

Cover page

Document Submitted: Extraordinary Report
Submitted to: The Director-General of the Kanto Finance Bureau
Date of Submission: March 27, 2019
Name of Company: Nabtesco Corporation
English Name: Nabtesco Corporation
Name and Title of the Representative: Katsuhiko Teramoto, Representative Director
Address of Head Office: 7-9, Hirakawacho 2-chome, Chiyoda-ku, Tokyo
Telephone Number: +81-3-5213-1134
Name of Contact Person: Akihito Kurosu, General Manager, Corporate Communication Department.
Nearest Contact Point: 7-9, Hirakawacho 2-chome, Chiyoda-ku, Tokyo
Telephone Number: +81-3-5213-1134
Name of Contact Person: Akihito Kurosu, General Manager, Corporate Communication Department.
Place for General Inspection: Tokyo Stock Exchange, Inc.
(2-1, Nihonbashi Kabuto-cho, Chuo-ku, Tokyo)

P2

1. Reason for Submission

Nabtesco Corporation (hereinafter, “the Company”) hereby submits this report in accordance with the provisions of Article 24-5 (4) of the Financial Instruments and Exchange Act, and Article 19-2 (9)-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs as a result of the resolution that was made at the Company’s 16th Ordinary General Meeting of Shareholders held on March 26, 2019.

2. Details of the Report

(1) Date of the general meeting of shareholders

March 26, 2019

(2) Details of the matters resolved

Proposal No. 1: Appropriation of Surplus

(i) Matters concerning and the total amount of the surplus dividend to be paid to shareholders:

37 yen per share; Total amount: 4,597,437,220 yen

(ii) Effective date:

March 27, 2019

Proposal No. 2 Election of Ten (10) Directors

The following Directors were elected: Katsuhiko Teramoto, Shinji Juman, Daisuke Hakoda, Goro Hashimoto, Toshiaki Akita, Shigeru Naoki, Kazumasa Kimura, Yutaka Fujiwara, Norio Uchida, Naoko Yamazaki.

Proposal No. 3: Election of Two(2) Audit & Supervisory Board Members

The following Audit & Supervisory Board Members were elected: Kenichi Kikuchi, Tetsuro Hirai.

- (3) Number of voting rights for expressing affirmative and negative intentions as well as abstentions, requirements for adoption of the relevant matters to be resolved, and the results of such resolutions.

Matters to be resolved	Number of Affirmative Votes	Number of Negative Votes	Number of Abstentions	Requirements for Adoption	Results of the Resolution, and Percentage of Affirmative (Negative) Votes (%)
Proposal No. 1: Appropriation of Surplus	918,990	506	13	Note 1	Adopted. 99.57
Proposal No. 2: Election of Ten (10) Directors				Note 2	
Katsuhiko Teramoto	861,303	53,616	4,634		Adopted. 93.32
Shinji Juman	901,658	17,891	13		Adopted. 97.69
Daisuke Hakoda	901,675	17,874	13		Adopted. 97.69
Goro Hashimoto	901,661	17,888	13		Adopted. 97.69
Toshiaki Akita	901,682	17,867	13		Adopted. 97.69
Shigeru Naoki,	890,534	24,601	4,427		Adopted. 96.48
Kazumasa Kimura	890,206	24,929	4,427		Adopted. 96.45
Yutaka Fujiwara	894,135	25,206	220		Adopted.

					96.87
Norio Uchida	898,817	20,733	13		Adopted. 97.38
Naoko Yamazaki	918,321	1,229	13		Adopted. 99.49
Proposal No. 3: Election of Two (2) Audit & Supervisory Board Members				Note 2	
Kenichi Kikuchi	909,277	10,291	13		Adopted. 98.51
Tetsuro Hirai	918,995	573	13		Adopted. 99.56

- Notes: 1. A majority of the votes of the shareholders present at the meeting is required for a designation of affirmative.
2. Shareholders who are qualified to exercise voting rights and who hold not less than one third of the total voting rights shall be present at the meeting, and a majority of the votes of the shareholders present shall be affirmative.

(4) Reason for not adding part of the number of voting rights held by shareholders present at the General Meeting of Shareholders

The number of voting rights held by shareholders present at the meeting for which it was unclear whether the votes were designated as affirmative, negative or abstention was not added to the adoption since adoption or rejection of the proposals was apparent by summing up the votes that were exercised one day prior to the meeting and those that were exercised by some shareholders present at the meeting were confirmed as being either affirmative or negative.