

# Kewpie Corporation

Sengawa Kewport, 2-5-7, Sengawa-cho, Chofu-shi, Tokyo 182-0002, Japan. Tel:03-5384-7780



(Translation)

Securities Code of Japan: 2809  
February 26, 2015

To the Shareholders:

## NOTICE OF RESOLUTIONS OF THE 102ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

Please take notice that at the 102nd Ordinary General Meeting of Shareholders of the Company held today, reports were made and resolutions were adopted as described below.

Yours very truly,

Minesaburo Miyake  
President and  
Representative Director

Kewpie Corporation  
4-13, Shibuya 1-chome, Shibuya-ku,  
Tokyo  
(Provisional address: 5-7, Sengawa-cho  
2-chome, Chofu-shi, Tokyo)

### Description

Matters reported:

1. Report on the business report and consolidated financial statements for the fiscal year 2014 (from December 1, 2013 to November 30, 2014) and the results of audit of the consolidated financial statements by the account auditors and the Board of Corporate Auditors

Report was made on the above documents.

2. Report on the non-consolidated financial statements for the fiscal year 2014 (from December 1, 2013 to November 30, 2014)

Report was made on the above documents.

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Matters resolved upon:

Proposition No. 1: Election of 13 Directors

The proposition was approved and adopted in all respects as proposed. Messrs. Minesaburo Miyake, Amane Nakashima, Tadaaki Katsuyama, Yoshiaki Wada, Masafumi Furutachi, Toru Hyodo, Shigeki Takemura, Nobuo Inoue, Nobutaka Goto, Osamu Chonan and Ichiro Sakai, 11 in all, were reelected as Directors and Messrs. Kengo Saito and Kazunari Uchida were newly elected as Directors. They assumed office, respectively.

Messrs. Ichiro Sakai and Kazunari Uchida are outside Directors.

Proposition No. 2: Election of two Corporate Auditors

The proposition was approved and adopted in all respects as proposed. Mr. Haruo Fuse and Ms. Emiko Takeishi were newly elected as Corporate Auditors. They assumed office, respectively.

Ms. Emiko Takeishi is outside Corporate Auditor.

Proposition No. 3: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥57,520,000 as Directors' bonuses be paid to 11 Directors, excluding outside Director, in office as at the end of the fiscal year 2014 in consideration of the operating results and other factors for the year and that the determination of the actual amounts for the respective Directors be left to the Board of Directors.

- E N D -

It is hereby notified that by resolution of the Board of Corporate Auditors after the close of this Ordinary General Meeting of Shareholders, Messrs. Jiro Ichise, Haruo Fuse and Shunichiro Ishiguro were elected as full-time Corporate Auditors and assumed office, respectively.