

To Our Shareholders

Ticker Code: 4507

June 27, 2012

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

Notice of the Resolutions by the 147th Annual General Meeting of Shareholders

We hereby inform you of the presentations and resolutions approved by the 147th 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 147th Fiscal Term (year ended March 31, 2012)
2. The Audit Report of the Consolidated Financial Statement for the 147th Fiscal Term (year ended March 31, 2012) 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 147th Fiscal Term is ¥20 per share of common stock (total ¥6,697,918,400).

A general reserve ¥30 billion was recorded as the result of the appropriation of other surplus.

Proposal No. 2: Election of Five (5) Directors

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

Messrs. Motozo Shiono, Isao Teshirogi, Akio Nomura and Teppei Mogi were reappointed.

Mr. Katsuhiko Machida was newly appointed.

They all took office as directors as of June 27, 2012.

Messrs. Akio Nomura, Teppei Mogi and Katsuhiko Machida are outside directors as stipulated in Article 2, Paragraph 3, Sub-paragraph 7 of the Enforcement Regulations of the Companies Act.

Proposal No. 3: Election of Two (2) Corporate Auditors

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

Messrs. Mitsuo Ohtani and Shinichi Yokoyama were reappointed.

Mr. Shinichi Yokoyama is an outside corporate auditor as stipulated in Article 2, Paragraph 3, Sub-paragraph 8 of the Enforcement Regulations of the Companies Act.

Proposal No. 4: Payment of the Bonuses to Directors

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

It was resolved that, the Company will pay a combined sum of ¥25,600,000 to the three (3) directors (excluding the two outside directors) who were in office as of the end of the fiscal year ended March 31, 2012 in bonus compensation and for the Board of Directors to be given discretion to determine by resolution the bonus amounts for each director.

Information

The payment period for dividends for the 147th Fiscal Term (¥20 per share) is from June 28, 2012 to July 31, 2012. Please find the enclosed "Receipt of 147th 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 147th Term Dividend" and the "Information Regarding the Account for Transfer of Dividends."