

(Security code: 2811)  
March 27, 2020

To All Shareholders

KAGOME Co., Ltd.  
14-15 Nishiki 3-Chome Nakaku, Nagoya  
Satoshi Yamaguchi  
President and Representative Director

### **Notice of Resolutions Approved at the 76th Annual General Meeting of Shareholders**

The following matters were reported and the following proposals were approved today at the 76th Annual General Meeting of Shareholders.

#### **Matters reported**

1. The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the 76th Fiscal Year (January 1, 2019 – December 31, 2019)
2. Results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee  
This information was reported to shareholders.

#### **Proposals**

- Proposal 1: Election of eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members)  
This proposal was approved with no revisions. Naoyuki Terada, Satoshi Yamaguchi, Yoshihide Watanabe, Katsuyuki Miwa, Hirohisa Kobayashi and Takayuki Hashimoto were elected directors other than Audit and Supervisory Committee members
- Proposal 2: Election of three (3) Directors who are Audit and Supervisory Committee Members  
This proposal was approved with no revisions. Hirohito Kodama, Tatsuya Endo and Asako Yamagami were elected directors who are Audit and Supervisory Committee members.
- Proposal 3: Election of one (1) Substitute Director who is an Audit and Supervisory Committee Member  
This proposal was approved with no revisions. Morihiro Murata was elected an alternate director who is an Audit and Supervisory Committee member.
- Proposal 4: Determination of the Amount and Details of Share Remuneration for Directors  
This proposal was approved with no revisions.
- Proposal 5: Disposition of Treasury Stock by Way of Third-Party Allotment to Support the Kagome Mirai Yasai Foundation  
This proposal was approved with no revisions.

## Directors and Audit and Supervisory Committee Members

### 1. Selection of Representative Director and full-time Audit and Supervisory Committee Member and composition of the Board of Directors

At the meeting of the Board of Directors held after the conclusion of the shareholders meeting, the directors selected a Representative Director and a full-time Audit and Supervisory Committee Member. The composition of the Board of Directors is as follows.

#### 1-1: Directors (excluding Directors who are Audit and Supervisory Committee Members)

Director and Chairman	Naoyuki Terada
Representative Director and President	Satoshi Yamaguchi
Director and Senior Managing Executive Officer	Yoshihide Watanabe
Director and Senior Managing Executive Officer	Katsuyuki Miwa
Director and Managing Executive Officer	Hirohisa Kobayashi
Director	Takayuki Hashimoto
Director	Hidemi Sato
Director	Kumi Arakane

Takayuki Hashimoto, Hidemi Sato and Kumi Arakane are Outside Directors as prescribed by the Companies Act.

Takayuki Hashimoto, Hidemi Sato and Kumi Arakane fulfill the conditions established by the Tokyo Stock Exchange for independent officers that the exchange requires companies to have in order to protect the interests of ordinary shareholders. Independent director notices for these individuals have been submitted to the Tokyo Stock Exchange.

#### 1-2: Directors (Audit and Supervisory Committee Members)

Director, Full-time Audit and Supervisory Committee Member	Hirohito Kodama
Director	Tatsuya Endo
Director	Asako Yamagami

Tatsuya Endo and Asako Yamagami are Outside Directors as prescribed by the Companies Act.

Tatsuya Endo and Asako Yamagami fulfill the conditions established by the Tokyo Stock Exchange for independent officers that the exchange requires companies to have in order to protect the interests of ordinary shareholders. Independent director notices for these individuals have been submitted to the Tokyo Stock Exchange.