

June 29, 2021

Kazuyuki Shimada
President & CEO,
Representative Director
FANCL CORPORATION
89-1 Yamashita-cho, Naka-ku
Yokohama, Japan

Extraordinary Report

1. Reason for submission

Subsequent to resolutions made at the Ordinary General Meeting of Shareholders on June 26, 2021, the Company hereby submits this report in accordance with Article 24-5, paragraph 4 of the Financial Instruments and Exchange Act and Article 19, paragraph 2, item (ix)-2 of the Cabinet Office Ordinance on Disclosure of Corporate Affairs.

2. Reporting matters

(1) Date of Shareholders' Meeting
June 26, 2021

(2) Matters resolved

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| Proposal 1 | Election of Nine (9) Directors
The following individuals are hereby elected as Directors: Kazuyuki Shimada, Tomochika Yamaguchi, Akihiro Yanagisawa, Yasushi Sumida, Shinro Fujita, Mitsuaki Nakakubo, Keiichiro Hashimoto, Akira Matsumoto, Junko Tsuboi. |
| Proposal 2 | Election of Three (3) Audit & Supervisory Board Members
The following individuals are hereby elected as Audit & Supervisory Board Members: Tsuneyoshi Seki, Hideki Minamikawa, Miyuki Nakagawa |
| Proposal 3 | Introduction of a Performance-linked Stock-based Compensation Plan for Directors
Pertaining to the introduction of a performance-linked stock-based compensation plan for directors, in which the Company's shares will be delivered in accordance with the job titles and level of achievement of performance targets. |

(3) Number of votes in favor, against, and abstentions on the matters resolved, requirements for adoption of proposal and results thereof

Matters resolved	Votes in favor	Votes against	Abstentions	Requirements for Adoption	Resolution result and % of affirmation
Proposal 1 Election of Nine (9) Directors					
Kazuyuki Shimada	998,487	17,195	2	(Note) 1	Passed (98.24)
Tomochika Yamaguchi	1,006,415	9,268	2	(Note) 1	Passed (99.02)
Akihiro Yanagisawa	1,006,931	8,752	2	(Note) 1	Passed (99.07)
Yasushi Sumida	1,006,951	8,732	2	(Note) 1	Passed (99.08)
Shinro Fujita	1,006,924	8,759	2	(Note) 1	Passed (99.07)
Mitsuaki Nakakubo	1,007,437	8,246	2	(Note) 1	Passed (99.12)
Keiichiro Hashimoto	1,007,233	8,450	2	(Note) 1	Passed (99.10)
Akira Matsumoto	1,007,440	8,243	2	(Note) 1	Passed (99.12)
Junko Tsuboi	775,280	260,402	2	(Note) 1	Passed (74.31)
Proposal 2 Election of Three (3) Audit & Supervisory Board Members					
Tsuneyoshi Seki	1,013,210	2,477	2	(Note) 1	Passed (99.69)
Hideki Minamikawa	1,012,515	3,172	2	(Note) 1	Passed (99.62)
Miyuki Nakagawa	1,012,872	2,815	2	(Note) 1	Passed (99.66)
Proposal 3 Introduction of a Performance-linked Stock-based Compensation Plan for Directors	998,231	16,124	1,328	(Note) 2	Passed (98.22)

(Note)

1. The approval of a majority of the voting rights held by the shareholders present at the Meeting who hold not less than one-third (1/3) of the voting rights of the shareholders entitled to exercise their voting rights, is required for adoption.
2. The approval of a majority of the voting rights held by the shareholders present at the Meeting who are entitled to exercise their voting rights, is required for adoption.

(4) Reason why a portion of the number of voting rights of the shareholders present at the meeting was not included in the calculation

As it was possible to confirm that the requirement for adoption was satisfied by totaling the number of voting rights exercised no later than the day before the Shareholders' Meeting and a portion of the voting rights of the shareholders present at the Meeting whose intention of approval or disapproval was confirmed, the number of voting rights of the shareholders present at the Meeting whose intention was not confirmed was not added to the calculation.

Ends