

NOTICE TO THE NOTEHOLDERS

CENTRAL NIPPON EXPRESSWAY COMPANY LIMITED
Series 3 U.S.\$250,000,000 2.849 per cent. Notes due 2022
(Common Code: 157261355 / ISIN: XS1572613559)
issued under the ¥5,432,535,000,000 Euro Medium Term Note Programme

NOTICE IS HEREBY GIVEN by Central Nippon Expressway Company Limited (the "**Issuer**") to the holders of the Series 3 U.S.\$250,000,000 2.849 per cent. Notes due 2022 (Common Code: 157261355 / ISIN: XS1572613559) (the "**Notes**") issued under the ¥5,432,535,000,000 Euro Medium Term Note Programme, of the assumption of the obligation under the Notes by the Japan Expressway Holding and Debt Repayment Agency (the "**JEHDRA**") as follows:

Assumption: Issuer's obligations under the Notes has been assumed by JEHDRA on a joint and several basis.

Assumption Date: 29 March 2019 (Japan time)

Consent: JEHDRA has provided its consent referred to in Conditions 17, 18 and 20(b) and (g) of the terms and conditions of the Notes.

Capitalised terms used herein not otherwise defined herein have the meanings set out in the terms and conditions of the Notes.

This notice is given by
CENTRAL NIPPON EXPRESSWAY COMPANY LIMITED

29 March 2019