

June 20, 2014

To whom it may concern:

Shinsei Bank, Limited

### **Filing of Extraordinary Report**

Shinsei Bank, Limited (the "Bank") hereby announces that it filed today an extraordinary report regarding the results of the exercise of voting rights at the Bank's annual general meeting of shareholders for the 14th term.

#### **1. Reason for Filing**

Given that the proposals were adopted at the 14th Annual General Meeting of Shareholders of the Bank held on June 18, 2014, the Bank filed an extraordinary report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Law of Japan and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc.

#### **2. Description of Report**

(1) Date on Which the General Meeting of Shareholders Was Held

June 18, 2014

(2) Details of Matters to be Resolved

Item 1: Election of Six (6) Directors

It was proposed that Messrs. Shigeki Toma, Yukio Nakamura, J. Christopher Flowers, Ernest M. Higa, Shigeru Kani, and Jun Makihara, be appointed as directors.

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

It was proposed that Ms. Kozue Shiga and Mr. Ryuichi Tomimura, be appointed as Audit & Supervisory Board members.

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

It was proposed that Mr. Kojiro Taima and Ms. Makiko Yasuda be appointed as substitute Audit & Supervisory Board members.

Item 4: Payment of Retirement Allowance to Retiring/Retired Audit & Supervisory Board Members

It was proposed to award retirement benefits to Messrs. Tastuya Tamura and Akira

Watanabe, retiring/retired Audit & Supervisory Board members.

(3) Number of Voting Rights for Approval, Disapproval and Abstentions in the Matters to be Resolved, and the Approval Requirements and Voting Results thereof

Matters to be Resolved	Number of Approvals (units)	Number of Disapprovals (units)	Number of Abstentions (units)	Approval Requirements	Voting Results (Approval Rate (%))
<b>Item 1</b>				(Note 1)	
Shigeki Toma	1,981,962	14,479	605		Adopted (99.07%)
Yukio Nakamura	1,981,747	14,141	1,156		Adopted (99.06%)
J. Christopher Flowers	1,820,157	176,284	605		Adopted (90.98%)
Ernest M. Higa	1,984,790	11,652	605		Adopted (99.21%)
Shigeru Kani	1,904,257	92,185	605		Adopted (95.18%)
Jun Makihara	1,982,377	14,065	605		Adopted (99.09%)
<b>Item 2</b>				(Note 1)	
Kojiro Taima	1,987,928	8,550	592		Adopted (99.36%)
Makiko Yasuda	1,994,669	1,809	592		Adopted (99.70%)
<b>Item 3</b>				(Note 1)	
Kojiro Taima	1,989,137	7,320	592		Adopted (99.43%)
Makiko Yasuda	1,988,567	7,890	592		Adopted (99.40%)
<b>Item 4</b>				(Note 2)	
	1,518,039	478,395	618		Adopted (75.88%)

Note:

1. Approval of a majority of the voting rights held by the shareholders present at the meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required for the adoption.
2. Approval of a majority of the voting rights held by the shareholders present at the meeting.

(4) Reason for Not Counting a Portion of the Voting Rights of the Shareholders Present at the General Meeting of Shareholders

The required majority approval for each proposal was lawfully met by the addition of

the voting rights exercised prior to the meeting and a portion of those exercised by shareholders attending on the day of the meeting, which the Bank was able to confirm. Therefore, voting rights of shareholders present on the day of the meeting, for which the Bank was not able to confirm approval, disapproval or abstention, have not been counted.

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