May 12, 2016 NISSIN FOODS HOLDINGS CO., LTD. Koki Ando President and Representative Director, CEO

NISSIN FOODS Group Medium-Term Business Plan 2021

The following is an outline of the NISSIN FOODS Group Medium-Term Business Plan ("Medium-Term Plan"), which we have formulated for the five-year period starting in fiscal year 2016 (year ending March 2017).

1. Medium-term management policy

Based on the four elements that make up the spirit of our founder - "食足世平 Shoku-soku Se-hei (Peace will come to the world when there is enough food.)," "食創為世 Shoku-so I-sei (create foods to serve society)," "美健賢食 Bi-ken Ken-shoku (Eat wisely for beauty and health)" and "食為聖職 Shoku-i Sei-shoku (Food related jobs are a sacred profession) - our aim is to become an "EARTH FOOD CREATOR," as set out in the NISSIN FOODS Group Philosophy, through our commitment to creating food for the world around us. We go about our work in a "Creative" and "Unique" manner every day, and provide enjoyment of food for a "Global" audience, in order to make people all over the world "Happy." Within the Medium-Term Plan, we have set out numerical targets with an emphasis on "earning power through operations" and "value in capital markets," as key requirements for "recognition as a global company."

2. Overall strategy

To achieve the numerical targets under the Medium-Term Plan, we intend to implement the following five strategies in order to ensure profitability.

(1) Promoting global branding

We intend to improve profitability by accelerating overseas expansion of CUP NOODLES, as a high value-added product that makes the most of our strengths as a company, and by increasing the number of units sold overseas by 50%. We intend to pinpoint the right approach for design, flavor and promotion, based on a clearly defined target market (young people with a certain standard of living), in order to penetrate the market more efficiently and effectively.

(2) Focusing on priority overseas locations

We have earmarked BRICs (Brazil, Russia, India, China) as priority locations from two key perspectives, based on market appeal (scale of instant noodle market and its growth potential) and opportunities for NISSIN FOODS Group (strength of business foundations and scope to expand market for cup-type and other value-added products over the short to medium term). We are determined to secure profit growth in these areas.

In China, we are planning to further expand our growing sales area for high-margin CUP NOODLES products. In India, we are focusing on growth in bag-type instant noodle products in urban areas and on stepping up CUP NOODLES sales to the country's rapidly-growing population of middle-income earners. In Brazil and Russia, we are aiming to build on solid foundations as market leader to expand the market for value-added cup-type instant noodle products, so that we can secure an even larger market share and increase profits.

(3) Laying stronger foundations for our domestic profit base

In order to establish a business model that will be less susceptible to declining population numbers and other changes in population or consumer composition, we intend to focus more closely on the domestic market, with an emphasis on marketing, and we are also planning to invest in upgrading plants in order to save labor and improve food safety. By conducting these initiatives, we will lay stronger foundations for our instant noodle profit base in Japan, with the aim of becoming a "century brand company."

(4) Establishing a second pillar that generates revenue and profit

We are stepping up initiatives aimed at developing our confectionary and cereal business into a second primary revenue and profit source, both in Japan and overseas. We intend to grow individual brands even further, strengthen cooperation based on technical synergy between the confectionery and cereal companies, expand overseas operations and make use of M&A to increase sales to around JPY 100 billion, including equity method companies. In terms of chilled and frozen foods, and beverages, we are aiming to increase profit growth domestically, based on our efforts to establish brands throughout the previous medium-term period.

(5) Developing and strengthening human resources for global management

Thanks to active investment in strengthening platforms, we have been able to establish a framework to support growth. Looking ahead to the future, we intend to step up human resource development measures within the group, including running a selection-based in-house university program, promoting diversity, and reinforcing overseas trainee systems. We are also planning to increase management human resources by recruiting from outside the group, in an effort to accelerate global management.

