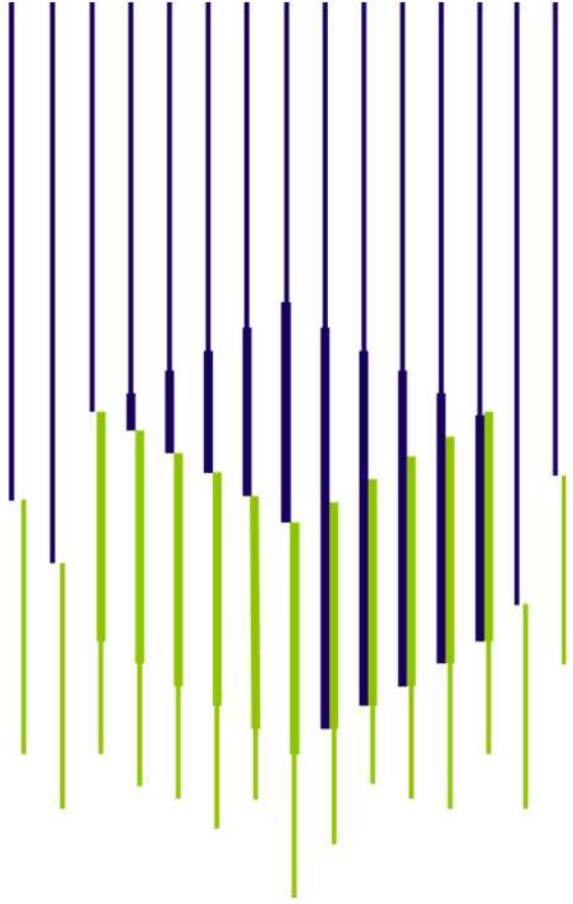


NIPPON EXPRESS
We Find the Way

Acquisition of cargo-partner

May 12, 2023

NIPPON EXPRESS HOLDINGS, INC.



NIPPON EXPRESS
We Find the Way

Outline

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2 Outline of the Transaction

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4 Strategic Rationale

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1. Background of the Transaction

NIPPON EXPRESS HOLDINGS, INC. (“we” or “NX HD”) aims to execute appropriate growth strategies in a timely manner to become “a logistics company with a presence in the global market,” which is outlined in the “Nippon Express Group Business Plan 2023 - “Dynamic Growth” -”

1 2013

Expanded the network to overseas regions and business area with growth potential

- Acquired two companies in Italy, Franco Vago S.p.A (January 2013) and Traconf S.r.l. (March 2018), which were engaged in freight forwarding operations and logistic services
- Consolidated them with Nippon Express Italia Srl (January 2020)
- Acquired MD Logistics, which had an advantage in pharmaceuticals transportation in U.S. (September 2020)

2 2022

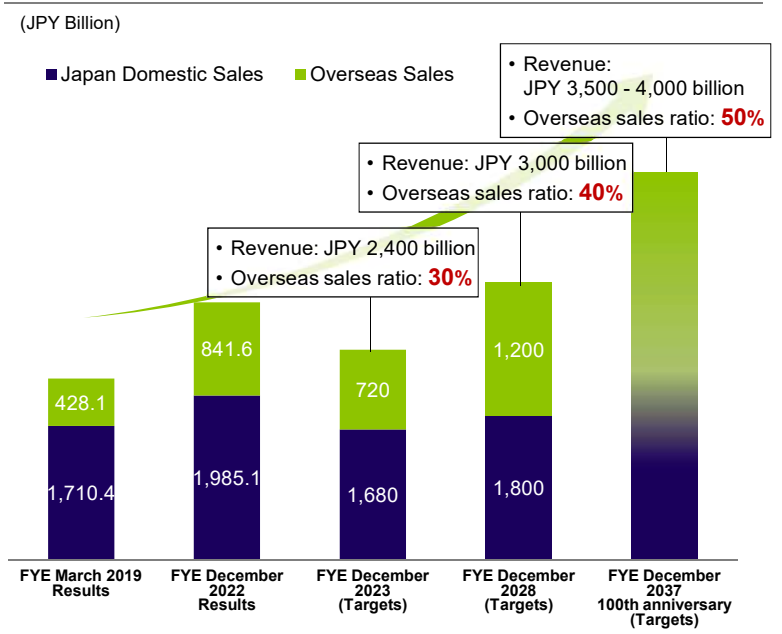
Consolidated and reinforced the governance of global business, while clarifying each group company’s function

