

[TRANSLATION]

January 27, 2020

To Shareholders:

**NOTICE OF CONVOCAATION OF  
THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

Notice is hereby given that the Extraordinary General Meeting of Shareholders of the Company (the "Meeting") will be held as described in the attached "Particulars". You are cordially invited to attend the Meeting.

If you are unable to attend the Meeting in person, please review the "Reference Materials of Extraordinary General Meeting of Shareholders" enclosed herewith. Please send us the enclosed voting form by return mail, indicating your votes for or against the proposals stated in the "Particulars" in the section "Matters to be resolved." Alternatively, vote through the Internet website (<https://www.web54.net>), so that such voting form or Internet voting should arrive at the Company by 17:30 of Monday, February 17, 2019.

Yours very truly,

NISSAN MOTOR CO., LTD.  
(Nissan Jidosha Kabushiki Kaisha)

By:       /s/      Yasushi Kimura  
Yasushi Kimura  
Chair of the board of directors

## PARTICULARS

1. Date and Time of the Meeting:

Tuesday, February 18, 2020 at 10:00 a.m.

The reception desk will open at 9:00 a.m.

Please also be advised that **a reception and souvenir will not be prepared**. We sincerely apologize for any disappointment or inconvenience caused, and thank you in advance for your understanding.

2. Place of the Meeting:

"National Convention Hall of Yokohama" of Pacifico Yokohama

1-1, Minatomirai 1-chome, Nishi-ku, Yokohama

3. Matters to be dealt with at the Meeting:

Matters to be resolved:

Item : Election of four (4) Directors

4. Other items resolved in connection with convocation of the Shareholders Meeting

- In cases of voting rights exercised through both the enclosed voting form and Internet voting, only the Internet voting is deemed valid. Further, in cases of Internet voting exercised more than once, only the final exercise of the Internet voting is deemed valid.
- In cases of exercise of voting rights through a substitute, it is required to submit a power of attorney and a voting form of the shareholder as documents which certify the right of representation.

- End -

◎ When attending the Meeting in person, please present the enclosed voting form to the receptionist at the Meeting. In support of our green initiative, please bring this "NOTICE OF CONVOCATION OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS" to the Meeting. If you vote through the Internet website, please use the code and password for Exercising Voting Right printed on the voting form, and vote in accordance with the guidance on the screen.

◎ Shareholder's substitute is required to be a shareholder of the Company and to have voting rights at this meeting. In this case, please submit a power of attorney and the voting form of the shareholder as documents which certify the right of representation. Persons other than shareholders, such as non-shareholding substitute or companion, are not allowed to attend this meeting.

◎ Any revision of the Reference Materials of Extraordinary General Meeting of Shareholders will be notified on the Internet website (<https://www.nissan-global.com/EN/IR/>).

Your cooperation is requested with respect to the question and answers session in the Meeting as follows:

- Any shareholder who wishes to ask questions must have a ticket. Tickets will be distributed from 9:00 a.m. to 10:00 a.m. near the entrance to the hall for the Meeting. Questions will be taken in numerical order from ticket holding shareholders.
- Tickets will be distributed from reception start time (9:00 a.m.) to meeting start time (10:00 a.m.). If you wish to ask questions, please arrive at the venue early.
- Upon full deliberation, the question and answers session may be closed even though not all the

persons who hold tickets have asked their questions. If you submit a written question which we are not able to answer in the questions and answers session in the Meeting on your way out, we will provide you with a written response.

## Reference Materials of Extraordinary General Meeting of Shareholders

### Agenda and Matters for Reference:

Item : Election of four (4) Directors

Director Mr. Thierry Bolloré resigned from office on November 11, 2019. Director Mr. Hiroto Saikawa and Director Mr. Yasuhiro Yamauchi will resign from office at the closing of the Meeting. From December 1, 2019, the Company has begun operations under a new executive officers structure. In order to strengthen the Alliance and the management system, including the recovery of its business performance, the election of four (4) Directors is proposed.