3. Quantitative targets

		FY2016	FY2021	
		Results Japanese accounting standards	Reference Japanese accounting standards	Targets IFRS standards
Earning power	Net sales	JPY 468.1 bn	JPY 600.0 bn	550.0 bn
through operations	Adjusted operating income* ¹	JPY 24.7 bn	JPY 40.0 bn	47.5 bn
	Market capitalization*2	JPY 570.0 bn		1 tn
Value in	Net income*3	JPY 26.9 bn		33.0 bn
capital markets	ROE	7.4 %		8% or higher
	Adjusted EPS*4	JPY 196	CAGR 10% or higher	JPY 330

Payout ratio: 40% or higher on the average for the five-year period

- *1 Adjusted operating income = Operating income Impact of retirement benefit accounting
- *2 Market capitalization = Share price × Issued shares at end of year (after deduction of treasury shares)
- *3 "Net income attributable to owners of parent" under Japanese accounting standards, "profit attributable to owners of the parent" under IFRS standards
- *4 Adjusted EPS = Adjusted NOPAT^{*5} ÷ Average issued shares for the period (after deduction of treasury shares)
- *5 Adjusted NOPAT = Adjusted operating income + Equity method gains or losses + Amortization of goodwill (including equity method companies) – Net income attributable to non-controlling interests



NISSIN FOODS Group Medium-Term Business Plan 2021

May 12, 2016

NISSIN FOODS HOLDINGS CO., LTD. (Stock Code: TSE 2897)

NISSIN FOODS Group Philosophy

- The NISSIN FOODS Group explores various possibilities for food and creates dreaminspiring delicious tastes
- We contribute to society and the earth by gratifying people everywhere with pleasures and delights food can provide



Group Philosophy

EARTH

FOOD



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Review of our Previous Medium-Term Business Plan (2016)

- Achieved projections for sales, net income and ROE, but fell short on operating income and ordinary income
- Exceeded projected sales for instant noodle business in China, while newly consolidated Nissin Foods do Brasil Ltda. that has high growth potential in the Americas
- Revised prices in order to offset increased raw material costs, due to the weak yen and fluctuating market prices
- Unable to meet operating income targets due to continued investment in human resources in support of global management and capital investment in support of sustained growth, and delays establishing profitability in Asia
- Achieved net income and ROE targets thanks to agile management initiatives

Looking Ahead to our Current Medium-Term Business Plan (2021)

- Achieving recognition as a global company by fiscal 2021
- Focusing on "earning power through operations" and "value in capital markets" under the medium-term plan
- Investing management resources in the interests of sustained growth, as well as achieving numerical management targets
- Sharing our long-term vision with shareholders and working towards market capitalization of ¥1 trillion in fiscal 2021



Review of Previous Medium-Term Business Plan

Impact on domestic business

- Trends towards weak yen and high stock prices under "Abenomics"
- Increase in consumption tax (April 2014 onwards)
- Consumers increasingly conscious of safety and security
- Growing demand in emerging countries \rightarrow Soaring raw material prices

Impact on overseas business

- Slowdown of rapid growth in Chinese economy
- Slower than anticipated growth rate across Asian economy
- Currency weakness in emerging countries
- Fall in oil prices

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Impact on management platform

 Introduction of the Japan's Stewardship Code and the Japan's Corporate Governance Code

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Positioned as a "global evolution phase" on the road to becoming an "EARTH FOOD CREATOR", marked by active investment in overseas business



We surpassed our sales targets, thanks to results for domestic business significantly exceeding projections, not least in the instant noodle business. In terms of operating income, we had to increase up-front investment in line with changes in the environment, and experienced delays in establishing profitability in Asia. Thanks to agile management initiatives however, we were able to achieve targets for net income and ROE, both of which translate directly into corporate value.

which translate directly into corporate value.

	FY		FY201	6	
(JPY bn)	2013	Plan	Actual	Chan- ge	Achi- eved
Sales	382.8	450.0	468.1	+18.1	~
(Overseas)	53.5	98.5	100.9	+2.4	\checkmark
Operating income	24.0	31.0	26.4	-4.6	Х
Ordinary income	31.0	36.0	30.7	-5.3	Х
Net income	18.9	23.0	26.9	+3.9	\checkmark
Operating income margin	6.3%	6.9%	5.6%	-1.3pt	Х
Ordinary income margin	8.1%	8.0%	6.6%	-1.4pt	Х
ROE	6.4%	7.2%	7.4%	+0.2pt	✓
Investment over three years	-	115.0	124.4	+9.4	-

