

**NOTICE OF CONVOCATION OF  
THE 127<sup>th</sup> ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

Notice is hereby given that the 127<sup>th</sup> Ordinary General Meeting of Shareholders of the Company (the "Meeting") will be held as described in the attached "Particulars."

In convening the Meeting, the information that is the contents of the Reference Materials, etc., has been provided electronically and the electronic provision of information is posted on the Company's website, Tokyo Stock Exchange, Inc. website and Sumitomo Mitsui Trust Bank, Limited website.

- The Company's website  
<https://www.nissan-global.com/EN/IR/STOCK/SHAREHOLDER/>
  - Tokyo Stock Exchange, Inc. website  
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>  
\* Please access the above website, enter or search for "NISSAN MOTOR CO.,LTD." or our securities code (7201), and select "Basic information" and "Documents for public inspection/PR information."
  - Sumitomo Mitsui Trust Bank, Limited website  
<https://www.soukai-portal.net>  
\* Please scan the QR code on the enclosed voting form or enter the ID and Password shown on the voting form.
- Of the document provided electronically, the following matters are not included in the document delivered to shareholders who have requested delivery document in accordance with laws and regulations and the Company's Articles of Incorporation. The following matters are posted on the Company's website as "The 127<sup>th</sup> Ordinary General Meeting of Shareholders Other matters provided electronically (matters omitted from the delivery of the document)." Said documents are part of the documents audited by the Audit Committee Members and the Accounting Auditor in preparing their respective audit reports.
    - (1) "Business Review of Fiscal Year 2025 (Principal Business Operation, Principal Offices, Facilities, and Factories, Employee Information)," "Share Data (Total Number of Shares Authorized to Be Issued, Total Number of Shares Issued, Number of Shareholders, Principal Shareholders, Number of Shares of the Company Issued to Directors and Executive Officers During the Fiscal Year 2025)," "Status of Independent Auditors" and "Business Management Systems, Processes and Internal Controls" of Business Report
    - (2) "Consolidated Statement of Changes in Net Assets" and "Notes to Consolidated Financial Statements" of Consolidated Financial Documentation
    - (3) "Non-Consolidated Balance Sheet," "Non-Consolidated Statement of Income," "Non-Consolidated Statement of Changes in Net Assets" and "Notes to Non-Consolidated Financial Statements" of Non-Consolidated Financial Documentation
    - (4) Copies of "Independent Auditors' Report on Consolidated Financial Statements," "Independent Auditors' Report on Financial Statements," and "Audit Report of Audit Committee"

- Any revisions to the electronic provision of information will be posted on each of the websites.

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

Ivan Espinosa  
Representative Executive Officer, President and Chief Executive Officer

## PARTICULARS

1. Date and Time of the Meeting:  
Tuesday, June 23, 2026 at 10:00 a.m.  
(The reception desk will open at 9:00 a.m.)
2. Place of the Meeting:  
NISSAN MOTOR CO., LTD. Global Headquarters  
1-1, Takashima 1-chome, Nishi-ku, Yokohama
3. Matters to be dealt with at the Meeting:  
Matters to be reported:
  - (1) Report on the Business Report, the Consolidated Financial Documentation for the 127<sup>th</sup> Fiscal Year (April 1, 2025 to March 31, 2026), and the result of the audit thereon by the Independent Auditors and the Audit Committee.
  - (2) Report on the Non-Consolidated Financial Documentation for the 127<sup>th</sup> Fiscal Year (April 1, 2025 to March 31, 2026)

Matters to be resolved:

<Company Proposal>

Item 1: Election of 12 Directors

<Shareholder Proposal>

Item 2: Partial Amendment of the Articles of Incorporation (Establishment of a new provision for the method of resolution)

Although the agenda summary of the shareholder proposal (Item 2) is as set forth in the “Reference Materials of Ordinary General Meeting of Shareholders” below, the Company’s Board of Directors opposes the shareholder proposal (Item 2). Shareholders who agree with the opinion of the Company’s Board of Directors are requested to exercise their votes “AGAINST” the shareholder proposal (Item 2).

- If there is no indication of approval or disapproval for each agenda item, it will be treated as an indication of approval for the Company Proposals (Item 1) and disapproval for the shareholder proposal (Item 2).
- **For Shareholders who plan to attend at the venue on the day of the Meeting**
  - (For shareholders who wish to ask questions) At the Meeting, the method of accepting questions will be by a lottery system.
  - Tickets will be distributed at the venue to those wishing to ask questions and tickets will be available from the reception start time (9:00 a.m.) to the Meeting start time (10:00 a.m.). Please note that questions may be closed even if you have a ticket.
  - There will be no shareholder round-table discussion or souvenirs on the day of the event.
  - Please note that executives and staff may be wearing masks.
  - If you appear to be ill, a staff member may ask you to refrain from entering the venue.
  - On the day of the Meeting, please bring the enclosed voting form and submit it to the Meeting receptionist.
- **For shareholders not attending the Meeting**
  - The Company will accept questions about the matters to be dealt with in the Meeting from the website below. Please refer to the note below for the cutoff date. Matters of interest to shareholders will be addressed at the Meeting. However, please note that all questions may not be answered.  
Portal: <https://www.soukai-portal.net>

- \* Please enter your ID and password as indicated on the voting form.  
Alternatively, the above website may be accessed by scanning the QR code on the voting form.
- \* If you are unsure of your ID or Password, please contact the “Inquiries on how to use the voting website” on page 8.  
Input deadline: Tuesday, June 16, 2026, 5:30 p.m. (Japan Standard Time)
- The Meeting will be broadcasted live on the Company's website. Please refer to page 7 for details.

## Information on how to exercise voting rights

The following methods are available for exercising voting rights. Please exercise your voting rights after reviewing the Reference Materials for the Meeting on page 9 onwards.

### <Pre-exercise (recommended)>

#### ➤ Exercise of voting rights in writing

Please indicate your approval or disapproval on the enclosed voting form and return the form to us.

If there is no indication of approval or disapproval for each agenda item, it will be treated as an indication of approval for the Company Proposal (Item 1) and disapproval for the shareholder proposal (Item 2).

(If you wish to watch the live stream, please note your "Shareholder number" and the "Postal code" on your voting form when you mail it.)

Exercise deadline: Must be received by 5:30 p.m. on Monday, June 22, 2026

#### ➤ Exercise of voting rights via online voting

Please refer to "Voting via the Internet" on the next page and follow the on-screen guidance to enter your approval or disapproval.

Exercise deadline: Until 5:30 p.m. on Monday, June 22, 2026

### <Exercise on the day>

#### ➤ Attendance on the day

Please bring the enclosed voting form and submit it to the Meeting receptionist at the venue.

Attendance by proxy is limited to one other shareholder with voting rights in the Company. In this case, please submit the power of attorney and the respective shareholder's voting form as proof of representation.

Non-shareholders, including proxies who are not shareholders and persons accompanying them, are not permitted to attend the Meeting.

\* If you exercise your voting rights both by voting form and through the Internet, the online vote will be treated as the valid vote. If you exercise your voting rights more than once online, the Company will treat the last vote as the valid vote.

\* Please note that if you attend the meeting on the day, you will be treated as having withdrawn your pre-exercise.

To Institutional Investors:

You can also exercise your voting rights electronically via the "Electronic Voting Platform" operated by ICJ, Inc.

## Exercise of voting rights via the Internet

Exercise deadline: Until 5:30 p.m. on Monday, June 22, 2026

Although the agenda summary of the shareholder proposal (Item 2) is as set forth in the “Reference Materials of Ordinary General Meeting of Shareholders” below, the Company’s Board of Directors opposes the shareholder proposal (Item 2). Shareholders who agree with the opinion of the Company’s Board of Directors are requested to exercise their votes “AGAINST” the shareholder proposal (Item 2).

### ➤ Exercising voting rights through smartphones and tablet devices

By scanning the "QR code for login to the portal site of the Meeting", it is no longer necessary to enter the "Voting code" and "Password."

#### 1. Scan the QR code.

Scan the "QR code for login to the portal site of the Meeting" on the voting form with your smartphone or tablet device.

#### 2. Please follow the on-screen guidance and enter your approval or disapproval.

\* Voting by way of Smart Exercise® is limited to once. If you wish to amend your approval or disapproval of each proposal exercised by Smart Exercise®, please refer to "Exercising voting rights through computer, mobile phone, etc." below.

### ➤ Exercise voting rights through computer, mobile phone, etc.

#### 1. Visit the website.

**URL:** <https://www.web54.net> (Japanese only)

(You can also connect to the website by scanning the QR code.)

#### 2. Enter the "Voting code" and "Password", and log in.

The "Voting code" and "Password" are indicated on the enclosed voting form.

#### 3. Please follow the on-screen guidance and enter your approval or disapproval.

\*If you enter the wrong password over a certain number of times, you will not be able to access it.

If you wish to have your password reissued, please follow the on-screen guidance.

You can also exercise your voting rights in the same way through the portal site of the Meeting (<https://www.soukai-portal.net>).

\* Depending on your internet access, your service provider or your device, you may be unable to use the voting website.

\* If you choose to exercise your voting rights online, you will be responsible for the provider and telecommunications carrier fees (connection fees, etc.) for using the website.

\* If you have any questions about how to use the voting website on your smartphone, computer or other device, please contact the address noted on page 8 "Inquiries on how to use the voting website."

## Information on the live stream via the Internet

A live stream will be available for shareholders to watch the Meeting from their homes or other locations. Please access the live streaming website from your smartphone, computer or other device to watch the meeting.

**The live stream page will be available from 30 minutes prior to the start of the Meeting.**

### 1. Live stream date and time

Tuesday, June 23, 2026, 10:00 a.m. until the end of the Meeting.

### 2. How to watch

Visit the following website and enter your ID and Password on the login screen.

**URL: <https://www.virtual-sr.jp/users/nissan7201/login.aspx>**

➤ ID: "Shareholder number" (9 digits) as shown on the voting form

➤ Password: "Postal code" as shown on the voting form (7 digits, no hyphen)

\* ID and Password for login can be found below.

• **If you choose to exercise your voting form, please note your "Shareholder number" and the "Postal code" on your voting form before posting your voting form.**

• Shareholders are requested to keep their ID and password in strict confidence, as they are important information to verify the identity of the shareholder. The provision of ID and password to third parties is strictly prohibited.

\* For shareholders residing outside Japan, if a standing proxy has been appointed, please enter the postal code of that proxy.

\* If you have lost your "Shareholder number" or "Postal code", please contact the "Contact details for login ID and password" listed on the next page.

### 3. Points to note

- Shareholders who watch the live stream are legally not treated as participants of the Meeting on-site, and cannot participate in the resolutions, questions or any motions on the day of the Meeting. Shareholders are kindly requested to exercise their voting rights in advance by sending their voting form or via the Internet.
- Viewing of the live streaming is restricted to shareholders.
- It is not possible to log in with the same ID from more than one device.
- Please refrain from filming, recording, storing or posting the live stream on social networking sites.
- Please note that on-demand streaming will be available upon conclusion of the live stream.
- Depending on your internet access, your service provider and your device, you may be unable to watch this service.
- The shareholder is responsible for any provider and telecommunications carrier charges (connection fees, etc.) incurred when watching the live stream.
- If ID and Password are unknown, please contact the dedicated number on the next page. For security reasons, the Company will confirm your identity and provide you with your ID & Password.
- For shareholders attending the meeting, please be aware that, while the Company considers the privacy of shareholders attending the meeting and, to the extent possible, avoid filming the appearance of shareholders during the live stream, there may be unavoidable circumstances in which they may be filmed.

[Contact information (Japanese only)]

- Inquiries on how to use the voting website  
Sumitomo Mitsui Trust Bank, Limited  
0120-652-031 (Reception hours: 9:00 a.m. -9:00 p.m.)
  
- Contact details for login ID and Password  
\*Please note that technical inquiries regarding the live stream viewing are not accepted.  
Sumitomo Mitsui Trust Bank, Limited  
0120-782-041 (Reception hours: 9:00 a.m. - 5:00 p.m. [Excluding Saturdays, Sundays and holidays])
  
- Technical inquiries on the live stream viewing  
\*Only available on the day of the Meeting.  
J-Stream Inc.  
054-333-9215 (Reception hours: Tuesday, June 23, 2026, 9:30 a.m. until the end of the Meeting.)

[TRANSLATION]

## Reference Materials of Ordinary General Meeting of Shareholders

### Agenda and Matters for Reference:

<Company Proposal>

#### Item 1: Election of 12 Directors

The term of office for all of the current 12 Directors will expire at the closing of this Meeting. Based on the decision of the Nomination Committee, the Company proposes to appoint 12 Directors.

The candidates for Directors are as follows:

No.	Name	Current Responsibility at the Company	Record of attendance at the Board of Directors Meeting
1	Reappointment Outside Independent	Bernard Delmas	Lead Independent Outside Director Member of Compensation Committee Member of Audit Committee 100% (17/17)
2	Reappointment Outside Independent	Motoo Nagai	Chair of Audit Committee Member of Nomination Committee Member of Compensation Committee 100% (17/17)
3	Reappointment Outside Independent	Andrew House	Chair of Nomination Committee Member of Compensation Committee 88% (15/17)
4	Reappointment Outside Independent	Brenda Harvey	Member of Audit Committee 100% (17/17)
5	Reappointment Outside Independent	Mariko Tokuno	Member of Compensation Committee 94% (16/17)
6	Newly appointed Outside Independent	Akiyoshi Koji	
7	Newly appointed Outside Independent	Junichi Shinbo	
8	Newly appointed Outside Independent	Joy M. Greenway	
9	Reappointment	Valerie Landon	Member of Audit Committee 100% (12/12)
10	Reappointment	Timothy Ryan	Member of Nomination Committee 100% (12/12)
11	Reappointment	Ivan Espinosa	Representative Executive Officer, President and CEO 100% (12/12)
12	Reappointment	Eiichi Akashi	Executive Officer, Chief Technology Officer 100% (12/12)

<Composition of Board of Directors>

Nissan's Board of Directors decides the basic direction of management by taking a variety of perspectives into account and plays the role of supervising the operation execution of the executive officers. The members of the Board of Directors are diverse in nationality, gender, and expertise, etc., and through the inclusion of these, the Company aims to facilitate lively discussions and swift decision-making as a whole conference body. To create an environment where discussions are led by independent outside directors, these directors constitute a majority of the board, with one of them serving as board chair. If this proposal is approved, the Board of Directors will consist of 12 Directors, of which 8 will be outside directors, 33.3% will be female (4 out of 12), and 58.3% will be non-Japanese (7 out of 12).

Board of Directors candidates' Skill Matrix

		Global Management	Corporate Strategy	Automobile Industry	Legal/Risk Management	Finance/Accounting	ESG	Product/Technology	Sales/Marketing	DX
1	Bernard Delmas	○	○	○			○	○	○	
2	Motoo Nagai	○	○	○	○	○	○			
3	Andrew House	○	○			○	○	○	○	○
4	Brenda Harvey	○	○				○	○	○	○
5	Mariko Tokuno	○	○		○	○	○		○	
6	Akiyoshi Koji	○	○		○	○	○		○	
7	Junichi Shinbo	○	○		○	○	○			○
8	Joy M. Greenway	○	○	○	○	○	○	○		
9	Valerie Landon	○	○		○	○	○			
10	Timothy Ryan	○	○		○	○	○			
11	Ivan Espinosa	○	○	○			○	○	○	○
12	Eiichi Akashi	○	○	○			○	○		○

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
	Reappointment Independent & Outside  Bernard Delmas (April 21, 1954)	May 1979    Joined Michelin Sep. 1995    President of Michelin Research Asia Sep. 2007    President and CEO of Nihon Michelin Tire Co., Ltd. President and CEO of Michelin Korea Tire Co., Ltd. Oct. 2009    Senior Vice President of Michelin Group Feb. 2010    President of Chamber of Commerce and Industry of France in Japan Jun. 2015    Outside Director of Ichikoh Industries, Ltd. Nov. 2015    Chairman of the Board of Nihon Michelin Tire Co., Ltd. Nov. 2016    Chairman of Nihon Michelin Tire Co., Ltd. Feb. 2018    Senior Advisor of Michelin Group Jun. 2019    Outside Director of the Company (Current Position / seven years in office)	3,339
1	<p><b>【Current Responsibility at the Company】</b>            Lead independent outside director, Member of Compensation Committee, Member of Audit Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b>            100% (17/17) of Board of Directors Meeting            100% (13/13) of Compensation Committee            92% (12/13) of Audit Committee</p> <p><b>【Important Positions at Other Companies】</b>            -</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b>            Mr. Bernard Delmas is proposed as a candidate for outside director due to his extensive international experience in the automotive industry. He has a wealth of experience and deep insight in management of R&amp;D, business planning, and managing the cross-functional organizations. Nissan expects him to continuously contribute to the Company through his global management, automobile industry, and product/technology skills. Since his inauguration in June 2019, Mr. Delmas has supervised the company's overall management providing an objective and broad perspective as a Member of the Compensation Committee and from June 2023, as the Lead independent outside director and a Member of the Audit Committee as well, he has fulfilled the duties of an outside director. Therefore, the Company nominates him as an outside director candidate for Nissan.</p> <p>* If elected, he will be re-appointed as the Lead independent outside director, a Member of the Compensation Committee, and a Member of the Audit Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>		

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
	<p>Reappointment Independent &amp; Outside</p> <p>Motoo Nagai (March 4, 1954)</p>	<p>Apr. 1977    Joined The Industrial Bank of Japan Ltd.</p> <p>Apr. 2005    Corporate Officer of Mizuho Corporate Bank, Ltd.</p> <p>Apr. 2007    Managing Executive Officer of Mizuho Corporate Bank, Ltd.</p> <p>Apr. 2011    Deputy President (Executive Officer) of Mizuho Trust &amp; Banking Co., Ltd.</p> <p>Jun. 2011    Deputy President (Executive Officer and Director) of Mizuho Trust &amp; Banking Co., Ltd.</p> <p>Apr. 2014    Advisor of Mizuho Trust &amp; Banking Co., Ltd.</p> <p>Jun. 2014    Outside Statutory Auditor of the Company, Outside Statutory Auditor of Organo Corporation</p> <p>Jun. 2015    Outside Director of Organo Corporation Outside Statutory Auditor of Nisshin Seifun Group Inc.</p> <p>Jun. 2019    Outside Director of the Company (Current Position / seven years in office) Outside Director of Nisshin Seifun Group Inc. (Current Position)</p>	<p>43,308</p>
2	<p><b>【Current Responsibility at the Company】</b> Chair of Audit Committee, Member of Nomination Committee, Member of Compensation Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b> 100% (17/17) of Board of Directors Meeting 100% (13/13) of Nomination Committee 100% (13/13) of Compensation Committee 100% (13/13) of Audit Committee</p> <p><b>【Important Positions at Other Companies】</b> Outside Director of Nisshin Seifun Group Inc.</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b> Mr. Motoo Nagai is proposed as a candidate for outside director due to his wealth of experience and deep insight on risk management gained through executive leadership positions at major Japanese banks. Nissan expects him to continuously contribute to the Company through his global management, legal/risk management, finance/accounting and ESG skills. Since his inauguration as a full-time Statutory Auditor in 2014, Mr. Nagai has a wealth of management experience in Nissan, and from June 2019, he has supervised the company's overall management providing an objective and broad perspective as the Chair of the Audit Committee, a Member of the Nomination Committee, a Member of the Compensation Committee, and he has fulfilled the duties of an outside director. Therefore, the Company nominates him as an outside director candidate for Nissan.</p> <p>* If elected, he will be re-appointed as the Chair of the Audit Committee, a Member of the Nomination Committee and a Member of the Compensation Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>		

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
	Reappointment Independent & Outside  Andrew House (January 23, 1965)	Oct. 1990    Joined Sony Corporation Oct. 2005    Group Executive and Chief Marketing Officer of Sony Corporation Sep. 2011    Group Executive, President and Global CEO of Sony Computer Entertainment Apr. 2016    EVP, President and Global CEO of Sony Interactive Entertainment Oct. 2017    EVP and Chairman of Sony Interactive Entertainment Apr. 2018    Strategic Advisor of Intelity (Current Position) Oct. 2018    Executive Mentor of Merryck & Co., Ltd. (Current: The ExCo Group) (Current Position) Jun. 2019    Outside Director of the Company (Current Position / seven years in office) May 2021    Outside Director of Nordic Entertainment Group (Current: Viaplay Group) Mar. 2022    Outside Director of Dentsu Group Inc. (Current Position) Mar. 2026    Outside Director of Shiseido Company, Limited (Current Position)	9,213
3	<p><b>【Current Responsibility at the Company】</b>            Chair of Nomination Committee, Member of Compensation Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b>            88% (15/17) of Board of Directors Meeting            100% (13/13) of Nomination Committee            85% (11/13) of Compensation Committee</p> <p><b>【Important Positions at Other Companies】</b>            Outside Director of Dentsu Group Inc.            Outside Director of Shiseido Company, Limited</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b>            Mr. Andrew House is proposed as a candidate for outside director due to his wealth of experience and deep insight in international business management, understanding of customer needs and consumer products, and emerging technologies through key roles in global companies. Having worked both inside and outside Japan, he has a strong cross-cultural perspective, and he also has accumulated experience as an outside director and about committee activities at Japanese and overseas companies. Nissan expects him to continuously contribute to the Company through his global management, ESG, product/technology, and sales/marketing skills. Since his inauguration in June 2019, he has supervised the company's overall management providing an objective and broad perspective as a Member of the Nomination Committee, and from June 2023, as the Chair of the Nomination Committee and a Member of the Compensation Committee, and he has fulfilled the duties of an outside director. Therefore, the Company nominates him as an outside director candidate for Nissan.</p> <p>* If elected, he will be re-appointed as the Chair of the Nomination Committee and a Member of the Compensation Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>		

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
4	<p>Reappointed Independent &amp; Outside</p> <p>Brenda Harvey (November 22, 1965)</p>	<p>Jun. 1986    Joined International Business Machines Corporation (IBM)</p> <p>Sep. 2006    General Manager of Integrated Technology Services North America, Global Product Offering Management</p> <p>Aug. 2011    General Manager of Integrated Technology Services, Growth Markets</p> <p>Jul. 2014    General Manager of IBM US Public Sector</p> <p>Aug. 2017    Board Member of Plum Alley Investment</p> <p>Jan. 2020    Chairman and CEO of IBM Asia Pacific</p> <p>Jul. 2020    Board Member of Singapore International Chamber of Commerce Director</p> <p>Jan. 2022    General Manager of Technology IBM Financial Services</p> <p>Jan. 2023    General Manager of IBM Public Sector, Healthcare, and Federal Government</p> <p>Jun. 2023    Outside Director of the Company (Current Position / three years in office)</p> <p>Jan. 2024    Managing Director of IBM</p> <p>Oct. 2025    Insight Partners, Senior Advisor (Current Position)</p>	15,583
<p><b>【Current Responsibility at the Company】</b> Member of Audit Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b> 100% (17/17) of Board of Directors Meeting 100% (13/13) of Audit Committee</p> <p><b>【Important Positions at Other Companies】</b> -</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b> Ms. Brenda Harvey is proposed as a candidate for outside director due to her wealth of experience and deep insight in digital transformation, business transformation, and IT technology trends and innovation through key roles in global companies. Having worked and lived in multiple countries, she has a strong cross-cultural perspective. Nissan expected her to continuously contribute to the Company through her global management, product/technology, and sales/marketing skills. Since her inauguration in June 2023, she has supervised the company's overall management providing an objective and broad perspective as a Member of the Audit Committee and she has fulfilled the duties of an outside director. Therefore, the Company nominates her as an outside director candidate for Nissan.</p> <p>* If elected, she will be re-appointed as a Member of the Audit Committee and appointed as a Member of the Nomination Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>			

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
	Reappointed Independent & Outside  Mariko Tokuno (October 6, 1954)	Apr. 1978    Joined The Bank of Tokyo (Currently MUFG Bank, Ltd.) Jan. 1994    Joined Louis Vuitton Japan K.K. Apr. 2002    Senior Director, Sales Administration, Louis Vuitton Japan K.K. Mar. 2004    Vice President, Tiffany & CO. Japan Inc. Aug. 2010    Representative Director, President, Christian Dior K.K. Jun. 2013    Outside Director, Happinet Corporation Sep. 2013    Representative Director, President and CEO, Ferragamo Japan K.K. Jun. 2016    Outside Director, Mitsubishi Materials Corporation Jun. 2017    Outside Director, Yamato Holdings Co., Ltd. Mar. 2022    Outside Director, Shiseido Company, Limited. (Current Position) Jun. 2024    Outside Director of the Company (Current Position / two years in office)	15,915
5	<p><b>【Current Responsibility at the Company】</b>            Member of Compensation Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b>            94% (16/17) of Board of Directors Meeting            100% (13/13) of Compensation Committee</p> <p><b>【Important Positions at Other Companies】</b>            Outside Director of Shiseido Company, Limited.</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b>            Ms. Mariko Tokuno is proposed as a candidate for outside director due to her wealth of experience and deep insight on corporate management, brand, and marketing from a global perspective, gained through executive leadership positions in global prestige brand companies. She also has knowledge of corporate governance from her experience as an outside director and about committee activities at several Japanese companies. Nissan expects her to continuously contribute to the Company through her global management, sales/marketing, and ESG skills. Since her inauguration in June 2024, she has supervised the company's overall management providing an objective and broad perspective as a Member of the Compensation Committee and she has fulfilled the duties of an outside director. Therefore, the Company nominates her as an outside director candidate for Nissan.</p> <p>* If elected, she will be appointed as the Chair of the Compensation Committee and a Member of the Audit Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>		

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
6	<p>Newly Appointed Independent &amp; Outside</p> <p>Akiyoshi Koji</p> <p>(November 8, 1951)</p>	<p>Apr. 1975    Joined Asahi Breweries, Ltd.</p> <p>Sep. 2001    Corporate Officer, Asahi Breweries, Ltd.</p> <p>Mar. 2003    Managing Director of Planning for Asahi Soft Drinks Co., Ltd</p> <p>Mar. 2006    Executive Managing Director of    Executive for Asahi Soft Drinks Co., Ltd. President of Asahi Beverage Service Co., Ltd.</p> <p>Mar. 2007    Managing Director and Managing Executive Officer of Asahi Breweries Ltd.</p> <p>Jul. 2011    Director of Asahi Group Holdings Ltd. President of Asahi Breweries, Ltd.</p> <p>Mar. 2016    President and Chief Operating Officer of Asahi Group Holdings, Ltd.</p> <p>Mar. 2018    President and Chief Executive Officer of Asahi Group Holdings, Ltd.</p> <p>Jun. 2020    Outside Director of Imperial Hotel, Ltd. (Current position)</p> <p>Mar. 2021    Chairman of the Board of Asahi Group Holdings ,Ltd.</p> <p>Jun. 2022    Vice Chair of Japan Business Federation (Keidanren) (Current position) (Scheduled to retire in June 2026)</p> <p>Mar. 2025    Honorary Chairman of Asahi Group Holdings, Ltd. (Current position)</p>	0
<p><b>【Important Positions at Other Companies】</b>  Honorary Chairman of Asahi Group Holdings, Ltd.  Outside Director of Imperial Hotel, Ltd.</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b>  Mr. Akiyoshi Koji is proposed as a candidate for outside director due to his experience serving as top management positions in a key industry in Japan. He also has a wealth of experience and deep insight in corporate management and leadership experience in the Japan Business Federation (Keidanren), as well as management experience at a global company. Nissan expects him to contribute to the Company through his global management, corporate strategy, ESG, and sales/marketing skills. Therefore, the Company newly nominates him as an outside director candidate for Nissan.</p> <p>*If elected, he will be appointed as the Chair of the Board of Directors, a Member of the Nomination Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>			

