

(Translation for reference only)

**[Cover]**

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| Document to be filed:  | Extraordinary Report   |
| Filing to:   | Director-General of the Kanto Local Finance Bureau   |
| Date of filing:  | June 26, 2017  |
| Company name (Japanese):   | ジェイ エフ イー ホールディングス株式会社<br>( <i>JFE Holdings Kabushiki Kaisha</i> )   |
| Company name (English):  | JFE Holdings, Inc.   |
| Title and name of representative:  | Eiji Hayashida<br>Representative Director, President and CEO   |
| Location of head office:   | 2-3 Uchisaiwai-cho 2-chome, Chiyoda-ku, Tokyo, Japan   |
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| Contact person:  | Tetsuo Oki, Vice President and Corporate Officer   |
| Places where the document to be filed<br>is available for public inspection: | Tokyo Stock Exchange, Inc.<br>(2-1 Nihombashi-kabutocho, Chuo-ku, Tokyo, Japan)<br><br>Nagoya Stock Exchange, Inc.<br>(8-20 Sakae 3-chome, Naka-ku, Nagoya-shi, Japan) |

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## 1. Reason for filing

Following the resolutions passed at the 15th Ordinary General Meeting of Shareholders (the “General Meeting of Shareholders”) of JFE Holdings, Inc. (the “Company”), which was held on June 23, 2017, this extraordinary report is filed pursuant to the provisions of Paragraph 4, Article 24-5 of the Financial Instruments and Exchange Act and Item 9-2, Paragraph 2, Article 19 of the Cabinet Office Ordinance concerning Disclosure of Corporate Affairs, etc.

## 2. Content of report

(1) Date on which the General Meeting of Shareholders was held

June 23, 2017

(2) Items resolved at the General Meeting of Shareholders

<Company’s Proposals (Proposal 1 through Proposal 4)>

|            |   |
|------------|---|
| Proposal 1 | Dividend of surplus   |
| Proposal 2 | Election of eight Directors<br>To call for the election of eight candidates for Directors: Eiji Hayashida, Koji Kakigi, Shinichi Okada, Naosuke Oda, Hajime Oshita, Masafumi Maeda, Masao Yoshida and Masami Yamamoto |
| Proposal 3 | Election of two Audit & Supervisory Board Members<br>To call for the election of two candidates for Audit & Supervisory Board Members: Nobuya Hara and Isao Saiki   |
| Proposal 4 | Continuation of the Policy Toward Large-scale Purchases of JFE Shares   |

<Shareholder’s Proposal (Proposal 5)>

|            |   |
|------------|---|
| Proposal 5 | Abolishment of Outside Directors due to its uselessness and dismissal of Outside Director Masao Yoshida |
|------------|---|

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(3) Number of affirmative votes, negative votes and abstentions, conditions for items resolved, and results of resolutions

<Company's Proposals (Proposal 1 through Proposal 4)>

| Proposal        | Number of affirmative votes | Number of negative votes | Number of abstentions | Ratio of affirmative votes | Approved/disapproved |
|-----------------|-----------------------------|--------------------------|-----------------------|----------------------------|----------------------|
| Proposal 1      | 3,946,817                   | 559,679                  | 1,385                 | 86.99%                     | Approved             |
| Proposal 2      |                             |                          |                       |                            |                      |
| Eiji Hayashida  | 3,975,895                   | 530,969                  | 1,017                 | 87.63%                     | Approved             |
| Koji Kakigi     | 4,397,759                   | 109,113                  | 1,017                 | 96.93%                     | Approved             |
| Shinichi Okada  | 4,400,520                   | 106,352                  | 1,017                 | 96.99%                     | Approved             |
| Naosuke Oda     | 4,440,199                   | 66,674                   | 1,017                 | 97.87%                     | Approved             |
| Hajime Oshita   | 4,444,158                   | 62,715                   | 1,017                 | 97.95%                     | Approved             |
| Masafumi Maeda  | 4,434,187                   | 72,686                   | 1,017                 | 97.73%                     | Approved             |
| Masao Yoshida   | 4,433,263                   | 73,610                   | 1,017                 | 97.71%                     | Approved             |
| Masami Yamamoto | 4,465,232                   | 41,643                   | 1,017                 | 98.42%                     | Approved             |
| Proposal 3      |                             |                          |                       |                            |                      |
| Nobuya Hara     | 4,479,641                   | 27,236                   | 1,017                 | 98.74%                     | Approved             |
| Isao Saiki      | 4,500,550                   | 6,329                    | 1,017                 | 99.20%                     | Approved             |
| Proposal 4      | 3,425,488                   | 1,080,797                | 1,588                 | 75.50%                     | Approved             |

