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Securities Code: 4186
March 27, 2020

To All Shareholders

Noriaki Taneichi
President and Representative Director
TOKYO OHKA KOGYO CO., LTD.
150 Nakamaruko, Nakahara-ku,
Kawasaki, Kanagawa, JAPAN

NOTICE OF RESOLUTION OF THE 90th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce that the matters outlined below were reported and resolved at the 90th Ordinary General Meeting of Shareholders of TOKYO OHKA KOGYO CO., LTD. (“the Company”) held today.

Matters reported: 1. **The Business Report and the Consolidated Financial Statements for the 90th fiscal year (from January 1, 2019 to December 31, 2019) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements**

The contents of the above Business Report, the contents of the Consolidated Financial Statements and results of audits thereof were reported.

2. **The Non-Consolidated Financial Statements for the 90th fiscal year (from January 1, 2019 to December 31, 2019)**

The contents of the above Non-Consolidated Financial Statements were reported.

Matters resolved:

Proposal No.1: Appropriation of Surplus

This matter was approved and resolved as originally proposed, and the year-end dividend was decided to be ¥60 per share.

Proposal No.2: Election of Nine Directors

This matter was approved and resolved as originally proposed. Messrs. Ikuo Akutsu, Noriaki Taneichi, Harutoshi Sato, Kunio Mizuki, Hiroshi Kurimoto, and Ms. Noriko Sekiguchi were reelected, Messrs. Yoichi Shibamura, Yuichi Murakami and Kazuo Ichiyangi were newly elected, and they all assumed the office of Director.

Proposal No.3: Election of One Corporate Auditor

This matter was approved and resolved as originally proposed. Mr. Nobuo Tokutake was newly elected and assumed the office of Corporate Auditor.

Proposal No.4: Revision of Remuneration Limit for Directors and Revision of Share-based Remuneration Plan for Directors (Excluding Outside Directors)

Shareholders approved and adopted the proposal, as originally proposed, thereby allowing the Company to set an upper limit on basic remuneration of ¥450 million annually (including remuneration for Outside Directors, which is subject to an upper limit of ¥50 million annually) and a limit on performance-linked bonuses of ¥220 million annually; and in place of the existing stock based compensation stock options and separately from the upper limit of the monetary remuneration described above, allowing the Company to set an upper limit on the amount per fiscal year of monetary remuneration claims and funds for tax payment provided to Directors (excluding Outside Directors) as remuneration, etc. related to the new “performance-linked share-based remuneration plan” to the equivalent to 58,000 shares multiplied by the stock price at the time of allotment, and set an upper limit on the amount per fiscal year of monetary remuneration claims provided in relation to the new “restricted shares remuneration plan” to ¥150 million annually (for each remuneration limit, the remuneration and bonuses for Directors include Officer portions payable to Directors concurrently serving as Officers).

The following is the organization of Directors, Corporate Auditors and Officers after the conclusion of this General Meeting of Shareholders:

[Directors and Corporate Auditors]

Chairman and Representative Director	Ikuo Akutsu
President and Representative Director	Noriaki Taneichi
Director	Harutoshi Sato
Director	Yoichi Shibamura
Director	Kunio Mizuki
Director	Yuichi Murakami
Director	Hiroshi Kurimoto
Director	Noriko Sekiguchi
Director	Kazuo Ichiyonagi
Standing Corporate Auditor	Nobuo Tokutake
Corporate Auditor	Kazumasa Fukada
Corporate Auditor	Koichiro Takahashi
Corporate Auditor	Nobuyuki Takeuchi

Notes: 1. Mr. Hiroshi Kurimoto, Ms. Noriko Sekiguchi and Mr. Kazuo Ichiyonagi are Outside Directors.
2. Messrs. Kazumasa Fukada, Koichiro Takahashi and Nobuyuki Takeuchi are Outside Corporate Auditors.

[Officers]

*Chief Executive Officer	Noriaki Taneichi
*Senior Executive Officer	Harutoshi Sato
*Senior Executive Officer	Yoichi Shibamura
Senior Executive Officer	Koichi Irino
*Executive Officer	Kunio Mizuki
Executive Officer	Kosuke Doi
*Officer	Yuichi Murakami
Officer	Tsukasa Honkawa
Officer	Naoki Watanabe
Officer	Gitae Kim
Officer	Yusuke Narumi
Officer	Hiroataka Yamamoto

Note: Officer with *mark also serves as Director.