

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

Extraordinary Report

1. Reason for Filing the Extraordinary Report

As the following matters were resolved at the 119th Annual General Meeting of Shareholders of Kao Corporation (the “Company”) held on March 21, 2025 (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 21, 2025

(2) Matters Resolved

< Company Proposal >

PROPOSAL 1: Proposal for Appropriation of Retained Earnings

1) Matters concerning Assets to be Distributed to Shareholders and Aggregate Amount thereof
76.00 yen per share of common share of the Company
Aggregate amount of distribution: 35,401,615,632yen

2) Effective Date of Distribution of Retained Earnings
March 24, 2025

PROPOSAL 2: Election of Nine (9) Members of the Board of Directors

To elect Yoshihiro Hasebe, Masakazu Negoro, Toru Nishiguchi, Lisa MacCallum, Osamu Shinobe, Eriko Sakurai, Takaaki Nishii, Makoto Takashima and Sarah L. Casanova as members of the Board of Directors of the Company.

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

To elect Mami Murata and Junya Naito as an Audit & Supervisory Board Members of the Company.

< Shareholder Proposal >

PROPOSAL 4: Appointment of five Outside Directors

PROPOSAL 5: Revision of Compensation for Outside Directors

PROPOSAL 6: Grant of Restricted Stock Units (RSU) for Outside Directors

PROPOSAL 7: Approval of the Equity Compensation Plan for Directors (Excluding Outside Directors)

(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: 3,648,343

Proposals	For (Number of votes)	Against (Number of votes)	Abstain (Number of votes)	Approval Requirements	Results (Ratio of affirmative votes)
Proposal 1	3,427,261	208,529	1,756	*1	Approved (93.94%)
Proposal 2				*2	
Yoshihiro Hasebe	3,272,494	350,540	14,505		Approved (89.70%)
Masakazu Negoro	3,290,479	345,307	1,756		Approved (90.19%)
Toru Nishiguchi	3,327,884	307,902	1,756		Approved (91.22%)
Lisa MacCallum	3,315,410	320,376	1,756		Approved (90.87%)
Osamu Shinobe	3,350,738	285,051	1,756		Approved (91.84%)
Eriko Sakurai	3,352,704	283,086	1,756		Approved (91.90%)
Takaaki Nishii	3,354,179	281,610	1,756		Approved (91.94%)
Makoto Takashima	3,183,826	451,956	1,756		Approved (87.27%)
Sarah L. Casanova	3,412,142	223,647	1,756		Approved (93.53%)
Proposal 3				*2	
Mami Murata	3,333,732	302,059	1,756		Approved (91.38%)
Junya Naito	3,423,239	212,555	1,756		Approved (93.83%)
Proposal 4				*2	
Yannis Skoufalos	997,520	2,627,386	12,661		Disapproved (27.34%)
Martha Velando	880,136	2,744,769	12,661		Disapproved (24.12%)
Lanchi Venator	654,263	2,969,831	13,472		Disapproved (17.93%)
Hugh G. Dineen	410,344	3,213,753	13,477		Disapproved (11.25%)
Anja Lagodny	858,190	2,766,717	12,661		Disapproved (23.52%)
Proposal 5	1,056,485	2,570,059	11,027	*1	Disapproved (28.96%)
Proposal 6	1,065,034	2,560,691	11,838	*1	Disapproved (29.19%)
Proposal 7	883,763	2,736,323	17,477	*1	Disapproved (24.22%)

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

As the sum of the voting rights exercised up to the day prior to the AGM through the voting rights exercise form and by electronic means, along with the voting rights from shareholders present at the AGM whose intentions regarding approval, disapproval, or abstention for each agenda item were confirmed, clarified whether the resolutions were approved or disapproved, the portion of the voting rights concerning the confirmation of approval, disapproval, and abstentions from some shareholders present at the AGM was not included.