

# Kewpie Corporation

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



(Translation)

Security Code of Japan: 2809  
February 25, 2014

To the Shareholders:

## NOTICE OF RESOLUTIONS OF THE 101ST ORDINARY GENERAL MEETING OF SHAREHOLDERS

Please take notice that at the 101st 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 101st fiscal year (from December 1, 2012 to November 30, 2013) 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 101st fiscal year (from December 1, 2012 to November 30, 2013)

Report was made on the above documents.

# Kewpie Corporation

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



Matters resolved upon:

Proposition No. 1: Election of 12 Directors

The proposition was approved and adopted in all respects as proposed. Messrs. Minesaburo Miyake, Amane Nakashima, Tadaaki Katsuyama, Yoshiaki Wada, Shigehiro Suda, Shigeki Takemura, Nobuo Inoue, Masafumi Furutachi, Nobutaka Goto and Toru Hyodo, 10 in all, were reelected as Directors and Messrs. Osamu Chonan and Ichiro Sakai were newly elected as Directors. They assumed office, respectively.

Mr. Ichiro Sakai is outside Director.

Proposition No. 2: Election of two Corporate Auditors

The proposition was approved and adopted in all respects as proposed. Messrs. Jiro Ichise and Haruo Kasama were newly elected as Corporate Auditors. They assumed office, respectively.

Mr. Haruo Kasama is outside Corporate Auditor.

Proposition No. 3: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥69,680,000 as Directors' bonuses be paid to 13 Directors in office as at the end of the fiscal year under review 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 as proposed.

- E N D -

It is hereby notified that as of February 25, 2014 (however, after the close of this Ordinary General Meeting of Shareholders), Executive Managing Director Amane Nakashima assumed the office of Senior Executive Managing Director and Directors Masafumi Furutachi and Toru Hyodo assumed the office of Executive Managing Director, respectively.

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