Exhibit A

Reports on the 109th Business Period

FUJITSU LIMITED

Note:

This English version of *Reports on the 109th Business Period* is translation for reference only. The style of this English version differs slightly from the original Japanese version.

FUJITSU Way

On April 1, 2008, Fujitsu published a fully revised FUJITSU Way. The FUJITSU Way embodies the philosophy of the Fujitsu Group, articulates the Group's overarching values, and defines concrete principles and a code of conduct that Group employees follow in their daily business activities.

The FUJITSU Way will facilitate management innovation and promote a unified direction for the Group as we expand our global business activities.

Guided by the FUJITSU Way, our employees will strive to maximize the value of the Fujitsu Group and enhance our contributions to society.

Corporate Vision

Through our constant pursuit of innovation, the Fujitsu Group aims to contribute to the creation of a networked society that is rewarding and secure, bringing about a prosperous future that fulfils the dreams of people throughout the world.

Corporate Values

What we strive for :

Society and Environment	In all our actions, we protect the environment and contribute to society.
Profit and Growth	We strive to meet the expectations of customers, employees and shareholders.
Shareholders and Investors	We seek to continuously increase our corporate value.
Global Perspective	We think and act from a global perspective.

What we value:

Employees	We respect diversity and support individual growth.
Customers	We seek to be their valued and trusted partner.
Business Partners	We build mutually beneficial relationships.
Technology	We seek to create new value through innovation.
Quality	We enhance the reputation of our customers and the reliability of social infrastructure.

Principles

Global Citizenship	We act as good global citizens, attuned to the needs of society and the environment.
Customer-Centric Perspective	We think from the customer's perspective and act with sincerity.
Firsthand Understanding	We act based on a firsthand understanding of the actual situation.
Spirit of Challenge	We strive to achieve our highest goals.
Speed and Agility	We act flexibly and promptly to achieve our objectives.
Teamwork	We share common objectives across organizations, work as a team and act as responsible members of the team.

Code of Conduct

- We respect human rights.
- We comply with all laws and regulations.
- We act with fairness in our business dealings.
- We protect and respect intellectual property.
- We maintain confidentiality.
- We do not use our position in our organization for personal gain.

Business Policy

- We use Field Innovation to find new approaches and the inspiration to improve ourselves, while delivering added value to our customers.
- We provide global environmental solutions in all our business areas.
- Fujitsu Group companies work together to accelerate our global business expansion.

To Our Shareholders

We are pleased to report to you the financial results of our 109th business period (covering fiscal year 2008, from April 1, 2008 to March 31, 2009).

During fiscal 2008, the global economy remained firm in the first half, despite a slowdown in the U.S. economy and soaring raw material prices. Beginning with the financial crisis in the second half, however, the global economy was impacted by a severe downturn. On account of the rapid appreciation of the yen as well as deteriorating global economic conditions, the Japanese economy also suffered from a general slump in exports, resulting in a harsh business environment.

Under such economic conditions, on a consolidated basis, we posted operating income of 68.7 billion yen, ordinary income of 15.0 billion yen, and a net loss of 112.3 billion yen. On an unconsolidated basis, we posted operating income of 40.7 billion yen, ordinary income of 94.8 billion yen, and net income of 47.8 billion yen.

Our basic dividend policy is to provide shareholders with a stable return while securing sufficient retained earnings to strengthen our financial base and support new business development opportunities that will result in improved long-term performance.

In this period, in addition to the precipitous deterioration in our financial results under the impact of the global financial crisis, we posted extraordinary losses due in part to business restructuring expenses, and we recorded a net loss. We regret to say that, in order to strengthen our financial structure rapidly, we will pay a year-end dividend of 3 yen per share, or 2 yen per share less than projected at the beginning of the fiscal year. Combined with the interim dividend of 5 yen per share, this payment results in an annual dividend of 8 yen per share, the same level as the previous fiscal year. As we take into account our level of earnings in the future, once we have accumulated a sufficient level of retained earnings, we will aim to pay a higher level of dividends to our shareholders.

Through our constant pursuit of innovation, we aim to contribute to the creation of a networked society that is rewarding and secure, bringing about a prosperous future that fulfills the dreams of people throughout the world. In this way, we seek to grow, realize profits, and continuously increase our corporate value.

In all our business activities, we aim to contribute to the success of our customers and grow with them as their valued and trusted partner.

We would like to ask you, our valued shareholders, for your continued support and guidance in our business going forward.

May 2009

Michiyoshi Mazuka, Chairman
Kuniaki Nozoe, President

Report on Business Operations

1. Business Overview (April 1, 2008 to March 31, 2009)

(1) Trends and Results for the Consolidated Group

a) Overview

During fiscal 2008, the global economy remained firm in the first half, despite a slowdown in the U.S. economy and soaring raw material prices. Beginning with the financial crisis in the second half , however, the global economy was impacted by a severe downturn. On account of the rapid appreciation of the yen as well as deteriorating global economic conditions, the Japanese economy also suffered from a general slump in exports, resulting in a harsh business environment.

With respect to the IT market, under such economic conditions, constraints on capital investments in hardware by the corporate sector intensified during the second half of the period. Consumer spending was also sluggish, as reluctance to purchase PCs and price resistance became more pronounced and upgrade cycles for mobile phones lengthened. Moreover, with regard to HDDs, LSI devices, and electronic components, demand declined rapidly, due to the impact of inventory adjustments for such end-user products as digital home electronics and automobiles as well as a drop in demand for IT equipment.

During the period, while strengthening our solution business in Japan, we worked to buttress our business promotion structure to expand our business outside Japan through such initiatives as restructuring our North American operations and making Fujitsu Siemens Computers, which had been a joint venture with Siemens AG of Germany, into a wholly-owned subsidiary of Fujitsu Limited. Moreover, in response to the rapid deterioration of profitability for such products as HDDs and LSI devices as a result of the economic slowdown in the second half, we accelerated our structural reform initiatives in these areas. In regard to our HDD business, we terminated manufacture and development of HDD heads at the end of the period and came to agreements to transfer our disk drive operations and HDD media businesses to Toshiba Corporation and Showa Denko K.K., respectively. In regard to our LSI device business, in light of the dramatic decline in demand, we have conducted a review of our production structure and, in conjunction with this, decided to reallocate staff with Fujitsu.

In regard to consolidated net sales, while sales of services and network products increased in Japan, sales outside Japan declined due to the impact of lower sales of UNIX servers as well as the effect of currency exchange translation on overall operations outside Japan on account of yen appreciation in the second half. In addition, sales of PCs, HDDs, LSI devices, and electronic components declined significantly in the second half both in Japan and outside Japan on account of the impact of the severe economic slowdown, and sales of mobile phones likewise declined due to a longer upgrade cycle. As a result, consolidate net sales were 4,692.9 billion yen, a decline of 12.0% compared to fiscal 2007.

Consolidated operating income was 68.7 billion yen, a decline of 136.2 billion yen compared to fiscal 2007. Although consolidated operating income in the Technology Solutions segment increased, despite a very difficult market environment, overall consolidated operating income declined as a result of widening losses in HDDs and LSI devices in the second half of fiscal 2008. Consolidated ordinary income was 15.0 billion yen, a decline of 147.7 billion yen from the prior fiscal year, as a result of equity in losses of affiliates.

Fujitsu posted a consolidated net loss of 112.3 billion yen for fiscal 2008, representing a deterioration of 160.4 billion yen compared to fiscal 2007, as a result of losses associated with transferring the HDD business and reorganizing the production of LSI devices, in addition to valuation losses on investment securities resulting from a decline in equity prices.

b) Comparison of FY 2008 Results and Initial Projections

Billions of Yen

	Projections at Start of Fiscal Year	*FY 2008 Results*	*Divergence*
Net sales	¥5,350.0	¥4,692.9	¥ - 657.0
Operating income	220.0	68.7	- 151.2
Ordinary income	185.0	15.0	-169.9
Net income	100.0	-112.3	-212.3

At the start of fiscal 2008, amid concerns over the impact on Europe and Asia of a slowdown in US economic growth as a result of higher commodity prices, we expected IT spending to increase, spurred by demand to support global corporate expansion. At that time, we projected consolidated net sales of 5,350.0 billion yen, consolidated operating income of 220.0 billion yen, consolidated ordinary income of 185.0 billion yen, and consolidated net income of 100.0 billion yen for fiscal 2008.

In addition to continued initiatives to increase the profitability of our business in servers and other hardware products by strengthening the cooperation between our product development and sales teams, we made preparations to implement our Field Innovation program, which is designed to provide proposals for continuous improvement from a customer-centric perspective. Moreover, in light of the rapid deterioration in economic conditions from the start of the second half of the fiscal year, we implemented thorough cost reductions, strengthened the profitability of our business in Japan, primarily our Services business, reorganized our business outside Japan, and implemented further selection and concentration in our business to focus on core competencies and strengthen corporate fundamentals.

Consolidated net sales in fiscal 2008 fell well below our initial projections. In Japan, although sales of system integration services were relatively robust, sales of PCs, mobile phones, HDDs, and electronic components all declined. Outside of Japan, in addition to the adverse impact of yen appreciation, sales of UNIX servers, PCs, LSI devices, and electronic components were hurt by deteriorating market conditions.

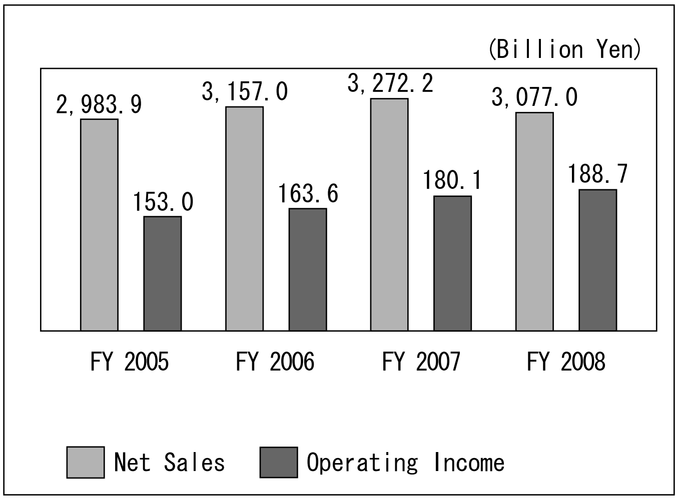
Consolidated operating income also fell short of our initial projections, despite progress in reducing expenses and generating cost efficiencies, as the deterioration in market conditions reduced profitability in our PCs, HDDs, LSI devices, and electronic components businesses.

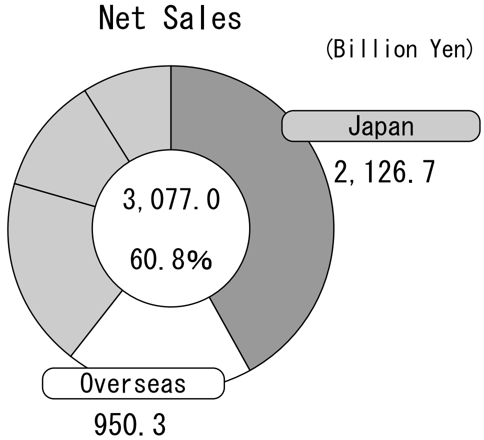
Consolidated ordinary income was far below our initial projections as a result of the decline in operating income, foreign exchange losses recorded in light of the rapid appreciation of the yen, and the deterioration in equity in earnings of affiliates.

There was a gain on sales of shares in a cable television company and other investment securities, but there were also impairment losses for the buildings and equipment of the Mie Plant's Fab No. 2 as a result of the change in usage plans, losses associated with the transfer of the HDD business, and valuation losses on the sharp price decline on listed securities.

As a result of these factors, Fujitsu reported a consolidated net loss, falling well short of the net income initially projected.

c) Overview by Business Segment
Technology Solutions





※Net Sales include intersegment sales

The Technology Solutions segment consists of Services and System Platforms, which includes systems integration services and outsourcing services and platforms which support these services.

Consolidated net sales in the Technology Solutions segment for fiscal 2008 were 3,077.0 billion yen, a 6.0% decrease from fiscal 2007. Sales in Japan rose by 1.2%, primarily on higher sales of systems integration services. Sales outside Japan declined by 18.8%, but sales of services on the European continent increased. Excluding the impact of yen appreciation, sales outside Japan were essentially unchanged from the previous year.

Operating income for the segment was 188.7 billion yen, an increase of 8.5 billion yen over the same period last year, despite the impact of lower sales of UNIX servers and upfront costs related to expanding the private-sector services business in Europe, as these effects were offset by greater cost efficiencies and the impact of higher sales in the Services business in Japan and results in the previous year were impacted by losses on an unprofitable project in our UK services business.

Services

In the Services sub-segment, data center capabilities were enhanced to accommodate an expansion of outsourcing business in Japan. To strengthen business outside of Japan, in addition to building internal organizational structures to support a unified strategy and faster decision-making, in October 2008 three solutions subsidiaries in North America were integrated.

Net sales in the Services sub-segment for fiscal 2008 were 2,427.7 billion yen, down 5.1% from the prior year. In Japan, in addition to higher sales of systems integration services, primarily to the public sector and the financial services sector, sales of outsourcing services increased. Outside of Japan, sales declined as a result of yen appreciation, but business with private-sector customers, particularly on the European continent, increased. Excluding the impact of yen appreciation, sales outside of Japan increased by 5%.

Operating income for the Services sub-segment was 163.3 billion yen, an increase of 22.8 billion yen over fiscal 2007. Despite the burden of upfront costs related to expanding capabilities in the private-sector European services business and the negative impact of yen appreciation, operating income increased as a result of higher sales and greater cost efficiencies in the systems integration business in Japan and because results in the previous year were impacted by losses on an unprofitable project in our UK services business.

In the Services sub-segment, by improving systems quality through Field Innovation, strengthening our sales organization, and enhancing the capabilities of our data centers, we will strive to further raise earnings while continuing initiatives to reduce costs. In addition, by delivering a consistent set of services globally, we will seek to enhance and expand our business.

System Platforms

In order to increase profitability in a challenging market, the System Platforms sub-segment, while making efforts to further reduce costs, worked to strengthen the price competitiveness of its products by instituting unified global product lines.

Net sales in the System Platforms sub-segment for fiscal 2008 were 649.3 billion yen, a decline of 8.9% compared to the prior year. In Japan, despite sluggish sales of mobile phone base stations and other products, sales of routers to telecom carriers increased, and overall sales were roughly the same as in the previous year. Sales outside Japan decreased, with sales of UNIX servers declining as a result of the deteriorating economic conditions in Europe and North America. In addition, there were lower sales of optical transmission systems in the UK.

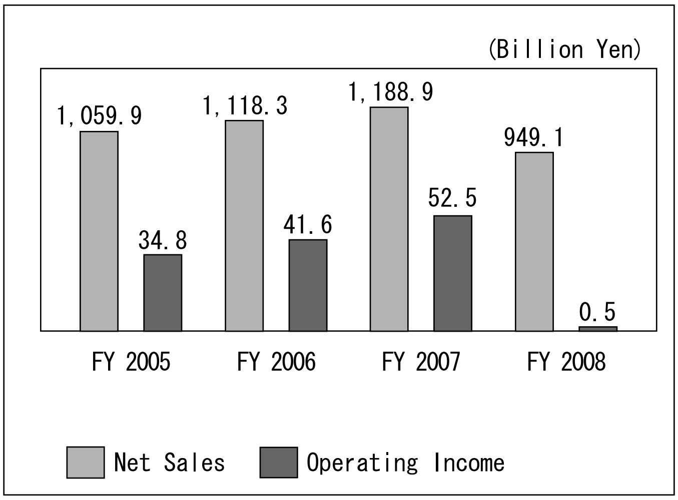
Operating income was 25.3 billion yen, a decline of 14.3 billion yen from the previous year. Greater cost efficiencies in the mobile phone base station business and the impact of higher sales of router equipment to telecom carriers in Japan were outweighed by the impact of lower sales of UNIX servers outside Japan and delays in generating costs efficiencies in optical transmission systems for North America.

