

(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 Japanese original shall prevail.
2. “Audit & Supervisory Board Member(s)” and “Audit & Supervisory Board” described herein mean “Kansayaku” and “Kansayaku-kai” stipulated in the Japanese Companies Act, respectively.

March 28, 2025

To: Our Shareholders

Notice of Resolutions of the 186th Ordinary General Meeting of Shareholders

Kirin Holdings Company, Limited hereby informs you of the reports made and resolutions reached at the 186th Ordinary General Meeting of Shareholders of the Company held this day.

Yours truly,

Takeshi Minakata
Representative Director of the Board,
President & COO

Kirin Holdings Company, Limited
10-2, Nakano 4-chome,
Nakano-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 Accounting Auditor and the Audit & Supervisory Board for the 186th fiscal year (January 1, 2024 to December 31, 2024).

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 186th fiscal year (January 1, 2024 to December 31, 2024).

The particulars of the above financial statements were reported.

Matters resolved:

Proposal No. 1: Appropriation of surplus

The proposal was approved and adopted as proposed. It was decided to pay a year-end dividend of ¥35.50 per share. Combined with the interim dividend of ¥35.50 per share, the annual dividend for this fiscal year amounts to ¥71.0 per share.

Proposal No. 2: Election of twelve (12) Directors of the Board

The proposal was approved and adopted as proposed. Mr. Yoshinori Isozaki, Mr. Takeshi Minakata, Ms. Junko Tsuboi, Mr. Toru Yoshimura, Mr. Shinjiro Akieda, Mr. Hiroyuki Yanagi, Ms. Noriko Shiono, Mr. Rod Eddington, Mr. Shinya Katanozaka, and Ms. Yoshiko Ando were re-elected as Directors of the Board, and Mr. Shingo Konomoto and Ms. Naoko Mikami were newly elected as Directors of the Board, and each of them assumed office. Mr. Hiroyuki Yanagi, Ms. Noriko Shiono, Mr. Rod Eddington, Mr. Shinya Katanozaka, Ms. Yoshiko Ando, Mr. Shingo Konomoto, and Ms. Naoko Mikami are Non-executive Directors.

Proposal No. 3: Partial revision to the framework of remuneration to Eligible Directors and Officers relating to the Trust-type Stock Compensation Plan

The proposal was approved and adopted as proposed. Regarding the Trust-type Stock Compensation Plan for Eligible Directors and Officers who are residents in Japan, it was decided to discontinue the performance share unit linking to the level of achievement of performance for a single fiscal year and to revise the framework to be comprised of the restricted share unit without performance requirements and the performance share unit linking to the level of achievement of performance under the three-year rolling business plan.

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Following the close of the Ordinary General Meeting of Shareholders, a Board Meeting was held, at which Mr. Yoshinori Isozaki was appointed as Representative Director of the Board & CEO (Chief Executive Officer) and Mr. Takeshi Minakata was appointed as Representative Director of the Board, President & COO (Chief Operating Officer), and both of them assumed office.

At the Audit & Supervisory Board Meeting held on the same day, Mr. Shobu Nishitani and Mr. Toru Ishikura, two (2) in all, were appointed as Standing Audit & Supervisory Board Members, and both of them assumed office.

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