Summary

- Achieved sales target
 - Significantly exceeded projected domestic sales in the instant noodle business
 - Set out to almost double overseas sales, and were successful thanks to business growth and the impact of exchange rates
- Fell short of operating income/margin targets
 - Brought forward investment in systems and human resources for our global management platform support structure
 - Experienced delays in establishing profitability in areas where we are looking to expand or enter new markets (Asia, Turkey)
 - Achieved net income/ROE targets
 - Posted extraordinary income due to consolidation of Brazil biz.
 - Purchased treasury stock on a flexible basis to improve management efficiency
 - Revised strategic stock holdings
 - Investment/dividend policy
 - Engaged in up-front investment in improving safety/security, growth, etc.
 - Maintained stable dividends of over 40% on average over three years

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Targets for Current Medium-Term Business Plan





Nissin: 1 Trillion Yen Market Cap in 2020



$1,000,000,000,000\,{\rm M}$

We can do it!

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Positioning of Current Medium-Term Business Plan





Focusing on "Earning power through operations" and target to achieve 40.0 billion yen in Adjusted Operating Income

						FY201	6	FY2	2021
Earning	S	ales				JPY 468	8.1 bn	60	00.0 b
power		Adjusted Operating Income*1				JPY 24	.7 bn	4	40.0 b
through	A	djusted Ope	rating Inco	ome Margin		5	5.3 %		6.7 %
operation	s c	verseas portio	on of Adjust	ed Operating	Income		11 %	30	0% or hig
	Bus	inesses in Ja	apan			Businesse	s (Areas) in	Overseas	
	\ \	51/00/10	FY2	021				FY2	021
(JPY bn))	FY2016	Plan	Change	(JPY	bn)	FY2016	Plan	Change
_	Sales	265.2	297.6	+32.4		Sales	48.3	80.8	+32
Instant Noodles	OP	25.3	29.5	+4.2	The Americas	OP	1.1	6.4	+5
Nooules	OPM	9.6%	9.9%	+0.3pt	Americas	OPM	2.2%	7.9%	+5.7
	Sales	98.4	132.3	+33.9		Sales	40.9	53.7	+12
Chilled and Frozen Foods,					China incl. H.K.	OP	4.1	5.1	+1
Confectionery	OP	2.0	5.2	+3.2		OPM	10.1%	9.5%	-0.6
and drinks	OPM	2.0%	3.9%	+1 Opt		Sales	7.2	24.1	+16
	OPIN	2.0%	3.9%	+1.9pt	Asia	OP	(2.0)	0.5	+2
						OPM	(27.9%)	2.2%	+30.1
		sum of the figure				Sales	4.6	8.3	+3
the consolidate and other subs		udes sales and OF apan, etc.	o at the holding	company	EMEA	OP	(0.4)	0.8	+1
L						OPM	(8.0%)	9.4%	+17.4

Capital and Business Investment (Policy on M&A)

To achieve market capitalization of JPY 1 trillion in fiscal 2021, engaging in investment for sustained growth from fiscal 2022 onwards throughout the medium-term plan



Setting out KPI based on "earning power through operations" and "value in capital markets" (market capitalization), as requirements for "recognition as a global company"

		FY2016	FY2021		
		Results Japanese accounting standards	Reference Japanese accounting standards	Targets IFRS standards	
Earning power	Net sales	JPY 468.1 bn	JPY 600.0 bn	550.0 bn	
through perations	Adjusted operating income*1	JPY 24.7 bn	JPY 40.0 bn	47.5 bn	
	Market capitalization*2	JPY 570.0 bn		1 tn	
Value in	Net income*3	JPY 26.9 bn		33.0 bn	
capital markets	ROE	7.4 %		8% or higher	
	Adjusted EPS*4	JPY 196 Payout ratio: 40% or h	CAGR 10% or higher	JPY 330	

*1 Adjusted operating income = Operating income – Impact of retirement benefit accounting

*2 Market capitalization = Share price × Issued shares at end of year (after deduction of treasury shares)

*3 "Net income attributable to owners of parent" under Japanese accounting standards, "profit attributable to

owners of the parent" under IFRS standards

*4 Adjusted EPS = Adjusted NOPAT^{*5} ÷ Average issued shares for the period (after deduction of treasury shares)
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Strategy to Achieve Targets



