

(Translation)

February 12, 2016

Name of the Company: NH Foods Ltd.

Representative: Juichi Suezawa
President and Representative Director

(Code No. 2282, First Section of the Tokyo Stock Exchange)

Person to contact: Shigeru Nakajima
Executive Officer; General Manager of
Public & Investor Relations
Department, Corporate Management
Division

Notice of Changes of Officers and Organizational Changes

It is hereby notified that NH Foods Ltd. (the "Company"), at the meeting of its Board of Directors held on February 12, 2016, approved resolutions for changes of its officers and organizational changes to be made as of April 1, 2016, as well as changes of its officers to be made in June 2016, as described below.

The changes of its officers to be made in June 2016 will be determined formerly at the 71st Ordinary General Meeting of Shareholders to be held towards the end of June 2016 and the meeting of the Board of Directors to be held thereafter.

Description

I. Changes of Directors (as of April 1, 2016):

Name	New Position	Current Position
Hiroji Okoso	Director and Senior Managing Executive Officer; General Manager of Overseas Business Division	Director and Senior Managing Executive Officer; In charge of Quality Assurance Department and Customer Service Department, and General Manager of Tokyo Branch Office
Kazunori Shinohara	Director and Managing Executive Officer; General Manager of Affiliated Business Division	Director and Executive Officer; General Manager of Affiliated Business Division
Hajime Takamatsu	Director and Executive Officer; In charge of Human Resources Department, Legal Affairs Department, General Affairs Department, Accounting & Finance Department and IT Strategy Department, Corporate Management Division and General Manager of Tokyo Branch Office	Director and Executive Officer; General Manager of Corporate Planning Department, in charge of CSR Department and IT Strategy Department, Corporate Management Division, and in charge of Research & Development Center

II. Changes of Executive Officers

1. Promotion and Changes of Positions of Executive Officers (as of April 1, 2016):

Name	New Position	Current Position
Sadanori Miyagai	Managing Executive Officer; General Manager of Administrative Division, General Manager of Business Planning Office and General Manager of Research and Examination Office, Fresh Meats Business Division	Managing Executive Officer; In charge of General Affairs Department, Human Resources Department, Legal Affairs Department and Engineering Department, Corporate Management Division
Takahito Okoso	Managing Executive Officer; In charge of Quality Assurance Department, Customer Service Department and Audit Department	Executive Officer; In charge of Audit Department
Kanji Bando	Managing Executive Officer; General Manager of Administrative Division and General Manager of Administrative Office, Overseas Business Division	Executive Officer; General Manager of Overseas Fresh Meats Operations Division, Fresh Meats Business Division
Kazuhiro Mikuni	Executive Officer; General Manager of Operations Management Division, Affiliated Business Division	Executive Officer; General Manager of Deli & Processed Foods Division and General Manager of Product Planning Office, Processed Foods Business Division
Hiroyuki Yano	Executive Officer; General Manager of Corporate Planning Department, Corporate Management Division, and in charge of Research & Development Center	Executive Officer; General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division
Sadakazu Ogawa	Executive Officer; General Manager of Sales Companies Operations Division, Sales & Marketing Division, Processed Foods Business Division	Executive Officer; General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division
Fumio Maeda	Executive Officer; General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division	Executive Officer; General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division
Masahito Kataoka	Executive Officer; General Manager of Public & Investor Relations Department and in charge of Corporate Communication Office and CSR Department, Corporate Management Division	Executive Officer; General Manager of Accounting & Finance Department, Corporate Management Division
Hideki Fujii	Executive Officer; General Manager of Asia & Europe Operations Division, Overseas Business Division	Executive Officer; General Manager of Overseas Business Strategy Department, Corporate Management Division
Shigeru Nakajima	Executive Officer; General Manager of Corporate Strategy Development Office, and in charge of Engineering Department	Executive Officer; General Manager of Public & Investor Relations Department, and in charge of Corporate Communications Office, Corporate Management Division

Name	New Position	Current Position
Nobuo Oda	Executive Officer; General Manager of Deli & Processed Foods Division, Processed Foods Business Division	Executive Officer; General Manager of Administrative Division, General Manager of Business Planning Office and General Manager of Research and Examination Office, Fresh Meats Business Division
Nobuhisa Ikawa	Executive Officer; General Manager of Food Services Division and General Manager of Delicatessen Department, Sales & Marketing Division, Processed Foods Business Division	Executive Officer; General Manager of Food Services Division, Sales & Marketing Division, Processed Foods Business Division

