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June 28, 2016  
KDDI Corporation

## **Voting Results of the 32<sup>nd</sup> Annual Shareholders Meeting**

(1) Date of the Annual Shareholders Meeting: June 22, 2016

(2) Detail of Proposals:

Proposal 1: Appropriation of Surplus

Matters relating to year-end dividends

35 yen per share of common stock

Proposal 2: Partial Changes to Articles of Incorporation

In preparation for the future expansion of the product sales business, we added "sale of alcoholic beverages" to the business purposes listed in Article 2 of the current Articles of Incorporation.

Proposal 3: Election of 14 Directors

Election of the following 14 individuals as directors:

Tadashi Onodera, Takashi Tanaka, Hirofumi Morozumi, Makoto Takahashi, Yuzo Ishikawa, Hidehiko Tajima, Yoshiaki Uchida, Takashi Shoji, Shinichi Muramoto, Tetsuo Kuba, Nobuyori Kodaira, Shinji Fukukawa, Kuniko Tanabe, and Yoshiaki Nemoto.

Proposal 4: Election of 4 Audit & Supervisory Board Members

Election of the following 4 individuals as Audit & Supervisory Board Members:

Kouichi Ishizu, Akira Yamashita, Kakuji Takano, and Nobuaki Katoh.

Proposal 5: Revision of Remuneration Amount for Audit & Supervisory Board Members

Total amount of remuneration for Audit & Supervisory Board Members shall be no more than 130 million yen per year.

(3) The number of votes for, against or abstentions on each proposal, total number of votes exercised and voting results:

	Number of votes for proposal	Number of votes against proposal	Number of abstentions	Total number of votes exercised	Voting results and ratio of voting for proposal (%)
Proposal 1: Appropriation of Surplus <sup>(Note 1)</sup>	21,074,365	189,941	4,622	21,735,142	Approved (96.95%)
Proposal 2: Partial Change to Articles of Incorporation <sup>(Note 2)</sup>	21,128,245	136,055	4,622	21,735,142	Approved (97.20%)
Proposal 3: Election of 14 Directors <sup>(Note 3)</sup> Candidate [1] Tadashi Onodera	20,946,952	300,899	21,071	21,735,137	Approved (96.37%)
Proposal 3: Candidate [2] Takashi Tanaka	21,002,423	245,428	21,072	21,735,138	Approved (96.62%)
Proposal 3: Candidate [3] Hirofumi Morozumi	20,966,401	148,570	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [4] Makoto Takahashi	20,966,390	148,581	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [5] Yuzo Ishikawa	20,966,360	148,611	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [6] Hidehiko Tajima	20,966,521	148,450	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [7] Yoshiaki Uchida	20,967,852	147,119	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [8] Takashi Shoji	20,966,473	148,498	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [9] Shinichi Muramoto	20,966,205	148,766	153,952	21,735,138	Approved (96.46%)
Proposal 3: Candidate [10] Tetsuo Kuba	15,812,078	5,451,876	4,964	21,735,133	Approved (72.74%)
Proposal 3: Candidate [11] Nobuyori Kodaira	16,092,664	5,171,293	4,964	21,735,136	Approved (74.03%)
Proposal 3: Candidate [12] Shinji Fukukawa	21,126,779	137,182	4,964	21,735,140	Approved (97.20%)
Proposal 3: Candidate [13] Kuniko Tanabe	20,625,972	637,989	4,964	21,735,140	Approved (94.89%)
Proposal 3: Candidate [14] Yoshiaki Nemoto	21,247,839	16,123	4,964	21,735,141	Approved (97.75%)
Proposal 4: Election of 4 Audit & Supervisory Board Members <sup>(Note 3)</sup> Candidate [1] Kouichi Ishizu	20,963,847	167,588	137,502	21,735,140	Approved (96.45%)
Proposal 4: Candidate [2] Akira Yamashita	21,199,361	64,956	4,622	21,735,142	Approved (97.53%)

Proposal 4: Candidate [3] Kakuji Takano	21,199,554	64,763	4,622	21,735,142	Approved (97.53%)
Proposal 4: Candidate [4] Nobuaki Katoh	21,064,727	199,590	4,622	21,735,142	Approved (96.91%)
Proposal 5: Revision of Remuneration Amount for Audit & Supervisory Board Members <sup>(Note 1)</sup>	21,162,943	73,069	32,904	21,735,142	Approved (97.36%)

Note 1) The requirements for adoption of the Proposal 1 and 5 is the approval of the majority of the voting rights of those shareholders who attend the Meeting.

- 2) The requirements for adoption of the Proposal 2 is the approval of two-thirds or more of the voting rights of those shareholders who attend the Meeting, where shareholders with voting rights having one-third or more of the total voting rights of all shareholders are in attendance.
- 3) The requirements for adoption of the Proposal 3 and 4 is the approval of the majority of the voting rights of those shareholders who attend the Meeting, where shareholders with voting rights having one-third or more of the total voting rights of all shareholders are in attendance.
- 4) The number of voting rights which can exercise to vote at the 32<sup>nd</sup> Annual Shareholders Meeting sums 24,911,758.

(4) Treatment of voting rights exercised by the shareholders who attended at the Annual Shareholders Meeting:

The requirements for adoption of the proposals were met by adding the voting rights exercised prior to the day of the Annual Shareholders Meeting and the voting rights of the shareholders who attended the Annual Shareholders Meeting for which approval or disapproval could be confirmed. Since the proposals were thus passed in accordance with the Companies Act, the number of the voting rights of the shareholders who attended the Annual Shareholders Meeting but whose voting results were not confirmed approval or disapproval by KDDI, is added only to the denominator, not to numerator in calculating the ratio of approval aforementioned.