

(Translation)

January 31, 2020

Dear Sirs and Madams

Name of the Company: NH Foods Ltd.
Representative: Yoshihide Hata
President and Representative Director
(Code No. 2282, First Section of the
Tokyo Stock Exchange)
Person to contact: Takashi Sakoi
General Manager of Public & Investor
Relations Department, Corporate
Management Division

**Notice of Changes of Representative Directors and Officers,
and Organizational Changes**

It is hereby notified that NH Foods Ltd. (the "Company"), at the meeting of its Board of Directors held on January 31, 2020, approved resolutions for changes of its representative directors, officers and organizational changes to be made as of April 1, 2020 as well as changes of its officers to be made in June 2020 and the management structure, as described below.

The changes of its officers to be made in June 2020 will be determined officially at the 75th Ordinary General Meeting of Shareholders to be held towards the end of June 2020 and the meeting of the Board of Directors to be held thereafter.

Description

I. Changes of Representative Directors

Changes of Positions of Representative Directors (as of April 1, 2020)

Name	New Position	Current Position
Tetsuhiro Kito	Representative Director and Senior Managing Executive Officer; General Manager of Fresh Meats Business Division	Director and Managing Executive Officer; General Manager of Overseas Business Division
Nobuhisa Ikawa	Representative Director and Senior Managing Executive Officer; General Manager of Processed Foods Business Division	Director and Managing Executive Officer; General Manager of Processed Foods Business Division
Katsumi Inoue	Director	Vice President and Representative Director; Executive Vice President; General Manager of Fresh Meats Business Division

<Reason for the Changes>

These changes are for the purpose of further strengthening the management structure in the 76th business year commencing in April 2020.

II. Changes of Directors

Changes of Positions of Directors (as of April 1, 2020)

Name	New Position	Current Position
Sadanori Miyagai	Director and Managing Executive Officer; In charge of Quality Assurance Department, Customer Service Department, Sustainability Department and Lifestyle Research Office; General Manager of Tokyo Branch Office	Managing Executive Officer; In charge of Quality Assurance Department, Customer Service Department and CSR Department
Hajime Takamatsu	Director	Director and Managing Executive Officer; General Manager of Corporate Management Division; General Manager of Tokyo Branch Office

III. Changes of Executive Officers

1. Promotions and Changes of Positions of Executive Officers (as of April 1, 2020)

Name	New Position	Current Position
Fumio Maeda	Managing Executive Officer; General Manager of Corporate Planning Division; in charge of Research & Development Center	Executive Officer; General Manager of Product Management Division, Processed Foods Business Division
Keiji Maeda	Managing Executive Officer; General Manager of Sales Management Division, Processed Foods Business Division	Executive Officer; General Manager of Sports Community Department; in charge of Lifestyle Research Office and Group Sales Planning Department
Nobuo Oda	Managing Executive Officer; General Manager of Overseas Business Division	Executive Officer; General Manager of Corporate Planning Department; in charge of Research & Development Center
Hitoshi Yao	Managing Executive Officer; In charge of Compliance Department and Audit Department	Executive Officer; General Manager of Administrative Division, Processed Foods Business Division
Masahito Kataoka	Executive Officer; In charge of Accounting & Finance Department and Public & Investor Relations Department	Executive Officer; In charge of Accounting & Finance Department and Public & Investor Relations Department, Corporate Management Division
Hideki Fujii	Executive Officer; General Manager of Operations Management Division, Overseas Business Division	Executive Officer; General Manager of Operations Management Division and Business Development Office, Overseas Business Division
Tadaaki Ito	Executive Officer; General Manager of Administrative Division, Quality Assurance Office, Overseas Business Division	Executive Officer; General Manager of Administrative Division, Overseas Business Division
Kuniharu Hirai	Executive Officer; General Manager of Administrative Division, Processed Foods Business Division	Executive Officer; General Manager of Compliance Department

