

## Nichirei Group Company Management Principles

#### Mission

# Focus on Lifestyles, and Provide True Satisfaction.

The Group makes every effort to create products and provide services that, while enriching lifestyles, help people live healthy and happy lives.

#### Vision

The Group aims to be a food pioneer, supplying exceptional foods and logistics services; creating and providing products and services that satisfy customers in terms of quality and value; and growing together with society as a trusted, respected business.

#### Communication Message

# **Creating Savory Moments**

Nichirei Group Company Management Principles / External Review .. 01

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## **External Review**

#### Incorporation of SRI Index (Fiscal 2017 (FY18/3))



#### **Review/Awards**

- Health and Productivity Management Organization White 500 (FY18/3, FY19/3)
- Tokyo Stock Exchange 6th Corporate Value Improvement Award, Excellence Award (FY18/3)
- Green Logistics Partnership Conference Outstanding Business Award (FY18/3)



#### Website

For other information, please visit our website.



Nichirei Company Information https://www.nichirei.co.jp/english/corpo/

CSR Information https://www.nichirei.co.jp/english/csr/ Investor Relations https://www.nichirei.co.jp/english/ir/

#### Targets

Nichirei Corporation and its consolidated subsidiaries in Japan and overseas.

#### **Target Period**

April 1, 2017-March 31, 2018 (Some information from outside of this period is included)

**Issue Date** October 2018

#### **Notes about Future Prospects**

Statements in this report pertaining to future business performance and so on consist of rational judgments based on currently available information and contain a degree of uncertainty. Actual business performance may differ due to a variety of factors.

#### **Editorial Policy**

The Nichirei Integrated Report 2018 is issued to provide a broad overview of the financial and non-financial aspects of Nichirei Group. The main focus is information pertaining to Nichirei Group's strategy for enhancing corporate value as well as ESG. For more information, please visit our website.

# Nichirei's History

#### The Birth of Nichirei Group Promoting Business Diversification

After the war, the company transformed from a semigovernmental company to a private company. During the reconstruction period, in addition to its cold storage and marine product businesses, its processed foods and meat and poultry businesses developed in multiple ways as well. Certain that businesses based on refrigeration, such as cold chains and frozen food, would develop in the future, the company promoted the development and spread of prepared frozen foods.

#### Business Expansion Based on Refrigeration Completing a Logistics Network

The Nichirei brand expanded robustly during the period of high economic growth through the popularization of refrigerators and other home appliances. With the cold chain plan introduced by the Science and Technology Agency serving as a tailwind, the company developed long-distance low-temperature transportation vehicles that linked large refrigerated warehouses and established a frozen food distributor.

## 1940s to 1950s

#### 1942

Teikoku Marine Products Control Company established



#### 1943

Marine product business and ice-making, cold storage, and freezing business established





#### 1945

Nippon Reizo established as private company

#### Around 1953

Began sale of frozen oranges, strawberries, and juice

1954

Began sale of prepared frozen foods

1955

Began at-sea exportation of marine products

#### 1956

Began meat and poultry business

Provided frozen food to Antarctic expedition team



## 1960s to 1970s

#### 1960

Nichirei brand established Nichirei star symbol used at the time



#### 1963

Developed long-distance frozen cargo vehicles

Created logistics network, contributing to "cold chain plan" spearheaded by the government



#### 1964

#### Contributed to Tokyo Olympic Games

Provided large amounts of various frozen foods to Olympic village



Nichirei was established to provide a safe and reliable supply of food products during the postwar era, when food shortages were a serious problem. It has steadily grown while developing a variety of businesses to support Japan's dietary habits. As a company on the cutting edge of the food industry, we aim to meet society's expectations and continue to earn people's trust.

#### Establishment of the Nichirei Brand Promoting Business Internationalization

The Nichirei brand was established as part of our corporate identity. We made efforts to create new businesses and internationalize our operations. Social progress by women and the diversification of the family structure contributed to the "externalization of food." The expansion of frozen food products for business use, the sale of microwaveable frozen family dinners, and other such developments addressed the changing of the times.

#### Creation of New Customer Value Aiming for Further Growth

To address the diversification in lifestyles and expedite management, we became a holding company. We will aim for further development by creating new value through utilizing our Group's unique traits and overall ability.

## 1980s to 1990s

#### 1982

Expansion into the biotechnology field



Company name is changed to Nichirei

#### Around 1985

**Transit logistics center operations established** One of the first logistics centers for retail distribution businesses

#### 1987

Creation of the acerola drink Currently sold by SUNTORY FOODS LIMITED

#### Sales of frozen rice for home use are strengthened

*Ebi Pilaf* (shrimp pilaf) for home use goes on sale



#### 1988

#### Logistics expands overseas

#### 1994

Development of microwaveable croquettes

*Shin·Renji-Seikatsu* series one of the first microwaveable frozen food products to go on sale



(In 1987)

## 2000s to present

#### 2000

#### Quality assurance system enhanced

Management system and quality assurance enhanced in the wake of issue with pesticide residue in China-produced frozen vegetables and other issues

#### 2001

The frozen food *Honkaku-Itame Cha-Han* (fried rice) for home use goes on sale

2005

We become a holding company

#### 2007

**Directly managed poultry farm established** We begin raising *Junwakei* chickens in Hirono Town, Iwate Prefecture

#### 2011

# High-performance large refrigerated warehouses constructed

A seismic isolation system, facial recognition system, and other industry-leading technology is introduced at the Higashi-Ogishima Distribution Center in Kawasaki City, Kanagawa Prefecture



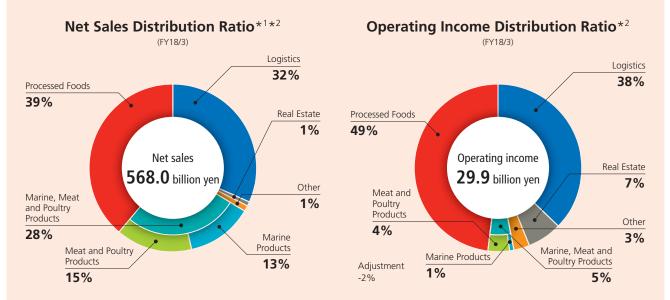
#### 2017

The frozen food *Tokukara* (fried chicken) for home use goes on sale

# **Overview of Nichirei Group**

# Nichirei Group

Nichirei Group is expanding its business initiatives in the areas of marine/meat and poultry products, bioscience, real estate, and so on, with a focus on processed foods and logistics. Under the holding company responsible for the overall Group strategy, each of our operational companies aims to create new value for our customers through flexible fulfillment of business activities and raising corporate value over the medium and long terms.

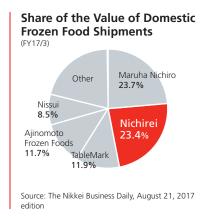


\*1 The distribution ratio was calculated based on net sales to external customers. \*2 Amounts and percentages are rounded off.

## **Processed Foods Business**

#### Description of Business

We aim to observe how people live and contribute to the realization of a healthy society through food based on the seven basic values of deliciousness, health, enjoyment, safety and security, simplicity and convenience, reliable supply, and reasonable price. We will continue to refine our unique abilities and create superb value through frozen foods, retort pouch foods, and wellness foods and become the most trusted food company in the world.



Household Prepared Frozen Food Ranking

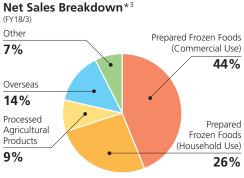
Ranking	Company
1	Nichirei Foods
2	Maruha Nichiro
3	Ajinomoto Frozen Foods
4	TableMark
5	Nissui
*Nationwi	do papel survey of individual consumers

\*Nationwide panel survey of individual consumers Total from April 2017-March 2018 (Source) INTAGE Inc. SCI

(Prepared frozen food purchase amount per 100 people; purchase route includes co-op stores)



**Processed Foods Business** 



\*3 Does not include eliminations within subsegments.

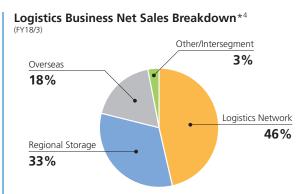
## **Logistics Business**

#### Description of Business

This Group is the largest domestic temperature-controlled logistics group, and it consists of the Logistics Network, which is focused on transportation and delivery; Regional Storage, which is in charge of refrigerated warehouse functionality; Overseas Business, which handles operations in Europe, China, Thailand, and Malaysia; and Engineering Services, which performs everything from temperature-controlled logistics facility planning and design to maintenance management. We provide high-quality service throughout the entirety of our supply chain, from transportation

and delivery, storage, and logistics processing linked by an advanced logistics information system to the design, construction, and maintenance of logistics centers.





\*4 Does not include eliminations within subsegments.

#### Marine Products, Meat and Poultry Products Business

#### Description of Business

We promote the development of the premium products of our marine, meat, and poultry products by utilizing our global procurement abilities and emphasizing freshness, deliciousness, safety, security, health, and eco-friendliness. We also keep sustainability in mind, paying attention to resources and the environment while aiming to create better value for consumers.



#### Ranked #1 in Terms of Share of Refrigerated Warehouse Capacity\*<sup>5</sup> (Domestic)

		Capacity (Ten Thousands of	
Ranking	Name	Tons)	Share (%)
1	Nichirei Logistics Group, Inc.	151	10
2	Yokohama Reito Co., Ltd.	86	6
3	Maruha-Nichiro Group	66	4
4	Toyo Suisan Group	49	3
5	Chilled & Frozen Logistics Holdings	48	3

Source: Japan Association of Refrigerated Warehouses materials processed at the company (as of April 2018) \*5 Warehouse Storage Space

#### Ranked #5 in Terms of Share of Refrigerated Warehouse Capacity\*<sup>5</sup> (Global)

Ranking	Company/Group Name	Capacity (Ten Thousands of Tons)	Main Countries of Business
1	Americold Logistics	1,083	U.S., etc.
2	Lineage Logistics	869	U.S., etc.
3	Swire Group	406	U.S., etc.
4	AGRO Merchants Group, LL	245	U.S., etc.
5	Nichirei Logistics Group, Inc.	197	Japan, etc.
6	Kloosterboer	187	Netherlands, etc.
7	NewCold Coöperatief U.A.	159	Netherlands, etc.
8	VersaCold Logistics Services	150	Canada
9	Interstate Warehousing, Inc.	114	U.S.
10	Frialsa Frigoricos S.A. De C.V.	110	Mexico

Source: IARW (International Association of Refrigerated Warehouses) "Global Top 25 List" processed at the company (As of April 2018)

## **Bioscience Business**

#### Description of Business

We provide high-quality products and services in the cell biology field, through biotechnology that enables us to contribute to the

physical and mental health of as many people as possible, and functional materials, by utilizing Nichirei Group's ingredient procurement capabilities.



#### Description of Business

We rent and manage office building space to make the most of the company-owned land.

# Nichirei's Value Creation Model

#### **Opportunities and Risks**

#### **Climate Change**

#### Opportunities

- Demand for food supply regulation functionality via cold storage
- Demand for eco-friendly products and services

#### Risks

- Warming may cause changes in regions where raw ingredients are produced
- Increased cost of warming countermeasures, etc.

#### Supply Chain Management

#### Opportunities

- Demand for food traceability
- Demand for ethical products and services
- Demand for sustainable raw ingredients

#### Risks

Cost of creating a sustainable supply chain

#### **Food Waste**

#### Opportunities

- Demand for frozen ingredients
- Demand for temperature-controlled storage services

#### **Health-consciousness**

#### Opportunities

Demand for health-conscious products

#### **Decrease in Japan's Population**

#### Opportunities

- Increase in demand for simple and convenient food products due to social progress by women and changes in the family structure
- Demand for new foods and services that address labor shortages

#### Risks

 Lack of human resources and passing down technology and know-how

#### Main Businesses

## **Processed Foods**

Frozen food brand strength Quality assurance ability Product development capabilities Equipment capacity Expansive market and sales network



# Research and Development

#### Procurement

#### Customers and Business Partners

Business ecosystem Cold chain Customer base

Total Assets 368.7 billion yen

Grade A<sup>\*1</sup> (End of March 2018)

# Our

#### **Production Factories**

15 domestic factories, four overseas factories

#### Storage Warehouse Capacity\*2\*3\*4

1,510,000 tons domestically, 460,000 tons overseas

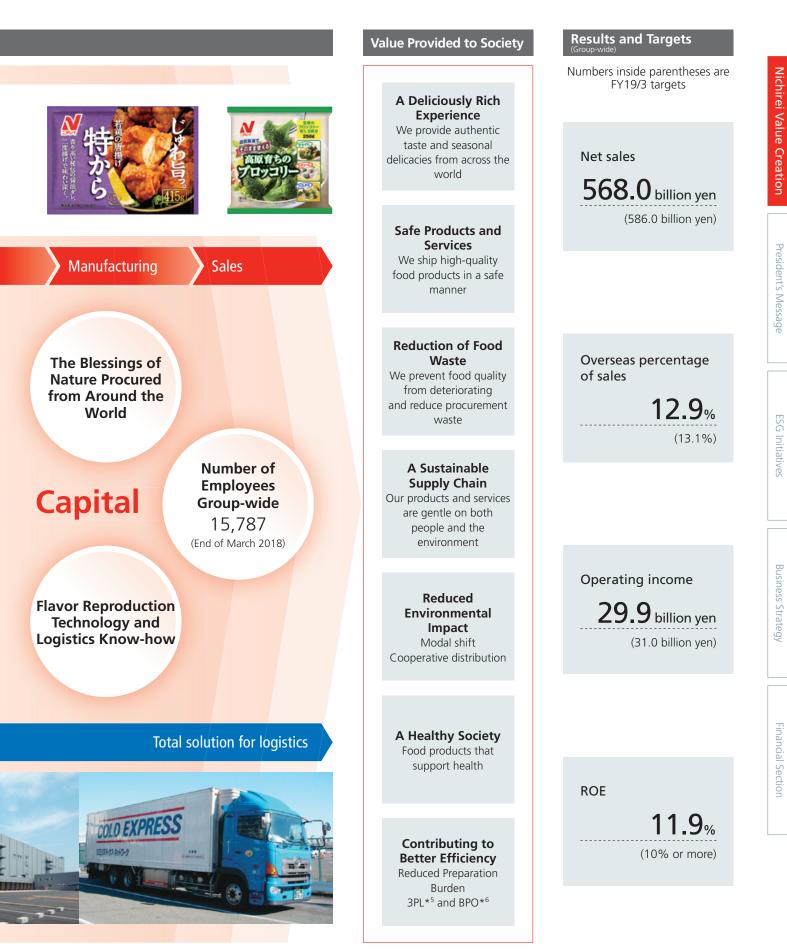
## Logistics

Logistics brand strength Location advantage #1 refrigerated warehouse capacity domestically\*<sup>3</sup>, #5 worldwide \*<sup>4</sup> One-stop logistics service

Refrigerated warehouse equipment technology strength



Nichirei Group provides value to society in diverse ways with regards to a variety of opportunities and risks, using its businesses centered on processed foods and logistics. We will continue to expand our corporate value and contribute to the realization of a sustainable society.



\*5 3PL: Abbreviation of Third Party Logistics \*6 BPO: Abbreviation of Business Process Outsourcing

President's Message

# **President's Message**

Our Medium-Term Management Plan is progressing nicely. We will produce new value through technological innovation and provide "spiritual satisfaction" to our customers.

**Kunio Otani** ' Representative Director and President Nichirei Corporation

#### **Progress of Medium-Term Management Plan**

					Billions of yen
	Results		Projected Results	Comparing FY1	
	FY17/3	FY18/3	FY19/3	Variance	% Change
Processed Foods	205.0	220.7	229.0	15.7	7.6%
Marine Products	69.4	71.5	75.0	2.1	3.1%
Meat and Poultry	88.1	90.4	92.0	2.3	2.6%
Logistics	186.9	195.1	200.0	8.2	4.4%
Real Estate	4.6	4.9	4.8	0.2	5.0%
Other	4.5	5.3	5.7	0.9	19.2%
Adjustment	-18.9	-19.9	-20.5	-1.0	-
Net Sales	539.7	568.0	586.0	28.4	5.3%
Processed Foods	13.9	14.6	15.0	0.7	5.0%
Marine Products	0.8	0.3	0.7	-0.5	-61.6%
Meat and Poultry	1.6	1.3	1.4	-0.3	-19.2%
Logistics	10.6	11.3	11.5	0.6	5.9%
Real Estate	2.1	2.2	2.2	0	1.3%
Other	0.6	0.8	0.8	0.2	34.1%
Adjustment	-0.3	-0.5	-0.6	-0.2	-
Operating Income	29.3	29.9	31.0	0.6	2.0%
Ordinary Income	29.1	30.7	31.0	1.5	5.3%
Profit Attributable to Owners of Parent	18.8	19.1	19.8	0.3	1.8%

\*The profit attributable to owners of parent indicates the net income that will be returned to the shareholders of the parent company. \*Amounts and percentages are rounded off.

