

Securities Code No. 9062
June 28, 2012

To Our Shareholders

9-3, Higashi-Shimbashi 1-chome, Minato-ku, Tokyo
NIPPON EXPRESS CO., LTD.
Kenji Watanabe
President and Representative Director

NOTICE OF RESOLUTION OF **THE 106TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We are pleased to notify you that the matters below were reported and resolved at the 106th Ordinary General Meeting of Shareholders of NIPPON EXPRESS CO., LTD. (the “Company”) held today.

Particulars

Matters to be reported:

Report on Business, the Consolidated Accounting Documents, the Non-Consolidated Accounting Documents for the 106th Business Term (from April 1, 2011 to March 31, 2012), and the Report on the Results of Audit of Consolidated Accounting Documents by Accounting Auditor and the Board of Corporate Auditors.

The contents of Accounting Documents and the Results of Audit above were reported.

Matters to be resolved:

Proposal 1: Proposed Disposal of Surplus

This item was approved and resolved as originally proposed. The year-end dividend for the business year under review was decided to be Yen 5 per share.

Proposal 2: Partial Amendments to the Articles of Incorporation

This item was approved and resolved as originally proposed. The reason and detail of amendments are as follows.

1. Reason for amendment

In order to prepare diversifications and development of business of the Company hereafter, the Company proposes to expand to include “Sale of goods and commodities” in Article 2 (Objects) and make necessary amendments, by among other things.

2. Detail of amendment

The detail of amendment is as follows:

(The underlined parts are changed parts.)

Prior to Amendment	Amendment
CHAPTER I GENERAL PROVISIONS	CHAPTER I GENERAL PROVISIONS
(Objects) Article 2. The purpose of the Company shall be to engage in the following businesses:	(Objects) Article 2. The purpose of the Company shall be to engage in the following businesses:
Items (1) ~ (26) Intentionally omitted.	Items (1) ~ (26) The same as current.
(Newly established) (27) Business incidental to each and every item mentioned above; and (28) Investments in and loans for each and every item mentioned above.	(27) <u>Sale of goods and commodities</u> (28) Business incidental to each and every item mentioned above; and (29) Investments in and loans for each and every item mentioned above.

Proposal 3: Election of Fourteen (14) Directors

This item was approved and resolved as originally proposed. Messrs. Masanori Kawai, Kenji Watanabe, Jiro Nakamura, Keiji Hagio, Masao Hosokoshi, Akira Ohinata, Noboru Shibusawa, Kiyofumi Miyachika, Takahiro Ideno and Yasuaki Nii were re-elected and Messrs. Mitsuru Saito, Hideo Hanaoka, Yutaka Ito, Masahiko Hata were newly elected as Directors and assumed their offices.

Proposal 4: Election of Two (2) Corporate Auditors

This item was approved and resolved as originally proposed. Messrs. Zenjiro Watanabe and Yuzuru Fujita were re-elected and assumed their offices.

Proposal 5: Presentation of Bonuses to Directors

This item was approved and resolved as originally proposed. Taking into account the amounts provided as bonuses in the past and the results of operation for the business year under review, it was approved and resolved that a total amount of Yen 89,300,000 for bonuses be paid to a total of thirteen (13) Directors who were in office at the end of the business term under review and one (1) Director resigned during the fiscal year as a group.

- End -

(Announcement)

At the meeting of the Board of Directors held today after the closing of this Ordinary General Meeting of Shareholders, Representative Directors and Officers were selected and assumed their offices.

As a result, Directors, Corporate Auditors and Officers as of June 28, 2012 are as follows.

