

September 29, 2016

To our shareholders

Corporate Name: Nippon Yusen Kabushiki Kaisha
Representative: Tadaaki Naito, President
Security Code: 9101
Listings: First Section of the Tokyo and Nagoya
stock exchanges
Contact: Keiji Kubota, General Manager,
Legal and Fair Trade Promotion Group
(Tel. +81 3-3284-5151)

**Notice of Establishment of the Nomination Advisory Committee
and the Compensation Advisory Committee**

Nippon Yusen Kabushiki Kaisha (Hereafter “NYK”) hereby announces that at the meeting of the Board of Directors held on September 29, 2016, NYK resolved to establish the Nomination Advisory Committee and the Compensation Advisory Committee as advisory organizations of the President as of October 1, 2016. Details are as follows;

1. Purpose of Establishment

NYK decided to establish the Nomination Advisory Committee and the Compensation Advisory Committee as organizations where important matters concerning nomination and compensation should be consulted and advised according to the consultation by the President in order to enhance Corporate Governance and secure transparency of function of the Board of Directors, while the President has already provided sufficient explanation to Independent Outside Directors in advance and obtained their appropriate involvement and advice when determining nomination and compensation.

2. Matters to be consulted on the Nomination Advisory / the Compensation Advisory Committee

The Nomination Advisory Committee

- (1) Appointment and dismissal of Directors;
- (2) Appointment, dismissal and successor plan of the President;
- (3) Appointment and dismissal of Representative Directors;
- (4) The independence criteria for Independent Outside Directors and Independent Outside Audit and Supervisory Board Members; and
- (5) Appointment and dismissal of Corporate Officers.

The Compensation Advisory Committee

- (1) Policies and procedures related to compensation for Directors and Corporate Officers; and
- (2) Content of compensation for Directors and Corporate Officers.

3. Structure of the Nomination Advisory / the Compensation Advisory Committee

Committee Chairman: The Chairman of the Board of Directors

Committee Members: The President, Independent Outside Directors (Three (3) Directors)

(Note) It is structured that the majority of both committees shall be Independent Outside Directors, three (3) out of five (5) members including the Committee Chairman, as of October 1, 2016.

End.