

December 6, 2023



Koki Ando

President and Representative Director, CEO

Announcement of Stock Split,
Corresponding Changes in The Articles of Incorporation and Revised Dividend Forecasts

NISSIN FOODS HOLDINGS CO., LTD. (the “Company”) hereby announces that it has resolved, at the meeting of the Board of Directors held on December 6, 2023, to conduct a stock split, correspondingly change in the Articles of Incorporation and revise dividend forecast as described below.

1. Stock Split

(1) Purpose of the Stock Split

We will conduct a stock split and lower the amount per an investment unit for the purpose of making it easier for investors to invest and expanding the investor base.

(2) Overview of the Stock Split

① Method of Stock Split

We will conduct a 3-for-1 stock split with the record date of December 31, 2023 whereby each share of common stock held by the shareholders listed on the final registered and/or beneficial shareholders’ list as of the same date will be split into three shares.

② Number of shares to be increased by the stock split

Total number of issued shares before the stock split:	102,861,500 shares
Number of shares to be increased by the stock split:	205,723,000 shares
Total number of issued shares after the stock split:	308,584,500 shares
Total number of shares authorized to be issued after the stock split:	1,200,000,000 shares

③ Stock Split Schedule

Date of publication of the record date: December 14, 2023 (Thu)

Record date: December 31, 2023 (Sun)

* The record date will fall on a holiday of the shareholder register administrator, and the practical record date will be Friday, December 29, 2023.

Effective date: January 1, 2024 (Mon)

2. Partial Amendment of Articles of Incorporation

(1) Reason for the amendment

We will amend the total number of shares authorized to be issued in Article 6 upon the stock split, as provided for in Article 184, Paragraph 2 of the Companies Act.
The amendment will take effect on January 1, 2024.

(2) Details of amendment

The details of the amendment are as follows:

Current article of incorporation	Proposed amendments
(Total Number of Shares Authorized to Be Issued) Article 6 The total number of shares authorized to be issued by the Company shall be five hundred million (500,000,000).	(Total Number of Shares Authorized to Be Issued) Article 6 The total number of shares authorized to be issued by the Company shall be twelve hundred million (1,200,000,000).

(3) Schedule of the amendment

Date of Resolution of Board of Directors: December 6,2023(Wed)

Effective date: January 1,2024(Mon)

3. Revision to Dividend Forecast

(1) Reason for revision

In connection with the stock split, the Company has revised the forecast of the year-end dividend for the fiscal year ending March 2024, which was stated in the "Summary of Consolidated Financial Statements for the Six Months (1st Half) Ended September 30, 2023" released on November 9, 2023, as follows.

The following revision to the dividend forecast is due to the stock split and is not substantive changes.

(2) Details of revision

	Dividends per share (yen)		
	2nd quarter	Year end	Full-year total
Previous forecast	—	120.00	200.00
Revised forecast (Conversion to the pre stock split base)	—	40.00 (120.00)	— (200.00)
Actual for the fiscal year ending March 2024	80.00	—	—
Actual for the fiscal year ending March 2023	65.00	75.00	140.00

(Notes)The statement regarding the dividend forecast in this document are based on information available to the Company as of the date of the announcement and are not intended to be a promise by the Company to realize such a forecast. Actual dividend amounts may differ from the forecast figures due to various factors.

4. Others

(1) Changes in the amount of stated capital

There will be no change in the amount of stated capital as a result of the stock split.

(2) Adjustment of the Number of Shares Underlying One Share Option

In connection with the stock split, the number of shares underlying one share option issued by the Company will be adjusted as below effective January 1, 2024.

Stock Option	Exercise Price of One Share (yen)		Number of Shares Underlying One Share Option (shares)	
	Before Adjustment	After Adjustment	Before Adjustment	After Adjustment
2nd	1	1	100	300
3rd	1	1	1	3
4th	1	1	1	3
6th	1	1	100	300
7th	1	1	1	3
8th	1	1	1	3
9th	1	1	100	300
10th	1	1	1	3
11th	1	1	1	3
13th	1	1	100	300
14th	1	1	1	3
15th	1	1	1	3
17th	1	1	100	300
18th	1	1	1	3
19th	1	1	1	3
21st	1	1	100	300
22nd	1	1	1	3
23rd	1	1	1	3
24th	1	1	100	300
25th	1	1	1	3
26th	1	1	1	3
28th	1	1	100	300
29th	1	1	1	3
30th	1	1	1	3
33rd	1	1	100	300
34th	1	1	1	3
35th	1	1	1	3
36th	1	1	100	300
37th	1	1	1	3
38th	1	1	1	3
40th	1	1	100	300
41st	1	1	1	3
42nd	1	1	1	3
43rd	1	1	100	300
44th	1	1	1	3
45th	1	1	1	3
48th	1	1	100	300
49th	1	1	1	3

50th	1	1	1	3
51st	1	1	100	300
52nd	1	1	1	3
53rd	1	1	1	3

End