

(Notes)

1. This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.
2. “Company Auditor(s)” and “The Board of Company Auditors” described herein mean “Kansayaku” and “Kansayaku-kai” stipulated in Japanese Companies Act respectively. Just for your reference, Japan Audit & Supervisory Board Members Association recommends to describe “Kansayaku” and “Kansayaku-kai” as “Audit & Supervisory Board Member(s)” and “Audit & Supervisory Board” in English respectively.

March 28, 2013

To Our Shareholders:

Notice of Resolutions of the 174th Annual General Meeting of Shareholders

Dear Shareholders:

Please take notice that at the 174th Annual General Meeting of Shareholders of the Company held this day, reports were made and resolutions were adopted as described below.

Yours very truly,

Senji Miyake
Representative Director and President

Kirin Holdings Company, Limited
10-1, Shinkawa 2-chome,
Chuo-ku, Tokyo

Description

Matters reported:

- 1) Report on the business report, the consolidated financial statements and the results of the audit of the consolidated financial statements by the Independent Auditors and the Board of Company Auditors for the 174th fiscal year (from January 1, 2012 to December 31, 2012).

The particulars of the above business report, consolidated financial statements, and results of the audit of the consolidated financial statements were reported.

- 2) Report on the financial statements for the 174th fiscal year (from January 1, 2012 to December 31, 2012).

The particulars of the above financial statements were reported.

Matters resolved:

Proposition No. 1: Appropriation of surplus

The proposition was approved and adopted as proposed. It was decided to pay a dividend of ¥15.50 per share (amounting to ¥29.0 per annum, together with an interim dividend of ¥13.50 per share).

Proposition No. 2: Partial Amendments to the Articles of Incorporation

The proposition was approved and adopted as proposed. In order to enhance mutual cooperation among Group companies and realize effective and efficient organizational operation, the Company relocates its head office and centralizes headquarters functions of the Company and the Japan integrated beverage business company, etc. To this end, the Company made a partial amendment to the Articles of Incorporation as follows. Furthermore, a supplementary provision was added to set the effective date of this amendment on May 10, 2013, which is the same date as the relocation date of the head office.

(Amended text is shown underlined.)

Before Amendment	After Amendment
Article 3. The Company shall have its head office in <u>Chuo-ku</u> , Tokyo. (Newly established)	Article 3. The Company shall have its head office in <u>Nakano-ku</u> , Tokyo. Supplementary Provision <u>Amendment to Article 3 shall become effective as of May 10, 2013 and this supplementary provision shall be deleted on the same date.</u>

Proposition No. 3: Election of eight (8) Directors

The proposition was approved and adopted as proposed. Messrs. Senji Miyake, Hirotake Kobayashi, Hajime Nakajima, Masahito Suzuki, Keisuke Nishimura, Shigemitsu Miki and Toshio Arima, seven (7) in all, were re-elected as Directors and Mr. Toru Suzuki was newly elected as a Director, and each of them assumed office. Messrs. Shigemitsu Miki and Toshio Arima are outside Directors.

Proposition No. 4: Payment of bonuses to Directors and Company Auditors

The proposition was approved and adopted as proposed. It was decided to pay bonuses of ¥176.14 million in total to nine (9) Directors who held office as of the end of the fiscal year under review (of which, bonuses to two (2) outside Directors are ¥2.0 million) and bonuses of ¥16.10 million in total to five (5) Company Auditors who held office as of the end of the fiscal year under review (of which, bonuses to three (3) outside Company Auditors are ¥3.0 million).

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It is to be added that, at the Board of Directors Meeting held following the close of the Annual General Meeting of Shareholders, Messrs. Senji Miyake, Hirotake Kobayashi and Hajime Nakajima, three (3) in all, were appointed as Representative Directors, and each of them assumed office.

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