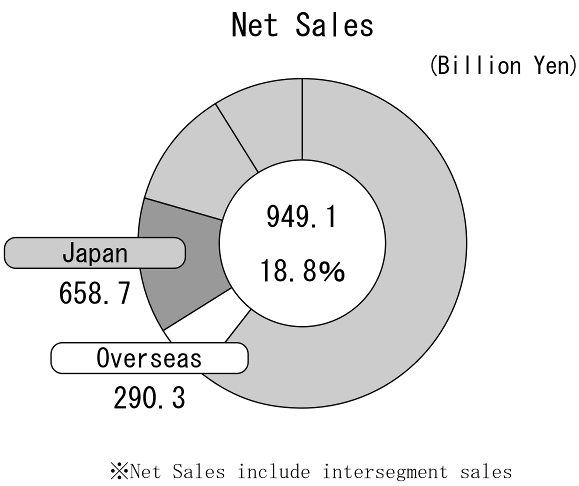
In the System Platforms sub-segment, by creating a globally unified supply chain, we will seek to strengthen our cost competitiveness. In addition, we will seek to expand our hardware business and raise the profitability of our business outside Japan.

In November 2008, Fujitsu reached an agreement to acquire Siemens's 50% stake in the German joint venture Fujitsu Siemens Computers, changing the name to Fujitsu Technology Solutions and making the company a wholly owned subsidiary of Fujitsu in April 2009.

Positioning Fujitsu Technology Solutions as one key engine for expanding our business outside of Japan, we will pursue the development of globally-competitive servers. At the same time, by leveraging synergies with UK-based Fujitsu Services, we will seek to expand our Services business outside of Japan.

Ubiquitous Product Solutions





The Ubiquitous Product Solutions segment is comprised of products such as PCs, mobile phones and HDDs, all indispensable to a ubiquitous networking society.

In fiscal 2008, in the midst of a difficult market environment, while taking initiatives to further reduce costs and strengthen our product lines, we pursued a structural transformation of our business, such as the decision to transfer our HDD business. In PCs, we aimed to increase sales with the launch of easy-to-use products and models with attractive design features. In November 2008, we launched the “FMV RakuRaku PC”, which is geared toward PC novices. In mobile phones, we sought to differentiate ourselves by enhancing our line of universal design models and by launching new models, including sleek water-resistant mobile phones, as well as through tie-ins with famous brands.

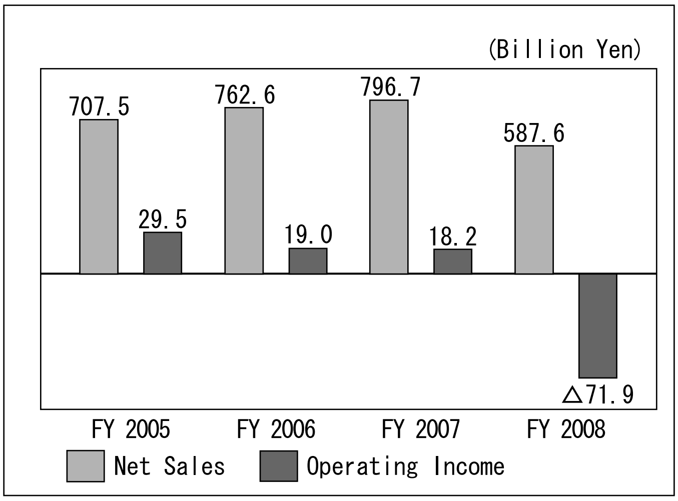
Net sales in the Ubiquitous Product Solutions segment were 949.1 billion yen, a decrease of 20.2% from fiscal 2007. Sales in Japan declined on lower sales of PCs as a result of intensified price competition and sluggish sales to corporations in addition to lower sales of mobile phones as a result of a longer handset upgrade cycle. Sales outside Japan declined because of intensified competition in the market for HDDs as well as weak sales of PCs, especially in Europe, as a result of deteriorating market conditions.

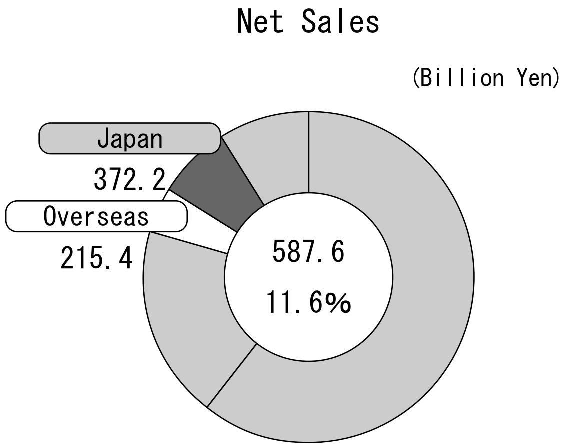
Operating income was 0.5 billion yen, a decrease of 52.0 billion yen compared to fiscal 2007. In addition to the impact of intensified global competition in PCs and HDDs, operating income declined as a result of higher costs in mobile phones associated with increasing their functionality, as well as the impact of lower sales.

In the Ubiquitous Product Solutions segment, we will seek to provide value-added products that meet a variety of customer needs. In mobile phones, while closely following market trends, we will seek to expand our business outside of Japan. We will also work to further reduce costs and generate development efficiencies.

We plan to complete the transfer of our HDD business in July 2009.

Device Solutions





※Net Sales include intersegment sales

The Device Solutions segment consists of LSI devices and related electronic components used in digital home appliances, automobiles, mobile phones, servers and other products.

In fiscal 2008, in addition to strengthening our ASIC (*1) business, an area which our LSI device business has long emphasized, and our business in ASSP (*2), an area with high growth prospects, we also strengthened our sales capabilities in Asia, particularly in China.

Net sales in the Device Solutions segment were 587.6 billion yen, a decrease of 26.2% compared to fiscal 2007. In Japan, sales of LSI devices declined starting since the latter half of the second quarter as a result of widespread inventory adjustments in various industries, especially the digital home appliance industry and the automotive industry. In addition, sales of Flash memory for mobile phones as well as sales of electronic components declined on the deterioration in market conditions. Sales outside of Japan also declined, primarily as a result of weak market conditions, especially for electronic components, and the impact of yen appreciation.

The segment posted an operating loss of 71.9 billion yen in fiscal 2008, representing a deterioration of 90.2 billion yen compared to the previous year. Capacity utilization rates in the production lines of our LSI device business fell starting since the latter half of the second quarter as a result of sharp decline in market conditions. Results for electronic components also suffered because of the sudden drop in demand and the adverse foreign exchange impact.

In standard logic products (130nm or prior generation devices), the Device Solutions segment is implementing structural reforms, including consolidating production lines and streamlining overlapping administrative operations, and reassigning employees to other positions within the Fujitsu Group. In addition, we are further concentrating our development resources on growth areas, particularly ASSPs, and working to create products that have superior competitiveness in global markets. Furthermore, for 40nm generation devices and beyond, we are concentrating our management resources on the design and development of ASSPs and ASICs while shifting our business structure with the premise of contracting production to outside foundries.

*1 ASIC:
Application Specific Integrated Circuit. Customized ICs with specific functions.
*2 ASSP:
Application specific standard product. LSI products for specific applications.

Other Operations

Net sales in Other Operations, which includes sales of Fujitsu Ten Limited, a company selling car audio and navigation equipment along with electronic equipment for automobile controls, as well as sales of subsidiaries that provide products and services within the Fujitsu Group, were 446.2 billion yen, a decline of 15.3% compared to fiscal 2007. Operating income was 4.1 billion yen, a decline of 10.1 billion compared to the prior year.

(2) Capital Expenditures

Capital expenditures in fiscal 2008 totaled 167.6 billion yen, a reduction of 32.7% compared to fiscal 2007.

In the Technology Solutions segment, capital expenditures were 87.7 billion yen. In addition to acquiring ownership rights to the land and buildings of Fujitsu Solutions Square, which is an important business site for the company in Japan, we upgraded facilities and equipment in order to accommodate growth in the outsourcing business in the UK as well as data center facilities and equipment in Japan.

In the Ubiquitous Product Solutions segment, capital expenditures were 18.7 billion yen, comprising investments in equipment for new PC and mobile phone models as well as investments in equipment for perpendicular magnetic recording in HDDs.

In the Device Solutions segment, capital expenditures were 39.6 billion yen. This amount included investments at the Mie Plant's 300mm wafer Fab No. 2 facility for advanced logic LSI devices and equipment upgrades for standard logic LSI devices, in addition to capital investments relating to electronic components.

Outside of the above segments, there were 21.5 billion yen in other capital expenditures.

(3) Capital Procurement

During fiscal 2008, we refrained from raising capital through the issuance of any new shares or bonds.

(4) Research and Development

Under its policy of creating new value for customers and contributing to the development of a networked society, Fujitsu carried out Research and Development in a variety of advanced technologies, including Research and Development in next-generation services, servers, and networks, as well as in the chip devices that support them, and in green IT technologies.

Research and Development spending in fiscal 2008 totaled 249.9 billion yen. Spending on basic research that is not allocated to a particular segment was 31.2 billion yen, which was included the total spending.

Research and Development spending in each of the business segments is explained below.

Technology Solutions

This segment focuses on Research & Development in IT platform products and technologies in the areas of servers, storage systems, software, optical transmission systems, and mobile systems, along with the system development and management technologies utilizing these products and technologies.

・A new supercomputer system by Fujitsu comprised of its FX1 technical computing server and Parallelnavi middleware was shown, running the LINPACK (*1) benchmarking tool, to achieve a performance of 110.6 teraflops (*2) and computing efficiency (*3) of 91.19%. These results would place the supercomputer at the top of the November 2008 world's TOP500 (*4) list of supercomputers in terms of computing efficiency and rank it first in Japan in terms of performance. This system, a new supercomputer system for the Japan Aerospace Exploration Agency (JAXA), began operations in April 2009.

*1 LINPACK: A program for measuring computer performance.
*2 Teraflop: One trillion floating point operations per second.
*3 Computing efficiency: The ratio of actual execution performance against theoretical performance.
*4 TOP500:A project that compares the performance of the world's supercomputers.

・In addition to ever-higher levels of server performance, enterprises now want their IT systems to be environmentally friendly, consuming less power and taking up less space.
Fujitsu developed a power-efficient and compact multiple-channel high-speed transceiver circuit that enables high-speed transmission at 10 gigabits-per-second (10Gbps) when used in backplanes, which are circuit boards that act as transmission conduits of blade server systems that multiple servers in a high-performance system. It utilizes a new control method that minimizes signal distortion resulting from transmission losses as well as noise. Compared to conventional technology, this 4-channel, 10Gbps transceiver circuit requires only one-fourth the power consumption and just half the area.

・There is increasing demand for wireless communications systems that enable broadband content to be accessed through mobile phones. In collaboration with NTT DoCoMo, Inc., Fujitsu conducted successful field testing for Long-term Evolution (LTE) (*5), a next-generation standard for wireless communications. The testing took place in the Special Ubiquitous Zone, an area of the northern Japanese city of Sapporo designated by the Ministry of Internal Affairs and Communications in 2008. Using jointly-developed wireless LTE base station prototypes, we were able to achieve high-speed wireless transmissions of up to 120 Mbps (using 10 MHz bandwidth), according to evaluations of transmission features using spatial multiplexing technology (4x4 MIMO) (*6). Calculated using the maximum bandwidth that LTE allows, this is equivalent to approximately 35 times the transmission speeds achieved using current 3.5G mobile phone systems. LTE will enable transmission of high-definition videos as well as a variety of other data.

*5 LTE: Long-Term Evolution.
The name for the wireless communications standard devised by members of 3GPP (a project to develop detailed specifications for IMT-2000 W-CDMA).
*6 4x4 MIMO:
MIMO (multiple-input, multiple-output) is a transmission method that uses multiple antennas transmitting/receiving different signals on the same frequency. Four antennae were used in the field test.

Research and Development spending for the Technology Solutions segment was 136.0 billion yen.

Ubiquitous Product Solutions

This segment develops PCs, mobile phones, HDDs, and other products and technologies critical to the ubiquitous networking era.

・Fujitsu developed high-resolution color electronic paper (color e-paper) that features an easy-to-view screen and faster re-draw speeds compared to previous versions. Through the alignment of the liquid crystal molecules, we were able to develop a screen that offers 1.5 times higher brightness and 1.5 times greater contrast. In addition, by increasing the speed of the drive circuit, re-draw speed was also enhanced by 1.7 times.

Using these technologies, in March 2009 we launched general sales of “FLEPia”, the world's first mobile terminal that uses color e-paper.

“FLEPia” enables users to purchase and view reading material from the internet, making it easy to enjoy reading while on the go. In addition, it comes with a digital photo frame function that, in addition to serving as a digital photo frame, enables users to run software applications, such as email and spreadsheet programs.

Research and Development spending for the Ubiquitous Product Solutions segment was 36.1 billion yen.

Device Solutions

Research and Development in for this segment focuses on developing logic LSI products, electronic components (semiconductor packages, SAW devices, etc.), and various other products and technologies.

・Fujitsu developed the world's first radio frequency (RF) transceiver chip produced with 90 nm CMOS process technology that operates at the 77 gigahertz (77GHz) frequency and is designed for use in automotive radars. The novel miniaturization technologies for signal-distribution circuitry and matching circuitry were developed for the new transceiver chip that enable the integration of all necessary functions onto a single chip.

By miniaturizing and embedding onto a single chip the automotive radar signal processing circuits that were previously comprised of multiple chips, the cost of automotive radar is expected to be significantly reduced, thereby promoting its widespread use.

・Fujtisu developed new H.264 (*7) CODEC LSI devices that encode and decode Full HD (1,920 dots x 1,080 lines) video in the H.264 format. The ultra-low power “MB86H55” features power consumption of only 500mW during encoding, an industry-leading level for low power consumption. The “MB86H56” offers processing of Full HD video at 60 frames per second, improving picture quality even further. Samples shipments of both products were available as of April 2009.

The two products facilitate the creation of smaller, more energy-efficient digital camcorders, audio-visual equipment, commercial broadcast equipment, and security cameras, while enabling the recording, playing and transmission of superior picture quality HD video.

*7 H.264:

A video compression standard that offers more compression than MPEG-2 or other earlier formats.

Research and Development spending for the Device Solutions segment was 37.2 billion yen.

Other Operations

Research and Development spending for Other Operations was 9.1 billion yen.

(5) Acquisition or Disposition of Other Companies’ Shares and Other Equity or New Share Warrants, Etc.

・To strengthen our solutions business in North America, on October 1, 2008, U.S.-based subsidiaries Fujitsu Consulting Holdings, Inc., Fujitsu Computer Systems Corporation and Fujitsu Transactions Solutions Inc. were brought together through an in-kind equity contribution under a newly established company, Fujitsu North America Holdings, Inc.

