【Cover】

【Document Submitted】	Amendment to Internal Control Report (“Naibutousei-Houkokusho”)
【Article of the Applicable Law Requiring Submission of This Document】	Article 24-4-5, Paragraph 1, of the Financial Instruments and Exchange Law
【Filed to】	Director, Kanto Local Finance Bureau
【Date of Submission】	May 14, 2019
【Company Name】	Nissan Jidosha Kabushiki-Kaisha
【Company Name (in English)】	Nissan Motor Co., Ltd.
【Position and Name of Representative】	Hiroto Saikawa, President
【Position and Name of Chief Financial Officer】	Hiroshi Karube, Chief Financial Officer
【Location of Head Office】	2, Takaracho, Kanagawa-ku, Yokohama-shi, Kanagawa
【Place Where Available for Public Inspection】	Tokyo Stock Exchange, Inc. 2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo

1. Reason to File Correction Report of Internal Control Report

There was an error in part of the description in the Company's internal control for the fiscal year ended in March 31, 2017 submitted on June 29, 2017 and we submit a correction report of the Internal Control Report under Article 24-4, paragraph 1 of the Financial Instruments and Exchange Act

2. Contents of Correction

3. Assessment Result

3. Items regarding Assessment Result

Amendment part is displayed with _

3. Assessment Result:

(Before the Amendments)

Based on the above mentioned assessment results, the management concluded that the internal control over financial reporting at the end of the current fiscal year was effective.

(After the Amendments)

The deficiencies in internal controls over financial reporting described below could lead to a material impact on financial reporting, and thus it has been identified as a material weakness. Therefore, as of the end of the current fiscal year, the internal control over financial reporting was not effective.

Note

1. Background

An investigation was conducted in response to a whistleblower report, that led to the discovery of (a) misconduct by the Company's former Representative Director and Chairman, Carlos Ghosn (hereinafter, "Mr. Ghosn"), the Company's former Representative Director, Greg Kelly (hereinafter, "Mr. Kelly") and other individuals who may have acted in concert with them, and (b) other matters which may affect the accuracy of the Company's disclosures of director and statutory auditor compensation (collectively, the "Matters").

As a result of the investigation, the Company has found understatements of disclosures for Mr. Ghosn and other executives' compensation, Ghosn's usage of corporate funds for private purposes and obscure

spending using "CEO reserve" as a system for enabling spending outside of the framework of the budget management.
Because of these findings, on May 14 2019 the Company submitted amendments to the disclosures of directors' compensation in the securities reports from the fiscal year ending in March 31 2006 to the fiscal year ending in March 31 2018.

【Correction contents of the relevant Matters】

- Amendments to the disclosures of directors' compensation in the securities reports from the fiscal year ended in March 31 2006 to the fiscal year ended in March 31 2018.
- Expenses related to the Matters not recorded in previous years, were collectively recorded in the fiscal year ended in March 31 2019

2. Company's recognition of the relevant Matters

The Company recognizes the reason for the submission of the above corrections is due to material weakness in company level internal controls. The Company has taken it seriously that Mr. Ghosn, who was responsible for internal controls as Representative Director, invalidated own internal controls and that the ineffective internal controls lead to inappropriate disclosures.

This was due to the concentration of authority in Mr. Ghosn, including human resources and compensation issues. Specifically, Mr. Ghosn was able to take actions that deviated from the management policies and ethical rules under the situation where authorities were concentrated to one Representative Director, Ghosn, partial failure of the supervisory function of the Board of Directors, making certain administration departments obscure and partial failure of the checks and balances functions of each internal department.

These deficiencies lead to the understatement of disclosed compensation by 2,642 million yen because of the concealment of a part of the large compensation for Mr. Ghosn, even though the amount was determined.

In addition, by concentrating the powers of certain administrative departments such as Human Resources, CEO Office, Secretariat, Legal, and Internal Audit on a certain number of people, including Mr. Kelly, Mr. Ghosn succeeded in making certain administrative departments obscure, allowing Mr. Ghosn to divert company's funds and expenditures for personal purposes, as the checking controls were not able to function properly.

Furthermore, the CEO Reserve system was a mechanism established for obtaining appropriate approvals for expenditures by applying in accordance with the established decision rules. However some disbursements from the CEO reserve might not have passed through substantive verification of the appropriateness of the purpose but disbursement was approved under the false application, so the supervision function was partially not functioning effectively.

In the company, all decision authorities are specified clearly in the approval rules. These rules are adhered to strictly and difficult to bypass. Due to the strict operation, sources of funding available for Mr.

Ghosn's personal use were limited to Secretariat office budget, the CEO reserve, and expenditures from certain affiliated companies. The company is not aware of any facts that would damage the credibility of financial reporting other than the facts arising from the above-mentioned significant deficiencies.

Based the above, we concluded that there was a material weakness in company-level internal controls due to the invalidation of internal control by top management, which may have a significant impact on financial reporting. This material weakness was not remediated by the end of the fiscal year ended March 31 2016 because of discovery at a later date.

3. Remediation plans

The Company recognizes the importance of internal control over financial reporting, and has already implemented the following measures to address the material weakness.

1. The removal of the two representative directors who committed misconducts from the Board of Directors
2. The abolishment of the authority of Chairman of the Board of Directors to determine individual director compensation and individual “Top Line Management” compensation
3. The prohibition of receipt by any director or statutory auditor of compensation from any subsidiary, affiliate or related party of Nissan (consolidated or non-consolidated), except after approval by the Board of Directors on a full disclosure basis.
4. The abolishment of the CEO Reserve
5. Conducting pre-meetings to enable active discussions at the Board of Directors meeting
6. Enhanced Code of conduct training for directors and corporate officers

At the same time, the Company has started the following remediation actions, which will be completed shortly.

1. The strengthening of management of accounting process related to director compensation including reconciliation between company’s accounting and director compensation details
2. The strengthening of management of accounting process related to disclosures for director compensation including final true up of SARs exercise, in addition to original disclosure of SARs grants
3. A new requirement that the Board of Directors and the Executive Committee directly communicates to Finance department any proposals or information related to the establishment, dissolution, or other investments in legal entities or operations
4. Revision of Articles of Association, etc., to adopt three committee system at Board level

In addition to the above, in order to continuously improve internal control over financial reporting, the Company takes seriously the recommendations from the Special Committee for Improving Governance to deploy the below remediation measures

1. Enhancing and strengthening the composition and function of Board of Directors
2. Transition to the Nomination Committee
3. Strengthening the supervision function of Internal Audit
4. Reestablishment of corporate ethics
5. Review of the function and authority granted to the internal department
6. Enhancing the whistleblower system