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Securities Code 9066
June 5, 2018

To Shareholders with Voting Rights:

Masahiro Tsutsui
President and Chief Operating Officer
NISSIN CORPORATION
6-81 Onoe-cho, Naka-ku, Yokohama-shi, Kanagawa, Japan

**NOTICE OF
THE 109TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 109th Annual General Meeting of Shareholders of NISSIN CORPORATION (the "Company"). The meeting will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via electromagnetic methods (the Internet, etc.). Please review the attached Reference Documents for the General Meeting of Shareholders, convey your vote for or against the proposals by mailing the enclosed Voting Rights Exercise Form or via the website (<https://evote.tr.mufg.jp/>) so that it is received by 5:45 p.m. Japan time on Wednesday, June 20, 2018.

1. Date and Time: Thursday, June 21, 2018 at 10:00 a.m. Japan time

2. Place: Yokohama Symposia, 9F Industry & Trade Center Building,
2 Yamashita-cho, Naka-ku, Yokohama-shi, Kanagawa, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 109th Fiscal Year (April 1, 2017 - March 31, 2018) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Committee
 2. Non-consolidated Financial Statements for the Company's 109th Fiscal Year (April 1, 2017 - March 31, 2018)

Proposals to be resolved:

Proposal 1: Election of Ten (10) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

Proposal 2: Payment of Bonuses to Directors

4. Information on Exercise of Voting Rights:

In the event that your voting rights are exercised via both mail and the Internet, etc., the vote exercised via the Internet, etc. will be regarded as valid. Furthermore, in the event that your voting rights are exercised multiple times via the Internet, etc., the last vote made will be regarded as valid.

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- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception.
- ◎ The following items are posted on the Company's website (<http://www.nissin-tw.co.jp>) in accordance with provisions of laws and regulations as well as Article 16 of the Company's Articles of Incorporation, and therefore are not provided in this Notice.
- 1) Notes to Consolidated Financial Statements
 - 2) Notes to Non-consolidated Financial Statements
- Accordingly, the appendixes provided with this Notice form part of the documents audited by the Audit & Supervisory Committee and the Accounting Auditor when preparing their respective audit reports.
- ◎ Should revisions arise to the Reference Documents for the General Meeting of Shareholders, the Business Report, Non-consolidated and Consolidated Financial Statements, they will be posted on the Company's website (<http://www.nissin-tw.co.jp>).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Election of Ten (10) Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all Directors (10 persons) (excluding Directors who are Audit & Supervisory Committee Members; hereinafter, the same applies in this proposal) will expire at the closing of this General Meeting of Shareholders.

Accordingly, the election of ten (10) Directors is proposed.

Furthermore, the Audit & Supervisory Committee has expressed its view that the candidates for Director presented in this proposal are suitable upon considering this proposal from perspectives such as the procedures for nomination, the qualifications of each candidate, the composition of the Board of Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Number of shares of the Company held	Past experience, positions, responsibilities, and significant concurrent positions
1	 Hiroshi Tsutsui (May 8, 1935)	116,511	Dec 1962 Joined the Company Jun 1979 Director Jun 1981 Managing Director Jun 1985 Representative Director and Senior Managing Director Jun 1991 Representative Director and Vice President Jun 1993 Representative Director and President Jun 2008 Chairman of the Board, Chief Executive Officer and Representative Director (to present)
	[Reason for nomination as candidate for Director] Mr. Hiroshi Tsutsui has been engaged in overall management of the Group, leading the Group with strong leadership as Chairman of the Board, Chief Executive Officer and Representative Director. He is also responsible for supervising management as a whole. He is nominated as a candidate for Director to reflect his abundant experience and deep insight gained through his long career as a manager in the Group's management for the sustainable improvement of its corporate value.		
2	 Masahiro Tsutsui (Feb 25, 1953)	48,120	Apr 1975 Joined Mitsui O.S.K. Lines, Ltd. Jul 1986 Joined the Company Jun 1993 Director Apr 2001 Managing Director Jun 2005 Senior Managing Director Jun 2007 Representative Director and Vice President Jun 2008 President, Chief Operating Officer and Representative Director (to present)
	[Reason for nomination as candidate for Director] Mr. Masahiro Tsutsui promotes the globalization of the Group as President, Chief Operating Officer and Representative Director. He is nominated as a candidate for Director to draw on his experience and achievements as Chief Operating Officer gained through his career for the sustainable improvement of the Group's corporate value.		