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
7	<p>Newly Appointed Independent &amp; Outside</p> <p>Junichi Shinbo (May 21, 1961)</p>	<p>Apr. 1984    Joined The Industrial Bank of Japan, Limited</p> <p>Apr. 2002    Senior manager, Financial Planning Division, Mizuho Corporate Bank,Ltd.</p> <p>Jul. 2005    Deputy General Manager Financial Planning Division Mizuho Financial Group,Inc.</p> <p>Apr.2009    General Manager Global Alternative Investment Division General Manager of London Department Mizuho Corporate Bank, Ltd.</p> <p>Apr. 2012    Executive Officer General Manager Portfolio Management Division Mizuho Financial Group,Inc.</p> <p>Apr. 2014    Managing Executive Officer Head of Financial Control &amp; Accounting Group Mizuho Financial Group, Inc.</p> <p>Jun. 2014    Director, Managing Executive Officer, Head of Financial Controle &amp; Accounting Group, Mizuho Financial Group, Inc.</p> <p>Apr. 2016    Vice President &amp; Representative Director, Mizuho Research Institute, Ltd.</p> <p>Apr. 2020    Advisor, Mizuho Financial Group, Inc.</p> <p>Jun. 2020    Senior Managing Director, Sunshine City, Inc.</p> <p>Apr. 2026    Director, Sunshine City, Inc. (Scheduled to retire in June, 2026)</p>	100
<p><b>【Important Positions at Other Companies】</b></p> <p>-</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b></p> <p>Mr. Junichi Shinbo proposed as a candidate for outside director due to his wealth of experience and deep insight in finance, risk management, market operations, and portfolio management, gained through executive leadership positions at major Japanese banks. Nissan expects him to contribute to the Company through his finance/accounting, legal/risk management, and ESG skills. Therefore, the Company newly nominates him as an outside director candidate for Nissan.</p> <p>* If elected, he will be appointed as a Member of the Audit Committee and a Member of the Compensation Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>			

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
8	<p>Newly Appointed Independent &amp; Outside</p> <p>Joy M. Greenway (June 22, 1960)</p>	<p>Aug. 1982    Joined General Electric</p> <p>Feb. 1995    United Technologies Corporation Director of Manufacturing, Carrier Corporation</p> <p>Jun. 2000    Director, Strategic Business Unit of Visteon Corporation</p> <p>Sep. 2005    Corporate Vice President and President, Climate Products Groups of Visteon Corporation</p> <p>Feb. 2013    Independent Director of Hillenbrand Inc.</p> <p>Jun. 2014    Chief Financial Officer of Global Purchasing and Supply Chain, General Motors</p> <p>Apr. 2017    Executive Director of Global Business Solutions, General Motors</p> <p>Oct. 2020    EFI Automotive NAFTA Board Member</p>	0
<p>8</p> <p><b>【Important Positions at Other Companies】</b></p> <p>-</p> <p><b>【Reasons for nomination as candidates for Outside Directors and summary of expected roles】</b></p> <p>Ms. Joy M. Greenway is proposed as a candidate for outside director due to her extensive experience and deep insight into global purchasing, supply chain optimization, and organizational transformation gained through key roles in the automotive and manufacturing industries. Having held leadership roles in complex, multicultural environments, she brings a strong cross-cultural perspective and extensive experience in global business operations, including prior service as an outside director. Nissan expects her to contribute to the Company through her global management, automobile industry, product/technology, and finance/accounting skills. Therefore, the Company newly nominates her as an outside director candidate for Nissan.</p> <p>* If elected, she will be appointed as a Member of the Compensation Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>			

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
	Reappointed  Valerie Landon (August 17, 1962)	Sep. 1985 Engineer in logistics, Air France May 1990 Investment Banker, Credit Suisse Jun. 2009 Head of Investment Bank France, Belgium, Luxembourg, Credit Suisse Feb. 2015 Vice-Chairman Investment Bank, Credit Suisse Apr. 2016 Independent Board member, member of the audit committee and member of the commitments committee of Albioma Nov. 2017 Independent Board member and member of the audit Committee of Forvia (Current Position) Apr. 2021 CEO France and Belgium, Credit Suisse Oct. 2024 Independent member of the audit committee of Apprentis d'Auteuil foundation Jun. 2025 Director of the Company (Current Position / one year in office)	0
9	<p><b>【Current Responsibility at the Company】</b>            Member of Audit Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b>            100% (12/12) of Board of Directors Meeting            100% (9/9) of Audit Committee</p> <p><b>【Important Positions at Other Companies】</b>            Independent Board member of Forvia</p> <p><b>【Reasons for nomination as candidates for Directors】</b>            Ms. Valerie Landon is proposed as a candidate for director due to her wealth of experience and deep insight on corporate management, strategic and financial advisory from a global perspective, gained through executive leadership positions at investment banks. Having worked in multiple countries, she has a strong cross-cultural perspective. She also has knowledge of corporate governance, serving as an outside director and committee member for multiple European companies. Nissan expects her to continuously contribute to the Company through her global management, corporate strategy, and finance/accounting skills. Since her inauguration in June 2025, she has supervised the company's overall management providing an objective and broad perspective as a Member of the Audit Committee, and she has fulfilled the duties of a director. Therefore, the Company nominates her as a director candidate for Nissan.</p> <p>* If elected, she will be re-appointed as a Member of the Audit Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>		

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
	<p>Reappointed</p> <p>Timothy Ryan (June 4, 1969)</p>	<p>Jun. 1992    Joined HSBC Sinopia Asset Management</p> <p>Mar. 2000    AXA Investment Manager: Global Head Quantitative Asset Management</p> <p>Jun. 2003    Regional Chief Investment Officer Japan and Asia, AXA Life Japan</p> <p>Jan. 2008    Chairman and CEO, Alliance Bernstein Japan</p> <p>Mar. 2012    Chairman and CEO, Alliance Bernstein EMEA</p> <p>Jan. 2017    Group Chief Investment Officer and Global Chief Executive Officer for Asset and Wealth Management, Generali Assicurazioni</p> <p>Apr. 2021    Global Chief Executive Officer for Asset and Wealth Management, Group BPCE Natixis</p> <p>Jun. 2025    Director of the Company (Current Position / one year in office)</p>	0
10	<p><b>【Current Responsibility at the Company】</b> Member of Nomination Committee</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b> 100% (12/12) of Board of Directors Meeting 100% (9/9) of Nomination Committee</p> <p><b>【Important Positions at Other Companies】</b> -</p> <p><b>【Reasons for nomination as candidates for Directors】</b> Mr. Timothy Ryan is proposed as a candidate for director due to his wealth of experience serving as top management in asset management companies, demonstrating rich experience and deep insight in corporate management and finance, and global leadership experience. Having worked in multiple countries, he has a strong cross-cultural perspective. Nissan expects him to continuously contribute to the Company through his global management, corporate strategy, and finance/accounting skills. Since his inauguration in June 2025, he has supervised the company's overall management providing an objective and broad perspective as a Member of the Nomination Committee, and he has fulfilled the duties of a director. Therefore, the Company nominates him as a director candidate for Nissan.</p> <p>* If elected, he will be re-appointed as a Member of the Nomination Committee at the Board of Directors meeting after the General Shareholders Meeting.</p>		

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
11	<p>Reappointed</p> <p>Ivan Espinosa (November 19, 1978)</p>	<p>May. 2001 Director, Adaptacion Int. de Medios, S.A</p> <p>Feb. 2003 Engineering Analyst, Jato Dynamics</p> <p>Oct. 2003 Product specialist, Product Planning Nissan Mexicana, S.A. De C. V.</p> <p>Jul. 2008 Marketing director and Regional product manager , Nissan Motor (Thailand) Co., Ltd.</p> <p>Apr. 2010 Director, Nissan Mexicana, S.A. De C. V.</p> <p>Apr. 2014 VP, Product Strategy &amp; Planning, Nissan International SA</p> <p>Apr. 2016 Program director of the Company</p> <p>Apr. 2017 VP of the Company</p> <p>Apr. 2018 Corporate Vice President of the Company</p> <p>Dec. 2019 Senior Vice President of the Company</p> <p>Apr. 2024 Chief Planning Officer of the Company</p> <p>Apr. 2025 Representative Executive Officer, President and Chief Executive Officer of the Company (Current Position) Director of Dongfeng Motor Co., Ltd. ("DFL") (Current Position)</p> <p>Jun. 2025 Director of the Company (Current Position / 1 year in office)</p>	69,022
<p><b>【Current Responsibility at the Company】</b> Representative Executive Officer, President and CEO</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b> 100% (12/12) of Board of Directors Meeting</p> <p><b>【Important Positions at Other Companies】</b> Director of DFL</p> <p><b>【Reasons for nomination as candidates for Directors】</b> Mr. Ivan Espinosa is proposed as a candidate for director, responsible for leading and delivering the Company's global mid-term and long-term business strategy, including Partnership activities as the Representative Executive Officer, President and CEO of Nissan Motor Co., Ltd. Nissan expects him to continuously contribute to the Company through his global management, corporate strategy, automobile industry, and Product/Technology skills. The Company nominates him as a director candidate to enhance decision-making and supervising effectiveness of the Board of Directors.</p> <p>* If elected, he will be re-appointed as the Representative Executive Officer at the Board of Directors meeting after the General Shareholders Meeting.</p>			

No.	Name (Date of Birth)	Brief Personal Record	Number of Shares of the Company Owned
12	<p>Reappointed</p> <p>Eiichi Akashi (February 14, 1966)</p>	<p>Apr. 1990    Joined the Company</p> <p>Apr. 2014    General manager, Vehicle Development Planning Department</p> <p>Apr. 2015    VP, Vehicle Engineering, Nissan North America, Inc.</p> <p>Apr. 2018    Corporate Vice President, Alliance Global VP</p> <p>Apr. 2024    President and CEO, NMKV Co., Ltd.</p> <p>Apr. 2025    Executive Officer, Chief Technology Officer (Current Position)</p> <p>                  Director of Dongfeng Motor Co., Ltd. ("DFL") (Current Position)</p> <p>Jun. 2025    Director of the Company (Current Position / 1 year in office)</p>	20,605
<p><b>【Current Responsibility at the Company】</b> Executive Officer, Chief Technology Officer</p> <p><b>【Record of attendance at the Board of Directors Meeting etc.】</b> 100% (12/12) of Board of Directors Meeting</p> <p><b>【Important Positions at Other Companies】</b> Director of DFL</p> <p><b>【Reasons for nomination as candidates for Directors】</b> Mr. Eiichi Akashi is proposed as a candidate for director, responsible for driving global business strategy from a Monozukuri perspective having rich knowledge and experience in R&amp;D as executive officer, the Chief Technology Officer of Nissan Motor Co., Ltd. Nissan expects him to continuously contribute to the Company through his global management, corporate strategy, automobile industry, and Product/Technology skills. The Company nominates him as a director candidate to enhance decision-making and supervising effectiveness of the Board of Directors.</p> <p>*If elected, he will be re-appointed as the Executive Officer at the Board of Directors meeting after the General Shareholders Meeting.</p>			

Notes:

1. The number of shares of the Company held is based on information as of March 31, 2026. This shareholding includes each officer's interest in the Officers' Shareholding Association, and, in the case of non-residents, their interest held through omnibus accounts.
2. There are no special conflicts of interests between the Company and the director candidates.
3. Outside Directors of the Company, Bernard Delmas, Motoo Nagai, Andrew House, Brenda Harvey, and Mariko Tokuno have entered into an agreement with the Company limiting their liability as prescribed in Article 423, Paragraph 1 of the Companies Act. Pursuant to each said agreement, the liability limit shall be 5 million yen or the statutory minimum, whichever is higher. Furthermore, if Akiyoshi Koji, Junichi Shinbo and Joy M. Greenway are elected as originally proposed, as Outside Directors of the Company, the Company plans to enter into an agreement limiting their liability as prescribed in Article 423, Paragraph 1 of the Companies Act in the same manner as with the five Outside Directors mentioned above. Pursuant to each said agreement, the liability limit shall be 5 million yen or the statutory minimum, whichever is higher.
4. The Company has registered Bernard Delmas, Motoo Nagai, Andrew House, Brenda Harvey, Mariko Tokuno, Akiyoshi Koji, Junichi Shinbo, and Joy M. Greenway as Independent Directors to the Tokyo Stock Exchange.
5. The Company has entered into Directors and Officers liability insurance stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The insurance is including each of the candidates who is currently a Director of the Company as an insured. The insurance covers damages and defense costs etc. due to claims arising from acts or omissions of the insured in the Company's defined role. The Company pays all insurance premiums. The candidates will be covered as insureds under this insurance, if the reappointment is approved. In addition, if Akiyoshi Koji, Junichi Shinbo, and Joy M. Greenway are elected as proposed, they will also be covered as insureds under this insurance. The Company plans to renew the insurance policy, with the same terms and conditions, during the term.
6. Regarding this proposal, a shareholder has submitted a shareholder proposal to not appoint the following director candidates— Motoo Nagai, Andrew House, Bernard Delmas, and Mariko Tokuno. However, since this shareholder proposal is construed as a statement of opposition to the Company's proposal, this shareholder proposal will not be treated as an independent item or agenda at this Meeting. Instead, the details and reasons for the shareholder proposal, together with the opinion of the Board of Directors of the Company are presented below. Please note that the content and reasons for the shareholder proposal were transcribed without substantive changes in accordance with the shareholder proposal exercise document submitted by the proposing shareholder. Following this, the opinion of the Company's board of directors regarding the shareholder proposal is also stated.

(1) Contents of proposal

Opposition proposal regarding the appointment of directors proposed by the Company

Do not appoint directors Mr. Motoo Nagai, and Ms. Andrew House, Mr. Bernard Delmas, and Ms. Mariko Tokuno (not to be reappointed).

(2) Reason for proposal

The Company's management responsibility resides, in the first instance, with the executive side, including the Executive Officers. In light of this, what responsibility should be borne by Outside Directors who receive exceptionally high remuneration exceeding JPY 22 million per annum per person? Such responsibility lies in the determination of executives appointment and removal, as well as in the supervision of business operations. Needless to say, such supervision includes the establishment of appropriate levels of executive compensation.

As such, it is difficult in the extreme to conclude that the Outside Directors whose non-reappointment is proposed herein have exercised judgment commensurate with the substantial remuneration they receive. Shareholders are able to effect corrective measures directly only with respect to Directors; in other words, shareholders may express their will regarding the management of the Company solely through the appointment or dismissal of Directors. Accordingly, holding Outside Directors accountable for clear errors in judgment made in their capacity as members of specialized committees, and refusing their reappointment, constitutes both a legitimate right and a duty of shareholders.

The Company's performance is currently in a state of severe deterioration. For the fiscal year ending March 31, 2026, a net loss exceeding JPY 600 billion is expected, following the previous fiscal year. Among the nine major Japanese automobile manufacturers, the Company's market capitalization has declined to sixth place, having been surpassed by Isuzu Motors Limited. Furthermore, the Company's price-to-book ratio (PBR) stands at an extremely low level of 0.26x, ranking by far the lowest among the nine companies (as of the date of the shareholder proposal). These facts alone clearly demonstrate that the performance of management is unacceptable.

In particular, the decision by management to refrain from introducing hybrid electric vehicle (HEV) technology (e-POWER), despite possessing such technology, into the United States market constitutes nothing less than a "man-made failure," resulting in the loss of substantial demand and a repetition of past failures that relied heavily on sales incentives. As of April 2026, the continued absence of HEVs in the United States market represents a matter of grave concern for shareholders.

Of particular note, the management capabilities of former CEO Mr. Makoto Uchida were inadequate, and the responsibility of the Board of Directors at the time of his appointment is therefore substantial. In the case of the Company, which adopts a committee governance structure, responsibility for personnel matters rests heavily with the Nomination Committee among the Directors. It is not sufficient that Mr. Uchida has stepped down as CEO; the Directors who selected him must also be held accountable. Accordingly, among the members of the Nomination Committee at the time of Mr. Uchida's appointment in 2019, the current Directors Mr. Motoo Nagai and Mr. Andrew House are hereby held responsible for such appointment decision, and their non-reappointment as Directors is requested (excluding Mr. Yasushi Kimura and Ms. Keiko Ihara, who are scheduled to retire in June of this year).

In addition, accountability should be pursued with respect to the members of the Compensation Committee at the time when they approved the payment of excessively generous retirement benefits to the former executive management, including Mr. Uchida, who was primarily responsible for bringing the Company's current difficulties.

Accordingly, I also request that the reappointment of the members of current Directors, Mr. Bernard Delmas and Ms. Mariko Tokuno, be rejected (excluding Ms. Ihara, who is scheduled to retire, as well as Mr. Nagai and Mr. House, whose non-reappointment is requested separately due to their responsibilities as members of the Nomination Committee, in order to avoid duplication).

Directors who, in their capacity as members of the Nomination Committee, made the erroneous decision to appoint Mr. Uchida as CEO, thereby significantly impairing shareholder value, as well as those who approved inappropriate executive compensation without due regard to the Company's performance, should resign from their positions at the Company.

### (3) Opinion of the Board of Directors

The Company's Board of Directors opposes this shareholder proposal for the following reasons. Regarding the appointment of outside directors, the Nomination Committee decided to nominate candidates through appropriate procedures by itself. For the reappointment of incumbent directors, the Nomination

Committee conducted individual evaluations based on factors such as balance on the skills matrix, attendance rate, and contribution level.

As for the reasons for reappointment of each director, as stated above, Mr. Nagai, Mr. House, Mr. Delmas and Ms. Tokuno utilized their respective expertise and extensive experience to contribute to the growth of the Company. The Nomination Committee believes their leadership will continue to be necessary moving forward.

In light of the above, its Board of Directors opposes this shareholder proposal.

### <Shareholder Proposal>

Item 2 is a proposal made by a shareholder.

The contents of the shareholder proposal and the reasons for proposal have been transcribed without any changes to the contents in the Shareholder Proposal Exercise Form submitted by the proposing shareholder, followed by the opinion of the Company's Board of Directors regarding the shareholder proposal.

### **Item 2: Partial Amendment of the Articles of Incorporation (Establishment of a new provision for the method of resolution)**

(1) Contents of shareholder proposal

Article 16, Paragraph 2 Method of resolution

(The current provision shall remain as Paragraph 1. The following paragraph, Paragraph 2 shall be newly added.)

② Where any exercised voting form falls under any of the followings, the classification of approval, disapproval, or other indication of voting intent with respect to the relevant agenda item(s) shall be treated as an abstention (no exercise of voting rights):

- (i) Absence of intent, as neither approval nor disapproval is marked on the voting form;
- (ii) No decision, as both approval and disapproval are marked on the voting form;
- (iii) Voting in favor but with conditions, where such conditions are not contained in the submitted agenda items

### **(2) Reason for proposal**

According to an Extraordinary Report filed with the Kanto Local Finance Bureau on June 25 following the previous Annual General Meeting of Shareholders, pursuant to the Financial Instruments and Exchange Act, Mr. Espinosa, one of the director nominees under Agenda Item No. 2 at the previous meeting, was elected with the approval of 97.03% of the voting rights exercised. In contrast, Agenda Items No. 3 through No. 7, which were shareholder proposed items, each received less than 10% approval. Even the agenda item that received the highest level of approval among them garnered only 8.37%.

At the previous Annual General Meeting, however, voting instruction forms submitted in a state where no voting intent was expressed—namely, where neither approval nor disapproval was marked—were treated as votes cast in favor of agenda items proposed by the Company (i.e., by the Board of Directors). Conversely, with respect to shareholder proposed agenda items, such blank voting instructions were treated as votes cast against the proposals. This constitutes extremely discriminatory treatment.

Upon reviewing the voting instruction forms used at the previous Annual General Meeting, the proposing shareholder confirmed that at least 152,632 voting rights were associated with voting instruction forms submitted in blank. This figure reflects only voting instructions exceeding a certain voting rights threshold, and does not include all partially blank forms. Accordingly, if the voting instruction forms were to be recounted on

an agenda by agenda basis, it is estimated that the actual number could be approximately two to three times the confirmed figure.

In other words, the number of voting rights cast in favor of the director nominees is likely to be lower than the figures disclosed in the Extraordinary Report. The scale of this discrepancy is sufficient to affect the integer portion of the disclosed approval percentage. Had shareholder proposed agenda items been treated in the same manner as company proposed agenda items—namely, if blank voting instructions had been deemed votes in favor—the percentage of affirmative votes obtained could reasonably have exceeded 10%, which constitutes a legally meaningful threshold under the Companies Act.

Such a situation represents a significant lack of fairness.

Accordingly, this shareholder proposal is submitted for the purpose of correcting the Board of Directors' overwhelmingly advantageous approach to the classification and determination of approvals and disapprovals in the exercise of voting rights.

### **(3) Opinion of the Board of Directors**

The Board of Directors of the Company opposes this shareholder proposal. The reasons are as follows:

With respect to the treatment of cases where no indication of approval or disapproval is provided in the section for indicating voting preferences for each proposal on the voting form, it is permissible under the Companies Act and other relevant laws and regulations for the Company to stipulate such treatment in advance. In such cases, the Company is legally required to disclose such predetermined treatment in the Notice of Convocation of the General Meeting of Shareholders and other related materials.

The Company has disclosed in advance, in the Notice of Convocation of the General Meeting of Shareholders and other materials, the method of such treatment with respect to both Company proposals and shareholder proposals. The aggregation of voting rights based on such disclosure is not only lawful under applicable laws and regulations, but is also considered reasonable for ensuring the proper and efficient processing and tabulation of a large number of voting forms submitted by shareholders. In addition, with respect to the specific treatment of returned voting forms depending on their particular entries, the Company makes appropriate determinations on a case-by-case basis, taking into account applicable laws and regulations as well as practices concerning the conduct of shareholders meetings and the tabulation of voting rights.

In contrast, as contemplated by this shareholder proposal, stipulating in the Articles of Incorporation uniform rules governing the handling of omissions or similar matters in voting forms would limit the Company's flexibility to respond appropriately to individual circumstances, including the specific contents of voting forms, as well as to changes in applicable laws, regulations, and practices, and may instead make it more difficult to ensure the proper and efficient tabulation of votes.

In light of the foregoing, the Board of Directors of the Company opposes this shareholder proposal.

- End -

[TRANSLATION]

## **Business Report (From April 1, 2025 to March 31, 2026)**

### **1. Business Review of Fiscal Year 2025**

#### **(1) Operations and results**

During the year, the automotive industry continued to face a challenging environment, affected by intensified competition, volatile exchange rates, rising inflation, and the increasing tensions in the Middle East make the industrial outlook unclear. Especially in the U.S. market, reconsideration of production as well as logistic systems is urgently needed throughout the automotive industry, together with the on-going concerns of import tariffs.

#### **Fiscal year 2025 business review**

The Company has formulated a new recovery plan, Re:Nissan, under a fresh focus with new management, reassessing targets and conducting a comprehensive review of key initiatives, introducing further measures to ensure a strong recovery. With Re:Nissan, the Company targets total cost savings of 500 billion yen versus fiscal year 2024 in fixed and variable cost savings. These savings will establish a framework to secure operating profitability and positive free cash flow in the automotive business by fiscal year 2026 (excluding tariff impact).

In fiscal year 2025, Nissan has successfully reduced its fixed cost by 200 billion yen, and 55 billion yen for variable costs. In addition, the company has announced a plan to reduce its seven plants globally by the end of fiscal year 2027 as part of Re:Nissan, and the execution is in steady progress.

#### **Fiscal year 2025 sales performance**

<Global>

In fiscal year 2025, global total industry volumes (“TIV”) increased 3.5% to 90.38 million units despite facing a tough environment including U.S. tariff confusion, geo-political uncertainties and rising raw material and energy prices. As a result, Nissan’s global retail sales decreased 5.8% to 3.15 million units.

<Japan>

In Japan, TIV decreased 0.9% to 4.53 million units. Nissan has launched its new Roox in September 2025, and the sales of new Roox has increased 16.1%. The new Nissan Leaf was launched right after in October 2025 and was selected as one of the “10 Best Cars” by CAR OF THE YEAR JAPAN. Sales volume has increased 59.9% year-on-year, however total Nissan’s retail sales volume decreased 13.5% to 399 thousand units and market share also decreased 1.3 percentage points to 8.8%.

<China>

In China, TIV increased 6.2% to 26.7 million units. Sylphy continued to be the best-selling model in the ICE passenger car segment, and the sales volumes of the NEV segment vehicles which the Company launched in fiscal year 2025, N7 and N6, totaled up to 53 thousand units. However, due to the severe sales competition, overall retail sales volume for Nissan has decreased 6.3% to 653 thousand units and market share also decreased 0.3 percentage points to 2.4%.

<North America>

In North America, TIV decreased 0.1% to 19.35 million units. There were certain impacts from the tariffs and emission regulation changes however Nissan’s sales volume was pulled by the U.S. made ICE vehicles for example Pathfinder and Murano. However, the Company’s retail sales in the U.S. decreased 3.4% to 906 thousand units and market share decreased 0.2 percentage points to 5.7%. In addition, retail sales volume in Canada increased 2.3% to 106 thousand units, and that in Mexico also increased 6.8% to 277 thousand units, thereby maintaining its number one share for 17 consecutive years.

## <Europe>

In Europe, TIV increased 0.6% to 17.23 million units. The Company launched the new Qashqai, a third-generation e-POWER model, which was certified by ADAC (Allgemeiner Deutscher Automobil-Club), the largest automobile association in Europe, as class top actual fuel consumption model in testing. The Company's retail sales decreased 9.7% to 317 thousand units and market share decreased 0.2 percentage points to 1.9%.

## <Others>

In other markets, including Asia, Oceania, Africa, and Latin America, TIV increased 7.0% to 22.58 million units. Sales of Patrol in Middle Eastern countries were strong, however Nissan's retail sales decreased 8.1% to 491 thousand units.

## Fiscal year 2025 financial performance

In fiscal year 2025, Nissan's consolidated net sales decreased 4.9% from the previous year to 12,007.9 billion yen. Consolidated operating profit was 58 billion yen, representing an operating profit margin of 0.5%. Net loss attributable to the owners of the parent company was 533.1 billion yen.

Free cash flow for the automotive business was negative 480.8 billion yen. As a result, net cash (cash on hand excluding debt) for the automotive business was 1,170.4 billion yen at the end of the fiscal year.

Given its business situation and the need to invest in sustainable growth for the Company, the Company decided to forgo the year-end dividend for fiscal year 2025. The Company sincerely apologizes to its shareholders and asks for your understanding.

## **(2) Capital investment**

Capital expenditures on a consolidated basis in fiscal year 2025 ended March 31, 2026, totaled 499.2 billion yen, concentrated on development of new products, electrification, mobility intelligence, new mobility services, safety and environmental technology and improvement of the efficiency of the production system.