Position	Duties in charge	Name
Chairman and Representative Director		Masanori Kawai
President and Representative Director, Chief Executive Officer		Kenji Watanabe
Executive Vice President and Representative Director, Executive Officer	Chief Managing Officer, Sales Promotion Headquarters and International Business Headquarters	Jiro Nakamura
Executive Vice President and Representative Director, Executive Officer	Chief Managing Officer of Domestic Business Headquarters, Network Transport Business Promotion Headquarters and Administrative Headquarters	Keiji Hagio
Director and Managing Officer	In charge of Global Logistics Solution Division, Government Business Division and Removals Sales Division	Masao Hosokoshi
Managing Officer	Regional General Manager, Europe, Director and President, Nippon Express(Europe) and Nippon Express (Deutschland) GmbH	Yoshiaki Ishii
Managing Officer	Regional General Manager, South Asia & Oceania, Director and President, Nippon Express (South Asia & Oceania) Pte. Ltd. and Nippon Express (Singapore) Pte. Ltd.	Shuji Kojima
Director and Managing Officer	In charge of Corporate Planning Division and Real Estate Development Division	Akira Ohinata
Managing Officer	Regional General Manager, Hokkaido Region and General Manager, Sapporo Branch	Masahito Watanabe
Director and Managing Officer	In charge of Sales Promotion Division I , Sales Promotion Division II and Eco-Business Division	Noboru Shibusawa
Director and Managing Officer	Regional General Manager, Tokyo Metropolitan Region, and General Manager, Tokyo Branch	Kiyofumi Miyachika
Director and Managing Officer	In charge of Security Transport Business Division	Takahiro Ideno
Director and Managing Officer	In charge of Information Technology Promotion Division, Public Relations & Advertising Division, General Affairs & Labor Division, Business Division, NITTSU Group University, Compliance Division, Personal Data Protection Division, and Environment & Social Contributions Division	Mitsuru Saito
Managing Officer	Regional General Manager, Chugoku Region and General Manager, Hiroshima Branch	Takumi Shimauchi
Managing Officer	Regional General Manager, East Asia, Director and President, Nippon Express (HK) Co., Ltd.	Takashi Wada
Director and Officer	In charge of Marine Transport Business Division and Fine Arts Business Division	Hideo Hanaoka
Officer	In charge of Sales Planning Division, Customer Service Center and Sales Promotion Division III	Nobuki Ando
Officer	Regional General Manager, North Kanto & Shin-Etsu Region and General Manager, Gunma Branch	Takaaki Ishii
Director and Officer	Regional General Manager, Kansai Region and General Manager, Osaka Branch	Yasuaki Nii
Officer	Regional General Manager, Kyushu Region and General Manager, Fukuoka Branch	Hideaki Tabuchi

Position	Duties in charge	Name
Officer	In charge of Small Package Planning Division, Small Package Sales Division, Railway Forwarding Division	Yukinori Tsuji
Officer	Regional General Manager, Shikoku Region and General Manager, Shikoku Branch	Hisao Taketsu
Director and Officer	In charge of Air Cargo Business Division, Travel Business Division and Overseas Planning Division	Yutaka Ito
Officer	Regional General Manager, North & South America, Director and President, Nippon Express U.S.A., Inc.	Kenji Fujii
Director and Officer	In charge and General Manager of Finance & Accounting Division	Masahiko Hata
Officer	In charge and General Manager of Heavy Haulage & Construction Business Division	Yasuhiro Goto
Officer	Regional General Manager, Tohoku Region and General Manager, Sendai Branch	Hiroyuki Murakami
Officer	Regional General Manager, Chubu Region and General Manager, Nagoya Branch	Katsuhiko Terai
Officer	Regional General Manager, Yokohama & Shizuoka Region and General Manager, Yokohama Branch	Yukio Yokoo
Full-time Corporate Auditor		Shinichi Miyazaki
Full-time Corporate Auditor		Zenjiro Watanabe
Full-time Corporate Auditor		Masami Yamashita
Corporate Auditor		Yuzuru Fujita

Messrs. Zenjiro Watanabe, Masami Yamashita and Yuzuru Fujita are the outside Corporate Auditors.

Payment of Dividend to the Shareholders

In accordance with the resolution of this Ordinary General Meeting of Shareholders, the Company decided to pay Yen 5 (including taxes) per share as year-end dividend for the business year under review. The dividend is payable to the shareholders with the enclosed "Notice of Payment"* at any branch of Japan Post Bank Co., Ltd. or post office in Japan from June 29, 2012 to July 31, 2012.

"Statement of Dividend"* and "Confirmation of Account for Dividend Remittance"* are enclosed for those who wish their dividends to be remitted to their designated bank accounts.

We also enclose "Statement of Dividend" to the shareholders who receive the dividend by the "Notice of Payment", which may be used to check the amount and/or as an evidence in filing tax return documents.

*Note: *: The Original "Notice of Payment", "Statement of Dividend" and "Confirmation of Account for Dividend Remittance" are sent to the registered Shareholders or local custodians in Japan.*