#### Results for FY18/3 Revenue and earnings gains on steady growth in mainstay Processed Foods and Logistics businesses

Regarding Nichirei Group's financial results for fiscal 2017 (FY18/3), our Processed Food and Logistics businesses were the main drivers, resulting in net sales of 568.0 billion yen, a 5.3% increase compared to the previous period, and operating income of 29.9 billion yen, a 2.0% increase compared to the previous period. Due to increased equity in earnings of affiliates, our ordinary income increased to 30.7 billion yen, a 5.3% increase over the previous period, and while we did suffer losses on retirement of non-current assets and other extraordinary losses of 1.5 billion yen, a 1.8% increase over the previous term. Looking back, I think we can say that it has been a strong year overall.

I think the rapid shift in the structure of the household was one of the reasons for the increase in income from our Processed Foods business. The number of one-person and older households has grown, which resulted in expanded use of frozen foods. So we were able to increase sales significantly by supplying products that meet the demands of these consumers. Also, with regards to our processed chicken products and rice products, two of our key product categories, we not only enhanced the production capacity of our key factories in Thailand and Japan, but also constantly ran TV commercials and other promotions, raising their profile and attracting consumers who had never tried a Nichirei food product before. So I think that clever creation of a favorable investment and sales cycle contributed to our steady growth as well.

Our logistics business also fared well. While rising human resource and electricity costs, rising transportation and delivery costs, and other factors contributed to rising expenditures, we steadily incorporated demand for storage while promoting

**Financial Section** 

Due to reasons such as the aforementioned, the demand for frozen foods has increased, and a growing number of not only mass retailers, but also drugstores and convenience stores are stocking them. The amount of meat/poultry and marine products and other imported products has been increasing yearly as well, primarily in the metropolitan area, firmly increasing the need for logistics. To respond to this kind of situation, we have spent the last several years constructing new logistics centers in Higashi-Ogishima (Kanagawa) and Sakishima (Osaka) and methodically enhancing our facilities, incorporating demand for storage and increasing our profits.

With our marine, meat, and poultry business, we suffered reduced profits due to procurement and sales difficulties caused by an increase in shrimp procurement costs and other factors, but by providing optimally processed products to meet consumer needs, we addressed business challenges by, for example, expanding sales aimed at those who dine out and those who eat ready-made meals. Overall, I believe we have made strong progress.

In our bioscience business, we are planning to shift our research and production base in preparation for an expansion of our business, which will result in depreciation and increased personnel costs, but from the perspective of business growth, it is clear that we are steadily moving forward.

#### > "POWER UP 2018" medium-term management plan progress and FY19/3 prospects

#### Focus on investments for sustainable earnings growth

If I were to identify the main business management challenges facing us, they would be figuring out how to increase net sales, how to increase cost competitiveness, and how to go about changing our structure and organization control. With these issues in mind, we created the three-year "POWER UP 2018"

Last year was the second year of this plan, and our net sales

and operating income have already exceeded the targets set by the plan, so we are making steady progress. I think this is the result of our constant hard work toward solving the issues identified by the plan when it was created. Particularly on the domestic front, we implemented policies for sustainable profit growth and increased capital efficiency, resulting in strong business performance.

Additionally, we must achieve sustainable growth while also addressing the issues of climate change, respect for human rights, resource conservation, and other clear challenges facing us. One of the most serious issues facing Japan now is that of severe labor shortages resulting from the declining birthrate and aging population. To address this, we believe that further utilization of the all-encompassing Internet of Things and AI is our prime task, so we have been pouring our efforts into technological innovation. For example, in the Logistics business, where labor shortages are especially pressing, we are making various labor- and energysaving efforts, such as digitizing warehouse interior work, implementing an advance truck reservation system to reduce waiting times, using data analysis for more efficient worker placement, and so on. Furthermore, in our Processed Foods business, we have partnered with Kindai University to develop ingredient selection technology powered by AI to make progress toward automating the processes of removing foreign matter from vegetables and such and eliminating the three major impurities (bone, feathers, and bloodstains) from chicken meat.

Overseas, while we are pursuing development with a focus on our Processed Foods and Logistics businesses, business expansion has been proceeding more slowly than we originally planned. One of the reasons for this is the lack of personnel to handle our overseas expansion operations. Going forward, we want to make more proactive investments in human resources. However, there is no point in just blindly expanding our business. Our objective is to utilize Nichirei Group's superior technology and the know-how we have accumulated domestically to provide value that meets

#### Medium-Term Management Plan (FY2016-2018)

## **POWER UP 2018**

For FY19/3, we anticipate a difficult business environment due to rising ingredient and human resource costs, among other factors. We aim to contribute to the resolution of social issues through our businesses while accurately gauging the changes in the management environment to ensure stable and steady growth.

Through capital expenditures focused on our mainstay Processed Foods and Logistics businesses, we will enhance enterprise value by strengthening the foundations for the growth of the corporate group.

#### General Strategy

- Ensure sustainable earnings growth and raise capital efficiency.
- Pursue continued expansion in scale for overseas business.
- Further enhance the Nichirei Group's capabilities for quality assurance.
- Continue to strengthen corporate governance and other ESG-related efforts.
- Focus more intently on utilizing diverse personnel.

#### FY19/3 Group Targets (November 1, 2016 external announcement)

Net sales	567.0 billion yen
Operating income	28.6 billion yen
Net income	18.2 billion yen
Total capital investment over three years (including leasing)	90.5 billion yen

the needs of locals. Without forgetting where everything started, we will accelerate overseas expansion through resource investments of an appropriate scale. Our overseas sales ratio was 12.9% in FY18/3; I want to raise that to 20% within five years.

Additionally, mergers and acquisitions are another management choice, assuming the companies in question fit Nichirei Group's business strategy. The fact that we have such financial leeway is another one of our strengths. Our debt equity ratio is currently about 0.5, and if we extend our leverage further, we could potentially acquire a considerably large company. However, simply expanding isn't good in and of itself, so we need to carefully evaluate the merits of each individual case before moving forward.

#### A Vision for Future Growth Creating new, unique value that focuses people's lifestyles

One of Nichirei Group's missions is to "Focus on Lifestyles, and Provide True Satisfaction" Whether it be food or logistics, we will clearly identify how people go about their lives and provide them with not only physical satisfaction, but also holistic satisfaction. To increase society's trust in us, we must first and foremost faithfully accomplish this mission. To that end, I want Nichirei to create new value only it can create, and the keys to this are utilizing the bounties of nature and providing strong social infrastructure. Specifically, we must make full use of one of our biggest strengths, our original cooking technology, to create products that make people think that they are delicious precisely because they are frozen. To do this, we must work on refining our technology day by day to create a high level of added value.

The quality of Nichirei Group's logistics services is excellent, even when viewed based on global standards. We will continue to incorporate the Internet of Things and AI to create operations that are more sophisticated and efficient. By expanding this business model both domestically and globally and providing all regions with a high-quality logistics network, we can offer satisfaction to a large number of customers.

It is also essential that we take a more long-term view with regards to management practices. For FY18/3, two of our primary objectives are providing safe products and services and creating a sustainable supply chain. In the food products and logistics businesses, if you cannot provide safe products and services, you will be a major detriment to society. Everything depends on the supply chain, so it must be sustainable. These important matters are both great opportunities for us to create value as well as significant risk factors. It is essential to keep both of these in mind when expanding our business.

I believe that there can be no customer satisfaction without employee satisfaction. To provide satisfaction to our customers, we must first make our company one where our employees wish to work. In other words, our company must facilitate work by fostering trust among its employees, and it must give people the will to work by providing them with a sense of satisfaction through their duties. It is when you combine these two factors that you get a company where employees want to work. Creating a company where employees want to work increases their motivation, which increases productivity and leads to the creation of new value. This results in higher net sales, which allows the organization to become stronger. Creating this kind of beneficial cycle is one of management's chief roles. Reforming the work style as well as health management are both a part of this effort.

When it comes to corporate governance, the most important thing is to make management as transparent as possible. At our company, we have had three outside directors for a long time, and three of our five auditors are outside of the company as well. These external officers actively share their views with the Board of Directors and other such bodies, and we can state with confidence that we have achieved a high degree of transparency in our management. Furthermore, two of our outside directors are women, and we are creating an environment in which we can receive input from a diverse array of perspectives.



In 2015, over 150 heads of state participated in the Sustainable Development Summit hosted by the United Nations, and the 2030 Agenda for Sustainable Development was adopted to create a brighter future for both humans and the world. This action plan consists of 17 goals and 169 targets, which together comprise sustainable development goals (SDGs). Achieving these goals requires that governments, firms, and civil society work together. Through its business activities and the "Nichirei Pledge," Nichirei Group is making efforts to achieve these SDGs.

#### Nichirei Group's Top Priorities

- Provide safe products and services
- Maintain a sustainable supply chain

We will redouble our efforts in these areas so that, by the time our 100-year anniversary arrives in 2045, the value Nichirei Group provides for its customers' lifestyles will have spread throughout the world, making us a company that people appreciate. At present, that is our major goal.

In addition, 2030 is the target year for achieving the SDGs established by the UN and shared across the globe, and we aim to achieve these goals as well and further our contributions. There are many areas in which we can contribute, such as the fight against hunger and climate change, the pursuit of innovation, and the conservation of ocean and land resources, but the one that is most closely tied to our businesses is Goal #12: responsible consumption and production. By reducing food waste through effective utilization of frozen foods, marine, meat, and poultry products, and logistics services, I believe we can contribute to the achievement of these SDGs.

#### Financial Strategies Appropriate distribution of investments and shareholder returns

With our financial strategy as well, we are generally making progress according to our medium-term management plan. Going forward, we will continue to make investments that spur growth while also actively investing in enhancements to our business fundamentals to support the maintenance and increase of our medium- to long-term competitive strength.

Additionally, to ensure efficient and stable procurement of business funds, we will continue to be mindful of capital efficiency, growth potential, and financial soundness while maintaining a balanced capital structure and continuing to distribute stable dividends to our shareholders. Specifically, we will maintain benchmarks of 10% or more for ROE (return on equity) and 2.5% or more for DOE (dividend on equity). We plan to increase the dividend for the fiscal year ended March 2019 (FY19/3), by two yen, bringing it to 32 yen for the year.

#### A Message to Our Stakeholders Maintaining constructive dialogue as we work towards realizing our mission

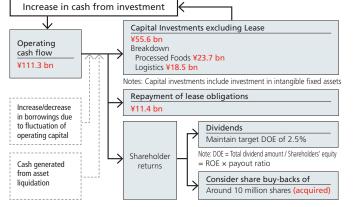
This report was created through a careful process that summarized the opinions gained through several discussions among a number of departments within the company. I have personally confirmed that the results and future objectives are based on an accurate picture of current conditions. I hope that reading this report will help as many people as possible better understand Nichirei Group.

Going forward, to fulfill our mission to "Focus on Lifestyles, and Provide True Satisfaction," we will continue to examine our stakeholders' lifestyles and do our best to provide value that leads to your satisfaction. Please feel free to read this report and share your honest opinions with us. I wish to deepen the dialogue between us and use this to further our growth as a company.

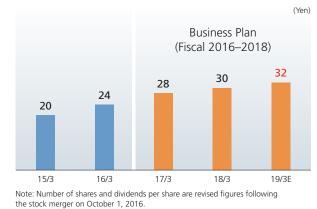
# Nichirei Value Creation

#### **Financial Strategies**

• Distribution of Operating Cash Flow (3-year cumulative forecast)



#### Dividends per Share



# **ESG Initiatives**

#### **ESG Initiatives**

Nichirei Group, through its management principles, conducts its business activities with the goal of achieving sustainable growth and increasing medium- to long-term corporate value. In our medium-term management plan "POWER UP 2018" that started in Fiscal 2016 (FY17/3), we declared that continued strengthening of corporate governance and other ESG initiatives is necessary for achieving sustainable growth. Based on this policy, in 2016, we established the CSR Management discussion meeting to allow the entire Group to work on corporate governance, the environment, society, creating a sustainable supply chain, and other issues. At this meeting, we began revising the basic CSR policy to clearly identify the items that are important for Nichirei Group to be able

to make a sustainable society a reality. On April 1 of 2017, we established the Nichirei Pledge as our basic CSR policy. The Nichirei Pledge clarifies the original policy while also

The Nichirei Pledge clarifies the original policy while also adding the new themes which are to "provide safe products and services" to strengthen the foundation of our business and "maintain a sustainable supply chain" that makes this possible. These two additional themes are considered high-priority items, and we will enhance the disclosure of relevant efforts and information.

Going forward, we will promote additional efforts, such as tackling human rights issues in our supply chain, and continue to strengthen the entire Group's ESG initiatives.

#### **Initiative Framework**

To manage ESG activities across the Nichirei Group, the entirety of Nichirei Corporation, the Group's holding company, functions as the Corporate Social Responsibility Headquarters, with the company president serving as chairperson. This allows for initiatives related to the environment, society, and governance to be promoted across the Group. In addition, the director serving as CSR headquarters vice chairperson acts as the owner and holds the CSR management discussion meeting comprised of members of each Group company. During this meeting, we discuss the Group's common basic policy, efforts by each operating company to address social and environmental issues, maintain a sustainable supply chain, and so on. The conclusions reached during these discussions are reported to the Board of Directors and management conference, then put into action once approval is received from management.

Furthermore, in FY18/3, we established the CSR Promotion Group in Nichirei Corporation's Strategic Planning Department, which provides assistance to the operating companies.

## The Nichirei Pledge Working to Make Our Communities More Sustainable

As a group of companies that provide value in the fields of food and health, the Nichirei Group strives to help communities solve the issues they face while creating new value for customers through its business activities. The Group gives full consideration to the economic, social, and environmental impact of its endeavors, and publicly discloses the details of its businesses to its stakeholders, in order to gain their understanding and promote further dialogue.

Create new value for customers	We strive to create new products and services, while helping customers and communities solve various issues through our business activities.
Provide safe products and services	We ensure that everything we offer our customers is characterized by high quality and safety.
Maintain a sustainable supply chain	We work to ensure that our supply chain is sustainable.
Reduce environmental impact	We strive to reduce the environmental impact of our operations, while giving full consideration to their potential effects on the global environment.
Foster cooperative relations with communities	As a responsible corporate citizen, we foster close cooperation with local communities in the interests of the public good.
Continually enhance our workplaces	While promoting respect for the diversity of our employees, we continuously improve the workplace environment to enable every employee to make the most of his or her abilities and work with enthusiasm.
Support good corporate governance	We employ highly transparent, fair management practices, while ensuring that resources are properly allocated and management decisions are made in a timely manner.
Ensure strict compliance	We maintain high ethical standards, while complying with the laws and social norms of each country in which the Nichirei Group operates.

# President's Message

## Process for Identifying Important Items



## **Top-priority Important Items**

#### Provide safe products and services

"Provide safe products and services" is at the core of the Group's businesses, and we have made explicit some items that we have considered important for a long time.

To gain the trust of our customers and ordinary people, the entire Group strives to provide high-quality and safe products and services.

#### Related SDG Goals



## Maintain a sustainable supply chain

"Maintain a sustainable supply chain" is the foundation that supports the Group's business activities. It is expected that our entire supply chain, which includes our business partners, fulfill its responsibility to society and the environment. Based on the Nichirei Group Sustainable Supply Chain Policy, Nichirei Group aims to cooperate with its business partners to develop a completely sustainable supply chain.

#### Related SDG Goals



# **Provide Safe Products and Services**

#### **Approach to Quality Assurance**

The Nichirei Group has put in place a fundamental policy for quality assurance, based on the Group's business management philosophy and the Nichirei Pledge, which serves as our basic CSR policy. Our goals are to ensure the quality and safety of all Nichirei Group products and services—so that they will not be hazardous to the health of our consumers—as well as to maintain and improve the standards of quality management, quality assurance,

and customer satisfaction.

Following incidents in society of food intentionally being tainted with foreign substances, we have adopted a protective approach in our food hygiene practices. In addition, we now have in place a system that would enable us quickly to put out accurate information in the event of a health-threatening incident.

#### **Fundamental Policies on Quality Assurance**

- 1. Compliance with the requirements of laws governing food products.
- 2. Recognizing the needs of customers and partners regarding food safety and security, and working to better the Group's quality management and assurance.
- 3. Applying the concepts of food defense, safety and crisis management, to prevent Group products from threatening the health of customers.

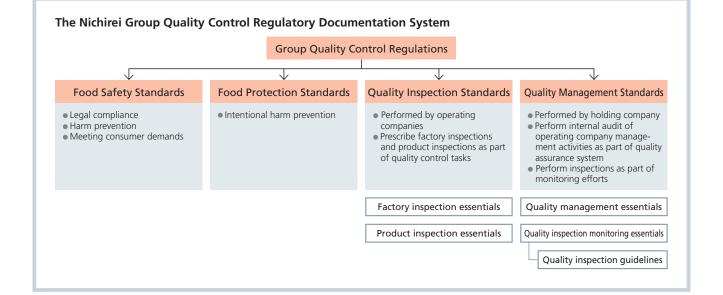
#### **Quality Assurance System**

To ensure the safety of our food products and satisfy our customers, Nichirei Group has established standards and rules for quality control and quality assurance across all aspects of production, from the product development phase to customer support, in its mission to provide safe products and services.