- Launched Global Business Headquarters (GBHQ) (July 2022)

3 2023

Become a global mega-forwarder by executing large global M&A

2037 Vision (Planned in February 2019) (1)



(1): Revised in September 2022. Figures are based on JGAAP.

2. Outline of the Transaction

We have reached agreement with Cargo-Partner Group Holding AG and its subsidiaries Multi Transport und Logistik Holding AG, Safer Overseas Transport Holding GmbH, Cargo-Partner GND GmbH, and CARGO-PARTNER US HOLDINGS INC. (collectively, the "Sellers") to acquire the shares in their multiple subsidiaries, which provide global logistics services through their main business sites in Central and Eastern Europe (the "Target" or "cargo-partner") (the "Transaction"), through a special purpose company and wholly-owned subsidiary of NIPPON EXPRESS EUROPE GMBH, a subsidiary of the Company's European holding company.

Target Company (1)	cargo-partner GmbH (one representative target company)
Structure	Acquire the shares of the 63 Target Companies from the Sellers in cash through a special purpose company and wholly-owned subsidiary of NIPPON EXPRESS EUROPE GMBH, a subsidiary of the Company's European holding company.
Purchase Price	Ordinary shares of the Target Companies: EUR 845 million (approx. JPY 126,750 million) (2) （the actual purchase price will be determined after adjustments in relation to net debt and net working capital of cargo-partner are made at time of completion of the Transaction） In addition, a maximum of EUR 555 million (approx. JPY 83,250 million) (2) will be paid in cash to the Sellers, subject to the Target Companies' earnings reaching a certain financial threshold agreed to in the Agreement.
Closing Date of the Transaction	November 2023 – May 2024 (planned)

(1): Note that the outline of only one representative company is presented above, although the Target Companies consist of 63 companies (including partially-owned subsidiaries).
(2): Converted at the rate of 1 EUR = 150 JPY

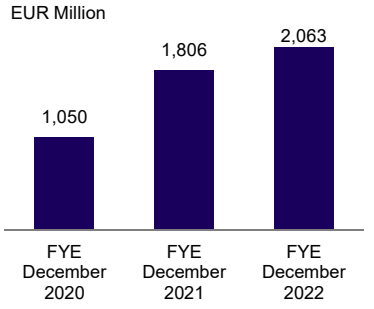
3. Outline of cargo-partner

Basic Information (1)

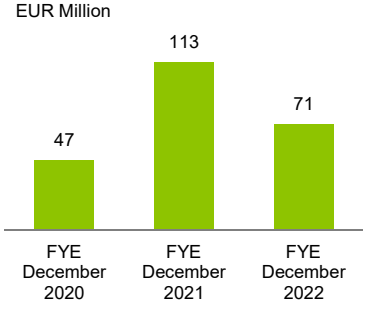
Target company	cargo-partner GmbH (one representative target company)
Date of Incorporation	November 30, 1983
Headquarter address	Airportstraße 9, 2401 Fischamend, Austria
Representatives	Luca Ferrara, Managing Director Martin Schenzel, Managing Director
Business	Transportation service, mainly focused on Air / Sea freight forwarding
Area	Western Europe, Eastern Europe, Central Europe, North-Eastern Asia, East-Southern Asia, India, Oceania, North America

Financials

Consolidated Revenue (2)



Consolidated EBIT (2)



Hub of the Target Company





Characteristics

Owns robust business foundation in **Central-Eastern Europe, a hub of production bases for manufacturers.** Has strength in freight forwarding in **trade lines between Asia and Europe**

In addition to its **major air / ocean freight forwarding business**, conducts train / track transportation and **contract logistics business**

(1): Note that the outline of only one representative company is presented above, although the Target Companies consist of 63 companies (including partially-owned subsidiaries).
(2): The financial information and business performance are the consolidated figures of Cargo-Partner Group Holding AG, consisting of the Sellers and the Target Companies.

