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Securities Code: 8248
March 31, 2009

To All Shareholders

Toshio Katayama
President and Representative Director
Nissen Holdings Co., Ltd.
18, Hainoborinakamachi, Kisshoin,
Minami-ku, Kyoto

NOTICE OF RESOLUTIONS OF THE 39th ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce that the matters outlined below were reported and resolved at the 39th Ordinary General Meeting of Shareholders of the Company held on March 18, 2009.

- Matters reported:**
- (1) Business Report, Consolidated Financial Statements for the 39th Fiscal Term (from December 21, 2007 to December 20, 2008) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 - (2) Non-Consolidated Financial Statements for the 39th Fiscal Term (from December 21, 2007 to December 20, 2008)
- The particulars of the above (1) and (2) were reported.

Matters resolved:

Proposal No. 1: Appropriation of Surplus

The proposal was approved and adopted as proposed. The details are as follows:

- (1) Dividend asset classification
The dividend will be paid in cash.
- (2) Matters pertaining to the allocation of dividend assets and total amount
The Company will pay a dividend of ¥11.50 per share of Nissen Holdings common stock.
In this case the total amount to be paid out in the form of dividends comes to ¥584,080,756.
- (3) Effective Date for payment of dividend of surplus
March 19, 2009

Proposal No. 2: Partial Amendments to the Articles of Incorporation

The proposal was approved and adopted as proposed.

Proposal No. 3: Election of Seven Directors

The proposal was approved and adopted as proposed. Toshio Katayama, Nobuyuki Ichiba, Toshiya Tsukushi, Takeshi Isokawa, Akira Iwamoto, Toshio Komada and Kaori Sasaki were re-elected as Directors and assumed office.

Proposal No. 4: Election of Two Substitute Corporate Auditors

The proposal was approved and adopted as proposed. Hidekazu Tamada and Shinichiro Kawazoe were elected as Substitute Corporate Auditors.

END