

(Translation)

June 22, 2018

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 18th term.

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

Given that the proposals were adopted at the 18th Annual General Meeting of Shareholders of the Bank held on June 20, 2018, 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 20, 2018

(2) Details of Matters Submitted for Resolution

Company's Proposals (Items 1 to 5)

Item 1: Partial Amendment to the Article of Incorporation

Item 2: Election of Seven (7) Directors

It was proposed that Messrs. Hideyuki Kudo, Yoshiaki Kozano, J. Christopher Flowers, Ernest M. Higa, Shigeru Kani, Jun Makihara, and Ryuichi Tomimura, seven (7) in total, be appointed as Directors.

Item 3: Election of one (1) Audit & Supervisory Board Member

It was proposed that Ms. Shiho Konno be appointed as Audit & Supervisory Board Member.

Item 4: Election of one (1) Substitute Audit & Supervisory Board Member

It was proposed that Ms. Makiko Yasuda be appointed as Substitute Audit & Supervisory Board Member.

Item 5: Matters Concerning Compensation for Granting Restricted Stock to the Directors Other Than the Outside Directors

Shareholders' Proposal (Item 6)

Item 6: Determination of the amount of remuneration in the Restricted Stock Compensation System for Directors of the Board

(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>	2,133,355	1,451	54	(Note1)	Adopted 99.532(%)
<b>Item 2</b>				(Note2)	
Hideyuki Kudo	2,101,051	33,753	54		Adopted 98.025(%)
Yoshiaki Kozano	2,120,036	14,772	54		Adopted 98.910(%)
J. Christopher Flowers	1,784,566	350,236	54		Adopted 83.259(%)
Ernest M. Higa	2,129,319	5,490	54		Adopted 99.344(%)
Shigeru Kani	2,085,586	49,223	54		Adopted 97.303(%)
Jun Makihara	2,129,403	5,406	54		Adopted 99.347(%)
Ryuichi Tomimura	2,129,215	5,594	54		Adopted 99.339(%)

<b>Item 3</b>	2,133,134	1,677	54	(Note2)	Adopted 99.521(%)
<b>Item 4</b>	2,125,289	9,522	54	(Note2)	Adopted 99.155(%)
<b>Item 5</b>	2,111,996	22,730	54	(Note3)	Adopted 98.539(%)
<b>Item 6</b>	536,078	1,598,340	54	(Note3)	Rejected 25.015(%)

Note:

1. Approval of not less than two-third (2/3) 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 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.
3. Approval of a majority of the voting rights held by the shareholders present entitled to exercise their voting rights is required for the adoption.

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

The required number of votes for approval or disapproval for each proposal was lawfully met by the voting rights exercised prior to the meeting and a portion of those voting rights exercised by shareholders attending on the day of the meeting, which the Bank was able to confirm to approve or disapprove each proposal. 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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