Focusing on five key themes in pursuit of business profitability



Strategic Theme 1 Promoting Global Branding > Globalize CUP NOODLES ¹⁵

Actively rolling out CUP NOODLES, as a high value-added product that makes the most of our strengths, to young people with a certain standard of living, in order to improve overseas profitability



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Approaching clearly defined target markets with initiatives including design, flavor and promotion with the aim of expanding more efficiently and effectively, and increasing overseas CUP NOODLES sales (units) by 50%



Strategic Theme 2 Focusing on Priority Locations: BRICs

As markets continue to grow in scale and standards of living continue to improve, we have earmarked BRICs as priority locations where we expect to achieve growth by harnessing NISSIN's strengths in each area.



- China: Making the most of our leading share of the growing market for upright cup-type noodle products to expand our sales area
- India: Stepping up promotion of CUP NOODLES to rapidly growing population of middle-income earners, as well as tapping into growth in bag-type instant noodle products



Strategic Theme 2 Focusing on Priority Locations: BRICs – Brazil and Russia ¹⁹

Establishing strong foundations as market leader in both Brazil and Russia

- Brazil: Building on strong foundations to reinforce CUP NOODLES and establish a base of operations for expansion into South America
 - Russia: Strengthening support structure in order to secure an even greater market share and increase



Developing the domestic instant noodle market further, investing in sophisticating plants to improve food safety and production efficiency, and achieving stable profit over the long term



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Strategic Theme 4

Establishing a Second Primary Revenue Source: Confectionary/Cereal Business

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As well as growing brands organically, we intend to strengthen cooperation to achieve greater synergy, expand overseas operations and make the most of M&A, with the aim of increasing sales to JPY 100.0 billion, including partners.





Establishing a Second Primary Revenue Source: Chilled and Frozen Food Business/Beverage Business

Building on efforts to establish brands throughout the previous medium-term period in order to increase profit growth domestically



Strategic Theme 5 Developing and Strengthening Human Resources for Global Management²³

Having established a platform-based support structure, we intend to increase management human resources and accelerate global management in the future, based on both human resource development measures within the group and recruiting externally.



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We are determined to contribute to the world and its people by creating food, as an "EARTH FOOD CREATOR." We go about our work in a Creative and Unique manner every day, and provide enjoyment of food for a Global audience, in order to make people all over the world Happy.







APPENDIX

Previous Medium-Term Plan: Numerical Targets: Domestic

Although positive trends have continued across all businesses, particularly the instant noodle business thanks to superior product and brand capabilities, we fell short of our operating income target due to increased spending on group growth and up-front investment in sustained growth

		FY		FY2	016	
(JPY)	(JPY bn)		Plan	Actual	Chan- ge	Achie- ved
	Sales	240.2	252.0	265.2	+13.2	~
Instant noodles	OP	25.5	27.2	25.3	-1.9	Х
	OPM	10.6%	10.8%	9.6%	-1.2pt	Х
Chilled &	Sales	86.6	98.0	98.4	+0.4	√
frozen Confectionery drinks	OP	1.4	3.3	2.0	-1.3	Х
(Restaurant)	OPM	1.4%	3.4%	2.0%	-1.4pt	Х

Summary

- NISSIN FOODS: Record high sales (FY2016)
- Soared raw material prices due to weak yen and high market prices
 - → Offset by price revisions
- Selected and concentrated businesses (transferred restaurant business (AJI-NO-MINGEI))
- Increased investment in growth markets
 Confectionery: Invested in Goro-Gra advertising and
 - increased production
 Frozen foods: Investing in increased pasta production in line with continued sales growth
- Investment in sustainable management
 - Invested in safety/security and optimized production
 - Built food research facility ("the WAVE")
 - Restructured domestic instant noodle plants (MYOJO FOODS: Saitama Plant)
- Increased investment and spent on group growth
 - Brought forward investment in ERP systems
 - HD expenses and personnel costs in line with expanding platforms

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Despite the achievement of targets in China and Hong Kong a year ahead of schedule, we fell short of overall operating income targets as a result of delays in establishing profitability in areas reliant on expanding the scale of our operations or entering new markets (other Asian countries, Turkey).

