

(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 120th Annual General Meeting of Shareholders of Kao Corporation (the “Company”) held on March 26, 2026 (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, 2026

(2) Matters Resolved

PROPOSAL 1: Proposal for Appropriation of Retained Earnings

- 1) Matters concerning Assets to be Distributed to Shareholders and Aggregate Amount thereof
77.00 yen per share of common share of the Company
Aggregate amount of distribution: 34,926,531,717 yen

- 2) Effective Date of Distribution of Retained Earnings
March 27, 2026

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

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

PROPOSAL 3: Election of One (1) Audit & Supervisory Board Member

To elect Shuji Tamaki as an Audit & Supervisory Board Member of the Company.

PROPOSAL 4: Partial Revision of the Terms and Conditions of Performance Shares, etc. for Directors, etc.

With respect to the performance-based share incentive plan approved at the 111th Annual General Meeting of Shareholders held on March 21, 2017, the 115th Annual General Meeting of Shareholders held on March 26, 2021, and the 118th Annual General Meeting of Shareholders held on March 22, 2024, the Company proposes to implement the following amendment.

(Amendment)

The addition of outside directors to the scope of non-performance-based share remuneration (fixed portion), in addition to Inside Directors and Executive Officers.

PROPOSAL 5: Revision of Directors' Remuneration

To revise the maximum aggregate amount of remuneration, etc. for Directors to be set at an annual amount of 680 million yen (Of which an annual amount of 150 million yen shall be for Outside Directors. However, excluding salary amounts, etc. to be paid to Directors who also serve as employees of the Company for their service as employees).

(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: 3,544,754

Proposals	For (Number of votes)	Against (Number of votes)	Abstain (Number of votes)	Approval Requirements	Results (Ratio of affirmative votes)
Proposal 1	3,402,591	129,099	122	*1	Approved (95.99%)
Proposal 2				*2	
Yoshihiro Hasebe	3,246,302	285,393	142		Approved (91.58%)
Masakazu Negoro	3,251,094	280,602	142		Approved (91.71%)
Toru Nishiguchi	3,250,695	281,001	142		Approved (91.70%)
Lisa MacCallum	3,250,313	281,383	142		Approved (91.69%)
Eriko Sakurai	3,391,378	140,321	142		Approved (95.67%)
Takaaki Nishii	3,391,720	139,979	142		Approved (95.68%)
Makoto Takashima	3,283,386	248,311	142		Approved (92.63%)
Sarah L. Casanova	3,388,810	142,889	142		Approved (95.60%)
Shinji Okuyama	3,398,561	133,138	142		Approved (95.88%)
Proposal 3				*2	
Shuji Tamaki	3,400,830	130,898	122		Approved (95.94%)
Proposal 4	2,677,211	854,508	122	*1	Approved (75.53%)
Proposal 5	3,252,453	278,475	931	*1	Approved (91.75%)

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

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, the portion of the voting rights concerning the confirmation of approval, disapproval, and abstentions from some shareholders present at the AGM was not included.

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