



Securities Code: 1963

July 4, 2023

JGC HOLDINGS CORPORATION

2-3-1, Minato Mirai, Nishi-ku,

Yokohama, 220-6001, Japan

Masayuki Sato

Representative Director, Chairman & CEO

To the Shareholders of JGC HOLDINGS CORPORATION (the “Company”)

**NOTICE OF THE RESULTS OF THE EXERCISE OF VOTING RIGHTS  
AT THE 127th ORDINARY GENERAL SHAREHOLDERS’ MEETING**

Below are the results of the exercise of voting rights at the 127th Ordinary General Shareholders’ Meeting held on June 29, 2023.

**1 Date on which the General Shareholder’s Meeting was held**

June 29, 2023

**2 Details of items for resolution**

- Item 1 Approval of Appropriation of Retained Earnings  
Items relating to fiscal year-end dividends  
Per share of common stock: ¥38.00
- Item 2 Appointment of 7 Directors  
The following 7 directors have been reappointed and have assumed their offices:  
Masayuki Sato, Tadashi Ishizuka, Kiyotaka Terajima, Shoji Yamada, Shigeru Endo, Masayuki Matsushima and Noriko Yao.
- Item 3 Appointment of 1 Audit & Supervisory Board Member  
Appointment of Kazuya Oki as Audit & Supervisory Board Member .
- Item 4 Determination of Compensation Related to the Performance-Linked Stock Compensation System for Directors (Excluding Outside Directors)  
The Company will pay performance-linked stock compensation to its directors (excluding outside directors) within the limit of 690 million yen per year, which is the maximum amount of compensation for directors approved at the 113th Ordinary General Shareholders’ Meeting held on June 26, 2009, and the total amount of monetary claims to be paid for the delivery of the Company’s common stock shall not exceed 160 million yen per year and the total number of



the Company's common stock to be issued or disposed of upon payment of such monetary claims shall not exceed 236,000 shares per year, and the main contents of the performance-linked stock compensation system shall be stipulated.

**3 Number of exercised voting rights by affirmative vote, negative vote and abstention for each item of resolution; requirements for each item to be approved; and the results of the resolutions**

Item for resolution	Number of affirmative votes	Number of negative votes	Number of abstentions	Result of resolution	
				Ratio of affirmative votes	Approved/ Disapproved
Item 1	1,980,486	52,830	276	97.29	Approved
Item 2					
Masayuki Sato	1,807,504	224,413	1,674	88.79	Approved
Tadashi Ishizuka	1,861,064	170,853	1,674	91.42	Approved
Kiyotaka Terajima	1,935,317	96,599	1,674	95.07	Approved
Shoji Yamada	2,009,080	22,837	1,674	98.69	Approved
Shigeru Endo	1,833,223	200,088	278	90.05	Approved
Masayuki Matsushima	1,943,241	90,072	278	95.46	Approved
Noriko Yao	2,016,803	16,510	278	99.07	Approved
Item 3					
Kazuya Oki	2,032,031	1,320	241	99.82	Approved
Item 4	2,027,939	4,119	1,534	99.62	Approved

Note: The requirements for each item to be approved are as follows:

Item 1 and 4

A majority of the voting rights exercised by the shareholders who attended the General Shareholders' Meeting are affirmative.

Item 2 and 3

Both of the following: 1) the number of total voting rights owned by the shareholders who attended the General Shareholders' Meeting equals or exceeds one-third of the voting rights owned by shareholders eligible for exercising their voting rights, and 2) a majority of voting rights exercised by the shareholders who attended the General Shareholders' Meeting are affirmative.



**4 Reason why some of the voting rights exercised by the shareholders who attended the General Shareholders' Meeting were not added to the calculation**

The resolutions were legally passed pursuant to the Company Law because the approval required for each item for resolution was satisfied when the voting results were confirmed affirmative, negative or abstentions by the Company, of those shareholders who exercised their voting rights prior to the day of the Meeting and of some shareholders who attended the Meeting. Therefore, the numbers of affirmative votes, negative votes and abstentions do not include the numbers of voting rights exercised by the shareholders who attended the Meeting which were not confirmed as any one of these three.