

TRANSLATION FOR REFERENCE PURPOSES ONLY

This is a translation of the Notice of Resolution of the 97th Ordinary General Meeting of Shareholders, etc., dated March 30, 2022, which is prepared for reference purposes only. In the event of any discrepancy between the original Japanese text and this translated English text, the Japanese text shall prevail.

(Security Code: 5201)

March 30, 2022

Yoshinori Hirai

Representative Director

AGC Inc.

1-5-1, Marunouchi, Chiyoda-ku, Tokyo

Dear Shareholders:

Notice of Resolution of the 97th Ordinary General Meeting of Shareholders, etc.

Notice is served that reports and resolutions were made as stated below at the 97th Ordinary General Meeting of Shareholders of AGC Inc. ("Company") held today.

Items Reported:

- (1) The Business Report, Consolidated Financial Statements, and Accounting Auditors' and Audit & Supervisory Board's Audit Reports of the Consolidated Financial Statements for the 97th Fiscal Year (from January 1, 2021, to December 31, 2021)
- (2) The Non-Consolidated Financial Statements for the 97th Fiscal Year (from January 1, 2021, to December 31, 2021)

For these Items, the contents of the above were reported.

Items Resolved:

Item No. 1: Appropriation of Retained Earnings

This Item was approved and adopted as proposed. As a result, it was decided that the year-end dividends for the 97th fiscal year will be 130 yen (ordinary dividend: 80 yen; special dividend: 50 yen) per share.

Item No. 2: Partial Amendment to the Articles of Incorporation

This Item was approved and adopted as proposed changing the description of

the business purposes stipulated in Article 2 of the Articles of Incorporation in line with the current status of the Company's businesses and changing Article 15 of the Articles of Incorporation with supplementary provisions in order to prepare for the introduction of a system to electronically provide materials for the General Meeting of Shareholders.

On the contents of the latest Articles of Incorporation, please visit the Company's website (<https://www.agc.com/en/company/governance/index.html>).

Item No. 3: Election of Seven Directors

For this Item, seven Directors, Mr. Takuya Shimamura (re-elected), Dr. Yoshinori Hirai (re-elected), Mr. Shinji Miyaji (re-elected), Mr. Hideyuki Kurata (re-elected), Mr. Hiroyuki Yanagi (re-elected), Ms. Keiko Honda (re-elected) and Dr. Isao Teshirogi (newly elected), were elected and assumed office.

Item No. 4: Election of One Audit & Supervisory Board Member

For this Item, one Audit & Supervisory Board Member, Mr. Tatsuro Ishizuka (newly elected), was elected and assumed office.

Item No. 5: Revision of the Amount of Compensation, etc. for Monthly Compensation and Bonuses for Directors

This Item was approved and adopted as proposed revising the amount of compensation, etc. regarding the monthly compensation and bonuses, among the amount of compensation and other emoluments, for Directors of the Company to 750 million yen or less per year (including 67 million yen or less per year for Outside Directors).

Item No. 6: Revision of the Upper Limits on Contribution Amount and Number of Shares to be Delivered, etc. in the Stock Compensation Plan for Directors, etc.

This Item was approved and adopted as proposed revising, on the stock compensation plan under which the Company shall deliver and provide ("Deliver, etc.") the shares of the Company and the amount of cash equivalent to the conversion value of the shares of the Company ("Shares, etc.") to Directors and Executive Officers of the Company (excluding non-residents of Japan), the upper limit of money that will be contributed by the Company to 2 billion 250 million yen (including 25 million yen for Outside Directors) for three fiscal years each and the upper limit of the number of the Shares, etc. that will be Delivered, etc. to eligible persons to 495,000 shares (including 6,000 shares for Outside Directors) for three fiscal years each.

As of March 30, 2022, the new lineup of Directors and Audit & Supervisory Board Members is as follows:

Director & Chairman		Takuya Shimamura
Representative Director	(President & CEO)	Yoshinori Hirai
Representative Director	(Senior Executive Vice President, Shinji Miyaji CFO, CCO and GM of Corporate Planning General Division)	
Representative Director	(Executive Vice President, CTO Hideyuki Kurata and GM of Technology General Division)	
※ Director ¹		Hiroyuki Yanagi
※ Director ¹		Keiko Honda
※ Director ¹		Isao Teshirogi
※※ Full-time Audit & Supervisory Board Member ²		Yoshiyuki Morimoto
Full-time Audit & Supervisory Board Member		Tetsuo Tatsuno
※※ Audit & Supervisory Board Member ²		Yaeko Takeoka
※※ Audit & Supervisory Board Member ²		Tatsuro Ishizuka

Notes: 1. Each of them is an Outside Director.
2. Each of them is an Outside Audit & Supervisory Board Member.