## **(3) Funding activities**

The Company's top priority for funding activities is to secure liquidity at a global level and to diversify its funding sources. As a result, the debt balance for the Company at the end of March 2026 was 8,920.1 billion yen.

In fiscal year 2025, the Company has successfully raised a total of around 860 billion yen equivalent of the funds through issuance of US-dollar and Euro denominated unsecured bonds as well as Japanese yen convertible bonds, to refinance debt maturities. As of March 31, 2026, the automobile segment held 2,172.1 billion yen in cash and cash equivalents and the Company believes there is sufficient liquidity for the auto segment to cover its debt maturities of around 42.0 billion yen in fiscal year 2026.

To address funding needs and secure liquidity for the sales finance segment, the Company has relied on securitization of auto loans and lease receivables, loans from financial institutions, and issuances of commercial paper and bonds.

In addition, for both the automobile and sales finance segments, the Company has commitment lines available from major global banks that may be utilized in the event of unexpected funding needs. As of March 31, 2026, these unused commitment lines, including asset-backed commercial paper facilities for the sales finance segment, totaled 2,311.6 billion yen.

With its funding activities and available commitment lines, we believe there is sufficient liquidity available for the Company.

#### **(4) Issues to be addressed**

##### **Shifts in external environment**

The business environment is in a state of continuous change, shaped by new regulations, geopolitical risks, rapid fluctuations in exchange rates, rising prices of raw materials and energy, and varying tariff policies.

The ongoing wave of electrification in major global markets is influenced by constantly shifting external factors. Regulations and policies concerning electric vehicles are evolving in each country. In Europe and the U.S., the pace of electrification is slowing, prompting a reevaluation of hybrid vehicles.

The Company's business environment has been affected by the tariff policies of the current U.S. administration. In addition, instability in the Middle East has resulted in higher energy prices and global supply chain disruptions.

This situation requires Nissan to adopt a flexible and optimal strategy tailored to each market. The Company is continuously assessing the impact of U.S. tariff policies and the increasing geopolitical risks on its business and is considering and implementing measures to mitigate such impacts. To ensure continued operation and growth in China, the Company plans to leverage its existing strengths and implement changes with urgency. Additionally, the company aims to utilize its assets in China to advance the development and launch of rapidly expanding NEV vehicles while considering the export of these vehicles as part of its business expansion strategy.

As the automotive industry continues to evolve, The Company will adapt to changes in the external environment while fostering strong, trusting relationships with suppliers, dealers, and other business partners.

##### **Improving management indicators**

The Nissan recovery plan Re:Nissan was announced on May 13, 2025. This plan is an action-based recovery program grounded in realism and execution discipline, built on three pillars: a fundamental transformation of the cost structure, the redefinition of market and product strategies, and the reinforcement of partnerships. With Re:Nissan, the Company will secure operating profitability and free cash flow in the automotive business (excluding tariff impact) by fiscal year 2026.

###### **Progress in Cost Structure Reform**

The Company has set a target to achieve total cost reductions of 500 billion scale, combining both variable and fixed costs, and is advancing these initiatives across the entire organization.

###### **1. Reduce variable cost**

As a core initiative, the Company has established a dedicated task force staffed with specialized and empowered professionals empowered to centralize decision-making related to costs. By the end of fiscal year 2025, more than 5,000 ideas had been generated, representing an estimated impact of approximately 270 billion yen, with many measures already transitioning into the execution phase. Every action is delivering tangible results, reaching approximately 55 billion yen by the end of fiscal year 2025, while firmly upholding Nissan's quality-first philosophy, with our commitment to quality, with no compromise.

###### **2. Reduce fixed cost**

###### **Restructuring manufacturing and improving efficiency**

The Company has announced the consolidation of its vehicle production plants from 17 to 10 by fiscal year 2027, and is advancing fixed-cost reductions through optimization of production shifts and workforce allocation, as well as disciplined capital expenditure management.

## **Resizing of the workforce structure**

The Company is resizing its global workforce structure, covering direct and indirect labors in manufacturing, G&A, and R&D, including contractual staff. These actions are being implemented responsibly, in a disciplined manner, and in full compliance with applicable laws and procedures.

## **Reduction of development costs**

Through the revamping of development processes, the Company is simultaneously reducing engineering costs and improving development speed. By rationalizing global R&D footprints, the company achieved a reduction of 18% in engineering cost-per-hour reduction by the end of fiscal year 2025.

In addition, the Company is making steady progress in integrating and optimizing complexity of parts and platforms, as well as in significantly shortening the development lead times for both lead models and subsequent family models.

As a result of these initiatives, fixed-cost reductions reached approximately 200 billion by the end of fiscal year 2025, demonstrating steady and disciplined progress toward the targeted reduction.

Despite the continued challenging operating environment, the Re:Nissan plan—now in its final year—remains on track. Through delivering a more competitive cost base, improved capacity utilization, and the introduction of highly competitive new products, the Company is establishing a solid foundation for future growth.

## **Long-Term Vision**

On April 14, 2026, Nissan has announced its long-term vision, “**Mobility Intelligence for Everyday Life,**” defining a customer-centric strategic direction as the company looks beyond the Re:Nissan recovery plan and sets a clear path for the future. Guided by this vision, Nissan aims to build on the foundations established through Re:Nissan to achieve sustainable competitive advantage and drive long-term growth.

## **Next-Generation Technologies: AI-Led Intelligence and Electrification**

Artificial intelligence is central to Nissan’s approach to next-generation technology innovation. At the core of this approach is the AI-Defined Vehicle (AIDV), which combines Nissan AI Drive technology and Nissan AI Partner technology to enhance mobility and optimize time spent in transit. By advancing mobility intelligence, Nissan aims to deliver products and technologies that are safer, more intuitive and more reliable, enriching everyday mobility experiences. Over the long term, Nissan targets deployment of its AI Drive technology across approximately 90% of its model lineup.

Electrification also plays a critical role in realizing next-generation mobility. Nissan will offer a choice of electrification technologies, with its proprietary e-POWER technology at the core, to address diverse customer expectations and market needs.

## **Product Portfolio Streamlining and Industrial Model transformation**

Guided by its long-term vision, Nissan is restructuring its product strategy to sharpen focus and improve execution. The company will streamline its global product portfolio from 56 to 45 models, strengthening competitiveness by concentrating investment in higher-growth areas while increasing development speed. Nissan will also collaborate with partners to deliver models that complement its portfolio and meet unique market needs.

In parallel, Nissan is transforming its industrial model through an architecture-led development approach, based on shared vehicle platforms, powertrains and software platforms. By integrating development and manufacturing from earlier stages, Nissan aims to enhance quality, reinforce cost discipline, and bring competitive products to market more quickly.

## **Refined market approach: Strategy anchored in Lead Markets**

In global markets, Nissan will reposition its market approach by anchoring its strategy around Japan, the United States and China as lead markets. These markets will serve as both performance foundations and drivers of competitiveness across the global business.

By acting together, the lead markets will strengthen Nissan's ability to deploy innovation at scale, secure supply aligned with demand, and enhance competitiveness in terms of speed, cost efficiency and customer relevance.

Under its long-term vision, Nissan will evolve its technologies, products, markets and industrial model as one integrated system. Through this approach, the company aims to reinforce sustainable competitive advantage and deliver long-term growth amid a rapidly changing business environment.

## **Nissan's sustainability strategy**

From the start, Nissan has believed in enriching people's lives by empowering mobility and communities. That belief has not changed even amid the challenging environment in which we are working on a recovery plan, Re:Nissan, and sustainability forms a foundation of creating long-term corporate value.

Social issues, including climate change, continue to be among the most important themes in our business strategy. We will continue to address these challenges by advancing initiatives across our entire value chain through NGP2030 and NSP2030, both formulated in fiscal year 2023.

Under our new long-term vision, we aim to create value through business activities that leverage our strengths, while striving to achieve the sustainable growth of both our business and society.

## **Nissan Green Program 2030 (NGP2030):**

The Nissan Green Program (NGP), established in 2002 to support our environmental philosophy of "a symbiosis of people, vehicles, and nature," is evolving through its mid-term environmental action plans. The fifth-generation NGP2030 plan, formulated in fiscal year 2023, highlights "climate change," "resource dependence," and "air quality and water" as key challenges. In response, Nissan is committed to three key initiatives: limiting global temperature rise within 1.5°C to achieve carbon neutrality, transitioning to a circular economy, and reducing its impact on nature and ecosystems.

## **Nissan Social Program 2030 (NSP2030):**

NSP2030, newly formulated in fiscal year 2023, is a structured action plan that promotes the Company's social initiatives through six key pillars: "Safety," "Quality," "Responsible sourcing," "Intellectual property," "Communities," and "Power of employees." With a people-centric approach, the Company aims to achieve sustainable growth alongside its employees, communities, partners, and society, ultimately striving to create a better world for future generations.

The road to recovery is certainly challenging. However, the Company aims to achieve growth through strong products and customer satisfaction. Based on the Company's corporate purpose of "Driving innovation to enrich people's lives" and on the Company's DNA, the Company will unite its efforts across the organization to provide innovative vehicles and services, delivering exciting products to its customers with unwavering passion. The Company recognizes the important role it plays in society and is dedicated to providing value to all stakeholders through initiatives that pave the way for mobility and beyond.

The Company greatly appreciates the continued support from its stakeholders.

**(5) Financial Performance Highlights**

(Billions of yen, except per share amounts)

	Fiscal Year 2022	Fiscal Year 2023	Fiscal Year 2024	Fiscal Year 2025
Net sales	10,596.7	12,685.7	12,633.2	12,007.9
Operating income	377.1	568.7	69.8	58.0
Net income (loss) attributable to owners of parent	221.9	426.6	(670.9)	(533.1)
Net income (loss) per share <Yen>	56.67	110.47	(187.08)	(152.58)
Total assets	17,598.6	19,855.2	19,024.1	19,812.4
Net assets	5,615.1	6,470.5	5,445.3	5,241.7
Net assets per share <Yen>	1,310.74	1,599.28	1,419.78	1,372.56

Note: Net income (loss) per share has been calculated on the basis of the average number of shares outstanding during each term; net assets per share have been calculated based on the total number of shares outstanding at each business year-end. In such calculation, the total number of shares outstanding has been reduced to reflect the fact that the Company has cross-shareholdings with several shareholders such as Renault.

**(6) Principal group companies**

Company name main business	Location	Capital [millions]	% ratio of issued shares
Jatco Ltd. Manufacture/sale of auto parts	Shizuoka Prefecture	¥29,935	75.0
Nissan Financial Services Co., Ltd. Financing wholesale, retail sales and leasing vehicles	Chiba Prefecture	¥16,388	100.0
Aichi Machine Industry Co., Ltd. Manufacture/sale of auto parts	Aichi Prefecture	¥8,518	100.0
Nissan Shatai Co., Ltd. Manufacture/sale of vehicles and auto parts	Kanagawa Prefecture	¥7,905	50.0
Nissan Group Finance Co., Ltd. Financial service for group companies	Kanagawa Prefecture	¥90	(100.0)
Nissan Kohki Co., Ltd. Manufacture/sale of auto parts	Kanagawa Prefecture	¥2,020	97.7
Nissan Network Holdings Co., Ltd. Business management of the domestic sales network, as well as holding, leasing and entrusted management of real estate	Kanagawa Prefecture	¥90	(100.0)
Nissan Kanagawa Hanbai Co., Ltd. Sale of vehicles and auto parts	Kanagawa Prefecture	¥90	(100.0)
Nissan North America, Inc. Headquarters for Americas operations Manufacture/sale of vehicles and auto parts	USA	US\$0	100.0
Nissan Motor Acceptance Company LLC Financing wholesale, retail sales and leasing vehicles	USA	US\$0	(100.0)
Nissan Canada, Inc. Sale of vehicles and auto parts, Financing wholesale, retail sales and leasing vehicles	Canada	C\$ 81	(100.0)
Nissan Mexicana, S.A. de C.V. Manufacture/sale of vehicles and auto parts	Mexico	Peso 17,049	(100.0)
Nissan Motor Manufacturing (UK) Ltd. Manufacture/sale of vehicles and auto parts, Vehicle R&D, evaluation, certification, warranty management	UK	£250	(100.0)
Nissan Motor (GB) Ltd. Sales of vehicles and auto parts	UK	£136	(100.0)
Nissan Automotive Europe Holding company for European subsidiaries, Africa, Middle East, India, Europe and Oceania (AMIEO) operational support and management of AMIEO sales	France	Euro 1,634	100.0

Company name main business	Location	Capital [millions]	% ratio of issued shares
Nissan International S.A. Support of operation in Europe	Switzerland	Euro 37	100.0
Nissan Motor Co. (Australia) Pty. Ltd. Sale of vehicles and auto parts	Australia	A\$ 290	(100.0)
Nissan Motor (Thailand) Co., Ltd. Manufacture/sale of vehicles and auto parts	Thailand	THB 1,944	(75.0)
Nissan Motor Egypt S.A.E. Manufacture/sale of vehicles and auto parts	Egypt	E£ 4,801	(100.0)
Nissan (South Africa) Proprietary Limited Manufacture/sale of vehicles and auto parts	South Africa	ZAR 3	(100.0)
Nissan Do Brasil Automoveis Ltda. Manufacture/sale of vehicles and auto parts	Brazil	R\$ 7,115	(100.0)
Nissan Motor India Pvt. Ltd. Sale of vehicles and auto parts	India	INR 18,900	(100.0)
Nissan (China) Investment Co., Ltd. Managing business in China, sale of vehicles and auto parts	China	CNY 8,476	100.0
Dongfeng Nissan Auto Finance Co., Ltd Financing wholesale, retail sales and leasing vehicles	China	CNY 7,029	(50.5)
Nissan Import and Export (Guangzhou) Co., Ltd. Importing, exporting and selling automobiles, parts and other	China	CNY 400	(60.0)
Nissan Chile SpA. Sales of vehicles and auto parts	Chile	CLP 38,153	100.0
Nissan Otomotiv Anonim Sirketi Sale of vehicles and auto parts	Turkey	TRY 419	(100.0)
Nissan Argentina S. A. Manufacture/sale of vehicles and auto parts	Argentina	ARS 26,594	(100.0)

Notes:

1. ( ) indicates that the figure includes indirect ownership.
2. The Company maintains a tie-up contract for broad automotive business alliance including capital participation with Renault.
3. The Company maintains an agreement with Renault and Daimler AG on a strategic cooperative relationship including capital participation.
4. The Company maintains "Strategic Alliance Agreement" for broad automotive business alliance including capital participation with Mitsubishi Motors Corporation.

## (7) Principal business operations

The NISSAN group consists of Nissan Motor Co., Ltd, subsidiaries, affiliates and other associated companies.

Its main businesses include manufacturing and sales of vehicles and related parts. In addition, the Nissan group provides sales finance businesses to support sales activities of the above businesses.

## (8) Principal offices, facilities and factories

### i. Nissan Motor Co., Ltd.

Registered Head Office: 2, Takara-cho, Kanagawa-ku, Yokohama, Kanagawa Prefecture

Office / Facility / Factory	Location	Office / Facility / Factory	Location
Global Headquarters	Kanagawa Prefecture	Zama Operation Center	Kanagawa Prefecture
Yokohama Plant	Kanagawa Prefecture	Nissan Technical Center	Kanagawa Prefecture
Oppama Plant, Wharf and Research Center	Kanagawa Prefecture	Hokkaido Proving Ground	Hokkaido
Tochigi Plant	Tochigi Prefecture	Sagamihara Parts Center	Kanagawa Prefecture
Kanda Wharf	Fukuoka Prefecture	Honmoku Wharf	Kanagawa Prefecture
Iwaki Plant	Fukushima Prefecture		

### ii. Nissan Group Companies

For an outline of the Group Companies, please refer to (6) Principal Group Companies, stated above.

## (9) Employee information

Number of employees	Decrease from the end of the previous year
120,079 (14,840)*	12,711

Note: Number of employees represents employee head count.  
( )\* indicates the average number of part-time employees (not included in number of employees).

## 2. Share Data

<b>(1) Total number of shares authorized to be issued</b>	6,000,000,000
<b>(2) Total number of shares issued</b>	3,713,998,612
<b>(3) Number of shareholders</b> <b>(a decrease of 46,666 compared with the previous fiscal year-end)</b>	595,566

### (4) Principal shareholders

Name of shareholders	Number of shares [thousands]	% ratio of issued shares
NATIXIS SA AS TRUSTEE FOR FIDUCIE NEWTON 701910	693,124	18.7
Renault S.A.	633,107	17.1
The Master Trust Bank of Japan (Shintaku-guchi)	391,490	10.6
THE BANK OF NEW YORK, TREATY JASDEC ACCOUNT	89,186	2.4
Custody Bank of Japan (Shintaku-guchi)	71,569	1.9
MAN INTERNATIONAL ICVC – MAN GLG JAPAN COREALPHA FUND	69,503	1.9
STATE STREET BANK AND TRUST COMPANY 505001	61,347	1.7
CGML PB CLIENT ACCOUNT/COLLATERAL	39,722	1.1
Nippon Life Insurance Company	37,820	1.0
JP MORGAN CHASE BANK 385781	31,684	0.9

Notes: 1. % ratio of issued shares is calculated excluding treasury stock (15,245 thousand shares).

2. Although the shares are registered in the name of NATIXIS SA AS TRUSTEE FOR FIDUCIE NEWTON 701910 in the shareholders' register, all of these shares are effectively held by Renault S.A. The total number of shares including Renault S.A. is 1,326,231 thousand shares.

### (5) Number of shares of the Company issued to Directors and Executive Officers during the fiscal year 2025

The Company delivered 549,765 shares of common stock of the Company to nine Executive Officers, including five former Executive Officers who have retired.

### 3. Matters Concerning Stock Acquisition Rights of the Company

#### (1) Status as of the End of the Fiscal Year of Stock Acquisition Rights Granted as Consideration for the Execution of Duties

There are no applicable matters.

#### (2) Status of Stock Acquisition Rights Granted as Consideration for the Execution of Duties During the Fiscal Year

There are no applicable matters.

#### (3) Other share subscription rights

Nissan's Representative Executive Officer, President and Chief Executive Officer of the Company decided on July 7, 2025 to issue Euro yen convertible bonds with share subscription rights due 2031, with an increase in the total issue amount to 200 billion yen from 150 billion yen, decided on July 8, 2025. Share subscription rights associated with the bonds are as follows

Date of resolution	July 7, 2025
Number of share subscription rights (Units)	20,000
Type, description and number of shares to be issued upon exercise of share subscription rights (Shares)	Common Stock 503,524,672
Paid-in amount per share upon exercise of share subscription rights (Yen)	397.2
Exercise period of share subscription rights	From August 8, 2025 to July 1, 2031
Issue price and amount to be incorporated into capital for shares issued upon exercise of share subscription rights (Yen)	Issue price 397.2 Amount to be incorporated into capital 198.6
Conditions for exercising share subscription rights	Each share subscription right may not be exercised in part.
Matters regarding transfer of share subscription rights	Share subscription rights are attached to convertible bonds with share subscription rights and cannot be transferred separately from the bonds.
Description and value of assets to be contributed upon exercise of share subscription rights	Upon exercise of each share subscription right, the bonds pertaining to such share subscription right shall be contributed and the value of such bonds shall be equal to their face value.
Balance of bonds with share subscription rights (Millions of Yen)	200,000

#### 4. Directors and Executive Officers

##### (1) List of Directors and Executive Officers

###### i. Directors

Position	Name	Responsibility	Important Positions at Concurrent Companies
Outside Director	Yasushi Kimura	Board Chair, Member of Nomination Committee	
Outside Director	Bernard Delmas	Lead Independent outside director, Member of Compensation Committee Member of Audit Committee	
Outside Director	Keiko Ihara	Chair of Compensation Committee, Member of Nomination Committee	Outside Director of SOFT99 corporation Representative Director of Future Inc.
Outside Director	Motoo Nagai	Chair of Audit Committee, Member of Nomination Committee, Member of Compensation Committee	Outside Director of Nisshin Seifun Group Inc.
Outside Director	Andrew House	Chair of Nomination Committee, Member of Compensation Committee	Outside Director of Dentsu Group Inc. Outside Director of Shiseido Company, Limited
Outside Director	Brenda Harvey	Member of Audit Committee	
Outside Director	Teruo Asada	Member of Audit Committee	
Outside Director	Mariko Tokuno	Member of Compensation Committee	Outside Director of Shiseido Company, Limited.
Director #	Valerie Landon	Member of Audit Committee	Independent Board member of Forvia
Director #	Timothy Ryan	Member of Nomination Committee	
Director	Ivan Espinosa		Director of Dongfeng Motor Co., Ltd.*
Director	Eiichi Akashi		Director of Dongfeng Motor Co., Ltd.*

- Notes: 1. Each of the eight Outside Directors — Yasushi Kimura, Bernard Delmas, Keiko Ihara, Motoo Nagai, Andrew House, Brenda Harvey, Teruo Asada, and Mari Tokuno — are Independent Directors in accordance with the regulations of the Tokyo Stock Exchange.
2. Motoo Nagai, Chair of Audit Committee, has years of experience working for financial institutions, and extensive knowledge of finance, accounting and risk management. Teruo Asada, Member of the Audit Committee, has years of experience in corporate management and an extensive knowledge of finance and accounting.
3. The Company appointed Motoo Nagai as a full-time Audit Committee member. A full-time Audit Committee member is responsible for the improvement in the auditing

/supervision function of the Audit Committee by leading discussions on audits, collaborating with the internal audit department and independent auditors, and establishing a system that collects and identifies information in a timely and appropriate manner through attendance at vital internal meetings. This information is then shared with the other Audit Committee members for discussion and decision-making purposes.

4.# indicates Director newly elected at the 126th Ordinary General Meeting of Shareholders, held on June 24, 2025.

5. \* indicates companies engaged in similar businesses as the Company.

ii. Executive Officers

Position	Name	Responsibility	Important Positions at Concurrent Companies
Representative Executive Officer, President and Chief Executive Officer #	Ivan Espinosa	All the business of the company	Director of Dongfeng Motor Co., Ltd.*
Executive Officer, Chief Technology Officer #	Eiichi Akashi	R&D	Director of Dongfeng Motor Co., Ltd.*
Executive Officer, Chief Monozukuri Officer	Teiji Hirata	Manufacturing, SCM	Chairman of the Board of Aichi Machine Industry Co., Ltd.
Executive Officer, Chief Financial Officer	Jeremie Papin	Finance, Control, M&A, Tax & Customs, Investor Relations, Global IS/IT	

Notes:

1. # indicates Executive Officer concurrently serving as a director
2. \* indicates the companies engaged in the same kind of business as the Company
3. Jeremie Papin resigned effective March 31, 2026
4. The following Executive Officer was appointed on April 1, 2026

Position	Name	Responsibility	Important Positions at Concurrent Companies
Executive Officer, Chief Financial Officer	George Leondis	Finance, Control, M&A, Tax & Customs, Investor Relations, Global IS/IT	

Notes:

Among the executive officers, George Leondis entered into a voluntary indemnity agreement with the Company, which is limited to certain matters. This indemnity agreement primarily provides for the indemnification by the Company for the costs of defense and losses associated with compensation to third parties in the event that he receives claims from third parties resulting from the misconduct by Carlos Ghosn or Greg Kelly. However, compensation is not provided in cases of willful misconduct or gross negligence, fines and penalties. The fulfilment of the conditions stipulated in the indemnity agreement is required to be confirmed by a majority of the independent directors in order for the indemnity to be executed. Measures are taken to ensure that the proper execution of his duties is not compromised.

## **(2) Activities of the Board of Directors and each committee**

### **i) Activities of the Board of Directors**

The majority of the Company's Board of Directors (8 out of 12 directors) is composed of independent outside directors, and the Chairman is also an independent outside director. The Board of Directors makes decisions on important matters related to the management of the Group in accordance with laws, regulations, and the Regulation of the Board of Directors.

During this fiscal year under review, the Company's Board of Directors was composed of 12 directors, of whom Yasushi Kimura, Bernard Delmas, Keiko Ihara, Motoo Nagai, Andrew House, Brenda Harvey, Teruo Asada, and Mariko Tokuno, totaling eight directors, were independent outside directors.

Yasushi Kimura served as Chairman of the Board, and Bernard Delmas served as Lead Independent Outside Director.

Agenda items submitted to the Board of Directors meeting during this fiscal year are as follows.

#### **1. Regular agenda:**

- Approval of the annual business plan, reports on the status of business execution
- Approval of quarterly and full-year financial results, the convocation notice of the Annual General Shareholders Meeting
- Reports on internal control and risk management, and approval of the Corporate Governance Report
- Reports on sustainability related matters (Issuance of Sustainability data book, etc.)
- Reports on IR activity, etc.

#### **Key Agenda Items during the fiscal year under review:**

With respect to initiatives aimed at business recovery (Re:Nissan), which are designed to enable the Company to respond swiftly to changes in the business environment and to achieve a lean and resilient business structure, the Board continuously and intensively monitored, through reports on the status of business execution, the basic concept, targets, and management framework of such initiatives, as well as the progress of initiatives related to improving the cost structure and strengthening the financial base, and held discussions as a Board.

During fiscal year 2025, in response to changes in the business environment, including increasing uncertainty such as developments related to U.S. tariffs, the Board requested the executive side to examine necessary measures and report on them, and, through ongoing feedback, continuously supervised the status and progress of business execution.

Based on the progress of Re:Nissan, as well as the identification of business challenges and the Company's earnings structure, the Board conducted continuing deliberations on the business plan for fiscal year 2026 and approved the plan.

With regard to major regions, including the United States and China, the Board received detailed explanations from the executive side on the business environment, sales trends, and market strategies, and engaged in exchanges of views and discussions, taking into account market characteristics and competitive environments.

In addition, regular meetings of outside directors, chaired by the lead independent director, are held to engage in frank and open discussions on a wide range of issues related to the Company's corporate governance and business matters. By providing opportunities for dialogue with external stakeholders including institutional investors and the external auditor, the Company endeavors to enhance the supervisory function of the Board of Directors. In addition, the Company conducted training sessions for newly appointed outside directors and visits to the Company's business sites during the fiscal year.

ii) Activities of each committee

**【Nomination Committee】**

The Board of Directors appoints the committee chair from an Independent director and appoints 5 committee members, four of whom are Independent directors. The Nomination Committee has the authority to determine the content of the general shareholders meeting agenda concerning the appointment and dismissal of Directors. In addition, the committee has the authority to decide on the content of the Board of Directors meeting agenda concerning the appointment and removal of the Representative Executive Officer and the authority to formulate an appropriate succession plan regarding the President and Chief Executive Officer.

The Nomination Committee's activities during this fiscal year are as follows:

Discussed Representative Executive Officer's appointment proposal

Discussed director's appointment proposal to be submitted to 127th Ordinary General Shareholders meeting

Discussed the President and Chief Executive Officer's succession plan process

**【Compensation Committee】**

All five members of the Compensation Committee are Independent directors, including the Chair. The Compensation Committee has the statutory authority to determine the policy of individual compensation of the Company's directors and executive officers and the contents of individual compensation for directors and executive officers.