2. Appointment of New Executive Officers (as of April 1, 2016):

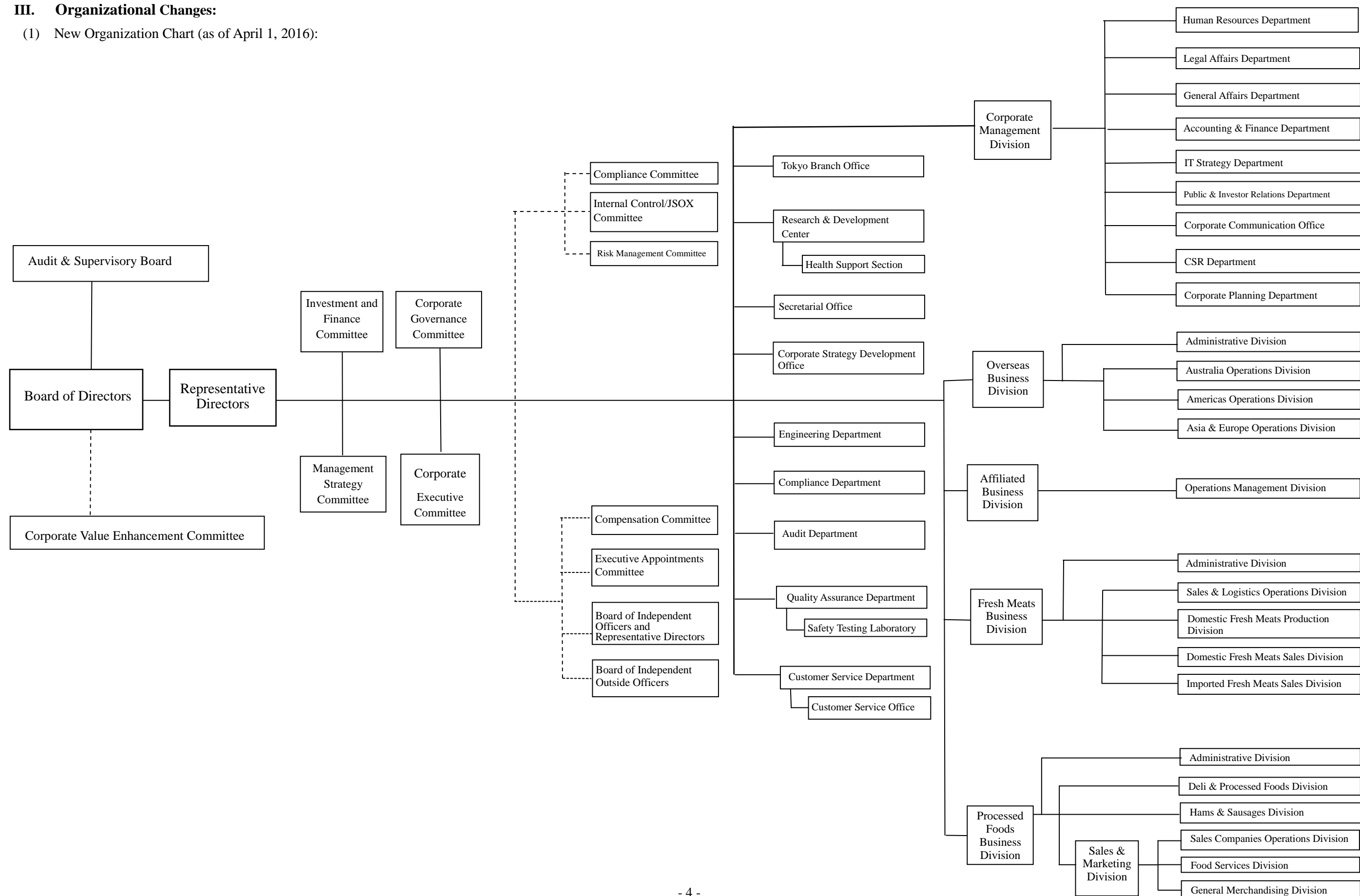
Name	New Position	Current Position
Kenichi Nagai	Executive Officer; General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division	President and Representative Director, Nippon White Farm Co., Ltd.
Takao Seki	Executive Officer; General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division	General Manager of Domestic Beef Department, Domestic Fresh Meats Sales Division, Fresh Meats Business Division

3. Retirement of Executive Officer (as of March 31, 2016):

Name	New Position	Current Position
Shunichi Ogata	Special Advisor (as of April 1, 2016)	Managing Executive Officer; General Manager of Quality Assurance Department and General Manager of Customer Service Department

III. Organizational Changes:

(1) New Organization Chart (as of April 1, 2016):



IV. Changes in the fundamental structure:

1. Establishment of organization

- Establishment of a new "Overseas Business Division"

For the Nipponham Group to make concerted efforts together to "Accelerate to a global company" promulgated as a management policy in its New Medium-Term Management Plan Part 5, the Company will establish a new "Overseas Business Division", as well as three business divisions by area (Americas Operations Division, Australia Operations Division and Asia & Europe Operations Division) and an Administrative Division under its control.

