

1 [Reason for Submitting This Report]

We submit this Extraordinary Report based on Article 24-5, paragraph (iv) of the Financial Instruments and Exchange Act and Article 19, paragraph (2), item (ix)-2 of the Cabinet Office Order on Disclosure of Corporate Affairs for resolutions adopted at our 50th Annual General Meeting of Shareholders held on June 25, 2021.

2 [Report Content]

(1) The date on which the relevant shareholders meeting was held
June 25, 2021

(2) The content of the relevant resolutions

Proposal No. 1: Partial Amendments to the Articles of Incorporation

Our Articles of Incorporation to be amended for the following reasons (Article 14, Article 23, Article 24, Article 34, and Article 35):

- As a company with an audit & supervisory committee, Mitsubishi HC Capital adopts the Executive Officer System in order to ensure quick and resolute decision making in business execution while promoting the efficient execution of business decisions. We clarify the status of the Executive Officers within the Articles of Incorporation and aim to further enhance the flexibility and efficiency of our business-execution apparatus.
- The Board of Directors meeting adopts resolutions to establish who has the authority to convene the Board of Directors meeting and who is the Chairman of the Board to achieve the flexible operation of the Board of Directors meetings.
- Accompanying the above, we revise relevant regulations and change the number of Articles.

Proposal No. 2: Election of 10 Directors (excluding Directors who are Audit and Supervisory Committee members)

Election of the following individuals as Directors: Seiji Kawabe, Takahiro Yanai, Kanji Nishiura, Kazumi Anei, Satoshi Inoue, Haruhiko Sato, Hiroyasu Nakata, Go Watanabe, Mitsumasa Ichō, and Yuri Sasaki

Proposal No. 3: Election of 1 Director who is a substitute Audit and Supervisory Committee member

We shall elect Hiroyasu Nakata as a substitute Audit & Supervisory Committee Member, in case the number of Directors who are members of Audit & Supervisory Committee fall short of the number established by law or by the Articles of Incorporation.

(3) The number of voting rights expressing the intention of “approval,” “disapproval” or “abstention” to vote for the resolution in question, the requirement necessary for approval of the resolution in question and the voting results for the resolution in question

Items for Resolution	Approval (number)	Disapproval (number)	Abstention (number)	Ratio of “Approval” (%)	Results of resolution
Proposal No. 1 (Note 1.)	12,243,780	3,391	4,774	99.69	Approved
Proposal No. 2 (Note 2.)					
Seiji Kawabe	12,148,399	97,693	5,918	98.91	Approved
Takahiro Yanai	12,148,058	99,178	4,774	98.91	Approved
Kanji Nishiura	12,174,364	72,826	4,774	99.12	Approved
Kazumi Anei	12,177,551	69,689	4,774	99.15	Approved
Satoshi Inoue	12,176,788	70,452	4,774	99.14	Approved
Haruhiko Sato	12,177,570	69,670	4,774	99.15	Approved
Hiroyasu Nakata	12,227,564	19,677	4,774	99.56	Approved
Go Watanabe	10,379,506	1,867,727	4,774	84.51	Approved
Mitsumasa Ichō	10,266,930	1,980,303	4,774	83.59	Approved
Yuri Sasaki	12,148,510	98,729	4,774	98.91	Approved
Proposal No. 3 (Note 2.)					
Hiroyasu Nakata	12,240,954	6,286	4,774	99.67	Approved

(Notes) 1. Requirements for passage of Proposal No. 1 are the attendance of one third or more of the shareholders who hold exercisable voting rights and two-thirds or more of “approval” votes from such shareholders in attendance.

2. Requirements for passage of Proposal No. 2 and Proposal No. 3 are the attendance of one third or more of the shareholders who hold exercisable voting rights and a majority of “approval” votes from such shareholders in attendance.

- (4) The reason why a certain number of voting rights of some shareholders in attendance at the shareholders meeting was not added to the total number of voting rights

The requirements for proposal passage were fulfilled by adding up the votes exercised by the day before the shareholders meeting and the votes exercised by some shareholders in attendance at the shareholders meeting, both indicating approval or disapproval. We legitimately made the resolutions in accordance with the Companies Act. Therefore we did not add the number of votes with which we were unable to confirm any indication of approval, disapproval or abstention exercised by shareholders in attendance at the shareholders meeting, to the total number of voting rights.