		FY		FY2	016		
(JPY	bn)	2013	Plan	Actual	Chan- ge	Achi- eved	
	Sales	25.9	37.8	48.3	+10.5	\checkmark	
The Americas	OP	0.2	0.8	1.1	+0.3	\checkmark	
, include	OPM	0.9%	2.1%	2.2%	+0.1pt	\checkmark	
	Sales	20.8	32.2	40.9	+8.7	~	
China incl. H.K.	OP	1.8	2.7	4.1	+1.4	\checkmark	
	OPM	8.8%	8.5%	10.1%	+1.6pt	\checkmark	
	Sales	4.0	18.0	7.2	-10.8	Х	
Asia	OP	-0.5	0.1	-2.0	-2.1	Х	
	OPM	(11.3%)	0.6%	(27.9%)	-28.5%	Х	
	Sales	2.7	10.5	4.6	-5.9	Х	_
EMEA	OP	0.2	1.0	-0.4	-1.4	Х	
	OPM	7.2%	9.5%	(8.0%)	-17.5%	Х	

- The Americas: Consolidation of Brazil/increased sales costs in the US
 - Brazil: Acquired JV with dominant position in the market as a wholly-owned subsidiary (six-month contribution to FY2016 results)
 - USA: Increased spending on marketing in line with intensifying competition
- China/Hong Kong: Increased sales and income beyond plans thanks to success with CUP NOODLES and expansion of market area
- Expanded sales targeting white collar workers and students in 60 cities with populations over 3 million
- Asia: Miscalculated speed of growth and country risks
 - Currently reviewing follower strategy due to overoptimism regarding losing market share amidst competition for dominance
- EMEA: Established stable management foundations in Europe, but experiencing delays in developing the instant noodle market in Turkey
 - Despite efforts to create a market in Turkey, the speed of growth remains insufficient in terms of return on investment

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Major Exchange Rates Forming the Basis of Plan

Currenov	Local exchange rate (yen)			
Currency	FY2016	FY2021		
US dollar	120.14	112.68		
Brazilian real	30.60	28.00		
Chinese yuan	18.85	17.39		
Hong Kong dollar	15.49	14.53		
Euro	134.31	131.77		



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Direction of Businesses: Achieving Sales and Adjusted Operating Income Targets for FY2021

Domestic Business	Overseas Business
 Instant noodles (NISSIN FOOD PRODUCTS) Targeting new markets and strengthening brand capabilities, with the aim of creating brands to last 100 years Capital investment aimed at saving labor, improving safety/security and cutting costs MYOJO FOODS Growing core brands and developing new brands 	 The Americas Achieve substantial growth in Brazil, capitalizing o cup-type instant noodle growth Strengthen product sales and brands based on an awareness of diversifying food needs in the U.S. China/Hong Kong Maintain overwhelming leading share of the growing premium market Optimize balance of investment between
 Chilled and frozen foods Building on technical and brand capabilities to expand high value-added products and increase margins 	 expanding market area and increase capacity Asia Target high income earners, revolving around CUF NOODLES
 Confectionery and drinks Developing confectionery business into a second pillar that generates revenue and 	 Collaborate with Mitsubishi Corporation Tailor strategies to suit individual countries
 profit Continuing to grow Goro-Gra and expanding lactobacillus drinks in the healthcare market 	 EMEA Transition from stable profit base to revenue and profit growth phase in Europe

- Management platform
 - Improving quality of global management human resources
 - Shifting towards management based on pursuit of profit

actual results.

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Note: The fiscal term on this material indicate as follows: FY2015: from April 1, 2014 to March 31, 2015 FY2016: from April 1, 2015 to March 31, 2016 FY2021: from April 1, 2020 to March 31, 2021



The Company's plans, projections of results and strategies included in this document are forward-looking statements that reflect management's judgment based on information available at the time of their release. The Company cautions that intensification of price competition in the market, changes in the economic trends in the business environment, significant fluctuations in valuation in capital markets and various other risks and uncertainties may cause these forward-looking statements to differ from

Inquiries IR Office, NISSIN FOODS HOLDINGS CO., LTD. 6-28-1 Shinjuku, Shinjuku-ku, Tokyo 160-8524 Tel:+81-3-3205-5027 Fax:+81-3-3205-5179 email: ir.jp@nissin.com

