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**[Cover Page]**

[Document Filed]	Extraordinary Report
[Filed With]	Director-General of the Kanto Local Finance Bureau
[Filing Date]	June 25, 2019
[Company Name]	株式会社JVCケンウッド
[Company Name in English]	JVC KENWOOD Corporation
[Title and Name of Representative]	Shoichiro Eguchi Representative Director of the Board, President and Chief Executive Officer (CEO)
[Address of Head Office]	3-12, Moriya-cho, Kanagawa-ku, Yokohama-shi, Kanagawa
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[Contact Person]	Masatoshi Miyamoto, Director of the Board, Senior Managing Executive Officer, Chief Financial Officer (CFO)
[Nearest Place of Contact]	3-12, Moriya-cho, Kanagawa-ku, Yokohama-shi, Kanagawa
[Telephone Number]	+81-45-444-5232
[Contact Person]	Masatoshi Miyamoto, Director of the Board, Senior Managing Executive Officer, Chief Financial Officer (CFO)
[Place for Public Inspection]	Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo)

## **1. [Reason for Filing]**

Given that resolutions were passed for the items proposed at the 11th Ordinary General Meeting of Shareholders held on June 20, 2019, JVC KENWOOD Corporation has filed this Extraordinary Report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act of Japan and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc.

## **2. [Description of Report]**

(1) Date of the General Meeting of Shareholders held:

June 20, 2019

(2) Details of matters resolved:

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

- 1) Our company name in English will be changed to “JVCKENWOOD Corporation” as of July 1, 2019.
- 2) In order to deal with future business development and diversified business descriptions while maintaining and conforming to the current businesses, “sales of automotive-related products,” etc. will be added to purpose of business.
- 3) Assuming that the post of chairman will not be established as a post of director, stipulations regarding the convener and chairman of general meetings of shareholders will be revised.
- 4) Stipulations regarding executive officers are added to the articles of incorporation and put in statutory form, and in principle, it has been stipulated that positions of responsibility will be given to executive officers.

Proposal No. 2: Election of Nine (9) Directors

Nine (9) Directors, namely Takao Tsuji, Yasuyuki Abe, Shoichiro Eguchi, Masaki Imai, Masatoshi Miyamoto, Masao Nomura, Yoshio Sonoda, Shinjiro Iwata and Yuji Hamasaki were elected.

Proposal No. 3: Election of One (1) Substitute Audit & Supervisory Board Member

Tsutomu Kuribayashi was elected Substitute Audit & Supervisory Board Member.

Proposal No. 4: Revision of the Amount of Compensation for External Directors

Although the total amount of compensation for directors (36 million yen or less per month) remains unchanged, the amount of compensation for external directors will be changed from 4 million yen or less per month to 8 million yen or less per month.

(3) Number of voting rights exercised for approving or rejecting resolutions or abstaining, requirements for approving resolutions and results of resolutions:

Matters Resolved	Number of Votes in Favor	Number of Votes Against	Number of Abstentions	Results of Resolutions and Approval Ratio (%)	
				Approved	Approval Ratio (%)
Proposal No. 1	1,136,316	7,419	33	Approved	99.35
Proposal No. 2					
Takao Tsuji	1,103,565	40,179	80	Approved	96.48
Yasuyuki Abe	1,129,211	14,533	80	Approved	98.72
Shoichiro Eguchi	1,076,824	66,912	88	Approved	94.14
Masaki Imai	1,107,692	36,044	88	Approved	96.84
Masatoshi Miyamoto	1,105,825	37,911	88	Approved	96.68
Masao Nomura	1,107,609	36,127	88	Approved	96.83
Yoshio Sonoda	1,107,186	36,558	80	Approved	96.80
Shinjiro Iwata	1,132,471	11,273	80	Approved	99.01
Yuji Hamasaki	1,131,639	12,105	80	Approved	98.93
Proposal No. 3					
Tsutomu Kuribayashi	1,137,103	6,614	96	Approved	99.41
Proposal No. 4	1,125,771	11,240	6,837	Approved	98.42

Notes:

1. The requirement for the approval of each matter to be resolved is as follows:

The requirement for approving Proposal No. 1 is more than two-thirds (2/3) of the voting rights held by shareholders present at the meeting holding in aggregate a majority of the voting rights of shareholders entitled to exercise their voting rights (1,636,541 voting rights).

The requirement for approving Proposals No. 2 and No. 3 is a majority of the voting rights held by shareholders present at the meeting holding in aggregate not less than one-third (1/3) of the voting rights of shareholders entitled to exercise their voting rights (1,636,541 voting rights).

The requirement for approving Proposal No. 4 is a majority of the voting rights held by shareholders entitled to exercise their voting rights, who were present at the meeting.

2. The method for calculating the approval ratio is as follows:

The approval ratio is the ratio of the sum of voting rights exercised prior to the meeting and voting rights exercised by shareholders present at the meeting that were confirmed to be in favor of approving each proposal to the sum of voting rights exercised prior to the date of the meeting and exercised by shareholders present at the meeting, namely 1,143,768 units (for Proposal No. 1), 1,143,824 units (for Proposal No. 2), 1,143,813 units (for Proposal No. 3) and 1,143,848 units (for

Proposal No. 4).

3. The number of voting rights related to declarations of intent for approval, rejection, or abstention of shareholders present at the meeting was calculated based on the Voting Rights Exercise Confirmation Form submitted by the said shareholders after the meeting and the figures may not be accurate.

(4) Reason why a portion of the voting rights held by shareholders present at the meeting was not added to the total number of voting rights:

Not applicable.