

*Translation: Please note that the following purports to be an accurate and complete translation of the original Japanese version prepared for the convenience of investors. However, in the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.*

TSE Code: 9697 ISIN: JP3218900003 SEDOL: 6173694 JP
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June 17, 2016

To: Shareholders

### Notice of Resolution of the 37th Ordinary General Meeting of Shareholders

We are pleased to notify you that the matters below were reported and resolved at the 37th Ordinary General Meeting of Shareholders of the Company held today.

Yours faithfully,

CAPCOM Co., Ltd.  
1-3, Uchihirano-machi 3-chome  
Chuo-ku, Osaka

By: Kenzo Tsujimoto  
Chairman and CEO  
Representative Director

#### Particulars

Matters reported:

- 1 Report on the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 37th Fiscal Year (from April 1, 2015 to March 31, 2016);  
The contents of the Financial Statements above were reported.
- 2 Report on the Results of Audit for Consolidated Financial Statements for the 37th Fiscal Year (from April 1, 2015 to March 31, 2016) by Accounting Auditor and the Board of Corporate Auditors.  
The Results of Audit above were reported.

Matters resolved:

**First proposal: Proposed Appropriation of Retained Earnings**

This item was approved and resolved as originally proposed. The dividend for the end of the Term was decided to be ¥25 per share.

**Second proposal: Partial Amendments to Articles of Incorporation**

This item was approved and resolved as originally proposed.

**Third proposal: Election of Seven (7) Directors (excluding Directors who are members of the audit and supervisory committee)**

This item was approved and resolved as originally proposed. Messrs. Kenzo Tsujimoto, Haruhiro Tsujimoto, Yoichi Egawa, Hiroshi Yasuda were re-elected and Kenkichi Nomura, Masao Sato and Toru Muranaka were newly elected as Directors (excluding Directors who are members of the audit and supervisory committee) and assumed their offices. Messrs. Hiroshi Yasuda, Masao Sato and Toru Muranaka are the External Directors.

**Fourth proposal: Election of Five (5) Directors who are members of the audit and supervisory committee**

This item was approved and resolved as originally proposed. Messrs. Kazushi Hirao, Yoshihiko Iwasaki, Tamio Oda, Makoto Matsuo and Takayuki Morinaga were elected as Directors who are members of the audit and supervisory committee and assumed their offices.

**Fifth proposal: Election of One (1) Director who is a substitute member of the audit and supervisory committee**

This item was approved and resolved as originally proposed. Mr. Hitoshi Kanamori was elected as a substitute Director who is a member of the audit and supervisory committee.

**Sixth proposal: Determination of Amounts of Remuneration for Directors (excluding Directors who are members of the audit and supervisory committee)**

This item was approved and resolved as originally proposed. The maximum annual remuneration for Directors (excluding Directors who are members of the audit and supervisory committee) as a group revised to an amount not exceeding ¥550,000,000 (including maximum remuneration amount not exceeding ¥50,000,000 per annum for External Directors as a group).

**Seventh proposal: Determination of Amounts of Remuneration for Directors who are members of the audit and supervisory committee**

This item was approved and resolved as originally proposed. The maximum annual remuneration for Directors who are members of the audit and supervisory committee as a group revised to an amount not exceeding ¥100,000,000 (including maximum remuneration amount not exceeding ¥50,000,000 per annum for External Directors as a group).

End

### **Appointment of Representative Directors**

After the close of this Ordinary General Meeting of Shareholders, Representative Directors were appointed at the meeting of the Board of Directors as follows and assumed their offices.

Chairman and CEO, Representative Director : Kenzo Tsujimoto  
President and COO, Representative Director : Haruhiro Tsujimoto

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### **Appointment of Directors who are full time members of the audit and supervisory committee**

After the close of this Ordinary General Meeting of Shareholders, Directors who are full-time members of the audit and supervisory committee were appointed at the meeting of the Board of Directors as follows and assumed their offices.

Director, full-time member of the audit and supervisory committee: Kazushi Hirao  
Director, full-time member of the audit and supervisory committee: Yoshihiko Iwasaki

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### **Payment of Dividend to the Shareholders**

The dividend for the 37th Business Term is payable to the shareholders with the "Notice of Payment"\* sent to registered address on June 17, 2016 at any branch of Japan Post Bank Co., Ltd. or post office in Japan from June 20, 2016 to July 29, 2016.

"Statement of Dividend"\* and "Confirmation of Account for Dividend Remittance"\* are sent for those who wish their dividends to be remitted to their designated bank accounts.

We also sent "Statement of Dividend" to the shareholders who receive the dividend by the "Notice of Payment", which may be used to check the amount and/or as an evidence in filing tax return documents.

Note: \*:The Original "Notice of Payment", "Statement of Dividend" and/or "Confirmation of Account for Dividend Remittance" are sent to the registered Shareholders or local custodians in Japan.