

[This is an English translation prepared for the convenience of non-resident shareholders. Should there be any inconsistency between the translation and the official Japanese text, the latter shall prevail.]

## [Cover]

Shelf registration number:	23-Kanto111
Document to be filed:	Shelf Registration Statement
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	July 20, 2011
Company name (Japanese):	日本たばこ産業株式会社 ( <i>Nihon Tabako Sangyo Kabushiki-Kaisha</i> )
Company name (English):	JAPAN TOBACCO INC.
Title and name of representative:	Hiroshi Kimura, President, Chief Executive Officer and Representative Director
Location of head office:	2-1, Toranomom 2-chome, Minato-ku, Tokyo, Japan
Telephone number:	+81-3-3582-3111 (Main)
Contact person:	Hideki Tsuchida, Treasurer
Place of contact:	2-1, Toranomom 2-chome, Minato-ku, Tokyo, Japan
Telephone number:	+81-3-3582-3111 (Main)
Contact person:	Hideki Tsuchida, Treasurer
Type of securities offered to which shelf registration is to be applied:	Bonds
Scheduled issuance period:	From the effective date of the Shelf Registration under this Shelf Registration Statement (July 28, 2011) through the date on which two (2) years will elapse thereafter (July 27, 2013)
Total amount to be issued or maximum outstanding balance:	Total amount to be issued ¥300,000 million
Items regarding stabilizing transactions:	No items to report
Places where the document to be filed is available for public inspection:	Japan Tobacco Inc. Saitama Sales Office (55-1, Shimocho 1-chome, Omiya-ku, Saitama-shi, Saitama) Japan Tobacco Inc. Yokohama Sales Office (143, Hanasakicho 6-chome, Nishi-ku, Yokohama-shi, Kanagawa) Japan Tobacco Inc. Nagoya Sales Office (12-1, Iseyama 2-chome, Naka-ku, Nagoya-shi, Aichi) Japan Tobacco Inc. Osaka Sales Office (5-10, Oyodo-minami 1-chome, Kita-ku, Osaka-shi, Osaka) Japan Tobacco Inc. Kobe Sales Office (7-23, Nakayamate-dori 3-chome, Chuo-ku, Kobe-shi, Hyogo) Tokyo Stock Exchange, Inc. (2-1, Nihonbashi-kabutocho, Chuo-ku, Tokyo) Osaka Securities Exchange Co., Ltd. (8-16, Kitahama 1-chome, Chuo-ku, Osaka-shi, Osaka) Nagoya Stock Exchange, Inc. (8-20, Sakae 3-chome, Naka-ku, Nagoya-shi, Aichi) Fukuoka Stock Exchange, Inc. (14-2, Tenjin 2-chome, Chuo-ku, Fukuoka-shi, Fukuoka) Sapporo Securities Exchange, Inc. (14-1, Minamiichijo-nishi 5-chome, Chuo-ku, Sapporo-shi, Hokkaido)

## **A. INFORMATION CONCERNING SECURITIES**

### **I. Terms and Conditions of Offering for Subscription:**

The terms and conditions of offering, other than those stipulated below, will be set forth in an “Amendment to the Shelf Registration Statement” or a “Supplemental Document to the Shelf Registration Statement” at each time when the relevant bonds are offered for subscription.

#### **1. Newly issued bonds**

To be determined

#### **2. Retention for underwriting and commissions of management of the bonds:**

To be determined

#### **3. Use of net proceeds from the new issuance:**

##### **(1) The amount of net proceeds from the new issuance of bonds**

To be determined

##### **(2) Use of net proceeds**

The net proceeds from the new issuance of bonds are to be used as funds for the redemption of bonds, redemption of commercial papers, repayment of loans, investments in property, plant and equipment and investments and loans as well as operating funds.

### **II. Terms and Conditions of Offering for Sale**

No items to report

### **III. Other Matters to be Described**

No items to report

## **B. INFORMATION INCORPORATED BY REFERENCE**

### **I. Documents Incorporated by Reference**

As for matters such as the outline of the Company and outline of business, etc. provided for in Article 5, Paragraph 1, Item 2 of the Financial Instruments and Exchange Act, please refer to the following documents.

#### **1. Annual Securities Report and Appendix**

26rd term (from April 1, 2010 to March 31, 2011) filed to Kanto Local Finance Bureau Director-General on June 24, 2011

#### **2. Extraordinary Report**

Since the filing date of the Annual Securities Report listed in “1” above and until the date hereof, Extraordinary Report pursuant to Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc. filed to Kanto Local Finance Bureau Director-General on June 29, 2011

## **II. Supplemental Information to the Documents Incorporated by Reference**

With regard to the matters described in “Business and other risks” in the Annual Securities Report listed above as a reference document, there has been no material change in judgments concerning such statements and there is nothing to add to such statements since the filing date of said Report until the date hereof.

While the Annual Securities Report listed above includes forward looking statements as of the date hereof, there has been no material change in judgments concerning such statements and there is nothing to add to such statements.

### **III. Places Where Copies of the Documents for Reference are Made Available for Public Inspection**

Japan Tobacco Inc. Headquarters  
(2-1, Toranomom 2-chome, Minato-ku, Tokyo, Japan)

Japan Tobacco Inc. Saitama Sales Office  
(55-1, Shimocho 1-chome, Omiya-ku, Saitama-shi, Saitama)

Japan Tobacco Inc. Yokohama Sales Office  
(143, Hanasakicho 6-chome, Nishi-ku, Yokohama-shi, Kanagawa)

Japan Tobacco Inc. Nagoya Sales Office  
(12-1, Iseyama 2-chome, Naka-ku, Nagoya-shi, Aichi)

Japan Tobacco Inc. Osaka Sales Office  
(5-10, Oyodo-minami 1-chome, Kita-ku, Osaka-shi, Osaka)

Japan Tobacco Inc. Kobe Sales Office  
(7-23, Nakayamate-dori 3-chome, Chuo-ku, Kobe-shi, Hyogo)

Tokyo Stock Exchange, Inc.  
(2-1, Nihonbashi-kabutocho, Chuo-ku, Tokyo)

Osaka Securities Exchange Co., Ltd.  
(8-16, Kitahama 1-chome, Chuo-ku, Osaka-shi, Osaka)

Nagoya Stock Exchange, Inc.  
(8-20, Sakae 3-chome, Naka-ku, Nagoya-shi, Aichi)

Fukuoka Stock Exchange, Inc.  
(14-2, Tenjin 2-chome, Chuo-ku, Fukuoka-shi, Fukuoka)

Sapporo Securities Exchange, Inc.  
(14-1, Minamiichijo-nishi 5-chome, Chuo-ku, Sapporo-shi, Hokkaido)

### **C. INFORMATION ON GUARANTY COMPANY, ETC.**

No items to report