

(Translation)

To the Shareholders:

June 25, 2020

NOTICE OF RESOLUTIONS OF
THE 79TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Please take notice that at the 79th Ordinary General Meeting of Shareholders of the Company held today, reports were made and resolutions were adopted as described below.

Yours very truly,

Masaki Miyauchi,
Chairman and Representative Director

Fuji Media Holdings, Inc.
4-8, Daiba 2-chome, Minato-ku, Tokyo

Description

Matters reported:

1. Report on the business report, the consolidated financial statements and the results of audit of the consolidated financial statements by the account auditors and the Audit & Supervisory Board for the 79th fiscal year (from April 1, 2019 to March 31, 2020)
2. Report on the non-consolidated financial statements for the 79th fiscal year (from April 1, 2019 to March 31, 2020)

The particulars of the above matters were reported to the meeting.

Matters resolved:

Proposition No. 1: Appropriation of retained earnings

The proposition was approved and adopted as proposed. The year-end dividend was determined to be ¥22 per share (the annual dividend per share is ¥44, combined with an interim dividend of ¥22 per share).

Proposition No. 2: Partial Amendments to the Articles of Incorporation

The proposition was approved and adopted as proposed. The partial amendments to the Articles of Incorporation were determined to be made.

Proposition No. 3: Election of 10 Directors (excluding Directors who are Audit & Supervisory Committee Members)

The proposition was approved and adopted as proposed. Messrs. Masaki Miyauchi, Osamu Kanemitsu, Takashi Wagai, Tsuyoshi Habara, Kenji Shimizu, Hisashi Hieda, Ryunosuke Endo, Takehiko Kiyohara, Yoshishige Shimatani and Akihiro Miki, 10 in all, were reelected as Directors (excluding Directors who are Audit & Supervisory Committee Members) and assumed office, respectively.

Proposition No. 4: Election of five (5) Directors who are Audit & Supervisory Committee Members

The proposition was approved and adopted as proposed. Messrs. Kiyoshi Onoe, Hiroshi Seta, Yuzaburo Mogi, Nobuya Minami and Takayasu Okushima, 5 in all, were newly elected as Directors who are Audit & Supervisory Committee Members and assumed office, respectively.

Proposition No. 5: Election of one (1) Substitute Director who is an Audit & Supervisory Committee Member

The proposition was approved and adopted as proposed. Mr. Hirohiko Iizuka was elected as Substitute Director who is an Audit & Supervisory Committee Member.

Proposition No. 6: Establishment of amount of remuneration, etc. of Directors (excluding Directors who are Audit & Supervisory Committee Members)

The proposition was approved and adopted as proposed. The amount of remuneration, etc. of Directors (excluding Directors who are Audit & Supervisory Committee Members) was determined to be established no more than ¥960 million per annum (of which no more than ¥200 million per annum is for outside Directors).

Proposition No. 7: Establishment of amount of remuneration, etc. of Directors who are Audit & Supervisory Committee Members

The proposition was approved and adopted as proposed. The amount of remuneration, etc. of Directors who are Audit & Supervisory Committee Members was determined to be established no more than ¥180 million per annum.

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Election of Executives

At the meeting of the Board of Directors held following the close of this Ordinary General Meeting of Shareholders, the following persons were elected as Representative Directors, Directors with specific titles and Executive Managing Advisor and assumed office, respectively:

Chairman and Representative Director:	Masaki Miyauchi
President and Representative Director:	Osamu Kanemitsu
Executive Vice President:	Takashi Wagai
Executive Vice President:	Tsuyoshi Habara
Executive Managing Advisor:	Hisashi Hieda

Payment of Year-End Dividends for the 79th fiscal year

Please take a look at the package of relevant documents concerning the year-end dividends for the 79th fiscal year sent on June 25, 2020. Please receive the year-end dividends for the 79th fiscal year at the head office, any branch office or sub-branch office nationwide of Japan Post Bank or any post office (as a banking agent) for the payment period (from (and including) June 26, 2020 to (and including) July 31, 2020), upon presenting the “Receipt for Year-End Dividends”.

If you have selected to receive payment of dividends by transfer to your bank account, please confirm the “Statement of Dividends” and “Re: Account to Receive Dividends” enclosed herein. If you have selected the method of allocation of dividends in proportion to the number of shares, please confirm the “Statement of Dividends” and “Re: Method of Receipt of Dividends” enclosed in such package.

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