Nichirei Corporation's Quality Assurance Division has established rules and standards for quality control and quality assurance and performs internal audits and monitoring inspections based on quality management standards to ensure that the Group's quality management system is functioning effectively.

Each operating company's Quality Assurance Division performs quality inspections of its own products and services and confirms whether safe products and services are being provided.

The state of these quality assurance initiatives is shared among Group companies, and all operating companies report their status to the Quality Assurance Committee and the Group Quality Assurance Committee, which assists with the improvement and enhancement of our quality assurance system.



#### **Global Management System Certification Initiative**

Nichirei Group is promoting efforts to comply with the global management system. We are making efforts to obtain ISO management system certification that matches our business characteristics as well as food safety management system FSSC 22000\*<sup>1</sup>, ISO 22000\*<sup>2</sup>, and SQF\*<sup>3</sup> certification.

- \*1 FSSC 22000 is an international management system related to food safety that is based on ISO 22000.
- \*2 ISO 22000 is an international standard related to food safety management systems for reducing food safety risks that is based on the HACCP food sanitation control techniques.
- \*3 SQF (Safe Quality Food) certification provides assurance that the product being purchased meets strict international food safety and quality standards such as HACCP. In countries outside of Europe, it is the only program recognized by the Global Food Safety Initiative (GFS)).

#### Number of Business Establishments that Have Obtained Certification

Certification	Operating company	Number of Business Establishments that Have Obtained Certification
	Nichirei Foods	13
ISO 9001 Quality Management System	Nichirei Fresh	8
	Nichirei Logistics Group	105
ISO 14001 Environmental Management System	Nichirei Foods	11
ISO 13485 Medical Devices/ In Vitro Diagnostic Drugs	Nichirei Biosciences	2
FSSC 22000*1, ISO 22000*2	Nichirei Fresh	6
SQF* <sup>3</sup>	Nichirei Logistics Group	2

As of March 31, 2018

#### Nichirei Foods

We aim to obtain food safety management system standard FSSC 22000 certification in FY19/3. Through appropriate management in accordance with FSSC 22000, we aim to reduce the risk of harm from food products across all processes, from receipt of ingredients to shipping.

#### **Nichirei Logistics Group**

Our Sendai and Osaka sites engaged in the PC business<sup>\*4</sup> have obtained SQF certification.

SQF is a food product quality certification that is recognized by the GFSI, like FSSC 22000.

\*4 PC business: An abbreviation of Process Center business. (A one-stop service that handles everything from the processing of meat, poultry, and marine products to the weighing, packaging, and delivery)

#### Nichirei Fresh

Three factories operated by subsidiary Fresh Maruichi Inc. and two operated by subsidiary Nichirei Fresh Process Inc. have obtained FSSC 22000 certification. In addition, Fresh Chicken Karumai Inc., a chicken processing factory, has obtained ISO 22000 certification, and chicken meat processing factory Fresh Meat Sakudaira Inc. is in the process of obtaining it.

#### Nichirei Biosciences

We undergo periodic audits to ensure compliance with ISO 13485, an international standard for quality management systems in the medical care field that aims for the sustainable manufacture and supply of safe and useful medical devices and in vitro diagnostic drugs, and we have been certified by the certification body.

We have established a companywide management system in accordance with ISO 13485, and after performing the necessary inspections for each manufacturing process, we perform a thorough inspection of each manufacturing lot as well as trend analysis to detect defective products before they emerge. President's Message

# Maintain a Sustainable Supply Chain

#### Importance of efforts to maintain a Sustainable Supply Chain

To provide value to society and continue to survive, it is important for Nichirei Group to secure a sustainable source of ingredients, and it is aware of how essential it is to be considerate of supply chain stakeholders and the environment.

In addition to selecting to "maintain a sustainable supply chain" as one of the important items in the Nichirei Pledge, which serves as our basic CSR policy, we established the Nichirei Group Sustainable Supply Chain Policy on April 1, 2017.

We will make efforts not only for our own business activities, but also to address societal and environmental issues in our supply chain, and work to maintain a sustainable supply chain so that we can provide safe and high-quality products and services in a reliable manner.

#### **Management System**

To promote efforts to maintain a sustainable supply chain for all of Nichirei Group, we established the CSR Management discussion meeting in FY17/3. During this meeting, we examine the Group's common basic policy, share issues being faced and efforts being made by each operating company, and so on. The meeting is held

six or more times per year, and the results of the discussions are reported to the Board of Directors and the management conference, providing support for operating companies' efforts to maintain a sustainable supply chain.

#### Nichirei Group Sustainable Supply Chain Policy

The Nichirei Group is committed in working to maintain a sustainable supply chain. The Group procures products and services in accordance with the following policy and asks suppliers to assent to and comply with this policy.

Legal compliance	: We comply with the laws and social norms of each country and region where we operate.
Fair business practices	: We employ fair, transparent, and impartial business practices.
Human rights	: We respect human rights and provide safe, healthy work environments.
Environment	: We strive to reduce environmental impact and consider the health of the global environment.
Product quality and safety	: We work hard to deliver safe, high-quality products and services.
Information management	: We manage information properly and disclose information related to our business activities in a timely, appropriate manner.
Local communities	: We seek to build close cooperative relationships with local communities, as a good corporate citizen.

#### **Basic Activities**

In FY18/3, we shared the Nichirei Group Sustainable Supply Chain Policy with our essential suppliers in an effort to grasp what is happening throughout our supply chain. In FY18/3, Nichirei Foods and Nichirei Fresh administered a survey in the form of a questionnaire directed at our essential suppliers both in Japan and overseas. In FY19/3, we will analyze the results of this survey and consider future steps.

## **ASC and MSC Certifications for Marine Products**

Since 2006, Nichirei Fresh has been involved in the nature conservation initiative known as "Forest of Life Project" in Tarakan City, a joint effort between Indonesia shrimp supplier PT. Mustika Minanusa Aurora (MMA) and Tarakan City in North Kalimantan that involves improving shrimp habitats and planting mangrove trees.

The Forest of Life Project has engaged in traditional cultivation of shrimp that does not use formula feed or electricity. In this cultivation method, fry shrimp are released into cultivation ponds and raised on plankton and aquatic plants, and fishing is performed using the ebb and flow of the tide. In addition to actively expanding this shrimp raising method, which has a low environmental impact, Nichirei Fresh donates a portion of its sales profits to MMA's Mangrove Foundation. This foundation funds mangrove planting efforts in Tarakan City and has assisted with the recovery of regional ecosystems and environmental conservation.

Moreover, since October 2016, it has partnered with WWF Indonesia and WWF Japan and improved the aquaculture industry as part of the WWF North Kalimantan Sea and Forest Conservation Project. Due to these activities, a portion of MMA's traditional cultivation ponds became the first in Indonesia to receive ASC certification\*<sup>1</sup> for black tiger shrimp in August 2017. Factors that led to ASC certification being awarded included not only the conservation of the cultivation



Shrimp that have grown big

Regeneration of mangrove trees

Target area (Indonesia/North Kalimantan Province, Tarakan City)



environment, but also for its consideration toward its workers, as demonstrated by the preparation of a hygienic and safe work environment, the provision of opportunities to learn about cultivation techniques, the fair wage system, and so on.

In addition, as of June 2018, Nichirei Fresh has 16 types of marine products that have obtained MSC certification\*<sup>2</sup>. In FY18/3, we developed herring roe Matsumae-zuke and herring roe Wasabi-zuke made with MSC-certified Pacific herring (roe) with a business partner that has obtained CoC certification\*<sup>3</sup>.

Going forward, we expect an increasing number of consumers to pay attention to the sustainability of marine products, so we will continue to grow the number of ASCcertified and MSC-certified marine products we offer.

- \*1 ASC certification: Marine products certified by the ASC (Aquaculture Stewardship
- Council) as having been cultivated in a sustainable manner  $^{\ast}2$  MSC certification: Natural marine products certified by the MSC (Marine Stewardship Council) as having been cultivated in a sustainable manne
- \*3 CoC certification: Certification of the management of the processing and

distribution processes Forest of Life Project https://www.nichireifresh.co.jp/inochinomori/ (Only available in Japanese)

#### Nichirei Fresh products that have obtained ASC/MSC certification (as of June 2018)

	Certification	Black tiger shrimp	
ASC	Registry Number ASC-C-01632	Whiteleg shrimp	Green Ma
		Salmon varieties (pink salmon, king salmon, coho salmon, chum salmon, sockeye salmon)	Ret.
		Walleye pollack	CORASSTE REAL
	Certification Registry Number	Pacific cod	
MSC		Flatfish varieties (Kamchatka flounder, yellowfin sole, dusky sole, white flounder)	数の子 Macaza
Wibe	MSC-C-52165	Scallops	松前漬け
		Herring	Statistics and Statistics and
		Capelins	The second se
		Snow crabs	AND THE REAL
		Arctic surf clams	1.05 E

# **Environmental Initiatives**

#### Our Approach to the Environment

Nichirei Group has established "The Nichirei Group's Environmental Policy," which sets out three themes: preventing global warming, promoting sustainable recycling, and living in symbiosis with nature.

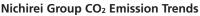
Our Group's business activities, which support food infrastructure, rely on natural ecosystems for procurement of ingredients and are thus influenced by climate change. Therefore, the Group will work together with our business partners to achieve the goals listed on the right:

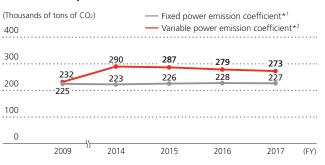
- · Efficient energy use in the production of food products
- Reduction of greenhouse gases through increased efficiency in temperature-controlled transport
- Reducing the impact of our entire supply chain on climate change through promoting the use of renewable energy

#### **Environmental Targets**

In addition to the Group working to reduce  $CO_2$  emissions at our places of business, such as factories and logistics centers, all operating companies have identified the major issues they are facing and are working toward reducing their  $CO_2$  emissions.

The total amount of CO<sub>2</sub> emissions for FY18/3 increased by  $0.8\%^{*1}$  compared to FY10/3 due to increased production, new office construction, and so on. In addition, when using the coefficient of variation to compare the CO<sub>2</sub> emission factors due to electricity production, there was an increase of  $17.3\%^{*2}$ . Going forward, in addition to making our food factory and logistics center operations more efficient, updating to energy-





saving equipment, and implementing renewable energy, we will work on reducing  $\mathsf{CO}_2$  emissions throughout our entire supply chain.

- \*1. Fixed power emission coefficient: The CO<sub>2</sub> emission intensity unit of 0.412 [t-CO<sub>2</sub>/MWh] announced by the Federation of Electric Power Companies in FY2009, used nationwide
- \*2. Variable power emission coefficient: Power conversion coefficient used by power companies in fiscal year utilized at each worksite

Group medium-term business plan targets (FY2016-FY2018)

Items	Contents		
Reduction of CO <sub>2</sub> Emissions	2.4% reduction compared to FY2009 in Group (Japan) CO <sub>2</sub> emissions from energy by the end of FY2018     * Energy used by Japan worksites and Company-owned vehicles * CO <sub>2</sub> emission factor derived from purchased electric power is fixed at 0.412 [t-CO <sub>2</sub> /MWh], the CO <sub>2</sub> emissions intensity unit announced by the Federation of Electric Power Companies in FY2009		
Maintaining Waste Recycling Rate and Controlling Waste Discharging	Maintained waste recycling rate at over 99% at food plants and distribution centers     Reduce residue of material derived from animal and plant (food plants in Japan)		
Water Resource Conservation	<ul> <li>In consideration of the environmental conditions surrounding water in each community, we engage in water resource conservation through efficient water usage aimed at sustainable water usage (food plants in Japan)</li> </ul>		
· Engaged in collecting data regarding the environment at overseas worksites			

#### Logistics Network awarded the Green Logistics Partnership Conference Outstanding Business Award

In December 2017, Logistics Network, Inc. of Nichirei Logistics Group, Inc. received the Green Logistics Partnership Conference Outstanding Business Award<sup>\*3</sup> as recognition of its achievements in expanding modal shift in frozen food shipping. Logistics Network is a third-party logistics (3PL)<sup>\*4</sup> company that improves and manages all logistics operations for its shipper clients, from procurement and stock control to distribution. It has been promoting modal shift for more than 10 years. Rather than just simply using railways and ferries, it implements a variety of advanced solutions, such as having several shippers share a trunk line for transporting goods and making shipments more efficient and standardized by utilizing a demand forecasting system.

These efforts were recognized for their efficacy, and the company was awarded the prize along with three other companies, including shipper Nichirei Foods. We will continue to promote sustainable business management that addresses environmental impact and labor shortages going forward.

\*3 An institution administered by the Ministry of Land, Infrastructure, Transport and Tourism and other bodies that awards excellent initiatives that promote CO<sub>2</sub> reduction in the logistics field. \*4 3PL: Abbreviation of Third Party Logistics



# Way of Working Reform

#### Revolutionizing the Way We Work to Stimulate the Organization and Raise Productivity

Nichirei Group is striving to enhance its human capital and increase job satisfaction. In FY18/3, we established "The Nichirei Group Workplace Improvement Policy" based on the Nichirei Pledge and aim to achieve its goals by FY22/3. We will create a corporate environment that accepts diversity of values and allows for a more stimulating and productive organization, which will lead to securing more talent. In addition to each Group company promoting efforts that address their individual issues, we also facilitate exchanges of information and confirm each other's progress through the Group-wide Group Human Assets Committee and Diversity Promotion Conference.

#### The Nichirei Group Workplace Improvement Policy

	Expand choices in employment	Implement a system that offers freedom with regards to work location, work hours, and other aspects of the work environment, allowing employees to choose based on their situation		
Diversify Ways of Working	Establish a framework for continued career paths	Create a system that does not interrupt employees' careers because of various life events, such as birth, childcare, nursing, spouse relocations, health issues, illness, and so on.		
	Rectify the practice of working long hours	Labor and management should work together to improve how employees work and make appropriate adjustments to work hours so that each employee is healthy, satisfied with their job, and can work to the best of their abilities.		
	Support active roles for women	Provide equal opportunities and education and help develop them into an indispensable asset of Nichirei Group.		
Provide Equal Opportunities	Provide a stimulating workplace for people with disabilities	To realize a society where those with disabilities and non-disabled individuals can live together without discrimination, we must create a work environment and opportunities for employees with disabilities that can help them thrive at work and in their lives.		
	Establish employment for seniors	As people live longer, healthier lives, we must create a working environment that utilizes their unique experience and is compatible with their values and work styles.		

#### Promote the Advancement of Female Employees

We are implementing a variety of policies to support female employees' precious contributions to the workplace. Nichirei Foods cooperated with other food product companies to hold a women's career seminar. Additionally, it is dispatching employees to leadership training sessions that promote exchange among different industries so that it can cultivate female leaders. Nichirei Logistics Group periodically holds a forum for women working in logistics. Through workshops and other activities, participants deepen their understanding of the changing social climate and policies promoted by the company. Moreover, Nichirei Logistics Group selects one to two women at each of its companies to serve as women empowerment representatives. They utilize the knowledge they gain at study conferences and such to work toward solving issues.

Policies for Empowering Women	Nichirei Foods	Nichirei Logistics Group	
Develop female employee job consciousness	• Diversity forum "SPIRAL UP!" • Female employee career seminar "LADY, GO UP!"	· Forum for women working in logistics	
Further understanding of management	<ul> <li>Management seminar for those with female subordinates</li> </ul>	· Department chief insight exchange meeting	
A mindset focused on growth	<ul> <li>Program for the cultivation of female leaders (external training)</li> </ul>	<ul> <li>Study session for representatives supporting women empowerment</li> </ul>	

#### Implementing Reforms to Way of Working

In April 2017, we began making efforts to improve the work experience, eventually establishing "The Nichirei Group Workplace Improvement Policy." Based on this policy, we are striving to diversify ways of working, rectify the practice of working long hours, and increase productivity.

To create new value only Nichirei can offer and address the changing external environment and diversification of consumer needs, employees must accept a variety of values and work styles. We will establish Group-wide qualitative analysis and target setting and implement specific policies to increase employees' work abilities and achieve sustainable growth for the Group.

#### Yutaka Karino

Nichirei Corporation Executive Officer and General Manager of Human Resources Strategy & General Affairs



# **Corporate Governance**

Nichirei Corporation's Board of Directors drafts Nichirei Group's business strategies under the holding company structure and supervises the business and affairs of the operating companies. Under the supervision of the Board of Directors, we work to ensure sound corporate governance, including proper allocation of resources, prompt decisionmaking, and strict compliance. Corporate Governance



#### **Corporate Governance Structure**

Nichirei has developed a variety of businesses under the holding company structure and adopts the company with board of company auditors structure of corporate governance pursuant to the Companies Act of Japan. The Board of Directors comprises up to 11 members, with three serving as independent outside directors. There are also up to five auditors, with three serving as independent outside company auditors.

