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## Cover Page

Document Name:	Extraordinary Report
Filed with:	The Director-General of the Kanto Local Finance Bureau
Filing Date:	June 22, 2017
Corporate Name:	Gurunavi, Inc.
Name and Title of Representative:	Seiichiro Kubo, President, Representative Director
Location of Head Office:	1-2-2 Yurakucho, Chiyoda-ku, Tokyo
Telephone Number:	(03)3500-9700
Name of Contact Person:	Hisao Iizuka, Director, Executive Vice President
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Telephone Number:	(03)3500-9700
Name of Contact Person:	Hisao Iizuka, Director, Executive Vice President
Place of Public Inspection of the Extraordinary Report:	Tokyo Stock Exchange, Inc. (2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

## 1. Reason for Filing

Gurunavi, Inc. (the “Company”) is filing this Extraordinary Report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Law and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs, etc. to report the approval of resolutions at the 28th Ordinary General Meeting of Shareholders (the “Ordinary General Meeting”) of the Company held on June 21, 2017.

## 2. Description of Report

### (1) Date on which the Ordinary General Meeting was held:

June 21, 2017

### (2) Details of the matters resolved:

#### Item 1: Appropriation of Surplus

Matters related to the allocation of dividend assets and total amount thereof 22 yen per common share of the Company, 1,028,511,902 yen in total.  
Effective date: June 22, 2017

#### Item 2: Partial Amendments to the Articles of Incorporation

##### 1) Addition of purposes

Addition of business purposes to Article 2 in order to address the diversifying nature of the Company’s operations and adjustment of paragraph numbering based on the addition of new paragraphs.

##### 2) Expansion of eligible persons for liability limitation agreements

Amendment of Paragraph 2, Article 27 and Paragraph 2, Article 36 of the current Articles of Incorporation enabling the Company to enter into liability limitation agreements also with its Directors (excluding those who are Executive Directors, etc.) and with its Corporate Auditors who are not External Corporate Auditors, so that they can fulfill their expected roles and further the Company can continuously attract appropriate human resources.

#### Item 3: Election of eleven (11) Directors

Reelection of Hisao Taki, Seiichiro Kubo, Hisao Iizuka, Miho Saito, Midori Kakiuchi, Teruhisa Yamada, Koichi Tsukihara, and Yoichi Minami and new election of Kei Nakamori, Naoki Koshikawa, and Megumi Usui as Directors.

#### Item 4: Election of one (1) Corporate Auditor

New election of Kiyoshi Suzuki as Corporate Auditor.

#### Item 5: Revision of remuneration amount for Corporate Auditors

Revision of the amount of remuneration for Corporate Auditors to be set at no more than 50 million yen annually.

**(3) The number of voting rights relating the indication of “for”, “against” or “abstention” for each item; Requirement approving the item; and Results of resolutions.**

Proposal	For	Against	Abstention	Requirements for approval	Result and ratio of favorable votes
Item 1	386,703	178	1,521	(Note) 1	Approved: 96.24%
Item 2	386,493	388	1,521	(Note) 2	Approved: 96.19%
Item 3					
Hisao Taki	376,967	9,914	1,521	(Note) 3	Approved: 93.82%
Seiichiro Kubo	385,696	1,185	1,521		Approved: 95.99%
Hisao Iizuka	385,738	1,143	1,521		Approved: 96.00%
Miho Saito	385,758	1,123	1,521		Approved: 96.01%
Midori Kakiuchi	385,755	1,126	1,521		Approved: 96.01%
Teruhisa Yamada	385,760	1,121	1,521		Approved: 96.01%
Kei Nakamori	385,610	1,271	1,521		Approved: 95.97%
Naoki Koshikawa	385,733	1,148	1,521		Approved: 96.00%
Megumi Usui	385,737	1,144	1,521		Approved: 96.00%
Koichi Tsukihara	383,384	3,497	1,521		Approved: 95.42%
Yoichi Minami.	383,738	3,143	1,521		Approved: 95.50%
Item 4					
Kiyoshi Suzuki	376,857	10,024	1,521	(Note) 3	Approved: 93.79%
Item 5	386,429	452	1,521	(Note) 1	Approved: 96.17%

- (Note) 1. Approval of a majority of the voting rights held by the shareholders present at the meeting is required.
2. Approval of not less than two-third (2/3) of the voting rights held by shareholders present at the meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.
3. Approval of a majority of the voting rights held by the shareholders present at the meeting who hold in aggregate not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required.

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

The requirement for adoption of each proposal was satisfied and resolutions have been legally adopted pursuant to the Companies Act by aggregating the votes exercised prior to the meeting and votes of shareholders present at the meeting whose indication as to each proposal was confirmed. Therefore, of the voting rights held by the shareholders present at the meeting, the number of voting rights whose intention of for, against or abstention was not confirmed has not been included in the calculation.