

THE FOLLOWING IS AN ENGLISH TRANSLATION PREPARED FOR THE CONVENIENCE OF THE SHAREHOLDERS AND INVESTORS. THE OFFICIAL TEXT IN JAPANESE OF THE NOTICE OF RESOLUTIONS OF THE 9TH ORDINARY GENERAL MEETING OF SHAREHOLDERS HAS BEEN MAILED TO THE RESPECTIVE SHAREHOLDERS. SHOULD THERE BE ANY INCONSISTENCY BETWEEN THE TRANSLATION AND THE OFFICIAL TEXT IN TERMS OF THE CONTENTS OF THE NOTICE, THE OFFICIAL TEXT SHALL PREVAIL.  
THE COMPANY ACCEPTS NO LIABILITY FOR ANY MISUNDERSTANDING CAUSED BY THE TRANSLATION FOR ANY REASON WHATSOEVER.

Securities Code: 5020

June 26, 2019

Dear Our Shareholders,

Tsutomu Sugimori  
Representative Director, President  
JXTG Holdings, Inc.  
1-2, Otemachi 1-chome  
Chiyoda-ku, Tokyo, Japan

### NOTICE OF RESOLUTIONS OF THE 9TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We would like to express our sincere gratitude for your continuous support to JXTG Holdings, Inc., (the “Company”).

You are hereby notified that the following matters were reported and resolved at the 9th Ordinary General Meeting of Shareholders of the Company held today.

#### **Matters Reported:**

1. The business report, the consolidated financial statements, and the auditors’ reports on the consolidated financial statements by the financial auditor and the Audit and Supervisory Committee, for the 9th fiscal term (from April 1, 2018 to March 31, 2019)
2. The non-consolidated financial statements for the 9th fiscal term (from April 1, 2018 to March 31, 2019)

The above two matters were reported.

#### **Matters Resolved:**

##### **Proposal 1: Appropriation of Surplus**

This proposal was approved and adopted as originally proposed, and it was resolved that the term-end dividend for the 9th fiscal term be 11 yen per share.

##### **Proposal 2: Election of 12 Directors who are not Audit and Supervisory Committee Members**

This proposal was approved and adopted as originally proposed. The following persons were reelected: Mr. Tsutomu Sugimori, Mr. Jun Mutoh, Mr. Junichi Kawada, Mr. Hiroji Adachi, Mr. Satoshi Taguchi, Mr. Katsuyuki Ota, Mr. Hiroshi Hosoi, Ms. Hiroko Ota, Mr. Mutsutake Otsuka and Mr. Yoshiiku Miyata. The following persons were newly elected: Mr. Yoshiaki Ouchi and Mr. Seiichi Murayama. All of them assumed office. Ms. Hiroko Ota, Mr. Mutsutake Otsuka and Mr. Yoshiiku Miyata are outside directors who are not Audit and Supervisory Committee Members.

##### **Proposal 3: Election of 1 Director who is an Audit and Supervisory Committee Member**

This proposal was approved and adopted as originally proposed, and Ms. Yuko Mitsuya was newly elected. Ms. Yuko Mitsuya assumed office. Ms. Yuko Mitsuya is an outside director who is an Audit and Supervisory Committee Member.

End

<For reference>

The directors and executive officers of the Company from June 26, 2019 are as follows:

### 1. Directors who are not Audit and Supervisory Committee Members

Representative Director	President		Tsutomu Sugimori
Representative Director	Executive Vice President	Assistant to President	Jun Mutoh
Director	Executive Vice President	Assistant to President, Responsible for Internal Audit Dept.	Junichi Kawada
Director	Senior Vice President	Responsible for Corporate Planning Dept., Emerging Business Development Dept., ESG Promotion Dept., IT Planning & Development Dept., Safety, Health & Environment Dept. and Quality Assurance Dept	Hiroji Adachi
Director	Senior Vice President	Responsible for Secretariat, Procurement Dept., General Administration Dept., Legal & Corporate Affairs Dept., Public Relations Dept., Crisis Management Dept. and Human Resources Dept.	Satoshi Taguchi
Director	Senior Vice President	Responsible for Internal Control Dept., Controller Dept. and Finance & Investor Relations Dept.	Yoshiaki Ouchi
Director (Part-time)	Representative Director and President of JXTG Nippon Oil & Energy Corporation		Katsuyuki Ota
Director (Part-time)	Representative Director and Chief Executive Officer and President of JX Nippon Oil & Gas Exploration Corporation		Hiroshi Hosoi
Director (Part-time)	President & Representative Director and Chief Executive Officer of JX Nippon Mining & Metals Corporation		Seiichi Murayama
Outside Director			Hiroko Ota
Outside Director			Mutsutake Otsuka
Outside Director			Yoshiiku Miyata

## **2. Directors who are Audit and Supervisory Committee Members**

Director	Full-time Audit and Supervisory Committee Member	Yuji Nakajima
Director	Full-time Audit and Supervisory Committee Member	Hitoshi Kato
Outside Director	Audit and Supervisory Committee Member	Nobuko Takahashi
Outside Director	Audit and Supervisory Committee Member	Seiichiro Nishioka
Outside Director	Audit and Supervisory Committee Member	Yuko Mitsuya

## **3. Executive Officers not Concurrently Serving as Directors**

Executive Officer	General Manager, Emerging Business Development Dept.	Yasunori Yazaki
Executive Officer	General Manager, General Administration Dept.	Itsuo Niwa
Executive Officer	General Manager, Corporate Planning Dept.	Masatoshi Son
Executive Officer	General Manager, Controller Dept.	Kyugo Yotsuya