The Board of Directors and Board of Auditors work together effectively to provide proper supervision and direction for executive officers in the execution of their duties. In addition, while the decisions reached by the Board of Directors are limited to items established based on legal standards and the company's own standards, many of the decisions are transferred to the management conference composed of executive officers, and the Board of Directors devotes itself to decisions on the most important items as well as supervising executive officers' execution of their duties.

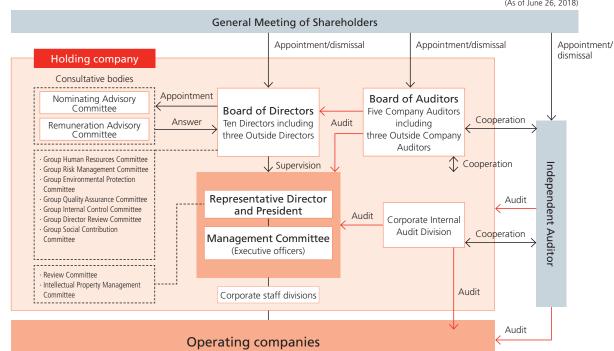
The company auditors, who possess thorough knowledge of the Group's business characteristics, cooperate with the company auditors of the operating companies to perform site visits to the key business locations throughout the year and provide each business with feedback from the audit based on their individual circumstances. Moreover, after performing site visits, all auditors

report the problems and issues they discovered to the Board of Auditors and the representative director to enhance the effectiveness of the auditing system. In addition, the independent outside company auditors participate in and lend their voices to the Board of Directors' main Advisory Committee in addition to the Board of Directors and Board of Auditors, and they accompany company auditors on site visits as appropriate.

In FY18/3, there were 19 meetings of the Board of Directors.

#### **Enhancing the Corporate Governance Structure**

Fiscal Year	Initiative
2001	<ul> <li>Implementation of executive officer system</li> </ul>
2003	<ul> <li>Implementation of outside director system</li> </ul>
2005	<ul> <li>Shift to holding company system</li> <li>Shift to three independent outside directors structure</li> <li>First female outside director (one) installed</li> </ul>
2006	<ul> <li>Retirement bonuses for directors discontinued</li> <li>Shortening of director tenure to one year</li> </ul>
2012	<ul> <li>Shift to five auditor structure (including three independent outside company auditors)</li> </ul>
2015	<ul> <li>Corporate Governance Basic Policy established</li> <li>Nominating Advisory Committee and Remuneration Advisory Committee established</li> <li>Board of Directors effectiveness evaluations started</li> </ul>
2016	<ul> <li>Anti-takeover measures discontinued</li> <li>Number of female outside directors increased to two</li> </ul>



#### (As of June 26, 2018)

#### Status of Board of Directors' Evaluations

#### **Overview of Results of FY18/3 Director Evaluations**

An analysis and evaluation of the status of activities by the Board of Directors is carried out as necessary with the assistance of outside experts for the purpose of ensuring effective decision-making by the Board, and a summary of the results is then disclosed. A summary of the results of the evaluation conducted in FY18/3 is as follows:

#### (1) Evaluation Method

Target: Directors, auditors (15 people in total)

Period: From late January 2018 to late February 2018

Method: Self-evaluation method involving third-party outside experts Specifically, in addition to the conventional questionnaire, we also conducted individual interviews.

#### 1) Questionnaire

Five-grade evaluation and free response, 12 categories (69 items) **Categories** 

- 1. Board of Directors' roles and function
- 2. Board of Directors' size and structure
- 3. Board of Directors' management conditions
- 4. Nominating Advisory Committee structure and roles
- 5. Nominating Advisory Committee management conditions
- 6. Remuneration Advisory Committee structure and roles
- 7. Remuneration Advisory Committee management conditions
- 8. Outside director support system
- 9. Auditors' roles/Expectations for auditors
- 10. Relationship with investors/shareholders
- 11. Governance structure/Overall effectiveness of Board of Directors 12. Self-evaluation

#### 2) Individual Interview

Based on the results of 1), outside experts interview each respondent for 30 to 45 minutes to confirm and delve more deeply into their questionnaire responses as well as discuss other issues.

#### (2) Overview of Evaluation Results

The outside experts' remarks based on the above questionnaire and individual interviews are as follows:

"The Board of Directors has maintained a certain degree of diversity among its members and has created an environment that facilitates discussion during actual deliberations. The majority of respondents believe that the chief facilitator of the Board allows discussions to proceed in a smooth manner and that the Board of Directors has firmly maintained a considerable level of effectiveness overall. In addition, many believed issues identified in the past two years of this effectiveness evaluation have been addressed to a certain degree, and that the effectiveness of the Board of Directors currently compares favorably with those of other companies.

That being said, several respondents identified areas where there is room for further improvement to the effectiveness of the Board, and we believe these areas will be taken into consideration in the Board's self-evaluations going forward."

The Board of Directors takes the outside experts' evaluation of

it seriously, and after deliberation of the items for which comments and proposals have been provided, we have decided to reflect the following in the activities of the Board of Directors going forward.

#### 1) Measures to Further Stimulate Board Discussions

1. Implement advance explanations of agenda items, etc., for outside directors

At the request of our outside directors, we will respect their impartiality and independence and offer advance explanations, though not on a regular basis.

- Modify the structure and content of Board materials We decided to continue to utilize the basic format of the agenda items and create the materials after making the main points easy to understand.
- 3. Outside director participation in management conferences as observers

At the request of our outside directors and having reconfirmed their purpose and importance, we will have them join management conferences.

#### 2) Succession Plan Discussions

We have decided to create an environment that accommodates discussions about discovering and training the next generation of management staff.

#### 3) Desired Board Meeting Topics (Summary)

We confirmed the following as topics of great interest to the Board that should be discussed.

- 1. Medium- to long-term management vision
- 2. Cultivating global talent
- 3. M&A, overseas investment projects
- 4. New business initiatives
- 5. Quality assurance, intellectual property-related
- 6. Revising Board agenda items and report items

In view of the outside experts' opinions based on the questionnaires and individual interviews, we confirmed that our Board of Directors has maintained a certain degree of effectiveness and taken steps towards rectifying the issues identified in the past. Going forward, we will continue to periodically carry out Board evaluations and further increase its effectiveness.

# Directors, Auditors and Officers (As of June 26, 2018)

#### Directors



Toshiaki Murai Representative Director and Chairman

Mr. Toshiaki Murai has gained abundant experience in divisions such as overseas business and strategic planning as well as corporate management experience as President of the Company and its group companies, and he provides opinions and advice during meetings of the Board of Directors and various other internal meetings from the perspective of the Group's management supervisor.



Kunio Otani Representative Director and President

Mr. Kunio Otani has gained abundant experience in divisions such as accounting & tax, strategic planning, and corporate supervision as well as corporate management experience as President of the Company and its group companies, and he provides opinions and advice during meetings of the Board of Directors and various other internal meetings from the perspective of the Group's management supervisor.

#### Outside Directors



Takumi Taguchi Director and Executive Officer

Mr. Takumi Taguchi has acquired extensive experience in accounting & tax and finance divisions, and he provides opinions and advice during meetings of the Board of Directors and various other internal meetings from an accounting and financial perspective.



Kazuhiko Umezavva Director and Executive Officer

Mr. Kazuhiko Umezawa has gained abundant experience as Representative Director and President of Nichirei Logistics Group Inc. and in divisions such as logistics solutions and operational management in the logistics business, as well as corporate management experience as President of the group companies.



Shizuka Uzawa Outside Director

Mr. Shizuka Uzawa has extensive experience as a corporate executive coupled with a wide-ranging knowledge of financial affairs and accounting and, in the interest of Group management, provides opinions and advice during meetings of the Board of Directors and various other internal meetings (including meetings of the Nominating Advisory Committee).

Significant concurrent positions outside the Company Outside Director, Japan Finance Corporation Outside Director, Sapporo Holdings Limited



Mieko Wanibuchi Outside Director

Ms. Mieko Wanibuchi has worked in corporate management for many years and leverages the knowledge and experience acquired through these endeavors to offer opinions and advice during meetings of the Board of Directors and various other internal meetings (including meetings of the Nominating Advisory Committee and Remuneration Advisory Committee) from perspectives that include the product and service purchasing behaviors of consumers.

Significant concurrent positions outside the Company Representative Director, President, GINZA TAILOR GROUP CO., LTD. Representative Director, President, GINZA TAILOR CO., LTD. Representative Director, President, GGG Co., Ltd.

#### Outside Company Auditors



Kunitaro Saida Outside Company Auditor

Mr. Kunitaro Saida has a background in the legal world and possesses abundant knowledge and experience as a legal professional.



Masaaki Okajima Outside Company Auditor

Mr. Masaaki Okajima has considerable experience and extensive knowledge in government and offers opinions and advice during meetings of the Board of Directors, the Board of Auditors, and various other internal meetings.



Kazuo Nagano Outside Company Auditor

Mr. Kazuo Nagano has considerable experience and knowledge in business management, including as manager of a financial institution.



Yoshifumi Kaneko Director and Executive Officer

Representative Director and President, Nichirei Fresh Inc. Mr. Yoshifumi Kaneko has acquired abundant experience in sales, procurement, and logistics of the processed foods business as well as corporate management experience as President of the group companies, and he draws upon his considerable experience and achievements both domestically and overseas to provide opinions and advice during meetings of the Board of Directors and various other internal meetings.



Kenya Okushi Director and Executive Officer

Representative Director and President, Nichirei Foods Inc. Mr. Kenya Okushi has gained a wealth of experience in divisions such as manufacturing and business coordination of the processed foods business as well as strategic planning, and he draws upon his considerable experience and achievements in the processed foods business and strategic planning division to provide opinions and advice during meetings of the Board of Directors and various other internal meetings.

#### Company Auditors



Junji Kawasaki Director and Executive Officer

Mr. Junji Kawasaki has acquired extensive experience in the quality assurance division through duties that include performing quality audits and process quality management, and the marketing division of the processed foods business. He draws upon his knowledge of technical strategy, quality assurance, and other areas to provide opinions and advice during meetings of the Board of Directors and various other internal meetings.



Kuniko Shoji Outside Director

Ms. Kuniko Shoji has extensive experience as a business manager in the pharmaceutical industry and has considerable knowledge in the areas of quality assurance and research and development.

Significant concurrent positions outside the Company Outside Director, MEDIPAL HOLDINGS CORPORATION



Yasunari Shigeno Company Auditor

Mr. Yasunari Shigeno has gained abundant experience in divisions such as sales and management in the logistics business as well as managerial experience as President of the group companies.



Kazuhiko Yasuda Company Auditor

Mr. Kazuhiko Yasuda has abundant experience in divisions such as accounting & tax and strategic planning as well as considerable knowledge of financial affairs and accounting.

#### Executive Officers



**Tatsuo Udagawa** Executive Officer General Manager, Finance & Investor Relations



**Kazunori Miki** Executive Officer General Manager of Strategic Planning Department



Masato Takenaga Executive Officer Representative Director, President, Nichirei Biosciences Inc.



Yutaka Karino Executive Officer General Manager, Human Resources Strategy & General Affairs

# **Outside Director's Message**

## Becoming a Company that Can Adapt to Any Business Environment



Shizuka Uzawa Independent Director Nichirei Corporation

#### Why He Was Chosen

Mr. Uzawa has experience serving as the president and representative director as well as the chairman of the board for Nisshinbo Holdings Inc. He possesses significant experience as a manager as well as deep knowledge in the areas of finance and accounting, and he was chosen to utilize these advantages in the management of our Group. He has been serving as outside director since June 2016. I have worked as outside director for Nichirei for two years, and I feel that this is the type of company where extremely earnest, lively discussions can be had.

As outside director, I believe my role is to provide honest feedback from an external perspective on issues that are often not visible from within the company. I have utilized my experience in management and my knowledge of financial affairs and accounting to provide as much feedback as possible.

The "POWER UP 2018" medium-term management plan is proceeding smoothly. The issues the company faces going forward are increasing our businesses' profitability ratio and expanding overseas.

With regards to overseas expansion, from a risk management perspective, it is essential to raise awareness about the thorough approach to contract management used in Europe and America and follow suit. I think it is also important to secure reliable local human resources and establish communication between management and employees on the ground overseas.

Moreover, diversity is something I want to see pursued more vigorously. First, promoting more women to executive roles and so on is important for providing role models to the younger generation. But diversity does not stop at empowering women. Utilizing a broader understanding of diversity that encompasses gender, nationality, values, and so on will allow people of various backgrounds to work together and stimulate the organization.

Further discussions and efforts with regards to future sources of profit are needed as well. Because food is an essential part of people's lives, it is not a business area that is likely to disappear easily. That being said, we are in an age where change is rapid and it is difficult to see what lies ahead, so we must not grow complacent. The company I worked at for a long time was also engaged in the textile business, considered one of the three essentials along with food and shelter, and yet the increase in cheap imported goods from abroad has resulted in textiles currently accounting for only 10% of net sales. We must always be aware that these kinds of shifts are possible.

As an outside director, while I want to maintain my perspective as a stockholder and an outsider, I also want to cheer on the company's success. It is my wish to not only point out areas that need improvement and encourage reform, but also support Nichirei's efforts to pursue ever-higher corporate value in a sound and sustainable manner.

# **Business Strategy**

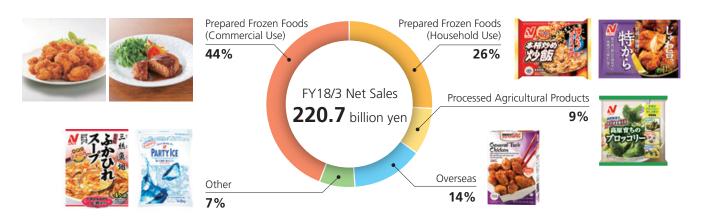
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# **Segment Highlights**

Net Sales/Operating Income by Segment (FY18/3) Unit: Millions of Yen						
Commont	Net Sales			Operating Income		
Segment	Results	YoY Variance	Change (%)	Results	YoY Variance	Change (%)
Processed Foods	220,686	15,660	7.6	14,573	700	5.0
Marine Products	71,511	2,135	3.1	305	-488	-61.6
Meat and Poultry Products	90,393	2,264	2.6	1,301	-309	-19.2
Logistics	195,093	8,208	4.4	11,255	623	5.9
Real Estate	4,869	232	5.0	2,152	27	1.3
Other	5,344	859	19.2	811	206	34.1
Adjustment	-19,866	-986	-	-501	-171	-
Total	568,032	28,375	5.3	29,897	588	2.0

## **Processed Foods Business**



#### Factors for increase/decrease in operating income

		(Billions of Yen)
FY17	7/3 Operating Income	13.9
Fact	ors for increase	3.3
	Increased revenue	2.8
	Improved productivity	0.5
Fact	ors for decrease	-2.6
	Rise in ingredient and purchasing costs	-1.3
	Effect of results from subsidiaries	-1.5
	Increase/decrease in advertising and sale promotion expenses	0.8
	Other	-0.6
FY18	3/3 Operating Income	14.6

#### Net Sales of Nichirei's Processed Chicken Products (Japanese sales only) (Billions of Yen)

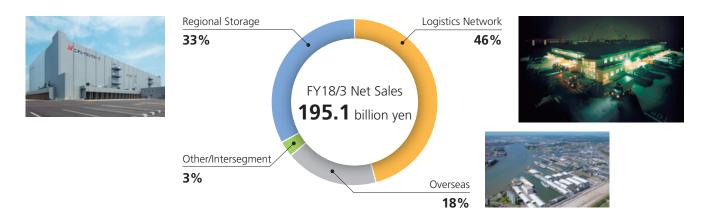


Note: Figures from FY13/3 reflect a change in the basis for recording sales in the Processed Foods business. (The portion that had previously been recorded as promotional expenses has been excluded from net sales.)

#### Key Achievements (FY18/3)

Processed Foods	In addition to augmenting product development and sales activities with a focus on our processed chicken products, rice products, and other key category products for household and commercial use, sales from our overseas subsidiaries contributed to our increased revenue as well. While there were negative factors such as the business results of affiliated companies and rising ingredient and procurement costs, our operating income increased due to our increased revenue, increased production efficiency, and so on.
Logistics	We focused on expanding cargo pickup concentrated in metropolitan areas as well as the provision of comprehensive logistics services to rural areas that include storage, transport, and distribution processing. Moreover, our revenue and profits increased through the advancement cost countermeasures such as improved business operations and transport efficiency, as well as favorable trends in our TC (transfer center) business.
Marine Products	Revenue increased thanks to efforts to expand sales of restaurant and home meal replacement products as well as increased stocking of octopus, roe, and other products, but profits declined due to rising shrimp procurement costs due to the weak yen.
Meat and Poultry Products	Revenue increased thanks to increased restaurant sales and sales of home meal replacement products and such, but profits declined due to our inability to absorb rising chicken meat procurement costs.

