

June 20, 2019

Dear Shareholders,

**Notice of Submission of Extraordinary Report relating to  
the matters resolved and voting results thereof  
at the 74th Ordinary General Meeting of Shareholders of JSR Corporation**

We are pleased to inform you that, pursuant to the Financial Instruments and Exchange Law of Japan, JSR Corporation (“the Company”) submitted to the relevant Japanese authority an extraordinary report dated June 20, 2019 with respect to the matters resolved and voting results thereof at its 74th Ordinary General Meeting of Shareholders held on June 18, 2019 (“the Meeting”).

Nobuo Kawahashi,  
Representative Director,  
President and COO  
JSR Corporation,  
1-9-2, Higashi-Shimbashi,  
Minato-ku, Tokyo, Japan

**Particulars****(1) Reasons for Submission**

Pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Law and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance concerning Disclosure of Corporate Affairs, etc., the Company submitted an extraordinary report (“the Extraordinary Report”) on the matters resolved and voting results thereof at the Meeting.

**(2) Details of the Extraordinary Report**

- 1) Date of the Meeting : June 18, 2019
- 2) Details of the matters resolved:

**Proposal 1 Appropriation of surplus**

JPY 30 per ordinary share of the Company was approved as the yearend dividend.

**Proposal 2 Partial amendment to the articles of Incorporation**

Articles of Incorporation of the Company will be amended as described below;

| Current Articles of Incorporation   | Approved amendments to Articles of Incorporation  |
|---|---|
| (Representative Directors and other Directors with Special Assignments)<br>Article 21.<br>The Board of Directors shall appoint by its resolution one (1) or more Representative Director(s) Representative Director(s) shall (respectively) represent the Company and | (Representative Directors and other Directors with Special Assignments)<br>Article 21.<br>The Board of Directors shall appoint by its resolution one (1) or more Representative Director(s) Representative Director(s) shall (respectively) represent the Company and |

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| <p>execute affairs of the Company in accordance with the resolution of the Board of Directors.</p> <p>2. The Board of Directors shall appoint by its resolution the President and may appoint one (1) Chairperson of the Board of Directors.</p>   | <p>execute affairs of the Company in accordance with the resolution of the Board of Directors.</p> <p>2. The Board of Directors shall appoint by its resolution the President. <u>The Board of Directors may also appoint each of one (1) Chairperson of the Board of Directors, one (1) CEO (Chief Executive Officer) and one (1) COO (Chief Operating Officer).</u></p>  |
| <p>(The Person who Convenes and Chairs Meeting of the Board of Directors and the Notice of Convocation)</p> <p>Article 23.</p> <p>The Chairperson shall convene and chair a meeting of the Board of Directors. In the event that the Chairperson is unable to convene and/or chair the meeting of the Board of Directors or that the Company does not have the Chairperson, the Director, other than the President, designated in accordance with the order set by the Board of Directors in advance shall assume the responsibility to convene and/or chair the meeting.</p> <p>2. Notice of any meetings of Board of Directors shall be given to each of the Directors and Audit &amp; Supervisory Board Members not less than five (5) days prior to the date of the meeting: provided, however, in the inevitable event of emergency such period may be shortened.</p> | <p>(The Person who Convenes and Chairs Meeting of the Board of Directors and the Notice of Convocation)</p> <p>Article 23.</p> <p>The Chairperson shall convene and chair a meeting of the Board of Directors. In the event that the Chairperson is unable to convene and/or chair the meeting of the Board of Directors or that the Company does not have the Chairperson, the Director, other than <u>the CEO (Chief Executive Officer), the President and the COO (Chief Operating Officer),</u> designated in accordance with the order set by the Board of Directors in advance shall assume the responsibility to convene and/or chair the meeting.</p> <p>2. Notice of any meetings of Board of Directors shall be given to each of the Directors and Audit &amp; Supervisory Board Members not less than five (5) days prior to the date of the meeting: provided, however, in the inevitable event of emergency such period may be shortened.</p> |

**Proposal 3 Election of nine (9) Directors**

Messrs. Eric Johnson, Nobuo Kawahashi, Mitsunobu Koshiba, Koichi Kawasaki, Hideki Miyazaki, Yuzuru Matsuda, Shiro Sugata, Tadayuki Seki, and Manabu Miyasaka were appointed as Directors of the Company.

**Proposal 4 Election of two (2) Substitute Audit & Supervisory Board Members**

Mr. Makoto Doi was appointed as a Substitute Audit & Supervisory Board Member for Mr. Atsushi Kumano, an Audit & Supervisory Board Member and Mr. Akira Chiba was appointed as an Outside Substitute Audit & Supervisory Board Member for each of Ms. Hisako Kato and Mr. Sumio Moriwaki, Outside Audit & Supervisory Board Members.

**Proposal 5 Revision of the maximum amount of remuneration for Directors**

With regard to maximum amount of remunerations for Directors, the following revisions will be made.

