

(Translation for reference only)

[Cover]

Document to be filed:	Extraordinary Report
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	June 24, 2019
Company name (Japanese):	ジェイ エフ イー ホールディングス株式会社 (<i>JFE Holdings Kabushiki Kaisha</i>)
Company name (English):	JFE Holdings, Inc.
Title and name of representative:	Koji Kakigi Representative Director, President and CEO
Location of head office:	2-3 Uchisaiwai-cho 2-chome, Chiyoda-ku, Tokyo, Japan
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Places where the document to be filed is available for public inspection:	Tokyo Stock Exchange, Inc. (2-1 Nihombashi-kabutocho, Chuo-ku, Tokyo, Japan) Nagoya Stock Exchange, Inc. (8-20 Sakae 3-chome, Naka-ku, Nagoya-shi, Japan)

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1. Reason for filing

Following the resolutions passed at the 17th Ordinary General Meeting of Shareholders (the “General Meeting of Shareholders”) of JFE Holdings, Inc. (the “Company”), which was held on June 21, 2019, 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 21, 2019

(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 To call for the election of eight candidates for Directors: Koji Kakigi, Yoshihisa Kitano, Masashi Terahata, Naosuke Oda, Hajime Oshita, Masao Yoshida, Masami Yamamoto and Nobumasa Kemori
Proposal 3	Election of one Audit & Supervisory Board Member To call for the election of Kumiko Baba as an Audit & Supervisory Board Member
Proposal 4	Continuation of the Policy Toward Large-scale Purchases of JFE Shares

<Shareholder’s Proposal (Proposal 5)>

Proposal 5	Dismissal of Representative Director Eiji Hayashida
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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	4,540,966	3,715	78	99.18%	Approved
Proposal 2					
Koji Kakigi	4,328,373	198,074	18,340	94.53%	Approved
Yoshihisa Kitano	4,472,233	72,480	78	97.67%	Approved
Masashi Terahata	4,473,680	71,033	78	97.71%	Approved
Naosuke Oda	4,424,011	120,700	78	96.62%	Approved
Hajime Oshita	4,501,655	43,058	78	98.32%	Approved
Masao Yoshida	4,526,290	18,426	78	98.85%	Approved
Masami Yamamoto	4,526,793	17,923	78	98.87%	Approved
Nobumasa Kemori	4,531,865	12,851	78	98.98%	Approved
Proposal 3					
Kumiko Baba	4,429,529	115,203	78	96.74%	Approved
Proposal 4	2,966,985	1,577,703	78	64.80%	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	81,912	4,462,529	131	97.47%	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.