March 24, 2014 For General Release Kagome Co., Ltd. Representative: Naoyuki Terada, President (Securities Code 2811, First Section, Tokyo and Nagoya Stock Exchanges) Inquiries: Tomoko Sone, General Manager, IR Department, Corporate Communications Division Tel.: +81-(0)3-5623- 8501

## Notice of Appointment of Outside Directors

At a meeting of its Board of Directors held on March 20, Kagome Co., Ltd. (Kagome) passed a resolution in favor of the following outside director appointments. The resolution will be formalized upon approval by the 70th Regular General Meeting of Shareholders to be held on June 18, 2014.

In line with Kagome's corporate philosophy of "Corporate Openness," Kagome has positioned "achievement of management transparency," "clarification of management responsibilities," "promotion of swift decision making" and "strengthening of management oversight functions" as the pillars of its corporate governance.

In the Next 50 Mid-term Management Plan started in FY2013, Kagome introduced a stock option system for directors along with the establishment of a Remuneration Committee composed of external personnel with the aim of strengthening Kagome's governance from outside the company, and ensuring the transparency and adequacy of director compensation. Kagome also appointed outside experts for quality assurance in hopes of ensuring objectivity.

Moreover, as part of its "Kagome Fan" shareholder policy beginning in FY2001, Kagome has been working steadfastly to expand the number of individuals among its shareholders, which stand at 194,060 as of September 30, 2013, most of whom are individuals. The system in place enables a highly transparent management under the watchful eyes of a great many individual shareholders.

With the appointment of three outside directors, Kagome will further strengthen the governance framework it has built over many years and leverage the knowledge they possess to maximize management effectiveness. By appointing an outside director to tackle the issues of each of the three important themes of our Next 50 Mid-term Management Plan, namely nurture Kagome into a global brand, diversify human resources and develop our new value proposal initiative "Tomato Discoveries," Kagome is working toward the attainment the Next 50 Mid-term Management Plan targets.

1. Outside director candidate names, career histories and reasons for appointment

Seiichi Kondo (born March 24, 1946)

Director, Kondo Institute for Culture & Diplomacy, Ambassador, Special Envoy for UN. Affairs

Career History

- 1972 Entered the Ministry of Foreign Affairs, Japan
- 1975 Overseas Public Relations Division, Ministry of Foreign Affairs
- 1988 Director, International Press Division, Ministry of Foreign Affairs
- 1999 Deputy Secretary-General, Organization for Economic Co-operation and Development 2003 Director-General, Cultural Affairs Department, Ministry of Foreign Affairs
- 2008 Japan Representative (Observer), UNESCO World Heritage Committee

Ambassador Extraordinary and Plenipotentiary to Denmark

2010 Commissioner, Agency for Cultural Affairs

2013 Retired from the AgencyReasons for Appointment

The global tomato business of the Kagome Group is extremely unique in the world as it boasts vertically integrated tomato resources from production, primary and secondary processing and sales. Leveraging these strengths, Kagome aims to become the world's one-stop provider of tomatoes comprehensively supplying tomato products and services on a global basis. Kagome will promote the expansion of its overseas business utilizing Mr. Kondo's abundant overseas experience at central government departments and agencies as well as knowledge of economics.

\*Please note that Mr. Kondo meets all the requirements for independent executive based on the rules of Tokyo Stock Exchange, Inc., to which a notice of his appointment will be filed.

Takayuki Hashimoto (born July 9, 1954)

Chairman, IBM Japan, Ltd.

Career History

- 1978 Entered IBM Japan, Ltd.
- Branch Office Manager No.2, Tokyo MetroIBM Japan General Business Company, Ltd..
- 2000 Vice President, Small & Medium Business, Japan
- 2003 Vice President, Business Partner & Personal Computing & System Group
- 2007 General Manager, Global Technology Services, Japan
- 2008 General Manager, Sales
- 2009 General Manager, IBM Japan
- 2012 Chairman

Reasons for Appointment

The Kagome Group aims to be evaluated and treated based on global standards in accordance with the weight of its tasks and responsibilities fully understanding its own human resources and operations for the purpose of optimizing its greatest management resource, people, on a global scale. IBM, a global business operator, hires people from all over the world and leads in human resource diversity based on a consistent concept. Leveraging Mr. Hashimoto's knowledge on diversity, a new global personnel system will be designed and implemented that will make our organization strong in the face of change through the diversification of human resources and work methods and enable the optimal distribution of diverse human resources.

\*Please note that Mr. Hashimoto meets all the requirements for independent executive based on the rules of Tokyo Stock Exchange, Inc., to which a notice of his appointment will be filed.

## Miyo Myoseki (born March 24, 1980)

Representative Director & President, Marutomo Co., Ltd.

Career History

2004 Entered Marutomo Co., Ltd.

2010 Managing Director, Marutomo Co., Ltd.

2011 Representative Director & President, Marutomo Co., Ltd.

Reasons for Appointment

Kagome promotes "Tomato Discoveries" initiatives geared toward making customers newly discover or rediscover the deliciousness and fun of tomatoes using the glutamic acid in tomatoes to propose various menu items based on Western-style broths. Marutomo makes bonito flakes, among other products, developed using natural aquatic resources. The inosinic acid found in bonito is the basis for Japanese broths and a very familiar ingredient for Japanese people. As Japanese traditional food culture gains global popularity, we will leverage the natural taste-generating properties of bonito and tomatoes and advance product development and research, propose new value to our customers worldwide including Japanese foods that cannot be prepared with tomatoes alone, and further promote our global "Tomato Discoveries" initiatives. Ms. Myoseki will be the first woman to hold the position of director at Kagome.