Takao Seki	Executive Officer; General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division	General Manager of Domestic Fresh Meats Sales Division and Domestic Fresh Meats Production Division, Fresh Meats Business Division
Hiroyuki Tsukuda	Executive Officer; General Manager of Administrative Division, Fresh Meats Business Division	Executive Officer; General Manager of Administrative Division and Research & Examination Office, Fresh Meats Business Division
Toshiyuki Hagino	Executive Officer; General Manager of Sports Community Department	Executive Officer; General Manager of Sales Management Division, Processed Foods Business Division
Kohei Akiyama	Executive Officer; In charge of Human Resources Department, Legal Affairs Department, General Affairs Department and Secretarial Office	General Manager of Human Resources Department, Corporate Management Division
Kazuhiro Mikuni	Executive Officer; General Manager of Dairy & Marine Products Division, Processed Foods Business Division	Executive Officer; General Manager of Affiliated Business Division

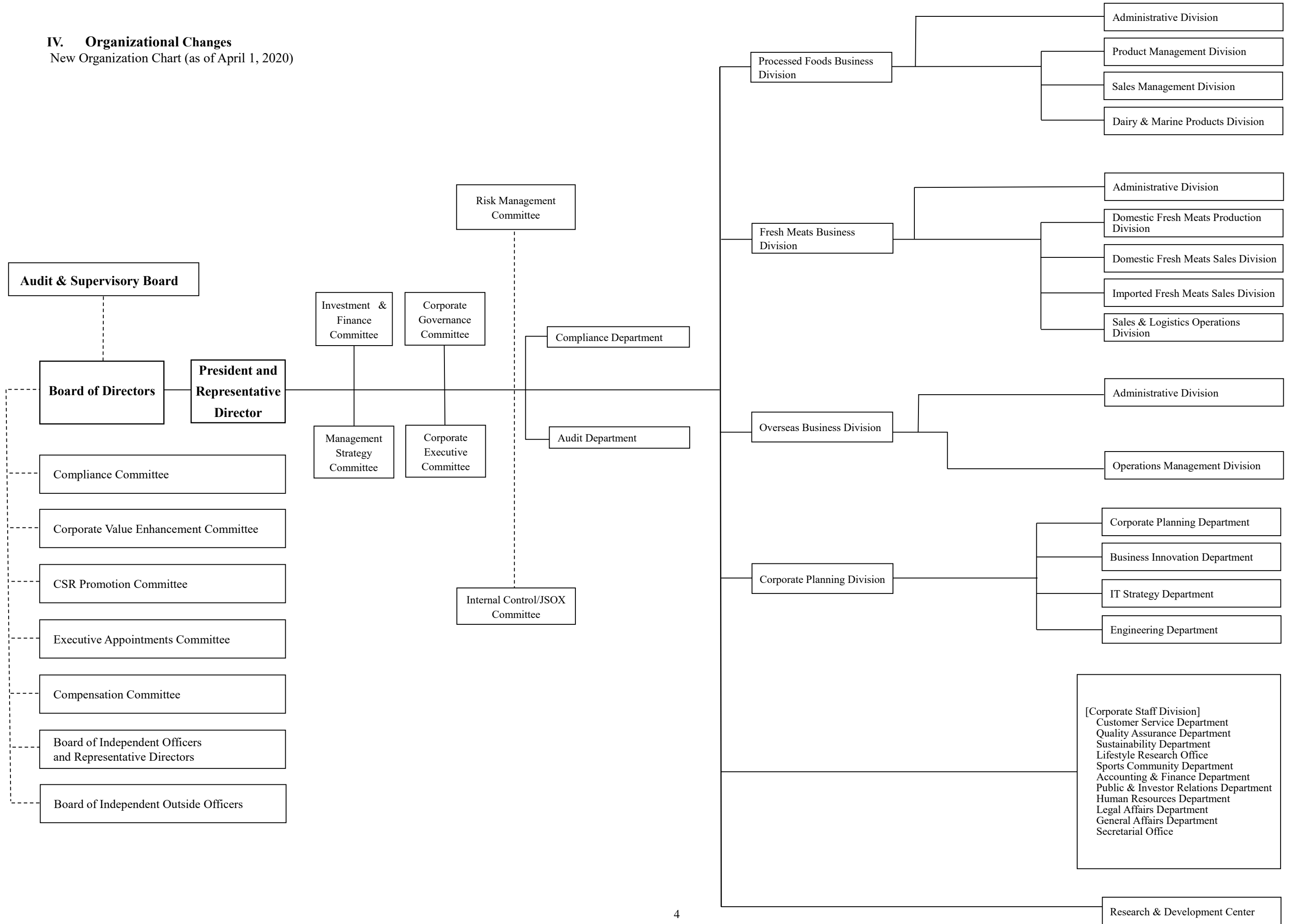
2. Appointment of New Executive Officers (as of April 1, 2020)