- On April 1, 2009, Fujitsu Limited acquired Siemens's 50% stake in the joint venture Fujitsu Siemens Computers (Holding) B.V., making the company a wholly owned subsidiary of Fujitsu Limited, and changed the corporate name to Fujitsu Technology Solutions (Holding) B.V.

- On April 30, 2009, Subsidiary Fujitsu Australia Limited acquired from Telstra Corporation, the Australian telecommunications company, 100% of the shares in Telstra's IT services subsidiary, KAZ Group. The acquisition enable Fujitsu to deliver comprehensive services, from consulting to applications and IT infrastructure services, to customers in the Australian market. To fund the acquisition, Fujitsu Australia Limited implemented a capital increase that was subscribed to by Fujitsu Limited.

- On May 1, 2009, Fujitsu Limited subscribed to an equity private placement of equity-method affiliate FDK Corporation, converting the company into a consolidated subsidiary of Fujitsu Limited.

(6) Key Challenges Ahead

Through our constant pursuit of innovation, Fujitsu aims to contribute to the creation of a networked society that is rewarding and secure, bringing about a prosperous future that fulfills the dreams of people throughout the world. To achieve this vision, Fujitsu strives for sustainable profitability and growth, continually enhancing our corporate value.

Fujitsu is dedicated to contributing to the success of our customers through both our global operations and the deeply rooted local operations in each community in which we do business. We seek to grow with our customers as their trusted and valued partner.

At present, due to the financial market instability that originated in the US, the prospects for the global economy have become very uncertain. In the IT market, the slowdown in new investment and spending is expected to have a negative impact on sales of IT hardware, in particular. Nevertheless, we remain confident that there has been no fundamental change in the importance placed on maintaining and enhancing IT as critical infrastructure supporting society and business. Moreover, in an uncertain economic environment, we believe IT has a crucial role to play in driving operational efficiencies and management innovation.

In order to maintain and improve our profitability under these circumstances, we believe it is essential to continue to focus on achieving greater overall operational efficiencies at the same time as we pursue new opportunities for growth. While strengthening our global business structure, Fujitsu is pursuing innovation in its own operations and delivering new value to customers through the promotion of the “Field Innovation” approach to customer engagement. In addition, protection of the earth’s environment is now a universal imperative, and Fujitsu is dedicated in every segment of its business to providing solutions that protect the environment.

●Technology Solutions

Fujitsu aims to expand its business globally based on a foundation of high-quality products and services.

As part of this strategy, on April 1, 2009, we transformed Fujitsu Siemens Computers (Holding) B.V., a joint venture with Siemens AG focused on servers and other IT products in the European market, into a wholly owned subsidiary, now renamed Fujitsu Technology Solutions (Holding) B.V. In conjunction with this move, we are putting in place a new organizational structure for integrating our global operations with the aim of further promoting the “Thing Global, Act Local” business approach.

In the paradigm for employing IT, we see a shift from ownership to subscription usage, and we will continue to develop new businesses for future growth.

We will also further strengthen our efforts to boost operational efficiency. While Fujitsu accelerates manufacturing reforms based on the Toyota Production System, we will move ahead in applying it to software development. We are also promoting initiatives to standardize and “industrialize” IT services (*) to improve cost efficiency and product quality, and continuing work to thoroughly strengthen system integration risk management. Aware of the importance of overall quality assurance for IT systems including systems operation, we continue to make all-out company-wide efforts to ensure the stable operation of the systems that support the crucial infrastructures of businesses and society at large.

*"industrialize" IT services

Initiatives designed to quickly deliver consistently high-quality services by standardizing and automating processes.

●Ubiquitous Product Solutions

In the Ubiquitous Product Solutions segment, we will pursue sales growth on a global basis. In the PC business, we will unify our product brands worldwide and expand our portfolio of higher value-added products while raising cost competiveness through more effective global supply chain management. We see mobile phones as a nexus for wireless and other cutting-edge technologies, and we have positioned mobile phones as key devices for the future ubiquitous networking world.

In this regard, the Group will pursue an enhanced growth strategy that leverages the anticipated convergence of mobile phones and PCs. We will then aim to expand this business to markets outside Japan to leverage the technology developed for the Japanese market. The HDD sector has been particularly hard hit by the current economic downturn. Based on our determination that it is no longer feasible to continue our HDD operations on our own, we have finalized agreements to transfer our disk drive operations to Toshiba Corporation and our HDD media business to Showa Denko K.K. The companies plan to complete both of these transactions in July 2009. We discontinued both the development and manufacturing of HDD heads at the end of the period.

●Device Solutions

In our Device Solutions segment, due to the rapid deterioration of market conditions beginning in September 2008, customer confidence rapidly declined, resulting in a dramatic contraction of the LSI device market. We have taken measures to shift to a cost structure that will enable profitable operations in a smaller overall market. The measures include the optimization of production capacity to a scale corresponding to the demand now foreseen for standard technology logic LSI devices (130nm or prior generation devices), which have undergone a particularly dramatic contraction of sales. Employees affected by the measures will relocate to other businesses within the Fujitsu Group. In standard technology logic LSI devices, in order to ensure the utilization of existing capacity, we will place the primary emphasis on general-purpose products for world markets, with the focus on Asia, where the greatest growth is foreseen. Furthermore, the cost for development and volume production of advanced technology LSI devices has become enormous, and the added value is shifting from the process technology to the LSI design and planning areas. In light of these trends, for advanced technology products (90nm or after generation devices) using 40nm technology and beyond, we have decided to concentrate management resources in the design and development of ASSP and ASIC products, which is a source of added value for digital electronics. At the same time, we change our business model to shift to outsourced production at external foundries.

●Company-Wide Initiatives

In addition to the measures described above, in order to accelerate global business growth, the Fujitsu Group will continue to make selective acquisitions and alliances with other companies as well as deploy human resources globally and strengthen our organization.

In order to promote our "Field Innovation" approach, we are developing a cadre of "Field Innovators" who combine a deep knowledge of our customers' operations with an ability to suggest improvements from a business perspective.

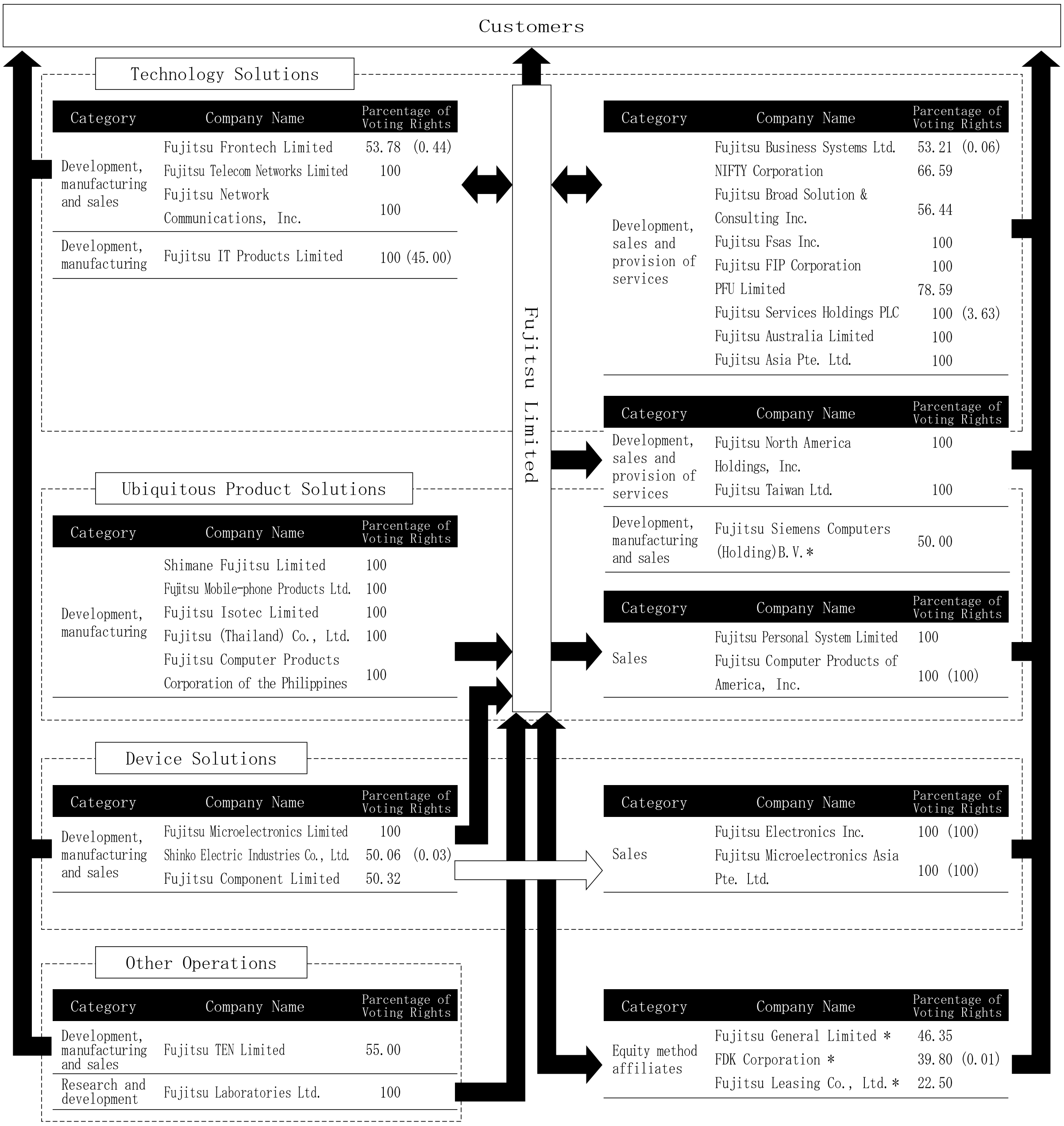
Together with continuing our campaign to transform our manufacturing operations, we will be making major efforts in overall cost management, initiating company-wide programs to thoroughly eliminate waste in every area of corporate activity.

In regard to environmental protection, in July 2008 we established the Fujitsu Group medium-term environmental vision, “Green Policy 2020,” which sets forth the role and direction of the Fujitsu Group in contributing to solutions for the world’s environmental problems. This vision, with its key concepts of “Creation,” “Collaboration” and “Change,” aims to bring about a prosperous, low-carbon society through environmental innovations at Fujitsu and in society as a whole. The Fujitsu Group is aiming to contribute to a reduction of approximately 30 million tons of carbon dioxide emissions a year in Japan alone by 2020.

As we strive to meet the challenges discussed above, we will aim to be a trusted partner to our customers and, as a global company contributing to the creation of a rewarding and secure networking society, continue to earn the confidence of customers and society as a whole.

(7) The Fujitsu Group

The positioning of, and relationship between, Fujitsu Limited and its principal consolidated subsidiaries and affiliates (as of March 31, 2009) are as shown in the following chart.



Notes:

1. The company with (*) is an equity method affiliate.
2. Figures in parenthesis in the percentage of voting rights show indirect shareholdings and are included in the percentage.

- On July 1, 2008, we spun off, through a simple absorption-type separation, our photonics manufacturing division and photonics product development division for the Japanese market and transferred the divisions to our subsidiary, Fujitsu Access Limited. At the same time, the name of Fujitsu Access Limited was changed to Fujitsu Telecom Networks Limited.

- On October 1, 2008, Fujitsu Consulting Holdings, Inc., Fujitsu Computer Systems Corporation and Fujitsu Transactions Solutions Inc. were brought together under a newly established holding company, Fujitsu North America Holdings, Inc. On April 1, 2009, these three subsidiaries were merged and the name of the company changed to Fujitsu America, Inc.

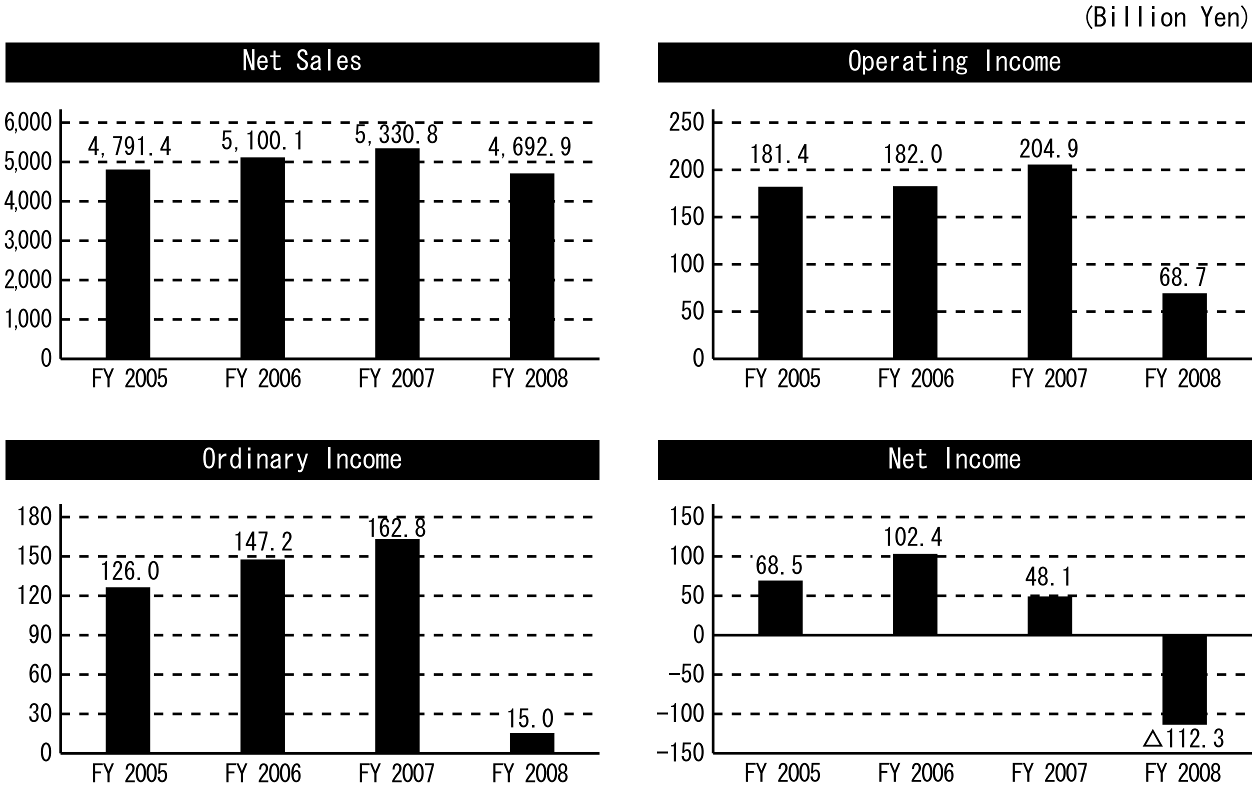
*Significant changes to the status of subsidiaries subsequent to the close of fiscal 2008 are as follows:

- On April 1, 2009, as a result of the acquisition of the equity holdings of Siemens AG in Fujitsu Siemens Computers (Holding) B.V. (whose name was changed to Fujitsu Technology Solutions (Holding) B.V. as of April 1, 2009), that company became a consolidated subsidiary of Fujitsu.

- On May 1, 2009, Fujitsu Limited subscribed to an equity private placement of equity-method affiliate FDK Corporation, converting the company into a consolidated subsidiary of Fujitsu.

