

March 27, 2014

Company Name: Asahi Group Holdings, Ltd.

President and Representative Director: Naoki Izumiya

Securities Code: 2502

Stock Exchanges: Tokyo (First Section)

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## **Notice of Results of Exercise of Voting Rights at the 90th Annual General Meeting of Shareholders**

Asahi Group Holdings, Ltd. (the “Company”) announces the results of the exercise of voting rights at the 90th Annual General Meeting of Shareholders (the “Meeting”) held on March 26, 2014, 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

¥21.5 per share of common stock

Total amount of payout: ¥9,938,015,972

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

March 27, 2014

#### 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 one ( 1 ) Corporate Auditor

Katsutoshi Saito was newly elected as Corporate Auditor.

2. Status of voting rights

Number of Shareholders with voting rights: 93,422

Total number of voting rights held by the shareholders: 4,614,902

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	3,714,293	857	23,406	99.35	Approved
Item 2: Election of nine (9) Directors					
Naoki Izumiya	3,684,090	30,723	23,406	98.55	Approved
Katsuyuki Kawatsura	3,672,060	32,273	33,885	98.23	Approved
Shiro Ikeda	3,672,040	32,293	33,885	98.23	Approved
Katsutoshi Takahashi	3,668,283	36,050	33,885	98.13	Approved
Yoshihide Okuda	3,672,040	32,293	33,885	98.23	Approved
Akiyoshi Koji	3,672,024	32,309	33,885	98.23	Approved
Mariko Bando	3,694,167	20,647	23,406	98.82	Approved
Naoki Tanaka	3,694,441	20,373	23,406	98.83	Approved
Ichiro Ito	3,625,349	89,464	23,406	96.98	Approved
Item 3: Election of one (1) Corporate Auditor					
Katsutoshi Saito	2,920,116	794,993	23,406	78.11	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.