

February 1, 2018

(Translation)

For Immediate Release

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Representative: Naoyuki Terada

Representative Director & President

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Stock Exchanges)

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## Notice of Partial Amendments to the Articles of Incorporation

KAGOME CO., LTD. (the "Company") hereby announces that a meeting of its Board of Directors held on February 1, 2018 decided to submit a proposal on "Partial Amendments to the Articles of Incorporation" to the 74th Annual General Meeting of Shareholders to be held on March 28, 2018. The details of the amendments are as follows.

#### 1. Reasons for amendments

- (i) In light of the current status of the business activities of the Company and its subsidiaries, it is proposed to add and correct corporate objectives in order to clarify the business contents and prepare for the diversification of business in the future (Article 2 of the Articles of Incorporation)
- (ii) In order to strengthen the corporate governance systems, it is proposed to delete the provisions concerning the advisor/counselor system and renumber the subsequent articles to reflect the decision to abolish the advisor/counselor system that was made with the aim of enhancing the management transparency and clarification of accountability. (Article 27 of the current Articles of Incorporation).

### 2. Details of amendments

The details of the amendments are shown in the attachment.

#### 3. Schedule of amendments

Annual General Meeting of Shareholders for amendments to the Articles of Incorporation:

March 28, 2018

Effective date of the amended Articles of Incorporation: March 28, 2018

# 2. Details of amendments

The details of the proposed amendments are as follows:

(Underlined parts are amended.)

Current Articles of Incorporation	Proposed amendments
Chapter 1. General Provisions	Chapter 1. General Provisions
(Purposes) Article 2 The purpose of the Company shall be to engage in the following businesses.  (1) – (4) < Omitted>  (5) Publication and sales of books related to cooking	(Purposes) Article 2 The purpose of the Company shall be to engage in the following businesses.  (1) – (4)
(6) Procurement, manufacturing and sales of sports goods, tableware, interior ornaments, clothing goods, and health and beauty goods	(6) Procurement, manufacturing and sales of sports goods, tableware, interior ornaments, clothing goods, health and beauty goods, and educational material
(7) Procurement, manufacturing and sales of agricultural machinery and equipment, agrochemicals, feedstuff, fertilizer and other agricultural materials; and educational material	(7) Procurement, production and sales of agricultural machinery and equipment, agrochemicals, feedstuff, fertilizer and other agricultural materials; and agricultural consulting service
(8) – (11) < Omitted>	$\frac{303 + 305}{(8) - (11)}$ < Unchanged>
<new></new>	(12) Sales of the outcome of investigation, research and development concerning technologies in the food industry, ensuring health and safety, and ensuring quality; and contracted services on investigation, research and analysis/evaluation
<new></new>	(13) Business process outsourcing business; and business related to business process supporting
<new></new>	(14) Development and sales of software; and services related to telecommunications, data processing and information provision (15) Operation of and operation assistance for
(12) Other businesses incidental or relating to any of the foregoing items	child-rearing and child-nursing facilities  (16) Other businesses incidental or relating to any of the foregoing items
Chapter 4. Directors and Board of Directors	Chapter 4. Directors and Board of Directors
(Adviser and Counselor)	<deleted></deleted>
Article 27 The Company may appoint Adviser(s) and Counselor(s) based on resolution by the Board of Directors.	
$\overline{\text{Article } \underline{28}} - \underline{37} \qquad <\text{Omitted}>$	Article <u>27 – 36</u> <unchanged></unchanged>