

The following is an English translation of the Notice of Resolutions at the 155th Ordinary General Meeting of Shareholders of Yamato Holdings Co., Ltd. The Company provides this translation for your reference and convenience only and without any warranty as to its accuracy.

Stock code: 9064
June 23, 2020

Yamato Holdings Co., Ltd.
16-10, Ginza 2-chome, Chuo-ku, Tokyo
President: Yutaka Nagao

To Our Shareholders

Notice of Resolutions at the 155th Ordinary General Meeting of Shareholders

We would hereby like to inform you that the following matters were reported and resolved at the 155th Ordinary General Meeting of Shareholders held on June 23, 2020.

Matters reported:

1. Report of the Business Report, the Consolidated Financial Statements, and Audit Reports of the Accounting Auditor and the Audit & Supervisory Board for the Consolidated Financial Statements for the 155th Fiscal Year (from April 1, 2019 to March 31, 2020)
2. Report of the Non-consolidated Financial Statements for the 155th Fiscal Year (from April 1, 2019 to March 31, 2020)

We reported the details of above 1. and 2.

Matters resolved:

Agenda Item 1. Partial Amendments to the Articles of Incorporation

Agenda Item 1. was approved and adopted as originally proposed.

The details of amendment are as follows.

(Underlining denotes amendment.)

| Articles of Incorporation Before Amendments | Articles of Incorporation After Amendments |
|--|--|
| (Number of Audit & Supervisory Board Members) Article 30: The Company shall have not more than <u>four (4)</u> Audit & Supervisory Board Members. | (Number of Audit & Supervisory Board Members) Article 30: The Company shall have not more than <u>five (5)</u> Audit & Supervisory Board Members. |

Agenda Item 2. Election of Nine (9) Directors

Messrs. Masaki Yamauchi, Yutaka Nagao, Haruo Kanda, Kenichi Shibasaki, Masakatsu Mori, Ms. Mariko Tokuno, Messrs. Yoichi Kobayashi and Shiro Sugata were reelected and assumed their offices, and Mr. Noriyuki Kuga was newly elected and assumed his office.

Mr. Masakatsu Mori, Ms. Mariko Tokuno, Messrs. Yoichi Kobayashi, Shiro Sugata and Noriyuki Kuga are Outside Directors.

Agenda Item 3. Election of Two (2) Audit & Supervisory Board Members

Messrs. Ryuji Matsuda and Yoshihide Shimoyama were newly elected and assumed their offices.

Agenda Item 4. Revision of Remuneration Amount for Directors

Agenda Item 4. was approved and adopted as originally proposed.

Agenda Item 5. Introduction of Performance-Linked and Share-Based Remuneration System for Directors

Agenda Item 5. was approved and adopted as originally proposed.

As per the resolutions of the Board of Directors Meeting held after the close of the above Ordinary General Meeting of Shareholders, Representative Directors and Directors with titles were appointed and assumed their offices. The Directors, Audit & Supervisory Board Members and Executive Officers of the Company are as follows:

| | |
|---|----------------------|
| Chairperson of the Board of Directors | Masaki Yamauchi |
| Representative Director, Executive Officer and President | Yutaka Nagao |
| Representative Director, Executive Officer and Vice President | Haruo Kanda |
| Representative Director, Executive Officer and Vice President | Kenichi Shibasaki |
| Director | Masakatsu Mori |
| Director | Mariko Tokuno |
| Director | Yoichi Kobayashi |
| Director | Shiro Sugata |
| Director | Noriyuki Kuga |
| Full-time Audit & Supervisory Board Member | Yoshihiro Kawasaki |
| Full-time Audit & Supervisory Board Member | Mamoru Matsuno |
| Audit & Supervisory Board Member | Takashi Yamashita |
| Audit & Supervisory Board Member | Ryuji Matsuda |
| Audit & Supervisory Board Member | Yoshihide Shimoyama |
| Senior Managing Executive Officer | Shinji Makiura |
| Managing Executive Officer | Yasuharu Kosuge |
| Managing Executive Officer | Toshizo Kurisu |
| Managing Executive Officer | Osamu Yamanaka |
| Managing Executive Officer | Tamaki Abe |
| Executive Officer | Hiroshi Matsuda |
| Executive Officer | Seiichi Awa |
| Executive Officer | Tatsuya Suzuki |
| Executive Officer | Hideo Tanzawa |
| Executive Officer | Tomoki Otani |
| Executive Officer | Atsushi Kashimoto |
| Executive Officer | Yorimasa Tanaka |
| Executive Officer | Katsuhiko Umetsu |
| Executive Officer | Takeo Kosugi |
| Executive Officer | Norihiko Nakabayashi |
| Executive Officer | Setsuko Nishida |

Payment of the Year-end Dividend for the 155th Fiscal Year

Regarding the year-end dividend for the 155th fiscal year, the payment of 26 yen per share (16 yen of ordinary dividends in addition to the commemorative dividends of 10 yen to mark the 100th anniversary of the Company's founding) was resolved at the Board of Directors Meeting held on May 20, 2020, and we sent the payment related documents as of June 3, 2020, to the address that has been provided to us.

Information on the Receipt of Dividends

There are four ways to receive dividend payment.

In order to receive dividends safely and surely, it is recommended that you receive dividends through **your account at a bank or a securities company**.

1. Method to designate a bank account per issue held: *Kobetsu meigara shitei houshiki*

A method whereby you designate an account with a bank or other financial institution for each issue held.

2. Method to receive dividends of all issues held through only one bank account: *Touroku Haitokin juryo kouza houshiki*

A method whereby dividends of all issues held can be received through only one account with a bank or other financial institution which you designate as the account to which dividends will be remitted.

However, you may not designate an account with Japan Post Bank Co., Ltd.

3. Method to receive dividends through your account with a securities company: *Kabushiki-su hirei haibun houshiki*

A method whereby dividends can be received through your account opened at a securities company.

If shares of the same issue are held in accounts with several securities companies, the dividends will be prorated depending on the number of shares recorded at each account. However, as this method is not applicable if you have any shares in a special account, it is necessary for you, in the case you are such a shareholder, to transfer your shares in your special account to your account with a securities company in order to use this method.

* Special account: An account where shares of shareholders who do not use an account with a securities company are held.

4. Method by presenting a “Dividend Warrant”

For other shareholders who have not taken procedures as stated in the above 1-3, dividends can be received at a nearby principal or branch office of Japan Post Bank Co., Ltd. or a post office by presenting the “Dividend Warrant” to be sent from the Company.

For inquires on changing the method of receiving dividends, etc.

[Shareholders holding an account with a securities company]

Please contact the securities company where you have opened an account.

[Shareholders who have shares recorded in a special account]

Please contact Securities Agent Dept. of Mizuho Trust & Banking Co., Ltd.

Phone: 0120-288-324 (Toll free only in Japan)

(From 9:00 to 17:00 except Saturdays, Sundays and national holidays)