

[Translation]

June 25, 2015

Name of the Company: NH Foods Ltd.
Name of the Representative: Juichi Suezawa
President and Representative Director
(Code No.: 2282 Listed on 1st Section of Tokyo Stock Exchange)
Person to contact: Shigeru Nakajima
Executive Officer, General Manager of
Public & Investor Relations Department,
Corporate Management Division

To whom it may concern:

**Notice of New Shelf Registration of Stock Acquisition Rights and
the Withdrawal of the Current Registration**

It is hereby notified that at the ordinary general meeting of shareholders of NH Foods Ltd. (the "Company") held on June 25, 2015 (the "Ordinary General Meeting of Shareholders"), the continued introduction of the "Defense Plan Against a Large Purchase Action of Shares of the Company (Takeover Defense Plan)" (the "Plan") was approved and that accordingly, at the meeting of its Board of Directors held today, a resolution was adopted to withdraw the shelf registration of stock acquisition rights made on June 26, 2014 and make a new shelf registration for the issuance of stock acquisition rights (the "Shelf Registration") in accordance with the Plan, as described below:

Description

1. Class of securities to be offered : Certificates of stock acquisition rights
2. Scheduled issue period : For two years from the scheduled effective date of the Shelf Registration
(July 3, 2015 to July 2, 2017)
3. Offering method : Gratis allotment of stock acquisition rights
4. Scheduled issue amount : ¥204 million
(which is the aggregate amount of the total issue prices of the stock acquisition rights (gratis) and the prices to be paid in upon exercise of the stock acquisition rights)

The Company, at the meeting of its Board of Directors held on May 11, 2015, determined the continued introduction of the Plan and submitted the Plan as a proposal to the Ordinary General Meeting of Shareholders, which approved of the Plan by a majority of the total

number of voting rights of the shareholders present (including those shareholders exercising their voting rights through voting forms).

The Plan stipulates the procedures to make a judgment of whether or not any large purchase action of shares of the Company will facilitate the maximization of its corporate value and the common interests of its shareholders. It also stipulates that in the event that a large purchaser commences a large purchase action without following the procedures or judging from the content, form and method of such large purchase action, the Company's corporate value and the common interests of its shareholders would inevitably be impaired unless the defense measure is triggered, the Company shall make a gratis allotment of stock acquisition rights with its partial call option upon triggering the defense measure. The Shelf Registration will allow the Company to make a gratis allotment of stock acquisition rights flexibly in accordance with the procedures stipulated in the Plan.

For more information on the Plan, please refer to the Company's press release "Notice Regarding Continued Introduction of the Defense Plan Against a Large Purchase Action of Shares of the Company (Takeover Defense Plan)" dated May 11, 2015.

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