

May 8, 2015

To whom it may concern:

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### **Partial Amendment of the Articles of Incorporation**

Nippon Television Holdings, Inc. (“NTVHD”) hereby announces that it has resolved at its board of directors meeting held on May 8, 2015 to submit a proposal for approval of “Partial Amendment of the Articles of Incorporation” to the 82nd ordinary general meeting of shareholders of NTVHD scheduled to be held on June 26, 2015.

The details of the proposal are as follows:

1. Purposes for Amendment of the Articles of Incorporation
  - (1) In order to prepare for the future expansion of business activities and expansion into new business areas, it is proposed to provide for additional objectives and purposes in Article 2 (Objectives and Purposes) of the current Articles of Incorporation, and due to the new establishment of such items, it is proposed to amend the numbering of the subsequent items.
  - (2) As a result of the Act for Partial Revision of the Companies Act (Act No. 90 of 2014) entering into force on May 1, 2015, the scope of the directors, company auditors, etc. who may enter into agreements for limitation of liability has changed. Accordingly, it is proposed to partially amend the provisions of Article 30 (Exemption from Liability of Directors) and Article 40 (Exemption from Liability of Company Auditors) of the current Articles of Incorporation so that directors (excluding executive directors, etc.) other than outside directors and company auditors other than outside company auditors may fully perform their expected roles. The proposed amendments to Article 30 (Exemption from Liability of Directors) have been approved by each of the company auditors.

2. Content to Amendments to the Articles of Incorporation

The amendments to be made to the Articles of Incorporation are as follows:

(Amendments are underlined)

Current Articles of Incorporation	Proposed Changes
<p>Article 2. Objectives and Purposes (Omitted) (1) through (20) (Omitted) (21) Temporary employment agency business; <u>and</u> (Newly established)  (Newly established)  (22) (Omitted) 2. (Omitted)</p>	<p>Article 2. Objectives and Purposes (No change) (1) through (20) (No change) (21) Temporary employment agency business;  <u>(22) Acquiring, holding, managing, operating and disposing of, securities, contributions, equities and similar (not limited to securities, etc. of companies, etc. engaged in the businesses set out in each item above);</u> <u>(23) Managing the business activities (not limited to business activities relating to the businesses set out in each item above) of, or otherwise providing management advice, consulting services or advisory services to, subsidiaries and affiliates, etc.; and</u> (24) (No change) 2. (No change)</p>
<p>Article 30. Exemption from Liability of Directors (Omitted) 2. The Company may enter into agreements with any <u>outside director</u> to limit the liability provided for in Article 423, Paragraph 1 of the Companies Act to the amount prescribed in the laws and regulations, in the case where such <u>outside director</u> was acting in good faith and was not grossly negligent in performing his/her duties as <u>an outside director</u>.</p>	<p>Article 30. Exemption from Liability of Directors (No change) 2. The Company may enter into agreements with any <u>director (excluding those who are executive directors, etc.)</u> to limit the liability provided for in Article 423, Paragraph 1 of the Companies Act to the amount prescribed in the laws and regulations, in the case where such <u>director</u> was acting in good faith and was not grossly negligent in performing his/her duties as <u>a director</u>.</p>
<p>Article 40. Exemption from Liability of Company Auditors (Omitted) 2. The company may enter into agreements with any <u>outside company auditor</u> to limit the liability provided for in Article 423, Paragraph 1 of the Companies Act to the amount prescribed in laws and regulations, in the case where such <u>outside company auditor</u> was acting in good faith and was not grossly negligent in performing his/her duties as <u>an outside company auditor</u>.</p>	<p>Article 40. Exemption from Liability of Company Auditors (No change) 2. The company may enter into agreements with any <u>company auditor</u> to limit the liability provided for in Article 423, Paragraph 1 of the Companies Act to the amount prescribed in laws and regulations, in the case where such <u>company auditor</u> was acting in good faith and was not grossly negligent in performing his/her duties as <u>a company auditor</u>.</p>

3. Schedule

Date of the general meeting of shareholders for amendment of the Articles of  
Incorporation: June 26, 2015

Effective date of amendment of the Articles of Incorporation: June 26,  
2015

End.