

Ajinomoto Co., Inc. to Restructure Organization in North America in April *Division into Consumer Foods and Amino Acids/Foods for Processed Food Manufacturers to Accelerate Development of Both Businesses*

TOKYO, February 24, 2015 – With the acquisition of Windsor Quality Holdings, LP (“WF”)¹ by consolidated subsidiary Ajinomoto North America, Inc. (“AJINA”), Ajinomoto Co., Inc. (“Ajinomoto Co.”) has decided to restructure its organization in North America by dividing it into the consumer foods business and the amino acids/foods for processed food manufacturers business as of April 1, 2015. This restructuring will speed decision making, strengthen competitiveness and accelerate business development. Details of the restructuring are as follows.

Note 1. WF: A frozen foods manufacturing and sales company in which AJINA completed acquisition of full equity interest on November 5, 2014 (local time)

- I. AJINA will become a holding company and change its name to Ajinomoto North America Holdings, Inc. (“ANH”).
- II. Ajinomoto Frozen Foods U.S.A., Inc. (“AFU”) will integrate (1) (2) and (3) below as the surviving company and change its name to Ajinomoto Windsor, Inc. (“AWI”).
 - (1) WF (including its 9 group companies)
 - (2) The consumer foods business of AJINA
 - (3) Amoy North America, Inc. (“ANAI”)²

Note 2. ANAI: A wholly owned subsidiary of Ajinomoto Group company Amoy Food Ltd. that sells frozen foods in North America

- III. The amino acids/foods for processed food manufacturers business of AJINA will be transferred to Ajinomoto North America, Inc. (“ANA”), a newly established subsidiary of ANH.

1. Background and Objectives

Ajinomoto Co. has a history of nearly 100 years of business operations in North America, where its first overseas office was established. Its main businesses there are the manufacture, import, export and sale of consumer foods and *AJI-NO-MOTO*[®] and other amino acids for processed food manufacturers. North America is positioned as a priority area to be strengthened in the Ajinomoto Group’s FY2014-2016 Medium-Term Management Plan. With the acquisition of WF in 2014, Ajinomoto Co. decided to restructure its organization in North America in line with its business model to accelerate growth in the consumer foods business. Ajinomoto Co. will advance its operations by dividing them into the consumer foods business and the amino acids/foods for processed food manufacturers business, and further strengthening marketing and sales for both.

2. Future Business Development

(1) Consumer Foods Business

In the consumer foods business, where the main customers are general consumers and food service, through the integration of AFU, WF, the consumer foods business of AJINA, and ANAI in AWI, Ajinomoto Co. will comprehensively revise product development, production processes and sales channels to build a more efficient business foundation and strengthen product development and sales capabilities that match consumer preferences. In particular, Ajinomoto Co. aims to be the clear No. 1 manufacturer of Japanese, Asian³ and other ethnic⁴ frozen foods in the huge North American frozen foods market.

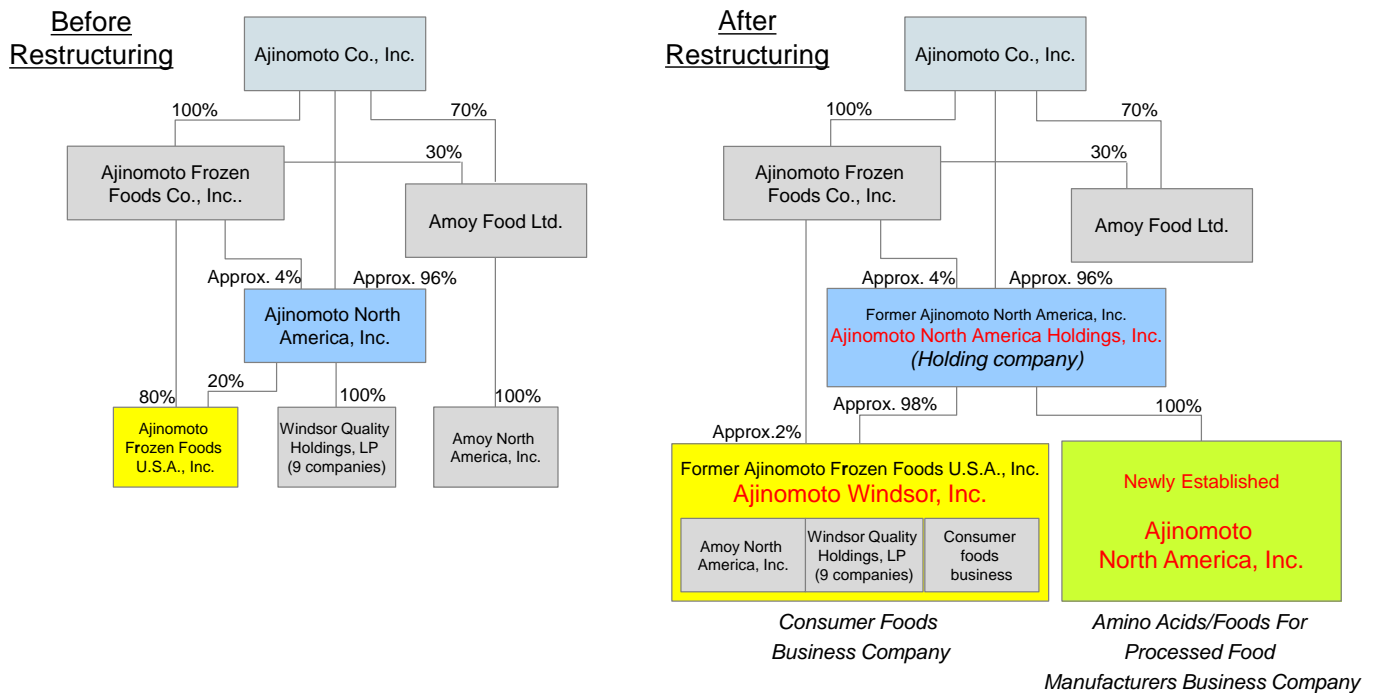
Note 3. Asian food: Includes Chinese, Korean, Thai and Indian food