- In conjunction with the transfer of Fujitsu's HDD operations, Fujitsu (Thailand) Co., Ltd. and Fujitsu Computer Products Corporation of the Philippines are scheduled to be transferred to Toshiba Corporation in July 2009.

(8) Consolidated Asset and Profit (Loss) Situation for the Most Recent Three Fiscal Years



Billions of yen, except where stated

Fiscal Year (Business Period)	FY 2005 *(106th)*	FY *2006* *(107th)*	FY 2007 *(108th)*	FY 2008 *(Current period)*
Net sales	¥4,791.4	¥5,100.1	¥5,330.8	¥4,692.9
Overseas Total (included in Net Sales)	1,591.5	1,825.2	1,923.6	1,499.8
Operating income	181.4	182.0	204.9	68.7
Ordinary income	126.0	147.2	162.8	15.0
Net income (loss)	68.5	102.4	48.1	(112.3)
Net income (loss) per share [yen]	32.83	49.54	23.34	(54.35)
Total assets	3,807.1	3,943.7	3,821.9	3,221.9
Net assets	917.0	1,160.7	1,130.1	925.6
Shareholders’ equity per share [yen]	443.20	469.02	458.31	362.30

Notes:

1. Net income (loss) per share is calculated based on the weighted average number of shares of common stock outstanding during each period.
2. Shareholders’ equity per share is calculated based on the number of shares of common stock outstanding at the end of each period.
3. In calculating “Net assets”, Fujitsu has adopted the “Accounting Standard for Presentation of Net Assets on the Balance Sheet” (Corporate Accounting Standard No. 5) and the “Accounting Standard Applicable Guideline for Presentation of Net Income on the Balance Sheet” (Corporate Accounting Standard Applicable Guideline No. 8), effective from fiscal 2006 ending March 31, 2007.

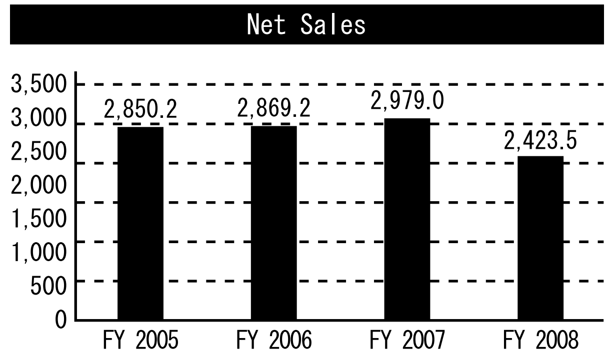
Billions of yen

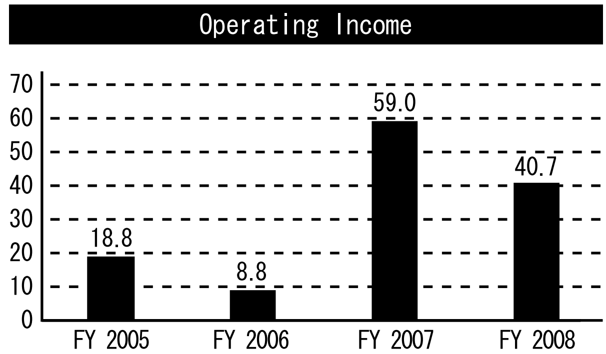
		FY 2005 *(106th)*	FY 2006 *(107th)*	FY 2007 *(108th)*	FY 2008 *(Current period)*
Technology Solutions	**Net sales**				
	Unaffiliated customers	¥2,903.6	¥3,064.7	¥3,158.9	¥2,983.0
	Intersegment	80.2	92.3	113.2	94.0
	Total	¥2,983.9	¥3,157.0	¥3,272.2	¥3,077.0
	Operating income	¥153.0	¥163.6	¥180.1	¥188.7
	[As % of sales]	[5.1%]	[5.2%]	[5.5%]	[6.1%]
Ubiquitous Product Solutions	**Net sales**				
	Unaffiliated customers	¥926.4	¥993.2	¥1,056.5	¥840.3
	Intersegment	133.5	125.0	132.4	108.7
	Total	¥1,059.9	¥1,118.3	¥1,188.9	¥949.1
	Operating income	¥34.8	¥41.6	¥52.5	¥0.5
	[As % of sales]	[3.3%]	[3.7%]	[4.4%]	[0.1%]
Device Solutions	**Net sales**				
	Unaffiliated customers	¥655.1	¥707.1	¥736.5	¥540.1
	Intersegment	52.3	55.5	60.2	47.5
	Total	¥707.5	¥762.6	¥796.7	¥587.6
	Operating income (loss)	¥29.5	¥19.0	¥18.2	¥(71.9)
	[As % of sales]	[4.2%]	[2.5%]	[2.3%]	[-12.2%]
Other Operations	**Net sales**				
	Unaffiliated customers	¥306.2	¥335.0	¥378.8	¥329.4
	Intersegment	141.1	155.2	147.9	116.7
	Total	¥447.3	¥490.3	¥526.8	¥446.2
	Operating income	¥7.6	¥10.5	¥14.2	¥4.1
	[As % of sales]	[1.7%]	[2.2%]	[2.7%]	[0.9%]
Elimination & Corporate	**Net sales (loss)**	¥(407.3)	¥(428.2)	¥(453.9)	¥(367.1)
	Operating income (loss)	¥(43.5)	¥(52.7)	¥(60.3)	¥(52.6)
Total	**Net sales**				
	Unaffiliated customers	¥4,791.4	¥5,100.1	¥5,330.8	¥4,692.9
	Intersegment	–	–	–	–
	Total	¥4,791.4	¥5,100.1	¥5,330.8	¥4,692.9
	Operating income	¥181.4	¥182.0	¥204.9	¥68.7
	[As % of sales]	[3.8%]	[3.6%]	[3.8%]	[1.5%]

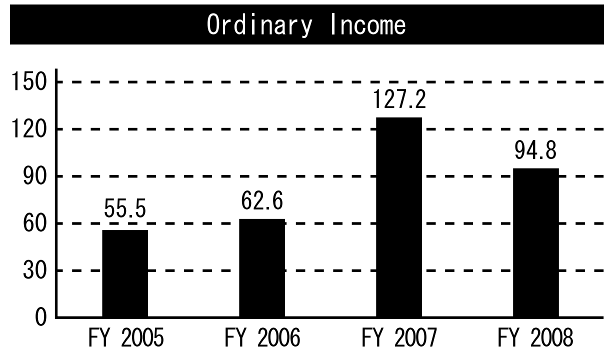
Note:
For purposes of comparison, figures for fiscal 2005 have been restated with new method of allocating operating expenses, which has been introduced fiscal 2006.

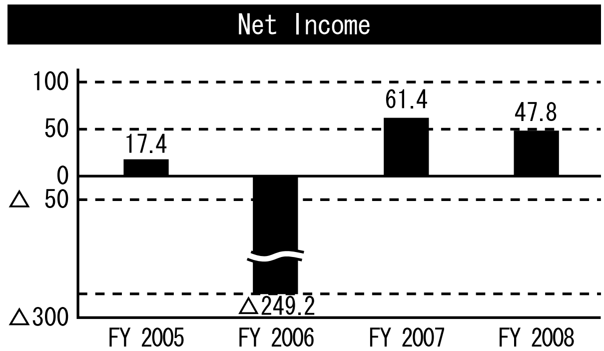
(9) Asset and Profit (Loss) Situation of the Company for the Most Recent Three Fiscal Years

(Billion Yen)









Billions of yen, except where stated

Fiscal Year (Business period)	FY 2005 *(106th)*	FY 2006 *(107th)*	FY 2007 *(108th)*	FY 2008 *(Current period)*
Net sales	¥2,850.2	¥2,869.2	¥2,979.0	¥2,423.5
Operating income	18.8	8.8	59.0	40.7
Ordinary income	55.5	62.6	127.2	94.8
Net income (loss)	17.4	(249.2)	61.4	47.8
Net income (loss) per share [yen]	8.37	(120.58)	29.80	23.16
Total assets	2,837.0	2,512.8	2,536.5	2,302.3
Net assets	939.5	620.8	636.8	629.0
Shareholders' equity per share [yen]	454.35	300.37	307.82	304.29

Notes:

1. Net income (loss) per share is calculated based on the weighted average number of shares of common stock outstanding during each period.
2. Shareholders' equity per share is calculated based on the number of shares of common stock outstanding at the end of each period.
3. In calculating "Net assets", Fujitsu Limited has adopted the "Accounting Standard for Presentation of Net Assets on the Balance Sheet" (Corporate Accounting Standard No. 5) and the "Accounting Standard Applicable Guideline for Presentation of Net Income on the Balance Sheet" (Corporate Accounting Standard Applicable Guideline No. 8), effective from fiscal 2006 ending March 31, 2007.
4. Operating income in fiscal 2008 declined as a result of the impact of lower sales of mobile phones and intensified competition in the PC and HDD markets, despite the positive impact of higher sales in the Services sub-segment. Net income for fiscal 2008 declined as a result of restructuring charges relating to the reorganization of the HDD business and valuation losses on the shares of listed affiliates and other equity holdings.

(10)Major Business of the Fujitsu Group (As of March 31, 2009)

Fujitsu Limited and its subsidiaries are engaged in providing total solutions in the IT field, delivering services as well as developing, manufacturing, selling, and maintaining the cutting-edge, high performance, high-quality products and electronic devices that support these services. The main products and services of each segment are described below.

Segment		*Main products and services*	
Technology Solutions	Services	Solutions / SI	Systems integration services (system construction) Consulting Front-end technology (ATMs, POS systems, etc.)
		Infrastructure Services	Outsourcing services (data center, IT operational management, SaaS, application usage and management, business process outsourcing, etc.) Network services (business networks, internet, mobile content distribution) System support services (information system and network maintenance and monitoring services)
		Others	Security solutions (Information systems infrastructure construction and network construction)
	System Platforms	System Products	Servers (mainframes, UNIX servers, mission-critical IA servers, PC servers) Storage systems Software (OS, middleware)
		Network Products	Network control systems Optical transmission systems Mobile phone base stations
Ubiquitous Product Solutions		Personal computers Mobile phones Optical modules Hard disk drives	
Device Solutions		LSI Devices Electronic Components (semiconductor packages, SAW devices, etc.) Relays, Connectors, etc.	
Other Operations		Audio and navigation equipment Electronic equipment for automobile control Printed circuit boards	

(11) Fujitsu Group Principal Offices and Plants (As of March 31, 2009)

a) Fujitsu Limited

Registered office	1-1, Kamikodanaka 4-chome, Nakahara-ku, Kawasaki, Kanagawa
Principal office	5-2, Higashi-Shimbashi 1-chome, Minato-ku, Tokyo
Domestic business offices	Hokkaido Regional Sales Unit (Sapporo-shi), Tohoku Regional Sales Unit (Sendai-shi), Metropolitan Area Sales Unit (Shinjuku-ku, Tokyo), Kanto-Koshinetsu Regional Sales Unit (Minato-ku, Tokyo), Hokuriku Regional Sales Unit (Kanazawa-shi, Ishikawa), Tokai Regional Sales Unit (Nagoya-shi), Kansai Regional Sales Unit (Osaka-shi), Chugoku Regional Sales Unit (Hiroshima-shi), Shikoku Regional Sales Unit (Takamatsu-shi, Kagawa), Kyushu Regional Sales Unit (Fukuoka-shi) [After April 1, 2009] Kanto-Koshinetsu Regional Sales Unit(Minato-ku, Tokyo), Hokkaido Regional Sales Unit (Sapporo-shi), Tohoku Regional Sales Unit (Sendai-shi), Kanetsu Regional Sales Unit (saitama-shi), Kanagawa Regional Sales Unit(Yokohama-shi), Chiba Regional Sales Unit (Chiba-shi), Nagano Regional Sales Unit (Nagano-shi, Nagano), Shizuoka Regional Sales Unit (Shizuoka-shi), Tokai Regional Sales Unit (Nagoya-shi), Hokuriku Regional Sales Unit (Kanazawa-shi, Ishikawa), Kansai Regional Sales Unit (Osaka-shi), Kyoto Sales Div. (Kyoto-shi), Kobe Sales Div. (Kobe-shi), Chugoku Regional Sales Unit (Hiroshima-shi), Shikoku Regional Sales Unit (Takamatsu-shi, Kagawa), Kyushu Regional Sales Unit (Fukuoka-shi)
Software/Services	Sapporo Systems Laboratory (Sapporo-shi), Aomori Systems Laboratory (Aomori-shi, Aomori), Ichigaya Office(Chiyoda-ku, Tokyo), Kojimachi Office(Chiyoda-ku,Tokyo), Shibakoen Office(Minato-ku,Tokyo), Enterprise Innovation Support Center(Minato-ku,Tokyo), World Trade Center Building(Minato-ku,Tokyo), Fujitsu Solution Square(Ohta-ku,Tokyo), Makuhari Systems Laboratory (Chiba-shi), Kansai Systems Laboratory (Osaka-shi), Kouchi Fujitsu Technoport(Nangoku-shi, Kouchi), Kyushu R&D Center (Fukuoka-shi), Oita Systems Laboratory (Oita-shi, Oita), Kumamoto Systems Laboratory (Mashiki-cho, Kamimashiki-gun, Kumamoto)
R & D /Plants	Kawasaki Research & Manufacturing Facilities (Kawasaki-shi), Kumagaya Plant(Kumagaya-shi, Saitama), Oyama Plant (Oyama-shi, Tochigi), Nasu Plant (Otawara-shi, Tochigi), Nagano Plant (Nagano-shi, Nagano), Numazu Plant (Numazu-shi, Shizuoka), Akashi Research & Manufacturing Facilities (Akashi-shi, Hyogo)

b) Subsidiaries

Japan	Fujitsu Laboratories Ltd. (Kawasaki-shi), Shinko Electric Industries Co., Ltd. (Nagano-shi, Nagano), Fujitsu Business Systems Ltd. (Bunkyo-ku, Tokyo), Fujitsu Frontech Ltd. (Inagi-shi, Tokyo), Fujitsu Component Ltd. (Shinagawa-ku, Tokyo), NIFTY Corporation (Shinagawa-ku, Tokyo), Fujitsu Broad Solution & Consulting Inc. (Minato-ku, Tokyo), Fujitsu Microelectronics Ltd. (Shinjuku-ku, Tokyo), Fujitsu FSAS Inc. (Minato-ku, Tokyo), Fujitsu Telecom Networks Ltd. (Kawasaki-shi), Fujitsu TEN Ltd. (Kobe-shi), PFU Ltd. (Kahoku-shi, Ishikawa), Fujitsu Electronics Inc. (Shinjuku-ku, Tokyo), Fujitsu FIP Corporation (Koto-ku, Tokyo), Fujitsu Isotec Ltd. (Date-shi, Fukushima), Fujitsu Personal System Ltd. (Minato-ku, Tokyo), Shimane Fujitsu Ltd. (Hikawa-cho, Hikawa-Gun, Shimane), Fujitsu IT Products Ltd. (Kahoku-shi, Ishikawa), Fujitsu Mobile-phone Products Ltd. (Otawara-shi, Tochigi)

Overseas	Fujitsu Services Holdings PLC (U.K.), Fujitsu Network Communications, Inc. (U.S.), Fujitsu Computer Products of America, Inc. (U.S.), Fujitsu North America Holdings, Inc. (U.S.), Fujitsu Computer Products Corporation of the Philippines (Philippines), Fujitsu Australia Limited (Australia), Fujitsu (Thailand) Co., Ltd. (Thailand), Fujitsu Asia Pte. Ltd.(Singapore), Fujitsu Microelectronics Asia Pte. Ltd. (Singapore), Fujitsu Taiwan Ltd. (Taiwan)

