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(Securities code: 6849)

June 28, 2016

To Shareholders

Fumio Suzuki
Chairman and CEO
NIHON KOHDEN CORPORATION
31-4, Nishiochiai 1-chome, Shinjuku-ku,
Tokyo, Japan

Notice of Resolutions of the 65th Ordinary General Meeting of Shareholders

The Company hereby notifies you of the following matters and proposals reported and resolved at the 65th Ordinary General Meeting of Shareholders of NIHON KOHDEN CORPORATION held today.

- Matters reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 65th Fiscal Year (from April 1, 2015 to March 31, 2016), and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 2. Non-Consolidated Financial Statements for the Company's 65th Fiscal Year (from April 1, 2015 to March 31, 2016)

The matters were reported as above.

Proposals resolved:

- Proposal No.1:** Distribution of Surplus
A year-end dividend of 18 yen per share and total amount of 1,541,843,046 yen were approved as proposed. The effective date of the distribution shall be June 29, 2016.
- Proposal No.2:** Partial Amendments to the Articles of Incorporation
The proposal was approved as proposed.
- Proposal No.3:** Election of Ten Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)
Mr. Fumio Suzuki, Mr. Kazuhiro Ogino, Mr. Hiroshi Aida, Mr. Yoshito Tsukahara, Mr. Takashi Tamura, Mr. Tadashi Hasegawa, Mr. Kazuteru Yanagihara, Mr. Fumio Hirose, Mr. Masaya Yamauchi and Mr. Minoru Obara

were elected as Directors (excluding Directors serving as Audit & Supervisory Committee Members) as proposed.

- Proposal No.4:** Election of Three Directors Serving as Audit & Supervisory Committee Members
Mr. Kazuhiko Ikuta, Mr. Masahiro Kawamura and Mr. Shigeru Kawatsuhara were elected as Directors serving as Audit & Supervisory Committee Members as proposed.
- Proposal No.5:** Election of One Substitute Director Serving as an Audit & Supervisory Committee Member
Mr. Sumio Moriwaki was elected as a Substitute Director serving as an Audit & Supervisory Committee Member as proposed.
- Proposal No.6:** Determination of the Amount of Remuneration to Directors (Excluding Directors Serving as Audit & Supervisory Committee Members)
The proposal was approved as proposed.
- Proposal No.7:** Determination of the Amount of Remuneration to Directors Serving as Audit & Supervisory Committee Members
The proposal was approved as proposed.
- Proposal No.8:** Renewal of Policy toward Large-Scale Purchases of the Company's Shares
The proposal was approved as proposed.

Mr. Fumio Suzuki and Mr. Hirokazu Ogino were appointed as Representative Directors at a meeting of the Board of Directors held after the 65th Ordinary General Meeting of Shareholders.