Note 4. Other ethnic food: Includes Mexican and Italian food

(2) Amino Acids/Foods for Processed Food Manufacturers Business

In the amino acids/foods for processed food manufacturers business, where the main customers are processed food manufacturers and pharmaceutical companies, Ajinomoto Co. provides products and services based on customer needs. Ajinomoto Co. will continue to enhance its high-value-added product development capabilities by applying its world-leading amino acid technologies and the Ajinomoto Group’s original materials and application technologies for foods, and strengthen its ability to make proposals in the “wellness and nutrition” business field in North America.

● Organization from April 2015



Reference: Overview of companies (from April 2015)

Holding Company

- (1) Name: Ajinomoto North America Holdings, Inc.
- (2) Location: Fort Lee, New Jersey, U.S.A. (location of current AJINA head office)
- (3) Established: 2011 (predecessor Ajinomoto U.S.A., Inc. established in 1956)
- (4) Representative: Tomoya Yoshizumi, President
- (5) Number of employees: 1
- (6) Business description: Holding company of Ajinomoto Windsor, Inc. and Ajinomoto North America, Inc.
- (7) Equity ownership: Ajinomoto Co., Inc. approximately 96%
Ajinomoto Frozen Foods Co., Inc. approximately 4%

Consumer Foods Business Company

- (1) Name: Ajinomoto Windsor, Inc.
- (2) Location: Ontario, California, U.S.A.
- (3) Established: 2000 (date of establishment of the surviving company, Ajinomoto Frozen Foods U.S.A., Inc.)
- (4) Representative: Haruo Kurata, Chairman
- (5) Number of employees: Approximately 1,900
- (6) Business description: Manufacture and sale of seasonings and frozen foods for home use and food service
- (7) Products handled: Seasonings, frozen foods
- (8) Equity ownership: Ajinomoto North America Holdings, Inc. approximately 98%
Ajinomoto Frozen Foods Co., Inc. approximately 2%
- (9) Sales territory: U.S.A., Canada and Mexico

Amino Acids/Foods for Processed Food Manufacturers Company

- (1) Name: Ajinomoto North America, Inc.
- (2) Location: Fort Lee, New Jersey, U.S.A. (location of current AJINA head office)
- (3) Established: February 2015
- (4) Representative: Tomoya Yoshizumi, President
- (5) Number of employees: Approximately 400
- (6) Business description: Manufacture and sale of amino acids and foods for processed food manufacturers
- (7) Products handled: Amino acids, seasonings for processed food manufacturers and others
- (8) Equity ownership: Ajinomoto North America Holdings, Inc. 100%
- (9) Sales territory: U.S.A., Canada and Mexico

About Ajinomoto Co.

Ajinomoto Co. is a global manufacturer of high-quality seasonings, processed foods, beverages, amino acids, pharmaceuticals and specialty chemicals. For many decades Ajinomoto Co. has contributed to food culture and human health through wide-ranging application of amino acid technologies. Today, the company is becoming increasingly involved with solutions for improved food resources, human health and global sustainability. Founded in 1909 and now operating in 26 countries and regions, Ajinomoto Co. had consolidated net sales of JPY 991.3 billion (USD 11.0 billion) in fiscal 2013. For more about Ajinomoto Co. (TYO: 2802), visit www.ajinomoto.com.

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