

March 27, 2015

Company Name: Asahi Group Holdings, Ltd.  
President and Representative Director, CEO: Naoki Izumiya  
Securities Code: 2502  
Stock Exchanges: Tokyo (First Section)  
Contact: Public Relations Section, Asahi Group Holdings, Ltd.  
Phone: +81-3-5608-5126

## **Notice of Results of Exercise of Voting Rights at the 91st Annual General Meeting of Shareholders**

Asahi Group Holdings, Ltd. (the “Company”) announces the results of the exercise of voting rights at the 91st Annual General Meeting of Shareholders (the “Meeting”) held on March 26, 2015, as follows:

All agenda items were approved and resolved.

### 1. Items to be resolved:

#### Item 1: Appropriation of surplus

Year-end dividends

##### (1) Type of dividend asset

Cash

##### (2) Allocation of dividend assets to shareholders and total amount of allocation

¥23 per share of common stock

Total amount of payout: ¥10,639,841,400

##### (3) Effective date of dividend payment

March 27, 2015

#### Item 2: Election of nine ( 9 ) Directors

Naoki Izumiya, Katsuyuki Kawatsura, Shiro Ikeda, Katsutoshi Takahashi, Yoshihide Okuda, Akiyoshi Koji, Mariko Bando, Naoki Tanaka, and Ichiro Ito were re-elected as Directors.

#### Item 3: Election of two ( 2 ) Corporate Auditors

Akira Muto and Yumiko Waseda were newly elected as Corporate Auditors.

## 2. Status of voting rights

Number of Shareholders with voting rights:	92,602
Total number of voting rights held by the shareholders:	4,618,768

3. Number of voting rights concerning the indication of “for”, “against” or “abstain” for each item; Requirements for adoption; Results of resolutions

Items to Be Resolved	For	Against	Abstain	Ratio of favorable votes	Results
Item 1: Appropriation of surplus	3,761,360	766	4,632	99.86	Approved
Item 2: Election of nine (9) Directors					
Naoki Izumiya	3,741,771	20,351	4,632	99.34	Approved
Katsuyuki Kawatsura	3,728,483	16,948	21,322	98.98	Approved
Shiro Ikeda	3,726,672	18,759	21,322	98.94	Approved
Katsutoshi Takahashi	3,726,669	18,762	21,322	98.94	Approved
Yoshihide Okuda	3,726,654	18,777	21,322	98.94	Approved
Akiyoshi Koji	3,726,645	18,786	21,322	98.94	Approved
Mariko Bando	3,754,378	7,745	4,632	99.67	Approved
Naoki Tanaka	3,754,635	7,488	4,632	99.68	Approved
Ichiro Ito	3,614,380	147,743	4,632	95.96	Approved
Item 3: Election of two (2) Corporate Auditors					
Akira Muto	3,596,927	165,157	4,632	95.49	Approved
Yumiko Waseda	3,748,858	13,228	4,632	99.53	Approved

Notes:

The requirement for the adoption of each item is as follows:

• Item 1:

Approval of a majority of the voting rights of the shareholders present

• Item 2 and Item 3:

Approval at a general meeting of shareholders at which shareholders holding one-third (1/3) or more of voting rights of the shareholders entitled to vote shall be present, by a majority of the voting rights of the shareholders so present

4. Reason why a portion of the voting rights held by the shareholders present at the Meeting was not added to the number of voting rights

All proposals satisfied conditions for approval based on the number of voting rights collated of shareholders that were confirmed as indicating approval, both from votes cast in advance and from shareholders attending the Meeting. Therefore, the proposals were legally passed in terms of the Companies Act and consequently voting rights not confirmed the indication of “for”, “against” or “abstain” as to each item of some shareholders present at the Meeting was not added.