

Kewpie Corporation

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



(Translation)

Securities Code of Japan: 2809
February 27, 2018

To the Shareholders:

Notice of Resolutions of the 105th Ordinary General Meeting of Shareholders

Please take notice that at the 105th 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 2017 (from December 1, 2016 to November 30, 2017) and the results of audit of the consolidated financial statements by the account auditors and the Audit & Supervisory Board

Report was made on the above documents.

2. Report on the non-consolidated financial statements for the fiscal year 2017 (from December 1, 2016 to November 30, 2017)

Report was made on the above documents.

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Matters resolved upon:

Proposition No. 1: Election of 11 Directors

The proposition was approved and adopted in all respects as proposed. Messrs. Amane Nakashima, Osamu Chonan, Masafumi Furutachi, Tadaaki Katsuyama, Nobuo Inoue, Kengo Saito, Yoshinori Henmi, Seiya Sato, Yoshinori Hamachiyo, 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 three Audit & Supervisory Board Members

The proposition was approved and adopted in all respects as proposed. Messrs. Kiyotaka Yokokoji, Kazuyoshi Tsunoda and Kazumine Terawaki, three in all, were newly elected as Audit & Supervisory Board Members. They assumed office, respectively.

Messrs. Kazuyoshi Tsunoda and Kazumine Terawaki are outside Audit & Supervisory Board Members.

Proposition No. 3: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥62,320,000 as Directors' bonuses be paid to 10 Directors, excluding outside Director, in office as at the end of the fiscal year 2017 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.

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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, Messrs. Osamu Chonan and Masafumi Furutachi were elected as Representative Directors and assumed office, respectively.

It is also notified that by resolution of the Audit & Supervisory Board after the close of this Ordinary General Meeting of Shareholders, Messrs. Haruo Fuse and Kiyotaka Yokokoji were elected as full-time Audit & Supervisory Board Members and assumed office, respectively.