## Logistics Business



#### Factors for increase/decrease in operating income

		(Billions of Yen)
FY17	7/3 Operating Income	10.6
Facto	ors for increase	2.1
	Effect on results from increase in cargo collection	0.7
	Earnings improvement in trunk line transport	0.6
	Operational improvements	0.4
	Expansion of 3PL business	0.2
	Streamlining of transport business	0.2
Factors for decrease		-1.4
	BCP-related expenses	-0.5
	Increase in transport and delivery costs (net)	-0.3
	Increase in electricity charges (net)	-0.3
	Increase in work outsourcing costs (net)	-0.1
	Other	-0.2
FY18	3/3 Operating Income	11.3

#### Nichirei Logistics Group Cold Storage Capacity Utilization (Japan)

(Ordinary storag 2,400	e volume 1,000 tons)	(Inventory	rate %) 50	
.2,000	3444.12,0	16 <sup>2</sup> , 42.3	43.7	45
1,600	40.6	40.6	43.7	40
1,200	37.7	37.7	38.0 36.1	35
800	939 31.0	33.1 983	33.4 1 <mark>,01</mark> 8	30
400	544	587	622	25
	97 <sup>128</sup>	89 <sup>128</sup>	93127	
0	16/3	17/3	18/3	20

#### Volume warehoused

Japan's major 12 cities — Tokyo Metropolitan Area — Kansai Area — Nagoya — Fukuoka Average inventory ratio

—Japan's major 12 cities — Tokyo Metropolitan Area — Kansai Area — Nagoya — Fukuoka

The inventory ratio is the proportion of stored goods to total cold storage space. Typically, around half of the total space is areas where goods cannot be stored, such as aisles and workspaces.

# **Processed Foods Business**



#### Our medium-term plan to increase profitability is proceeding smoothly, and we will aim for even higher profits by strengthening our strategic categories

Kenya Okushi Representative Director and President Nichirei Foods Inc.

Nichirei Foods provides frozen foods (for both household and commercial use) both within Japan and abroad utilizing its original product development capabilities and quality assurance ability. In addition, in Japan we also provide retort pouch foods and wellness food products. We will focus on people's lifestyles and contribute to the realization of a healthy and abundant society through food.

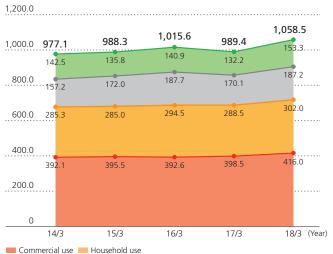
#### Overview

The domestic frozen food market is continuing its prosperous run, with FY18/3 frozen food production trends achieving their best results thus far. Going forward, the market is expected to experience further growth due to home meal replacements and labor shortages in the restaurant industry, as well as further changes in the structure of the household that have led to the "externalization of food." Against this background, frozen foods, in addition to their conventional reputation as simple, convenient, and storage-friendly foods, have increasingly come to be considered by consumers as hand-cooked meal replacements that offer value.

As a pioneer in frozen foods, Nichirei Foods will continue striving to create value and provide useful products to consumers based on the philosophy of "Exploring the subtlest of flavors."

#### **Frozen Foods Market**

(Billions of Yen)



Nichirei Foods Inc.

URL https://www.nichireifoods.co.jp/ (Only available in Japanese)

Imported frozen vegetables Imported pre-cooked foods

Source: Created using statistical data from the Japan Frozen Food Association https://www.reishokukyo.or.jp/statistic/pdf-data/ (Only available in Japanese)

#### Main Products



No.1 fried rice product with most domestic sales in frozen cooked rice category for 17 years in a row INTAGE Inc. SRI (March 2001-February 2018)



Fried chicken developed to meet dinner needs



Rising prices for perishable products due to bad weather helped spur frozen vegetable sales



Harumaki (spring rolls), one of our main products for commercial use



Targets

# Prepared Frozen Foods (Commercial Use) Processed Agricultural Products Overseas Other

17/3

18/3

#### **Progress of Medium-Term Business Plan** and Future Direction

Regarding the progress made on the medium-term business plan, expanded sales of our key products and improvement in productivity have allowed us to achieve the goal of increased profitability in our domestic operations. In FY18/3, the second year of our mediumterm business plan, we continued achieving favorable results, with net sales of 220.7 billion yen (a 7.6% increase compared to the previous term), operating income of 14.6 billion yen (a 5.0% increase compared to the previous term), and an operating margin of 6.6%. In particular, our processed chicken products and rice products contributed greatly to our increased revenue.

In FY19/3, the last year of the medium-term business plan, we have to deal with the impact of an increase in depreciation and amortization and a strong Thai baht, but we will aim for increased revenue and profits by implementing our next plan and taking other measures.

With prepared foods for household use, we will work to increase

sales of our best-selling rice products such as our Honkaku-Itame Cha-Han (fried rice) and Yaki-Onigiri (grilled rice balls), as well as our processed chicken products such as Tokukara (fried chicken) and our new product that launched in spring, Kireteru! Salad Chicken (sliced steamed chicken).

With prepared foods for commercial use, we will focus on the home meal replacements, which have seen strong sales, and continue increasing sales of key products, such as our processed chicken and Harumaki (spring rolls) products.

In our overseas businesses, we will aim for further sales growth in the American Asian food market. In addition to increasing sales of products for household use already on the market, we will invest in single-serving meals to drive new growth and expand our customer base.

Going forward, we will focus on maximizing profits in the strategic categories of processed chicken products, rice products, and so on, and we will further increase profits by enhancing our production capacity and efficiency to develop more diversified products and increase demand.

## TOPIC

Net Sales

(Billions of Yen)

193.9

15 5

26.7

17 2

46.2

88.

15/3

17.0

30.5

18.5

47.0

86.7

16/3

250.0

200.0

150.0

100.0

50.0

#### A new household product that launched in spring 2018, Kireteru! Salad Chicken (sliced steamed chicken) Creating new demand: Food that can be used as an ingredient

Through Kireteru! Salad Chicken, which can be used in a variety of dishes, Nichirei Foods provides customers with a way to make cooking easier and drive new demand for frozen foods.

Since its launch in March 2017, Tokukara (fried chicken) has received widespread praise as a fried chicken product that can be used as the centerpiece of meals, and it drove growth in the market for frozen processed chicken products for household use. As a new offering in the processed chicken

product market, Nichirei Foods launched Kireteru! Salad Chicken (sliced steamed chicken), which features chicken breast meat that is gently boiled until it's soft, then sliced and topped with simple seasonings. This product can be used as an ingredient in dishes, or it can be enjoyed as-is. It is recommended for those who want to do chores but don't have the time, and those who want to finish their chores without a lot of effort, as households where both parents work become more common.



Nichirei Value Creation

15.0

FY19/3

Target

(FY)

14.6

18/3

13.9

17/3

8.0

16/3

# **Logistics Business**



#### Increasing profits for existing businesses and pursuing work reforms to become the No. 1 food product logistics company through excellent service

#### Kazuhiko Umezawa

Representative Director and President Nichirei Logistics Group Inc.

Nichirei Logistics Group is the largest domestic temperature-controlled logistics group, and it consists of the logistics network business, which is focused on transportation and delivery; regional storage, which is in charge of refrigerated warehouse functionality; overseas business, which handles operations in Europe, China, Thailand, and Malaysia; and engineering services, which performs everything from temperature-controlled logistics facility planning and design to maintenance management. By providing high-quality service throughout the entire food product supply chain, it contributes to the optimization of clients' logistics operations and continues current as people's food lifet these.

supporting people's food lifestyles.



Nichirei Logistics Group Inc. URL https://www.nichirei-logi.co.jp/english/index.html

## Overview

In Japan, the increased availability of meat and poultry products and frozen foods has led to steadily growing demand for temperature-controlled logistics. Yet various issues have arisen, such as the pressing need for better compensation for truck drivers and rising transportation and delivery costs and warehouse work costs due to labor shortages.

In this kind of business environment, the Group's basic policy for its current medium-term plan will involve strengthening our business foundation by increasing productivity through work reforms and increasing the profits of existing businesses through utilization of newly constructed sites at metropolitan-area ports, as well as strengthening initiatives for new growth by advancing into unexplored areas.

## Industry-wide Refrigerated Warehouse Capacity Utilization (Japan)

(Ordinary storage volume: 1,000 tons)

14,000			
12,000	12,135	12,160	12,498
10,000			
8,000			
6,000	5,543		5,856
4,000	3,198		
2,000	1,267	1,252	1,163
0	1,086	1,025	1,020
	2015	2016	2017 (FY)
Volume war	ehoused		

— Japan's major 12 cities — Tokyo Metropolitan Area — Kansai Area — Nagoya — Fukuoka

Source: Calculated and created by Nichirei using statistical data from the Japan Association

of Refrigerated Warehouses http://www.jarw.or.jp/know/statistics (Only available in Japanese)

#### **Main Services**



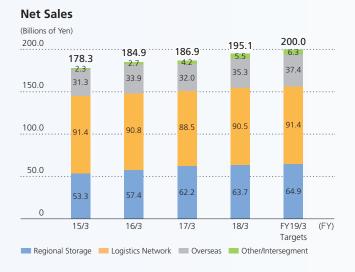
A logistics network business centered on transportation and delivery



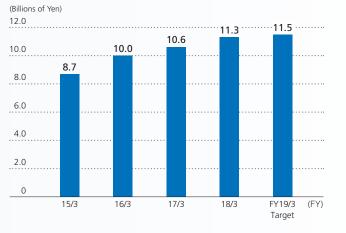
Regional storage business with refrigerated warehousing functionality



Overseas business with 36 sites in 13 countries, mainly in Europe and Asia



#### Operating Income



#### **Progress of Medium-Term Business Plan** and Future Direction

Regarding the progress of our medium-term business plan, due to expanded cargo pickup concentrated in metropolitan areas, with a focus on large sites such as the Higashi-ogishima DC \*1 and Sakishima DC that have been increased up until now, FY18/3 net sales were 195.1 billion yen (a 4.4% increase compared to the previous term), operating income was 11.3 billion yen (a 5.9% increase compared to the previous term), and the operating margin was 5.8%, which indicates steady growth.

In FY19/3, the last year of the medium-term business plan, in addition to rising costs due to labor shortages, system costs and other expenses will rise as well, but we will aim to secure increased revenue and profits by implementing further measures.

In the logistics network business, we will work to improve transport earnings and expenses and also expand our scale through strengthening our vehicle procurement foundation and 3PL\*<sup>2</sup> growth. With the regional storage business, in addition to quickly arranging for stable operation of our newly constructed Heiwajima DC and promoting efficiency through optimum allocation of freight stored in the Kanto waterfront area, we will focus on maximizing

utilization of our sites nationwide to serve active demand for storage.

To address rising domestic costs, we will promote operational improvements, streamlining, and other cost-absorbing measures, as well as work towards charging appropriate fees.

In addition, with an eye toward enhancing our medium-term competitive strength, we will promote operational innovations such as the digitalization of warehouse work and implementing energysaving measures inside warehouses.

Overseas, we have made efforts to provide a one-stop service in Europe that handles everything from customs clearance to storage, transportation, and delivery, and we have worked to expand cargo pickup as well. We have also begun increasing construction of refrigerated warehouses to improve our competitive advantage at the Port of Rotterdam in the Netherlands, the largest port in Europe.

In terms of uncovering new areas of growth, we are working on increasing our logistics coverage area in China, and we also established a new site in Malaysia. We will work to strengthen the foundation of our ASEAN operations by making use of the synergistic effect of our existing business in Thailand.

\*1 DC: Abbreviation of Distribution Center

\*2 3PL: Abbreviation of Third Party Logistics. Create improvement proposals for overall logistics operations, from procurement to distribution, and provide comprehensive logistics services.

#### TOPIC

#### **Heiwajima DC Operation**

On March 1, 2018, we began operation of the Heiwajima DC at Tokyo Danchireizo Co. in Ota Ward, Tokyo. In the Tokyo Bay area, the entryway for imported cargo, the number of imported processed foods and ingredients has increased in recent years, which has led to a demand for more advanced and efficient logistics. The Heiwajima DC is a facility in the Tokyo metropolitan area, Japan's largest consumer market, and it contains refrigerated equipment capacity and can store 38,000 tons worth of products, which will enable it to flexibly meet the active demand for storage.



Moreover, it is near Oi Container Terminal and Haneda Airport, which provide vital logistics infrastructure, and it also has good access to main roads, which will allow it to contribute to raising logistics efficiency. In addition to cutting-edge anti-earthquake measures to ensure safety, on the work front, work efficiency has increased due to the introduction of inspection devices. Heiwajima DC will coordinate with Nichirei Logistics Group sites in the Tokyo Bay area and strive to provide logistics services with high added value. Nichirei Value Creation

President's Message

**ESG** Initiatives

# Marine Products, Meat and Poultry Products Business



# We will identify consumer needs and promote sales of our superior products

#### Yoshifumi Kaneko

Representative Director and President Nichirei Fresh Inc.

Nichirei Fresh has been utilizing its global procurement and development capabilities to pursue business development centered on providing ingredients for marine products and meat and poultry products. In addition, it produces processed goods made with high-quality ingredients at sites around the world.

By harnessing its development of original premium products and strong relationships with local suppliers based on trust, Nichirei Fresh will aim to provide even better value to consumers.

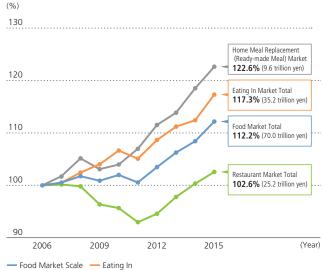


#### Overview

Domestically, ready-made meals and other items in the home meal replacement market have seen solid performance, and in particular the amount of chicken meat consumed has been increasing in recent years. The global demand for marine products is increasing, and production site prices are rising overall. Moreover, the time is ripe for demanding procurement of sustainable ingredients that are eco-friendly and conscious of human rights, and it is necessary to address these issues.

Faced with these conditions, Nichirei Fresh provides optimally processed products to meet consumer needs, as well as focuses on developing premium products that distinguish it from the competition. In the marine products business, Nichirei Fresh is concentrating its managerial resources on its most competitive products and working to increase asset efficiency. In the meat and poultry products business, it is strengthening the foundation of its domestic chicken business, and it opened a new company-owned poultry farm in Iwate Prefecture in March 2018. In addition, it is working on developing products for health-conscious people.

#### Market Scale Trends for Eating In, Home Meal Replacement (Ready-made Meals), and Restaurants (Ratio set to 100% for 2006)



- Home Meal Replacement (Ready-made Meals) - Restaurants

Source: Japan Ready-made Meal Association "Ready-made Meal White Paper, 2017 Edition"

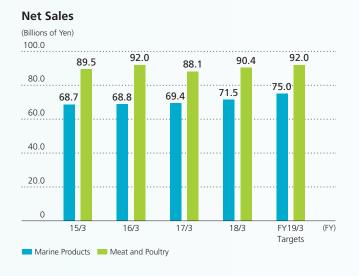
#### **Main Products and Businesses**



Premium marine products such as shrimp and roe



Company-owned domestic poultry farm



#### **Operating Income** (Billions of Yen) 1.6 1.5 1:4 1.3 1.0 08 0.7 0.7 0.5 04 0.4 0.3 0.2 0 15/3 16/3 17/318/3 FY19/3 (FY) Targets Marine Products 🛛 Meat and Poultry

Nichirei Value Creation

President's Message

ESG Initiatives

**Business Strategy** 

Financial Section

#### **Progress of Medium-Term Business Plan** and Future Direction

In FY18/3, the marine products business posted net sales of 71.5 billion yen (a 3.1% increase compared to the previous term) and operating income of 300 million yen (a 61.6% decrease compared to the previous term). Revenue increased thanks to increased stocking of octopus, roe, and other products, but profits declined due to rising shrimp and other seafood prices resulting from increased production site costs and the weak yen.

The meat and poultry products business posted net sales of 90.4 billion yen (a 2.6% increase compared to the previous term) and operating income of 1.3 billion yen (a 19.2% decrease compared to the previous term). Revenue increased thanks to increased restaurant sales and sales of home meal replacement products and such, but profits declined due to rising chicken meat procurement costs. Still, compared to previous years, profit levels have steadily increased.

In FY19/3, the last year of the medium-term business plan, the marine products business is focusing its managerial resources on items with strength in procurement, processing, and sales, such as shrimp, octopus, roe, and shellfish. This will lead to enhanced procurement capabilities and stable sales. In addition, with overseas sales, Nichirei Fresh will work with its local partners with a focus on the particularly large markets of North America and China, and increase sales through the utilization of its procurement capabilities.