The Compensation Committee's activities during this fiscal year are as follows:

Set a policy for compensating directors and executive officers;

Select benchmark companies and discuss the level of compensation based on the benchmark results of these companies and the results of surveys conducted by external compensation consultants;

Determine the aggregate and individual amounts of director and executive officer compensation for FY2025.

**【Audit Committee】**

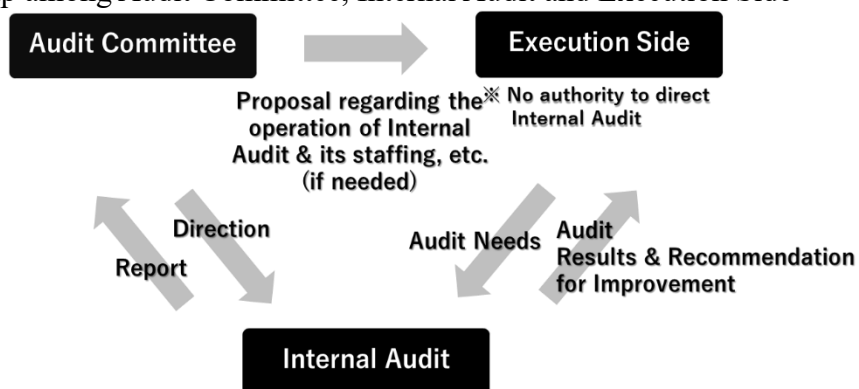
The Chair is an Independent director, and 4 out of 5 members are Independent directors. As part of audits on business execution including the organization and operation of the Company's internal control systems, the Audit Committee receives reports from executive officers, corporate officers, and employees on their business execution for the Company and its group companies, in accordance with the Audit Committee's annual audit plan and on an ad-hoc basis as necessary. In addition, the Chair has meetings with executive officers including the President and Chief Executive Officer periodically and exchanges opinions in various areas.

Furthermore, the Chair attends important meetings etc. to state his opinions, reviews internal approval documents and other important documents, and, when necessary, requests explanations or reports from executive officers, corporate officers, and employees. The Chair shares his collected information with other members of the Audit Committee in a timely manner. The Audit Committee, in conducting its audits, cooperates with the internal audit department and the independent auditors in an appropriate manner, to enhance the effectiveness of "tri-parties" audit. Under the leadership of the Audit Committee, collaboration among three parties is contributing to the enhancement of the effectiveness of internal control systems by sharing information on the issues pointed out by their respective audits and the status of their remediation in a timely manner. Furthermore, the Audit Committee supervises the internal audit department, having secured the internal audit department's very high independence of the execution side as follows, and periodically receives reports from the internal audit department on the progress and results of their internal audit activities conducted in accordance with their internal audit plan and, as necessary, provides instructions regarding internal audits.

## Framework to secure the independence of the internal audit division

Item	Framework
Authority to direct	The Audit Committee only has the authority to direct the internal audit Department
Personnel move & evaluation of the head of internal audit dept.	Approval by the Audit Committee is required for the transfer of, and the Audit Committee evaluates the head of the internal audit department. (The execution side is neither able to evaluate or to transfer him/her.)
Budget (including Payment)	The annual budget of internal audit department is approved by the Audit Committee, and a system is established so that the internal audit department can make payments under the budget without going through the execution side's approval procedures.

### Relationship among Audit Committee, Internal Audit and Execution Side



The Audit Committee is the contact point for whistleblowing with concerns regarding the involvement of management such as executive officers and deals with whistleblowing by establishing a system where relevant executive officers cannot identify the whistleblower and the content of whistleblowing.

In addition, The Audit Committee audits the validity of the evaluation process and the extracted concerns based on the evaluation results, for the annual evaluation of the effectiveness of the Board of Directors, and reports the results to the Board of Directors. In order to ensure that such evaluations are carried out appropriately and are meaningful for improving the effectiveness of the Board of Directors, the Audit Committee provides appropriate supervision.

The Audit Committee set the following as key audit items for this fiscal year. The Audit Committee deliberated each item at the meeting repeatedly, and made recommendations to the execution side as needed. Furthermore, during the Audit Committee, the head of the internal audit department and the independent auditors are present, and the Company's business situation and challenges recognized through the discussion of each agenda are shared in a timely manner and utilized in their respective audits. In order to further enhance the discussion of each agenda, the Audit Committee requests their opinions from each perspective as necessary.

Item	Discussion
Monitoring of the business execution status of the executive officers, etc.	<ul style="list-style-type: none"> <li>▪ Whether the key initiatives aimed at achieving the Re:Nissan business turnaround plan — specifically structural reforms such as plant closures and workforce reductions, cutting fixed and variable costs, holding down of sales incentives, financing measures to secure liquidity, and partnerships with external partners — are implemented appropriately (encouraging further consideration with advisory input provided to the executive side, as needed).</li> </ul>
Monitoring of the operational status of the internal control system and the risk management system	<ul style="list-style-type: none"> <li>▪ Whether risk management is operated effectively, not limited to management based on risk maps alone, but also included the regular review of risk items.</li> <li>▪ Whether, in transactions with suppliers, compliance enhancement including the Proper Transactions Act compliance is ensured, appropriate management frameworks and operations for key suppliers are in place, and various initiatives are undertaken to improve relationships with suppliers.</li> <li>▪ Whether frameworks are established to ensure compliance with new domestic and overseas laws and regulations relevant to business management.</li> <li>▪ Whether appropriate responses to cyber threats, taking into account the increasing number of recent cyberattack incidents, are implemented across the entire group companies.</li> </ul>
Confirmation of the status of the internal audit department	<ul style="list-style-type: none"> <li>▪ Whether corrective actions based on significant audit findings are implemented in a timely manner (including effective follow-up by the internal audit department to ensure execution by management.)</li> <li>▪ Whether, in addition to the steady execution of audit activities, proactive advisory support is provided to the executive side.</li> <li>▪ Whether integrated collaboration and close communication is promoted as a “Global One Team”.</li> <li>▪ Whether adequate support is provided to strengthen the second line governance.</li> <li>▪ Whether digital transformation is promoted through the effective usage of audit management systems and the AI utilization.</li> </ul>
Measures to enhance the internal control as the Company’s group	<ul style="list-style-type: none"> <li>▪ Whether appropriate centralized controls are implemented over all domestic and overseas group companies, to further strengthening group governance,</li> <li>▪ Whether sufficient collaboration is ensured between the Company’s internal audit department and those of group companies, including the harmonization of the audit standards across the group.</li> </ul>

In addition to those mentioned above for the key audit items, the Audit Committee also engaged in the following activities in this fiscal year:

### **Handling of Misconduct Matters**

- The Audit Committee continuously implemented appropriate measures to seek responsibility for serious misconduct by the former chairman and a former representative director respectively and to recover damages, including the handling of the lawsuits filed against them to claim damages.

### Deepening of Collaboration with the Independent Auditors

- Other than received reports on the interim review for this fiscal year from the independent auditors (including the hearing on the progress reports before the review results), the Audit Committee exchanged opinions with the independent auditors on the Key Audit Matters (KAM) such as the valuation of impairment of fixed assets in automotive business, etc., as well as the latest audit regulatory trends.

### On-site Audits and Collaboration with the Company Group's Statutory Auditors

- Audit Committee members conducted on-site audits on the Company's sites/plants and major domestic and overseas subsidiaries (cumulative 4 sites and 10 subsidiaries), and Audit Committee received reports on the results of major on-site audits.
- The Audit Committee held semi-annual conferences with major domestic statutory auditors of group companies to improve their audit quality.

The status of the Audit Committee's major activities mentioned above in every month of this fiscal year are shown as follows:

Activity Status		A	M	J	J	A	S	O	N	D	J	F	M
		P	A	U	U	U	E	C	O	E	A	E	A
		R	Y	N	L	G	P	T	V	C	N	B	R
Key Audit Item	Monitoring of Business Execution Status	•	•	•	•	•	•	•	•	•	•	•	•
	Monitoring of the Operational Status of the Internal Control System and the Risk Management System	•	•	•	•		•	•	•	•		•	
	Confirmation to Activity Status of Internal Audit Division	•	•	•	•	•	•	•	•	•	•	•	•
	Internal Control Enhancement for the Company Group	•		•				•	•	•	•	•	•
Collaboration with the Independent Auditors	Receipt of Audit and Review Reports	•	•	•	•				•			•	
	Information Exchanges	•	•	•	•		•	•	•	•		•	•

### (3) Outline of agreement limiting directors' liability

Each of the Outside Directors, Yasushi Kimura, Bernard Delmas, Keiko Ihara, Motoo Nagai, Andrew House, Brenda Harvey, Teruo Asada and Mariko Tokuno have entered into an agreement with the Company limiting his or her liability under Article 423, Paragraph 1 of the Companies Act, and pursuant to said agreement the liability shall be limited to 5 million yen or the statutory minimum liability amount, whichever is higher.

### (4) Outline of contents of liability insurance policy for directors and officers

#### i) Scope of the insured

All directors, executive officers, statutory auditors, corporate officers, employees in managerial roles, of the Company and all of its subsidiaries.

ii) Outline of the insurance

Compensation for damages and defense costs etc. due to claims arising from acts or omissions of the insured in the Company's defined role. However, in order not to impair appropriateness for the execution of duties, the Company takes measures not to cover compensation for criminal acts such as bribery and damages of intentional illegal acts. The Company bears all insurance premiums.

**(5) Executive Compensation**

(a) Policy and Methodology for Determining Compensation amount and Calculation Method of compensation for each director and executive officer and other relevant matters.

The Compensation Committee sets a policy to determine elements of compensation for each director and executive officer of the Company as provided by the Companies Act. The Company's basic policy is executive compensation must be designed to motivate the Company's directors and executive officers to maximize value for the stakeholders, such as its customers, shareholders, the local communities in which the Company operates, and its employees. Based on this policy, the Compensation Committee applies the following principles to guide its decisions on compensation for directors and executive officers:

[Six principles of executive compensation]

Governance and oversight responsibility	The Company seeks to further improve its corporate governance, compliance, and corporate ethics. In that regard, the Company will appropriately monitor the compensation program to ensure it is both efficient and in line with the policy.
Fairness and transparency	The compensation program shall be structured and applied in a fair and consistent manner, regardless of race, gender, nationality, or other attributions. The performance evaluation system and compensation program shall be open, transparent, and designed to treat individuals fairly.
Value-creation and accountability	The compensation program shall foster performance and actions that create long-term value for the stakeholders, such as the Company's customers, shareholders, the local communities in which the Company operates, and its employees.
Competitiveness	Compensation will be competitive as compared to that offered by other automotive companies and large global companies with which the Company competes for securing talented personnel.
Operational effectiveness	The compensation program must be a functioning system that is efficiently administered, easy for executives to understand, cost efficient, and capable of being implemented globally.
Innovation and adaptability	The Company operates its business globally in an environment where technologies and people's lifestyles are changing dramatically. To that end, the Company adopts a global mindset to continuously adapt its compensation program to the diversity of the talent market and business environment.

The Compensation Committee designs the compensation program for each director and executive officer in accordance with the above basic policy. The Compensation Committee determines the contents of compensation for each director and executive officer for the current fiscal year after appropriate deliberations. The Compensation Committee has determined that these contents are in line with the policy for determining the contents of compensation set forth by the committee.

## **Major revisions made during the current business year**

At the time of setting targets for this fiscal year, the external environment related to tariffs was highly volatile and difficult to predict. Therefore, targets excluding the impact of tariff were set for each major indicator. At the same time, in order to improve business performance under these circumstances, “tariff impact” was added as a new indicator, designed to promote activities to minimize the tariff impact throughout the year. Due to the evolving nature of the tariff impacts, performance improvements in shorter horizon are being implemented. Targets including the tariff impact were set every quarter (first half) and half year (second half) as targets. The major revisions in each executive compensation item for the fiscal year are as follows.

Item		Contents of revision
Annual bonus	Performance indicators	In order to ensure the steady implementation of Re:Nissan, variable cost reduction and fixed cost reduction are used as performance indicators. In order to encourage mitigation of the impacts of tariffs through the review of production bases and the supply chain, tariff impact is also included as an indicator. In addition to annual KPIs that exclude tariff impact, quarterly KPIs (for the first half) and semi-annual KPIs (for the second half) that include tariff impact are established for free cash flow in the automotive business, volume, and fixed costs.
FY2023 performance-based cash incentive	Performance indicators	In addition to annual KPIs that exclude tariff impact, quarterly and semi-annual KPIs that include tariff impact are established for free cash flow in the automotive business.
FY2025 performance-based cash incentive	Performance indicators	Similar to annual bonuses, tariff impact is included as a performance indicator.
	Target setting	In order to ensure the steady implication of Re:Nissan, single-fiscal-year targets are set for each of three fiscal years.

## **Consideration for compensation levels**

The Company refers to benchmark results for executive compensation when setting compensation levels. For top corporate executives, the reference group comprises global companies of similar business size and business complexity to the Company including major automotive companies with which it competes with. For other executive officers, the reference comprises Japanese companies listed on Japanese stock exchanges and also includes major automotive companies with which it competes with.

## **Composition of compensation**

### i) Directors

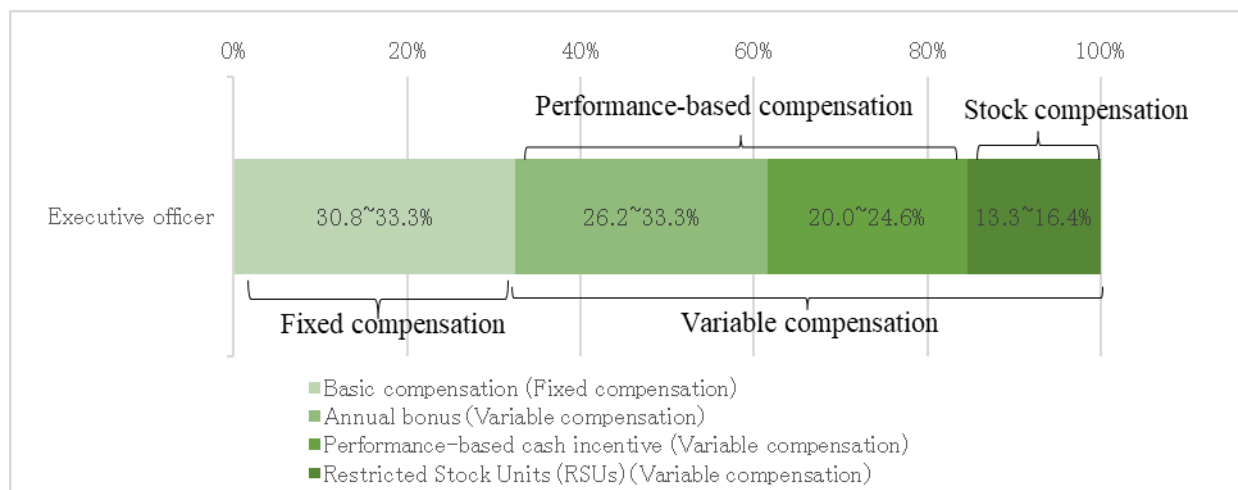
The compensation paid to the Company's directors consists of (1) a basic compensation and (2) a fixed compensation that covers, depending on each director's role, participating on committees, serving as a committee chair, and serving as a lead outside director. Directors who do not serve as executive officers are not eligible for variable compensation, such as an annual bonus or long-term incentives. Directors who are also executive officers do not receive additional compensation for their responsibilities as directors.

### ii) Executive officers

The compensation paid to the Company's executive officers consists of (1) a fixed basic compensation and (2) an annual bonus and long-term incentive that are collectively described as variable compensation.

In order to make the compensation and compensation composition focus on improving mid to long-term corporate value and shareholder value, the proportion of long-term incentive composition (especially performance-based compensation) is set higher, and in principle the high-ranking executive officers have a higher percentage of variable compensation (annual bonus and long-term incentive) as a proportion of total compensation. The chart below describes the composition rate of compensation for this fiscal year. The compensation level and the composition rate of compensation are revised from time to time depending on trends in compensation levels for compensation benchmark companies.

[Composition rate of compensation for executive officers]



(Note) 1. This rate is calculated based on the FY2025 theoretical variable compensation as the total achievement rate is 100%.

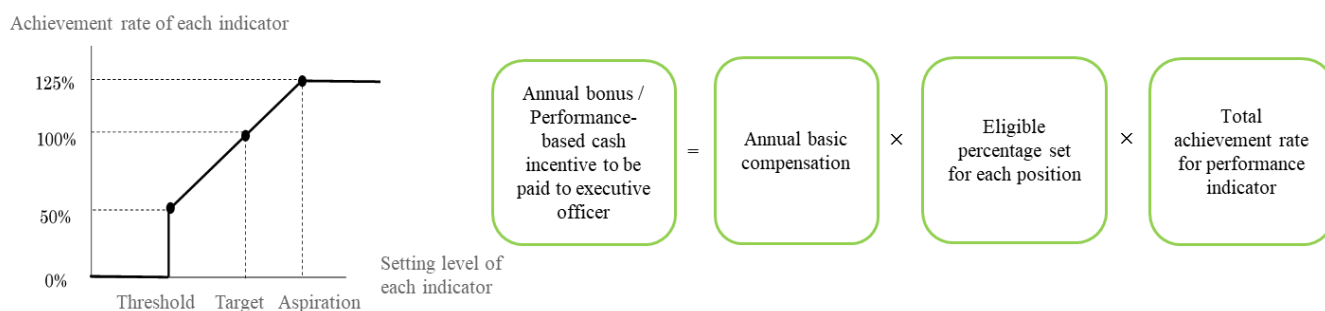
### **Basic compensation**

The basic compensation of executive officers is determined with reference to the benchmarking results for compensation at global companies and survey results from external specialists. Each executive officer's skills, experience, responsibilities at the Company, level of performance in the previous fiscal year, the Company's performance, and other considerations are also considered in determining each executive officer's basic compensation.

### **Variable compensation**

Variable compensation consists of an "annual bonus" paid according to annual business performance, and two types of "long-term incentive compensation" designed to motivate executive officers to take actions that enhance shareholder value, sustainable growth and profitability for the Company. This "long-term incentive compensation" consists of both a non-performance-linked compensation "restricted stock units (RSUs)" element and a "performance-based cash incentive" element that is paid only when the objectives are achieved. As a result, the Company's executive officers' variable compensation programs are designed to motivate management to achieve both annual performance objectives and mid-to long-term business performance objectives, and to enhance the shareholder value.

## [Annual bonus and performance-based cash incentive payment rate model and calculation method]



The total achievement rate is the sum of the values derived by multiplying the achievement rate for each performance indicator, which is calculated between the minimum "Threshold" (50% of achievement rate) and the maximum "Aspiration" (125% of achievement rate), by each evaluation weight. In principle, if a certain indicator falls short of 50% in terms of achievement rate, the achievement rate would be counted as zero (0%), and if a certain indicator exceeds 125% of the achievement rate, the achievement rate would be 125%.

### **Annual bonus**

The annual bonus which is a performance-based compensation is paid based on the calculation of multiplying the annual basic compensation by eligible percentage determined for each executive position and the total achievement rate for performance indicators that are defined for sustainable growth.

For the CEO, the annual bonus is weighted as 100% to the achievement of the corporate objectives. For other executive officers, 70% of their annual bonus is linked to the achievement of corporate objectives, while 30% is linked to the achievement of individual functional objectives for their specific area of responsibility. (hereinafter referred to as "specific objectives").

The details of performance indicators and the reasons the Company selected each indicator are explained in the [Targets, achievements, payment rates, etc. for each performance indicator of annual bonuses for executive officers] section.

### **Long-term incentive program**

The Company's long-term incentive program consists of two compensation elements: "Restricted Stock Units (RSUs)" and "performance-based cash incentive". The "Restricted Stock Units (RSUs)" are 40% and the "performance-based cash incentive" are 60% of the total long-term incentive program. The performance-based cash incentive uses a multi-year performance period to reward long-term value creation as opposed to short-term results.

### [Purpose of introducing long-term incentive program]

The long-term incentive program is designed to support four main objectives.

- (1) promote the achievement of mid to long-term business continuity and growth
- (2) align the interests of executives with those of shareholders
- (3) motivate the executives to create shareholder value
- (4) encourage long-term retention of its key talents

[Overview of the two compensation elements of the long-term incentive program]

● Restricted Stock Units (RSUs)

The Restricted Stock Units (RSUs) award involves granting Restricted Stock Units (RSUs) for a predetermined number of shares of the Company's common stock ("Shares") to be delivered to the executives at a later date. Delivery is subject to continued employment and other conditions during a period specified by the Company (hereinafter referred to as the "Target Period"). The Target Period is currently three years, and one-third of the rights will be vested on each of the next three anniversaries after the date of grant of the Restricted Stock Units (RSUs). After vesting the shares are delivered to the executives. Restricted Stock Units (RSUs) are non-cash compensation and not performance-based compensation. For Restricted Stock Units (RSUs) granted to executive officers in this fiscal year, the total number of shares to be delivered over the three fiscal years from the date of grant is limited to a maximum of approximately 441 thousand shares.

In the event of serious fraud or illegal activity by an executive, the Company may cancel such executive's right to receive Shares or may request the return of Shares that have already been delivered. This recoupment policy, also known as a Malus and Clawback Policy, was implemented as part of the Company's efforts to improve corporate governance. This policy is included in the Restricted Stock Unit Regulations and is communicated to executives who receive an award upon its grant.

● Performance-based cash incentive

The performance-based cash incentives will be calculated by multiplying the basic compensation by the target total achievement rate for over the three-fiscal-year period starting from the grant year, and the performance-based cash incentive proportion set for each executive position. The details of performance indicators and the reasons the Company selected each indicator are explained in the [Targets, achievements, payment rates, etc. for each performance indicator of performance-based cash incentive for executive officers] section.

[Long-term incentive payment schedule]

For the FY2023 and FY2025 performance-based cash incentives, the achievement rate of targets for each indicator is aggregated every year and the compensation is paid based on the total achievement rate for the three fiscal years. For the FY2024 performance-based cash incentive, the compensation is paid based on the total achievement rate of targets for the third fiscal year.

Plan		Event	FY[N]	FY[N+1]	FY[N+2]	FY[N+3]
Performance-based cash incentives	Granted in FY2023 and FY2025	Set targets for each fiscal year for the next three years	Grant of right			
		Aggregate achievement rate of targets for each indicator every year		Aggregate achievement rate	Aggregate achievement rate	Aggregate achievement rate
		Payment based on total achievement rate for three years				Payment
	Granted in FY2024	Set targets for FY[N+2]	Grant of right			
		Aggregate achievement rate of targets for each indicator at FY[N+2]				Aggregate achievement rate
		Payment based on total achievement rate at FY[N+2]				Payment
Restricted Stock Unit (RSUs)	Grant stock points	Grant of right				
	Vesting/ delivery of shares (every year for total three years starting FY[N+1])		1/3 <sup>rd</sup> of the stock points are vested	1/3 <sup>rd</sup> of the stock points are vested	1/3 <sup>rd</sup> of the stock points are vested	

## Policy for executive officer compensation upon separation

The Company has adopted a policy for executive officer compensation upon separation for executive officers who separate from the Company. The policy is intended to ensure that executive officers comply with non-competition and confidentiality obligations and other similar obligations for a certain period of time after separating from the Company and to support the appropriate transition of management.

This policy is operated at the discretion of the Compensation Committee. The Compensation Committee may decide whether or not to pay such compensation at the time of separation and determine the amount based on the facts and circumstances at the time of separation of the executive officer in question.

(b) Total amount of compensation by position category of executives, total amount by compensation type, and the number of executives

(Units: Millions of yen)

Position category of executives	Total amount of compensation	Annual basic compensation	Breakdown of total amount of compensation					Number of executives	
			Performance-based compensation			Restricted Stock Unit (RSUs) (Non-cash compensation) (Notes 4)	Tax equalization		Other compensation (Note 5)
			Annual bonus (Note 1)	Performance-based cash incentive (Note 2)	Share Appreciation Rights (Notes 3)				
Directors (excluding independent outside directors)	41	38	—	—	—	—	—	3	5 (Note 6)
Independent outside directors	186	186	—	—	—	—	—	—	8
Executive officers (Notes 7)	1,386	467	294	117	—	99	240 (Note 8)	169	5 (Notes 9)

- Notes:
1. As recognition of the impact Re:Nissan has on employees and other stakeholders and to share in the personal responsibility, Ivan Espinosa voluntarily elected to forego 50% of this FY25 annual bonus. The voluntary reduction is reflected in the table figures.
  2. The disclosed amounts represent estimated amounts scheduled to be paid. The amount includes a portion that is booked as expense in FY2025
  3. This notes the difference between (i) the total monetary amount received by the relevant directors or officers from the Company during FY2025 upon the exercise of such rights granted in previous fiscal years and (ii) the total fair value of such exercised rights as disclosed in the corresponding prior annual business reports based on then-current share prices. No such rights were exercised in FY2025.
  4. This is the amount that was booked as expense in FY2025 (with respect to an executive officer who left his position on June 24, 2025, the amount of compensation for his time with the Company in FY2025).
  5. This is the cash value of various benefits such as housing and other fringe benefits.
  6. This includes three of the four individuals who left their roles as director on June 24, 2025, excluding those who received no compensation.

7. Executive officers who concurrently serve as director of the Company are included in the position category of executive officer. The company has paid each such executive officer the compensation for his or her service as executive officer only.
8. In addition to the figure listed in the table above, the Company provided tax and tax equalization of 25 million yen for prior year, which was confirmed during this fiscal year.
9. This includes one individual who left his role as an executive officer on June 24, 2025.
10. The amounts of the compensation, etc. paid to executives in foreign currency are noted in the amounts converted into yen using the yearly average exchange rate for convenience.

(c) Targets, achievements, payment rates of performance-based compensation

<Targets, achievements, payment rates, etc. for each performance indicator of annual bonuses for executive officers>

FY2025 annual bonus

As the first year of Re:Nissan, we have selected the eight performance indicators set out in the table below, aligned with the key priorities to be addressed. The company-wide performance targets for annual bonuses and the results for FY2025 are as follows.

Performance indicator (Corporate objectives)	Evaluation weight	Reason for selecting the indicator	Evaluation method	Target	Actual	Achievement rate
Operating profit (Note 1)	15%	To achieve sustainable growth and improve the profitability and efficiency of the business	Evaluated based on the achievement rate of targets for the current fiscal year	(Note 4)	Exceeded the target	18.8 %
Free cash flow in the automotive business (Note 1)	20%			(Note 5/6)	Exceeded the target	24.5 %
Sales volume (on retail basis) (Note 1/2)	15%			(Note 4/6)	Below the target	0.0 %
Tariff impact	10%			(Note 5)	Below the target	6.0 %
Variable cost reduction (Note 1/3)	10%	To ensure the steady implementation of Re:Nissan		(Note 5)	Below the target	0.0 %
Fixed cost reduction (Note 1/3)	10%			(Note 5/6)	Exceeded the target	11.5 %
Quality	10%	To improve quality assurance and customer satisfaction		(Note 7)	Exceeded the target	12.6 %
Corporate culture	10%	To foster a corporate culture that empowers people to reach and achieve their full potential		(Note 8)	Exceeded the target	10.6 %
Overall achievement rate						84 %

(Note) 1. Tariff impact is excluded from target and actual values.

