

Please note that the following is an unofficial English translation of the original Japanese text of the press release of Nichi-Iko Pharmaceutical Co., Ltd. Nichi-Iko Pharmaceutical Co., Ltd. provides this translation for reference and convenience purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities code: 4541

June 21, 2013

To Our Shareholders:

6-21, Sogawa 1-chome, Toyama City, Toyama

**Nichi-Iko Pharmaceutical Co., Ltd.**

President and CEO: Yuichi Tamura

## **Notice of the Resolutions at the 49th Annual General Meeting of Shareholders**

We would like to express our thanks for your loyal patronage.

We hereby inform you of the presentations and resolutions approved at the 49th Annual General Meeting of Shareholders held today as follows.

### Details

**Presentations:** 1. The Business Report and the Consolidated Financial Statements for the 49th fiscal year (from April 1, 2012 to March 31, 2013), as well as the Audit Reports of the Consolidated Financial Statements from the Accounting Auditor and the Board of Corporate Auditors

We reported the above Business Report, the Consolidated Financial Statements and its audit result.

2. The Financial Statements for the 49th fiscal year (from April 1, 2012 to March 31, 2013)

We reported the above Financial Statements.

### **Resolutions:**

**Proposal No. 1** Appropriation of Retained Earnings

The proposition was approved in its original form, as follows:

1. Matters concerning final dividends

(1) Type of dividend property

Monetary dividends

(2) Matters concerning allocation of dividend property and the aggregate amount thereof

16 yen per common stock of the Company, with the aggregate amount being 637,824,672 yen

(As a result of such allocation, the annual dividend for the 49th fiscal year, including the interim dividend, shall be 32 yen per common

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stock of the Company.)

- (3) Date at which distribution of retained earnings comes into effect  
June 24, 2013

2. Other matters concerning appropriation of retained earnings

- (1) Item under retained earnings to be increased, and the amount thereof  
Special reserve: 8,000,000,000 yen
- (2) Item under retained earnings to be decreased, and the amount thereof  
Retained earnings brought forward: 8,000,000,000 yen

**Proposal No.2** Appointment of Seven (7) Directors

This proposal was approved in its original form. Six (6) directors, Yuichi Tamura, Toshinori Kongoji, Shuko Urayama, Kenji Akane, Taizan Kawakami and Shigeo Takagi were reelected as Directors. Takahiro Yoshikawa was newly elected as a Director. All of the aforementioned have assumed office. Shigeo Takagi will serve as an outside director.

**Proposal No. 3** Approval of the Policy of Countermeasures against Large-Scale Acquisitions of Share Certificates, etc. of the Company (Takeover Defense Measures)

The proposition was approved in its original form.

**Proposal No. 4** Delegation to the Board of Directors to determine the terms and conditions of the offering of Stock Acquisition Rights issued as Stock Options

The proposition was approved in its original form.

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At the meeting of the Board of Directors held after the closing of the General Meeting of Shareholders, Yuichi Tamura was elected as President and CEO; Toshinori Kongoji, Shuko Urayama and Kenji Akane were each elected as Senior Managing Executive Officer and Director; and Taizan Kawakami and Takahiro Yoshikawa were each elected as Managing Executive Officer and Director. All of them have assumed office.

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**Payment of a Final Dividend**

Final dividend for the 49th fiscal year was determined to be 16 yen per share. Please receive the dividends by handing the "Final Dividend Certificate" enclosed herewith to the nearest head office, branch or local office of Japan Post Bank, or post offices (acting as bank agents) during the payment period (from June 24, 2013 to July 31, 2013).

Please find enclosed the "Dividend Calculation Sheet" and the "Confirmation of your Receiving Bank Account" for Shareholders who have designated a specific bank account to which we should transfer their dividends to, or the "Dividend Calculation Sheet" and the "Information on Receiving

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Dividends" for Shareholders who have instructed us to transfer their dividends to their accounts by way of allocation in proportion to the number of shares they hold. (Shareholders who wish to receive their dividends by way of allocation in proportion to the number of shares they hold are requested to ask an Account Management Institution such as securities companies which they are transacting with for information about the account through which to receive their dividends.)

\* Regarding notification of payment of dividends of listed stock, etc. (Payment Notification)

Due to the 2008 amendment of the Act on Special Measures Concerning Taxation (Act No. 23 of April 30, 2008), the Company is required to send a "Payment Notification" to the Shareholders, concerning the dividends paid. The "Payment Notification" shall include information such as the amount to be paid as dividends, and withholding taxes, etc.

(The "Dividend Calculation Sheet" enclosed herewith deems to combine with the "Payment Notification".)

The "Payment Notification" may be used by Shareholders as an attachment document when filing a tax return.

(Shareholders who have designated to receive their dividends by way of allocation in proportion to the number of shares they hold are requested to ask an Account Management Institution such as securities companies which they are transacting with for details.)

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