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| [Document Submitted] | Extraordinary Report (“Rinji-Hokokusho”) |
| [Submitted to] | Director, Kanto Local Finance Bureau |
| [Date of Submission] | June 18, 2015 |
| [Company Name] | Kabushiki-Kaisha Recruit Holdings |
| [Company Name in English] | Recruit Holdings Co., Ltd. |
| [Position and Name of Representative] | Masumi Minegishi, President and CEO, & Representative Director |
| [Location of Head Office] | 4-17 Ginza 8-chome, Chuo-ku, Tokyo (The above address is the registered head office of the Company. However, actual operations of the head office are conducted in the location below.) |
| [Phone No.] | 03-6835-1111 (main) |
| [Contact for Communications] | Keiichi Sagawa, Senior Corporate Executive Officer, Board Director |
| [Nearest Contact] | 9-2, Marunouchi 1-chome, Chiyoda-ku, Tokyo |
| [Phone No.] | 03-6835-1111 (main) |
| [Contact for Communications] | Keiichi Sagawa, Senior Corporate Executive Officer, Board Director |
| [Place Where Available for Public Inspection] | Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo) |

I. Reasons for Submission

As the following proposals were resolved at the 55th Ordinary General Meeting of Shareholders of Recruit Holdings Co., Ltd. (the “Company”) held on June 17, 2015, the Company hereby files this Extraordinary Report pursuant to the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc.

II. Description of Report

(1) Date of the General Meeting of Shareholders

June 17, 2015

(2) Details of the Proposals resolved

First proposal: Partial Amendments to the Articles of Incorporation

The Company makes partial amendments to its Articles of Incorporation as follows.

(Underlined parts are amended.)

| Current Articles of Incorporation | Proposed amendments |
|---|--|
| <p>Chapter I General Provisions</p> <p><i>2. Objectives of the Company</i></p> <p>The Company shall operate the following lines of business:</p> <p>2.1 By owning shares in companies that operate the following lines of business or foreign companies that operate similar lines of business, the Company shall control, and manage their business operations.</p> <p>(1) to (18) (Omitted)</p> <p>(Newly established)</p> <p><u>(19)</u> (Omitted)</p> | <p>Chapter I General Provisions</p> <p><i>2. Objectives of the Company</i></p> <p>The Company shall operate the following lines of business:</p> <p>2.1 By owning shares in companies that operate the following lines of business or foreign companies that operate similar lines of business, the Company shall control, and manage their business operations.</p> <p>(1) to (18) (Omitted)</p> <p><u>(19)</u> Education-related business</p> <p><u>(20)</u> (Omitted)</p> |
| <p>Chapter IV Directors and Board of Directors</p> <p><i>27. Exemption in Liabilities of Directors</i></p> <p>27.1 (Omitted)</p> <p>27.2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with its <u>Outside</u> Directors to limit their liability to compensate for damages suffered due to their negligence in the execution of their duties. However, the maximum amount of the compensation for damage under such agreements shall not fall below the prescribed amount set by applicable laws and regulations.</p> | <p>Chapter IV Directors and Board of Directors</p> <p><i>27. Exemption in Liabilities of Directors</i></p> <p>27.1 (Omitted)</p> <p>27.2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with its Directors <u>(excluding directors with executive authority over operations, etc.)</u> to limit their liability to compensate for damages suffered due to their negligence in the execution of their duties. However, the maximum amount of the compensation for damage under such agreements shall not fall below the prescribed amount set by applicable laws and regulations.</p> |
| <p>Chapter V Audit & Supervisory Board Members and the Audit & Supervisory Board</p> <p><i>35. Exemption in Liabilities of Audit & Supervisory Board Members</i></p> <p>35.1 (Omitted)</p> <p>35.2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with <u>Outside</u> Audit & Supervisory Board Members to limit their liability to compensate damages suffered due to their negligence in the</p> | <p>Chapter V Audit & Supervisory Board Members and the Audit & Supervisory Board</p> <p><i>35. Exemption in Liabilities of Audit & Supervisory Board Members</i></p> <p>35.1 (Omitted)</p> <p>35.2 Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company may enter into agreements with Audit & Supervisory Board Members to limit their liability to compensate damages suffered due to their negligence in the</p> |

| Current Articles of Incorporation | Proposed amendments |
|---|--|
| execution of their duties. However, the maximum amount of <u>Outside</u> Audit & Supervisory Board Members under such agreements shall be the minimum liability amount provided by applicable laws and regulations. | execution of their duties. However, the maximum amount of Audit & Supervisory Board Members under such agreements shall be the minimum liability amount provided by applicable laws and regulations. |

Second proposal: Election of Six (6) Board Directors

Messrs. Masumi Minegishi, Shogo Ikeuchi, Shigeru Kusahara, Keiichi Sagawa, Shigeo Ohyagi and Yasushi Shingai were elected as Board Directors.