2. Include sales volume in Chinese market.
3. This definition differs from the one used in the financial statements in order for the Company to carefully monitor these as internally controllable items.
4. Based on FY25 outlook announced at financial results announcement on May 13, 2025.
5. Based on business plans.

6. In addition to yearly KPIs, quarterly KPIs (for the first half) and semi-annual KPIs (for the second half) that include tariff impact are set.
7. Based on internal objectives for product quality and durability.
8. Based on year over year improvement for the Global employee survey scores consisting of three indicators including Employee Engagement/Satisfaction.

For executive officers other than the CEO, the achievement rate of the specific objectives ranged from 76% to 125%.

Accordingly, the payment rate for FY2025 annual bonus for the CEO was 84% and the payment rate for executive officers other than the CEO ranged from 81.6% to 96.3%.

<Targets, achievements, payment rates, etc. for each performance indicator of performance-based cash incentive for executive officers>

The performance-based cash incentives are calculated by multiplying the basic compensation by the target total achievement rate at the end of the three fiscal years starting from the grant year, and the performance-based cash incentive proportion set for each executive position. Payment under this performance-based cash incentive is determined after all three years of the evaluation period have concluded and the results are finalized.

### FY2023 performance-based cash incentives

The Company tracks performance in each fiscal year of the performance evaluation period, and the targets and performance results for this fiscal year are as described below.

Performance indicator (Corporate objectives)		Evaluation weight	Reason for selecting the indicator	Evaluation method	Target value	Actual value	Achievement rate
Financial value indicators	Operating profit margin (Note 1)	30%	To achieve sustainable growth and improve the profitability and efficiency of the business	Evaluated based on the achievement rate of single-year targets for each of the three fiscal years	(Note 4)	Exceeded the target	37.5 %
	Free cash flow in the automotive business (Note 1)	30%			(Note 5)	Exceeded the target	36.8 %
	Net revenue (Note 1)	30%			(Note 4)	Below the target	0.0 %
Social value indicators	Carbon neutrality (environment) (Note 2)	5%	To improve its mid- to long-term corporate and social value		A-	A	6.25 %
	DEI Index (social) (Note 3)	5%			(Note 3)	Below the target	0.0 %
Overall achievement rate							81%

(Note) 1. Tariff impact is excluded from target and actual value.

2. External evaluation on carbon neutrality.

3. Targets to be set to raise DEI-related Global employee survey scores to global benchmark levels in the future.

4. Based on FY25 outlook announced at financial results announcement on May 13, 2025.

5. Based on business plans. In addition to yearly KPIs, quarterly KPIs (for the first half) and semi-annual KPIs (for the second half) that include tariff impact are set.

Accordingly, the payment rate for FY2023 performance-based cash incentive was 66% based on the achievement rate during the three-year evaluation period.

### FY2024 performance-based cash incentive

The results for this year are not calculated because only the targets for the third fiscal year are set.

## FY2025 results for FY2025 performance-based cash incentive

The Company tracks performance in each fiscal year of the performance evaluation period, and the targets and performance results for this fiscal year are as described below.

Performance indicator (Corporate objective)		Evaluation weight	Reason for selecting the indicator	Evaluation method	Target value	Actual value	Achievement rate
Financial value indicators	Operating profit margin (Note 1)	30%	To achieve sustainable growth and improve the profitability and efficiency of the business	Evaluated based on the achievement rate of single-year targets for each of the three fiscal years	(Note 2)	Exceeded the target	37.5 %
	Net revenue (Note 1)	20%			(Note 2)	Below the target	0 %
	Tariff impact	10%			(Note 3)	Below the target	6.0 %
Social value indicators	CO2 emission reduction rate (environment)	10%	To improve medium-to long-term shareholder value and corporate value	Evaluated based on the achievement rate of targets for the end of third fiscal year only.	(Note 4)	Exceeded the target (Note 5)	10.0 % (Note 5)
	DEI index (social)	10%			(Note 6)	Below the target	0 %
Shareholder indicator	Total shareholder return (TSR)	20%			(Note 7)	-	-
Overall achievement rate							(Note 8)

(Note) 1. Tariff impact is excluded from target and actual value.

2. Based on FY25 outlook announced at financial results announcement on May 13, 2025.

3. Based on business plans.

4. Targets to be set to achieve future CO2 emission reduction plans outlined in the mid-term environmental action plan - “Nissan Green Program (NGP).”

5. As actual result is still in the process of being compiled, the figures presented are measured based on estimates.

6. Targets to be set to raise DEI-related Global employee survey scores to global benchmark levels in the future.

7. Targets to be set for the Company TSR during the evaluation period to be equal to or exceed 1) Tokyo Stock Exchange Stock Price Index (TOPIX) growth rate, 2) global competitors, and 3) Japanese competitors.

8. Overall achievement rate will be calculated by adding the TSR achievement rate after the end of the three fiscal years.

**(6) Information on Outside Directors**

Name	Attendance Rate / Principal Activities	
Yasushi Kimura	Board of Directors Meeting 17 / 17 (100%) Nomination Committee 13 / 13 (100%)	Nissan expected him to supervise management as the Board Chair and a Member of Nomination Committee. Based on his abundant experience and knowledge of corporate management, he made recommendations from an objective and broad perspective on overall management of the Company and accomplished his role through his skill and know-how.
Bernard Delmas	Board of Directors Meeting 17 / 17 (100%) Compensation Committee 13 / 13 (100%) Audit Committee 12 / 13 (92%)	Nissan expected him to supervise management as the Lead Independent director, a Member of Compensation Committee and a Member of Audit Committee. Based on his abundant experience and knowledge of international management in the auto industry, he made recommendations from an objective and broad perspective on overall management of the Company and accomplished his role through his skill and know-how.
Keiko Ihara	Board of Directors Meeting 17 / 17 (100%) Nomination Committee 13 / 13 (100%) Compensation Committee 13 / 13 (100%)	Nissan expected her to supervise management as the Chair of Compensation Committee and a Member of Nomination Committee. Based on her abundant experience and knowledge of the auto industry, she made recommendations from an objective and broad perspective on overall management of the Company and accomplished her role through her skill and know-how.
Motoo Nagai	Board of Directors Meeting 17 / 17 (100%) Nomination Committee 13 / 13 (100%) Compensation Committee 13 / 13 (100%) Audit Committee 13 / 13 (100%)	Nissan expected him to supervise management as the Chair of Audit Committee, a Member of Nomination Committee and a Member of Compensation Committee. Based on his abundant experience and knowledge of finance/accounting and risk management, he made recommendations from an objective and broad perspective on overall management of the Company and accomplished his role through his skill and know-how.

Name	Attendance Rate / Principal Activities	
Andrew House	Board of Directors Meeting 15 / 17 (88%) Nomination Committee 13 / 13 (100%) Compensation Committee 11 / 13 (85%)	Nissan expected him to supervise management as the Chair of Nomination Committee and a Member of Compensation Committee. Based on his abundant experience and knowledge of international business management in other industries, he made recommendations from an objective and broad perspective on overall management of the Company and accomplished his role through his skill and know-how.
Brenda Harvey	Board of Directors Meeting 17 / 17 (100%) Audit Committee 13 / 13 (100%)	Nissan expected her to supervise management as a Member of Audit Committee. Based on her abundant experience and knowledge of international business management in the IT industry, she made recommendations from an objective and broad perspective on overall management of the Company and accomplished her role through her skill and know-how.
Teruo Asada	Board of Directors Meeting 17 / 17 (100%) Audit Committee 13 / 13 (100%)	Nissan expected him to supervise management as a Member of Audit Committee. Based on his abundant experience and knowledge of corporate management, he made recommendations from an objective and broad perspective on overall management of the Company and accomplished his role through his skill and know-how.
Mariko Tokuno	Board of Directors Meeting 16 / 17 (94%) Compensation Committee 13 / 13 (100%)	Nissan expected her to supervise management as a Member of Compensation Committee. Based on her abundant experience and knowledge of corporate management, brand and marketing, she made recommendations from an objective and broad perspective on overall management of the Company and accomplished her role through her skill and know-how.

Note: Important positions at concurrent companies of each Outside Director are mentioned in " (1) List of Directors and Executive Officers i) Directors". There are no special relations between the Company and other entities at which Outside Directors hold important positions concurrently.

## 5. Status of Independent Auditors

### (1) Name of independent auditors

Ernst & Young ShinNihon LLC

### (2) Fees paid to the independent auditors regarding the current business year

- i) Fees paid to the independent auditors regarding the current business year and the reason for the Audit Committee to have agreed to fees, etc. to the independent auditors

525 million yen

The Audit Committee has reached a conclusion that remuneration & etc. of the independent auditors was appropriate and thus, agreed as specified in Article 399, Paragraph 1 of the Companies Act. To reach the conclusion, the Audit Committee reviewed details of an audit plan prepared by the independent auditors, the status of their performance of duties in the previous fiscal year and calculation basis and logics for estimation of the remuneration by scrutinizing necessary documents and reports from relevant inside departments, the independent auditors and interviews with them.

ii) Fees for audits of the financial statements and other assurance services to be paid by the Company and subsidiaries to the independent auditors

1,043 million yen

Notes: 1. Because the audit engagement contract between the Company and the independent auditors does not separately specify the fees for i) audits required by the Companies Act and ii) audits required by the Financial Instruments and Exchange Act, the total fees for those audits have been disclosed.

2. The company paid the fees to the independent auditor for a comfort letter on issuance of bonds and so forth that are not the services defined in Article 2, Paragraph 1 of the Certified Public Accountants Law of Japan.

iii) All the overseas subsidiaries included in “(6) Principal Group Companies” in “1. Business Review of the Fiscal Year 2025” are audited by audit firms other than Ernst & Young ShinNihon LLC.

### **(3) Policy concerning the decision to dismiss or to deny reappointment of independent auditors**

i) Policy for decision of dismissal

- The Audit Committee dismisses an independent auditor upon the unanimous consent of all members of the Audit Committee in the case where such independent auditor is recognized to fall under any of the Items in Article 340, Paragraph 1 of the Companies Act and the Audit Committee decides that the independent auditor in question should be promptly dismissed. In such a case, the members of the Audit Committee designated by the Audit Committee will report the dismissal of the independent auditor in question and the reason for such dismissal at the first general meeting of shareholders called after such dismissal.
- The Audit Committee determines the content of proposals regarding the dismissal of an independent auditor to be submitted to the general meeting of shareholders in the case where it is expected that implementation of appropriate audit may be seriously affected by independent Auditor’s actions; namely, where such independent Auditor is recognized to fall under any of the Items in Article 340, Paragraph 1 of the Companies Act and other matters that may affect the audit of financial statements or other items that may affect the audit of financial statements or other items.

ii) Policy for decision of non-reappointment

The Audit Committee determines the content of proposals regarding the non-reappointment of an independent auditor to be submitted to the general meeting of shareholders in the case where the Audit Committee, given the status of the independent auditor’s performance of duties, decides that it is reasonable to change the independent auditor to another independent auditor who is more capable, in terms of independence, expertise, quality review system and audit capability to cover the Company’s global business operation.

## **6. Business Management Systems, Processes and Internal Controls**

- Systems to ensure compliance of directors' activities to laws and articles of associations, and other systems to ensure proper and legitimate business activities

The Board of Directors of Nissan determined Nissan's systems and policies to ensure appropriate management and execution of Nissan and its group companies' business, which is outlined below.

### **(1) Systems to ensure efficient and management of business activities by the Executive Officers**

- a. The Company chooses to be a company with three statutory committees as its legal organizational structure and its Board of Directors shall decide on basic management policies and important matters set forth under the law, articles of incorporation and the regulations of the Board of Directors.
- b. The Company's Board of Directors delegates a great portion of its power to decide on business activities (excluding matters exclusive to the Board of Directors under law) to its Executive Officers, in order to carry out effective and flexible management.
- c. The Company uses a proven system of an Executive Committee, in which Executive Officer President and Chief Executive Officer is a chair, where key issues such as business strategies, important transactions and investments are reviewed and discussed, as well as other committee meetings where operational business issues are reviewed and discussed.
- d. For review and discussion of the regional and specific business area operations, the Company utilizes Management Committees.
- e. One of the methods of the management is cross-functionality. Among others, Cross-functional teams – CFTs – address problems and challenge. CFTs are powerful management tools, developed within Nissan, that reach across the functions and organizations.
- f. The Company implements an objective and transparent Delegation of Authority procedure which establishes the authority and responsibility of each Executive Officer and employee, for the purpose of speeding up and clarifying the decision-making processes as well as ensuring consistent decisions.
- g. The Company ensures the efficient and effective management of its business by determining and sharing management policy and business direction through establishment of the mid-term management plan and the annual business plan.

### **(2) Systems to ensure compliance of Executive Officers' and employees' activities with Laws and articles of association**

- a. The Company implements the "Global Code of Conduct," which explains acceptable behaviors of all employees working at the group companies of the Company worldwide and promotes understanding of its rules of conduct.
- b. In order to ensure rigorous and strict compliance with the code of conduct, the Company and its group companies offer educational programs such as an e-learning system.
- c. With regard to members of the Board of Directors as well as Executive Officers, etc. of the Company, the Company shall establish "Guidance for Directors, Executive Officers, etc. ", which explains the acceptable behaviors of the members of the Board of Directors and Executive Officers.
- d. The Company stands firm and take appropriate actions against anti-social forces or groups. If any Director, corporate officer or employee is approached by such forces or groups, the said individual shall promptly report such matter to his/her superiors and specific committee and shall follow their instructions.
- e. All Directors, corporate officers and employees are encouraged to use good conduct, and to neither directly nor indirectly, be involved in any fraud blackmail or other improper or criminal

conduct. In cases of becoming aware of any such impropriety or illegal activity, or the risk thereof, in addition to acting resolutely against it, he/she shall promptly report such matter to his/her respective superiors and specific committee and shall follow their instructions.

- f. For the purpose of monitoring and ensuring compliance with the code of conduct, the Company establishes the Global Compliance Committee. The compliance topics detected by the Global Compliance Committee, which are related to Executive Officers of the Global Head Quarters and the chair of the Management Committee are directly reported to the Audit Committee.
- g. The Company implements a hotline system with internal and external points of contact, by which the employees are able to submit their opinions, questions and requests, as well as report an act that may be suspected as a violation of compliance, freely and directly to the Company's management. The Company has established the system where, as for the matters with concerns of involvement of the management such as Executive Officers, etc., related Executive Officers, etc. are unable to obtain knowledge of the whistleblower or the details of the report by making the Audit Committee the reporting body.
- h. The Company is committed to continually implementing relevant company rules. The Company continually offers education programs to employees as part of its program to promote the understanding and compliance with such corporate rules.
- i. The Company is committed to improve and enhance the internal control systems to ensure accuracy and reliability of its financial reports in accordance with the Financial Instruments and Exchange Act together with its related rules and standards. This is accomplished through adherence to J-SOX testing, review, and reporting protocols (required under the Financial Instruments and Exchange Act). The Company designs and effectively operates processes. Further the Company addresses identified accounting and internal control findings.
- j. The Board of Directors appoints Outside Directors that has independence (Independent director) for the majority of its members and for its chair and shall focus on supervising the status of execution of duties by Executive Officers by taking a number of measures such as periodically receive reports from Executive Officers, periodically hold meetings only with the Independent directors, establish a lead Independent director, enhance the secretariat's personnel and function, and secure independency and further, shall receive assessment from a third party evaluation organization in respect to its functionality once every three years.
- k. The Audit Committee appoints Independent director for a majority of its member and as its chair and also appoint adequately qualified and able Director and shall perform audit of Executive Officers' status of business execution. In addition, the Audit Committee shall appropriately audit the effectiveness with regard to the monitoring function of the Board of Directors on an ongoing basis.
- l. The Company shall establish a department under the Audit Committee specialized in internal audit for the purpose of regularly auditing group companies' business and their observance of processes, policies, laws, and other matters as appropriate. Regional internal audit departments have been established to perform internal audits under the supervision of Nissan's global internal audit department.
- m. The Audit Committee shall, as necessary, cooperate with the Nomination Committee and the Compensation Committee.
- n. Considering the possibilities of conflict of interest between Renault, other major shareholders or Mitsubishi Motors Corporation, which is one of the other parties of the Alliance, and the Company, Representative Executive Officer must not concurrently serve as a Director, Executive Officer, or any other officer or other positions of Renault, other major shareholders or Mitsubishi Motors Corporation and the subsidiaries and affiliates thereof. If an Executive Officer concurrently serves in such position upon assuming the office of Representative Executive Officer of the Company, he/she and the Company shall promptly take necessary measures to leave such position at the other company.

- o. If a Director has held the position of Director, Executive Officer or other positions with a title at Renault, other shareholders or Mitsubishi Motors Corporation or its subsidiaries and affiliates thereof, such Director shall not participate in the deliberation and resolution of an agenda raised at the Company's meeting of Board of Directors that may cause a conflict of interest between the company in which the Director has held a position and the Company.
- p. The Company's activities relating to the Nissan-Renault- Mitsubishi Motors Corporation Alliance are subject to direction, supervision and oversight by the Company's Board of Directors, Executive Committee and relevant Executive Officers, etc. Decision-making occurs by the Company's Board of Directors, Executive Officers or employees in accordance with the Company's Delegation of Authority, and as otherwise necessary to comply with legal and regulatory requirements and also in consideration of the possibility of conflict of interest between the Company and Renault or the Company and MITSUBISHI MOTORS CORPORATION.
- q. Upon newly establishing or changing the organization internally, the Company shall not adopt a structure where the authority is divided in a way which may possibly inhibit the check function of the legal, accounting, financial and other managerial departments.

**(3) Rules and systems for proper management of risk and loss**

- a. The Company minimizes the possibility of occurrences of risk and, if they occur, mitigates the magnitude of losses by sensing such risks as early as possible and implementing appropriate countermeasures. In order to achieve such objectives, the Company and its Group companies implement the "Global Risk Management Policy."
- b. Management of material company-wide risks is assigned primarily to the members of the Risk Management Committee, who are responsible to implement necessary measures such as preparing relevant risk management manual.
- c. Concerning the management of other specific business risks beyond those supervised directly by the Risk Management Committee, they are handled by each manager in the business function who will evaluate, prepare and implement the necessary measures to minimize such risks.
- d. The internal audit department of the Company on behalf of the Audit Committee shall conduct auditing activities pursuant to the relevant audit standards in order to provide assurance on the state of internal controls pursuant to a risk based methodology and consulting when appropriate.

**(4) Systems to ensure accurate records and the retention of information of Executive Officers' execution of business**

- a. The Company preserves and appropriately manages the documents and other information relating to Executive Officers' execution of business.
- b. Results of all corporate decisions made by various divisions and department pursuant to Delegation of Authority are preserved and retained either electronically or in writing.
- c. While the departments in charge are responsible for proper and strict retention and management of such information, in particular, for materials related to important management councils, Directors and Executive Officers and other employees of the Company have access to any records within a reasonable range as required for the purpose of performing their business activities.
- d. The Company has enacted a policy about the creation, use, management of information to enhance proper and strict retention and management of information and to prevent improper use of information and unintended disclosure of such information. Furthermore, the Company has established an Information Security Committee, which is engaged in overall management of information security in the Company and makes decisions on information security matters.

**(5) Systems to ensure proper and legitimate business activities of the group companies**

(A) Systems to ensure the efficient execution and management of business activities by Directors of the group companies

- a. The Company establishes various Management Committees which are trans-group organizations in order to ensure proper, efficient and consistent Group management.
- b. In management committee meetings, the Company provides group companies with important information and shares with them management policies; this ensures that the business decisions of all group companies are made efficiently and effectively.
- c. The group companies implement an objective and transparent Delegation of Authority procedures in cooperation with the Company.

(B) Systems to ensure compliance of activities of Directors and employees of the group companies to laws and regulations and articles of association

- a. Group companies implement each company's code of conduct in line with the Global Code of Conduct, establish a compliance committee and ensure full compliance with all laws and its corporate code of conduct. The Global Compliance Committee regularly monitors these companies and works to ensure further strict compliance with laws, the articles of association and the corporate behavior. In addition, group companies implement a hotline system which ensures that employees are able to directly communicate to the group company or to the Company directly their opinions, questions and requests.
- b. The internal audit department of the Company carries out audits on the business of group companies for the purpose of evaluating and improving the effectiveness of risk management control and governance processes.
- c. The Company's Audit Committee and group companies' Statutory Auditors shall have periodic meetings to share information and exchange opinion for the purpose of ensuring effective auditing of the group companies.
- d. In particular, the scope and frequency of internal audits and other monitoring activities on the business of the group companies may vary reasonably because of, for example, risk identified as well as the size, nature of the business, and materiality of such group companies.

(C) Rules and systems for proper management of risk and loss of the group companies

- a. The group companies implement the Global Risk Management Policy.
- b. Management of risks related to the group companies that might have an impact on the entire Group is assigned mainly to the members of the Risk Management Committee, who are responsible to implement specific measures.
- c. Concerning the management of other risks related to the group companies, each group company is responsible to monitor, manage and implement the necessary measures to minimize such risks.

(D) Systems for Directors of the group companies to report business activities to the Company

The Company requests the group companies to report and endeavors to maintain certain important business matters of the group companies, through multiple routes, including, (i) the systems stated in (A) through (C) above and (ii) relations and cooperation between each function of the Company and the corresponding function of the other group companies.

**(6) Directors and employees supporting the Company's Audit Committee, systems showing the Directors and employees' independence from the Company's Executive Officers, and systems to ensure effectiveness of the Company's Audit Committee's instruction to Directors and employees**

- a. The Company has Audit Committee secretariat as an organization to support the activities of the Company's Audit Committee. The required number of staff members shall be assigned to the Audit Committee secretariat and they carry out their duties under the direction of the Audit Committee member.

- b. The evaluation of staff members in the Audit Committee secretariat shall be discussed among the Audit Committee members, and consent of the Audit Committee is necessary for personnel changes and disciplinary actions.

**(7) Systems to report business issues to the Company's Audit Committee and systems to ensure to prevent disadvantageous treatment of those who made such report**

- (A) Systems for the Company's board members (excluding Audit Committee members), Executive Officers and employees to report business issues to the Company's Audit Committee
  - a. The Company's Audit Committee determine their annual audit plan and perform their audit activities in accordance with that plan. The annual audit plan includes schedules of reports by various divisions. Directors (excluding Audit Committee members), Executive Officers and employees make reports in accordance with the annual audit plan.
  - b. When the Company's Directors (excluding Audit Committee members), Executive Officers and employees detect any incident which could have a materially negative impact on Nissan's business performance or reputation or are believed to be non-compliant with the global code of conduct or other standard for conduct, they are required to report such incidents to Nissan's Audit Committee.
  - c. In addition, the Company's Directors (excluding Audit Committee members), Executive Officers and employees are required to make an ad-hoc report to the Company's Audit Committee regarding the situation of business activities when so requested.
  - d. The internal audit department reports on an on-going basis to the Company's Audit Committee matters such as its risk based internal audit plan and audit findings identified through the internal audits performed.
- (B) Systems for Directors, Statutory Auditors, other officers and employees of the group companies and those who received a report from the group companies to report business issues to the Company's Audit Committee
  - a. The Company's Audit Committee shall have periodic meetings of group companies' statutory auditors to share information and exchange opinions for the purpose of ensuring effective auditing of group companies and group companies' Statutory Auditors report the matters which could affect the entire group and other matters to the Company's Audit Committee.
  - b. Directors and employees of the group companies shall promptly make a report to the Company's Audit Committee regarding the situation of business activities when so requested by the Company's Audit Committee.
  - c. The Company's Directors (excluding Audit Committee members), Executive Officers and employees (including, those in the internal audit department), as stated in (A) of this Section, shall report to the Company's Audit Committee the business activities of each group company reported through the systems mentioned in Section v) above.
- (C) Systems to ensure to prevent disadvantageous treatment of those who made a report as stated in (A) and (B) above on the basis of making such report

The Company prohibits disadvantageous treatment of those who made a report as stated in i) and ii) above on the basis of making such report. The Company takes the necessary measures to protect those who made such report and takes strict actions, including, disciplinary actions, against Directors and employees of the Company and its group companies who gave disadvantageous treatment to those who made such report.

**(8) Policy for payment of expenses or debt with respect to the Company's Audit Committee members' execution of their duties, including the procedures of advancement or reimbursement of expenses**

In accordance with Companies Act, the Company promptly makes advance payment of expenses or makes payment of debt with regard to the Company's Audit Committee members' execution of their duties if so requested by the Audit Committee except where it proves that the expense or debt relating to such request is not necessary for the execution of the duties of the Audit Committee member. Every year the Company establishes a budget with regard to the Company's Audit Committee members' execution of their duties for the amounts deemed necessary.

**(9) Systems to ensure effective and valid auditing by the Company's Audit Committee**

- a. The Company's Audit Committee enhances its independence by appointing Independent directors for the majority of its members and for its chair. Further, in order to ensure that the audit by the Audit Committee is being carried out effectively, the Audit Committee appoints one or more full-time member of the Audit Committee.
- b. The Audit Committee shall, as necessary, cooperate with the internal audit department and accounting auditor upon conducting the Audit Committee's audits. The Audit Committee shall take charge of the department for internal audit and instruct the internal audit department with regard to auditing. The internal audit department obtains approval from the Audit Committee regarding basic policy of the internal audit and, annual plans, budgets and personnel plans for internal audits, and will report to the Audit Committee the status of the performance of duties and any findings therefrom on an ongoing basis. Approval of the Audit Committee shall be obtained for appointment/removal and performance assessment (including discipline) of persons responsible for the internal audit department.
- c. The Audit Committee shall have meetings periodically or upon request from the Audit Committee with Executive Officers (including the President and Chief Executive Officer) and exchange views and opinions.
- d. Audit Committee members may attend important meetings, etc. and state his/her opinions and further, may view documents giving approval and other important documents and may request, as necessary, explanations and reports from Executive Officers and employees.
- e. The Audit Committee shall, as necessary, cooperate with the Nomination Committee and the Compensation Committee if necessary, such as by exchanging information and opinions mutually.

● **Outline of operation status of systems to ensure proper and legitimate business activities**

The outline of operation status of the aforementioned systems is stated as follows. The Board of Directors fully commits to continually monitor and review implementation of the systems and policies, update and improve them whenever necessary. For this purpose, the Board of Directors appoints a executive officer who are in charge of the internal control system, and internal control committee chaired by such executive officer is held to continuously understand the execution and improvement status of the internal control system.

**(1) Systems to ensure efficient execution and management of business activities by the directors**

- The Board of Directors, consisting of twelve members (including eight outside directors), decides material business activities of the Company such as matters concerning basic policies for the management of the Group based on the Articles of incorporation and Regulations of the Board of Directors, and oversees the activities of executive officers. It held 17 meetings in the fiscal year. While the authority regarding business operations is delegated largely to executives, Board of Directors received reports from executive officers at the Board of Directors meeting (8 out of 17 meetings) held in the fiscal year to ensure appropriate monitoring of business operation.
- The Company has established Executive Committee and other committees where important matters and daily operations were reviewed and discussed, in order to ensure an efficient and effective management.