Name	New Position	Current Position
Hideki Egi	Executive Officer; General Manager of Product Management Division, Processed Foods Business Division	Managing Director, Nipponham Factory Ltd.
Shuichi Narumi	Executive Officer; General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division	General Manager of Domestic Chicken Department for Food Service, Domestic Fresh Chicken Department, Domestic Fresh Meats Sales Division, Fresh Meats Business Division
Hirohide Fujiwara	Executive Officer; General Manager of Corporate Planning Department, Corporate Planning Division	General Manager of Operations Management Division, Strategy Development Office, Affiliated Business Division
Akio Wakita	Executive Officer; General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division	General Manager of Chilled Beef Department, Imported Fresh Meats Sales Division, Fresh Meats Business Division

3. Retirement of Executive Officer (as of March 31, 2020)

Name	New Position	Current Position
Kenya Maruyama	(As of April 1, 2020) President and Representative Director, Hakodate Carl Raymon Co., Ltd.	Executive Officer; General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division

IV. Organizational Changes
 New Organization Chart (as of April 1, 2020)



V Changes in the fundamental structure

1. Establishment of new organizational unit
 - New establishments of “Corporate Planning Division” and “Business Innovation Department”

To strengthen the function of planning and promoting management strategies as well as to respond to group management issues and changes of the external environment in a prompt and appropriate manner, “Corporate Planning Division” is to be established, under the umbrella of which “Corporate Planning Department”, “IT Strategy Department”, “Engineering Department” and “Business Innovation Department” are to be transferred or newly established.

“Business Innovation Department” will establish the basis for promotion of the digital transformation in addition to making efforts to standardize and streamline the business process through the reform of the business system of the group as a whole. Also, it will aim at incubations of new businesses.

2. Reorganization
 - Change of name of “Affiliated Business Division” to “Dairy & Marine Products Division” and its consolidation to Processed Foods Business Division

To strengthen the dairy and marine products as well as to clarify the business domain, “Affiliated Business Division” will change its name to “Dairy & Marine Products Division” and will be consolidated to Processed Foods Business Division. The uniqueness of Affiliated Business Division and the capabilities for products development and sales of Processed Foods Business Division to channels such as mass retailers, CVS, restaurants and home-meals will be fused, and the synergies will be created.

- Transferring a production and sales company of fresh meat processed products and fresh meat extracts to Processed Foods Business Division

To streamline the production system of fresh meat processed products and cooked food products, etc., a production and sales company of fresh meat processed products and fresh meat extracts is to be transferred to Processed Foods Business Division. We will, in addition to enhancing the production efficiency at Processed Foods Business Division, expand the variations of products which can be offered to customers and enhance the capability of sales.

- Consolidation of “Group Sales Planning Department” and “Sports Community Department”

The function of “Group Sales Planning Department” will be consolidated to “Sports Community Department”.

3. Change of control of organization unit, abolition and change of names thereof
 - Change of control of departments at “Corporate Management Division”

Departments other than “IT Strategy Department” and “Engineering Department” in “Corporate Management Division” are to be changed to be directly controlled by the President and Representative Director and “Corporate Management Division” is to be abolished.

- Change of name of “CSR Department”
“CSR Department” is to be changed to “Sustainability Department”.

<For reference>

- Management Structure as of April 1, 2020 (scheduled)
- Directors

President and Representative Director (President and CEO)	Yoshihide Hata	
Representative Director and Senior Managing Executive Officer	Tetsuhiro Kito	General Manager of Fresh Meats Business Division
Representative Director and Senior Managing Executive Officer	Nobuhisa Ikawa	General Manager of Processed Foods Business Division
Director and Managing Executive Officer	Sadanori Miyagai	In charge of Quality Assurance Department, Customer Service Department, Sustainability Department and Lifestyle Research Office; General Manager of Tokyo Branch Office
Director	Katsumi Inoue	
Director	Hajime Takamatsu	
Director (Outside)	Yasuko Kono	
Director (Outside)	Atsushi Iwasaki	
Director (Outside)	Hideo Arase	