Third proposal: Election of One (1) Audit & Supervisory Board Member and One (1) Substitute Audit & Supervisory Board Member

Mr. Hiroki Inoue was elected as Audit & Supervisory Board Member and Ms. Satoko Hasegawa was elected as Substitute Audit & Supervisory Board Member.

Fourth proposal: Granting of Retirement Benefits to Retiring Board Directors

The Company shall pay a reasonable amount of retirement benefits to the retiring Board Director, Tomoyuki Mizutani, in accordance with the Company's internal rules, and the specific amount, timing and method of payment are left to the Board of Directors.

Fifth proposal: Decision on Amounts and Details of Stock Acquisition Rights as an Incentive Stock Option for Board Directors (as Performance-based compensation for the 55th Fiscal Year)

The Company shall grant incentive stock options to four (4) Board Directors, excluding External Board Directors, within the limit of 430 million yen in the 56th Fiscal Year (April 1, 2015 to March 31, 2016).

(3) The number of voting rights which represent either for, against or abstentions on proposals resolved; requirements for the approval of the resolutions and their results

| Proposals resolved | For (Number of voting rights) | Against (Number of voting rights) | Abstentions (Number of abstentions) | Requirements for approval | Results of resolution and ratio of approval (disapproval) (%) |
|---|-------------------------------------|---|---|------------------------------|---|
| First proposal: Partial Amendments to the Articles of Incorporation | 3,263,391 | 18,434 | 3,503 | (Note) 1 | Approved 92.66 |
| Second proposal: Election of Six (6) Board Directors | | | | (Note) 2 | |
| Masumi Minegishi | 3,248,399 | 33,428 | 3,503 | | Approved 92.34 |
| Shogo Ikeuchi | 3,257,516 | 24,311 | 3,503 | | Approved 92.53 |
| Shigeru Kusahara | 3,258,037 | 23,790 | 3,503 | | Approved 92.54 |
| Keiichi Sagawa | 3,257,739 | 24,088 | 3,503 | | Approved 92.54 |
| Shigeo Ohyagi | 3,131,897 | 149,930 | 3,503 | | Approved 89.87 |
| Yasushi Shingai | 3,131,873 | 149,954 | 3,503 | | Approved 89.86 |
| Third proposal: Election of One (1) Audit & Supervisory Board Member and One (1) Substitute Audit & Supervisory Board Member | | | | (Note) 2 | |
| Hiroki Inoue | 3,279,948 | 1,866 | 3,503 | | Approved 93.01 |
| Satoko Hasegawa | 3,280,029 | 1,785 | 3,503 | | Approved 93.01 |
| Fourth proposal: Granting of Retirement Benefits to Retiring Board Directors | 2,915,439 | 309,240 | 60,643 | (Note) 3 | Approved 85.27 |
| Fifth proposal: Decision on Amounts and Details of Stock Acquisition Rights as an Incentive Stock Option for Board Directors (as Performance-based compensation for the 55th Fiscal Year) | 2,748,174 | 532,566 | 4,644 | (Note) 3 | Approved 81.72 |

- (Notes)
1. Subject to the attendance of shareholders holding one-third or more of voting rights owned by shareholders eligible for exercising voting rights and passage by more than two-third of voting rights held by the shareholders in attendance.
 2. Subject to the attendance of shareholders holding one-third or more of voting rights owned by shareholders eligible for exercising voting rights and passage by a simple majority of voting rights held by the shareholders in attendance.
 3. Subject to approval by a majority of voting rights held by the shareholders in attendance.

(4) Reason that a portion of the number of voting rights held by the shareholders in attendance at the General Meeting of Shareholders was not included in the number of voting rights

As the approval or disapproval of each proposal to be resolved had been confirmed by adding up the voting rights exercised up to the day prior to the Annual General Meeting of Shareholders and the votes of a part of the shareholders attending the Meeting whose votes for or against the proposals could be confirmed, the number of voting rights of shareholders attending the Meeting whose votes for, against or abstaining could not be confirmed was not included in the tally.