(12) Employees (As of March 31, 2009)

a) Employees of Fujitsu Group

Segment	*Number of employees*	*Change from end of fiscal 2007*
Technology Solutions	108,446	+4,705
Ubiquitous Product Solutions	14,950	-4,148
Device Solutions	22,784	-914
Other Operations	17,082	-1,042
Corporate	2,350	-363
Total	165,612	-1,762

b) Employees of Fujitsu Limited

Number of employees	*Change from end of fiscal 2007*	*Average age*	*Average years of employment*
25,899	-1,411	41.1	18.1

(13) Principal Lenders (As of March 31, 2009)

Lender	*Loan amount (¥ millions)*
Mizuho Corporate Bank, Ltd.	39,063
Mitsubishi UFJ Trust and Banking Corporation	23,769
Sumitomo Mitsui Banking Corporation	17,692
Asahi Mutual Life Insurance Company	15,000
Meiji Yasuda Life Insurance Company	13,000

2. Company Overview

(1) Stock (As of March 31, 2009)

a) Number of Authorized Shares: 5,000,000,000

b) Number of Outstanding Shares and Stated Capital

Shares: 2,070,018,213

Stated Capital: ¥324,625,075,685

c) Shares Issued during the Business Period: There was no issuance of shares during the business period.

d) Number of Shareholders: 201,818 (7,575 decrease from the end of FY2007)

e) Principal Shareholders

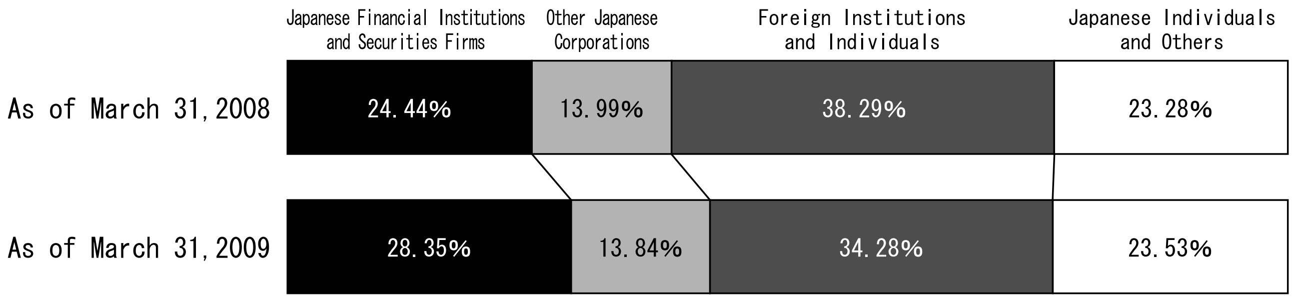
Name	*Shareholder's investment in Fujitsu Limited*		*Fujitsu Limited's investment in the shareholders*	
	Number of shares held (thousands)	*Percentage of shares held (%)*	*Number of shares held (thousands)*	*Percentage of shares held (%)*
Japan Trustee Services Bank, Ltd. (for trust4G)	122,789	5.94		
The Master Trust Bank of Japan, Ltd. (for trust)	111,956	5.42		
Japan Trustee Services Bank, Ltd. (for trust)	100,434	4.86		
Fuji Electric Holdings Co., Ltd.	94,663	4.58	74,333	10.40
State Street Bank and Trust Company	84,900	4.11		
Fuji Electric Systems Co., Ltd.	81,868	3.96		
Asahi Mutual Life Insurance Company	40,743	1.97		
Mizuho Corporate Bank, Ltd.	32,654	1.58		
Fujitsu Employee Shareholding Association	28,394	1.37		
The Chase Manhattan Bank, N.A. London Secs Lending Omnibus Account	21,900	1.06		

Notes:

1. The investment ratio is calculated after exclusion of treasury stock holdings.
2. On March 30, 2009, Alliance Bernstein Japan Ltd. and two of its affiliates submitted a report ("*Tairyō Hoyū Hōkokusho*") on changes to its holdings of Fujitsu Limited shares to the Kanto Local Finance Bureau, but because Fujitsu has not been able to confirm the actual number of shares held as of March 31, 2009, we have not included them in the above list of major shareholders. According to the report, Alliance Bernstein L.P. owns 197,947 thousand shares, AXA Rosenberg Investment Management Ltd. owns 20,704 thousand shares, and Alliance Bernstein Japan Ltd. owns 8,127 thousand shares, for a total of 226,778 thousand shares. (which accounts for 10.96% of the number of outstanding shares).
3. The shares held by Japan Trustee Services Bank, Ltd. (for trust4G) , The Master Trust Bank of Japan, Ltd. (for trust) and Japan Trustee Services Bank, Ltd. (for trust) pertain to the trust business by the institution.

4. Of the shares held by Fuji Electric Holdings Co., Ltd. and Fuji Electric Systems Co., Ltd., 1,412 thousand shares and 66,067 thousand shares, respectively, are trust assets that are trusted to Mizuho Trust & Banking Co., Ltd. and re-trusted to Trust & Custody Services Bank, Ltd. as retirement benefit trust assets. The voting rights of these shares are to be exercised in accordance with the orders of the respective companies.
   The shares of Fujitsu Limited held by Fuji Electric Holdings Co., Ltd. and its consolidated subsidiaries total 236,370 thousand shares (representing an ownership stake of 11.43%), including 123,042 thousand shares held as retirement benefit trust assets.
5. Of the shares held by the Mizuho Corporate Bank, Ltd., 212 thousand shares are trust properties that are trusted to Mizuho Trust & Banking Co., Ltd., and re-trusted to Trust & Custody Services Bank, Ltd., as retirement benefit trust assets. The voting rights involved in these shares are set forth to be exercised upon order of Mizuho Corporate Bank, Ltd.

f) Equity Shareholdings by Type of Shareholder



※ The 123,042 thousand shares of Fujitsu Limited stock held by Fuji Electric Holdings Co., Ltd. and its consolidated subsidiaries as retirement benefit trust assets are categorized under the shareholdings of "Other Japanese Corporations".

(2) The status of Stock Acquisition Right

a) Stock Acquisition Right granted to the Members of the Board and Auditors of the Company for the purpose of the compensation for their execution of duties.

(As of March 31, 2009)

Title	Stock option resolved at the 100th Annual Shareholders' Meeting as of June 29, 2000		Stock option resolved at the 101st Annual Shareholders' Meeting as of June 26, 2001	
Number of shares granted:	(Number of holders)	(Number of shares)	(Number of holders)	(Number of shares)
Member of the Board (excluding Outside Board Members)	(2)	115 thousand	(4)	150 thousand
Outside Board Members	(0)	0 thousand	(0)	0 thousand
Auditors	(1)	20 thousand	(1)	20 thousand
Type and number of shares to be issued upon the exercise of Stock Acquisition Right	Common Stock 275,000 shares		Common Stock 385,000 shares	
Amount of assets paid upon exercise of Stock Acquisition Right	¥3,563 per share		¥1,450 per share	
Exercise period for the Stock Acquisition Right	From August 1, 2000 to June 29, 2010		From August 1, 2001 to June 26, 2011	
Matters concerning the offer price and the increase in paid-in capital in the event of issuance of shares upon the exercise of the Stock Acquisition Right	Offer price ¥3,563 Increase in paid-in capital ¥1,782		Offer price ¥1,450 Increase in paid-in capital ¥725	
Conditions for exercising the Stock Acquisition Right	(1) If a holder of Stock Acquisition Right loses his/her position of a Members of the Board/Auditor or a employee, he/she can exercise the Stock Acquisition Right, and also in case he/she decease, his/her successions can exercise the Right. In both cases the right shall be exercised under the next condition. (2) Other conditions on the exercise of the Stock Acquisition Right are shall be executed on the agreement with the applied holders under the resolutions of Ordinary Annual Shareholders' Meeting of June 29, 2000 and the following meeting of the Board of Directors		(1) If a holder of Stock Acquisition Right loses his/her position of a Members of the Board/Auditor or a employee, he/she can exercise the Stock Acquisition Right, and also in case he/she decease, his/her successions can exercise the Right. In both cases the right shall be exercised under the next condition. (2) Other conditions on the exercise of the Stock Acquisition Right are shall be executed on the agreement with the applied holders under the resolutions of Ordinary Annual Shareholders' Meeting of June 26, 2001 and the following meeting of the Board of Directors	
Restrictions of the transfer and acquisition of Stock Acquisition Right	Any disposition of Stock Acquisition Right is not allowed. The Right could not be transferred to the third party and put in pledge.		Any disposition of Stock Acquisition Right is not allowed. The Right could not be transferred to the third party and put in pledge.	

The above stock option is granted based on the provision of Clause 19-1, Article 280 of the former Commercial Code.

b) Stock Acquisition Right granted in the 108th fiscal year

Not applicable

c) Other Stock Acquisition Right

(a)Stock Acquisition Right granted in 2002 as convertible warrant bonds (Due date: 2009 / ¥billing)

The date of the resolution	May 7, 2002
(Details of the convertible warrant bonds)	
The balance of the bonds (as of March 31, 2008)	¥250,000 million
Issue date	May 27, 2002
(Details of Stock Acquisition Right)	
Number of the Right attached the bonds	50,000
Type and number of shares to be issued upon the exercise of Stock Acquisition Right	Common Stock 208,159,866 shares
Amount of assets paid upon exercise of Stock Acquisition Right	¥1,201 per share
Exercise period for the Stock Acquisition Right	From June 10, 2002 to May 13, 2009
Matters concerning the offer price and the increase in paid-in capital in the event of issuance of shares upon the exercise of the Stock Acquisition Right	Offer price ¥1,201 Increase in paid-in capital ¥601
Conditions for exercising the Stock Acquisition Right	(1)Exercise of Stock Acquisition Right is not allowed after the deprivation of term profit of the Company. (2)Stock Acquisition Right should not be exercised partially.
Conditions for transfer the Stock Acquisition Right	No restriction

Note: The stock acquisition rights of the Convertible Bond with Stock Acquisition Rights have an exercise date that expires on May 13, 2009 and a maturity date of May 27, 2009.

(b)Stock Acquisition Right granted in 2007 as Euro-yen convertible Bonds due 2010 and 2011

	Euro-yen convertible Bonds due 2010	Euro-yen convertible Bonds due 2011
The date of the resolution	August 6, 2007	August 6, 2007
(Details of the Euro-yen convertible Bonds)		
The balance of the bonds (as of March 31, 2008)	¥100,000 million	¥100,000 million
Issue date	August 31, 2007	August 31, 2007
(Details of Stock Acquisition Right)		
Number of the Right attached the bonds	1,000	1,000
Type and number of shares to be issued upon the exercise of Stock Acquisition Right	Common Stock 111,111,111 shares	Common Stock 111,111,111 shares
Amount of assets paid upon exercise of Stock Acquisition Right	¥900 per share	¥900 per share
Exercise period for the Stock Acquisition Right	Stock Acquisition shall be exercised during business hours of agent (in region where exercise request is made) from May 28, 2009 to May 24, 2010.	Stock Acquisition shall be exercised during business hours of agent (in region where exercise request is made) from May 28, 2009 to May 24, 2011.
Matters concerning the offer price and the increase in paid-in capital in the event of issuance of shares upon the exercise of the Stock Acquisition Right	Offer price ¥900 Increase in paid-in capital ¥450	Offer price ¥900 Increase in paid-in capital ¥450
Conditions for exercising the Stock Acquisition Right	Stock Acquisition Right should not be exercised partially.	Stock Acquisition Right should not be exercised partially.
Conditions for transfer the Stock Acquisition Right	No restriction	No restriction

Note:

The stock acquisition right shall not be exercisable (i) after the closing of the business day (local time of the transaction) for the agent receiving the stock acquisition right execution 3 business days prior to the early redemption date in Tokyo in the event that the Company elects to make an early redemption of the bond with stock acquisition right (excluding bonds for which it elected not to accept early redemptions); (ii) after the notice of demand for early redemption is deposited at the office of the payment agent for the bond in accordance with the provisions of the bond with stock acquisition right in the event that the bond with stock acquisition right is redeemed early by election of the holder of the bond with stock acquisition right; (iii) after the Company cancels the bond with stock acquisition right in the event that the Company purchases the bond; or (iv) after the date the benefit of term is lost in the event that the Company loses the benefit of term with respect to the Bonds with Stock Acquisition Right. However, in any case, the stock acquisition right cannot be exercised on May 24, 2010 or thereafter with respect to the Euro Yen Denominated Convertible Bonds with the Stock Acquisition Right due 2010; or on May 24, 2011 or thereafter with respect to the Euro Yen Denominated Convertible Bonds with Stock Acquisition Right due 2011. Further, when the Company makes a rational judgment that suspending the exercise of the stock acquisition right is necessary for the sake of executing organizational reform, the stock acquisition right shall not be exercisable for a period of time as determined by the Company (said term may not exceed 30 days and shall terminate within 14 days of the date on which said organizational reform takes effect).**(3)**

(3)Management

a) Members of the Board and Auditors (As of March 31, 2009)

Position	*Name*	*Areas of responsibility, primary positions, and representation of other companies and organizations*
Chairman, Representative Director	Michiyoshi Mazuka	
President, Representative Director	Kuniaki Nozoe	
Member of the Board, Vice Chairman	Chiaki Ito	
Member of the Board, Corporate Senior Executive Vice President	Koichi Hironishi	In charge of services business
	Tatsuo Tomita	In charge of Products Business Group
Member of the Board	Hiroshi Oura	Senior Executive Advisor, Advantest Corporation
Outside Board Member	Ikujiro Nonaka	Professor Emeritus, Hitotsubashi University
	Haruo Ito	President and Representative Director, Fuji Electric Holdings Co., Ltd.
Member of the Board	Haruki Okada	President, Fujitsu Microelectronics Ltd.
Member of the Board, Senior Executive Advisor	Naoyuki Akikusa	
Standing Auditor	Masamichi Ogura	
	Akira Kato	
Outside Auditor	Yoshiharu Inaba	President and CEO, Fanuc Ltd.
	Tamiki Ishihara	Corporate Adviser, Seiwa Sogo Tatemono Co., Ltd.
	Megumi Yamamuro	Professor, University of Tokyo Graduate School for Law and Politics

Notes:

1. Mr. Ikujiro Nonaka and Mr. Haruo Ito are Outside Board Members under Clause 15, Article 2 of the Company Law.
2. Mr. Yoshiharu Inaba, Mr. Tamiki Ishihara, and Mr. Megumi Yamamuro are Outside Auditors under Clause 16, Article 2 of the Company Law.
3. Mr. Masamichi Ogura has many years of experience in the Company and extensive knowledge in finance and accounting.
   Mr. Akira Kato has many years of experience in the Company and extensive knowledge in finance and accounting.
   Mr. Tamiki Ishihara has many years of experience in financial institutions and extensive knowledge in finance and accounting.
4. Mr. Toshihiko Ono resigned as of April 8, 2008, and Mr. Hiroaki Kurokawa, Mr. Masamichi Ogura and Mr. Hirohisa Yabuuchi resigned as of June 23, 2008.
5. At the 108th Annual Shareholders' Meeting held on June 23, 2008, Mr. Kuniaki Nozoe, Mr. Koichi Hironishi, and Mr. Tatsuo Tomita were appointed as Members of the Board and Mr. Masamichi Ogura was appointed as Standing Auditor.

b) Compensation, Paid to Members of the Board and Auditors

Section	*No. of qualified persons*	*Amount Paid (¥Million)*
Members of the Board	13	414
Outside Board Member (included in Members of the Board)	2	19
Auditors	6	92
Outside Auditors (included in Auditors)	3	28

Notes:

1. Includes Members of the Board or Auditors who were either appointed or resigned in fiscal 2008.
2. Because Mr. Masamichi Ogura resigned as Member of the Board and was immediately appointed Standing Auditor at the 108th Annual Shareholders' Meeting held on June 23, 2008, for figures regarding the number of people and the compensation paid, figures under Member of the Board reflect time served as Member of the Board and figures under Auditor reflect time served as Auditor.
3. The limit on remuneration to Members of the Board was resolved to be 600 million yen per year at the 106th Annual Shareholders' Meeting held on June 23, 2006.
4. The limit on remuneration to Auditors was resolved to be 100 million yen per year at the 106th Annual Shareholders' Meeting held on June 23, 2006.
5. Bonuses will not be paid to Member of the Board and Auditors for fiscal 2008.
6. At the 107th Annual Shareholders' Meeting held on June 22, 2007, the resolution "Granting of Retirement Allowances to Retiring Members of the Board and Auditor and Final Payments of Retirement Allowances in Line with the Abolition of Retirement Allowance System for Members of the Board and Auditors" was adapted. In accordance with this resolution, the final payments of retirement allowances paid in fiscal 2008 are listed below. Because these amounts are not part of the compensation paid in fiscal 2008, they are not included in the compensation figures listed above.