Candidate No.	Name (Date of birth)	Number of shares of the Company held	Past experience, positions, responsibilities, and significant concurrent positions	
3	 Junichiro Watanabe (May 30, 1956)	4,900	Apr 1981	Joined The Sanwa Bank, Ltd.
	Nov 2009		Joined the Company	
			Jun 2010	Executive Officer
			Jun 2012	Director and Executive Officer
			Oct 2012	Director and Managing Executive Officer
			Apr 2014	General Manager, Sales Division (to present)
			Apr 2016	Director and Senior Managing Executive Officer (to present)
[Reason for nomination as candidate for Director] Mr. Junichiro Watanabe has been engaged in management as a manager of sales, planning, and administrative divisions, and is striving to enhance the Group's profitability as General Manager of the Sales Division and Assistant to the President. He is nominated as a candidate for Director to maximize the effect of his expertise in the financial industry and his achievements as General Manager of the Sales Division gained through his career.				
4	 Yoshio Akao (Jun 3, 1950)	4,020	Apr 1975	Joined the Company
	Jun 2004		General Manager, Corporate Planning Department	
			Jun 2008	Executive Officer
			Jun 2009	Director and Executive Officer
			Apr 2013	Director and Managing Executive Officer
			Apr 2014	General Manager, Administrative Division (to present)
			Apr 2016	Director and Senior Managing Executive Officer (to present)
[Reason for nomination as candidate for Director] Mr. Yoshio Akao has been engaged in management over many years presiding over the Company's administrative and sales divisions, obtaining abundant experience and insight, and is striving to strengthen the Group's management foundation. He is nominated as a candidate for Director to draw on his achievements as General Manager of the Administrative Division and Assistant to the President as well as his insight in the sales division and further strengthen the business foundation.				
5	 Hideto Sakurai (Apr 6, 1953)	3,800	Apr 1976	Joined the Company
	May 2005		General Manager, General Sales Department No. 1	
			Apr 2007	Executive Officer
			Jun 2009	Director and Executive Officer
			Apr 2013	Director and Managing Executive Officer (to present)
			Apr 2018	Assistant to General Manager, Sales Division and Head of Automotive Business (to present)
[Reason for nomination as candidate for Director] Mr. Hideto Sakurai is engaged in expanding automotive-related logistics, with years of experience and insight in the Company's international logistics segment including air freight and ocean freight. He is nominated as a candidate for Director to draw on his abundant experience in the international logistics segment gained through his career for the further expansion of the Company's businesses.				

Candidate No.	Name (Date of birth)	Number of shares of the Company held	Past experience, positions, responsibilities, and significant concurrent positions	
6		2,400	Apr 1974	Joined the Company
	Kenjiro Masuda (Nov 8, 1950)		Apr 2010	General Manager, Kobe Branch
			Jun 2012	Executive Officer
			Jun 2013	Director and Executive Officer
			Apr 2014	Director and Managing Executive Officer (to present)
			Apr 2017	Head of Marine Business Division and Warehousing and Longshore Operation Division (to present)
[Reason for nomination as candidate for Director] Mr. Kenjiro Masuda is striving to enhance the profitability of the harbor and warehousing operations divisions and improve operational efficiency, with abundant experience and insight centered on the marine transportation, harbor transportation, and warehouse divisions. He is nominated as a candidate for Director to draw on his wide-ranging experience gained through his career from a practical perspective and further strengthen the business foundation.				
7		9,088	Apr 1990	Joined the Company
	Masataka Tsutsui (Oct 10, 1967)		Apr 2011	General Manager, Personnel Department
			Apr 2013	Executive Officer
			Jun 2014	Director and Executive Officer
			Apr 2015	Head of International Shipping Division, Customs Department, and Moving Department (to present)
			Apr 2016	Director and Managing Executive Officer (to present)
[Reason for nomination as candidate for Director] Mr. Masataka Tsutsui is striving to respond to globalization in customs operations and ensure personnel development, with abundant experience and insight centered on the customs and personnel divisions. He is nominated as a candidate for Director to draw on his experience in the administration and sales divisions gained through his career and his insight into customs operations for profit expansion in the international shipping division.				
8		3,020	Apr 1982	Joined the Company
	Tomonao Ishiyama (Feb 28, 1959)		Apr 2010	General Manager, Audit Department
			Apr 2011	General Manager, Accounting Department
			Apr 2014	Executive Officer
			Jun 2015	Director and Executive Officer
			Apr 2017	Director and Managing Executive Officer (to present)
			Apr 2017	Head of Accounting Department and Business Administration Office (to present)
[Reason for nomination as candidate for Director] Mr. Tomonao Ishiyama has been engaged in accounting and financing divisions over many years, possessing abundant experience, and is striving to promote compliance. He is nominated as a candidate for Director to draw on his experience and knowledge regarding finance and accounting for the further strengthening of internal control and risk management.				
9		4,400	Apr 1978	Joined the Company
	Seiji Torio (Jul 4, 1954)		Apr 2006	President, Nissin Transportation & Warehousing (H.K.)
			Apr 2009	General Manager, China Business Department, the Company
			Jun 2012	Executive Officer
			Apr 2015	Managing Executive Officer
			Apr 2015	General Manager, Kansai Division (to present)
			Jun 2017	Director and Managing Executive Officer (to present)
[Reason for nomination as candidate for Director] Mr. Seiji Torio has been engaged in international logistics operations in Japan and overseas, and possesses abundant practical experience, including managing a subsidiary in China. Drawing on this experience, he is currently striving to expand sales in the Kansai region as General Manager of the Kansai Division. He is nominated as a candidate for Director to further strengthen sales in the region.				