Accordingly, all overseas subsidiaries and affiliated companies currently under the control of the Business Divisions (Processed Foods Business Division, Fresh Meats Business Division and Affiliated Business Division) will be under the control of the "Overseas Business Division".

By transferring and integrating its overseas business currently conducted by those Business Divisions to the "Overseas Business Divisions", the Company will accelerate the conversion of its business model centering on export to Japan to the one centering on sales in local markets. In the overseas market, the Company will strongly promote the provision of a wide variety of products and services, including fresh meats, hams and sausages, processed foods, marine products and dairy products, by taking advantage of the comprehensive strength of the Nipponham Group to increase overseas net sales. Thus, the Company will promote its growth strategies under the structure of its four divisions of Processed Foods Business, Fresh Meats Business, Affiliated Business and Overseas Business.

- Establishment of a new "Sales Companies Operations Division" under the control of the Sales & Marketing Division of the Processed Foods Business Division

To enhance cooperation among the sales companies in the Processed Foods Business Division and sales departments of the other Business Divisions, the Company will establish a new "Sales Companies Operations Division" under the control of the Sales & Marketing Division of the Processed Foods Business Division.

- Establishment of a new "Operations Management Division" under the control of the Affiliated Business Division

To strengthen management support for the companies in the Affiliated Business Division and promote growth strategies, the Company will establish a new "Operations Management Division" under the control of the Affiliated Business Division.

- Establishment of a new "Corporate Strategy Development Office"

To implement and promote Group-wide reform projects, the Company will establish a new "Corporate Strategy Development Office".

- Establishment of a new "Secretarial Office"

To strengthen support to top management and public-relations functions, the Company will establish a new "Secretarial Office".

2. Abolition of organization units

- Abolition of the "Overseas Business Strategy Department" and "Overseas Fresh Meats Operations Division":

With the establishment of a new "Overseas Business Division", the "Overseas Business Strategy Department" under the control of the Corporate Management Division and the "Overseas Fresh Meats Operations Division" under the control of the Fresh Meats Business Division will be dissolved in order that a better organization may be formed.

3. Change of the control of an organization unit

- The "Engineering Department" under the control of the Corporate Management Division will be transferred to the direct control of management.

To strengthen functions of screening the Group's investments and asset transactions in advance, the "Engineering Department" under the control of the Corporate Management Division will be transferred to the direct control of management.

<For reference>

▪ Management Structure as of April 1, 2016 (scheduled):

• Directors

President and Representative Director (President and CEO)	Juichi Suezawa	
Vice President and Representative Director (Executive Vice President)	Yoshihide Hata	General Manager of Corporate Management Division
Representative Director and Senior Managing Executive Officer	Koji Kawamura	General Manager of Processed Foods Business Division
Director and Senior Managing Executive Officer	Hiroji Okoso	General Manager of Overseas Business Division
Director and Senior Managing Executive Officer	Katsumi Inoue	General Manager of Fresh Meats Business Division
Director and Managing Executive Officer	Kazunori Shinohara	General Manager of Affiliated Business Division
Director and Executive Officer	Tetsuhiro Kito	General Manager of Sales & Marketing Division, Processed Foods Business Division
Director and Executive Officer	Hajime Takamatsu	In charge of Human Resources Department, Legal Affairs Department, General Affairs Department, Accounting & Finance Department, IT Strategy Department, Corporate Management Division General Manager of Tokyo Branch Office
Director (Outside)	Toshiko Katayama	
Director (Outside)	Iwao Taka	

• Audit & Supervisory Board Members

Audit & Supervisory Board Member	Hiroshi Itagaki	(Full-time)
Audit & Supervisory Board Member	Koichi Nishihara	(Full-time)
Audit & Supervisory Board Member (Outside)	Akira Otsuka	
Audit & Supervisory Board Member (Outside)	Akihiko Shiba	
Audit & Supervisory Board Member (Outside)	Atsushi Iwasaki	

• Executive Officers

Managing Executive Officer	Sadanori Miyagai	General Manager of Administrative Division, General Manager of Business Planning Office and General Manager of Research and Examination Office, Fresh Meats Business Division
Managing Executive Officer	Takahito Okoso	In charge of Quality Assurance Department, Customer Service Department and Audit Department

