

Kewpie Corporation

1-4-13 Shibuya, Shibuya-ku, Tokyo 150-0002, Japan Tel:03-3486-3331



(Translation)

February 23, 2010

To the Shareholders:

NOTICE OF RESOLUTIONS OF THE 97TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Please take notice that at the 97th Ordinary General Meeting of Shareholders of the Company held today, reports were made and resolutions were adopted as described below.

Yours very truly,

Yutaka Suzuki
President and
Representative Director

Kewpie Corporation
4-13, Shibuya 1-chome,
Shibuya-ku, Tokyo

Description

Matters reported:

1. Report on the business report and consolidated financial statements for the 97th fiscal year (from December 1, 2008 to November 30, 2009) and the results of audit of the consolidated financial statements by the account auditors and the Board of Corporate Auditors

Report was made on the above documents.

2. Report on the non-consolidated financial statements for the 97th fiscal year (from December 1, 2008 to November 30, 2009)

Report was made on the above documents.

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Matters resolved upon:

Proposition No.1: Amendment to the Articles of Incorporation

The proposition was approved and adopted in all respects as proposed.

The content of the amendment is as set forth below:

(The underlines show amendments)

Existing Articles of Incorporation	Proposed amendment
(Trade name) Article 1. The Company shall be called Kewpie Kabushiki Kaisha. In English it shall be called <u>Q.P. Corporation</u> .	(Trade name) Article 1. The Company shall be called Kewpie Kabushiki Kaisha. In English it shall be called <u>Kewpie Corporation</u> .

Proposition No.2: Election of 15 Directors

The proposition was approved and adopted in all respects as proposed. Messrs. Yutaka Suzuki, Amane Nakashima, Akio Okumura, Ietoki Shima, Mitsugu Endo, Minesaburo Miyake, Hidefumi Tachibana, Juro Sato, Hiroshi Yoshimura, Shigeki Takemura, Tadaaki Katsuyama, Yoshiaki Wada and Kuniaki Ishikawa, 13 in all, were re-elected as Directors and Messrs. Hideaki Nishio and Nobuo Inoue were newly elected as Directors. They assumed office, respectively.

Proposition No.3: Election of one Corporate Auditor

The proposition was approved and adopted in all respects as proposed. Mr. Ichiro Sakai was re-elected as Corporate Auditor, and assumed office.

Proposition No.4: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥66,300,000 as Directors' bonuses be paid to 14 Directors in office as at the end of the fiscal year under review in consideration of the business results and other factors for the year and that the determination of the actual amounts to be paid to each Director be left to the Board of Directors.

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It is hereby notified that as of February 23, 2010 (however, after the close of the Ordinary General Meeting of Shareholders), Executive Managing Director Mr. Akio Okumura assumed the office of Senior Executive Managing Director. Directors Messrs. Mitsugu Endo, Minesaburo Miyake and Juro Sato, three in all, assumed the office of Executive Managing Directors, respectively.