• Audit & Supervisory Board Members

Audit & Supervisory Board Member	Koichi Nishihara	(Full-time)
Audit & Supervisory Board Member	Nobuyuki Tazawa	(Full-time)
Audit & Supervisory Board Member (Outside)	Akihiko Shiba	
Audit & Supervisory Board Member (Outside)	Masayuki Kitaguchi	
Audit & Supervisory Board Member (Outside)	Tokushi Yamasaki	

• Executive Officers

Managing Executive Officer	Fumio Maeda	General Manager of Corporate Planning Division; in charge of Research & Development Center
Managing Executive Officer	Keiji Maeda	General Manager of Sales Management Division, Processed Foods Business Division
Managing Executive Officer	Nobuo Oda	General Manager of Overseas Business Division
Managing Executive Officer	Hitoshi Yao	In charge of Compliance Department and Audit Department
Executive Officer	Masahito Kataoka	In charge of Accounting & Finance Department and Public & Investor Relations Department
Executive Officer	Hideki Fujii	General Manager of Operations Management Division, Overseas Business Division
Executive Officer	Tadaaki Ito	General Manager of Administrative Division, Quality Assurance Office, Overseas Business Division
Executive Officer	Kuniharu Hirai	General Manager of Administrative Division, Processed Foods Business Division
Executive Officer	Takao Seki	General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division
Executive Officer	Hiroyuki Tsukuda	General Manager of Administrative Division, Fresh Meats Business Division
Executive Officer	Shuichi Toda	General Manager of Imported Fresh Meats Sales Division, Fresh Meats Business Division
Executive Officer	Toshiyuki Hagino	General Manager of Sports Community Department
Executive Officer	Kohei Akiyama	In charge of Human Resources Department, Legal Affairs Department, General Affairs Department and Secretarial Office
Executive Officer	Kazuhiro Mikuni	General Manager of Dairy & Marine Products Division, Processed Foods Business Division
Executive Officer (new)	Hideki Egi	General Manager of Product Management Division, Processed Foods Business Division
Executive Officer (new)	Shuichi Narumi	General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division
Executive Officer (new)	Hirohide Fujiwara	General Manager of Corporate Planning Department, Corporate Planning Division
Executive Officer (new)	Akio Wakita	General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division

VI Election and Retirement of Directors (scheduled towards the end of June 2020)

1. Candidate for New Director

Name	New Position	Current Position
Fumio Maeda	Director and Managing Executive Officer; General Manager of Corporate Planning Division; in charge of Research & Development Center	Managing Executive Officer; General Manager of Corporate Planning Division; in charge of Research & Development Center (as of April 1, 2020)

2. Retiring Directors

Katsumi Inoue Director
Hajime Takamatsu Director

<For reference>

- Management Structure scheduled towards the end of June 2020 (scheduled)
 - Directors

President and Representative Director (President and CEO)	Yoshihide Hata	
Representative Director and Senior Managing Executive Officer	Tetsuhiro Kito	General Manager of Fresh Meats Business Division
Representative Director and Senior Managing Executive Officer	Nobuhisa Ikawa	General Manager of Processed Foods Business Division
Director and Managing Executive Officer	Sadanori Miyagai	In charge of Quality Assurance Department, Customer Service Department, Sustainability Department and Lifestyle Research Office; General Manager of Tokyo Branch Office
Director and Managing Executive Officer	Fumio Maeda	General Manager of Corporate Planning Division; in charge of Research & Development Center
Director (Outside)	Yasuko Kono	
Director (Outside)	Atsushi Iwasaki	
Director (Outside)	Hideo Arase	

- Audit & Supervisory Board Members

Audit & Supervisory Board Member	Koichi Nishihara	(Full-time)
Audit & Supervisory Board Member	Nobuyuki Tazawa	(Full-time)
Audit & Supervisory Board Member (Outside)	Akihiko Shiba	
Audit & Supervisory Board Member (Outside)	Masayuki Kitaguchi	
Audit & Supervisory Board Member (Outside)	Tokushi Yamasaki	