In the meat and poultry business, the production of Omega Balance Chicken has started at the newly established poultry farm. Nichirei Fresh will expand availability of Omega Balance meat made from animals raised on fodder with a good balance of omega-3 fatty acids, which are essential to human health. For imported meat and poultry products, we will focus on selling meat from the ProSelect meat products series that has had foreign matter and impurities thoroughly removed, as well as products with excellent quality control.

## TOPIC

#### Developing a New Market with Omega Balance Meat

Nichirei Fresh spent approximately 10 years developing meat and poultry products made with meat raised on fodder containing linseed, rich in omega-3 fatty acids, and began full-scale sales in March 2017

Omega-3 fatty acids are an essential fatty acid that cannot be produced inside people's bodies, and it is a health-promoting ingredient that has received much attention. Nichirei Fresh is conducting a promotion aimed at the new generation of adults who want to live an active life on their own terms\*, as well as those who are health-conscious.

In FY18/3, we achieved success through collaboration sales with major home meal replacement companies, and net sales of Omega Balance meat increased approximately 50% compared to FY17/3. In addition, to satisfy consumer demand for domestically produced products, we have been operating an Omega Balance Chicken poultry farm in Uge, Hirono, Iwate Prefecture since March 2018.





# **Bioscience Business**

# We will focus on new product development and strengthening our business foundations to expand the scope of our business

#### Masato Takenaga

Representative Director, President Nichirei Biosciences Inc.

Nichirei Biosciences utilizes Nichirei Group's ingredient procurement capabilities and technological strength in the biotechnology field to conduct business in the four fields of molecular diagnostic drugs, rapid diagnostic drugs, biomedical materials, and functional materials. It aims to contribute to the development of the medical, health, and biological industries by harnessing the technical prowess, procurement capabilities, and quality assurance capabilities it has developed thus far to provide high-quality products and services.

> Nichirei Biosciences Inc. URL https://www.nichirei.co.jp/bio/english/index.html

### Overview

Nichirei Biosciences is engaged in the development, manufacture, and sale of cancer diagnostic drugs in its molecular diagnostic drug business, drugs for the rapid diagnosis of influenza and other infectious diseases in its rapid diagnostic drug business, and functional materials used in health foods and cosmetics in its functional materials business. In its biomedical materials business, it imports and sells cultures and serum used in the biomedical products produced by pharmaceutical companies.

With the medium-term business plan as its current basic policy, the company is focused on developing companion diagnostic drugs used in the selection of patients who are administered anti-cancer drugs. Its molecular diagnostic drug business, which includes these efforts, is rapidly developing. In addition, Nichirei Biosciences is attempting to expand its business scale and areas of involvement by developing products that solve unmet needs, and it is engaged in research and development based on new technology as well.

#### **Progress of Medium-Term Business Plan** and Future Direction

Regarding progress with the medium-term business plan, FY18/3 saw healthy sales of companion diagnostic drugs and diagnostic kits for influenza, among other products, resulting in increased revenue and profits. Nichirei Biosciences has expanded its pipeline for the development of companion diagnostic drugs. Moreover, to achieve expansion of its business scale and areas of involvement, it is proceeding with preparations for overseas expansion via a branch site in San Francisco, and it has also begun construction of a new R&D and manufacturing site.

In FY19/3, the final year of the medium-term business plan, it will promote policies aimed at continued growth in the molecular diagnostic drug business. In addition, it will continue preparations to complete its R&D and manufacturing site within the fiscal year.

#### **Main Products**



Companion diagnostic drug HISTOFINE ALK iAEP $^{\otimes}$  kit (in vitro diagnostic kit)





Influenza virus rapid diagnostic drug *Immunofine* <sup>™</sup> *FLU* (rapid diagnostic kit)

Functional Materials ACEROLA EXTRACT WB (NICHIREI) (Acerola fruit extract)

### TOPIC

#### **Providing Test Drugs to Myanmar Medical Institutions**

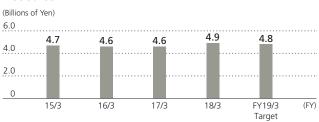
Since FY07/3, Nichirei Biosciences has been providing test drugs in the molecular diagnostic drug field to medical institutions in Myanmar via the Niigata University School of Medicine Pathology Course. In Myanmar, it is currently difficult to obtain pathological antibodies, but it is expected that demand for advanced medical services will increase along with the country's development. For this reason, cultivation of pathologists, pathological research, and improved diagnostic technology are desired.

In February 2018, Professor Emeritus Makoto Naito and others visited University of Medicine 2, Yangon, and in addition to test drugs, Nichirei Biosciences provided pathogen staining samples used in the creation of pathology teaching materials, among other resources. Going forward, it will continue to remain involved in Myanmar's medical development.



# **Real Estate Business**





# Overview

In the real estate business, the company has utilized its land according to the social landscape and surrounding areas. Regarding the outside environment for FY19/3, low interest rates and overseas investment have been good for Tokyo metropolitan area real estate, and rent has also increased due to the low vacancy rate of rental office buildings. However, there is a growing possibility that the industry itself may undergo tumultuous change in the long term due to issues such as the declining birthrate and aging population, rising house vacancies, a decrease in office workers, work reforms, labor shortages in the construction industry, and the international standardization of real estate. The company will keep a close eye on these various factors as it continues its real estate operations.

# Operating Income



### Progress of Medium-Term Business Plan and Future Direction

Regarding results for the term ended in March 2018, rental office building vacancies were reduced to zero, and net sales were 4.87 billion yen (a 5.0% increase compared to the previous term).

This is likely the result of outfitting rental office buildings with enhanced security, multi-purpose restrooms, renovated elevators, and other elements that meet our customers' needs. Going forward, the company aims to create new value for its customers and achieve stable profits.

## TOPIC

#### Nichirei Solar Town Solar Power Business

There are high expectations for the increase in renewable energy, and Nichirei began its foray into the solar power business in 2011, when solar power received particular attention. Because unused land in Sakaiminato City, Tottori Prefecture and Kushiro City, Hokkaido was found to be suitable for solar power generation, the company named these plots of land "Nichirei Solar Town" and has been operating solar power plants since November 2011. Going forward, the company will contribute to reducing environmental impact through the know-how and experience it gains in the operation of its solar power business and utilization of unused land.



"Nichirei Solar Town" in Takaramachi, Kushiro City

# **Financial/Non-financial Highlights**

Nichirei Corporation and Consolidated Subsidiaries As of March 31, 2018

Financial Data	(Unit)	FY09/3	FY10/3	FY11/3	FY12/3
Fiscal Year:					
Net sales	Millions of yen	474,515	438,111	437,808	454,931
Gross profit	Millions of yen	87,328	87,957	87,365	86,918
Operating income	Millions of yen	15,142	16,814	16,681	16,177
Profit before income taxes	Millions of yen	11,362	14,380	8,860	14,225
Profit attributable to owners of parent	Millions of yen	6,020	9,064	4,044	7,904
Capital expenditures	Millions of yen	14,883	24,385	22,110	12,248
Depreciation and amortization	Millions of yen	13,738	13,506	14,158	14,978
R&D expenditures	Millions of yen	2,191	1,986	1,806	1,697
End of fiscal year:					
Total assets	Millions of yen	287,296	277,496	284,562	290,537
Total liabilities	Millions of yen	174,096	154,802	166,813	171,837
Interest-bearing debt	Millions of yen	110,495	85,792	96,977	97,824
(excluding lease obligations)	Millions of yen	87,904	60,920	72,479	74,833
Cash Flows:					
Cash flows from operating activities	Millions of yen	15,282	33,345	17,274	19,915
Cash flows from investing activities	Millions of yen	(14,740)	(13,555)	(18,229)	(12,422)
Free cash flows	Millions of yen	541	19,789	(955)	7,492
Cash flows from financing activities	Millions of yen	16,085	(33,323)	6,416	(7,583)
Per Share Data:					
Net assets (BPS)	Yen	357.85	385.47	377.08	396.33
Profit (EPS)	Yen	19.42	29.24	13.08	26.35
Cash dividends	Yen	9	9	9	9
Financial Ratios:					
Operating margin	%	3.2	3.8	3.8	3.6
Return on equity (ROE)	%	5.3	7.9	3.4	6.8
Price earnings ratio (PER)	times	18.0	12.0	27.1	14.7
Debt-to-equity	times	1.0	0.7	0.8	0.8
(excluding lease obligations)	times	0.8	0.5	0.6	0.6
Equity ratio	%	38.6	43.1	40.4	40.2

(Note) The company implemented the share consolidation of which two shares were consolidated into one share as of October 1, 2016. At the beginning of FY16/3, assuming the share consolidation would occur, we calculated the amount of net assets per share and the profit per share.

Non-financial Data (Human Resources)	(Unit)	FY15/3	FY16/3	FY17/3	FY18/3
Proportion of women in management positions*1	%	5.6	5.8	6.1	6.8
Number of female directors	People	1	1	2	2
Average male employment longevity	Years	16.1	16.2	16.4	16.7
Average female employment longevity	Years	14.3	14.8	15.1	15.3
Incidents requiring time off*2	Incidents	18	21	17	34
Turnover rate* <sup>3</sup>	%	2.3	2.2	2.0	2.3
Number of actual annual work hours*4	Hours	2,038	2,025	2,026	2,025
Number of people re-employed after retirement $age^{*5}$	People	64	54	45	44

Non-financial data (human resources) calculated based on employees (including specialists) of Nichirei Corporation and its 15 main domestic subsidiaries

FY13/3	FY14/3	FY15/3	FY16/3	FY17/3	FY18/3
470,126	511,189	519,963	535,351	539,657	568,032
91,473	93,261	73,782	81,085	91,141	92,838
17,932	15,789	17,406	21,583	29,309	29,897
13,601	15,357	15,871	20,600	27,818	29,237
9,823	8,898	9,516	13,471	18,751	19,097
13,171	24,041	24,171	16,175	13,887	24,952
14,302	14,475	15,621	16,455	16,057	16,155
1,817	1,607	1,730	1,600	1,559	1,986
297,903	318,507	342,014	338,497	346,195	368,675
172,582	181,660	189,728	182,973	181,447	198,995
96,882	106,097	107,670	94,657	89,778	97,745
75,403	85,718	87,313	75,451	70,866	79,844
23,525	11,073	27,803	37,032	40,828	29,859
(9,610)	(17,650)	(22,362)	(14,496)	(11,445)	(20,269)
13,914	(6,576)	5,441	22,535	29,382	9,589
(9,743)	2,580	(6,098)	(20,351)	(21,883)	(13,749)
430.47	466.31	514.63	1,057.00	1,156.52	1,221.04
33.40	31.12	33.29	94.30	135.11	142.23
10	10	10	24	28	30
3.8	3.1	3.3	4.0	5.4	5.3
8.2	6.9	6.8	9.1	12.1	11.9
16.8	14.0	19.9	19.4	20.4	20.7
0.8	0.8	0.7	0.6	0.5	0.6
0.6	0.6	0.6	0.5	0.4	0.5
41.3	41.9	43.0	44.4	46.0	44.1

Non-financial Data (Environment)	(Unit)	FY15/3	FY16/3	FY17/3	FY18/3
$CO_2$ emissions (fluctuating emission factors from electricity* <sup>6</sup> )	Thousands of tons	290	287	279	273
CO <sub>2</sub> emissions (fixed emission factors from electricity* <sup>7</sup> )	Thousands of tons	223	226	228	227

\*1 Number of women in management positions divided by number of employees in management positions

\*2 Target: Food factory employees (Nichirei Foods-operated factories and Nichirei Fresh domestic subsidiaries)

\*3 Target: Employees (including specialists) Turnover rate calculated based on retirees, excluding mandatory retirees

\*4 Average number of hours per year per person. Target: Employees (including specialists and employees with reduced working hours)

\*5 Target: Employees (including specialists). People working in their 60s. Number of mandatory retirees re-employed per fiscal year. \*6 Variable power emission coefficient: Power conversion coefficient used by power companies in fiscal year utilized at each worksite

\*7 Fixed power emission coefficient: The CO<sub>2</sub> emission intensity unit of 0.412 [t-CO<sub>2</sub>/MWh] announced by the Federation of Electric Power Companies in FY2009, used nationwide

# **Financial Section**

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## **Consolidated Balance Sheets (Unaudited)**

Nichirei Corporation and Consolidated Subsidiaries As of March 31, 2017 and 2018

		Million	Thousands of U.S. dollars (Note 1)			
Assets		2017		2018		2018
Current assets:						
Cash and deposits	¥	20,512	¥	18,299	\$	172,198
Notes and accounts receivable - trade		76,464		85,103		800,824
Less allowance for doubtful accounts		(79)		(86)		(816)
Inventories		42,347		45,258		425,885
Deferred tax assets (Note 5)		2,255		2,316		21,800
Other current assets		4,772		4,989		46,951
Total current assets		146,273		155,881		1,466,843
Fixed assets:						
Property, plant and equipment (Note 3):						
Buildings and structures		230,871		237,546		2,235,314
Machinery and equipment		98,548		107,425		1,010,876
Land		34,215		35,643		335,400
Leased assets		41,165		37,475		352,642
Construction in progress		971		2,261		21,280
		405,772		420,352		3,955,514
Less accumulated depreciation		(260,643)		(267,559)		(2,517,735)
Property, plant and equipment, net		145,129		152,792		1,437,778
Investments and other assets:						
Investment securities (Note 2)		33,893		36,983		348,011
Investment in affiliates		4,545		4,590		43,198
Net defined benefit asset		35		45		432
Deferred tax assets (Note 5)		1,125		1,190		11,201
Other		15,489		17,564		165,277
Less allowance for doubtful accounts		(299)		(372)		(3,508)
Total investments and other assets		54,792		60,001		564,613
Total fixed assets		199,921		212,794		2,002,392
Total assets	¥	346,195	¥	368,675	\$	3,469,236

		Million	s of ye	n	Thousands of U.S. dollars (Note 1)		
Liabilities and net assets		2017		2018		2018	
Current liabilities:							
Short-term bank loans	¥	2,411	¥	6,237	\$	58,690	
Commercial paper	1	2,111	т	3,000	Ψ	28,229	
Current portion of long-term debt		7,323		4,016		37,793	
Current portion of bonds				10,000		94,099	
Accounts payable		27,326		30,361		285,703	
Lease obligations		3,470		3,579		33,681	
Income taxes payable		5,082		4,552		42,836	
Accrued expenses		31,966		32,782		308,482	
Provision for directors' bonuses		31,900		290		2,729	
Other current liabilities (Note 5)		10,916		15,671		147,464	
Total current liabilities		88,816		110,490		1,039,711	
Long-term liabilities:		88,810		110,490		1,039,711	
Bonds		40,000		30,000		282,299	
Long-term debt		21,132		26,591		250,224	
Provision for directors' and statutory		21,132		20,371		230,224	
auditors' retirement benefits		136		151		1,427	
Net defined benefit liability		1,670		1,888		17,774	
Lease obligations		1,070		1,000		134,766	
Deferred tax liabilities (Note 5)		6,190		6,875		64,697	
Asset retirement obligations		3,198		<b>3,448</b>		32,448	
Other		4,860		5,227		49,192	
Total long-term liabilities		92,631		<u> </u>		832,830	
Total liabilities		181,447		198,995		1,872,541	
Total haomues		101,447		170,775		1,072,041	
Net assets:							
Shareholders' equity (Note 4):							
Common stock, with no par value							
Authorized							
- 360,000,000 shares for 2017 and 2018							
Issued and outstanding - 147,925,532 shares							
for 2017 and 139,925,532 shares for 2018		30,307		30,307		285,196	
Capital surplus		18,237		7,617		71,680	
Retained earnings		112,734		126,510		1,190,460	
Treasury stock		(15,189)		(17,432)		(164,043)	
Total shareholders' equity		146,090		147,002		1,383,294	
Accumulated other comprehensive income:							
Net unrealized holding gain on available-							
for-sale securities		13,580		15,451		145,395	
Net deferred gain (loss) on hedges		26		(739)		(6,954)	
Foreign currency translation adjustments		(556)		1,014		9,544	
Total accumulated other comprehensive inco	ome	13,050		15,726		147,985	
Non-controlling interests		5,606		6,951		65,414	
Total net assets		164,747		169,680		1,596,694	
		104,747		10,000		1,370,074	

# Consolidated Balance Sheets (Unaudited) (Continued)

## **Consolidated Statements of Income (Unaudited)**

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

		Millions of yen				Thousands of U.S. dollars (Note 1)	
		2017		2018		2018	
Net sales	¥	539,657	¥	568,032	\$	5,345,182	
Operating costs and expenses:							
Cost of sales		448,516		475,194		4,471,576	
Selling, general and administrative expenses		61,831		62,940		592,266	
		510,347		538,134		5,063,842	
Operating income		29,309		29,897		281,339	
Other income (expenses):							
Interest and dividend income		716		817		7,693	
Interest expense		(954)		(898)		(8,459)	
Other – net		(1,253)		(579)		(5,448)	
		(1,491)		(660)		(6,214)	
Profit before income taxes		27,818		29,237		275,125	
Income taxes (Note 5):							
Current		7,930		8,551		80,473	
Deferred		(607)		49		467	
		7,322		8,601		80,941	
Profit		20,496		20,635		194,184	
Profit attributable to non-controlling interest	S	1,744		1,538		14,480	
Profit attributable to owners of parent	¥	18,751	¥	19,097	\$	179,703	