- Delegation of Authority procedure has been established for the purpose of speeding up and clarifying the decision making processes as well as ensuring consistent decisions. Such Delegation of Authority procedures are regularly and, as necessary, reviewed and updated in order to ensure transparent, prompt and effective decision making.

## **(2) Systems to ensure compliance of directors' and employees' activities with laws and articles of association**

- Under the oversight of Global Compliance Committee, the Company has established regional compliance committees in each of the regions in which it operates to form a system for detecting and deterring illegal and unethical behaviors. The Company is working with all regions and bases of operation to ensure full awareness of compliance issues and engage in prevention of illegal activities. The regular Global Compliance Committees were held in 1st and 2nd half of the fiscal year.
- To promote thorough understanding of compliance among all employees worldwide and to facilitate sound business practices, the Company has a globally integrated reporting system. The system, introduced under the name "SpeakUp", facilitates anonymous reporting and two-way confidential communication for employees and other stakeholders. Employees are encouraged to report violations of the Code of Conduct or other company rules and are protected from retaliation by Nissan's non-retaliation policy, which is a cornerstone of the Compliance Program.
- The Company provides global trainings to executives and employees to foster respects for compliance measures and the Code of Conduct.
- The Company has been making efforts to prevent recurrences related to the Company's nonconformities in the final vehicle inspection processes (kanken) at its plants in Japan. By April 2020, the implementation of all 93 planned recurrence prevention measures were completed and their operations continues. In particular, the Company has been continuously striving to strengthen the compliance by implementing measures to prevent the weathering of final vehicle inspection issues, such as creating open working environment by factory visit of executive committee members and raising compliance awareness by holding compliance events and conducting compliance education.
- The Company continues to improve and enhance its internal control systems to ensure financial reporting accuracy in accordance with the Financial Instruments and Exchange Act. This is accomplished through testing, reviews and reporting under J-SOX standards (required under the Financial Instruments and Exchange Act). Key control processes are well-documented so internal control effectiveness can be evaluated and thoroughly understood. The Company addresses all findings, both within J-SOX and other audit scope, that are identified by both internal and external auditors. The Central Global Controller's team reviews remediation progress and efforts with the regional accounting and finance teams on a regular basis. Quarterly, Steering Committees, chaired by the SVP-Control, are held with all regions that have open internal control issues. Additionally, the CFO also rotationally attends one Steering Committee session per quarter. This allows its global teams to understand issues faced elsewhere and be aware of any potential risks to their areas. This data sharing is one way the Company does not only focus on addressing known issues, but also takes proactive steps to prevent future problems from occurring. This activity is presented to the Chair of the Audit Committee.
- The Company has the global internal audit department, as an independent group to conduct internal auditing tasks under the Audit Committee. Regional audit teams are in each regional headquarters, and for sales finance, IT and monozukuri auditing which requires a higher level of expertise, global specialty audit leadership was set up to conduct related audits across the regions. Under the control of the Global Internal Audit Officer (GIAO), all audits are carried out efficiently and consistently on a global basis. Audits are conducted based on the audit plans which were approved by the Audit Committee. Audit results are regularly reported to the Audit Committee and reported to the relevant department and corporate officers in a timely manner.

- The Company established the Board of Directors Office, where information is collected smoothly and appropriately so that directors can effectively fulfill their roles and responsibilities, and not only the Board of Directors meetings but also including independent directors meetings, necessary activities are carried out in order for directors to discuss a wide range of issues related to the Company's corporate governance and business matters from the viewpoint of supervising the execution. The Company conducted Board effectiveness evaluation by a third party evaluation institution for fiscal year 2025 and the overview of the evaluation results will be disclosed in the Corporate Governance Report. The Audit Committee audits the effectiveness of the Board of Directors appropriately and reports the results to the Board of Directors.

### **(3) Rules and systems for proper management of risk and loss**

- Based on Global Risk Management Policy, the Company carries out activities on a comprehensive, group wide basis. In order to respond to changes in its business environment, the Company has reviewed the risk management process as well as a department in charge of risk management carries out annual interviews of corporate officers/ each region's leader, each function which is in charge of risk management and alignment with Corporate Strategy Department. Carefully assessing various potential risks by reflecting region's feedback. The Company's "risk map" is revised by evaluating those risks' impact, likelihood, and control level quantitatively and qualitatively. The Corporate Risk Management Committee chaired by CEO makes decisions on risk issues that must be handled at the corporate level and designate "risk owners" to manage the risks. Under the leadership of these owners, the Company designs appropriate countermeasures. The Risk Management Committee was held two times in the fiscal year. The effectiveness of the process is confirmed by utilizing the expertise of internal audit.

A Crisis Management Committee led by a dedicated crisis management team has been established at the headquarters and coordinates with each region. To address business-continuity risks from crisis events such as natural disasters and geopolitical events, continuous information monitoring during peacetime and the implementation of rapid, cross-organizational responses during crises are conducted. The crisis management framework is continuously developed and strengthened.

- The group companies in Japan and overseas are strengthening communication in order to share basic processes and tools for risk management, as well as related information, throughout the group.

### **(4) Systems to ensure accurate records and the retention of information of directors' execution of business**

- The Company shares its Information Security Policy with the group companies worldwide as a basis for reinforced information security, implementing via the Information Security Committee measures enhanced through the PDCA cycle. The Company reliably addresses issues by identifying internal and external information leaks as they occur worldwide and reinforces information security on a timely basis. To thoroughly educate and motivate employees to adhere to relevant policy, the Company institutes regular in-house educational programs. The Information Security Committee was held 3 times in the fiscal year.

### **(5) Systems to ensure proper and legitimate business activities of the group companies**

- The Company receives reports from the group companies on certain important business matters of the group companies, through multiple routes such as various management committees, Global Compliance Committee, Internal audit activities on the business of the group companies, and monitoring of governing status through interactive communication with representative officers of each group company, and meetings between the Company's statutory auditors and group companies' statutory auditors, and relations/ cooperation between each function of the Company and the corresponding function of the other group companies.

### **(6) Directors and employees supporting Nissan's Audit Committee, systems showing the directors and employees' independence from Nissan's executive officers, and systems to ensure effectiveness of Nissan's Audit Committee's instruction to directors and employees**

- Nissan has an Audit Committee secretariat as an organization to support the activities of the Audit Committee. The required number of dedicated staff members is assigned to the Audit Committee secretariat and they carry out their duties under the direction of the Audit Committee member.
- The evaluation of staff members in the Audit Committee secretariat is discussed among the Audit Committee members, and consent of the Audit Committee is necessary for personnel changes and disciplinary actions.

**(7) Systems to report business issues to Nissan’s Audit Committee and systems to ensure to prevent disadvantageous treatment of those who made such report**

- As a part of audits on business execution including the organization and operation of Nissan’s internal control systems, the Audit Committee receives reports from executive officers, corporate officers, and employees on their business execution for Nissan and its group companies, in accordance with the Audit Committee’s annual audit plan and on an ad-hoc basis as necessary.
- The Audit Committee periodically receives reports from the internal audit department on audit results regarding business execution of Nissan and its group companies.
- The Audit Committee receives reports from directors and executive officers of the group companies regarding business execution at the on-site audit periodically implemented by the Audit Committee. During such audit, the Audit Committee has a meeting with group companies’ statutory auditors to share information and exchange opinions. In addition, the Audit Committee has been making efforts to strengthen Nissan’s group governance by holding periodic meetings with group companies’ statutory auditors to share information and exchange opinions, where group companies’ statutory auditors report to Nissan’s Audit Committee their annual audit plan and progress of key audit matters, etc., which facilitates mutual cooperation among the Audit Committee and group companies’ statutory auditors. (Such meetings were held twice in this fiscal year.)
- The Global Code of Conducts and Global whistleblowing policy stipulate that employees who suspect that a violation of the Code of Conduct has occurred are obligated to report it as soon as possible and that employees are protected from retaliation, which is thoroughly informed among the employees.

**(8) Policy for payment of expenses or debt with respect to Nissan’s Audit Committee members’ execution of their duties, including the procedures of advancement or reimbursement of expenses**

- In accordance with Companies Act, Nissan promptly makes advance payment of expenses or makes payment of debt with regard to Nissan’s Audit Committee members’ execution of their duties if so requested by the Audit Committee members, except where it proves that the expense or debt relating to such request is not necessary for the execution of the duties of the Audit Committee member. Every year Nissan establishes a budget with regard to Nissan’s Audit Committee members’ execution of their duties for the amounts deemed necessary.

**(9) System to ensure effective and valid auditing by Nissan’s Audit Committee**

- The Audit Committee enhances its independence by appointing an independent director for the majority of its members and for its chair. Further, in order to ensure that the audit by the Audit Committee is being carried out effectively, the Audit Committee appoints one full-time member of the Audit Committee.
- The Audit Committee, in conducting its audits, cooperates with the internal audit department and the accounting auditor in an appropriate manner. The Audit Committee supervises the internal audit department and gives them instruction regarding internal audit, while the internal audit department obtains approval from the Audit Committee regarding basic policy of the internal audit and, annual plans, budgets and personnel plans for internal audits, and reports to the Audit Committee the status of the performance of duties and any findings therefrom on an ongoing basis. Approval of the Audit Committee is obtained for appointment/removal and performance assessment (incl. discipline) of persons responsible for the internal audit department.

- Motoo Nagai, the Chair of the Audit Committee, has meetings with executive officers including the President and Chief Executive Officer periodically and exchanges opinions in various areas. Further, Nagai states his opinions at important meetings he attends, and reviews internal approval documents and other important documents and, when necessary, requests explanations or reports from executive officers and employees. Nagai shares his collected information with other members of the Audit Committee in a timely manner.
- The Audit Committee, as necessary, cooperates with the Nomination Committee and the Compensation Committee, among other things, by exchanging information and opinions mutually.

**1. Consolidated Balance Sheet**  
(As of March 31, 2026)

(in millions of yen)

Accounts	Amount
Assets	
Current assets	
Cash on hand and in banks	1,575,442
Trade notes and accounts receivable, and contract assets	644,345
Sales finance receivables	7,371,202
Securities	689,370
Merchandise and finished goods	976,935
Work in process	75,449
Raw materials and supplies	576,860
Other	918,739
Allowance for doubtful accounts	(152,834)
Total current assets	12,675,508
Fixed assets	
Property, plant and equipment	
Buildings and structures, net	585,762
Machinery, equipment and vehicles, net	2,990,764
Land	565,092
Construction in progress	211,201
Other, net	177,583
Total property, plant and equipment	4,530,402
Intangible fixed assets	167,768
Investments and other assets	
Investment securities	1,453,743
Long-term loans receivable	9,836
Net defined benefit assets	254,335
Deferred tax assets	265,757
Other	451,815
Allowance for doubtful accounts	(6,666)
Total investments and other assets	2,428,820
Total fixed assets	7,126,990
Deferred assets	
Bond issuance costs	9,944
Total deferred assets	9,944
Total assets	19,812,442

(in millions of yen)

Accounts	Amount
<b>Liabilities</b>	
Current liabilities	
Trade notes and accounts payable	2,142,560
Short-term borrowings	1,182,520
Current portion of long-term borrowings	1,907,993
Commercial papers	42,513
Current portion of bonds	408,068
Lease obligations	60,157
Accrued expenses	1,165,641
Accrued warranty costs	113,598
Other	1,101,251
Total current liabilities	8,124,301
Long-term liabilities	
Bonds	2,671,312
Long-term borrowings	2,539,845
Lease obligations	107,714
Deferred tax liabilities	277,942
Accrued warranty costs	144,090
Net defined benefit liability	150,066
Other	555,504
Total long-term liabilities	6,446,473
Total liabilities	14,570,774
<b>Net assets</b>	
Shareholders' equity	
Common stock	605,814
Capital surplus	841,464
Retained earnings	2,870,651
Treasury stock	(86,821)
Total shareholders' equity	4,231,108
Accumulated other comprehensive income	
Unrealized holding gain and loss on securities	5,908
Unrealized gain and loss from hedging instruments	(12,457)
Adjustment for revaluation of the accounts of the consolidated subsidiaries based on general price level accounting	(118,754)
Translation adjustments	644,810
Remeasurements of defined benefit plans	48,366
Total accumulated other comprehensive income	567,873
Non-controlling interests	442,687
Total net assets	5,241,668
Total liabilities and net assets	19,812,442

**2. Consolidated Statement of Income**  
(From April 1, 2025 To March 31, 2026)

	(in millions of yen)
Accounts	Amount
Net sales	12,007,888
Cost of sales	10,467,932
Gross profit	1,539,956
Selling, general and administrative expenses	1,481,951
Operating income	58,005
Non-operating income	
Interest income	68,739
Dividends income	134
Exchange gain	24,623
Gain on net monetary position	28,869
Miscellaneous income	18,298
Total non-operating income	140,663
Non-operating expenses	
Interest expense	113,825
Equity in losses of affiliates	2,639
Derivative loss	51,411
Miscellaneous expenses	29,712
Total non-operating expenses	197,587
Ordinary income	1,081
Extraordinary income	
Gain on sales of fixed assets	127,338
Other	8,039
Total extraordinary income	135,377
Extraordinary losses	
Loss on sales of fixed assets	3,793
Loss on disposal of fixed assets	21,610
Impairment loss	366,247
Special addition to retirement benefits	85,048
Other	100,140
Total extraordinary losses	576,838
Loss before income taxes	(440,380)
Income taxes-current	137,615
Income taxes-deferred	(51,329)
Total income taxes	86,286
Net loss	(526,666)
Net income attributable to non-controlling interests	6,429
Net loss attributable to owners of parent	(533,095)

### 3. Consolidated Statement of Changes in Net Assets

(From April 1, 2025 To March 31, 2026)

(in millions of yen)

	Shareholders' equity					Accumulated other comprehensive income	
	Common stock	Capital surplus	Retained earnings	Treasury stock	Total shareholders' equity	Unrealized holding gain and loss on securities	Unrealized gain and loss from hedging instruments
Balance at the beginning of current period	605,814	825,756	3,415,475	(88,284)	4,758,761	1,563	(2,824)
Changes of items during the period							
Net loss attributable to owners of parent			(533,095)		(533,095)		
Purchase of treasury stock				(449)	(449)		
Disposal of treasury stock			(277)	1,912	1,635		
Changes in an affiliated company's scope of consolidation			(51)		(51)		
Changes in an affiliated company's scope of equity method			(11,401)		(11,401)		
Changes in affiliated companies' interests in its subsidiaries		15,708			15,708		
Net changes of items other than those in shareholders' equity						4,345	(9,633)
Total changes of items during the period		15,708	(544,824)	1,463	(527,653)	4,345	(9,633)
Balance at the end of current period	605,814	841,464	2,870,651	(86,821)	4,231,108	5,908	(12,457)

	Accumulated other comprehensive income				Share subscription rights	Non-controlling interests	Total net assets
	Adjustment for revaluation of the accounts of the consolidated subsidiaries based on general price level accounting	Translation adjustments	Remeasurements of defined benefit plans	Total accumulated other comprehensive income			
Balance at the beginning of current period	(112,691)	314,407	(972)	199,483	299	486,805	5,445,348
Changes of items during the period							
Net loss attributable to owners of parent							(533,095)
Purchase of treasury stock							(449)
Disposal of treasury stock							1,635
Changes in an affiliated company's scope of consolidation							(51)
Changes in an affiliated company's scope of equity method							(11,401)
Changes in affiliated companies' interests in its subsidiaries							15,708
Net changes of items other than those in shareholders' equity	(6,063)	330,403	49,338	368,390	(299)	(44,118)	323,973
Total changes of items during the period	(6,063)	330,403	49,338	368,390	(299)	(44,118)	(203,680)
Balance at the end of current period	(118,754)	644,810	48,366	567,873	—	442,687	5,241,668

(Reference information)

**Consolidated Statement of Comprehensive Income**  
(From April 1, 2025 To March 31, 2026)

		(in millions of yen)
Accounts		Amount
Net loss		(526,666)
Other comprehensive income		
Unrealized holding gain and loss on securities		11
Unrealized gain and loss from hedging instruments		(12,437)
Adjustment for revaluation of the accounts of the consolidated subsidiaries based on general price level accounting		(2,356)
Translation adjustments		287,863
Remeasurements of defined benefit plans		46,972
The amount related to equity method companies		64,550
Total other comprehensive income		384,603
Comprehensive income		(142,063)
(Breakdown of comprehensive income)		
Comprehensive income attributable to owners of parent		(164,705)
Comprehensive income attributable to non-controlling interests		22,642

## 4. Notes to Consolidated Financial Statements

### **Basis of Consolidated Financial Statements**

#### 1. Number of consolidated subsidiaries and companies accounted for by the equity method

- (1) Consolidated subsidiaries; 226 companies (Domestic 92, Overseas 134)
- Domestic Car Dealers and Parts Distributors
    - Nissan Kanagawa Hanbai Co., Ltd., Nissan Motor Sales Co., Ltd., Nissan Buhin Chuo Hanbai Co., Ltd. and 36 other companies
  - Domestic Vehicles and Parts Manufacturers
    - Nissan Shatai Co., Ltd., Aichi Machine Industry Co., Ltd., Jatco Ltd. and 9 other companies
  - Domestic Logistics and Services Companies
    - Nissan Trading Co., Ltd., Nissan Financial Services Co., Ltd., Nissan Motorsports & Customizing Co., Ltd. and 38 other companies
  - Overseas subsidiaries
    - Nissan North America, Inc., Nissan Automotive Europe, Nissan Motor Manufacturing (UK) Ltd., Nissan Mexicana, S.A. de C.V. and 130 other companies
- Unconsolidated subsidiaries; 2 companies (Domestic 1, Overseas 1)
- Domestic NC Service Co., Ltd.
  - Overseas Nissan Manufacturing Tanger Mediterranean

These unconsolidated subsidiaries are immaterial in terms of their total assets, sales, net income or loss, retained earnings and others, and do not have a significant impact on the consolidated financial statements.

- (2) Companies accounted for by the equity method; 36 companies
- Affiliates; 36 companies (Domestic 22, Overseas 14)
    - Renault S.A., Dongfeng Motor Co., Ltd., Mitsubishi Motors Corporation, Nissan Tokyo Sales Holdings Co., Ltd. and 32 other companies

Companies not accounted for by the equity method; 5 companies

- Subsidiaries; 2 companies
  - Nissan Manufacturing Tanger Mediterranean and 1 other company
- Affiliates; 3 companies
  - Sun Co., Ltd. and 2 other companies

These companies are not accounted for by the equity method, as their impact is not significant on the consolidated net income or loss, consolidated retained earnings or others.

- (3) Change in the scope of consolidation and equity method
- Number of companies newly included in the scope of consolidation; 3 companies (Nissan Import and Export (Guangzhou) Co., Ltd. and 2 other companies)
  - Number of companies excluded from the scope of consolidation; 8 companies (Renault Nissan Automotive India Private Ltd. and 7 other companies)
  - Number of companies newly accounted for by the equity method; 2 companies (Moplus Inc. and 1 other company)
  - Number of companies ceased to be accounted for by the equity method; 1 company (Alliance Inspection Management Holding, Inc.)

The increases in the number of consolidated subsidiaries and companies accounted for by the equity method were mainly due to establishment of new companies and acquisition of shares. The decreases were mainly due to liquidation and sales of their shares.

#### 2. Fiscal period of consolidated subsidiaries

- (1) The fiscal year of the following consolidated subsidiaries is different from that of the Company (March 31)
- January 31 year end company: Yokohama Marinos Ltd.
  - June 30 year end company: Aprite (GB) Ltd.
  - September 30 year end company: Nissan Formula E Team S.A.S.
  - December 31 year end companies: Nissan Mexicana, S.A. de C.V., Dongfeng Nissan Auto Finance Co., Ltd. and 33 other overseas subsidiaries
- (2) With respect to Aprite (GB) Ltd. whose fiscal year end is June 30, Nissan Formula E Team S.A.S. whose fiscal year end is September 30, and Nissan Mexicana, S.A. de C.V. and 27 other companies whose fiscal year end is December 31, they close their books of account at March 31 for consolidation reporting purpose. With respect to Yokohama Marinos Ltd. whose fiscal year end is January 31, and Dongfeng Nissan Auto Finance Co., Ltd. and 6 other companies whose fiscal year end is December 31, the necessary adjustments were made in consolidation to reflect any significant transactions from February 1 to March 31 and January 1 to March 31.

### 3. Significant accounting policies

#### (1) Valuation methods for assets

##### ① Securities

Held-to-maturity securities:

Held-to-maturity securities are stated at amortized cost.

Other securities:

Marketable securities:

Marketable securities classified as other securities are carried at fair value with any changes in unrealized holding gain or loss, net of the applicable income taxes, directly included in net assets. Costs of securities sold is calculated by the moving average method.

Non-marketable securities:

Non-marketable securities classified as other securities are carried at cost determined by the moving average method.

Investments in limited liability partnerships and similar investments, defined as securities by Article 2, Section 2 of the Financial Instruments and Exchange Act, are recognized at the net amount corresponding to the owning portion under the equity method accounting based on the latest available financial statements of the partnerships.

##### ② Derivative financial instruments

Derivative financial instruments are stated at fair value.

##### ③ Inventories

Inventories are stated at cost determined by the first-in and first-out method (cost of inventories is written-down when their carrying amounts become unrecoverable).

#### (2) Depreciation of property, plant and equipment

Depreciation of self-owned property, plant and equipment is calculated principally by the straight-line method based on the estimated useful lives and the estimated residual value determined by the Company.

Depreciation of leased assets (including right-of-use assets) is calculated by the straight-line method based on either the estimated useful lives or the lease terms and the estimated residual value determined by the Company.

#### (3) Basis for significant reserves

##### ① Allowance for doubtful accounts

Allowance for doubtful accounts is provided based on past experience for ordinary receivables and on an estimate of the collectability of receivables from companies in financial difficulty. Some foreign subsidiaries and affiliates have adopted IFRS 9 or Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 326, and recognized impairment losses on financial assets using the expected credit loss model.

##### ② Accrued warranty costs

Accrued warranty costs are provided to cover the cost of all services anticipated to be incurred during the entire warranty period in accordance with the warranty contracts and based on past experience.

#### (4) Accounting for retirement benefits

For calculating the retirement benefit obligation, the benefit formula basis has been adopted for attributing projected benefits to periods.

Past service cost is being amortized as incurred by the straight-line method over periods which are shorter than the average remaining years of service of the eligible employees (principally 3 to 15 years).

Actuarial gain and loss are amortized in the year following the year in which actuarial gain and loss are recognized by the straight-line method over periods which are shorter than the average remaining years of service of the eligible employees (principally 6 to 24 years). Some foreign subsidiaries have adopted the corridor approach for actuarial gain and loss, and amortize them over the average remaining years of services of the eligible employees or the average life expectancy of the eligible employees.

Actuarial gain and loss and past service cost that are yet to be recognized as gain or loss are recorded as remeasurements of defined benefit plans presented in accumulated other comprehensive income of the net assets section, after being adjusted for tax effects.

#### (5) Reporting of significant revenue and expenses

Businesses of the Group are segmented into Automobile and Sales financing based on the features of products and services.

The Automobile business includes manufacturing and sales of vehicles and parts. The Sales financing business provides sales finance services and leasing to support the sales activities of the Automobile business.

Regarding the sales of vehicles and parts in the Automobile business, the Group usually recognizes revenue when products are delivered to customers, as control over products is considered to be transferred to customers when they can use and/or sell products at their own discretion. Transactions in which services are provided over a certain period of time primarily include paid extended warranties and maintenance services. Revenue is recognized over time in accordance with the progress of the performance obligation satisfied. Revenue is measured based on transaction price specified in a contract with customers, excluding the amounts collected on behalf of third parties such as tax authorities.

The Group provides incentives primarily to dealers, and these incentives are calculated based on total vehicle volume or vehicle unit sales of certain models sold by dealers during a specified period of time. The Group accrues these amounts as incentives upon the sale of vehicles using the "most likely amount method" and deducts them from revenue.

Payments for products received by customers are collected in accordance with the terms and conditions of relevant sales agreements and amounts of financing component included in the payments are not material.

In addition, product sales contracts with customers include warranty clauses to cover free replacement or repair needed to correct defects in materials or workmanship of all parts and components and the Group recognizes provisions for product warranties to meet these guarantees. The provisions for such warranty costs are booked as described above in (3) Basis for significant reserves.

Interest income from sales finance products in the Sales financing business is recognized at an amount equivalent to interest over the contractual period. Interest income from finance lease transactions is recognized over the lease term. Revenue from operating lease transactions is recognized by allocating the total of the lease payments over the lease term based on the contract.

(6) Foreign currency translation

① Foreign Currency Transactions

Monetary assets and liabilities denominated in currencies other than the functional currency are remeasured into their respective functional currencies at exchange rates in effect at the balance sheet date. The resulting translation differences are recognized as Exchange gain or loss.

② Translation of Foreign Currency Financial Statements

The Company's reporting currency is the Japanese yen and the functional currency of the majority of the Company's foreign subsidiaries is their local currency. As such, amounts included in the consolidated statements of income, comprehensive income, and changes in equity are translated using average exchange rates during each period. However, income and expenses of subsidiaries in hyperinflationary economies are translated at period-end exchange rates in accordance with the application of hyperinflationary accounting.

Assets and liabilities are translated at period-end exchange rates and resulting foreign currency translation adjustments are recorded in the consolidated balance sheets as a component of Accumulated other comprehensive income.

(7) Hedge accounting method

① Hedge accounting method

In principle, deferred hedge accounting is applied for derivative instruments under JGAAP.

If qualifies for specific conditions, the following exceptional hedge treatments can be applied.

- Hedged items for foreign currency denominated transactions can be booked directly using the forward contract rate, except for accounts receivables to which deferred hedge accounting is applied.
- For interest rate swap, if interest paid or received can be netted against the interest of underlying hedged interest bearing debt, there is no need for fair value evaluation.

Foreign subsidiaries and affiliates apply hedge accounting based on the risk of hedged items in accordance with IFRS or US GAAP.

② Hedging instruments and hedged items

- Hedging instruments.....Derivative transactions
- Hedged items.....Mainly receivables and payables denominated in foreign currencies and others

③ Hedging policy

Based on the internal risk management rules and authority regarding derivative transactions, expected risks such as fluctuations in foreign currency and interest rate are hedged within certain extent.

④ Assessment of hedge effectiveness

An assessment of hedge effectiveness is required for foreign subsidiaries and affiliates reporting under IFRS or US GAAP, however, this can be omitted under JGAAP when the terms of hedged items are substantially same as those of hedging instruments.

(8) Amortization of goodwill

Goodwill is amortized over periods not exceeding 20 years determined based on their expected life.

However, immaterial differences are recognized as gain or loss in the year of acquisition.

Negative goodwill in consolidated subsidiaries and in companies accounted for by the equity method are recorded as gain in the year of acquisition.

(9) Adoption of group tax sharing system and consolidated taxation system

The Company and some of its domestic consolidated subsidiaries have adopted the group tax sharing system. In addition, some of its foreign consolidated subsidiaries have adopted the consolidated taxation system.

4. Changes in presentations

(Consolidated Statement of Income)

"Credit liquidation costs," which was presented as a separate account under "Non-operating expenses" in the prior fiscal year, has been included in "Miscellaneous expenses" in the current fiscal year due to its decreased financial materiality.