• Executive Officers

Managing Executive Officer	Keiji Maeda	General Manager of Sales Management Division, Processed Foods Business Division
Managing Executive Officer	Nobuo Oda	General Manager of Overseas Business Division
Managing Executive Officer	Hitoshi Yao	In charge of Compliance Department and Audit Department
Executive Officer	Masahito Kataoka	In charge of Accounting & Finance Department and Public & Investor Relations Department
Executive Officer	Hideki Fujii	General Manager of Operations Management Division, Overseas Business Division
Executive Officer	Tadaaki Ito	General Manager of Administrative Division, Quality Assurance Office, Overseas Business Division
Executive Officer	Kuniharu Hirai	General Manager of Administrative Division, Processed Foods Business Division
Executive Officer	Takao Seki	General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division
Executive Officer	Hiroyuki Tsukuda	General Manager of Administrative Division, Fresh Meats Business Division
Executive Officer	Shuichi Toda	General Manager of Imported Fresh Meats Sales Division, Fresh Meats Business Division
Executive Officer	Toshiyuki Hagino	General Manager of Sports Community Department
Executive Officer	Kohei Akiyama	In charge of Human Resources Department, Legal Affairs Department, General Affairs Department and Secretarial Office
Executive Officer	Kazuhiro Mikuni	General Manager of Dairy & Marine Products Division, Processed Foods Business Division
Executive Officer (new)	Hideki Egi	General Manager of Product Management Division, Processed Foods Business Division
Executive Officer (new)	Shuichi Narumi	General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division
Executive Officer (new)	Hirohide Fujiwara	General Manager of Corporate Planning Department, Corporate Planning Division
Executive Officer (new)	Akio Wakita	General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division

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Curriculum Vitae

NH Foods Ltd.

Representative Director and Senior Managing Executive Officer: Tetsuhiro Kito
Date of Birth: February 9, 1960 (Age 59)
Shareholding: 5,989 shares

Academic History

March 1982 Graduated from Faculty of Science of Fisheries and Animal Sciences, Hiroshima University

Business Career

April 1982 Joined the Company
March 2002 Assistant General Manager of Imported Broiler Department, Fresh Meats Business Division of the Company
September 2002 General Manager of Imported Broiler Department, Fresh Meats Business Division of the Company
March 2007 General Manager of Imported Fresh Meats Sales Division, Fresh Meats Business Division of the Company
April 2009 General Manager of Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company
April 2011 Executive Officer; General Manager of Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company
April 2013 Executive Officer; General Manager of General Merchandising Division, Sales & Marketing Division, Processed Foods Business Division of the Company
April 2015 Executive Officer; General Manager of Sales & Marketing Division, Processed Foods Business Division of the Company
June 2015 Director and Executive Officer; General Manager of Sales & Marketing Division, Processed Foods Business Division of the Company
April 2017 Director and Managing Executive Officer; General Manager of Sales & Marketing Division, Processed Foods Business Division of the Company
April 2018 Director and Managing Executive Officer; in charge of group sales management and Group Sales Planning Department of the Company
April 2019 Director and Managing Executive Officer; General Manager of Overseas Business Division of the Company (present)

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Curriculum Vitae

NH Foods Ltd.

Representative Director and Senior Managing Executive Officer: Nobuhisa Ikawa
Date of Birth: April 5, 1961 (Age 58)
Shareholding: 1,672 shares

Academic History

March 1985 Graduated from Faculty of Law, Kansai University

Business Career

April 1985 Joined the Company

March 2007 General Manager of Food Services Policy Office, Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company

April 2008 General Manager of Food Services Planning Office, Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company

March 2013 General Manager of Kansai Food Services Division, Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company

January 2015 General Manager of Kansai Food Services Department and Kanto Food Services Department, Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company

April 2015 Executive Officer; General Manager of Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company

April 2016 Executive Officer; General Manager of Food Services Division and General Manager of Delicatessen Department, Sales & Marketing Division, Processed Foods Business Division of the Company

April 2017 Executive Officer; General Manager of Food Services Division, Sales & Marketing Division, Processed Foods Business Division of the Company

April 2018 Managing Executive Officer; General Manager of Processed Foods Business Division of the Company

June 2018 Director and Managing Executive Officer; General Manager of Processed Foods Business Division of the Company (present)

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