Managing Executive Officer	Kanji Bando	General Manager of Administrative Division and General Manager of Administrative Office, Overseas Business Division
Executive Officer	Kazuhiro Mikuni	General Manager of Operations Management Division, Affiliated Business Division
Executive Officer	Koichi Oyama	General Manager of Administrative Division, Processed Foods Business Division
Executive Officer	Hiroyuki Yano	General Manager of Corporate Planning Department, Corporate Management Division In charge of Research & Development Center
Executive Officer	Shuji Okoso	General Manager of Hams & Sausages Division, Processed Foods Business Division
Executive Officer	Sadakazu Ogawa	General Manager of Sales Companies Operations Division, Sales & Marketing Division, Processed Foods Business Division
Executive Officer	Fumio Maeda	General Manager of Sales & Logistics Operations Division, Fresh Meats Business Division
Executive Officer	Masahito Kataoka	General Manager of Public & Investor Relations Department In charge of Corporate Communication Office and CSR Department, Corporate Management Division
Executive Officer	Hideki Fujii	General Manager of Asia & Europe Operations Division, Overseas Business Division
Executive Officer	Keiji Maeda	General Manager of General Merchandising Division, Sales & Marketing Division, Processed Foods Business Division
Executive Officer	Shigeru Nakajima	General Manager of Corporate Strategy Development Office In charge of Engineering Department
Executive Officer	Nobuo Oda	General Manager of Deli & Processed Foods Division, Processed Foods Business Division
Executive Officer	Tadaaki Ito	General Manager of Imported Fresh Meats Sales Division, Fresh Meats Business Division
Executive Officer	Nobuhisa Ikawa	General Manager of Food Services Division and General Manager of Delicatessen Department, Sales & Marketing Division, Processed Foods Business Division
Executive Officer	Kuniharu Hirai	General Manager of Compliance Department
Executive Officer (New)	Kenichi Nagai	General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division
Executive Officer (New)	Takao Seki	General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division

V. Election and Retirement of Audit & Supervisory Board Members (scheduled towards the end of June 2016):

1. Candidate for New Audit & Supervisory Board Member:

Name	New Position	As of April 1
Shunichi Ogata	Audit & Supervisory Board Member	Special Advisor

2. Retiring Audit & Supervisory Board Member:

Audit & Supervisory Board Member Hiroshi Itagaki

<For reference>

- Management Structure after the Ordinary General Meeting of Shareholders to be held towards the end of June 2016 (scheduled):
 - Directors

President and Representative Director (President and CEO)	Juichi Suezawa	
Vice President and Representative Director (Executive Vice President)	Yoshihide Hata	General Manager of Corporate Management Division
Representative Director and Senior Managing Executive Officer	Koji Kawamura	General Manager of Processed Foods Business Division
Director and Senior Managing Executive Officer	Hiroji Okoso	General Manager of Overseas Business Division
Director and Senior Managing Executive Officer	Katsumi Inoue	General Manager of Fresh Meats Business Division
Director and Managing Executive Officer	Kazunori Shinohara	General Manager of Affiliated Business Division
Director and Executive Officer	Tetsuhiro Kito	General Manager of Sales & Marketing Division, Processed Foods Business Division
Director and Executive Officer	Hajime Takamatsu	In charge of Human Resources Department, Legal Affairs Department, General Affairs Department, Accounting & Finance Department, IT Strategy Department, Corporate Management Division, General Manager of Tokyo Branch Office
Director (Outside)	Toshiko Katayama	
Director (Outside)	Iwao Taka	

- Audit & Supervisory Board Members

Audit & Supervisory Board Member	Koichi Nishihara	(Full-time)
Audit & Supervisory Board Member	Shunichi Ogata	(Full-time)
Audit & Supervisory Board Member (Outside)	Akira Otsuka	
Audit & Supervisory Board Member (Outside)	Akihiko Shiba	
Audit & Supervisory Board Member (Outside)	Atsushi Iwasaki	

- Executive Officers

Managing Executive Officer	Sadanori Miyagai	General Manager of Administrative Division, General Manager of Business Planning Office and General Manager of Research and Examination Office, Fresh Meats Business Division
Managing Executive Officer	Takahito Okoso	In charge of Quality Assurance Department Customer Service Department and Audit Department

Managing Executive Officer	Kanji Bando	General Manager of Administrative Division and General Manager of Administrative Office, Overseas Business Division
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Executive Officer	Nobuhisa Ikawa	General Manager of Food Services Division and General Manager of Delicatessen Department, Sales & Marketing Division, Processed Foods Business Division
Executive Officer	Kuniharu Hirai	General Manager of Compliance Department
Executive Officer (New)	Kenichi Nagai	General Manager of Domestic Fresh Meats Production Division, Fresh Meats Business Division
Executive Officer (New)	Takao Seki	General Manager of Domestic Fresh Meats Sales Division, Fresh Meats Business Division

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