		Y	5. dollars Note 1)			
Amounts per share (Note 6):		2017		2018	2018	
Net assets	¥	1,156.52	¥	1,221.04	\$ 11.48	
Profit:						
Basic		135.11		142.23	1.33	
Diluted		_		_	_	

### **Consolidated Statement of Comprehensive Income (Unaudited)**

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

	Millions of yen					Thousands of U.S. dollars (Note 1)	
		2017		2018		2018	
Profit		20,496	¥	20,635	\$	194,184	
Other comprehensive income: Net unrealized holding gain on available-for-sale securities		2,436		1,865		17,551	
Net deferred gain (loss) on hedges		922		(767)		(7,220)	
Foreign currency translation adjustments Share of other comprehensive income (loss) of affiliates accounted for by the		(1,084)		1,953		18,380	
equity method		(102)		80		755	
Total other comprehensive income		2,172		3,131		29,467	
Total comprehensive income	¥	22,668	¥	23,767	\$	223,651	
Total comprehensive income attributable to:							
Owners of parent	¥	21,030	¥	21,892	\$	206,009	
Non-controlling interests		1,638		1,874		17,641	

## **Consolidated Statements of Changes in Net Assets (Unaudited)**

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

	Millions of yen									
		SI	nareholders' ec	uity						
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity					
Net assets at April 1, 2016	¥30,307	¥ 18,237	¥ 97,319	¥ (6,197)	¥ 139,667					
Changes of items during the period										
Dividends from surplus			(3,359)		(3,359)					
Profit attributable to owners of parent			18,751		18,751					
Acquisition of treasury stock				(8,991)	(8,991)					
Disposal of treasury stock		0		0	0					
Increase in retained earnings resulting from exclusion of subsidiaries from consolidation Net changes of items other than shareholders' equity			23		23					
Total changes of items during the period	_	0	15,415	(8,991)	6,423					
Net assets at March 31, 2017	¥30,307	¥ 18,237	¥ 112,734	¥(15,189)	¥ 146,090					
Changes of items during the period		-			· · · · ·					
Dividends from surplus			(4,200)		(4,200)					
Profit attributable to owners of parent			19,097		19,097					
Change in scope of equity method			31		31					
Acquisition of treasury stock				(14,015)	(14,015)					
Disposal of treasury stock		0		0	0					
Retirement of treasury stock		(10,620)	(1,151)	11,772	—					
Net changes of items other than										
shareholders' equity										
Total changes of items during the period	_	(10,620)	13,775	(2,243)	911					
Net assets at March 31, 2018	¥30,307	¥ 7,617	¥ 126,510	¥ (17,432)	147,002					
			Million	ns of yen						
	Accun	nulated other	comprehensive							
	Net unrealized holding gain on available- for-sale	Net deferred gain (loss) on hedges	Foreign currency translation adjustments	Total accumulated other comprehensive	Non- controlling interests	Tot as				

	holding gain on available- for-sale securities	Net deferred gain (loss) on hedges	Foreign currency translation adjustments	accumulated other comprehensive income	controlling interests	assets
Net assets at April 1, 2016	¥11,144	¥(873)	¥ 503	¥ 10,774	¥ 5,081	¥ 155,523
Changes of items during the period						
Dividends from surplus						(3,359)
Profit attributable to owners of parent						18,751
Acquisition of treasury stock						(8,991)
Disposal of treasury stock						0
Increase in retained earnings resulting from exclusion of subsidiaries from consolidation Net changes of items other than						23
shareholders' equity	2,435	899	(1,059)	2,275	524	2,799
Total changes of items during the period	2,435	899	(1,059)	2,275	524	9,223
Net assets at March 31, 2017	¥ 13,580	¥ 26	¥ (556)	¥ 13,050	¥ 5,606	¥ 164,747
Changes of items during the period						
Dividends from surplus						(4,200)
Profit attributable to owners of parent						19,097
Change in scope of equity method						31
Acquisition of treasury stock						(14,015)
Disposal of treasury stock						0
Retirement of treasury stock						_
Net changes of items other than shareholders' equity	1,870	(765)	1,570	2,676	1,345	4,021
Total changes of items during the period	1,870	(765)	1,570	2,676	1,345	4,933
Net assets at March 31, 2018	¥ 15,451	¥ (739)	¥ 1,014	¥ 15,726	¥ 6,951	¥ 169,680

# Consolidated Statements of Changes in Net Assets (Unaudited) (Continued)

		Thousands of U.S. dollars (Note 1)							
		SI	hareholders' eq	uity					
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity				
Net assets at April 1, 2017	\$ 285,196	\$ 171,618	\$ 1,060,831	\$ (142,932)	\$ 1,374,713				
Changes of items during the period									
Dividends from surplus			(39,529)		(39,529				
Profit attributable to owners of parent			179,703		179,703				
Change in scope of equity method			293		293				
Acquisition of treasury stock				(131,889)	(131,889				
Disposal of treasury stock		0		1	1				
Retirement of treasury stock		(99,938)	(10,838)	110,777	_				
Net changes of items other than shareholders' equity									
Total changes of items during the period	_	(99,937)	129,629	(21,110)	8,581				
Net assets at March 31, 2018	\$ 285,196	\$ 71,680	\$ 1,190,460	\$ (164,043)	\$ 1,383,294				

		T	housands of U.S	S. dollars (Not	e 1)	
	Accum	ulated other o	comprehensive	income		
	Net unrealized holding gain on available-for-sale securities	Net deferred gain (loss) on hedges	Foreign currency translation adjustments	Total accumulated other comprehensive income	Non- controlling interests	Total net assets
Net assets at April 1, 2017	\$ 127,790	\$ 250	\$ (5,238)	\$ 122,803	\$ 52,756	\$ 1,550,273
Changes of items during the period						
Dividends from surplus						(39,529)
Profit attributable to owners of parent						179,703
Change in scope of equity method						293
Acquisition of treasury stock						(131,889)
Disposal of treasury stock						1
Retirement of treasury stock						_
Net changes of items other than						
shareholders' equity	17,604	(7,205)	14,782	25,182	12,657	37,839
Total changes of items during the period	17,604	(7,205)	14,782	25,182	12,657	46,420
Net assets at March 31, 2018	\$ 145,395	\$ (6,954)	\$ 9,544	\$ 147,985	\$ 65,414	\$ 1,596,694

# **Consolidated Statements of Cash Flows (Unaudited)**

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

	Millions of yen					Thousands of U.S. dollars (Note 1)	
		2017		2018		2018	
Cash flows from operating activities:							
Profit before income taxes	¥	27,818	¥	29,237	\$	275,125	
Depreciation and amortization		16,057		16,155		152,027	
Impairment loss on fixed assets		236		95		902	
Increase/(decrease) in allowance for doubtful accounts		(7)		71		675	
Interest and dividend income		(716)		(817)		(7,693)	
Interest expense		954		898		8,459	
Equity in earnings of affiliates		(278)		(715)		(6,728)	
Gain on sales of property, plant and equipment		(404)		(67)		(638)	
Loss on disposal of property, plant and equipment		798		1,137		10,702	
Gain on sales of investment securities		—		(20)		(195)	
Gain on change in equity		(52)		—		_	
Increase in notes and accounts receivable-trade		(425)		(7,972)		(75,022)	
Increase in inventories		(251)		(2,803)		(26,382)	
Increase/(decrease) in notes and accounts payable		(1,346)		2,934		27,618	
Other, net		5,729		959		9,030	
Subtotal		48,112		39,094		367,880	
Interest and dividends received		844		907		8,539	
Interest paid		(955)		(903)		(8,497)	
Income taxes paid		(7,173)		(9,239)		(86,947)	
Net cash provided by operating activities	¥	40,828	¥	29,859	\$	280,974	

# Consolidated Statements of Cash Flows (Unaudited) (Continued)

	Millions of yen					Thousands of U.S. dollars (Note 1)	
		2017		2018	2018		
Cash flows from investing activities:							
Purchase of property, plant and equipment	¥	(8,963)	¥	(15,993)	\$	(150,497)	
Proceeds from sales of property, plant and equipment		508		178		1,682	
Purchase of intangible assets		(1,058)		(1,721)		(16,203)	
Purchase of investment securities		(529)		(62)		(585)	
Proceeds from sales of investment securities		2		120		1,129	
Proceeds from sales of shares of subsidiaries resulting in change in scope of consolidation		104		_		_	
Other, net		(1,509)		(2,790)		(26,263)	
Net cash used in investing activities		(11,445)		(20,269)		(190,737)	
Cash flows from financing activities:							
Increase in short-term bank loans		26		3,754		35,326	
Increase in commercial paper		_		3,000		28,229	
Proceeds from long-term debt		1,562		9,500		89,394	
Repayment of long-term debt		(6,163)		(7,323)		(68,911)	
Proceeds from issuance of bonds		9,946		—		_	
Redemption of bonds		(10,000)		—		—	
Repayments of lease obligations		(3,863)		(3,649)		(34,341)	
Purchase of treasury stock		(9,093)		(14,016)		(131,893)	
Dividends paid		(3,353)		(4,192)		(39,451)	
Cash dividends paid to non-controlling interests of consolidated subsidiaries		(945)		(935)		(8,801)	
Proceeds from non-controlling shareholders		() (5)		113		1,066	
Other, net		0		0		1,000	
Net cash used in financing activities		(21,883)		(13,749)		(129,379)	
Effect of exchange rate changes on cash and		(156)		723		6,808	
cash equivalents Net increase/(decrease) in cash and cash equivalents		7,343					
Cash and cash equivalents at the beginning of the year		13,169		(3,436) 20,512		(32,334) 193,025	
Cash and cash equivalents at the organing of the year	¥	20,512	¥	17,076	\$	160,691	

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

### Note 1: Basis of Presentation

The accompanying consolidated financial statements of Nichirei Corporation (the "Company") and its consolidated subsidiaries are prepared on the basis of accounting principles generally accepted in Japan, which are different in certain respects as to application and disclosure requirements of International Financial Reporting Standards and are compiled from the consolidated financial statements prepared by the Company as required by the Financial Instruments and Exchange Law of Japan.

Certain reclassifications have been made to present the accompanying consolidated financial statements in a format which is familiar to readers outside Japan.

Certain amounts in the prior year's financial statements have been reclassified to conform to the current year's presentation.

As permitted by the Financial Instruments and Exchange Law of Japan, amounts of less than one million yen have been omitted. As a result, the totals in yen shown in the accompanying consolidated financial statements do not necessarily agree with the sums of the individual amounts.

For the convenience of the reader, the accompanying consolidated financial statements have been presented in U.S. dollars by translating Japanese yen amounts at  $\pm 106.27 = US \pm 1.00$ , the exchange rate prevailing on March 31, 2018.

Due to significance, only selected notes are disclosed in the consolidated financial statements. The other notes which are not selected are disclosed on EDINET.

#### **Note 2: Securities**

 Acquisition costs, carrying value and unrealized gain on available-for-sale securities as of March 31, 2017 and 2018:

		Millions of yen			Thousands of U.S. dollars	
		2017		2018		2018
Equity securities:						
Acquisition costs	¥	13,619	¥	13,540	\$	127,420
Carrying value		32,641		35,205		331,284
Unrealized gain	¥	19,021	¥	21,664	\$	203,864

Non-listed equity securities amounting to \$1,252 million and \$1,777 million (\$16,726 thousand) as of March 31, 2017 and 2018, respectively, are not included in the above table because they are not traded on the market and it is very difficult to determine their fair market value.

(2) Sales of available-for-sale securities for the years ended March 31, 2017 and 2018:

		Millions of yen			Thousands of U.S. dollars	
	-	2017		2018		2018
Proceeds from sales	¥	2	¥	120	\$	1,124
Gains on sales		0		20		195

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

(3) Aggregate carrying value of available-for-sale securities with no available fair value as of March 31, 2017 and 2018:

		Millions of yen			ousands of S. dollars
		2017		2018	2018
Non-listed equity securities	¥	1,222	¥	1,752	\$ 16,494
(4) Impairment loss of securities for the	vears ended I	March 31 20	017 and	2018.	

		Millions of yen			ousands of S. dollars	
		2017		2018		 2018
Available-for-sale securities:						
Stocks without market value	¥	97	¥		9	\$ 88

### **Note 3: Investments and Rental Properties**

The Company and part of its subsidiaries own buildings and land for lease in Tokyo and other areas.

Net rent income and gain on sales of the property related to the investments and rental properties were  $\frac{1}{2}$ ,182 million and  $\frac{1}{339}$  million for the year ended March 31, 2017, respectively. Net rent income related to the investments and rental properties was  $\frac{1}{2}$ ,147 million (20,206 thousand) for the year ended March 31, 2018.

Gross rent revenue and expense are included in net sales and cost of sales, respectively, on the consolidated statements of income. Gain on sales of the property is included in other income on the consolidated statements of income.

Carrying value on the consolidated balance sheet, increase or decrease during the year, as well as market value of the investments and rental properties as of March 31, 2017 and 2018:

		Milli	ions of j	ven	ousands of S. dollars
		2017		2018	 2018
Carrying value as of April 1	¥	10,200	¥	10,276	\$ 96,698
Net increase (decrease)		75		(210)	(1,984)
Carrying value as of March 31	¥	10,276	¥	10,065	\$ 94,713
Market value as of March 31	¥	40,159	¥	41,441	\$ 389,966

1. Carrying value on the consolidated balance sheets is calculated as acquisition costs deducting accumulated depreciation and cumulative impairment losses.

2. For the year ended March 31, 2017, major increase represents capital expenditures of ¥386 million and change in the use of property of ¥116 million. Major decrease represents depreciation of ¥446 million.

 For the year ended March 31, 2018, major increase represents capital expenditures of ¥265 million (\$2,494 thousand). Major decrease represents depreciation of ¥453 million (\$4,268 thousand).

4. Market value of major assets is based on appraisals obtained from outside real estate appraisers. The market value of other relatively immaterial assets is based on certain valuation and other indicators properly reflected by market prices.

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

### Note 4: Changes in Net Assets

- (1) Types and numbers of outstanding shares and treasury stock
  - (a) For the year ended March 31, 2017

	- )			(Number of shares)
Type of stock	As of April 1, 2016	Increases	Decreases	As of March 31, 2017
Issued stock:				
Common stock (2)	295,851,065	_	147,925,533	147,925,532
Treasury stock:				
Common stock (3, 4)	11,193,439	9,448,715	10,319,858	10,322,296

(Reasons for changes)

- 1. The Company implemented the share consolidation of which two shares were consolidated into one share as of October 1, 2016.
- 2. The decrease in the number of common stock issued resulted from the following: Share consolidation 147,925,533 shares

3.	The increase in the number of treasury stock of common sto	ck resulted from the fo	llowing:
	•Acquisition of treasury stock based on the resolution at	9,4	36,000 shares
	the board of directors' meeting	(before the share	consolidation)
	•Request for redemption of odd-lot stock		11,802 shares
	(before th	e share consolidation: 1	0,058 shares)
	(after t	the share consolidation:	1,744 shares)
	·Acquisition of fractional shares as a result of the share cons	olidation	913 shares
		(after the share	consolidation)
4.	The decrease in the number of treasury stock of common sto	ock resulted from the fo	ollowing:
	-		

- Share consolidation 10,319,749 shares ·Request for redemption of odd-lot stock 109 shares
- (b) For the year ended March 31, 2018

				(Number of shares)
Type of stock	As of April 1, 2017	Increases	Decreases	As of March 31, 2018
Issued stock:				
Common stock (1)	147,925,532	_	8,000,000	139,925,532
Treasury stock:				
Common stock $(2, 3)$	10,322,296	4,332,827	8,000,073	6,655,050

(Reasons for changes)

- 1. The decrease in the number of common stock issued resulted from the following: 8.000.000 shares •Retirement of treasury stock
- 2. The increase in the number of treasury stock of common stock resulted from the following: ·Acquisition of treasury stock based on the resolution at the board of directors' meeting 4,327,600 shares
  - •Request for redemption of odd-lot stock 5,227 shares
- 3. The decrease in the number of treasury stock of common stock resulted from the following: ·Retirement of treasury stock 8,000,000 shares 73 shares
  - ·Request for redemption of odd-lot stock

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

### (2) Cash dividends distributed

Dividends paid during the year ended March 31, 2018

Resolution	Type of stock	Total dividends (Millions of yen and Thousands of U.S. dollars)	Dividend per share (Yen and U.S. dollars)	Record date	Effective date
General shareholders' meeting on June 27, 2017	Common stock	¥ 2,201 \$ 20,717	¥ 16 \$ 0.15	March 31, 2017	June 28, 2017
Board of Directors' meeting on October 31, 2017	Common stock	¥ 1,999 \$ 18,811	¥ 15 \$ 0.14	September 30, 2017	December 5, 2017

Dividends of which the record date falls in the current fiscal year but the effective date falls in the following fiscal year

Resolution	Type of stock	Source of	Total dividends (Millions of yen and Thousands of U.S. dollars)	share (Yen and U.S.	Record date	Effective date
General shareholders' meeting on June 26, 2018	Common stock	Retained earnings	¥ 1,999 \$18,811	¥ 15 \$0.14	March 31, 2018	June 27, 2018

### **Note 5: Income Taxes**

(1) Tax rate reconciliation for the year ended March 31, 2017

The Company and its consolidated subsidiaries are subject to a number of taxes based on income which, in the aggregate, resulted in a statutory tax rate of approximately 30.9% for the year ended March 31, 2017. The effective tax rates reflected in the accompanying consolidated statements of income differ from the statutory tax rate for the following reasons:

	2017
Statutory tax rate	30.9%
Entertainment and other non-deductible expenses	0.8
Dividends exempted for income tax purposes	(0.0)
Inhabitants' tax per capita	0.5
Change in valuation allowance	(4.1)
Tax credit for research and development expenses, etc.	(1.4)
Tax rate differences of overseas affiliates	(1.4)
Equity in earnings of affiliates accounted for by the equity method	(0.4)
Undistributed earnings of affiliates	0.5
Other, net	0.9
Effective tax rate	26.3%

(2) Tax rate reconciliation for the year ended March 31, 2018

Since the difference between the statutory tax rate and the effective tax rate is less than 5% of the statutory tax rate, reconciliation between the tax rates is omitted for the fiscal year ended March 31, 2018.

