

Cover

Document to be filed	Extraordinary Report
Filed to	Director, Kanto Local Finance Bureau
Date of filing	June 23, 2022
Company name (Japanese)	セガサミーホールディングス株式会社 <i>Sega Sammy Holdings Kabushiki-Gaisha</i>
Name of company in English	SEGA SAMMY HOLDINGS INC.
Title and name of representative	Haruki Satomi, President, Representative Director and Group CEO
Location of head office	Sumitomo Fudosan Osaki Garden Tower, 1-1-1 Nishi-Shinagawa, Shinagawa-ku, Tokyo
Telephone number	03 (6864) 2400
Name of contact person	Masato Ishido, General Manager, General Administration Department, General Corporate Administration Division
Nearest point of contact	Sumitomo Fudosan Osaki Garden Tower, 1-1-1 Nishi-Shinagawa, Shinagawa-ku, Tokyo
Telephone number	03 (6864) 2771
Name of contact person	Hironori Tamada, General Administration Department, General Corporate Administration Division
Available for public inspection at	Tokyo Stock Exchange, Inc. (2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

1. Reason for filing the Extraordinary Report

Because the resolution matters were resolved at the ordinary general meeting of shareholders held on June 22, 2022, this Extraordinary Report has been filed in accordance with Article 24-5-4 of the Financial Instruments and Exchange Law and Article 19-2-9-2 of the Cabinet Office Ordinance on the Disclosure of Corporate Affairs, etc.

2. Matters reported

1. Date of the General Meeting of Shareholders

June 22, 2022

2. Details of the Matters for Resolution

Proposal 1: To amend certain parts of the Articles of Incorporation

Proposal 2: To elect eight (8) Directors (excluding Directors serving as Audit and Supervisory Committee Members)

Proposal 3: To elect four (4) Directors serving as Audit and Supervisory Committee Members

Proposal 4: To elect one (1) Substitute Director serving as Audit and Supervisory Committee Member

Proposal 5: To determine the amount of remuneration for Directors (excluding Directors serving as Audit and Supervisory Committee Members)

Proposal 6: To determine the amount of remuneration for Directors serving as Audit and Supervisory Committee Members

Proposal 7: To determine stock compensation program with restriction on transfer for Directors (excluding Directors Serving as Audit and Supervisory Committee Members)

3. Numbers of voting rights that were exercised as the manifestation of the intention of approval, disapproval or abstention for the matters for resolution; requirements for adoption thereof; and resolution results thereof

Matter for resolution	Number of approval	Number of disapproval	Number of abstention	Requirements for adoption	Resolution results and approval (disapproval) rate
Proposal 1	1,866,428	40,205	0	Note 1	Approved 97.84%
Proposal 2				Note 2	
Mr. Hajime Satomi	1,813,619	93,013	0		Approved 95.07%
Mr. Haruki Satomi	1,813,289	93,342	0		Approved 95.05%
Mr. Koichi Fukazawa	1,863,437	43,194	0		Approved 97.68%
Mr. Yukio Sugino	1,871,890	34,742	0		Approved 98.12%
Mr. Hideo Yoshizawa	1,871,622	35,010	0		Approved 98.11%
Mr. Kohei Katsukawa	1,829,380	77,252	0		Approved 95.89%
Ms. Melanie Brock	1,884,204	22,429	0		Approved 98.77%
Ms. Fujiyo Ishiguro	1,839,214	67,414	0		Approved 96.41%
Proposal 3				Note 2	
Mr. Yukito Sakaue	1,848,419	58,199	0		Approved 96.89%
Mr. Kazutaka Okubo	1,808,681	97,933	0		Approved 94.81%
Ms. Shione Kinoshita	1,884,821	21,799	0		Approved 98.80%
Ms. Naoko Murasaki	1,884,798	21,822	0		Approved 98.80%

Matter for resolution	Number of approval	Number of disapproval	Number of abstention	Requirements for adoption	Resolution results and approval (disapproval) rate
Proposal 4	1, 840, 994	65, 641	0	Note 2	Approved 96. 50%
Proposal 5	1, 903, 319	2, 901	423	Note 3	Approved 99. 77%
Proposal 6	1, 902, 885	3, 336	423	Note 3	Approved 99. 75%
Proposal 7	1, 888, 980	17, 653	0	Note 3	Approved 99. 02%

Note 1: The requirements for adoption are that: (i) the shareholders holding one third or more of voting rights of the shareholders who are entitled to exercise their voting rights are present at the Meeting, and (ii) two third or more of voting rights of such shareholders present at the Meeting approve the proposal.

Note 2: The requirements for adoption are that: (i) the shareholders holding one third or more of voting rights of the shareholders who are entitled to exercise their voting rights are present at the Meeting, and (ii) a majority of voting rights of such shareholders present at the Meeting approve the proposal.

Note 3: The requirements for adoption are that a majority of voting rights of such shareholders present at the Meeting approve the proposal.

4. Reason why a portion of the number of voting rights of the shareholders present at the Meeting was not included in the calculation

By taking into account the number of voting rights exercised prior to the date of the Meeting and the number of voting rights of a portion of the shareholders present at the Meeting for which intention of approval or disapproval was confirmed, the requirements for adoption of all the matters for resolution were satisfied and the resolutions were legally reached in compliance with the Companies Act. Therefore a portion of the number of voting rights was not included in the calculation.

In calculating the approval rate, (i) the number of voting rights exercised prior to the date of the Meeting and (ii) the number of voting rights of the shareholders present at the Meeting are included in the denominator. The rates are rounded to the nearest hundredth.