

[English Translation for reference purpose]

Tokio Marine Holdings, Inc.

## Results of Exercise of Voting Rights at the 12th Ordinary General Meeting of Shareholders

### 1. Date when the meeting was held

June 23, 2014.

### 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: 40yen

Aggregate amount of cash dividends: 30,688,714,440yen

#### Item 2 : Election of Ten (10) Directors

Election of the following ten individuals as directors: Shuzo Sumi, Tsuyoshi Nagano,

Masashi Oba, Hirokazu Fujita, Takashi Ito, Kunio Ito, Akio Mimura, Mikio Sasaki,

Kunihiko Fujii, and Shinichi Hirose.

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

Election of the following three individuals as Audit & Supervisory Board Members:

Yuko Kawamoto, Takaaki Tamai and Akihiro Wani.

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

(i) Number of shareholders able to exercise voting rights :	72,587
(ii) Number of exercisable voting rights :	7,658,319
(iii) Number of shareholders in attendance :	23,874
(iv) Number of voting rights exercised by shareholders in attendance :	5,976,577

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	5,897,741	6,032	11,150	98.68	Approved
Item 2					
Shuzo Sumi	5,793,589	110,633	10,677	96.94	Approved
Tsuyoshi Nagano	5,801,281	102,941	10,677	97.07	Approved
Masashi Oba	5,793,115	107,191	14,588	96.93	Approved
Hirokazu Fujita	5,793,708	106,598	14,588	96.94	Approved
Takashi Ito	5,793,322	106,984	14,588	96.93	Approved
Kunio Ito	5,765,572	142,833	6,482	96.47	Approved
Akio Mimura	5,845,298	63,109	6,482	97.80	Approved
Mikio Sasaki	5,660,943	247,463	6,482	94.72	Approved
Kunihiko Fujii	5,796,344	103,955	14,588	96.98	Approved
Shinichi Hirose	5,796,291	104,008	14,588	96.98	Approved
Item 3					
Yuko Kawamoto	5,854,738	53,665	6,466	97.96	Approved
Takaaki Tamai	5,803,941	104,459	6,466	97.11	Approved
Akihiro Wani	5,905,722	2,682	6,466	98.81	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 and 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	5,948,669	6,079	21,773	99.53
Item 2				
Shuzo Sumi	5,844,401	110,652	21,444	97.79
Tsuyoshi Nagano	5,852,165	102,942	21,390	97.92
Masashi Oba	5,843,878	107,259	25,355	97.78
Hirokazu Fujita	5,844,471	106,666	25,355	97.79
Takashi Ito	5,844,052	107,021	25,419	97.78
Kunio Ito	5,816,265	142,907	17,313	97.32
Akio Mimura	5,895,893	63,289	17,305	98.65
Mikio Sasaki	5,711,474	247,771	17,241	95.56
Kunihiko Fujii	5,847,081	103,984	25,420	97.83
Shinichi Hirose	5,847,054	104,012	25,419	97.83
Item 3				
Yuko Kawamoto	5,905,495	53,810	17,162	98.81
Takaaki Tamai	5,854,699	104,541	17,224	97.96
Akihiro Wani	5,956,485	2,759	17,224	99.66

(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.