

# Kewpie Corporation

1-4-13 Shibuya, Shibuya-ku, Tokyo 150-0002, Japan Tel:03-3486-3331



(Translation)

Securities Code of Japan: 2809  
February 27, 2020

To the Shareholders:

## **Notice of Resolutions of the 107th Ordinary General Meeting of Shareholders**

Please take notice that at the 107th Ordinary General Meeting of Shareholders of the Company held today, reports were made and resolutions were adopted as described below.

Yours very truly,

Osamu Chonan  
Representative Director  
President and Chief Executive  
Corporate Officer

Kewpie Corporation  
4-13, Shibuya 1-chome,  
Shibuya-ku, Tokyo

### Description

Matters reported:

1. Report on the Business Report and Consolidated Financial Statements for the fiscal year 2019 (from December 1, 2018 to November 30, 2019) 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 2019 (from December 1, 2018 to November 30, 2019)

Report was made on the above documents.

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Matters resolved upon:

Proposition No. 1: Election of eleven (11) Directors

The proposition was approved and adopted in all respects as proposed. Messrs. Amane Nakashima, Osamu Chonan, Kengo Saito, Tadaaki Katsuyama, Nobuo Inoue, Seiya Sato, Yoshinori Hamachiyo, Minoru Himeno, Masato Shinohara, Kazunari Uchida and Ms. Shihoko Urushi, 11 in all, were reelected as Directors. They assumed office, respectively.

Mr. Kazunari Uchida and Ms. Shihoko Urushi are outside Directors.

Proposition No. 2: Election of one (1) Corporate Auditor

The proposition was approved and adopted in all respects as proposed. Ms. Mika Kumahira was newly elected as Corporate Auditor and assumed office.

Ms. Mika Kumahira is outside Corporate Auditor.

Proposition No. 3: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥84,840 thousand as Directors' bonuses be paid to nine (9) Directors, excluding outside Directors, in office as at the end of the fiscal year 2019 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.

Proposition No. 4: Continuation of the Defense Plan Against Large Purchase Actions of the Shares of the Company (Takeover Defense Plan)

The proposition was approved and adopted in all respects as proposed.

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It is hereby notified that by resolution of the Board of Directors after the close of this Ordinary General Meeting of Shareholders, Mr. Osamu Chonan was elected as Representative Director and assumed office.

It is also notified that by resolution of the Board of Corporate Auditors after the close of this Ordinary General Meeting of Shareholders, Messrs. Kiyotaka Yokokoji and Norimitsu Yamagata were elected as full-time Corporate Auditors and assumed office, respectively.