Candidate No.	Name (Date of birth)	Number of shares of the Company held	Past experience, positions, responsibilities, and significant concurrent positions
10	 Toshiyoshi Nakagome (Nov 5, 1956)	9,020	Apr 1982 Joined the Company Apr 2008 COO, Nissin International Transport U.S.A., Inc. Apr 2011 General Manager, Sales Promotion Department, the Company Jun 2012 Executive Officer Jun 2014 Director and Executive Officer (to present) Apr 2017 Head of Information Systems Department and Subsidiaries and Associates Management Office, and General Manager, Corporate Planning Department (to present)
	[Reason for nomination as candidate for Director] Mr. Toshiyoshi Nakagome has served overseas for many years and possesses wide-ranging experience in managing overseas subsidiaries, and is striving to develop and enhance the Company's global network. He is nominated as a candidate for Director to draw on his experience centered on the overseas business gained through his career and globalize management.		

Note: There are no special interests between each candidate for Director and the Company.

Proposal 2: Payment of Bonuses to Directors

Taking into consideration business performance in the fiscal year under review, among other factors, the Company proposes to pay Directors' bonuses in the total amount of ¥55 million to ten (10) Directors (excluding Directors who are Audit & Supervisory Committee Members) serving at the end of the fiscal year under review.

Furthermore, the Company proposes that the determination of the specific amount to be paid to each Director, timing, method, etc. be left to the discretion of the Board of Directors.

End

<Procedure for Exercising Voting Rights via the Internet, etc.>

If you are exercising your voting rights via the Internet, please pay attention to the following notes.

1. Voting Rights Exercise Website

- (1) The exercise of voting rights via the Internet is possible only by accessing the Voting Rights Exercise Website (<https://evote.tr.mufg.jp/>) designated by the Company either from a computer, a smartphone or a mobile phone (i-mode, EZweb or Yahoo! Keitai).* (However, this website is not available from 2 a.m. to 5 a.m. daily.)
* i-mode, EZweb and Yahoo! are trademarks or registered trademarks of NTT DOCOMO INC., KDDI CORPORATION and Yahoo! Inc. of U.S., respectively.
- (2) The exercise of voting rights using computers or smartphones may be disabled depending on your operating environment, including the use of a firewall for Internet connection, the use of antivirus software, the use of a proxy server or if you have not designated the use of encrypted transmission (TLS transmission).
- (3) For your exercise of voting rights using mobile phones, make sure to use i-mode, EZweb or Yahoo! Keitai service. To preserve security, you cannot vote through a phone model that does not allow TLS transmission or transmission of the phone ID information.
- (4) Although we will accept the exercise of voting rights via the Internet by 5:45 p.m. Japan time on Wednesday, June 20, 2018, we recommend early voting. If you have any questions, please contact the Help Desk below.

2. Exercising your voting rights via the Internet

- (1) At the Voting Rights Exercise Website (<https://evote.tr.mufg.jp/>), use the log-in ID and temporary password given on the enclosed Voting Rights Exercise Form and follow the on-screen instructions to indicate your approval or disapproval of each proposal.
- (2) To prevent illegal access by persons other than qualified shareholders (“spoofing”) and the manipulation of voting details, please be aware that shareholders using the site will be asked to change their temporary password.
- (3) New log-in IDs and temporary passwords will be provided each time a meeting of shareholders is convened.

3. Costs incurred in accessing the Voting Rights Exercise Website

The costs incurred when accessing the Voting Rights Exercise Website such as Internet access fees will be the responsibility of the shareholder. Similarly, fees required to use mobile phones, such as packet transmission fees, will also be the responsibility of the shareholder.

For inquiries about the system or other matters, contact:
Securities Agency Division (Help Desk), Mitsubishi UFJ Trust and Banking Corporation
Phone: 0120-173-027 (Toll Free within Japan) (available from 9 a.m. to 9 p.m.)

<For Institutional Investors>

Institutional investors may use the “Electronic Voting Platform” operated by ICJ, Inc. as a mean to exercise voting rights.