

This Notice of Resolutions is a translation of the original; “Teiji Kabunushisoukai Ketsugigotsuchi” written in Japanese, for convenience purposes only, and in the event of any discrepancy, the original in Japanese shall prevail.

Securities Code: 4114

June 21, 2022

To Our Shareholders

Kazuhiro Noda
President and Representative
Member of the Board
Nippon Shokubai Co., Ltd.
4-1-1 Koraibashi, Chuo-ku, Osaka

Notice of Resolutions Adopted at The 110th Ordinary General Meeting of Shareholders

The reports made and resolutions adopted at the 110th Ordinary General Meeting of Shareholders of NIPPON SHOKUBAI CO., LTD. (the “Company”) are as follows:

【Matters Reported】

The following matters have been reported:

1. Business report, and reports on consolidated and non-consolidated financial statements for the 110th term (from April 1, 2021 to March 31, 2022)
2. Report on results of the audits conducted by the accounting auditor and the board of corporate auditors with respect to the consolidated financial statements for the 110th term

【Matters Resolved】

1st Agenda: Appropriation of retained earnings

The shareholders resolved to approve the agenda proposed, and it was determined that the year-end dividend shall be ¥100 per share for the fiscal year ended March 31, 2022.

2nd Agenda: Partial Amendments to the Articles of Incorporation

The shareholders resolved to approve the agenda as proposed.

3rd Agenda: Election of Nine (9) Members of the Board

The shareholders elected the following nine (9) Members of the Board as proposed, who then assumed office:

Messrs. Yujiro Goto, Jiro Iriguchi, Kazuhiro Noda, Kuniaki Takagi, Masahiro Watanabe, Yasutaka Sumida, Shinji Hasebe, Tetsuo Setoguchi and Miyuki Sakurai were elected.

4th Agenda: Election of One (1) Statutory Corporate Auditor

The shareholders elected the following Statutory Corporate Auditor as proposed, who then assumed office:

Mr. Takashi Kobayashi was newly elected.

5th Agenda: Bonuses for Officers for the 110th Term

The shareholders resolved to approve the agenda as proposed, and it was determined that the Company pays a total of 150 million yen as bonuses to six (6) Members of the Board (excluding Outside Members of the Board)

6th Agenda: Revision of the Amount of Remuneration for Members of the Board

The shareholders resolved to approve the agenda as proposed, and it was determined that the Company revises the amount of remuneration for Members of the Board to not more than 550 million yen per year (including not more than 75 million yen per year for Outside Members of the Board).

7th Agenda: Determination of Amounts and Details of Performance-linked Stock Compensation Plan for Members of the Board

The shareholders resolved to approve the agenda as proposed, and it was determined that the Company introduces a new “Performance-linked Stock Compensation Plan” for Members of the Board (excluding Outside Members of the Board and non-residents in Japan).

8th Agenda: Revision of the Amount of Remuneration for Statutory Corporate Auditors

The shareholders resolved to approve the agenda as proposed, and it was determined that the Company revises the amount of remuneration for Statutory Corporate Auditors to not more than 100 million yen per year.

End

In addition, at the Board meeting held after the closing of this ordinary general meeting of shareholders, Mr. Yujiro Goto was elected as Member of the Board and Chairman, Mr. Kazuhiro Noda was elected as Representative Member of the Board, President & CEO, Mr. Jiro Iriguchi was elected as Representative Member of the Board and Senior Managing Executive Officer, Mr. Kuniaki Takagi, Mr. Masahiro Watanabe and Mr. Yasutaka Sumida were elected as Members of the Board and Managing Executive Officers, who then assumed office.