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

### Note 6: Per Share Information

Net assets per share as of March 31, 2017 and 2018 are calculated based on the following:

		Millions of yen				housands of J.S. dollars
		2017		2018		2018
Net assets	¥	164,747	¥	169,680	\$	1,596,694
Net assets attributable to common stock		159,141		162,729		1,531,279
Amounts excluded from net assets: Non-controlling interests		5,606		6,951		65,414
Number of common stock used for the calculation of net assets per share (in thousands)		137,603		133,270		_

Profit per share for the years ended March 31, 2017 and 2018 are calculated based on the following:

		Mill	ions of y	ousands of S. dollars	
		2017		2018	2018
Profit attributable to owners of parent	¥	18,751	¥	19,097	\$ 179,703
Amounts not attributable to common shareholders		_		—	_
Profit attributable to owners of parent for common stock		18,751		19,097	179,703
Average number of common stock during the fiscal year (in thousands)		138,782		134,272	_

### **Note 7: Segment Information**

(1) General information about reportable segments

Reportable segments are components of the Company and its consolidated subsidiaries for which separate financial information is available and whose operating results are regularly reviewed by the board of directors to make decisions about resources to be allocated to the segments and to assess their performance. Reportable segments are determined by product and service as "Processed foods," "Marine products," "Meat and poultry products," "Logistics," and "Real estate."

- General information about the segments is as follows:
- (a) Processed foods: Production, processing and sales of frozen cooked foods, agricultural processed foods, retort-pouch foods, wellness foods, acerola and packed ice
- (b) Marine products: Processing and sales of marine products
- (c) Meat and poultry products: Processing and sales of meat and poultry products, and breeding and sales of chicken
- (d) Logistics: Providing distribution/transportation services and distribution center functions, logistics consulting, providing storage services, production and sales of ice, and construction work and planning
- (e) Real estate: Leasing of office buildings and parking lots, management of real estate, and sales of housing land.
- (2) The basis of measurement for sales, profit or loss, assets, liabilities and other items of reportable segments

Accounting policies and methods used at operating segments are the same as those applied to the Company. Profit or loss of reportable segments is equal to operating income on the consolidated statements of income. Intercompany sales and transfers are based on third-party transaction prices.

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

(3) Sales, profit or loss, assets, liabilities and other items by reportable segment for the years ended March 31, 2017 and 2018 were summarized as follows:

				Year ende	d March 31,	2017 (Milli	ons of yen)			
			Reportab	le segment			-			
	Processed foods	Marine products	Meat and poultry products	Logistics	Real estate	Total	Other (*1)	Total	Adjustment	Consolidated
Sales: External sales	¥ 204,670	¥ 69,297	¥ 86,325	¥ 172,275	¥ 3,275	¥ 535,845	¥ 3,812	¥ 539,657	¥ —	¥ 539,657
Intercompany sales and transfers	355	78	1,802	14,609	1,361	18,207	673	18,880	(18,880)	_
Total	205,025	69,376	88,128	186,884	4,636	554,052	4,485	558,538	(18,880)	539,657
Segment profit	13,872	794	1,610	10,632	2,124	29,035	605	29,640	(330)	29,309
Segment assets	112,509	27,673	17,841	149,883	15,656	323,565	4,951	328,517	17,677	346,195
Other items:										
Depreciation	4,857	112	202	9,372	821	15,366	120	15,486	570	16,057
Amortization of goodwill Investments in	106	_	_	86	_	192	-	192	_	192
equity-method investees	1,391	178	145	1,540	_	3,256	_	3,256	1,289	4,545
Increase in property, plant and equipment and intangible assets	4,022	268	188	7,590	450	12,520	612	13,133	754	13,887
Outstanding balance of goodwill	1,462	_	—	980	_	2,442	_	2,442	_	2,442
Impairment loss on fixed assets	¥ 204	¥ 12	¥ –	¥ 19	¥ —	¥ 236	¥ —	¥ 236	¥ —	¥ 236

				Year ende	ed March 31	, 2018 (Mill	ions of yen)			
			Reportal	-						
	Processed foods	Marine products	Meat and poultry products	Logistics	Real estate	Total	Other (*1)	Total	Adjustment	Consolidated
Sales: External sales	¥ 220,273	¥ 71,448	¥ 88,316	¥ 180,017	¥ 3,356	¥ 563,412	¥ 4,619	¥ 568,032	¥ –	¥ 568,032
Intercompany sales and transfers	413	62	2,076	15,076	1,512	19,141	725	19,866	(19,866)	-
Total	220,686	71,511	90,393	195,093	4,869	582,554	5,344	587,899	(19,866)	568,032
Segment profit	14,573	305	1,301	11,255	2,152	29,588	811	30,399	(501)	29,897
Segment assets	119,296	29,601	19,806	156,239	16,147	341,091	6,622	347,714	20,961	368,675
Other items:										
Depreciation	5,038	114	200	9,430	681	15,465	112	15,578	577	16,155
Amortization of goodwill	106	_	_	90	_	197	_	197	_	197
Investments in equity-method investees	749	221	_	2,099	-	3,070	_	3,070	1,520	4,590
Increase in property, plant and equipment and intangible assets	9,904	244	696	10,207	408	21,462	1,245	22,707	2,361	25,068
Outstanding balance of goodwill	1,327	_	_	979	_	2,307	_	2,307	_	2,307
Impairment loss on fixed assets	¥ 53	¥ 0	¥ 1	¥ 39	¥ 0	¥ 95	¥ 0	¥ 95	¥ 0	¥ 95

Nichirei Corporation and Consolidated Subsidiaries For the years ended March 31, 2017 and 2018

				У	lear	ended Mar	ch 31, 2	018	(Thousand	s of	U.S. d	ollaı	rs)				
				Repo	ortab	le segment				_							
	Meat and								_								
	Processe foods	ed	Marine Products	poultry product		Logistics	Real est	ate	Total	Ot	her (*1)		Total	Adius	tment	Cc	nsolidated
Sales: External sales	\$2,072,7	72	\$ 672,331	\$ 831,0		\$ 1,693,960	\$ 31,5		\$5,301,712	\$	43,470	5	\$ 5,345,182	\$	_	\$5,	345,182
Intercompany sales and transfers	3,8	88	590	19,5	40	141,867	14,2	233	180,121		6,825		186,946	(186	,946)		_
Total	2,076,6	60	672,922	850,6	01	1,835,828	45,8	820	5,481,833		50,296		5,532,129	(186	,946)	5.	,345,182
Segment profit	137,1	33	2,872	12,2	46	105,918	20,2	253	278,424		7,636		286,061	(4	,721)		281,339
Segment assets	1,122,5	83	278,548	186,3	82	1,470,212	151,9	943	3,209,670		62,320		3,271,991	197	,245	3.	469,236
Other items:																	
Depreciation	47,4	11	1,074	1,8	86	88,743	6,4	415	145,531		1,058		146,590	5	,437		152,027
Amortization of goodwill	1,0	01	_		_	852		_	1,854		- 1,854		1,854		_		1,854
Investments in equity-method investees	7,0	50	2,088		_	19,752		_	28,891		_		28,891	14	,307		43,198
Increase in property, plant and equipment and intangible assets	93,2	04	2,302	6,5	55	96,050	3,8	845	201,958		11,715		213,674	22	,223		235,897
Outstanding balance of goodwill	12,4	95	_		_	9,219		_	21,714		_		21,714		_		21,714
Impairment loss on fixed assets	\$ 5	03	\$ 4	\$	13	\$ 372	\$	2	\$ 896	5	5 0	\$	896	\$	6	\$	902

(\*1) "Other" represents operating segments not disclosed as reportable segments, which include biosciences business, human resources and payroll-related services, tree planting management and cleaning services related to tree planting.

### Note 8: Subsequent Events

Not applicable.

# **Investor Information**

(As of March 31, 2018)

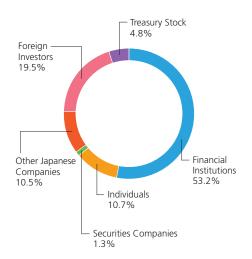
### **Essential Stock Information**

Stock Exchange Listing	Tokyo Stock Exchange (First Section)
Total Number of Authorized Shares	360,000,000 shares
Total Number of Outstanding Shares	139,925,532 shares (including 6,655,050 treasury shares)
Share Unit Number	100 shares
Number of Shareholders	20,248
Shareholder Register Administrator	Mizuho Trust & Banking Co., Ltd.
Annual Meeting of Shareholders	June
Auditors	Ernst & Young ShinNihon LLC

### **Major Shareholders**

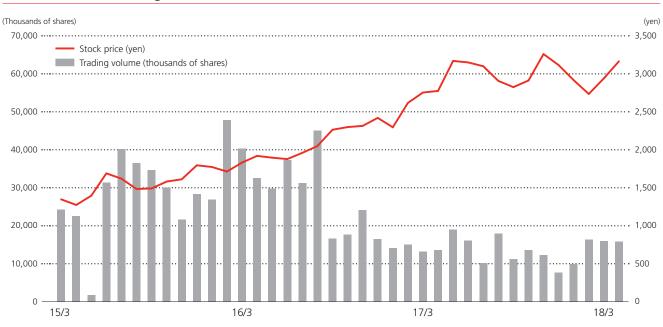
Shareholder Name	Number of shares held (thousands)	Shareholding ratio (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	15,221	11.4
Japan Trustee Services Bank, Ltd. (Trust account)	12,288	9.2
Nippon Life Insurance Company	5,744	4.3
MUFG Bank, Ltd.	4,866	3.7
Mizuho Bank, Ltd.	3,813	2.9
Mizuho Trust & Banking Co., Ltd. Retirement Benefit Trusts, Mizuho Bank Ltd. Account, Re-trust Trustee, Asset Management Services Trust Account	2,799	2.1
Sompo Japan Nipponkoa Insurance Inc.	2,765	2.1
Nisshin Seifun Group Inc.	2,719	2.0
The Norinchukin Bank	2,675	2.0
The Dai-ichi Life Insurance Company, Ltd.	2,323	1.7

### **Composition of Shareholders**



(Note) 1. Number of shares held rounded up to the nearest thousand. 2. Shareholding ratio calculated after subtracting repurchased stock (6,655,050 treasury shares). Rounded off to the first decimal place.

### Stock Price and Trading Volume Trends



Note: The stock prices above reflect amounts after the stock consolidation conducted on October 1, 2016. However, trading volume does not reflect the impact of the stock consolidation.

# **Company Information**

(As of March 31, 2018)

### **Corporate Data**

Company Name	Nichire
Established	Decem
Paid-in Capital	30,307
Head Office	Nichire
Telephone	[+81] 3
Number of Employees (consolidated)	15,787

lichirei Corporation December 1, 1945 0,307 million yen lichirei Higashi-Ginza Building 6-19-20 Tsukiji, Chuo-ku, Tokyo 104-8402, Japan +81] 3-3248-2101 (Main) 5,787

### **Main Overseas Bases**

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#### Shanghai

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#### Nichirei Logistics Group Inc.

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#### Bangkok

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#### Nichirei Fresh Inc.

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#### Qingdao

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#### Ho Chi Minh City

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#### Bangkok

Room 1107, Vanit Building 2 1126/2 New Petchburi Rd. Bangkok 10400, Thailand Tel: 66 (2) 253-9921 Fax: 66 (2) 253-4271

#### Nichirei Biosciences Inc.

#### San Francisco

1415 Rollins Rd, Ste 202, Burlingame, CA 94010, USA Tel : 1 (650) 393-4394 Fax : 1 (650) 393-4327

### **Major Overseas Group Companies**

#### Nichirei Foods Inc.

#### Nichirei do Brasil Agricola Ltda.

Avenida Luis de Souza, Lotes 14 a 17, Quadra H, Distrito Industrial, Petrolina/PE - CEP:56308-420, Brasil Tel: 55 (87) 2101-1408 Fax: 55 (87) 2101-1400

#### Nichirei Australia Pty. Ltd.

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#### Shandong Nichirei Foods Co., Ltd.

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#### Nichirei Enterprise Management

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#### Surapon Nichirei Foods Co., Ltd.

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#### GFPT Nichirei (Thailand) Co., Ltd.

77 Mu 4, Hang Sung, Nong Yai, Chon Buri 20190, Thailand Tel: 66 (3) 893-2900 Fax: 66 (3) 893-2999

#### InnovAsian Cuisine Enterprises Inc.

116 Andover Park E, Suite 200, Tukwila, WA 98188, U.S.A. Tel: 1 (425) 251-3706 Fax: 1 (425) 251-1565

#### Nichirei Foods U.S.A., Inc.

2101 4th Avenue, Suite 2030, Seattle, WA 98121, U.S.A. Tel: 1 (206) 448-7800 Fax: 1 (206) 443-5800

#### Nichirei Suco Vietnam Co., Ltd.

ap Hoa Binh, xa Binh Nghi, huyen Go Cong Dong, tinh Tien Giang, Vietnam Tel: 84 (273) 6262-100 Fax: 84 (273) 6262-110

#### Nichirei Logistics Group Inc.

#### Nichirei Holding Holland B.V.

Abel Tasmanstraat 1, 3165 AM Rotterdam, The Netherlands Tel: 31 (10) 429-2699 Fax: 31 (10) 429-7903

#### Eurofrigo B.V.

Abel Tasmanstraat 1, 3165 AM Rotterdam, The Netherlands Tel: 31 (10) 491-3100 Fax: 31 (10) 429-3251

#### Hiwa Rotterdam Port Cold Stores B.V.

Vierhavensstraat 20, 3029 BE Rotterdam, The Netherlands Tel: 31 (10) 244-5222 Fax: 31 (10) 476-8099

#### Thermotraffic Holland B.V.

Abel Tasmanstraat 1, 3165 AM Rotterdam, The Netherlands Tel: 31 (10) 428- 2866 Fax: 31 (10) 429- 6290

#### Thermotraffic UK Ltd.

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#### Thermotraffic GmbH

Im Industriegelaende 66 D-33775, Versmold, Germany Tel: 49 (54) 239-680 Fax: 49 (54) 2396-8294

#### Frigo Logistics Sp. z o.o.

ul.Fabryczna 4, 88-400 Znin, Poland Tel: 48 (52) 303-3600 Fax: 48 (52) 303-11-79

#### Transports Godfroy S.A.S.

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#### Entrepots Godfroy S.A.S.

27. Rue de L'avenir 14650 Carpiquet, France Tel: 33 (2) 31-71-13-16 Fax: 33 (2) 31-26-99-40

#### Shanghai Fresh Line Express Co., Ltd.

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#### Jiangsu Freshline Logistics Co., Ltd.

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#### SCG Nichirei Logistics Co., Ltd.

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#### Nichirei Fresh Inc.

#### Nichirei Seafoods, Inc.

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#### Amazonas Industrias Alimenticias S.A.

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#### Rizhao Mei Leng Food Trading Co., Ltd.

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#### Nichirei Fresh Hong Kong, Ltd.

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#### Nichirei Fresh Vietnam Co., Ltd.

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For IR-Related Enquiries Finance & Investor Relations **Nichirei Corporation** 

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