

(Note: This is a translation of summary of the Japanese-Language Extraordinary Report. This is provided for the reference for foreign investors.)

## Extraordinary Report

### 1. Reason for Filing the Extraordinary Report

As the following matters were resolved at the 115th Annual General Meeting of Shareholders of Kao Corporation (the “Company”) held on March 26, 2021 (the “AGM”), the Company hereby files this Extraordinary Report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs.

### 2. Matters reported

(1) Date when the AGM was held: March 26, 2021

#### (2) Matters Resolved

PROPOSAL 1: Proposal for Appropriation of Retained Earnings

- 1) Matters concerning Assets to be Distributed to Shareholders and Aggregate Amount thereof  
70.00 yen per share of common share of the Company  
Aggregate amount of distribution: 33,721,773,960yen

- 2) Effective Date of Distribution of Retained Earnings  
March 29, 2021

PROPOSAL 2: Election of Eight (8) Members of the Board

To elect Michitaka Sawada, Yoshihiro Hasebe, Toshiaki Takeuchi, Tomoharu Matsuda, Sonosuke Kadonaga, Osamu Shinobe, Chiaki Mukai and Nobuhide Hayashi as members of the Board of Directors of the Company.

PROPOSAL 3: Election of Two (2) Audit & Supervisory Board Members

To elect Sadanao Kawashima and Hideki Amano as an Audit & Supervisory Board Members of the Company.

PROPOSAL 4: Partial revision of the Amount and other terms and conditions of performance shares, etc. For Directors, etc.

To revise the performance share plan for the members of the Board of Directors (excluding Outside Directors) and Executive Officers (hereinafter “Directors, etc.”) under which the Company’s shares and the amount of money equivalent to the converted value of such Company’s shares will be vested or paid to Directors, etc. depending on, among others, the level of achievement of performance targets in the mid-term plan, etc.

(3) Number of voting rights concerning the indication of “for”, “against” or “abstain” for each proposal, Requirements for approving the proposals, and voting results

The total number of the voting rights including those of the attendees:4,016,406

Proposals	For (Number of votes)	Against (Number of votes)	Abstain (Number of votes)	Approval Requirements	Results (Ratio of affirmative votes)
Proposal 1	3,967,737	1,077	1,471	*1	Approved (98.79%)
Proposal 2				*2	
Michitaka Sawada	3,927,631	40,778	1,876		Approved (97.79%)
Yoshihiro Hasebe	3,932,524	35,883	1,876		Approved (97.91%)
Toshiaki Takeuchi	3,934,703	33,706	1,876		Approved (97.97%)
Tomoharu Matsuda	3,934,734	33,675	1,876		Approved (97.97%)
Sonosuke Kadonaga	3,954,365	14,044	1,876		Approved (98.46%)
Osamu Shinobe	3,961,946	6,463	1,876		Approved (98.64%)
Chiaki Mukai	3,945,832	22,577	1,876		Approved (98.24%)
Nobuhide Hayashi	3,818,333	150,072	1,876		Approved (95.07%)
Proposal 3				*2	
Sadanao Kawashima	3,906,989	61,819	1,471		Approved (97.28%)
Hideki Amano	3,957,632	11,180	1,471		Approved (98.54%)
Proposal 4	3,926,179	42,639	1,471	*1	Approved (97.75%)

Approval requirements for each proposal are as follows:

\*1 The resolution shall be adopted by an affirmative vote of a majority of the votes of the shareholders present with exercisable voting rights.

\*2 The resolution shall be adopted by an affirmative vote of a majority of the votes of the shareholders present, who hold one-third or more of the total number of voting rights of all the shareholders with exercisable voting rights.

(4) Reason why a portion of the voting rights exercised by the shareholders present at the AGM was not added to the number of voting rights

The approval requirements for each proposal were met by the votes exercised prior to the AGM and the confirmed votes of the attendees who voted “for”, “against” or “abstain” at the AGM, and the resolutions were thereby enacted lawfully under the Companies Act. Therefore, the remaining unconfirmed votes of the attendees were not added.