

[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.]

Securities Code: 2914

June 22, 2012

To Our Shareholders

Mitsuomi Koizumi  
President, Chief Executive Officer and  
Representative Director  
**Japan Tobacco Inc.**  
2-1, Toranomom 2-chome, Minato-ku, Tokyo

## **NOTICE OF RESOLUTIONS AT THE 27TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We hereby inform you that the following matters were reported and resolved at the 27th ordinary general meeting of shareholders of Japan Tobacco Inc. (“JT” or the “Company”) held today.

### Particulars

- Matters Reported:**
1. Report on the Business Report, the Consolidated Financial Statements, and the Independent Auditors’ Report and JT’s Audit Board Report on the Consolidated Financial Statements for the 27th Business Term (From April 1, 2011 to March 31, 2012)
  2. Report on the Non-Consolidated Financial Statements for the 27th Business Term (From April 1, 2011 to March 31, 2012)

We reported on the content of the above-mentioned matters.

**Matters Resolved:**

**Company’s Proposals (Item 1 to Item 4)**

**Item 1:** Appropriation of Surplus

This item was approved and adopted as proposed. The Company shall pay year-end dividends of ¥6,000 per share.

**Item 2:** Partial Amendment to the Articles of Incorporation

In response to the establishment of new provision on the rights with respect to shares which are less than one share unit, the following amendments were approved and adopted as proposed.

Details of the amendments are as follows:

The amendment shall be effective as of July 1, 2012.

(Underlined parts represent the change resolved on for the subject agenda item)

Before Amendment	After Amendment
<p>(Authorized shares)</p> <p>Article 6. The total number of shares to be issued by the Company shall be forty million (40,000,000) shares.</p>	<p>(Authorized shares)</p> <p>Article 6. The total number of shares to be issued by the Company shall be eight billion (8,000,000,000) shares.</p>
<p>(Newly established)</p>	<p>(The number of shares per share unit)</p> <p>Article 7. The number of shares per share unit of the Company shall be one hundred (100) shares.</p>
<p>(Newly established)</p>	<p><u>(Rights in respect of shares less than one share unit)</u></p> <p><u>Article 8. Any shareholder of the Company may not exercise any rights in respect of shares less than one share unit other than those listed below:</u></p> <p><u>(1) the rights as provided for in the items of Article 189, Paragraph 2 of the Companies Act;</u></p> <p><u>(2) the rights to the allocation of shares offered to shareholders and stock acquisition rights offered to shareholders, in proportion to the numbers of their respective shares; and</u></p> <p><u>(3) the rights to exercise a demand as provided for in Article 9 hereof.</u></p>
<p>(Newly established)</p>	<p><u>(Demand for sale of shares less than one share unit)</u></p> <p><u>Article 9. Any shareholder of the Company may demand the Company to sell the number of shares that would, collectively with the number of his/her shares less than one share unit, constitute one share unit.</u></p>
<p>Article <u>7</u>. to Article <u>31</u>. (Provisions omitted)</p>	<p>Article <u>10</u>. to Article <u>34</u>. (Same as at present)</p>

(Note) With regard to Article 6 and Article 7 stated in the after amendment above, a resolution was passed at the Board of Directors' Meeting held on April 13, 2012, with July 1, 2012, as the effective date.

**Item 3:** Election of Nine (9) Directors  
As proposed, Messrs. Hiroshi Kimura, Mitsuomi Koizumi, Yasushi Shingai, Noriaki Okubo, Akira Saeki, Hideki Miyazaki, Mutsuo Iwai and Motoyuki Oka and Ms. Main Kohda, nine (9) in all, were elected as Directors and assumed their offices.

**Item 4:** Election of One (1) Auditor  
As proposed, Mr. Futoshi Nakamura was elected as Auditor and assumed his office.

**Shareholder's Proposals (Item 5 to Item 8)**

**Item 5:** Dividend Proposal

This item was disapproved.

**Item 6:** Share Buy-back

This item was disapproved.

**Item 7:** Partial Amendments to the Articles of Incorporation

This item was disapproved.

**Item 8:** Cancellation of All Existing Treasury Shares

This matter was conditional on approval being secured for Item 7. Since Item 7 was disapproved, this matter was not proposed.

**Additional Statements**

1. The aforementioned resolutions for Items 1, 2, 3 and 4, and resolution for partial amendment to the Articles of Incorporation passed at the Board of Directors' Meeting held on April 13, 2012 were approved on June 22, 2012 by the Minister of Finance in accordance with the Japan Tobacco Inc. Act.
2. At the Board of Directors' meeting held after the conclusion of this ordinary general meeting of shareholders, Representative Directors and Executive Directors were appointed and they assumed their offices as follows:

Chairman of the Board	Hiroshi Kimura
President, Chief Executive Officer and Representative Director	Mitsuomi Koizumi
Representative Director, Executive Deputy President	Yasushi Shingai
Representative Director, Executive Deputy President	Noriaki Okubo
Representative Director, Executive Deputy President	Akira Saeki
Member of the Board, Executive Deputy President	Hideki Miyazaki

3. At the Board of Auditors' meeting held after the conclusion of this ordinary general meeting of shareholders, Mr. Futoshi Nakamura was appointed as Standing Auditor and assumed his office.

## Payment of 27th Year-end Dividend

1. For shareholders who have designated a bank account transfer, please find the enclosed “**27th Year-end Dividend Calculation Statement**” and “**Notice of Dividend Transfer Confirmation.**”
2. For shareholders who have not designated a bank account transfer, please find the enclosed “**27th Year-end Dividend Warrant**” and “**27th Year-end Dividend Calculation Statement**” and visit any local **Japan Post Bank** or **post office** at your earliest convenience, to receive dividends.

## Complimentary Gift

For all shareholders owning one or more shares of the Company as of March 31, 2012, we have enclosed a “Complimentary Gift Selection Brochure” and “Complimentary Gift Order Form” with the notice of convocation of the 27th ordinary general meeting of shareholders and sent them on May 31, 2012.

For those who have filled in all necessary items on the “Complimentary Gift Order Form” and have sent it back to us before the June 21 deadline, we will dispatch your choice of gift by the end of July. If we receive your Order Form past the deadline, or if no Order Form was sent out, we will dispatch a “Beverage Assortment Gift Set.” If the complimentary gift does not reach you by mid-August, please contact us at the following number.

### Contact Information for Complimentary Gift

<p>JT Shareholder Special Benefit Plan Office Merchandise Distribution Agent: JT Creative Service Co., Ltd. 0120-791-187 (toll-free number/available only in Japan) Business Hours: 9:00 a.m. to 5:00 p.m. (Japan Time) on weekdays excluding public holidays</p>
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