4. Strategic Rationale ①

	Strategic Rationale	Overview
A	Expand our network and services	• **Strengthening our network and services in the European area** by supplementing **the logistics foundation in the Central and Eastern Europe region**, where, as the production base for the European region, strong growth is expected
B	Strengthen our competitiveness by expanding the amount of freight forwarding volume	• **Strengthening our competitiveness** in the global markets through an increase in air and sea freight forwarding volume
C	Strengthen our ability to meet global logistics demand	• Addressing a variety of needs of our customers who operate their business globally, especially by strengthening our ability **to meet logistics demand between Asia and Europe** as well as **reinforcing our global accounts team**
D	Create synergies and expand / develop the business	• **Developing and creating synergies between our logistics businesses which are complementary** due to the different areas of strengths in terms of customer base and coverage countries and areas

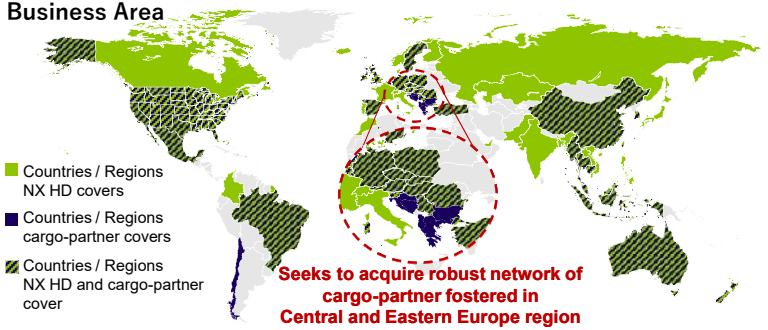
To further strengthen the freight forwarding business through synergies and by leveraging the competitive strengths of each company, to create an even more active sales and marketing operation, and to increase our presence in the global market

4. Strategic Rationale ②

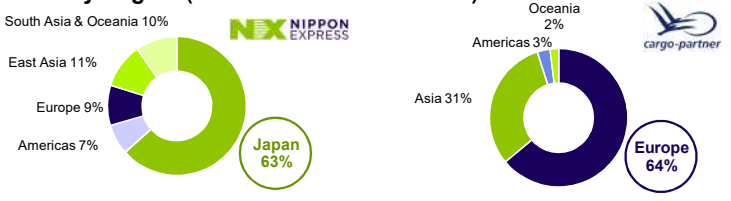
A Expand our network and services

Strengthening our network and services in the European area by supplementing the logistics foundation in the Central and Eastern Europe region, where, as the production base for the European region, strong growth is expected

Business Area



Revenue by Region (As of FYE December 2022) (1)

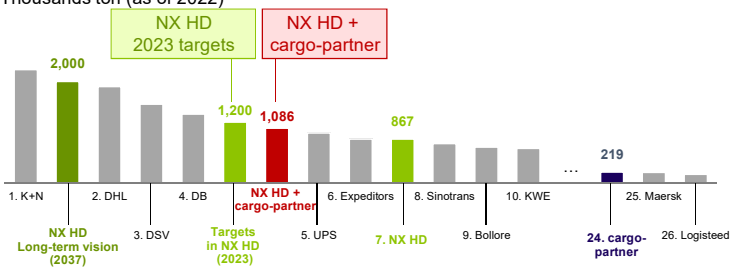


B Strengthen our competitiveness by expanding the amount of freight forwarding volume

