

Kewpie Corporation

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



(Translation)

February 23, 2011

To the Shareholders:

NOTICE OF RESOLUTIONS OF THE 98TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Please take notice that at the 98th Ordinary General Meeting of Shareholders of the Company held today, reports were made and resolutions were adopted as described below.

Yours very truly,

Minesaburo Miyake
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 98th fiscal year (from December 1, 2009 to November 30, 2010) and the results of audit of the consolidated financial statements by the account auditors and the Board of Corporate Auditors
2. Report on the non-consolidated financial statements for the 98th fiscal year (from December 1, 2009 to November 30, 2010)

Report was made on the above documents.

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Matters resolved upon:

Proposition No.1: Election of 14 Directors

The proposition was approved and adopted in all respects as proposed. Messrs. Akio Okumura, Amane Nakashima, Mitsugu Endo, Minesaburo Miyake, Juro Sato, Hidefumi Tachibana, Hiroshi Yoshimura, Shigeki Takemura, Tadaaki Katsuyama, Yoshiaki Wada, Hideaki Nishio and Nobuo Inoue, 12 in all, were reelected as Directors and Messrs. Shigehiro Suda and Masafumi Furutachi were newly elected as Directors. They assumed office, respectively.

Proposition No.2: Election of one Corporate Auditor

The proposition was approved and adopted in all respects as proposed. Mr. Hiroaki Kanzawa was elected as Corporate Auditor and assumed office.

Proposition No.3: Payment of bonuses to Directors

The proposition was approved and adopted as proposed that the aggregate of ¥80,100,000 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.

Proposition No. 4: Continuation of the defense plan against large purchase actions of the shares of the Company (takeover defense plan)

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

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It is hereby notified that as of February 23, 2011 (however, after the close of this Ordinary General Meeting of Shareholders), Executive Managing Director Mr. Minesaburo Miyake assumed the office of President and Representative Director and Director Mr. Hiroshi Yoshimura assumed the office of Executive Managing Director.

It is also notified that by resolution of the Board of Corporate Auditors after the close of this Ordinary General Meeting of Shareholders, Messrs. Norio Ikeda, Shunichiro Ishiguro and Hiroaki Kanzawa, three in all, were elected as full-time Corporate Auditors and assumed office, respectively.