"Special addition to retirement benefits," which was included in "Other" under "Extraordinary losses" in the prior fiscal year, has been separately presented in the current fiscal year due to its increased financial materiality.

5. Accounting estimates

(1) Impairment loss on fixed assets

After grouping fixed assets based on various criteria, including business segments (automobiles and sales financing) and regional groupings that reflect business interdependencies, the Group determines whether there is any indication of impairment on business-use assets, and determines and measures the recognition of impairment losses. The Group reasonably estimates future cash flows and net realizable value in determining and measuring impairment losses and discount rates in measuring impairment losses.

The assumptions used to estimate future cash flows are based on the Company's business plan which is approved by the Management meeting considering historical market share conditions, profit margins, regional market growth rates with reference to a third-party TIV forecast, relevant market trends including foreign exchange rates, and expected changes in the business environment. Net realizable value is calculated based on the real estate appraisal value, etc. and other publicly available information. The discount rate is calculated based on the weighted average cost of capital, taking into account country risk and other factors in each country.

The balance of business-use assets of the automobile business in the consolidated financial statements for the fiscal year 2025 is ¥2,134,264 million. As a result of impairment testing in the current fiscal year for an asset group for which there was an indication of impairment due to conditions such as continuous operating losses, impairment loss of ¥240,122 million, and ¥126,125 million was recognized on business-use assets of the automobile business and on idle and other assets, respectively.

If market trends, the economic environment or preconditions for business plans change significantly in relation to the asset group, and the Company revises its estimates of future cash flows or net realizable value, then the Company may recognize or record new or additional impairment losses on fixed assets.

For further information on impairments of business-use assets incurred in the current year, refer to the Impairment loss section in the Notes to Consolidated Statements of Income.

## (2) Deferred tax assets

In assessing the recoverability of deferred tax assets, future taxable income is reasonably estimated based on the Company's business plan which is approved by the aforementioned Management meeting for any future deductible temporary differences that remain after taking into account the reversal of future taxable temporary differences and feasible tax planning strategies. The net amount of deferred tax assets recorded in the consolidated financial statements for the fiscal year 2025 is ¥265,757 million.

If the aforementioned market trends, economic environment or preconditions for business plans change significantly, and the Company revises its estimates of future taxable income, then this may affect to the valuation of deferred tax assets.

## (3) Allowance for doubtful accounts

An allowance for doubtful accounts is provided to recognize bad debt losses for sales finance receivables and automotive trade receivables, etc., based on an estimate of their collectability calculated based on past experience. When estimating the collectability of receivables, the Group evaluates the credit risk of customers and the value of assets pledged as collateral. In addition, if the credit risk of receivables changes due to changes in the external environment, such as the expectation of a significant deterioration in economic indicators, the Company will additionally take into consideration the relevant factors, if necessary. For example, the Group may need to increase the allowance or incur bad debt losses if estimates based on past experience differ materially from market value forecasts, perceived individual credit risk, or a deterioration in the value of pledged collateral.

Certain foreign subsidiaries and affiliates which apply International Financial Reporting Standards (IFRS) 9 or Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 326 recognize allowances for doubtful accounts based on financial asset impairment losses calculated using the expected credit loss model.

Under IFRS 9, expected credit loss is calculated after classifying financial assets into stages according to their credit risk, while under ASC 326, expected credit loss over the remaining life is calculated for all financial receivables without classifying them into stages. It is required to measure credit losses from future projected default events at the present value. Allowances under IFRS and ASC can increase or decrease based on the changes in assumptions that drive credit risk assessments, such as past experience, used car prices, and forecasts of macroeconomic factors, such as unemployment rates or inflation.

The allowance for doubtful accounts of the sales finance business recorded in the consolidated financial statements for the fiscal year 2025 is ¥137,559 million.

## (4) Provision for residual value risk of leased vehicles

Subsidiaries, primarily in North America, estimate provisions for the residual value risk of leased vehicles to cover losses that arise when proceeds from leased vehicles that have been returned fall below the net book values of these assets at lease-end. Provision for loss on residual value of leased vehicles recorded in the machinery and equipment (net amount) of the consolidated financial statements for the fiscal year 2025 is ¥138,140 million. The provision amount also includes impairment losses of ¥15,825 million on leased vehicles arising from the decline in used vehicle market prices following the abolition of the U.S. Federal EV tax credit program.

Such provisions for residual value risk of leased vehicles are recognized as a change in estimate and their ending book value is further changed, leading to higher or lower depreciation amounts. The estimate of residual value is updated mainly based on the expected sale price of the leased vehicle and the expected return rate. Assessment of updated vehicle residual values is affected by many factors, including, but not limited to sales results for used cars, trends in returns of leased vehicles, new vehicle sales trends, supplies of used cars, customer preferences, marketing strategies, and general economic conditions. Leased vehicles may be additionally impaired if used car market prices fall and impairment indicators exist and their recoverable amount is less than book value.

## (5) Expenses for market measures such as recalls

The amount of estimated expenses for market measures, such as recalls, is recognized as accrued expenses other than accrued warranty costs when market measures based on notifications to government authorities are deemed to be necessary. In estimating expenses, the estimated accrual is calculated based on the number of applicable models on the markets, the expected implementation rates of market measures, the cost of market measures and other costs per unit. The expected implementation rates of market measures are estimated based on historical results by sales region, brand, and age of product portfolio. Service cost recorded in the consolidated financial statements for the fiscal year 2025 is ¥66,369 million.

The Company checks trends in market measures every quarter, and additional accrued expenses may be recorded or reversed if actual accruals differ from estimates due to an unexpected increase or decrease in the number of market measures.

## 6. Changes in accounting estimates

### (1) Change in useful life of software for internal use

In the process of reviewing the business and resources, the Group re-evaluated the expected useful life of certain internally used software based on past usage patterns and expected usage. The Group concluded that, due to the low risk of technological obsolescence for this software, it will be utilized for a longer duration than previously estimated. Consequently, the Group has extended the maximum useful life for such software from five years to eight years in the current fiscal year, after consideration of the recovery plan, Re:Nissan announced in May 2025.

This change resulted in an increase of ¥11,068 million in operating income and a decrease of ¥11,068 million in loss before income taxes for the current fiscal year.

(2) Accrued warranty costs

Accrued warranty costs are recognized to cover the estimated expenses for all services expected to be incurred over the entire warranty period, in accordance with warranty contract terms and based on historical experience. The Group identified a shift in the pattern of warranty service occurrences driven by changes in parts composition (e.g. electronic parts), and to align this pattern with actual warranty expenses paid, the Group revised its estimation approach to incorporate actual warranty costs from contracts still within their effective warranty periods versus incorporating the warranty costs from expired warranty contracts. Consequently, the Group has accounted for this adjustment as a change in the accounting estimate in the current fiscal year.

This change resulted in an increase of ¥36,603 million in operating income and ¥36,984 million in ordinary income, and a decrease of ¥36,984 million in loss before income taxes for the current fiscal year.

## Notes to Consolidated Balance Sheet

### 1. Assets pledged as collateral

(1) Assets pledged as collateral		(in millions of yen)
	Sales finance receivables	3,507,673
	Machinery, equipment and vehicles, net	1,806,445
	Other in Investments and other assets	2,834
	<hr/>	
	Total	5,316,952

### (2) Liabilities secured by the above collateral

		(in millions of yen)
	Short-term borrowings	889,508
	Long-term borrowings	2,343,817
	(including the current portion)	
	<hr/>	
	Total	3,233,325

### 2. Accumulated depreciation of property, plant and equipment

(in millions of yen)

6,742,351

(The above amount includes depreciation of leased assets in the amount of ¥175,111 million.)

### 3. Guarantees and others

(in millions of yen)

As guarantor of employees' housing loans from banks and others (for employees) 5,950

### 4. Contingent liabilities

#### • Lawsuits related to misstatements in Annual Securities Reports (“Yukashoken-Houkokusho”)

As a consequence of misstatements in Annual Securities Reports for each fiscal year in the past, there are some ongoing domestic and foreign lawsuits.

The consolidated financial results may be affected by the progress of legal proceedings.

## Notes to Consolidated Statements of Income

### 1. Impairment loss

The Group assesses fixed asset impairment losses based on various criteria, including business segments (automobiles and sales financing) and regional groupings that reflect business interdependencies. For certain areas of business, we have established individual asset groupings that better reflect future profitability of those assets by classifying them from other CGUs.

The Group conducted impairment testing for asset groups for which there were indicators of impairment due to continuous operating losses, etc. at the end of current consolidated fiscal year.

As a result, the book value of automobile segment business assets was written down to their recoverable amount and an impairment loss of ¥240,122 million was recorded as an extraordinary loss. The impairment amount also includes impairment losses on leased vehicles (assets leased to others under lease agreements) arising from the decline in used vehicle market prices following the abolition of the U.S. Federal EV tax credit program.

For business assets other than leased vehicles, the recoverable amount is measured by net realizable value, which is calculated based on the real estate appraisal value, etc. The recoverable amount of leased vehicles is measured based on value in use, which is calculated by discounting future cash flows—taking into account the residual value at the end of the lease term and gains on the sale of off-lease vehicles—at a discount rate of 6.1%.

Usage	Type	Location	Amount (in millions of yen)
Business assets	Buildings, and structures, Machinery, equipment and vehicles, and others	North America	154,840
Business assets	Assets leased to others under lease agreements (lessor)	North America	15,825
Business assets	Buildings, and structures, Machinery, equipment and vehicles, and others	Europe	47,088
Business assets	Buildings, and structures, Machinery, equipment and vehicles, and others	Japan	22,369
		Total	240,122

The Group determines whether an individual asset is impaired if the asset is considered idle or if it is to be disposed of based on management decisions.

Impairment losses were recognized on the following assets.

Usage	Type	Location	Amount (in millions of yen)
Idle assets	Machinery, equipment and vehicles, Intangible fixed assets and others	Japan, North America, Asia and Other overseas countries (Total 19 locations)	68,139
Assets to be sold	Buildings and structures, Construction in progress and others	Japan and Other overseas countries (Total 5 locations)	2,514
Assets to be disposed of	Machinery, equipment and vehicles, Construction in progress and others	Japan, North America and Europe (Total 16 locations)	55,472

### 2. Income taxes for global minimum tax

The income taxes-current includes an income taxes for global minimum tax of ¥1,558 million.

## Notes to Consolidated Statement of Changes in Net Assets

### 1. Shares issued and outstanding

Common stock 3,713,999 thousand shares

### 2. Dividends

(1) Dividends paid  
Not applicable.

(2) Dividends, which the Record date was in the year ended March 31, 2026 and the effective date of which is in the year ending March 31, 2027.

Not applicable.

## Notes to Financial Instruments

### 1. Overview of financial instruments

The Group's cash is managed mainly through short-term deposits and short-term investments with insignificant risk for the purpose of efficient cash management at appropriate risk.

The financing has been diversified, such as bank loans, bond issues, commercial paper issues and securitization of assets, to reduce the exposure to liquidity risk.

The Group holds trade notes and accounts receivables from sales of products and collects such receivables in accordance with the terms and conditions of relevant sales agreements. The Group also holds trade payables with various payment dates based on the payment conditions from purchasing diverse parts, materials and services, required for development and manufacture of products.

The Group utilizes derivative financial instruments based on the internal "Policies and Procedures for Risk Management" mainly for the purposes of hedging its exposure to adverse fluctuations in foreign currency exchange rates on receivables and payables denominated in foreign currencies, interest rates on interest-bearing debt and market prices on commodity, but does not enter into such transactions for speculative purposes.

The sales finance business provides financial services to retail customers, such as auto loans and leases, and inventory financing, working capital loans, etc. to our dealers. Strict credit underwriting policies are followed before loans are advanced to the customers and dealers.

### 2. Fair Value of Financial Instruments

The following table indicates the carrying value in the consolidated balance sheets, the fair value and the unrealized gain (loss) as of March 31, 2026.

	(in millions of yen)		
	Amount recorded in the consolidated balance sheets	Fair value	Difference
(1) Sales finance receivables (*2)	7,330,365		
Allowance for doubtful accounts (*3)	(140,179)		
Subtotal	7,190,186	7,214,997	24,811
(2) Investment securities (*4)	788,890	360,292	(428,598)
(3) Long-term loans receivable	9,836		
Allowance for doubtful accounts(*3)	(1,549)		
Subtotal	8,287	8,287	—
<b>Total assets</b>	<b>7,987,363</b>	<b>7,583,576</b>	<b>(403,787)</b>
(1) Bonds (*5)	3,079,380	3,027,281	52,099
(2) Long-term borrowings (*5)	4,447,838	4,408,672	39,166
(3) Lease obligations (*5)	167,871	166,054	1,817
<b>Total liabilities</b>	<b>7,695,089</b>	<b>7,602,007</b>	<b>93,082</b>
Derivative transactions (*6)	(27,631)	(27,631)	—

(\*1) Cash on hand and in banks, trade notes and accounts receivable, and contract assets, securities, trade notes and accounts payable, short term borrowings and commercial papers are omitted because they are cash or are settled within a short time and the fair value is almost equal to the book value.

(\*2) The amount recorded in the consolidated balance sheets for sales finance receivables is presented with the amount after deducting ¥40,837 million of deferred installments income and others.

(\*3) The allowance for doubtful accounts, which is individually reported as part of sales finance receivables and long-term loans receivable, is deducted.

(\*4) Unlisted stocks and investments in limited liability partnerships are not included in (2) Investment securities. The amounts of financial instruments recorded in the consolidated balance sheets are as follows:

(in millions of yen)	
Classification	Current fiscal year
Unlisted stocks	663,218
Investments in limited liability partnerships	1,635

(\*5) Bonds, long-term borrowings and lease obligations include the current portion of bonds, the current portion of long-term borrowings and lease obligations under current liabilities, respectively.

(\*6) Net receivables and payables, which were derived from derivative transactions, are presented in this footnote as netted amounts, and any item for which the total becomes a net liability is indicated in parentheses.

### 3. Fair Value of Financial Instruments by levels

The fair value of financial instruments is classified into the following three levels based on the observability and materiality of the inputs used to calculate fair value.

Level 1: Fair value derived from quoted prices in active markets for identical assets or liabilities.

Level 2: Fair value derived from observable inputs that are not included in Level 1 inputs.

Level 3: Fair value derived from unobservable inputs.

When multiple inputs that have a significant impact on the fair value calculation are used, the fair value is classified at lower level category.

## (1) Financial instruments that are measured at fair value

(in millions of yen)

Classification	Fair Value			
	Level 1	Level 2	Level 3	Total
Investment securities				
Other securities				
Stock	2,831	—	—	2,831
Total assets	2,831	—	—	2,831
Derivative transactions (*1)	—	(27,631)	—	(27,631)

(\*1) Net receivables and payables, which were derived from derivative transactions, are presented in net amounts, and any item for which the total becomes a net liability is indicated in parentheses.

## (2) Financial instruments other than those measured at fair value

(in millions of yen)

Classification	Fair Value			
	Level 1	Level 2	Level 3	Total
(1) Sales finance receivables	—	—	7,214,997	7,214,997
(2) Investment securities				
Other securities				
Stock	357,461	—	—	357,461
(3) Long-term loans receivable	—	—	8,287	8,287
Total assets	357,461	—	7,223,284	7,580,745
(1) Bonds	—	3,027,281	—	3,027,281
(2) Long-term borrowings	—	4,408,672	—	4,408,672
(3) Lease obligations	—	166,054	—	166,054
Total liabilities	—	7,602,007	—	7,602,007

(Notes) Valuation techniques and inputs are as follows:

Investment securities

Fair value of listed stocks is based on prices on the stock exchange. They are classified in Level 1, because they are traded in an active market.

Derivative transactions

Calculation of fair value is based on quoted prices obtained from third parties or based on discounted cash flows with observable inputs such as interest rates and foreign exchange rates and is classified as Level 2 fair value.

Fair value of interest rate swaps is included in that of corresponding hedged long-term borrowings, as those interest rate swaps are treated as underlying transactions of hedged items.

Sales finance receivables

Fair value is calculated based on the discounted cash flows by collection period, using discount rates reflecting maturity and credit risk and is classified as Level 3 fair value.

Long-term loans receivable

Fair value is calculated based on the discounted cash flows of each individual loan, using discount rate which would be applicable for similar new loans and is classified as Level 3 fair value.

Bonds

Fair value of marketable bonds is based on the market prices, and that of non-marketable bonds is based on the present value estimated by discounting the total principal and interest, using discount rates reflecting the remaining term and credit risk observable in the market and is classified as Level 2 fair value.

Long-term borrowings and Lease obligations

Fair value is calculated based on the present value estimated by discounting the total principal and interest, using discount rates which would be applicable for similar new borrowings or lease transactions based on the observable inputs in the market and is classified as Level 2 fair value.

## Notes to Investment and Rental Property

### 1. The status of investment and rental property

The Company and certain consolidated subsidiaries own rental properties, mainly for vehicle and parts dealers, in Japan and overseas countries.

### 2. Fair value of investment and rental property

(in millions of yen)

Carrying value	Fair Value
95,886	122,065

(Note 1) Carrying value deducted accumulated depreciation and impairment loss from acquisition cost of fixed assets.

(Note 2) The fair value was mainly based on real-estate appraisal value which was calculated by external real-estate appraisers.

## Notes to Revenue Recognition

### 1. Information about breakdown of revenue from contracts with customers

(in millions of yen)

	Reportable segments		Total
	Automobile	Sales financing	
Japan	1,615,447	36,371	1,651,818
North America	5,463,144	112,815	5,575,959
of which USA	4,232,734	1,227	4,233,961
Europe	1,502,439	—	1,502,439
Asia	506,440	2,783	509,223
Other overseas countries	1,647,444	3,851	1,651,295
Revenue from contracts with customers	10,734,914	155,820	10,890,734
Revenue from the other sources	25,384	1,091,770	1,117,154
Sales to third parties	10,760,298	1,247,590	12,007,888

Note: Revenue from the other sources consists mainly of proceeds from interest, etc. based on Accounting Standards Board of Japan (ASBJ) Statement No. 10 "Accounting Standard for Financial Instruments" and lease revenue based on ASBJ Statement No. 13 "Accounting Standard for Lease Transactions." These include revenue recognized under International Financial Reporting Standards (IFRS) 9 "Financial Instruments" and IFRS 16 "Leases" as well as standards for financial instruments such as Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 310 "Receivables" and ASC 842 "Leases" that are adopted by foreign subsidiaries.

### 2. Basic information to understand revenue from contracts with customers

For details, please refer to "Notes to Consolidated Financial Statements 3. Significant accounting policies (5) Reporting of significant revenue and expenses".

### 3. Information to understand the amount of revenue in the current and subsequent fiscal years

#### (1) Contract assets and contract liabilities

Receivables from contracts with customers

(in millions of yen)

	Beginning of the current fiscal year	Ending of the current fiscal year
Trade notes	94,189	87,572
Accounts receivable	482,972	556,461
	577,161	644,033

Receivables from contracts with customers are included in "Trade notes and accounts receivable, and contract assets".

In addition, the balances of contract assets are immaterial.

Contract liabilities

(in millions of yen)

	Beginning of the current fiscal year	Ending of the current fiscal year
Contract liabilities	337,961	349,518

Contract liabilities are included in "Other" in "Current liabilities" and "Long-term liabilities". Contract liabilities mainly include advances for vehicles, paid extended warranties and maintenance services, which are reversed upon revenue recognition.

The amount of revenue recognized in the current fiscal year that was included in the contract liabilities balance at the beginning of the year is ¥152,938 million.

In addition, the amounts of revenue recognized in the current fiscal year from performance obligations satisfied (or partially satisfied) in previous years are immaterial.

(2) Transaction price allocated to the remaining performance obligations

The remaining performance obligations primarily consist of sales for vehicles and parts, and provision of paid extended warranties and maintenance services. The Group has excluded unsatisfied performance obligations for sales including vehicles and parts related to contracts that have an original expected duration of one year or less from this disclosure. The revenue expected to be recognized for each period is as follows:

(in millions of yen)

	Current fiscal year
Due within one year	110,547
Due after one year but within five years	209,023
Due after five years	12,450
Total	332,020

**Notes to Amounts Per Share**

Net assets excluding share subscription rights and non-controlling interests per share	1,372.56 yen
Basic net loss per share	152.58 yen

**Notes to Significant Subsequent Events**

Not applicable.

**Other**

Not applicable.

Amounts less than one million yen are rounded off.

**5. Non-Consolidated Balance Sheet**  
(As of March 31, 2026)

	(in millions of yen)
Accounts	Amount
<b>Assets</b>	
<b>Current assets</b>	
Cash on hand and in banks	557,484
Trade accounts receivable	345,663
Finished goods	135,727
Work in process	25,057
Raw materials and supplies	175,055
Prepaid expenses	57,905
Short-term loans receivable from subsidiaries and affiliates	1,249,971
Accounts receivable - other	168,845
Other	58,694
Allowance for doubtful accounts	(188,389)
<b>Total current assets</b>	<b>2,586,016</b>
<b>Fixed assets</b>	
<b>Property, plant and equipment</b>	
Buildings	203,288
Structures	26,704
Machinery and equipment	176,544
Vehicles	5,667
Tools, furniture and fixtures	89,728
Land	119,137
Construction in progress	29,483
<b>Total property, plant and equipment</b>	<b>650,554</b>
<b>Intangible fixed assets</b>	105,753
<b>Investments and other assets</b>	
Investment securities	52,137
Investments in subsidiaries and affiliates	1,974,336
Long-term loans receivable from subsidiaries and affiliates	224,250
Deferred tax assets	215,070
Other	78,395
Allowance for doubtful accounts	(1,040)
<b>Total investments and other assets</b>	<b>2,543,148</b>
<b>Total fixed assets</b>	<b>3,299,456</b>
<b>Deferred assets</b>	
Bond issuance costs	9,787
<b>Total deferred assets</b>	<b>9,787</b>
<b>Total assets</b>	<b>5,895,260</b>

		(in millions of yen)
Accounts	Amount	
Liabilities		
Current liabilities		
Electronically recorded obligations - operating		363,174
Trade accounts payable		604,408
Short-term borrowings		20,000
Lease obligations		27,023
Accounts payable - other		34,678
Accrued expenses		324,520
Income taxes payable		11,530
Contract liabilities		13,372
Advances received		231
Deposits received		39,513
Accrued warranty costs		26,830
Other		32,091
Total current liabilities		<u>1,497,375</u>
Long-term liabilities		
Bonds		1,865,030
Long-term borrowings		200,000
Lease obligations		31,562
Long-term income taxes payable		1,558
Accrued warranty costs		47,416
Accrued retirement benefits		1,723
Provision for loss on business of subsidiaries and affiliates		338,906
Other		19,440
Total long-term liabilities		<u>2,505,637</u>
Total liabilities		<u>4,003,012</u>
Net assets		
Shareholders' equity		
Common stock		605,813
Capital surplus		
Legal capital surplus		804,470
Total capital surplus		<u>804,470</u>
Retained earnings		
Legal reserve		53,838
Other retained earnings		
Reserve for reduction of replacement cost of specified properties		49,539
Reserve for special depreciation		5
Unappropriated retained earnings		393,642
Total retained earnings		<u>497,026</u>
Treasury stock		(6,477)
Total shareholders' equity		<u>1,900,832</u>
Valuation, translation adjustments and others		
Unrealized holding gain and loss on securities		847
Unrealized gain and loss from hedging instruments		(9,431)
Total valuation, translation adjustments and others		<u>(8,584)</u>
Total net assets		<u>1,892,247</u>
Total liabilities and net assets		<u>5,895,260</u>

**6. Non-Consolidated Statement of Income**  
(From April 1, 2025 To March 31, 2026)

	(in millions of yen)
Accounts	Amount
Net sales	3,601,971
Cost of sales	3,399,490
Gross profit	202,480
Selling, general and administrative expenses	299,284
Operating loss	(96,803)
Non-operating income	
Interest income	69,684
Dividends income	190,960
Exchange gain	1,221
Guarantee commission received	12,901
Derivative gain	14,238
Other	8,219
Total non-operating income	297,224
Non-operating expenses	
Interest expense	90,845
Provision for doubtful accounts	131,878
Other	7,460
Total non-operating expenses	230,183
Ordinary loss	(29,762)
Extraordinary income	
Gain on sales of fixed assets	74,388
Gain on sales of shares of subsidiaries and affiliates	4,307
Gain on sales of investment securities	3,902
Other	3,243
Total extraordinary income	85,841
Extraordinary losses	
Loss on sales of fixed assets	606
Loss on disposal of fixed assets	14,666
Impairment loss	67,062
Loss on sales of shares of subsidiaries and affiliates	4,093
Loss on valuation of shares of subsidiaries and affiliates	239
Provision for loss on business of subsidiaries and affiliates	134,929
Other	37,815
Total extraordinary losses	259,413
Loss before income taxes	(203,334)
Income taxes-current	20,245
Income taxes for global minimum tax	1,558
Income taxes-deferred	14,127
Total income taxes	35,932
Net loss	(239,266)

## 7. Non-Consolidated Statement of Changes in Net Assets

(From April 1, 2025 To March 31, 2026)

(in millions of yen)

	Shareholders' equity							
	Common stock	Capital surplus		Legal reserve	Retained earnings			Total retained earnings
		Legal capital surplus	Total capital surplus		Other retained earnings			
					Reserve for reduction of replacement cost of specified properties	Reserve for special depreciation	Unappropriated retained earnings	
Balance at the beginning of current period	605,813	804,470	804,470	53,838	52,055	7	630,669	736,571
Changes of items during the period								
Reversal of reserve for reduction of replacement cost of specified properties					(2,515)		2,515	
Reversal of reserve for special depreciation						(2)	2	
Net loss							(239,266)	(239,266)
Purchases of treasury stock								
Disposal of treasury stock							(277)	(277)
Net changes of items other than those in shareholders' equity								
Total changes of items during the period					(2,515)	(2)	(237,026)	(239,544)
Balance at the end of current period	605,813	804,470	804,470	53,838	49,539	5	393,642	497,026

	Shareholders' equity		Valuation, translation adjustments and others			Total net assets
	Treasury stock	Total shareholders' equity	Unrealized holding gain and loss on securities	Unrealized gain and loss from hedging instruments	Total valuation, translation adjustments and others	
Balance at the beginning of current period	(7,957)	2,138,897	782	3,335	4,118	2,143,015
Changes of items during the period						
Reversal of reserve for reduction of replacement cost of specified properties						—
Reversal of reserve for special depreciation						—
Net loss		(239,266)				(239,266)
Purchases of treasury stock	(1)	(1)				(1)
Disposal of treasury stock	1,480	1,203				1,203
Net changes of items other than those in shareholders' equity			64	(12,767)	(12,702)	(12,702)
Total changes of items during the period	1,479	(238,064)	64	(12,767)	(12,702)	(250,767)
Balance at the end of current period	(6,477)	1,900,832	847	(9,431)	(8,584)	1,892,247

## **8. Notes to Non-Consolidated Financial Statements**

### **Significant Accounting Policies**

#### **1. Valuation methods for assets**

##### **(1) Securities**

###### **Held-to-maturity securities**

Held-to-maturity securities are stated at amortized cost (straight-line method).