Strengthening our competitiveness in the global markets through an increase in air and sea freight forwarding volume

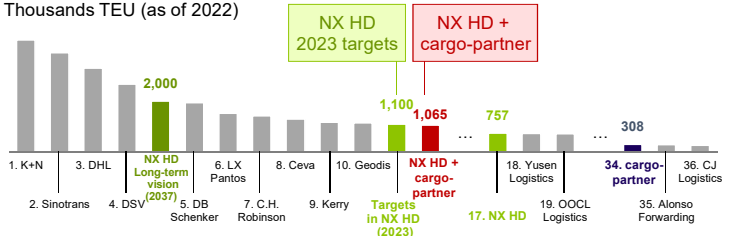
Air Freight Volume (2)

Thousands ton (as of 2022)



Ocean Freight (FCL) Volume (2)

Thousands TEU (as of 2022)



Source：Transport Topics “Top100 Logistics Companies 2023”

(1): Excludes Security transportation, heavy haulage & construction, and logistics support segment in NX HD
(2): Referred to the ranking published in Transport Topics

4. Strategic Rationale ③

C Strengthen our ability to meet global logistics demand

Addressing a variety of needs of our customers who operate their business globally, especially by strengthening our ability to meet logistics demand between Asia and Europe as well as reinforcing our global accounts team

NIPPON EXPRESS × cargo-partner

Focus on Japanese Companies	Focus on Non-Japanese Companies
Electric & telecommunication	High Tech & electronics
Automotive	Automotive & industrial spare parts
Pharmaceutical	Pharmaceuticals & healthcare
Apparel	Fashion & lifestyle
Semiconductor	Foodstuffs, perishables & retail

D Create synergies and expand / develop the business

Developing and creating synergies between our logistics businesses which are complementary due to the different areas of strengths in terms of customer base and coverage countries and areas



4. Strategic Rationale ④ : KPI Simple Calc. (1)

	NIPPON EXPRESS		cargo-partner		
Employees	73,482 (2)	+	Approx. 4,000 (3)	=	Approx. 77,500 (+5.4%)
Revenue	JPY 2,619.7 billion (2)	+	EUR 2,063 MM (Approx. JPY 309.5 billion) (4)	=	Approx. JPY 2,929.2 billion (+11.2%)
Air Freight Volume	870 thousand ton (2)	+	220 thousand ton (5)	=	Approx. 1,090 thousand ton (+25.2%)
Ocean Freight Volume	760 thousand TEU (2)	+	310 thousand TEU (5)	=	Approx. 1,060 thousand TEU (+40.7%)
Warehouse	Approx. 7,440 thousand m^2 (3)	+	Approx. 300 thousand m^2 (3)	=	Approx. 7,740 thousand m^2 (+4.0%)

(1): Simple aggregation of respective companies' KPIs
(2): As of FYE December 2022. Revenues are based on JGAAP
(3): As of April 2023
(4): As of FYE December 2022. Converted at the rate of 1 EUR = 150 JPY
(5): Referred to Transport Topics "Top100 Logistics Companies 2023"

5. PMI (Post Merger Integration) Policy

Establish a Steering Committee

Management



NX Group will second some Directors and employees. Reinforce a rapid coordination by deepening mutual understanding and expanding trusted relationships

Governance



Establish a governance structure to realize the integration of respective managements from cargo-partner and NX group

Growth Strategy

NIPPON EXPRESS × cargo-partner

Promote and implement execution plans to realize growth strategy by both NX Group and cargo-partner, via GBHQ



NIPPON EXPRESS CO., LTD. ("the Company") respects the principles of the "Fair Disclosure Rules" set forth in the Financial Instruments and Exchange Act, and through timely and appropriate disclosure of fair and highly transparent information, and through dialogues with stakeholders including shareholders and investors, the Company strives to raise the quality of corporate management and enhance corporate value in a sustainable manner, while enriching communication, and maintaining and improving relationships of mutual trust.

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