The candidates for Directors are as follows:

No.	Name (Date of Birth)	Brief Personal Record, Responsibilities and Important Positions at Other Companies	Number of Shares of the Company Owned
1	New Candidate  Makoto Uchida (Jul. 20, 1966)	Apr. 1991    Joined Nissho Iwai Corporation Oct. 2003    Joined Nissan Motor Co., Ltd. ("NML") Apr. 2014    Program Director of NML Nov. 2016    Corporate Vice President of NML Apr. 2018    Senior Vice President of NML, President of Dongfeng Motor Co., Ltd. ("DFL") Dec. 2019    Representative Executive Officer, President and Chief Executive Officer of NML (Current Position)  <b>【Important Positions at Other Companies】</b> Director of DFL	2,000
<b>【Reasons for the Nomination】</b> As representative executive officer, president and CEO of Nissan Motor Co., Ltd., Mr. Uchida is responsible for leading and delivering the company's global mid-term and long-term business strategy, including the Alliance. Mr. Uchida has considerable management experience, and has served in multiple roles with Nissan, Renault, and, more recently, as President of Dongfeng Motor Co., Ltd., Nissan's joint venture entity in China.			

No.	Name (Date of Birth)	Brief Personal Record, Responsibilities and Important Positions at Other Companies		Number of Shares of the Company Owned
2	New Candidate	Apr. 2006	Joined Renault, GM of Renault India	0
	Ashwani Gupta (Sep. 15, 1970)	May 2008	Global Supplier Account Manager of Renault-Nissan Purchasing Organization	
Sep. 2009		Deputy General Manager of Renault-Nissan B.V.		
May 2011		Global Program Director of NML		
Apr. 2014		VP of Renault		
Apr. 2017		Alliance SVP of Renault-Nissan		
Apr. 2018		Alliance SVP of Renault-Nissan-Mitsubishi		
Apr. 2019		COO of MITSUBISHI MOTORS CORPORATION (“MMC”)		
Jun. 2019		Representative Executive Officer, COO of MMC		
Dec. 2019	Representative Executive Officer, Chief Operating Officer / Chief Performance Officer of NML (Current Position)			
【Reasons for the Nomination】 As representative executive officer, COO of Nissan Motor Co. Ltd., Mr. Gupta is responsible for Nissan global operations driving sustainable mid-term and long-term business strategies. Mr Gupta will be able to lead further development of the Alliance, due to the impressive breadth of experience he has gained from serving in multiple management roles within Nissan, Renault and Mitsubishi.				
3	New Candidate	Apr. 1980	Joined NML	38,800
	Hideyuki Sakamoto (April 15, 1956)	Apr. 2005	Chief Vehicle Engineer of NML	
Apr. 2008		Corporate Vice President of NML		
Apr. 2012		Senior Vice President of NML		
Apr. 2014		Executive Vice President of NML, Product Engineering		
Jun. 2014		Director, Executive Vice President of NML Product Engineering		
Jan. 2018		Director, Executive Vice President of NML MFG & SCM Operations		
Jun. 2019		Executive Officer, Executive Vice President of NML, MFG & SCM Operations (Current Position)		
【Important Positions at Other Companies】 Chairman of Aichi Machine Industry Co., Ltd. Chairman of JATCO Ltd. Outside Director of MMC				

No.	Name (Date of Birth)	Brief Personal Record, Responsibilities and Important Positions at Other Companies		Number of Shares of the Company Owned
	<b>【Reasons for the Nomination】</b> As Executive Officer, Executive Vice President of Nissan Motor Co., Ltd., Mr. Sakamoto is responsible for driving global business strategy from Monozukuri perspective. Mr. Sakamoto has sufficient experience and knowledge of both company's technology and Monozukuri due to his experience in Research & Development, Manufacturing and served as Executive Vice President of Manufacturing & Supply Chain Management operations since 2018.			
4	New Candidate  Pierre Fleuriot (Jan. 31, 1954)	1981  1985  1991  1997 2009  Apr. 2016  Jun. 2018  <b>【Important Positions at Other Companies】</b> Lead Independent Director of Renault	Financial auditor of Inspecteur des finances Advisor to the chairman and head of market research of the French market authority of Commission des Opérations de Bourse General Manager of the French market authority of Commission des Opérations de Bourse ABN AMRO France Chief Executive Officer of Credit Suisse France Chairman of PCF Conseil & Investissement (France) (Current Position) Lead Independent Director of Renault (Current Position)	0
	<b>【Reasons for the Nomination】</b> Mr. Pierre Fleuriot is expected to provide the board with valuable insight based on his substantial risk management experience. Mr. Fleuriot has served as general manager of the French market authority (Commission des Opérations de Bourse), among other prominent management roles in the banking sector, and is currently Lead Independent Director of Renault.			

Note : Mr. Pierre Fleuriot is Lead Independent Director of Renault. There is a broad automotive business alliance, including capital participation, between the Company and Renault. There are no special conflicts of interests between the Company and the other director candidates.

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