

< Translation >

Note: This English translation of the original Japanese version of the notice has been prepared for the sole purpose of the convenience of non-Japanese shareholders and shall by no means constitute an official or binding version of the notice.

June 29, 2022

Daiwa Securities Group Inc.  
9-1, Marunouchi 1-chome, Chiyoda-ku, Tokyo  
Seiji Nakata, President and CEO

**Notice of Results of Exercise of Voting Rights**  
**at the 85<sup>th</sup> Ordinary General Meeting of Shareholders**

We are pleased to inform you of the results of the exercise of voting rights at the 85<sup>th</sup> Ordinary General Meeting of Shareholders (hereafter, "Meeting") of Daiwa Securities Group Inc. held on June 28, 2022 as set out below.

**1. Status of Voting Rights**

Number of shareholders holding voting rights	139,034
Number of voting rights held by such shareholders	14,824,528

**2. Matters to be resolved**

Bill 1: Partial Amendments to the Articles of Incorporation

Bill 2: Election of fourteen (14) Directors

The nominees for Directors are Mr. Takashi Hibino, Mr. Seiji Nakata, Mr. Toshihiro Matsui, Ms. Keiko Tashiro, Mr. Akihiko Ogino, Ms. Sachiko Hanaoka, Mr. Hiromasa Kawashima, Mr. Michiaki Ogasawara, Mr. Hirotaka Takeuchi, Mr. Ikuo Nishikawa, Ms. Eriko Kawai, Mr. Katsuyuki Nishikawa, Mr. Toshio Iwamoto and Ms. Yumiko Murakami.

**3. Results of Exercise of Voting Rights (including number of votes in favor of the proposed bills, against the proposed bills and abstaining) and Requirements for Approval of the Bills**

Agenda Item	In favor of the proposed bill	Against the proposed bill	Abstentions	Total number of voting rights exercised	Ratio of votes in favor of the proposed bill	Final results
Bill 1	11,384,196	29,096	30	11,528,879	98.75%	Approved
Bill 2	-	-	-	-	-	-
Takashi Hibino	10,846,664	585,155	30	11,547,406	93.93%	Approved
Seiji Nakata	10,852,264	579,555	30	11,547,406	93.98%	Approved
Toshihiro Matsui	11,302,565	129,264	30	11,547,416	97.88%	Approved
Keiko Tashiro	11,312,852	118,978	30	11,547,417	97.97%	Approved
Akihiko Ogino	11,304,721	127,109	30	11,547,417	97.90%	Approved
Sachiko Hanaoka	11,005,011	426,812	30	11,547,410	95.30%	Approved

Hiromasa Kawashima	10,996,412	435,411	30	11,547,410	95.23%	Approved
Michiaki Ogasawara	9,348,380	2,083,442	30	11,547,409	80.96%	Approved
Hiroataka Takeuchi	11,279,718	144,022	8,117	11,547,414	97.68%	Approved
Ikuo Nishikawa	11,348,861	71,824	11,175	11,547,417	98.28%	Approved
Eriko Kawai	11,274,953	156,876	30	11,547,416	97.64%	Approved
Katsuyuki Nishikawa	11,283,991	139,749	8,117	11,547,414	97.72%	Approved
Toshio Iwamoto	11,285,648	138,092	8,117	11,547,414	97.73%	Approved
Yumiko Murakami	11,363,082	65,690	3,088	11,547,417	98.40%	Approved

Note 1. The number of votes in favor of the proposed bill, against the proposed bill and abstaining are the sum of the numbers of voting rights exercised in writing or via electronic device (via the Internet, etc.) until the day before the Meeting and the number of voting rights which were exercised on the day of the Meeting and of which we could confirm the result of exercise. The total number of voting rights exercised is the sum of the number of voting rights exercised in writing or via electronic device (via the Internet, etc.) until the day before the Meeting and the number of all the voting rights which were exercised on the day of the Meeting.

Note 2. The requirements for approval of the above bills are as follows:

Bill 1: A vote in favor by a majority of two thirds of the votes of the shareholders present at the meeting where shareholders holding one-third or more of the votes of the shareholders entitled to exercise their votes at such shareholders' meeting are present.

Bill 2: A vote in favor by a majority of the votes of the shareholders present at the meeting where shareholders holding one-third or more of the votes of the shareholders entitled to exercise their votes at such shareholders' meeting are present.

#### **4. Reason for not including some of the voting rights which were exercised on the day of the Meeting**

We do not include some of the voting rights exercised on the day of the Meeting for which we could not confirm the result of exercise because all proposed bills met the requirement for approval by totaling the number of voting rights exercised until the day before the Meeting and the number of voting rights which were exercised on the day of the Meeting for which we could confirm the result of exercise, and therefore, it is resolved in accordance with the Companies Act.

-End-