

(Note) This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages from the translation.

[Cover page]

Document title: Extraordinary Securities Report

Place of filing: Director-General of the Kanto Local Finance Bureau

Filing date: March 22, 2019

Company name: 協和発酵キリン株式会社
(*Kyowa Hakko Kirin Kabushiki Kaisha*)

Company name in English: Kyowa Hakko Kirin Co., Ltd.

Title and name of representative: Masashi Miyamoto,
Executive Director of the Board, President and Chief Executive Officer

Address of registered head office: 1-6-1 Ohtemachi, Chiyoda-ku, Tokyo, Japan
(Above is the address registered as the location of the head office of the Company. Main business operations of the head office are conducted at the following “Nearest place of contact.”)

Telephone number: Not applicable

Name of contact person: Not applicable

Nearest place of contact: 1-9-2 Ohtemachi, Chiyoda-ku, Tokyo, Japan

Telephone number: +81-3-5205-7200

Name of contact person: Motohiko Kawaguchi,
Executive Officer, General Manager of Finance & Accounting Department

Place for public inspection: Tokyo Stock Exchange, Inc.
(2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo)

1. Reason for filing

At the 96th Ordinary General Meeting of Shareholders (the “**Meeting**”) of Kyowa Hakko Kirin Co., Ltd. (the “**Company**”) held on March 20, 2019, resolutions of matters to be resolved were made, and therefore, the Company files this Extraordinary Securities Report pursuant to the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item (ix)-2 of the Cabinet Office Order on Disclosure of Corporate Affairs.

2. Body of report

(1) Date of the General Meeting of Shareholders

March 20, 2019

(2) Details of the matters resolved

Proposal No. 1: Appropriation of surplus

Year-end dividend

(1) Type of dividend property:

Cash

(2) Allocation of dividend property and total amount thereof:

¥20 per share of the Company’s ordinary shares

Total amount: ¥10,948,818,100

(3) Effective date of dividends of surplus:

March 22, 2019

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

Amendments to the current Articles of Incorporation

(1) Change of trade name (amendment to Article 1)

(Effective date: July 1, 2019)

(2) Abolishment of senior managing directors and managing directors among directors of the Board with titles (amendment to Article 25), and abolishment of executive advisors (deletion of Article 27).

(Effective date: March 20, 2019)

Proposal No. 3: Election of eight (8) Directors of the Board

Election of Messrs. Nobuo Hanai, Masashi Miyamoto, Yutaka Osawa, Toshifumi Mikayama, Noriya Yokota, Kentaro Uryu, Akira Morita and Ms. Yuko Haga as Directors of the Board

Proposal No. 4: Election of one (1) Audit & Supervisory Board Member

Election of Mr. Keiji Kuwata as Audit & Supervisory Board Member

Proposal No. 5: Authorization for the Board of Directors to determine the offering terms (*boshu jiko*) of share acquisition rights (*shinkabu yoyakuken*) as share remuneration-type stock options

Authorization for the Board of Directors of the Company to determine the offering terms of share acquisition rights as share remuneration-type stock options for Directors of the Board (limited to executive Directors of the

Board), Executive Officers of the Company and certain Directors of the Board of the Company's subsidiaries

Proposal No. 6: Change in exercise period for certain share acquisition rights (share remuneration-type stock options)

Change in exercise period for certain share acquisition rights as share remuneration-type stock options

(3) Number of voting rights that were exercised as manifestation of intention of approval, disapproval or abstention for the matters resolved; requirements for adoption thereof; and resolution results thereof

Proposal	Approved	Disapproved	Abstained	Requirement for adoption	Resolution result (Approval rate)
Proposal No. 1	4,920,402	16,590	32	(Note 1)	Approved (99.66 %)
Proposal No. 2	4,934,851	2,141	32	(Note 3)	Approved (99.96 %)
Proposal No. 3				(Note 2)	
Nobuo Hanai	4,926,191	9,338	1,494		Approved (99.78 %)
Masashi Miyamoto	4,926,258	9,271	1,494		Approved (99.78 %)
Yutaka Osawa	4,924,185	11,344	1,494		Approved (99.74 %)
Toshifumi Mikayama	4,924,136	11,393	1,494		Approved (99.74 %)
Noriya Yokota	4,923,764	11,765	1,494		Approved (99.73 %)
Kentaro Uryu	4,935,734	1,258	32		Approved (99.97 %)
Akira Morita	4,935,513	1,479	32		Approved (99.97 %)
Yuko Haga	4,935,501	1,491	32		Approved (99.97 %)
Proposal No. 4				(Note 2)	
Keiji Kuwata	4,859,537	77,456	32		Approved (98.43 %)
Proposal No. 5	4,879,759	57,238	32	(Note 3)	Approved (98.84 %)
Proposal No. 6	4,904,226	32,772	32	(Note 3)	Approved (99.34 %)

- (Notes)
1. A majority of the voting rights of the shareholders who are present and entitled to exercise their voting rights are affirmative.
 2. Shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present, and a majority of the voting rights of these shareholders are affirmative.
 3. Shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present, and two thirds or more of the voting rights of these shareholders are affirmative.

(4) Reason why a portion of the number of the voting rights of the shareholders present at the Meeting was not included in the number of voting rights

The aggregate number of voting rights exercised by the date immediately before the date of the Meeting and voting rights of the shareholders present at the Meeting in person whose intention of approval or disapproval for each proposal was confirmed satisfied the requirement for adoption of each proposal, and the resolutions have been legally adopted pursuant to the Companies Act. Therefore, the number of voting rights of some of the shareholders present at the Meeting in person whose intention of approval, disapproval or abstention was not confirmed has not been included in the calculation.