###### **Equity securities issued by subsidiaries and affiliates**

Equity securities issued by subsidiaries and affiliates are carried at cost determined by the moving average method.

###### **Other securities**

###### **① Marketable securities:**

Marketable securities classified as other securities are carried at fair value with any changes in unrealized holding gain or loss, net of the applicable income taxes, directly included in net assets. Cost of securities sold is calculated by the moving average method.

###### **② Non-marketable securities:**

Non-marketable securities classified as other securities are carried at cost determined by the moving average method. Investments in limited liability partnerships and similar investments, defined as securities by Article 2, Section 2 of the Financial Instruments and Exchange Act, are recognized at the net amount corresponding to the owning portion under the equity method based on the latest available financial statements of the partnerships.

##### **(2) Derivative financial instruments**

Derivative financial instruments are carried at fair value.

##### **(3) Inventories**

Inventories are stated at cost determined by the first-in and first-out method. (Cost of inventories is written-down when their carrying amounts become unrecoverable.)

#### **2. Depreciation and amortization of fixed assets**

##### **(1) Property, plant and equipment**

Depreciation of property, plant and equipment is calculated by the straight-line method based on the estimated useful lives and the estimated residual value determined by the Company.

##### **(2) Intangible fixed assets**

Amortization of intangible fixed assets is calculated by the straight-line method.

Amortization of software for internal use is calculated by the straight-line method over the estimated useful life (8 years).

##### **(3) Leased assets**

Depreciation of leased assets is calculated by the straight-line method based on either the estimated useful lives or the lease terms and the estimated residual value determined by the Company.

#### **3. Foreign currency translation**

Monetary assets and liabilities denominated in foreign currencies are translated into yen at the rates of exchange in effect at the balance sheet date, and differences arising from the translation are recognized as gain or loss.

#### **4. Basis for reserves**

##### **(1) Allowance for doubtful accounts**

Allowance for doubtful accounts is provided based on past experience for normal receivables and on an estimate of the collectability of receivables from companies in financial difficulty.

##### **(2) Accrued warranty costs**

Accrued warranty costs are provided to cover the cost of all services anticipated to be incurred during the entire warranty period in accordance with the warranty contracts and based on past experience.

##### **(3) Accrued retirement benefits**

Accrued retirement benefits or prepaid pension costs are recorded at an amount calculated based on the retirement benefit obligation and the fair value of the pension plan assets at the end of the current fiscal year.

For calculating the retirement benefit obligation, the benefit formula basis has been adopted for attributing projected benefits to periods.

Past service cost is being amortized as incurred by the straight-line method over periods which are shorter than the average remaining years of service of the eligible employees.

Actuarial gain and loss are amortized from the year following the year in which the gain and loss are recognized by the straight-line method over periods which are shorter than the average remaining years of service of the eligible employees.

##### **(4) Provision for loss on business of subsidiaries and affiliates**

Provision for loss on business of subsidiaries and affiliates is recorded in consideration of the financial condition of subsidiaries and affiliated companies.

## 5. Reporting of significant revenue and expenses

The Company's revenues are primarily from the sale of vehicles and parts. In addition, the Company recognizes royalty income from trademarks and technical know-how licensed to others for the manufacture and sale of products.

The Company generally recognizes revenue from the sale of vehicles and parts when the products are delivered based on terms agreed upon in contracts with customers. This is when legal title and the risk and economic benefits are transferred allowing the customer to dispose of the goods and the Company to request payment from the customer and is deemed to be the point at which control of the goods is transferred to the customer.

For domestic sales, vehicle sales are recognized when the vehicles are delivered to the destination agreed between the customers. Parts sales are recognized when the parts are shipped from the Company based on the application of alternative treatment allowed under paragraph 98 of Accounting Standards Board of Japan (ASBJ) Guidance No. 30 "Implementation Guidance on Accounting Standard for Revenue Recognition".

The Company provides incentives primarily to dealers, and these incentives are calculated based on the total number of vehicles sold or the number of specific models sold by dealers during a specified period. The Company accrues these amounts as incentives upon the sale of vehicles using the "most likely amount method" and deducts them from revenue.

For export sales, revenues are primarily recognized when goods are loaded on the vessel.

Royalty income is primarily recognized based on the amount of the licensee's (majorly Company's subsidiaries and affiliates) revenue and at the time their revenue is recognized.

Revenue is measured based on the transaction price specified in contracts with customers, excluding the amounts collected on behalf of third parties such as tax authorities.

Payments for products received by customers are collected in accordance with the terms and conditions of the relevant sales agreements and the amount of financing component included in the payment is not material.

In addition, product sales contracts with customers include warranty clauses to cover free replacement or repair needed to correct defects in materials or workmanship of all parts and components and the Company recognizes provisions for product warranties to meet these guarantees. The provisions for such warranty costs are booked as described above in 4. Basis for reserves.

## 6. Other significant accounting policies

### (1) Hedge accounting method

#### ① Hedge accounting

In principle, deferred hedge accounting is applied for derivative instruments.

If qualifies for specific conditions under JGAAP, the following exceptional hedge treatments can be applied.

- Hedged items for foreign currency denominated transactions can be booked using the forward contract rate, except for accounts receivables to which deferred hedge accounting is applied.
- For interest rate swap, if interest paid or received can be netted against the interest of underlying hedged interest bearing debt, there is no need for fair value evaluation.

#### ② Hedging instruments and hedged items

- Hedging instruments.....Derivative transactions
- Hedged items.....Mainly receivables and payables denominated in foreign currencies and others

#### ③ Hedging policy

Based on the internal risk management rules and authority regarding derivative transactions, expected risks such as fluctuations in foreign exchange and interest rate are hedged within certain extent.

#### ④ Assessment of hedge effectiveness

The assessment of hedge effectiveness is omitted when the terms of hedged items are substantially same as those of hedging instruments.

### (2) Accounting for retirement benefit

The accounting methods of unrecognized actuarial gain and loss and unrecognized past service cost are different from those of the consolidated financial statements.

### (3) Adoption of group tax sharing system

The Company adopts the group tax sharing system.

## 7. Changes in presentations

(Non-consolidated statement of income)

"Reversal of allowance for doubtful accounts", which was presented as a separate account under "Non-operating income" in the prior fiscal year, is included in "Other" in the current fiscal year due to its decreased financial materiality.

## 8. Accounting estimates

### (1) Impairment loss on fixed assets

Comments are omitted, since the same contents are already described in the notes to the consolidated financial statements (5. Accounting estimates, (1) Impairment loss on fixed assets). In assessing whether to recognize impairment, the Company determined that it was necessary to recognize impairment losses on business-use assets and assets scheduled for disposal. Impairment loss of ¥67,004 million and ¥57 million was recognized on property, plant and equipment and on intangible fixed assets. The total of property, plant and equipment and intangible fixed assets recorded in the Non-consolidated Financial Statements for the current fiscal year is ¥756,308 million.

### (2) Deferred tax assets

Comments are omitted since the same contents are already described in the notes to consolidated financial statements (5. Accounting estimates, (2) Deferred tax assets).

Deferred tax assets of ¥215,070 million is recorded in the current year's financial statements.

### (3) Expenses for market measures such as recalls

Comments are omitted, since the same contents are already described in the notes to consolidated financial statements (5. Accounting estimates (5) Expenses for market measures such as recalls).

Service costs of ¥44,583 million is recorded in the current year's financial statements.

## 9. Changes in accounting estimates

### (1) Change in useful life of software for internal use

Comments are omitted since the same contents are already described in the notes to consolidated financial statements (6. Changes in accounting estimates, (1) Change in useful life of software for internal use).

This change resulted in a decrease of ¥10,278 million in operating loss and a decrease of ¥10,278 million in loss before income taxes for the current fiscal year.

### (2) Accrued warranty costs

Comments are omitted since the same contents are already described in the notes to consolidated financial statements (6. Changes in accounting estimates, (2) Accrued warranty costs).

This change resulted in a decrease of ¥39,381 million in operating loss, and a decrease of ¥39,762 million in ordinary loss and loss before income taxes for the current fiscal year.

## Notes to Non-Consolidated Balance Sheet

1. Accumulated depreciation of property, plant and equipment amounted to ¥1,510,814 million.

(The above amount includes depreciation of leased assets in the amount of ¥92,111 million.)

2. Guarantees and others

(1) Guarantees

(in millions of yen)

Guarantees	Balance of liabilities guaranteed	Description of liabilities guaranteed
Nissan Motor Acceptance Company LLC	95,928	Guarantees for loans for sales financing
Nissan Motor Manufacturing (UK) Ltd.	76,881	Guarantees for loans to invest in plant facilities etc.
Nissan North America, Inc.	(*1) 11,991	Guarantee for customs duties
Employees	(*2) 5,698	Guarantees for employees' housing loans
Total	190,499	

(\*1) The obligation guarantee provided to Nissan North America, Inc. represents a re-guarantee by the Company of a guarantee issued by an insurance company in connection with the payment of customs duties. The amount of this obligation guarantee indicates the maximum guarantee limit that the Company may potentially be required to bear in the future under such re-guarantee.

(\*2) Allowance for doubtful accounts is provided based on past experience.

(2) Keepwell Agreements

In addition to the above, the Company entered into keepwell agreements with the following financial subsidiaries and others to enhance their credit worthiness.

Their balances of liabilities at the end of March 2026 were as follows.

(in millions of yen)

Company name	Balance of liabilities
Nissan Motor Acceptance Company LLC	4,172,422
Nissan Financial Services Co., Ltd.	503,200
Automotive Lending Solutions Australia Pty. Ltd.	456,889
Nissan Canada, Inc.	271,396
Nissan North America, Inc.	46,186
Nissan Leasing (Thailand) Co., Ltd.	29,160
Automotive Lending Solutions New Zealand Pty. Ltd.	13,728
Total	5,492,982

3. Monetary receivables from and payables to subsidiaries and affiliates (except for separately disclosed)

(in millions of yen)

Short-term monetary receivables:	455,916
Short-term monetary payables:	459,799
Long-term monetary payables:	13,021

4. Contingent Liabilities

- Lawsuits related to misstatements in Annual Securities Reports (“Yukashoken-Houkokusho”)

As a consequence of misstatements in Annual Securities Reports for each fiscal year in the past, there are some ongoing lawsuits. The Non-consolidated financial results may be affected by the progress of legal proceedings.

## Notes to Non-Consolidated Statement of Income

### 1. Transactions with subsidiaries and affiliates

Operating transactions with subsidiaries and affiliates	(in millions of yen)
Sales:	3,107,557
Operating expenses:	1,485,745
Transactions with subsidiaries and affiliates other than operating transactions:	268,173

### 2. Provision for loss on business of subsidiaries and affiliates and Provision for doubtful accounts

Provision for loss on business of subsidiaries and affiliates of ¥134,929 million is recognized under extraordinary losses and Provision for doubtful accounts of ¥131,878 million is recognized under non-operating expenses, mainly due to foreign subsidiaries whose liabilities exceed total assets.

## Notes to Non-Consolidated Statement of Changes in Net Assets

Treasury stock (as of March 31, 2026)	Common stock	15,245 thousand shares
---------------------------------------	--------------	------------------------

### Notes to Deferred Tax Assets and Liabilities

Deferred tax assets mainly consist of those deriving from loss on valuation of investment securities, provision for loss on business of subsidiaries and affiliates, research and development expenses, allowance for doubtful accounts and accrued expenses. Deferred tax liabilities mainly consist of those deriving from reserves under the Act on Special Measures Concerning Taxation. The valuation allowance provided against deferred tax assets amounted to ¥326,081 million.

The Company applies the group tax sharing system and accounts for and discloses corporate and local corporate income taxes, or tax-effect accounting in accordance with “*Practical Solution on the Accounting and Disclosure Under the Group Tax Sharing System*” (PITF No. 42, August 12, 2021).

### Notes to Revenue Recognition

For basic information to understand revenue recognition, refer to Notes to Non-Consolidated Financial Statements, Significant Accounting Policies 5. Reporting of significant revenue and expenses.

## Notes to Related Party Transactions

### 1. Subsidiaries, affiliates and others

(in millions of yen)

Attribute	Name	Percentage of voting right held by the company	Relation	Nature of transactions	Amount of the transactions	Account	Balance at the end of fiscal year
Subsidiary	Nissan North America, Inc.	Ownership	·Purchasing products manufactured by the Company	Sales	787,599	Trade accounts receivable	78,884
		Directly 100%		Lending	618,740	Short-term loans receivable from subsidiaries and affiliates	639,520
Subsidiary	Nissan Shatai Co., Ltd.	Ownership	·Consignment manufacturer	Purchase	382,143	Trade accounts payable	100,167
		Directly 50.01%				Other (Advance payments - trade)	16,433
						Accounts receivable - other	9,153
						Accrued expenses	2,436
Subsidiary	Nissan (China) Investment Co., Ltd.	Ownership Directly 100%	·Purchasing products manufactured by the Company	Dividend income	128,100	—	—
Subsidiary	Nissan Middle East FZE	Ownership	·Purchasing products manufactured by the Company	Sales	506,428	Trade accounts receivable	67,199
		Directly 100%		Dividend income	27,972		
Subsidiary	Nissan Finance Co., Ltd.	Ownership	·Lending and borrowing for the group loan provided for domestic subsidiaries	Borrowing	56,262	Short-term borrowings	—
		Directly 100%		Lending	41,805	Short-term loans receivable from subsidiaries and affiliates	215,060
Subsidiary	Nissan International Holding B.V.	Ownership	· Holding investments in subsidiaries and affiliates	Lending	35,930	Long-term loans receivable from subsidiaries and affiliates	223,254
		Directly 100%		Capital contribution in kind of subsidiary shares	110,650	—	—
Subsidiary	Nissan Automotive Europe	Ownership Directly 100%	·Purchasing products manufactured by the Company	Lending	310,489	Short-term loans receivable from subsidiaries and affiliates	87,148
Subsidiary	Nissan Holdings (UK) Ltd.	Ownership Indirectly 100%	· Holding investments in subsidiaries and affiliates	Lending	191,211	Short-term loans receivable from subsidiaries and affiliates	191,211
Subsidiary	Nissan (South Africa) Proprietary Ltd.	Ownership Indirectly 100%	·Purchasing products manufactured by the Company	Lending	26,202	Short-term loans receivable from subsidiaries and affiliates	76,908
Subsidiary	Nissan Motor Manufacturing (UK) Ltd.	Ownership Indirectly 100%	·Guarantees for borrowings related to capital expenditures	Guarantees	76,881	—	—
Subsidiary	Nissan Motor Acceptance Company LLC	Ownership Indirectly 100%	·Providing guarantees for sales finance services for vehicles manufactured by the Company	Guarantees and others (Keepwell Agreements)	4,172,422	—	—
Subsidiary	Nissan Financial Services Co., Ltd.	Ownership Directly 100%	·Sales of trade accounts receivables and providing guarantees for sales finance services for vehicles manufactured by the Company	Sales of trade accounts receivable	1,237,686	—	—
				Guarantees and others (Keepwell Agreements)	503,200		

(in millions of yen)

Attribute	Name	Percentage of voting right held by the company	Relation	Nature of transactions	Amount of the transactions	Account	Balance at the end of fiscal year
Subsidiary	Automotive Lending Solutions Australia Pty. Ltd.	Ownership Indirectly 100%	•Providing guarantees for sales finance services for vehicles manufactured by the Company	Guarantees and others (Keepwell Agreements)	456,889	—	—
Subsidiary	Nissan Canada, Inc.	Ownership Directly 90.91% Indirectly 9.09%	•Providing guarantees for sales finance services for vehicles manufactured by the Company	Guarantees and others (Keepwell Agreements)	271,396	—	—
Affiliate	Mitsubishi Motors Corporation	Ownership Directly 26.68%	•Consignment manufacturer	Purchase	16,475	Trade accounts payable Electronically recorded obligations - operating Other (Advance payments - trade) Accounts receivable - other Accrued expenses	57,453 58,718 133 29,360 264

Terms and conditions of transactions and policies for deciding terms and conditions

- (1) Sales of products and parts are decided considering market prices and total costs.
- (2) Purchase of products is decided after investigation and negotiation considering bidding prices, existing prices and market prices of our products.  
Parts provided to subcontractors are offset against the purchase costs, and after negotiation, the amount is decided based on the price calculated using the cost.
- (3) The Company borrows from and lends to its group companies, and the interest rate is determined with reference to market rates.
- (4) Dividend income from subsidiaries in which the Company holds all voting rights is decided considering its financial condition.
- (5) The discount rate for sales of trade accounts receivables is determined with reference to market rates and the usage period of each dealer.
- (6) The capital contribution in kind of subsidiary shares is accounted for as a transaction under common control, and is determined based on the book value of the applicable subsidiary shares.

Others

- (1) A portion of the loans to, and borrowings from, Nissan Finance Co., Ltd. are related to the CMS (Cash Management System). The amount of the transactions represents the average balance during the period.
- (2) The Company provides guarantees for the borrowings of its subsidiaries.  
In addition, the Company provides keepwell agreements as a part of these guarantees in order to supplement their credit.  
Nissan Motor Acceptance Company LLC guarantee amount includes ¥95,928 million of guarantee.

## 2. Directors and individual major shareholders

(in millions of yen)

Attribute (*1)	Name	Percentage of voting right held by Directors and individual major shareholders	Relation (*1)	Nature of transactions	Amount of the transactions	Account	Balance at the end of fiscal year
Director	Ivan Espinosa	Directly 0.002%	Representative Executive Officer, President and Chief Executive Officer	Disposition of Treasury Stock as remuneration in kind (*2)	19	—	—
Officer	Jeremie Papin	Directly 0.003%	Executive Officer, Chief Financial Officer	Disposition of Treasury Stock as remuneration in kind (*2)	23	—	—
Officer equivalent	Stephen Ma	Directly 0.010%	Chairperson, MC-China	Disposition of Treasury Stock as remuneration in kind (*2)	40	—	—
Officer equivalent	Guillaume Cartier	Directly 0.001%	Chief Performance Officer	Disposition of Treasury Stock as remuneration in kind (*2)	20	—	—

(\*1) The Attribute and the Relation are described based on the attribute and the relation existing at the time the transactions occurred.

(\*2) The disposition of the treasury stock is performed as remuneration in kind under the Restricted Stock Unit system.

The stock price for the disposition of the treasury stock is determined based on the ending stock price as of June 23, 2025 (one business day before the resolution made by the Board Meeting for the disposition of the treasury stock) on the Tokyo Stock Exchange.

**Notes to Amounts Per Share**

Net assets per share	511.59 yen
Basic net loss per share	64.72 yen

**Notes to Significant Subsequent Events**

Not applicable.

**Other**

Not applicable.

Amounts less than one million yen are omitted.

(For Translation Purposes Only)

## Independent Auditor's Report

May 18, 2026

The Board of Directors  
Nissan Motor Co., Ltd.

Ernst & Young ShinNihon LLC  
Tokyo, Japan

Designated Engagement Partner Certified Public Accountant	Masayuki Nakamura
Designated Engagement Partner Certified Public Accountant	Makoto Matsumura
Designated Engagement Partner Certified Public Accountant	Hiroshi Minagawa
Designated Engagement Partner Certified Public Accountant	Taiga Matsumoto

### *Opinion*

Pursuant to Article 444, Section 4 of the Companies Act, we have audited the accompanying consolidated financial statements, which comprise the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in net assets, and notes to the consolidated financial statements of Nissan Motor Co., Ltd (the "Company") applicable to the fiscal year from April 1, 2025 through March 31, 2026.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position and results of operations of the Nissan Group (the "Group"), which consisted of the Company and its consolidated subsidiaries, applicable to the fiscal year ended March 31, 2026 in accordance with accounting principles generally accepted in Japan.

### *Basis for Opinion*

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, including those applicable to audits of financial statements of public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Other Information*

The other information comprises the information included in the Group's business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the Group's reporting process of the other information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### *Management's and the Audit Committee's Responsibilities for the Consolidated Financial Statements*

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the Group's financial reporting process.

### *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements*

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion from an

independent standpoint. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- In making those risk assessments, we consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the purpose of the audit of the consolidated financial statements is not expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our audit of the Financial Statements in Japan and communicate with them all relationships, other matters that may reasonably be thought to bear on our independence, and where applicable, measures taken to eliminate inhibiting factors or apply safeguards to reduce them to an acceptable level.

#### *Conflicts of Interest*

We have no interest in the Company and its consolidated subsidiaries which should be disclosed in accordance with the Certified Public Accountants Act.

(For Translation Purposes Only)

## Independent Auditor's Report

May 18, 2026

The Board of Directors  
Nissan Motor Co., Ltd.

Ernst & Young ShinNihon LLC  
Tokyo, Japan

Designated Engagement Partner Certified Public Accountant	Masayuki Nakamura
Designated Engagement Partner Certified Public Accountant	Makoto Matsumura
Designated Engagement Partner Certified Public Accountant	Hiroshi Minagawa
Designated Engagement Partner Certified Public Accountant	Taiga Matsumoto

### *Opinion*

Pursuant to Article 436, Section 2, Paragraph 1 of the Companies Act, we have audited the accompanying financial statements, which comprise the balance sheet, the statement of income, the statement of changes in net assets, notes to the financial statements and the related supplementary schedules (the "Financial Statements") of Nissan Motor Co., Ltd (the "Company") applicable to the 127th fiscal year from April 1, 2025 through March 31, 2026.

In our opinion, the accompanying Financial Statements present fairly, in all material respects, the financial position and results of operations of Nissan Motor Co., Ltd. applicable to the 127th fiscal year ended March 31, 2026 in accordance with accounting principles generally accepted in Japan.

### *Basis for Opinion*

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Japan, including those applicable to audits of financial statements of public interest entities, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Other Information*

The other information comprises the information included in the entity's business report and its supplementary schedules. Management is responsible for preparation and disclosure of the other information. The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating the entity's reporting process of the other information.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### *Management's and the Audit Committee's Responsibilities for the Financial Statements*

Management is responsible for the preparation and fair presentation of the Financial Statements in accordance with accounting principles generally accepted in Japan, and for designing and operating such internal control as management determines is necessary to enable the preparation of the Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the entity's ability to continue as a going concern and disclosing, as required by accounting principles generally accepted in Japan, matters related to going concern.

The Audit Committee is responsible for overseeing the duties of executive officers and directors in designing and operating a financial reporting process.

### *Auditor's Responsibilities for the Audit of the Financial Statements*

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion from an independent standpoint. Misstatements can arise from fraud or error and are considered material if individually or in the aggregate they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Statements.

As part of an audit in accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- In making those risk assessments, we consider internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, while the purpose of the audit of the Financial Statements is not expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation in accordance with accounting principles generally accepted in Japan.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with the ethical requirements regarding independence that are relevant to our audit of the Financial Statements in Japan and communicate with them all relationships, other matters that may reasonably be thought to bear on our independence, and where applicable, measures taken to eliminate inhibiting factors or apply safeguards to reduce them to an acceptable level.

#### *Conflicts of Interest*

We have no interest in the Company which should be disclosed in accordance with the Certified Public Accountants Act.

[Translation]

## Audit Report

The Audit Committee of Nissan Motor Co., Ltd. (the “Company”) audited the performance of duties by “directors” and “executive officers” (as defined in the Companies Act) during the 127th fiscal year since founding (from April 1, 2025 to March 31, 2026) and hereby reports the auditing method and results thereof as follows:

### 1. Auditing method and details thereof

- ① The Audit Committee periodically received from directors and executive officers, employees, and other related persons, reports on the content of resolutions made by the Board of Directors regarding the matters as enumerated in (b) through (e) of Article 416, Paragraph 1, Item (i) of the Companies Act and the status of (i) the establishment of systems that have been developed in compliance of such resolutions (internal control systems) and (ii) the management thereof and, requested explanations regarding such reports as necessary and expressed our opinions.
- ② In accordance with the auditing policies and the assignment of the duties of each member of the Audit Committee and other related matters established by the Audit Committee, the Audit Committee, working closely with the internal audit department, attended important meetings, received from directors, executive officers, and other related persons reports on the matters regarding the performance of their duties, requested explanations regarding such reports as necessary, viewed important authorizing documents and associated information, and inspected into the state of activities and assets at the head office and principal business locations of the Company.
- ③ As for the Company’s subsidiaries, the Audit Committee has communicated and shared information with the directors, corporate statutory auditors and other related persons of these subsidiaries and, when necessary, received reports from the subsidiaries regarding their businesses, and visited their head offices and principal business offices to conduct interviews and other tasks.
- ④ The Audit Committee monitored and examined whether the independent auditors maintained their independence and carried out audits in an appropriate manner. The Audit Committee received from the independent auditors reports on the status of the performance of their duties and requested explanations regarding those reports as necessary.
- ⑤ The Audit Committee also received notification from the independent auditors to the effect that “the structure for ensuring appropriate execution of the duties of the independent auditors” (as enumerated in each item of Article 131 of the Ordinance on Accounting of Companies) has been implemented according to the “Quality Control Standards for Audits” (by Business Accounting Deliberation Council) and other relevant standards. The Audit Committee requested explanations of such notifications as necessary.

Based on the foregoing method, the Audit Committee examined the business report and its supplementary schedules, the non-consolidated financial statements (non-consolidated balance sheet, non-consolidated statement of income, non-consolidated statement of changes in net assets, and explanatory notes to non-consolidated financial statements) and their supplementary schedules, as well as the consolidated financial statements (consolidated balance sheet, consolidated statement of income, consolidated statement of changes in net assets, and explanatory notes to consolidated financial statements) for this fiscal year.

### 2. Audit Results

#### (1) Audit results on the business report

- ① In our opinion, the business report and the supplementary schedules accurately represent the Company’s condition in conformity with the applicable laws and regulations as well as the Articles of Incorporation of the Company.
- ② With regard to the performance of duties by directors and executive officers, we have found no evidence of material misconduct or material facts in violation of the applicable laws and regulations or the Articles of Incorporation of the Company.
- ③ In our opinion, the content of the resolutions of the Board of Directors regarding the internal control systems is appropriate. With respect to the internal control systems, we have not found anything significant to be pointed out regarding the content of the business report nor the performance of duties by directors and executive officers.
- ④ With respect to the internal control over financial reporting, the Audit Committee has received reports from executive officers and other relevant persons as well as Ernst & Young ShinNihon LLC, stating that no

material weakness was found in connection therewith.

- (2) Results of audit of the non-consolidated financial statements and supplementary schedules thereto  
In our opinion, the methods and results of the audit employed and rendered by Ernst & Young ShinNihon LLC, the independent auditors, are fair and reasonable.
- (3) Results of audit of the consolidated financial statements  
In our opinion, the methods and results of the audit employed and rendered by Ernst & Young ShinNihon LLC, the independent auditors, are fair and reasonable.

May 19, 2026

Audit Committee, Nissan Motor Co., Ltd.

Motoo Nagai, Member of the Audit Committee (Full-time)

Bernard Delmas, Member of the Audit Committee

Brenda Harvey, Member of the Audit Committee

Teruo Asada, Member of the Audit Committee

Valerie Landon, Member of the Audit Committee

Note: The members of the Audit Committee, Motoo Nagai, Bernard Delmas, Brenda Harvey, and Teruo Asada, are “outside directors” as provided for in Article 2, Item 15 and Article 400, Paragraph 3 of the Companies Act.