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(Securities Code: 2181)  
June 27, 2017

To all shareholders

Masamichi Mizuta,  
President and Representative Director,  
**Temp Holdings Co., Ltd.**  
1-1, Yoyogi 2-chome, Shibuya-ku, Tokyo, Japan

## **NOTICE OF RESOLUTIONS AT THE 9th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We would like to thank you for your continued sincere support.

This is to notify you that the reports were presented and resolutions were approved at the 9th Ordinary General Meeting of Shareholders as per the details listed below.

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| <b>Items reported</b> | <p><b>1. The Business Report, the Consolidated Financial Statements and the Reports by Accounting Auditors and the Audit and Supervisory Committee on the audit results of the Consolidated Financial Statements, for the 9th term (from April 1, 2016 to March 31, 2017).</b><br/>The contents of the above were reported.</p> <p><b>2. The Non-Consolidated Financial Statements for the 9th term (from April 1, 2016 to March 31, 2017).</b><br/>The contents of the above were reported.</p> |
| <b>Items resolved</b> |  |
| <b>Agenda 1:</b>      | <p><b>Appropriation of Surplus</b><br/>The agenda was approved as proposed.<br/>The year-end dividend was set at 9 yen per share.</p>  |
| <b>Agenda 2:</b>      | <p><b>Partial Amendments to the Articles of Incorporation</b><br/>The agenda was approved as proposed. Temp Holdings Co., Ltd. will change its trade name to PERSOL HOLDINGS CO., LTD. as of July 1, 2017.</p>   |
| <b>Agenda 3:</b>      | <p><b>Election of Six (6) Directors who are not Audit and Supervisory Committee Members</b><br/>The agenda was approved as proposed. Six (6) candidates, Masamichi Mizuta, Hirotooshi Takahashi, Takao Wada, Toshihiro Ozawa, Kiyoshi Seki, and Peter W. Quigley were elected as Directors who are not Audit and Supervisory Committee Members and they assumed their offices.<br/>In addition, Peter W. Quigley is an External Director.</p>  |

**Agenda 4:****Determination of Amount and Details of Performance-Linked Share-Based Remuneration Etc. for Directors Etc.**

The agenda was approved as proposed. For the Company's Directors (excluding Directors who are Audit and Supervisory Committee Members, and External Directors) and Executive Officers, the Company resolved to introduce a performance-linked, share-based remuneration scheme to deliver and provide the Company's shares and cash equivalent to the amount of the Company's shares when converted in proportion to their responsibilities and the level of achievement versus the objectives of the Mid-term Management Strategy etc.

Under this scheme, a trust will be set up to receive monetary contribution of not more than ¥990 million every three consecutive fiscal years, and the delivery, etc. of shares, etc. of not more than 460,000 shares will be conducted through this trust.

**(Reference)**

The management system of the Company decided at the meeting of the Board of Directors held after the close of this General Meeting of Shareholders is as follows:

Name	Position and business in charge, etc. in the Company
Masamichi Mizuta	Representative Director, President and CEO
Hirotooshi Takahashi	Director, Deputy President and COO (Corporate Strategy Officer)
Takao Wada	Director, Senior Executive Officer (Sales Strategy Officer, Temporary Staffing/BPO Segment Lead)
Toshihiro Ozawa	Director, Executive Officer (Group Function Control Officer, Chief Information Officer)
Kiyoshi Seki	Director, Executive Officer (Chief Financial Officer)
Peter W. Quigley	External Director
Hiroshi Shimazaki	Director (Member of Audit and Supervisory Committee)
Ryosuke Tamakoshi	External Director (Member of Audit and Supervisory Committee)
Naoshige Shindo	External Director (Member of Audit and Supervisory Committee)
Naohiro Nishiguchi	External Director (Member of Audit and Supervisory Committee)
Daisuke Hayashi	Executive Officer (Chief Legal Officer)
Hiroataka Mino	Executive Officer (Chief Human Resources & Administration Officer)
Taro Mineo	Executive Officer (Recruiting Segment Lead)
Takayuki Yamazaki	Executive Officer (Overseas Segment Lead)
Toshihito Nagai	Executive Officer (ITO Segment Lead)
Mikio Miyamura	Executive Officer (Engineering Segment Lead)
Toshiyuki Takakura	Executive Officer (Temporary Staffing/BPO Segment, BPO Business Officer)
Shinji Masaki	Executive Officer (Temporary Staffing/BPO Segment, Temporary Staffing Services Innovation Officer)
Kazunari Kimura	Executive Officer (Temporary Staffing/BPO Segment, Panasonic Excel Group Officer)
Yu Senoo	Executive Officer (Temporary Staffing/BPO Segment, IT & Mechanical/Electrical Business Officer)

### **Payment of the Year-end Dividends for the 9th Term**

The year-end dividends for the 9th term will be paid by means of the enclosed “Year-end Dividends Warrant.” Please collect your dividend at a nearby office of Japan Post Bank or a post office during the payment period (from June 28, 2017 to July 31, 2017).

For those shareholders who have designated a dividend transfer account, please find enclosed the “Statement of Year-end Dividends” and “Notification of Confirmation of the Dividend Transfer Account.”