

June 27, 2002

To Shareholders

Yoji Ohashi
President & Chief Executive Officer
All Nippon Airways Co., Ltd.
5-10, Haneda Airport 3-chome
Ota-ku, Tokyo 144-0041, Japan

**Agenda Items Approved at the 57th
Ordinary General Meeting of Shareholders**

We are pleased to announce that the 57th Ordinary General Meeting of Shareholders was held today and wish to notify shareholders of the items approved as follows.

Reports Presented and Agenda Items Approved

Reports Presented:

Reports were presented on the following items: the balance sheets as of March 31, 2002, the business report for the 52nd operating period (April 1, 2001, to March 31, 2002), and the statements of operations.

Agenda Items Approved

Item 1: Approval of the proposed appropriation of loss for the 52nd operating period

This item was approved as presented. We regret that the Company will not pay a cash dividend for the operating period.

Item 2: Certain sections of the Articles of Incorporation

This item was approved as presented. The content of the item was as follows:

1. Following the passage and implementation of the Law Concerning Revision of a Portion of the Commercial Code and Other Laws (Law No. 79, 2001) on October 1, 2001, shares with a par value have been eliminated along with legally specified stock trading units, while a new stock trading unit (Tangenkabu) specified at the discretion of companies has been created. In addition, the basis for determining a quorum at shareholders' meetings has been changed to the total number of votes of all shareholders.

Moreover, the Law Regarding Special Measures under the Commercial Code for Procedures to Amortize Shares (Law No. 55, 1997) has been abolished. In addition, as a result of the passage and implementation of the Law Revising a Portion of the Commercial Code (Law No. 128, 2001) on April 1, 2002, regulations concerning the electronic delivery of company disclosure documents have been put in order, and the other revised. Accompanying these revisions, the Company proposed revisions and changes in certain articles.

2. To clarify the responsibilities of directors for the Company's performance in each business year they hold office, the Company proposed that the term of directors be shortened to one year. Regarding this change, the one-year term will become effective with the directors elected at the Ordinary General Meeting of Shareholders to be held in 2003.

Item 3: Reduction in capital surplus

Following the passage and implementation of the Law Concerning Revision of a Portion of the Commercial Code and Other Laws (Law No.

79, 2001) on October 1, 2001, the Company is able to adopt a more flexible capital policy and make use of its capital surplus. Under this item, the Company proposed the transfer ¥82,600,000,000 of the total of ¥104,232,940,915 in its capital surplus to retained earnings.