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Securities Code: 4540

June 29, 2022

To Our Shareholders:

Terukazu Kato
President, Representative Director and CEO
TSUMURA & CO.
17-11 Akasaka 2-chome, Minato-ku, Tokyo

Notice of Resolutions at the 86th Ordinary General Meeting of Shareholders

We are pleased to announce that the matters indicated below were reported and resolved at the 86th Ordinary General Meeting of Shareholders of TSUMURA & CO. (the “Company”) held today.

Matters reported

1. Business Report and Consolidated Financial Statements for the 86th fiscal year (from April 1, 2021 to March 31, 2022), and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-consolidated Financial Statements for the 86th fiscal year (from April 1, 2021 to March 31, 2022)

Both of the foregoing matters were duly reported to the shareholders present at the meeting.

Matters resolved

Proposal No. 1: Appropriation of Surplus

This proposal was approved as originally proposed.

(The year-end dividend was determined to be ¥32 per share.)

Proposal No. 2: Partial Amendments to the Articles of Incorporation

This proposal was approved as originally proposed.

Proposal No. 3: Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

As originally proposed, the six candidates, Mr. Terukazu Kato, Mr. Kei Sugii, Mr. Muneki Handa, Mr. Kenichi Matsui, Mr. Hiroshi Miyake and Mr. Tadashi Okada, were all elected as Directors, and assumed office respectively.

Proposal No. 4: Revision of Performance-Linked Stock Compensation Plan for Directors (Excluding Directors Who Are Audit and Supervisory Committee Members and Non-executive Directors) and Executive Officers Who Have Entered Into a Service Agreement With the Company

This proposal was approved as originally proposed.

Concerning the Payment of Dividends

In accordance with the resolution of this meeting, the amount of the year-end dividend was determined to be ¥32 per share for the 86th fiscal year.

1. Shareholders who have designated a bank account as their method of receiving payment are asked to refer to the enclosed “Statement of Payment of Year-End Dividends for the 86th Fiscal Year” and “Confirmation of Designated Account for the Payment of Dividends.”

Please contact the securities company where your account is held for information regarding the account used for payment of dividend, if you have selected the system of dividend allotment to securities company accounts in proportion to the number of shares held in accounts.

2. Shareholders who have not designated a bank account as their method of receiving payment are asked to take the enclosed “Receipt for Year-End Dividends for the 86th Fiscal Year” to a cashier’s window at the nearest Japan Post Bank office or post office to receive dividend payment during the payment period (from June 30, 2022 to July 29, 2022).
3. Shareholders who are to receive dividend payment by “Receipt for Year-End Dividends for the 86th Fiscal Year” will also find enclosed the “Statement of Payment of Year-End Dividends for the 86th Fiscal Year.” “Statement of Payment of Year-End Dividends for the 86th Fiscal Year” serves as your “Payment Notification Statement,” which is prepared based on the provisions of the Act on Special Measures Concerning Taxation.

Notice Concerning Discontinuance of Mailing the Notice of Resolution for Interim Dividend

With regard to the guidance concerning interim dividends, the Company had been sending postcards entitled “Notice Concerning Payment of Interim Dividend” to all shareholders in November until last year, but has abolished the sending of these postcards from this year. Going forward, in lieu of this postcard, shareholders will be informed via the Company’s website. Thank you for your understanding.

<The Company’s website>

<https://www.tsumura.co.jp>