

Candidates for Directors and Audit & Supervisory Board Members

December 2, 2024

Kao Corporation (the “Company”– *Ticker Code:4452*) would like to announce the candidates for Directors and Audit & Supervisory Board Members to be proposed at the 119th Annual General Meeting of Shareholders, scheduled to be held in late March 2025.

Under the Kao Group Mid-term Plan “K27” the Company has been steadily progressing structural reforms and the *Global Sharp Top* strategy. To further accelerate profitable growth, the Company has engaged in extensive discussions from an early stage this fiscal year regarding the Board of Directors and Audit & Supervisory Board structure, leading to the following nominations.

These changes will be decided by relevant resolutions at the Company’s 119th Annual General Meeting of Shareholders and the meeting of the Board of Directors and the Audit & Supervisory Board to follow immediately thereafter.

The Company’s Board of Directors will conduct a substantial delegation of authority to the executive organizations, and further strengthen its monitoring function to encourage appropriate risk-taking by management and prompt and bold decision-making. To achieve this, in addition to knowledge, experience and ability, the Company recognizes the diverse perspectives that come from diversity of the Board of Directors in terms of factors such as gender and nationality contribute to the promotion of business, global expansion and proper supervision and auditing, and promotes the appointment of such diverse personnel as Directors and Audit & Supervisory Board Members. Furthermore, with the nomination of these candidates, the Company will have achieved its goal of having more than 30% female representation on the Board of Directors by 2025.

In this term, the Company plans to enhance its monitoring capabilities by increasing the number of external directors by one. Additionally, by nominating individuals with global and extensive knowledge, experience, and capabilities, including its Executive Fellow as an internal director, the Company aims to further expand the diversity and strengthen the effectiveness of the Board of Directors.

1. Members of the Board of Directors to be newly nominated

(1) Director

Name	Current Position(s) as of December 2, 2024
Lisa MacCallum	Corporate Executive Fellow, Kao Corporation; Founder and President, Inspired Companies; Non-Executive Director, Adani Energy Solutions Limited; Non-Executive Director, Bond University Limited

(2) Outside Director

Name	Current Position(s) as of December 2, 2024
Sarah L. Casanova	External Director, Mitsui & Co., Ltd.

2. Member of the Board of Directors to retire

Name	Current Position(s) as of December 2, 2024
David J. Muenz	Director, Managing Executive Officer; Senior Vice President, ESG, Global; Responsible for Strategic Public Relations

3. Audit & Supervisory Board Members to be newly nominated

(1) Full-time Audit & Supervisory Board Member

Name	Current Position(s) as of December 2, 2024
Mami Murata	Senior Vice President, Strategic Public Relations, Global

(2) Outside Audit & Supervisory Board Member

Name	Current Position(s) as of December 2, 2024
Junya Naito	Attorney-at-Law; Partner, MOMO-O, MATSUO & NAMBA

4. Audit & Supervisory Board Members to retire

Name	Current Position(s) as of December 2, 2024
Sadanao Kawashima	Full-time Audit & Supervisory Board Member
Hideki Amano	Outside Audit & Supervisory Board Member

Members of the Board of Directors and Audit & Supervisory Board Members
(After the 119th Annual General Meeting of Shareholders)

Members of the Board of Directors

Title after the 119th Annual General Meeting of Shareholders	Name
Representative Director, President and CEO	Yoshihiro Hasebe
Representative Director, Senior Managing Executive Officer	Masakazu Negoro
Representative Director, Senior Managing Executive Officer	Toru Nishiguchi
Director, Corporate Executive Fellow (Responsible for Corporate Branding)	Lisa MacCallum
Outside Director	Osamu Shinobe
Outside Director	Eriko Sakurai
Outside Director	Takaaki Nishii
Outside Director	Makoto Takashima
Outside Director	Sarah L. Casanova

Audit & Supervisory Board Members

Title after the 119th Annual General Meeting of Shareholders	Name
Full-time Audit & Supervisory Board Member	Yasushi Wada
Full-time Audit & Supervisory Board Member	Mami Murata
Outside Audit & Supervisory Board Member	Nobuhiro Oka
Outside Audit & Supervisory Board Member	Saeko Arai
Outside Audit & Supervisory Board Member	Junya Naito

The Company will report to the Tokyo Stock Exchange, Inc. that the above five (5) Outside Directors and three (3) Outside Audit & Supervisory Board Members are Independent Outside Directors and Independent Outside Audit & Supervisory Board Members respectively.