

June 23, 2018

To Shareholders:

Tamotsu Adachi  
Representative Director and President, CEO  
**Benesse Holdings, Inc.**  
3-7-17 Minamigata, Kita-ku,  
Okayama-shi, Okayama, Japan  
(Ticker Code: 9783)

**Notice of Resolutions of  
the Ordinary General Shareholders' Meeting for the 64<sup>th</sup> Period**

We hereby inform you of the matters reported and resolution approved at the Company's Ordinary General Shareholders' Meeting for the 64<sup>th</sup> period which was held today.

Reports:

1. Report on the business report, consolidated financial statements, and financial statements for the 64<sup>th</sup> period (April 1, 2017 to March 31, 2018)
2. Report on the audit results of the consolidated financial statements for the 64<sup>th</sup> period by the Independent Auditors and the Audit & Supervisory Board

The above matters were reported.

Resolution:

Proposal: Election of Ten Directors

The proposed candidates were approved as proposed. The following ten candidates were reelected: Tamotsu Adachi, Shinjiro Iwata, Kenichi Fukuhara, Hitoshi Kobayashi, Shinya Takiyama, Masaki Yamasaki, Kiyoyuki Tsujimura, Hideaki Fukutake, Ryuji Yasuda, and Nobuo Kuwayama. All of them have assumed their offices, respectively.