- 1) The Company may revise the maximum amount of Basic Remuneration paid to Directors from the current amount of JPY 30 million per month to JPY 60 million per

- month (including Basic Remuneration for Outside Directors of JPY 10 million).
- 2) The Company may revise the maximum amount of Annual Bonus to be paid to its Directors other than Outside Directors (“Eligible Directors”) from the current amount of JPY 216 million per year to JPY 432 million per year while it maintains the other conditions in a same manner as those in the Proposal 6 approved at its 72nd AGM.
  - 3) The Company may revise the maximum amount of the Mid-term Performance-linked Bonus to be paid to Eligible Directors from the current amount of JPY 270 million per year to JPY 540 million per year while it maintain other conditions in a same manner as those in the Proposal 5 approved at its 70th AGM.
  - 4) The Company may revise the maximum amount of the remuneration for issuing Restricted Stock Shares from the current amount of JPY 100 million per year to JPY 200 million per year, and to revise the total number of ordinary shares of the Company issued or allotted under this framework from not more than 100,000 shares per year to not more than 200,000 shares per year while it maintains other conditions in a same manner as those in the Proposal 7 approved at its 72nd AGM.

**(3) Number of votes (“for”, “against” and “abstain”) for each of Proposals described above, results of voting and requirements for the approval of such matters for resolution:**

| Proposals             | Number of votes for “For” | Number of votes for “Against” | Number of votes for “Abstain” | Ratio of affirmative votes % | Voting Results |
|-----------------------|---------------------------|-------------------------------|-------------------------------|------------------------------|----------------|
| <b>Proposal 1</b>     | 1,907,116                 | 513                           | 39                            | 99.6%                        | approved       |
| <b>Proposal 2</b>     | 1,903,888                 | 3,741                         | 39                            | 99.4%                        | approved       |
| <b>Proposal 3</b>     |                           |                               |                               |                              |                |
| Mr. Eric Johnson      | 1,860,711                 | 46,917                        | 39                            | 97.2%                        |                |
| Mr. Nobuo Kawahashi   | 1,860,620                 | 47,008                        | 39                            | 97.2%                        | approved       |
| Mr. Mitsunobu Koshiba | 1,806,307                 | 101,164                       | 190                           | 94.3%                        | approved       |
| Mr. Koichi Kawasaki   | 1,861,560                 | 46,068                        | 39                            | 97.2%                        | approved       |
| Mr. Hideki Miyazaki   | 1,861,530                 | 46,098                        | 39                            | 97.2%                        | approved       |
| Mr. Yuzuru Matsuda    | 1,882,513                 | 25,115                        | 39                            | 98.3%                        | approved       |
| Mr. Shiro Sugata      | 1,883,928                 | 23,700                        | 39                            | 98.4%                        | approved       |
| Mr. Tadayuki Seki     | 1,884,523                 | 23,105                        | 39                            | 98.4%                        | approved       |
| Mr. Manabu Miyasaka   | 1,883,673                 | 23,955                        | 39                            | 98.4%                        | approved       |
| <b>Proposal 4</b>     |                           |                               |                               |                              |                |
| Mr. Makoto Doi        | 1,904,895                 | 2,625                         | 141                           | 99.5%                        | approved       |
| Mr. Akira Chiba       | 1,906,808                 | 814                           | 39                            | 99.6%                        | approved       |
| <b>Proposal 5</b>     | 1,870,205                 | 37,432                        | 39                            | 97.7%                        | approved       |

(Notes)

- 1) The numbers of the votes for “For”, “Against”, and “Abstain” in the columns above are the aggregates of voting rights exercised prior to the Meeting and part of those of shareholders present at the meeting and whose intention for voting could be ascertained by the Company.
- 2) Total number of voting rights  
Number of shareholders having voting rights 15,797  
Total number of voting rights 2,203,370 units

- 3) The requirements for approval of each proposal are as follows:

The resolution for Proposals 1 and 5 shall be adopted by a simple majority of the aggregate of the voting rights (inclusive of postal and electronic voting) exercised prior to the Meeting and those of shareholders present at the Meeting.

The resolution for Proposals 2 shall be adopted by a majority of 2/3 or more of the aggregate of the voting rights (inclusive of postal and electronic voting) exercised prior to the Meeting and those of shareholders present at the Meeting, of which quorum is 1/3 or more of the total number of voting rights eligible for voting.

The resolution for Proposals 3 and 4 shall be adopted by a simple majority of the aggregate of the voting rights (inclusive of postal and electronic voting) exercised prior to the Meeting and those of shareholders present at the Meeting, of which quorum is 1/3 or more of the total number of voting rights eligible for voting.

- (4) Reasons for not including certain numbers of voting rights held by the shareholders present at the meeting in the number of votes mentioned above**

The Company did not include certain numbers of voting rights held by the shareholders present at the Meeting but whose intention could not be ascertained as the Meeting duly adopted the resolutions for all proposals by acknowledging both the quorum and the conditions for approval were satisfied by the aggregate of the voting rights exercised prior to the Meeting and a part of those of shareholders present at the Meeting of which intention could be ascertained by the Company.