

[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]

Document to be filed:	Change Report No. 2
Provisions to base upon:	Article 27-25, paragraph 1 of the Financial Instruments and Exchange Act
Filing to:	Director-General of the Kanto Local Finance Bureau
Name:	JAPAN TOBACCO INC. Mitsuomi Koizumi President, Chief Executive Officer and Representative Director
Address or location of head office:	2-1, Toranomom 2-chome, Minato-ku, Tokyo, Japan
Date on which duty to report arose:	March 30, 2005
Date of filing:	December 5, 2012
Total number of filing persons and joint holders (person)	2
Means of filing:	Others
Cause of filing Change Report:	Description omitted because this report is written subject to former form

I. Matters regarding issuers

Name of issuer	JAPAN TOBACCO INC.
Securities code	2914
Listed or OTC	Listed
Listed financial instruments exchange	Tokyo Stock Exchange and Osaka Securities Exchange

II. Matters regarding filing persons

1. Filing person (large volume holder) / 1

(1) Outline of filing person

(i) Filing person (large volume holder)

Natural or juridical person	Juridical person (stock company)
Name	JAPAN TOBACCO INC.
Address or location of head office	2-1, Toranomom 2-chome, Minato-ku, Tokyo, Japan
Former name	
Former address or location of head office	

(ii) Matters in case of natural person

Date of birth	
Occupation	
Name of workplace	
Address of workplace	

(iii) Matters in case of juridical person

Date of establishment	April 1, 1985
Name of representative	Mitsuomi Koizumi
Title of representative	President, Chief Executive Officer and Representative Director
Contents of business	Manufacturing and sale of tobacco products, etc.

(iv) Clerical contact

Clerical contact—department and person	Media & Investor Relations Division; Takenari Sasaki
Telephone number	+81-3-3582-3111 (Main)

(2) Purpose of holding

The Company holds the shares to expand management options.

(3) Act of making important suggestion, etc.

Omitted due to former form.

(4) Breakdown of share certificates, etc. held by above filing person**(i) Number of share certificates, etc. held**

	Main clause of Article 27-23, paragraph 3 of the Financial Instruments and Exchange Act	Article 27-23, paragraph 3, item 1 of the Financial Instruments and Exchange Act	Article 27-23, paragraph 3, item 2 of the Financial Instruments and Exchange Act
Share certificates, investment securities, etc. (share/unit)	83,984 shares		
Share option certificates (share)	A	–	H
Bond certificates with share option (share)	B	–	I
Warrants covered with target securities	C		J
Depository receipts based on share certificates			
Depository receipts relating to share certificates	D		K
Beneficiary securities of share certificate trusts	(Omitted due to former form)	(Omitted due to former form)	(Omitted due to former form)
Beneficiary securities of share certificate-related trusts	E (Omitted due to former form)	(Omitted due to former form)	L (Omitted due to former form)
Bonds redeemed by target securities	F		M
Share certificates exchangeable to shares of other company, etc.	G (Omitted due to former form)	(Omitted due to former form)	N (Omitted due to former form)
Total (share/unit)	O 83,984 shares	P	Q
Number of share certificates, etc. to be exempted due to transfer through margin trading	R		
Number of share certificates, etc. to be exempted on the assumption that rights such as the right to request delivery exist among joint holders	S (Omitted due to former form)		
Number of share certificates, etc. held (total) (O+P+Q-R-S)	T		83,984 shares
Number of potential shares held (A+B+C+D+E+F+G+H+I+J+K+L+M+N)	U		

(ii) Holding ratio of share certificates, etc.

Total number of issued shares, etc. (share/unit) (as of October 9, 2003)	V	2,000,000 shares
Holding ratio of share certificates, etc. of above filing person (%) (T/(U+V) x 100)		4.20%
Holding ratio of share certificates, etc. stated in the latest Report (%)		2.29%

(5) Status of acquisition and disposal of any share certificates, etc. issued by the issuer of the subject share certificates, etc. during the latest 60 days

Date	Class of share certificates, etc.	Number	Ratio	Transaction inside or outside market	Acquisition or disposal	Unit price
March 30, 2005	Common share certificates	32,184 shares	(Omitted due to former form)	(Omitted due to former form)	Acquisition	

(6) Important contracts regarding the subject share certificates, etc., such as collateral-related contracts

No applicable items.

(7) Funds for acquisition of share certificates, etc. held

(i) Breakdown of funds for acquisition

Funds on hand (W) (thousands of yen)	74,578,184
Total of borrowings (X) (thousands of yen)	-
Total of other funds (Y) (thousands of yen)	-
Detail of (Y) above	-
Total of funds for acquisition (thousands of yen) (W+X+Y)	74,578,184

(ii) Breakdown of borrowings

No applicable items.

(iii) Names, etc. of lenders

No applicable items.