   Members of the Board: 2 people 231 million yen
   Auditors: 1 people 10 million yen

   In addition, the amount of final payments of retirement allowances expected to be paid are listed below (as of March 31, 2009). The retirement allowances are paid upon the retirement of each Member of the Board or Auditor.

   Members of the Board: 5 people 684 million yen
   (of which 8 million yen is for 1 Outside Board Member)
   Auditors: 3 people 15 million yen
   (of which 15 million is for 3 Outside Auditors)

c) Outside Board Members and Auditors

1) Concurrent Positions of Outside Board Members and Auditors

Section	*Name*	*Companies at which concurrent positions are held and the positions held*
Outside Board Member	Ikujiro Nonaka	Professor Emeritus, Hitotsubashi University Outside Board Member, Mitsui & Co., Ltd. Outside Board Member, Seven & i Holdings Co., Ltd.
	Haruo Ito	President and Representative Director, Fuji Electric Holdings Co., Ltd.
Outside Auditor	Yoshiharu Inaba	President and CEO, Fanuc Ltd.
	Tamiki Ishihara	Corporate Adviser, Seiwa Sogo Tatemono Co., Ltd. Outside Auditor, ZEON Corporation. Outside Auditor, Furukawa Co., Ltd.
	Megumi Yamamuro	Professor , University of Tokyo Graduate Schools for Law and Politics Outside Auditor, Advantest Corporation.

Notes:

1. Mr. Hiroshi Oura (current Senior Executive Advisor of Advantest Corporation) is a former Corporate Senior Vice Presidents of the Company and is not considered an Outside Board Member under the Company Law. However, we have appointed Mr. Oura as an Outside Board Member to strengthen the management supervisory function. The Company has business dealings with Advantest Corporation.
2. Mr. Haruo Ito concurrently holds a position as a President and Representative Director of Fuji Electric Holdings Co., Ltd. The Fuji Electric Group including their retirement benefit trusts as a whole, with Fuji Electric Holdings Co., Ltd. as a holding company, holds an 11.43% equity stake in the Company and the Company holds an 10.40% equity stake in Fuji Electric Holdings Co., Ltd. (Ownership ratio is calculated after exclusion of treasury stock holdings.)
3. Mr. Yoshiharu Inaba concurrently holds a position as the representative director of Fanuc Ltd. The Company has business dealings with that company. The company holds a 5.76% equity stake in Fanuc Ltd. (Ownership ratio is calculated after exclusion of treasury stock holdings.)
4. Mr. Tamiki Ishihara is concurrently Corporate Adviser of Seiwa Sogo Tatemono Co., Ltd. The Company has business dealings with that company.

2) Activities of Outside Officers

Section	*Name*	*Activities*
Outside Board Member	Ikujiro Nonaka	Attended 94% of the Board of Members meetings held during the year under review and made comments from his extensive experience in business administration.
	Haruo Ito	Attended 88% of the Board of Members meetings held during the year under review and made comments based on his deep insight into the businesses of the Company.
Outside Auditor	Yoshiharu Inaba	Attended 75% of the Board of Members meetings and 88% of the Board of Auditors meetings held during the year under review. He made comments at the Board of Members meetings and the Board of Auditors meetings based on of his deep insight into the businesses of the Company.
	Tamiki Ishihara	Attended 94% of the Board of Members meetings and 100% of the Board of Auditors meetings held during the year under review. He made comments at the Board of Members meetings and the Board of Auditors from his specialized viewpoint at finance and accounting.
	Megumi Yamamuro	Attended 88% of the Board of Members meetings and 100% of the Board of Auditors meetings held during the year under review. He made comments at the Board of Members meetings and the Board of Auditors meetings from his specialized viewpoint as an attorney.

Notes:

1.The Company convened meetings of the Board of Members 16 times (of which 4 were extraordinary meetings) and 8 meetings of the Board of Auditors (of which 3 were extraordinary meetings of the Board of Auditors) during the period under review.

2. Although Mr. Hiroshi Oura is not an Outside Board Member under the Company Law, we have appointed him as an Outside Board Member to strengthen the management supervisory function. Mr. Oura attended 94% of the Board of Members meetings held during the year under review and made comments based on his deep insight into the businesses of the Company.

3) Overview of Liability Limitation Agreement

The Company has entered into an agreement limiting liability for damages under Clause 1, Article 423 of the Company Law with respect to Outside Board Members and Outside Auditors. The maximum liability for damages in accordance with the relevant agreement is the minimum liability stipulated by the Company Law. The said maximum liability shall apply only when a relevant Outside Board Member or Outside Auditor executes a duty that created a liability in good faith and without gross negligence.

(4) Independent Auditors

a) Name of the Independent Auditor: Ernst & Young ShinNihon LLC

Note:

Ernst & Young ShinNihon LLC changed its status to become a Limited Liability Auditing Firm as of July 1, 2008.

b) Remuneration to be Paid to the Independent Auditors

(1) Amount of remuneration, etc. as an independent auditor for the fiscal year under review	¥550Million
(2) Total amount of cash and other proprietary benefits that the Company and its subsidiaries should pay to the independent auditor	¥1,290Million

Notes:

1. The Company does not clearly differentiate the amounts of compensation for an audit under the Company Law from an audit under the Financial Instruments and Exchange Law, the Amount stated (1) thus includes the compensation for the audit under the Financial Instruments and Exchange Law.
2. Some subsidiaries of the Company receive an audit from an audit corporation other than the independent auditor of the Company.

c) Contents of Non-Audit Services

There is no applicable item.

d) Policy on Decision of Dismissal and Refusal of Reappointment of the Independent Auditor

When it is considered that the independent auditor falls under any of the items stipulated in Items of Clause 1, Article 340 of the Company Law, the Company will dismiss the independent auditor subject to the unanimous consent of auditors. When the Board of Directors deems it necessary to take into consideration the independence, the examination system or other aspects of the execution of an audit of the independent auditor, the Board of Directors will propose to dismiss or refuse the reappointment of the independent auditor to a general meeting of shareholders, subject to the consent and request of the Board of Auditors.

(5) System for Ensuring Appropriate Operations

The Board of Directors resolved on the basic policy to improve the systems for securing compliance of performance (internal control systems) which are prescribed in Clauses 4 through 6, Article 362 of the Company Law and in Clause 1 and 3, Article 100 of the Enforcement Regulations of the Company Law, under Clause 5, Article 362 of the Company Law.

1. Objective

FUJITSU Way, which embodies the philosophy, values, principles and code of conduct for the Fujitsu Group, describes the vision of the Fujitsu Group as follows: "Through our constant pursuit of innovation, the Fujitsu Group aims to contribute to the creation of a networked society that is rewarding and secure, bringing about a prosperous future that fulfills the dreams of people throughout the world."

We believe that by conducting our activities in accordance with FUJITSU Way, we maximize the value of the Fujitsu Group and enhance our contribution to the communities in which we operate and to society as a whole.

In addition, in order to continuously enhance the corporate value of the Fujitsu Group, it is necessary to pursue management efficiency and control risk arising from our business activities. Recognizing that it is essential to strengthen our corporate governance in order to accomplish this, we will continuously strive to implement the policies described below.

2. Systems to ensure the appropriateness of Fujitsu and Fujitsu Group business

(1) System to ensure efficient business execution by directors

a. At Fujitsu, there is a separation of the oversight and operational execution functions of management. The Board of Directors oversees the execution functions of the Management Council and other management bodies, and makes decisions on important matters. Among executive organs, the Management Council discusses and decides upon basic management policies and strategies and also decides upon important matters regarding management execution. Matters taken up by the Management Council, including discussion items, are reported to the Board of Directors, and any important issues are decided upon by the Board of Directors.

b. To strengthen the management oversight function, we proactively employ outside directors and auditors.

c. The Board of Directors clarifies the scope of authority for board directors, corporate vice presidents and managing directors (hereafter collectively referred to as "senior management") as well as other business execution organs, and ensures that business is conducted in accordance with the division of business duties.
d. In performing their duties, senior management follows appropriate decision-making procedures, such as the Board of Directors Rules, Management Council Regulations, and Regulations on Corporate Decision-Making.
e. In addition to making employees thoroughly aware of management policies, senior management sets and achieves concrete goals in order to accomplish overall management goals.
f. To pursue operational efficiency, senior management promotes continuous improvement of internal control systems and reform of business processes.
g. By having senior management and other business execution organs provide monthly financial reports and business operation reports, the Board of Directors observes and oversees the status of achievement of management goals.

(2) System to ensure that business execution of directors and employees complies with laws and articles of incorporation

a. Senior management adheres to FUJITSU Way as a basic vision for compliance issues, including compliance to laws and the articles of incorporation, and proactively promotes the Group's overall compliance on an ethical basis.
b. By continuously administering training, senior management instills adherence to FUJITSU Way in employees and promotes the overall Group's compliance.
c. Senior management clarifies the legal and other regulations that relate to the Fujitsu Group's business activities and implement internal rules, training and oversight systems necessary to adhere to them, thereby promoting the compliance of the Group as a whole.
d. If senior management or employees become aware of the possibility of a major compliance violation in connection with the execution of business activities, they immediately inform the Board of Directors and the Board of Auditors via normal reporting channels.
e. In order to use independent information sources outside of normal reporting channels to discover and deal appropriately with compliance problems on a prompt basis, senior management establishes and operates an internal reporting system that protects whistle-blowers.
f. The Board of Directors receives periodic reports on the status of business execution from executive officers and verifies that there are no compliance violations in relation to the work execution.

(3) Regulations and other systems relating to loss mitigation

a. Senior management strives to maintain the Fujitsu Group's business continuity, increase its corporate value and sustainably expand its business activities. In order to deal with risks that pose a threat to achieving these goals, they assign certain departments to be responsible for each type of risk and put in place appropriate risk management systems.
b. Senior management is constantly assessing and verifying risks that might cause losses to the Fujitsu Group, and they report significant cases to the Board of Directors.
c. In regard to risks discovered through assessment described in b), as well as potential risks arising from the execution of business, senior management carries out risk mitigation initiatives and strives to minimize losses from risks. In order to minimize loses from risks that arise, senior management creates a risk management committee and carries out necessary countermeasures. In addition, it periodically analyzes risks that arise and reports them to the Board of Directors. In these ways, the committee engages in activities intended to prevent the recurrence of risks.
d. In order to collect risk information that cannot be gathered by the methods mentioned above, an internal reporting system has been set up and is operated to ensure the protection of whistle-blowers.

(4) Information storage and management system regarding business execution by directors

a. In accordance with company rules, senior management shall establish an appropriate system, including appointing documentation managers, to store and manage documents relating to the execution of their business duties (including electronic documents, as with the items listed below) and other important information.

- Minutes of shareholders' meetings and related documents
- Minutes of Board of Directors meetings and related documents
- Minutes and related documents for other important decision-making meetings
- Approval documents from senior management
- Other important documents relating to the execution of business duties by senior management

b. In order for directors and auditors to verify the status of execution of business duties, there is a system enabling them to view the documents described in the above item at any time. The system also provides that, in response to requests they make to those in charge of managing documents, board members and statutory auditors can see the documents whenever they wish.

(5) System to ensure the appropriateness of Fujitsu Group business

a. Using FUJITSU Way as a foundation, in order to continuously increase the value of the Fujitsu Group, Fujitsu will provide direction and support to senior management of each Group company for setting up an efficient, law-abiding and appropriate business execution systems as detailed in sections (1) through (4) above.

b. To implement the above item a), functions, responsibilities, scopes of authority and proper decision-making methods have been defined in the Fujitsu Group Management Policy and related regulations.

c. Senior management of Fujitsu and all Group companies periodically confirms issues related to Group management strategies and achievement of management goals through management update conferences and other means. In addition, Fujitsu Group statutory auditors deal with Fujitsu Group issues from the auditing viewpoint through Group auditor update conferences.

d. In regard to measures needed to resolve challenges related to achieving management goals that are identified as a result of the activities described in item c), senior management of Fujitsu and Group companies implements such measures following full discussion and, when necessary, completion of reporting to Fujitsu and approval processes specified separately decided.

e. Fujitsu's internal audit organization is linked to the internal audit organization of each Group company. It carries out audits of the entire Fujitsu Group and reports periodically to the Boards of Directors and statutory auditors of Fujitsu.

(6) System to ensure the appropriateness of audits by statutory auditors

Ensuring independence of auditors

a. Fujitsu has set up a Statutory Auditors' Office with employees assigned to assist the statutory auditors in carrying out their duties. Appropriate employees with the ability and expertise required by the statutory auditors are assigned to the office.

b. In order to ensure the independence of the staff in the Statutory Auditors' Office, matters relating to their appointment, transfer and compensation are decided on the basis on prior consultation with the auditors.

c. In principle, senior management does not assign office staff to other divisions or duties. In instances, however, where a need arises to give dual assignments to staff with specialized knowledge in response to requests from statutory auditors, care is given to ensuring their independence in accordance with item b).

Reporting system

a. Senior management of Fujitsu and Group companies provides the statutory auditors with the opportunity to attend important meetings.

b. In cases where risks arise that could affect management or financial results, or where there is an awareness of major compliance violations in connection with the execution of business activities, senior management as well as employees of Fujitsu and Group companies immediately report on them to the statutory auditors.
c. Senior management as well as employees of Fujitsu and Group companies periodically report to the statutory auditors on the status of business execution.

Ensuring effectiveness of statutory auditors
a. Senior management of Fujitsu and Group companies periodically exchange information with the statutory auditors.
b. The internal audit organization periodically reports to the statutory auditors on audit results.
c. The auditors have the independent accounting auditor explain and report on accounting audits as required and periodically exchange information with the independent accounting auditors.

