

June 27, 2016

Resona Holdings, Inc.

Kazuhiro Higashi

Director, President and Representative Executive Officer

(Security Code: 8308, First Section of the Tokyo Stock Exchange)

RESULTS OF EXERCISE OF VOTING RIGHTS AT THE 15TH ORDINARY GENERAL MEETING OF SHAREHOLDERS AND THE CLASS MEETING OF HOLDERS OF ORDINARY SHARES

We notify you of the results of exercise of voting rights at the 15th Ordinary General Meeting of Shareholders and the Class Meeting of Holders of Ordinary Shares held on June 24, 2016 as stated below.

1. Voting Rights

<The 15th Ordinary General Meeting of Shareholders>

The number of shareholders who have voting rights: 256,672

Total number of voting rights: 23,222,486

<The Class Meeting of Holders of Ordinary Shares>

The number of shareholders who have voting rights: 256,672

Total number of voting rights: 23,222,486

2. Results of Exercise of Voting Rights

<The 12th Ordinary General Meeting of Shareholders>

Matters	Approval	Disapproval	Abstention	Rate of approval	Voting results
Agenda No. 1 (Partial Amendment to the Articles of Incorporation Concerning Preferred Shares)	17,387,830	56,070	369	99.34%	Adopted

Agenda No. 2 (Partial Amendment to the Articles of Incorporation Concerning Business Purpose)	17,427,466	16,452	369	99.57%	Adopted
Agenda No. 3 (Election of Ten (10) Directors)					
Kazuhiro Higashi	17,313,944	129,936	369	98.92%	Adopted
Tetsuya Kan	17,347,301	96,579	369	99.11%	Adopted
Yuji Furukawa	17,346,821	97,059	369	99.10%	Adopted
Kaoru Isono	16,984,067	459,811	370	97.03%	Adopted
Emi Osono	17,377,372	66,509	369	99.28%	Adopted
Toshio Arima	17,358,321	85,560	369	99.17%	Adopted
Yoko Sanuki	17,372,912	70,969	369	99.25%	Adopted
Mitsudo Urano	17,364,719	79,161	369	99.21%	Adopted
Tadamitsu Matsui	17,365,231	78,649	369	99.21%	Adopted
Hidehiko Sato	17,294,878	149,003	369	98.81%	Adopted

(Notes)

1. The requirements for adoption for each matter were as follows:

For Agenda No. 1 and Agenda No. 2, attendance of shareholders who hold at least one-third of voting rights of the shareholders entitled to exercise voting rights, and approval by two-thirds of the voting rights of such shareholders present or represented at the meeting were required.

For Agenda No. 3, attendance of shareholders who hold at least one-third of voting rights of the shareholders entitled to exercise voting rights, and approval by a majority of the voting rights of such shareholders present or represented at the meeting were required.

2. Reason why a portion of the number of voting rights of the shareholders present or represented at the Meeting was not included in the number of voting rights exercised

By taking into account the number of voting rights exercised on or before the day before the Meeting and the number of voting rights of some shareholders present or represented at the Meeting whose intention of approval or disapproval was confirmed, the resolutions were legally made in accordance with the Companies Act. Therefore, the number of voting rights of other shareholders present or represented at the Meeting whose intention of approval, disapproval or abstention was not confirmed was not included in the calculation.

<The Class Meeting of Holders of Ordinary Shares>

Matters	Approval	Disapproval	Abstention	Rate of approval	Voting results
Agenda (Partial Amendment to the Articles of Incorporation Concerning Preferred Shares)	17,376,458	63,549	369	99.30%	Adopted

(Notes)

1. The requirements for adoption for the matter were as follows:

Attendance of shareholders who hold at least one-third of voting rights of the shareholders entitled to exercise voting rights, and approval by two-thirds of the voting rights of such shareholders present or represented at the meeting were required.

2. Reason why a portion of the number of voting rights of the shareholders present or represented at the Meeting was not included in the number of voting rights exercised

By taking into account the number of voting rights exercised on or before the day before the Meeting and the number of voting rights of some shareholders present or represented at the Meeting whose intention of approval or disapproval was confirmed, the resolutions were legally made in accordance with the Companies Act. Therefore, the number of voting rights of other shareholders present or represented at the Meeting whose intention of approval, disapproval or abstention was not confirmed was not included in the calculation.