Notes: 1 Conditions necessary for the approval of proposals:

- Proposal 1 and 4 require that the majority of the voting rights exercised by shareholders eligible for exercising their voting rights who attended the General Meeting of Shareholders are affirmative.
- Proposal 2 and 3 require that 1) the number of total voting rights held by shareholders who attended the General Meeting of Shareholders equals or exceeds one-third of the voting rights held by shareholders eligible for exercising their voting rights, and 2) the majority of the voting rights exercised by shareholders who attended the General Meeting of Shareholders are affirmative.

2 The ratio of affirmative votes is calculated by dividing the number of affirmative votes by the sum of the number of voting rights exercised in writing using voting forms or via electronic media (including the Internet) by the day prior to the date of the General Meeting of Shareholders and the number of voting rights held by shareholders who attended the General Meeting of Shareholders. The total number of voting rights is different for each proposal due to variations in the number of invalid votes per proposal.

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<Shareholder's Proposal (Proposal 5)>

| Proposal   | Number of affirmative votes | Number of negative votes | Number of abstentions | Ratio of negative votes | Approved/disapproved |
|------------|-----------------------------|--------------------------|-----------------------|-------------------------|----------------------|
| Proposal 5 | 139,487                     | 4,362,566                | 5,671                 | 96.16%                  | Disapproved          |

Notes: 1 Conditions necessary for the approval of proposal:

- Proposal 5 requires that 1) the number of total voting rights held by shareholders who attended the General Meeting of Shareholders equals or exceeds the majority of the voting rights held by shareholders eligible for exercising their voting rights, and 2) the number of affirmative votes equals or exceeds the majority of the voting rights exercised by shareholders who attended the General Meeting of Shareholders are affirmative.
- 2 The ratio of negative votes is calculated by dividing the number of negative votes by the sum of the number of voting rights exercised in writing using voting forms or via electronic media (including the Internet) by the day prior to the date of the General Meeting of Shareholders and the number of voting rights held by shareholders who attended the General Meeting of Shareholders.

(4) Reasons for not including certain of the voting rights exercised by shareholders who attended the General Meeting of Shareholders in the number of affirmative votes, negative votes or abstentions

Concerning the Company's proposals, the resolutions were legally approved pursuant to the Companies Act because the conditions necessary for the approval of each proposal were satisfied when a certain number of votes of the shareholders who attended the General Meeting of Shareholders were confirmed as affirmative, negative or abstentions by the Company, in addition to the voting rights exercised in writing using their voting forms and via electronic media (including the Internet) by the day prior to the date of the General Meeting of Shareholders. Therefore, the number of affirmative votes, negative votes and abstentions does not include the number of voting rights exercised by shareholders who attended the General Meeting of Shareholders but were not confirmed as any one of these three.

Concerning shareholder's proposal, the resolution was not legally approved pursuant to the Companies Act because it was confirmed that the conditions necessary for the approval of the proposal was not satisfied when a certain number of votes of the shareholders who attended the General Meeting of Shareholders were confirmed as affirmative, negative or abstentions by the Company, in addition to the voting rights exercised in writing using their voting forms and via electronic media (including the Internet) by the day prior to the date of the General Meeting of Shareholders. Therefore, the number of affirmative votes, negative votes and abstentions does not include the number of voting rights exercised by shareholders who attended the General Meeting of Shareholders but were not confirmed as any one of these three.