Approved
Kunihiko Fujii	5,920,890	169,456	26,876	95.61	Approved
Yasuyuki Higuchi	5,988,869	128,102	253	96.71	Approved

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

- (i) Item 1 : Affirmative votes amounting to a majority of the voting rights exercised by the shareholders in attendance.
  - (ii) Item 2 : 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	6,184,705	1,935	5,571	99.87
Item 2				
Shuzo Sumi	5,950,745	230,173	11,711	96.09
Tsuyoshi Nagano	5,980,360	200,567	11,702	96.57
Ichiro Ishii	5,970,223	189,851	32,556	96.41
Hirokazu Fujita	5,990,658	169,416	32,556	96.74
Takayuki Yuasa	5,991,017	169,057	32,556	96.74
Shinichi Hirose	5,990,649	169,425	32,556	96.74
Akio Mimura	6,028,972	157,732	5,927	97.36
Mikio Sasaki	5,802,490	384,140	5,997	93.70
Masako Egawa	6,044,308	142,390	5,933	97.60
Toshifumi Kitazawa	5,990,313	169,761	32,556	96.73
Kunihiko Fujii	5,990,500	169,574	32,556	96.74

Yasuyuki Higuchi	6,057,971	128,728	5,933	97.82
------------------	-----------	---------	-------	-------

(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.