

## **Notice on Change of Share Unit, Consolidation of Shares And Associated Partial Change of Articles of Incorporation**

**Tokyo, April 27, 2018** – Fujitsu Limited (“Fujitsu”) announces that it has made a resolution at its Board of Directors Meeting held today to amend part of its Articles of Incorporation according to the provision of the Article 195 (1) of Companies Act to change share unit of the Fujitsu’s shares to comply with a request of Japanese Stock Exchange to which standardize the trading units for common shares issued by all listed domestic corporations at 100 shares by October 1, 2018, based on the “Action Plan for Consolidating Trading Units.”

Fujitsu also made a resolution to consolidate its ten shares into one share for the objective of maintaining investment unit with the proviso that it should be approved by the 118<sup>th</sup> annual shareholders meeting.

Please let us notify to change of unit share, consolidation of shares, associated partial change of articles of incorporation and the way of thinking and policies concerning lowering of the Company’s investment unit as follows:

1. Change of share unit

(1) Details on change

Fujitsu will change its share unit from 1,000 shares to 100 shares.

(2) Effective date

October 1, 2018, Monday

(Ref.) While the effective date of the change of share unit will be October 1, 2018, trading of 100 share unit at the Tokyo Stock Exchange will start in September 26, 2018 due to transfer procedure after trading shares.

2. Consolidation of shares

(1) Details of consolidation

a. Type of shares to be consolidated

Common shares

b. Consolidation ratio and Effective Date

Every ten (10) shares will be consolidated into one (1) share on October 1, 2018 based on the number of shares held by shareholders recorded in the latest Register of Shareholders as of September 30, 2018.

c. Reduced number of shares as a result of consolidation

|  |                      |
|--|----------------------|
| Total number of shares outstanding before share consolidation (March 31, 2018)         | 2,070,018,213 shares |
| Reduced number of shares as a result of share consolidation (preliminary calculation)  | 1,863,027,067 shares |
| Total number of shares outstanding after share consolidation (preliminary calculation) | 206,991,146 shares   |

Note: This preliminary calculation for “Reduced number of shares as a result of share consolidation” and “Total number of shares outstanding after share consolidation” is based on current Shareholder Register as of March 31, 2018.

d. Total Number of Authorized Shares as of Effective Date  
500 million shares (5 billion shares before consolidation)

(2) Reduced number of shareholders as a result of consolidation

Shareholder composition according to current Shareholder Register as of March 31, 2018 is as follows:

|                                   | Number of shareholders<br>(percentage) | Number of holding shares<br>(percentage) |
|-----------------------------------|--|--|
| Holding less than 10 shares alone | 2,619 (1.69%)                          | 5,649 shares (0.00%)                     |
| 10 shares or more                 | 152,273 (98.31%)                       | 2,070,012,564 shares<br>(100%)           |
| Total                             | 154,892 (100%)                         | 2,070,018,213 shares<br>(100%)           |

Supposing that the shares are consolidated with the above shareholder composition, 2,619 shareholders (total holding shares: 5,649 shares) holding less than ten shares will lose their status of shareholder.

(3) Transaction for fractional share number less than one

If consolidation of shares produces any fraction less than one share in the number of the shares, under the provision of the Article 235 of Companies Act, all the fractions of shares are disposed of at one time, and their proceeds are allocated to those shareholders of fractional shares on a pro rata basis.

(4) Conditions for consolidation

Consolidation of shares pre-supposes approval of agenda item on consolidation of shares as originally drafted at the 118<sup>th</sup> annual shareholders meeting.

3. Partial change of Articles of Incorporation

(1) Details in change

Details in change are as follows:

(Underlined words indicate change)

| Current articles of incorporation  | Changed articles of incorporation   |
|--|---|
| Article 6 (Total Number of Authorized Shares)<br>The total number of authorized shares that may be issued by the Company shall be <u>five billion</u> (5,000,000,000). | Article 6 (Total Number of Authorized Shares)<br>The total number of authorized shares that may be issued by the Company shall be <u>500 million</u> (500,000,000). |
| Article 7 (Share Unit)<br>The Share Unit of the Company shall be one <u>thousand</u> (1,000) shares.   | Article 7 (Share Unit)<br>The Share Unit of the Company shall be one <u>hundred</u> (100) shares.   |

(2) Effective Date

October 1, 2018, Monday.

This pre-supposes approval of the above 2 by voting as drafted.

4. Major Timelines

|                                      |   |
|--------------------------------------|---|
| April 27, 2018 (Friday) (Today)      | Resolution of the board of directors meeting      |
| June 25, 2018 (Monday) (TBD)         | the 118 <sup>th</sup> annual shareholders meeting |
| September 25, 2018 (Tuesday) (TBD)   | Final trading day at 1,000 share unit             |
| September 26, 2018 (Wednesday) (TBD) | Initial trading day at 100 share unit             |
| October 1, 2018 (Monday) (TBD)       | Effective Date                                    |

5. Way of thinking and policies on lowering investment unit

(1) Way of thinking on lowering investment unit

We believe that lowering investment unit will raise liquidity of shares and help a wider range of investors participate in the market and should eventually constitute one of important measures for revitalizing stock market.

(2) Policies on lowering investment unit

We believe that, at present, the Company's liquidity of shares is fully secured, whereas we continue to consider lowering of investment unit from now on in terms of share price and liquidity of shares.

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## About Fujitsu

Fujitsu is the leading Japanese information and communication technology (ICT) company, offering a full range of technology products, solutions, and services. Approximately 140,000 Fujitsu people support customers in more than 100 countries. We use our experience and the power of ICT to shape the future of society with our customers. Fujitsu Limited (TSE: 6702) reported consolidated revenues of 4.1 trillion yen (US \$39 billion) for the fiscal year ended March 31, 2018. For more information, please see <http://www.fujitsu.com>