

# Kewpie Corporation

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



(Translation)

Securities Code of Japan: 2809  
February 26, 2016

To the Shareholders:

## **Notice of Resolutions of the 103rd Ordinary General Meeting of Shareholders**

Please take notice that at the 103rd 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  
Representative Director  
President and Chief Executive 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 2015 (from December 1, 2014 to November 30, 2015) 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 2015 (from December 1, 2014 to November 30, 2015)

Report was made on the above documents.

# Kewpie Corporation

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



Matters resolved upon:

Proposition No. 1: Partial amendments to the Articles of Incorporation

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

Proposition No. 2: 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, Osamu Chonan, Kengo Saito and Kazunari Uchida, 11 in all, were reelected as Directors and Mr. Yoshinori Hemmi and Ms. Shihoko Urushi were newly elected as Directors. They assumed office, respectively.

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

Proposition No. 3: Election of one Corporate Auditor

The proposition was approved and adopted in all respects as proposed. Mr. Sumio Tarui was newly elected as Corporate Auditor. He assumed office.

Mr. Sumio Tarui is outside Corporate Auditor.

Proposition No. 4: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥75,550,000 as Directors' bonuses be paid to 11 Directors, excluding outside Director, in office as at the end of the fiscal year 2015 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 Directors after the close of this Ordinary General Meeting of Shareholders, Messrs. Minesaburo Miyake and Masafumi Furutachi were elected as Representative Directors and assumed office, 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. Jiro Ichise and Haruo Fuse were elected as full-time Corporate Auditors and assumed office, respectively.