● Implementation

Fujitsu has established a department with executive responsibility for internal controls. The company is, moreover, pursuing initiatives to implement an even more robust operational execution structure by reviewing and revising its regulations and business operations.

To accelerate the penetration and implementation of the FUJITSU Way and ensure the appropriateness of business operations, four committees were established directly under the Management Council and tasked with pursuing more robust and efficient business execution: the FUJITSU Way Promotion Council, the Risk Management Committee, the Compliance Committee and the Environmental Committee.

The functions of each are described below:

FUJITSU Way Promotion Council

The FUJITSU Way Promotion Council promotes the inculcation and implementation of the FUJITSU Way. In addition, it has also been promoting Project EAGLE, which was launched as a company-wide activity for building an internal compliance system for effective and reliable financial reporting in compliance with Japan's Financial Instruments and Exchange Law. A promotion organization dedicated to this project was established and is working to extend it across the Fujitsu Group to improve deficiencies in financial reporting and achieve greater efficiency through the pursuit of business process reforms across the Group.

Risk Management Committee

This committee promotes risk management for the Fujitsu Group. By instilling awareness of risk and bringing to light risk information, including latent information, the committee continuously confirms the execution status of risk mitigation measures. It also implements policies for verifying information regarding specific instances of risk and mitigating their effects on customers and the Group as a whole. Moreover, as a preventative measure to deal with major unforeseen events, such as natural disasters, the committee promotes business continuity management (BCM), providing customers with a stable supply of the high performance, high-quality products and services that they need. It reports to the Management Council and the Board of Directors on significant matters and holds discussions with them on countermeasures, seeking thereby to disseminate information throughout the Group and strengthen the overall Group’s risk management posture.

Compliance Committee

This committee promotes adherence to social norms and corporate rules as well as the creation of corporate systems and initiatives for fostering a corporate culture of respect for norms. In conjunction with efforts to maximize compliance, a help-line system was set up as a confidential liaison point to receive reports from employees and provide guidance to them on matters of conduct.

Environmental Committee

This committee is responsible for promoting the environmental protection activities of the Fujitsu Group, which are based on The Fujitsu Group Environmental Policy and The Fujitsu Group Environmental Protection Program.

(6) Policy on Decision Regarding Distribution of Dividends etc.

Article 41 of Fujitsu Limited's Articles of Incorporation grants the Board of Directors the authority to distribute retained earnings. As part of Fujitsu Limited's basic policy on the exercise of this authority, we believe that a portion of retained earnings should be paid to shareholders to provide a stable return, and that a portion should be retained by the company to strengthen its financial base and support new business development opportunities that will result in improved long-term performance. In addition, taking into consideration the level of profits, we aims to increase the distribution of profits to our shareholders when the financial base is sufficiently strong enough, including through share buybacks.

In fiscal 2008, although the company's performance in the first half of the fiscal year was solid, particularly in Japan, its performance in the second half was adversely affected by the economic recession and the appreciation of the yen. As a result, we will pay a year-end dividend of 3 yen per share, 2 yen less per share than the previous year-end dividend or than the amount announced at the beginning of the fiscal year. Combined with the interim dividend of 5 yen per share, this payment results in an annual dividend of 8 yen per share, the same level as the previous fiscal year.

The company plans to continue its policy of paying dividends twice a year, based on financial results at the half-year and year-end.

(7) Basic Policy on the Control of the Company

At the present time, no specific provisions relating to takeover defenses have been introduced.

Because raising corporate value is, in the end, the best defense against potential takeovers, we are focusing our efforts on raising corporate value.

Going forward, placing first priority on corporate value and shareholder profits, we will remain vigilant to social trends and changes in the environment, and we will continually advance our consideration of protective measures.

Consolidated Balance Sheet

(As of March 31, 2009)

		Millions of yen
Assets		
Current assets:		
Cash and time deposits	Y	**488,636**
Notes and accounts receivable, trade		**847,249**
Marketable securities		**48,968**
Finished goods		**140,356**
Work in process		**95,159**
Raw materials		**70,941**
Deferred tax assets		**68,840**
Others		**135,642**
Allowance for doubtful accounts		**(8,254)**
Total current assets		**1,887,537**
Non-current assets:		
Property, plant and equipment, net of accumulated depreciation:		
Buildings		**264,842**
Machinery		**127,529**
Equipment		**152,309**
Land		**112,834**
Construction in progress		**15,514**
Total property, plant and equipment		**673,028**
Intangible assets:		
Software		**139,727**
Goodwill		**46,508**
Others		**25,087**
Total intangible assets		**211,322**
Other non-current assets:		
Investment securities		**245,602**
Deferred tax assets		**72,250**
Others		**139,685**
Allowance for doubtful accounts		**(7,442)**
Total other non-current assets		**450,095**
Total non-current assets		**1,334,445**
Total assets	Y	**3,221,982**

		Millions of yen
Liabilities and net assets		
Liabilities		
Current liabilities:		
Notes and accounts payable, trade	**Y**	**528,707**
Short-term borrowings		**124,204**
Current portion of bonds payable		**302,679**
Lease obligations		**41,432**
Accrued income taxes		**19,332**
Accrued expenses		**298,969**
Provision for product warranties		**14,941**
Provision for construction contract losses		**6,105**
Others		**214,053**
Total current liabilities		**1,550,422**
Long-term liabilities:		
Bonds payable		**380,800**
Long-term borrowings		**75,797**
Lease obligations		**47,303**
Accrued retirement benefits		**137,222**
Provision for loss on repurchase of computers		**25,837**
Provision for recycling expenses		**5,726**
Deferred tax liabilities		**51,506**
Revaluation of deferred tax liabilities		**575**
Others		**21,192**
Total long-term liabilities		**745,958**
Total liabilities		**2,296,380**
Net assets		
Shareholders' equity:		
Common stock		**324,625**
Capital surplus		**236,612**
Retained earnings		**223,797**
Treasury stock		**(2,133)**
Total shareholders' equity		**782,901**
Valuation and translation adjustments:		
Unrealized gain and loss on securities, net of taxes		**51,661**
Deferred hedge gain and loss		**2,880**
Revaluation surplus on land		**2,332**
Foreign currency translation adjustments		**(90,833)**
Total valuation and translation adjustments		**(33,960)**
Share warrants		**26**
Minority interests		**176,635**
Total net assets		**925,602**
Total liabilities and net assets	**Y**	**3,221,982**

Consolidated Statements of Operations

(Year ended March 31, 2009)

		Millions of yen
Net sales	Y	**4,692,991**
Cost of sales		**3,491,512**
Gross profit		**1,201,479**
Selling, general and administrative expenses		**1,132,707**
Operating income		**68,772**
Other income:		
Interest income		**7,770**
Dividend income		**11,588**
Gain on sales of investment securities		**3,484**
Others		**12,194**
Total other income		**35,036**
Other expenses:		
Interest expense		**17,516**
Equity in losses of affiliates, net		**34,049**
Loss on foreign exchange, net		**7,014**
Loss on disposal of property, plant and equipment and intangible assets		**4,843**
Impairment loss		**58,923**
Business restructuring expenses		**54,198**
Loss on revaluation of investment securities		**18,729**
Others		**21,850**
Total other expenses		**217,122**
Income (Loss) before income taxes and minority interests		**(113,314)**
Income taxes:		
Current		**25,022**
Deferred		**(24,611)**
Total income taxes		**411**
Minority interests		**(1,337)**
Net income (loss)	Y	**(112,388)**

Consolidated Statements of Changes in Net Assets

(Year ended March 31, 2009)

		Millions of yen
Net assets:		
Shareholders' equity:		
Common stock:		
Balance at end of previous term	Y	**324,625**
Increase (Decrease) during the term		
Total		**-**
Ending balance of common stock		**324,625**
Capital surplus:		
Balance at end of previous term		**249,038**
Increase (Decrease) during the term:		
Sales of treasury stock		**(73)**
Effect from change of scope of consolidation		**(12,353)**
Total		**(12,426)**
Ending balance of capital surplus		**236,612**
Retained earnings:		
Balance at end of previous term		**338,903**
Increase (Decrease) due to changes in accounting treatment by subsidiaries outside Japan		**(1,585)**
Increase (Decrease) during the term:		
Cash dividends		**(20,681)**
Net income (loss)		**(112,388)**
Effect from change of scope of consolidation		**19,548**
Total		**(113,521)**
Ending balance of retained earnings		**223,797**
Treasury stock:		
Balance at end of previous term		**(869)**
Increase (Decrease) during the term:		
Acquisition of treasury stock		**(1,492)**
Sales of treasury stock		**228**
Total		**(1,264)**
Ending balance of treasury stock		**(2,133)**
Total shareholders' equity		
Balance at end of previous term		**911,697**
Increase (Decrease) due to changes in accounting treatment by subsidiaries outside Japan		**(1,585)**
Increase (Decrease) during the term:		
Cash dividends		**(20,681)**
Net income (loss)		**(112,388)**
Acquisition of treasury stock		**(1,492)**
Sales of treasury stock		**155**
Effect from change of scope of consolidation		**7,195**
Total		**(127,211)**
Ending balance of shareholders' equity	Y	**782,901**

		Millions of yen
Valuation and translation adjustments:		
Unrealized gain and loss on securities, net of taxes:		
Balance at end of previous term	Y	89,879
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(38,218)
Total		(38,218)
Ending balance of unrealized gain and loss on securities, net of taxes		51,661
Deferred hedge gain and loss:		
Balance at end of previous term		124
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		2,756
Total		2,756
Ending balance of deferred hedge gain and loss		2,880
Revaluation surplus on land:		
Balance at end of previous term		2,449
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(117)
Total		(117)
Ending balance of revaluation surplus on land		2,332
Foreign currency translation adjustments:		
Balance at end of previous term		(55,945)
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(34,888)
Total		(34,888)
Ending balance of foreign currency translation adjustments		(90,833)
Total valuation and translation adjustments:		
Balance at end of previous term		36,507
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(70,467)
Total		(70,467)
Ending balance of valuation and translation adjustments		(33,960)
Share warrants:		
Balance at end of previous term		-
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		26
Total		26
Ending balance of share warrants		26
Minority interests:		
Balance at end of previous term		181,972
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(5,337)
Total		(5,337)
Ending balance of minority interests		176,635
Total net assets:		
Balance at end of previous term		1,130,176
Increase (Decrease) due to changes in accounting treatment by subsidiaries outside Japan		(1,585)
Increase (Decrease) during the term:		
Cash dividends		(20,681)
Net income (loss)		(112,388)
Acquisition of treasury stock		(1,492)
Sales of treasury stock		155
Effect from change of scope of consolidation		7,195
Net increase (decrease) during the term, except for items under shareholders' equity		(75,778)
Total		(202,989)
Ending balance of net assets	Y	925,602

Notes to Consolidated Financial Statements

【Notes to Significant Items Concerning Preparation of Consolidated Financial Statements】

1. The Company prepares for financial statements in accordance with the Corporate Calculation Regulations (Ministry of Justice Ordinance No. 13, February 7, 2006 and Revised Ministry of Justice Ordinance No. 22, April 20, 2009) in the consolidated fiscal year under review. Note that, in accordance with the disclaimer in Article 8 Paragraph 2 of Ordinance No. 7 of the Ministry of Justice issued on March 27, 2009, "Ministry Ordinance Revising Parts of the Implementation Rules of the Corporation Law and Corporate Accounting Rules," financial reports are prepared in accordance with the revised corporate accounting rules.

2. The scope of consolidation
   (1) Number and Names of Major Consolidated Subsidiaries
   This consolidated financial report consolidates the results of 480 major subsidiaries. As for changes in the scope of consolidation for this consolidated accounting year, 69 companies were added and 19 companies were removed. Major additions and subtractions are described below. Since the names of major subsidiary companies are noted in item #7, "Status of Major Subsidiaries," in the Business Report, they are omitted here.

   New consolidated subsidiaries as a result of acquisitions or the formation of new companies during the fiscal year: 11 companies
   These include FFC Limited, Banking Channel Solutions Limited, Fujitsu General System Engineering, Ltd., Fujitsu Advanced Quality Limited, and Fujitsu North America Holdings, Inc.

   Changed from unconsolidated subsidiaries to consolidated subsidiaries: 58 companies
   These include 16 consolidated subsidiaries of PFU Limited, 9 consolidated subsidiaries of Fujitsu FSAS Inc., and 6 consolidated subsidiaries of Fujitsu FIP Corporation.

   Subtracted due to liquidation or sale: 12 companies
   These include Fujitsu Automation Limited, one consolidated subsidiary of Fujitsu Media Devices Limited, and Fujitsu IT Holdings, Inc.

   Subtracted due to merger: 7 companies
   These include the following:

Prior to Merger	After Merger
One consolidated subsidiary of Fujitsu Telecom Networks Limited	Absorbed by Fujitsu Telecom Networks Limited
FFC Systems Limited	Absorbed by Fujitsu Advanced Engineering Limited (corporate name changed from FFC Limited in October 2008)
One consolidated subsidiary of Fujitsu Australia Limited	Absorbed by consolidated subsidiary of Fujitsu Australia Limited

(2) Information of Major Unconsolidated Subsidiaries

Companies that have changed to unconsolidated subsidiaries do not have significance sufficient to hinder reasonable judgment on the financial conditions and business performance of the Group in terms of their total assets, sales, net income and retained earnings. They are listed below:

FKM Co., Ltd.   (and others)

(3) Special purpose companies subject to disclosure

At the end of fiscal year, there were no special purpose companies to disclose. In changes to disclose, there was a reduction of one company, as detailed below.

In fiscal 2003, Fujitsu increased the liquidity of real estate assets through the use of a special purpose company in the form of a special limited liability company. A trust was established to hold title to land and buildings, and the trust beneficiary rights were transferred to the special purpose company. In addition, Fujitsu signed an anonymous partnership agreement with the special purpose company under which Fujitsu made a capital contribution to the company.

In December 2008, the trust's beneficiary rights to the land and buildings were transferred from the special purpose company back to Fujitsu, and the anonymous partnership agreement was dissolved.

Transaction amounts with the special purpose company accounted for in this fiscal year consist of 25,745 million yen for real estate assets received, dividends of 727 million yen, and dividend in liquidation of 4,559 million yen. The income distribution and dissolution income distribution are accounted for as "dividend income" under "other income."

3. The application of the equity method

(1) Number and names of Major Unconsolidated Subsidiaries and Affiliates to which the equity method is applied

Regarding investments in non-consolidated subsidiaries and affiliated companies, they are accounted for by the equity method and the number of companies to which this applies is 20.

Affiliated companies: 20 companies

Major equity-method affiliate companies:

FDK Corporation, Fujitsu General Ltd., Fujitsu Leasing Co., Ltd., Nippon Oil Information Technology Corporation, CSS Co., Ltd., Fujitsu Siemens Computers (Holding) B.V. (name changed to Fujitsu Technology Solutions (Holding) B.V. on April 1, 2009), TDK Fujitsu Philippines Corporation, 8 equity-method affiliates of Fujitsu Services Holdings PLC

Regarding changes in equity-method companies for the fiscal year's consolidated financial results, a total of three companies were removed: Eudyna Devices Inc., FFC Limited and one other company.

(2) Information of Unconsolidated Subsidiaries and Affiliates to which the equity method is not applied

Unconsolidated subsidiaries and affiliates to which the equity method is not applied are accounted for using the cost method, since the impact of these companies on net income and retained earnings, etc. is insignificant. They are listed below:

FKM Co., Ltd. (and others)

(3) Although we hold more than 20% of the outstanding shares of Japan Electronic Computer Co., Ltd. (JECC), we have not made the company an affiliate, since the company is a special corporation operated with the joint investment of 6 companies, including Japanese computer manufacturers, to develop the information processing industry in Japan.