III. Matters regarding joint holders

1. Joint holder / 1

(1) Outline of joint holder

(i) Joint holder

Natural or juridical person	Other (national government)
Name	Minister of Finance of Japan
Address or location of head office	1-1, Kasumigaseki 3-chome, Chiyoda-ku, Tokyo, Japan
Former name	
Former address or location of head office	

(ii) Matters in case of natural person

Date of birth	
Occupation	
Name of workplace	
Address of workplace	

(iii) Matters in case of juridical person

Date of establishment	
Name of representative	
Title of representative	
Contents of business	

(iv) Clerical contact

Clerical contact—department and person	First Accounting Section, Debt Management Policy Division, Financial Bureau of the Ministry of Finance
Telephone number	+81-3-3581-4111

(2) Breakdown of share certificates, etc. held by above joint holder**(i) Number of share certificates, etc. held**

	Main clause of Article 27-23, paragraph 3 of the Financial Instruments and Exchange Act	Article 27-23, paragraph 3, item 1 of the Financial Instruments and Exchange Act	Article 27-23, paragraph 3, item 2 of the Financial Instruments and Exchange Act
Share certificates, investment securities, etc. (share/unit)	1,000,000 shares		
Share option certificates (share)	A	–	H
Bond certificates with share option (share)	B	–	I
Warrants covered with target securities	C		J
Depository receipts based on share certificates			
Depository receipts relating to share certificates	D		K
Beneficiary securities of share certificate trusts	(Omitted due to former form)	(Omitted due to former form)	(Omitted due to former form)
Beneficiary securities of share certificate-related trusts	E (Omitted due to former form)	(Omitted due to former form)	L (Omitted due to former form)
Bonds redeemed by target securities	F		M
Share certificates exchangeable to shares of other company, etc.	G (Omitted due to former form)	(Omitted due to former form)	N (Omitted due to former form)
Total (share/unit)	O 1,000,000 shares	P	Q
Number of share certificates, etc. to be exempted due to transfer through margin trading	R		
Number of share certificates, etc. to be exempted on the assumption that rights such as the right to request delivery exist among joint holders	S (Omitted due to former form)		
Number of share certificates, etc. held (total) (O+P+Q-R-S)	T		1,000,000 shares
Number of potential shares held (A+B+C+D+E+F+G+H+I+J+K+L+M+N)	U		

(i) Holding ratio of share certificates, etc.

Total number of issued shares, etc. (share/unit) (as of October 9, 2003)	V	2,000,000 shares
Holding ratio of share certificates, etc. of above joint holder (%) (T/(U+V) x 100)		50.00%
Holding ratio of share certificates, etc. stated in the latest Report (%)		50.00%

IV. Summary of filing persons and joint holders

1. Filing person and joint holder

- (1) JAPAN TOBACCO INC.
- (2) Minister of Finance of Japan

2. Breakdown of share certificates, etc. held by above filing person and joint holder

(1) Number of share certificates, etc. held

	Main clause of Article 27-23, paragraph 3 of the Financial Instruments and Exchange Act	Article 27-23, paragraph 3, item 1 of the Financial Instruments and Exchange Act	Article 27-23, paragraph 3, item 2 of the Financial Instruments and Exchange Act
Share certificates, investment securities, etc. (share/unit)	1,083,984 shares		
Share option certificates (share)	A	–	H
Bond certificates with share option (share)	B	–	I
Warrants covered with target securities	C		J
Depository receipts based on share certificates			
Depository receipts relating to share certificates	D		K
Beneficiary securities of share certificate trusts	(Omitted due to former form)	(Omitted due to former form)	(Omitted due to former form)
Beneficiary securities of share certificate-related trusts	E (Omitted due to former form)	(Omitted due to former form)	L (Omitted due to former form)
Bonds redeemed by target securities	F		M
Share certificates exchangeable to shares of other company, etc.	G (Omitted due to former form)	(Omitted due to former form)	N (Omitted due to former form)
Total (share/unit)	O 1,083,984 shares	P	Q
Number of share certificates, etc. to be exempted due to transfer through margin trading	R		
Number of share certificates, etc. to be exempted on the assumption that rights such as the right to request delivery exist among joint holders	S (Omitted due to former form)		
Number of share certificates, etc. held (total) (O+P+Q-R-S)	T		1,083,984 shares
Number of potential shares held (A+B+C+D+E+F+G+H+I+J+K+L+M+N)	U		

(2) Holding ratio of share certificates, etc.

Total number of issued shares, etc. (share/unit) (as of October 9, 2003)	V	2,000,000 shares
Holding ratio of share certificates, etc. of above filing person and joint holder (%) (T/(U+V) x 100)		54.20%
Holding ratio of share certificates, etc. stated in the latest Report (%)		52.29%

(3) Breakdown of holding ratio of share certificates, etc. in case of joint holding

(Omitted due to former form)