



May 18, 2018

Notice Concerning Partial Amendments to the Articles of Incorporation

Nikon Corporation (the “Company”) hereby announces that it has resolved at the Board of Directors’ meeting held today, to propose the partial amendments to the Articles of Incorporation at the 154th Annual General Shareholders’ Meeting which is to be held on June 28, 2018.

1. Reasons for the Amendments

The Company has long considered corporate governance to be an important managerial challenge and has been making efforts to strengthen necessary systems. The Company is striving to achieve sustainable growth of the Nikon Group and enhancement of its corporate value over the medium-to-long term, by further improving management efficiency and transparency as well as strengthening the supervisory function over management. For example, in 2001, the Company introduced the executive officer system, and in 2016, the Company transitioned to a company with an Audit and Supervisory Committee.

The Company has decided to set forth a new provision for its Articles of Incorporation, whereby the President of the Company will be appointed from among its Officers. This decision is aimed at clarifying how the Company understands the roles and responsibilities of its Officers, and clarifying that the position of the President, who is most responsible for overall management of the Company, is not that of a Director but that of an Officer. In connection with this, the Company will partially amend the provision regarding the chairman of general shareholders’ meetings and the Directors with Executive Power in its Articles of Incorporation.

Please be advised that the Company has changed the term of office of its Officers which used to commence on the day of the Board of Directors’ meeting that is held immediately after the conclusion of the Annual General Shareholders’ Meeting and end on the day of the conclusion of the Annual General Shareholders’ Meeting that is held in the following year, to one year from April of each year to March of the following year, effective from the year ending March 31, 2019. This change is intended to make the term of office of the Officers coincide with the period of the Company’s business year so that the Officers’ duties and responsibilities for managing and carrying out the Company’s business are more clarified.

2. Description of the Amendments

The Amendments are as described in the Appendix.

3. Schedule

Date of the Annual General Shareholders’ Meeting held to approve the amendments to the Articles of Incorporation: June 28, 2018 (planned)

Effective date of the amendments to the Articles of Incorporation: June 28, 2018 (planned)

(Amendments are underlined.)

Current Articles of Incorporation	Proposed Amendments
<p>Article 1 - Article 14 (Provision omitted)</p> <p>(Chairman)</p> <p>Article 15. The President shall act as chairman of General Shareholders' Meetings. If there is no <u>president</u> or in the event of an accident, another Director shall act as chairman in the order previously determined by the Board of Directors.</p> <p>Article 16 - Article 18 (Provision omitted)</p> <p style="text-align: center;">Chapter IV. DIRECTORS AND BOARD OF DIRECTORS</p> <p>Article 19 - Article 22 (Provision omitted)</p> <p>(Representative Directors and Directors with Executive Power)</p> <p>Article 23. The Board of Directors may elect one (1) Chairman of the Board <u>and one (1) President</u> from among Directors who are not Audit and Supervisory Committee Members when necessary by resolution.</p> <p>2. (Provision omitted)</p> <p>3. (Provision omitted)</p> <p style="text-align: right;">(New)</p> <p style="text-align: right;">(New)</p> <p>Article <u>24</u> - Article <u>33</u> (Provision omitted)</p>	<p>Article 1 - Article 14 (Unchanged)</p> <p>(Chairman)</p> <p>Article 15. The President <u>and Director</u> shall act as chairman of General Shareholders' Meetings. If there is no <u>President and Director</u> or in the event of an accident, another Director shall act as chairman in the order previously determined by the Board of Directors.</p> <p>Article 16 - Article 18 (Unchanged)</p> <p style="text-align: center;">Chapter IV. DIRECTORS AND BOARD OF DIRECTORS</p> <p>Article 19 - Article 22 (Unchanged)</p> <p>(Representative Directors and Directors with Executive Power)</p> <p>Article 23. The Board of Directors may elect one (1) Chairman of the Board from among Directors who are not Audit and Supervisory Committee Members when necessary by resolution.</p> <p>2. (Unchanged)</p> <p>3. (Unchanged)</p> <p><u>(Executive Officers)</u></p> <p><u>Article 24.</u> <u>The Officers shall be elected by resolution of the Board of Directors.</u></p> <p><u>2. The Board of Directors may elect the President from among the Officers, and may elect other Officers with Executive Power.</u></p> <p>Article <u>25</u> - Article <u>34</u> (Unchanged)</p>