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Cover page

Document to be filed:	Extraordinary Report
Filed with:	Director-General of the Kanto Local Finance Bureau
Filing date:	June 24, 2022
Company name in Japanese:	パーソルホールディングス株式会社
Company name in English:	PERSOL HOLDINGS CO., LTD.
Name and title of representative:	Takao Wada, Representative Director, President and CEO
Location of head office:	2-1-1 Yoyogi, Shibuya-ku, Tokyo, Japan
Telephone number:	+81-3-3375-2220 (Main)
Contact person:	Kiyoshi Seki, Executive Officer CFO
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Administrative contact person:	Kiyoshi Seki, Executive Officer CFO
Place where the document is available for public inspection:	Tokyo Stock Exchange, Inc. 2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo, Japan

1. Reason for filing

Given that resolutions were made for the agenda items at the 14th Ordinary General Meeting of Shareholders held on June 21, 2022, this Extraordinary Report is filed pursuant to the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Order on Disclosure of Corporate Affairs.

2. Content of report

- a. Date of General Meeting of Shareholders
June 21, 2022

- b. Details of the agenda items resolved

Agenda Item 1: Appropriation of Surplus

Year-end dividend: Twenty-two (22) yen per share of common stock of the Company

Agenda Item 2: Partial Amendment to the Articles of Incorporation (i)

The current Articles of Incorporation will be amended to add the stipulation regarding convocation of general meetings of shareholders without designating a location to Article 13, Paragraph 2.

Agenda Item 3: Partial Amendment to the Articles of Incorporation (ii)

Article 16 of the current Articles of Incorporation will be amended to make necessary changes regarding measures for electronic provision, etc. of reference materials for general meetings of shareholders, etc.

Agenda Item 4: Election of Seven (7) Directors who are not Supervisory Committee Members

The following seven (7) directors were elected as directors who are not Supervisory Committee members: Masamichi Mizuta, Takao Wada, Hirotohi Takahashi, Ryosuke Tamakoshi, Naohiro Nishiguchi, Masaki Yamauchi, and Kazuhiro Yoshizawa.

Agenda Item 5: Election of Two (2) Directors who are Supervisory Committee Members

The following two (2) directors were elected as directors who are Supervisory Committee members: Chisa Enomoto and Kazuhiko Tomoda.

Agenda Item 6: Election of One (1) Substitute Director who is a Supervisory Committee Member

The following director was elected as substitute director who is a Supervisory Committee member: Masaki Yamauchi.

Agenda Item 7: Partial Revision of Share-based Compensation Scheme for Directors who are not Supervisory Committee Members

Partial revision of share-based compensation scheme will be made for directors who are not Supervisory Committee members.

- c. Number of voting rights that were exercised as the manifestation of the intention of approval, disapproval, or abstention for the agenda items for resolution; requirements for adoption thereof; and resolution results thereof.

Agenda items for resolution	Approved	Disapproved	Abstained	Requirements for approval	Resolution result (Approval ratio)
Agenda Item 1	1,943,268	4,103	0	(Note 1)	(Note 2) Approved (99.78%)
Agenda Item 2	1,587,203	360,159	0	(Note 1)	(Note 2) Approved (81.50%)
Agenda Item 3	1,946,594	777	0	(Note 1)	(Note 2) Approved (99.96%)
Agenda Item 4				(Note 1)	(Note 2)
Masamichi Mizuta	1,661,628	285,736	0		Approved (85.32%)
Takao Wada	1,880,855	66,512	0		Approved (96.58%)
Hirotoishi Takahashi	1,911,717	35,654	0		Approved (98.16%)
Ryosuke Tamakoshi	1,730,958	216,413	0		Approved (88.88%)
Naohiro Nishiguchi	1,939,825	7,546	0		Approved (99.61%)
Masaki Yamauchi	1,939,375	7,996	0		Approved (99.58%)
Kazuhiro Yoshizawa	1,944,824	2,547	0		Approved (99.86%)
Agenda Item 5				(Note 1)	(Note 2)
Chisa Enomoto	1,940,303	7,068	0		Approved (99.63%)
Kazuhiko Tomoda	1,940,326	7,045	0		Approved (99.63%)
Agenda Item 6				(Note 1)	(Note 2)
Masaki Yamauchi	1,945,843	1,528	0		Approved (99.92%)
Agenda Item 7	1,895,526	51,844	0	(Note 1)	(Note 2) Approved (97.33%)

Notes: 1. Requirements for approval of each agenda item are as follow:

- For agenda items 1 and 7, a majority of the approval votes of the shareholders who are entitled to exercise their voting rights and present at the meeting.
- For agenda items 2 and 3, at least two-thirds (2/3) of the approval votes of the shareholders present at the meeting where the shareholders holding one third (1/3) or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.
- For agenda items 4, 5, and 6, a majority of the approval votes of the shareholders present at the meeting where the shareholders holding one third (1/3) or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.

2. The approval ratio for each agenda item is calculated as follows:

The approval ratio is the proportion of the number of confirmed approval votes for the agenda items exercised by the shareholders prior to the date of the meeting or at the meeting to the number of voting rights of the shareholders present at the meeting (all the voting rights of the shareholders who exercised their rights by the date immediately before the date of the meeting or at the meeting).

- d. Reason why a portion of the number of voting rights of the shareholders present at the meeting was not included in the calculation

The requirements for adoption were satisfied by the aggregation of the number of voting rights exercised by the date immediately before the date of the meeting and the number of voting rights of some shareholders present at the meeting whose intention of approval or disapproval on each agenda item was confirmed. As a result, the resolutions were legally adopted pursuant to the Companies Act. Therefore, the number of voting rights of other shareholders present at the meeting whose intention of approval, disapproval, or abstention was not confirmed has not been included in the calculation.

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