

To Our Shareholders

Ticker Code: 4507

June 24, 2010

Isao Teshirogi
President and Representative Director
Shionogi & Co., Ltd.
1-8, Doshomachi 3-chome, Chuo-ku,
Osaka

Notice of the Resolutions by the 145th Annual General Meeting of Shareholders

We hereby inform you of the presentations and resolutions approved by the 145th Annual General Meeting of Shareholders held today as follows:

Presentations:

We reported the contents of:

1. The Business Report, the Consolidated Financial Statement and the Non-Consolidated Financial Statement for the 145th Fiscal Term (year ended March 31, 2010)
2. The Audit Report of the Consolidated Financial Statement for the 145th Fiscal Term (year ended March 31, 2010) by the Accounting Auditor and the Board of Corporate Auditors

Resolutions:

Proposal No. 1: Approval of the Proposed Appropriation of Surplus

Proposal No. 1 was approved and passed in its original form.

It was resolved that the year-end dividend for the 145th Fiscal Term is ¥18 per share of common stock.

The general reserve ¥25 billion was recorded as the result of the appropriation of other surplus.

Proposal No. 2: Election of Six (6) Directors

Proposal No. 2 was approved and passed in its original form.

Messrs. Motozo Shiono, Isao Teshirogi, Sachio Tokaji, Yasuhiro Mino, Akio Nomura and Teppei Mogi were reappointed.

They all took office as Directors as of June 24, 2010.

Messrs. Akio Nomura and Teppei Mogi are outside directors stipulated in Article 2, Paragraph 3, Subparagraph 7 of the Enforcement Regulations of the Corporate Law.

Proposal No. 3: Election of One (1) Substitute Corporate Auditor

Proposal No. 3 was approved and passed in its original form.

Mr. Mitsunori Umeyama was appointed.

Mr. Mitsunori Umeyama is an outside Substitute Corporate Auditor stipulated in Article 329, Paragraph 2 of the Corporate Law.

Proposal No. 4: Payment of the Bonuses to the Directors

Proposal No. 4 was approved and passed in its original form.

It was resolved that, the Company will pay a combined sum of ¥15,200,000 to the six (6) Directors who were in office as of the end of the fiscal year ended March 31, 2010 in bonus compensation and for the Board of the Directors to be given discretion to determine by resolution the bonus amounts for each Director.

Information

The payment period for dividends for the 145th Fiscal Term (¥18 per share) is from June 25, 2010 to July 30, 2010. Please find the enclosed "Receipt of 145th Term Dividend", set your seal thereon, and take it to a nearby office of Japan Post Bank Co., Ltd. or post office (or bank agents) of your choice to receive the payment of dividends during the period.

For shareholders who have designated a bank or postal savings account to which they want a transfer of dividends, please confirm the enclosed "Statement of the 145th Term Dividend" and the "Information Regarding the Account for Transfer of Dividends."