

June 22, 2019

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 65th Period**

We hereby inform you of the matters reported and resolution approved at the Company's Ordinary General Shareholders' Meeting for the 65th period which was held today.

Reports:

1. Report on the business report, consolidated financial statements, and financial statements for the 65th period (April 1, 2018 to March 31, 2019)
2. Report on the audit results of the consolidated financial statements for the 65th period by the Independent Auditors and the Audit & Supervisory Board

The above matters were reported.

Resolution:

Proposal 1: Election of Ten Directors

The proposed candidates were approved as proposed. The following eight candidates were reelected: Tamotsu Adachi, Shinjiro Iwata, Hitoshi Kobayashi, Shinya Takiyama, Masaki Yamasaki, Kiyoyuki Tsujimura, Hideaki Fukutake, and Ryuji Yasuda. The following two candidates were newly elected: Haruna Okada and Katsumi Ihara. All of them have assumed their offices, respectively.

Proposal 2: Election of Four Audit & Supervisory Board Members

The proposed candidates were approved as proposed. The following three candidates were reelected: Yoshinori Matsumoto, Eiichi Izumo, and Miyuki Ishiguro. Naoto Saito was newly elected. All of them have assumed their offices, respectively.