(4) Investment differentials on equity method affiliate companies are treated in the same way of the ones on consolidated subsidiaries.

4. The fiscal year, etc. of consolidated subsidiaries and equity method affiliates

Except for the companies listed below that close the books in December and January, the accounts are settled once a year in March.

(Consolidated subsidiaries)	Fujitsu (China) Holdings and 21 others
(Equity method affiliates)	2 affiliates

Of the companies above, Fujitsu (China) Holdings and 11 other consolidated subsidiaries close their books through procedures similar to the regular book-closing conducted on the consolidated closing date. Other companies make an adjustment for significant transactions during the period from their respective closing dates and the consolidated closing date of Fujitsu.

5. Accounting Standards

(1) Valuation standards and methods of assets

(i) Marketable securities

Held-to-maturity bonds: .... Amortized cost method (interest method)

Available-for-sale securities

- With market value............ Market value method based on the market price on the closing date
  Treatment of the difference between the acquisition cost and the market value
  …Booked directly to net assets
  Calculation of costs of securities sold
  …Moving average cost method
- Without market value........ Primarily moving average cost method

(ii) Derivatives............................. Market value method

(iii) Inventories

Finished goods .... Primarily moving average cost method

Work in process............... Cost method primarily determined by the specific identification method or the periodic average method

Raw materials Cost method primarily determined by the moving average method

Costs of inventories with lower profitability are written down.

(2) Depreciation and amortization of fixed assets

(i) Tangible fixed assets except for leased assets

Depreciation of tangible fixed assets except for leased assets are calculated by the straight line method. The useful lives, reflected by the likely period over which the value of the asset can be realized under actual business conditions, are estimated as stated below:

Buildings ....7-50 years
Machinery ....3-7 years
Equipment....................................2-10 years

(ii) Intangible fixed assets except for leased assets

- Software

For sale....................................Method based on projected sales volume over the estimated life of the product (3 years)

For internal use ....Straight-line method based on the estimated useful life of the software (within 5 years)

(iii) Leased assets

Depreciation and amortization of finance leases which do not transfer ownership of the leased property to the lessee are calculated by the straight line method over the lease period deemed as useful lives.

(3) Accounting polices for provisions

(i) Allowance for doubtful accounts

To prepare for bad debt losses, an amount deemed sufficient to cover estimated future losses is provided, taking collectibility into account.

(ii) Provision for product warranties

To prepare for the disbursement of expenses for the free repair and exchange of products during the warranty period based on contracts, the estimated repair and exchange expenses based on the historical data are recorded when the product is sold.

(iii) Provision for construction contract losses

We are recording under "provision for construction contract losses" the estimated amount, as of the close of the fiscal year, of future losses relating to software development projects whose profitability potentially has deteriorated.

(iv) Provision for bonuses to directors and statutory auditors

To prepare for the disbursement of bonuses to directors and statutory auditors, an estimated amount is provided.

(v) Provision for retirement benefits

To prepare for the disbursement of employees' retirement benefits, an amount deemed necessary at the end of the consolidated fiscal year under review based on the estimated retirement benefit obligation and pension assets is recorded.

- Method of allocating prior service cost

...............Straight-line method (10 years)

- Method of allocating actuarial losses

An amount prorated by the straight-line method is accounted for over the average remaining service period of employees from the fiscal year following the fiscal year when the actuarial loss has arisen.

Of unrecognized actuarial losses and gains arising from changes to accounting standards, those for the Company were amortized in a lump sum in fiscal 2000, and those for consolidated subsidiaries in Japan are amortized over 10 years on a pro rata basis.

(vi) Provision for loss on repurchase of computers

To prepare for the compensation for losses when computers sold with a repurchase agreement are repurchased, an amount for the losses expected to be incurred at the time of the repurchase is provided based on the historical data.

(vii) Provision for recycling expenses

To prepare for recycling expenses when home computers sold were collected, the expected recycling expenses are provided.

(4) Other significant items concerning consolidated financial statements

(i) Hedge accounting

Deferred hedge accounting is adopted.

(ii) Revenue recognition of sales of customized software and construction contracts

For contracts in progress as of the end of fiscal 2008 for which we were accurately able to confirm the degree of completion, we have applied the percentage-of-completion method, and for all others we have applied the completed-contract method. When applying the percentage of completion method, the degree of completion at the end of this fiscal year was determined by the estimation based on actual costs and total contract costs.

(iii) Consumption taxes

The tax excluded method is adopted.

(iv) Application of the consolidated tax return system

The consolidated tax return system is adopted.

6. The valuation of assets and liabilities of consolidated subsidiaries

The market value method is adopted for the valuations of all consolidated subsidiary assets and liabilities.

7. The amortization of goodwill and negative goodwill

Goodwill is amortized using the straight-line method over periods not exceeding 20 years, corresponding to the actual state of investment.

8. Changes in the significant items concerning consolidated financial statements

(1) Adoption of Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements

We have adopted the “Practical Solution on Unification of Accounting Policies Applied to Foreign Subsidiaries for Consolidated Financial Statements” (Accounting Standards Board of Japan, Practical Issues Task Force, No. 18 dated May 17, 2006) from the first quarter of the current fiscal year.

The effect of this accounting change on operating income and income before taxes and minority interests for the fiscal year is insignificant.

Outside Japan, starting with Fujitsu Services Holdings PLC in the UK (and its subsidiaries) in fiscal 2005, several subsidiaries such as those in Australia and Singapore had already adopted International Financial Reporting Standards (IFRS). Starting with the first quarter of the current fiscal year, however, these standards are applied to all the Group’s subsidiaries outside Japan. For such subsidiaries that are applying IFRS for the first time from the first quarter of the current fiscal year, accounting procedure changes reflecting the change in accounting standards have been applied to previous years, resulting in a 1,585 million yen decrease in retained earnings at the beginning of the first-quarter consolidated accounting period.

(2) Changes in Accounting Standards for Completed Construction Revenue and Costs

We have already applied the percentage-of-completion method as the standard for accounting for revenue from software development contracts, a core business of the Fujitsu Group, while we have applied the completed contract method as the standard for accounting for revenue from contract construction. For contract construction work as well, for contracts in progress as of the year for which we are accurately able to confirm the degree of completion, we have applied the percentage-of-completion method beginning with the first quarter of the current fiscal year. This reflects the early adoption of the “Accounting Standard for Construction Contracts” (Accounting Standards Board of Japan, Statement No. 15 dated December 27, 2007) and “Guidance on Accounting Standard for Construction Contracts” (Accounting Standards Board of Japan, Guidance No. 18 dated December 27, 2007) allowing the application of the percentage-of-completion method prior to the fiscal year beginning April 1, 2009.

The effect of this accounting change on net sales, operating income, and income before income taxes and minority interests for the fiscal year is insignificant.

【Notes to the Consolidated Balance Sheet】

1. Assets pledged as collateral and liabilities for collateral

(1) Main assets pledged as collateral			(Million yen)
Balance of pledged assets			2,566
(Main pledged assets)	Land		1,817
	Buildings		745
(2) Main liabilities for collateral			
Balance of secured debt			250
(Main secured debt)	Short-term borrowings		200
	Accounts payables, trade		50

2. Accumulated depreciation of tangible fixed assets 1,966,047

3. Contingent liabilities for guarantee contract

Balance of contingent liabilities for guarantee contract		19,270
(Main guaranteed debt)	Bank loans of FDK Corporation	11,900
	Housing loans of employees	4,534
	Bank loans of Eudyna Devices Inc.	2,500

【Notes to the Consolidated Statements of Operations】

1. Gain on sales of investment securities
   Refers mainly to sale of shares in Yokohama TV Corporation.

2. Impairment loss
   Refers mainly to the LSI and electronics components businesses. In regard to the LSI business, a business reform plan was announced in January 2009 to respond to a significant decline in customer demand that began last autumn. Reforms are continuing, but since a recovery in the business climate is not expected in fiscal 2009, the estimated future return has been reappraised. In addition, a shift has been made in the business model to outsource production of 40nm generation advanced technology products to outside foundries, which has changed the classification of cash-generating units of assets in LSI business. As a result, an impairment loss of 49,944 million yen related to the most-advanced logic LSI manufacturing facility, of which the future planned use has changed, was recognized. In addition, there was an impairment loss of 8,979 million yen in relation to the property, plant and equipment of the optical transmission system, electronic components and other businesses whose profitability has declined.

3. Business restructuring expenses
   This includes 37,017 million yen in losses on the disposal of assets and settlement of liabilities related to the HDD business, which is undergoing a reorganization that includes the transfer of part of the business, and settlement costs related to pension assets of transferred employees; 11,359 million yen in disposal expenses for facilities that are scheduled to be shut down during the next consolidated fiscal year in conjunction with the reorganization of the LSI wafer production facilities; and restructuring expense of 5,822 million yen related to the component business and businesses outside Japan.
   Restructuring expenses for HDD operations also included an impairment loss of 16,269 million yen.

4. Loss on revaluation of investment securities
   Refers principally to a significant decline in the market share price of Spansion Inc. of the US.

【Notes to the Consolidated Statements of Changes in Net Assets】

1. Number of shares issued at the end of the consolidated fiscal year under review
   Common stock 2,070,018,213 shares

2. Dividends from surplus conducted during the consolidated fiscal year under review

Resolution	Type of stock	Total amount of dividends (Million yen)	Dividend per share (Yen)	Record date	Effective date
Meeting of the Board of Directors on May 23, 2008	Common stock	10,345	5	March 31, 2008	June 2, 2008
Meeting of the Board of Directors on October 29, 2008	Common stock	10,336	5	September 30, 2008	December 1, 2008

3. Dividends from surplus to be conduced after the end of the consolidated fiscal year under review

Resolution	Type of stock	Source of dividends	Total amount of dividends (Million yen)	Dividend per share (Yen)	Record date	Effective date
Meeting of the Board of Directors on May 21, 2009	Common stock	Retained earnings	6,202	3	March 31, 2009	June 1, 2009

4. Effect from change of scope of consolidation
   As stated under "Significant Items Concerning Preparation of Consolidated Financial Statements," as for the items related to the scope of consolidation, subsidiaries of PFU Limited, Fujitsu FSAS Inc. and Fujitsu FIP Corporation changed from unconsolidated affiliates to consolidated subsidiaries beginning in the 2008 fiscal year, resulting in an increase of 7,027 million yen in retained earnings. In addition, in conjunction with the liquidation of Fujitsu IT Holdings, Inc., "other capital surplus" decreased by 12,353 million yen and "other retained earnings" increased by the same amount.

5. Increase (Decrease) due to changes in accounting treatment by subsidiaries outside Japan
   These are increases and decreases resulting from changes in accounting treatment retroactively applied to past years' results due to changes in accounting treatment standards implemented at subsidiaries outside Japan which adopted International Financial Reporting Standards ("IFRS") during this fiscal year. Among the company's subsidiaries outside Japan, starting with Fujitsu Services Holdings PLC (and its subsidiaries) in the UK in fiscal 2005, several subsidiaries, including those in Australia and Singapore, had already adopted IFRS prior to this fiscal year. Starting with this fiscal year, however, these standards were applied to all consolidated subsidiaries outside Japan.

【Notes to Per Share Data】

Net assets per share 362.30 yen
Earnings (Net loss) per share (54.35) yen

【Notes to Significant Subsequent Events】

Corporate Acquisitions and Seperations

1. Acquisitions via Purchase Method Accounting
   (Conversion of Fujitsu Siemens Computers (Holding) B. V. into a Consolidated Subsidiary of Fujitsu Limited)

   On November 3, 2008, Fujitsu signed an agreement with Siemens AG (“Siemens”) for the acquisition of 50% of the total shares of Fujitsu Siemens Computers (Holding) B.V. (“Fujitsu Siemens Computers”). As a result, Fujitsu Siemens Computers converted from an equity-method affiliate of Fujitsu to a consolidated subsidiary on April 1, 2009.

   1) Name and Business Description of the Acquired Business; Overview of the Company from which the Shares will be Acquired; Principal Reasons for Carrying Out the Business Combination; Date of the Business Combination; Legal Form of the Business Combination and the Name of the Business Subsequent to the Combination; Percentage of Voting Rights Acquired

      (i) Name and Description of the Business of the Acquired Business

      Name of the acquired business: Fujitsu Siemens Computers (Holding) B.V.
      Location: Het Kwadrant 1, 3606 AZ Maarssen, The Netherlands
      Representative: Kai Flore

Size/Perfomance	･Capital	272 million euros
	･Total Assets	2,546 million euros
	･Net Sales	5,206 million euros
	･Net Income (Loss)	(270) million euros

      Note: Amounts for the fiscal year beginning April 1, 2008 and ending March 31, 2009 were prepared in accordance with Dutch accounting standards.

      Business description: Development, manufacture, sale and maintenance of information systems

      (ii) Overview of the Company from which the Shares will be Acquired

      Corporate name: Siemens AG
      Location: Wittelsbacherplatz 2, 80333 Munich, Germany

      (iii) Principal Reasons for Carrying Out the Business Combination

      Fujitsu and Siemens integrated their information system businesses in Europe market and established Fujitsu Siemens Computers for development, manufacture, sale and maintenance of information systems on October 1, 1999. Fujitsu Siemens Computers became a wholly owned consolidated subsidiary of Fujitsu, in circumstances expected to generate new competitive situation in IT market and increase business opportunities, particularly in the area of infrastructure services. The company which mainly operates in Germany, one of the biggest IT market in Europe, will help Fujitsu promotes globalization of the product business. In addition, Fujitsu will offer high value added services to the customers by strengthening further relationship with Fujitsu Services Holdings PLC, one of the most major subsidiary for service business in UK, and accelerate the improvement of profitability by pursuing opportunities for growth in infrastructure service business.

      (iv) Date of the Business Combination

      April 1, 2009

(v) Legal Form of the Business Combination and the Name of the Business Subsequent to the Combination

Legal form of the business combination: Acquisition of shares

Name of business subsequent to the combination: Fujitsu Technology Solutions (Holding) B.V.

(vi) Percentage of Voting Rights Held

･Prior to the acquisition	50%
･Subsequent to the acquisition	100%

2) Acquisition Cost of the Acquired Business

Cash 450 million euros

3) Source of the Funds to be Paid

Cash on hand and borrowings

(Conversion of FDK Corporation into a Consolidated Subsidiary)

The Board of Directors of Fujitsu Limited (“Fujitsu”), at a meeting held on March 27, 2009, resolved to subscribe to the entire amount of a private placement to increase the capital of FDK Corporation (“FDK”), currently an equity-method affiliate of Fujitsu, with the payment date for the subscription on May 1, 2009. As a result, FDK changed from an equity method affiliate of Fujitsu to a consolidated subsidiary as of the payment date.

1) Name and Description of the Business of the Acquired Company; Principal Reasons for Carrying Out the Business Combination; Date of the Business Combination; Legal Form of the Business Combination; Percentage of Voting Rights Acquired

(i) Name and Description of the Business of the Acquired Company

Name of acquired business: FDK Corporation (listed First Section, Tokyo Stock Exchange)

Location: 5-36-11 Shimbashi, Minato-ku, Tokyo

Representative	Akira Kamada	
Size/Perfomance	･Capital	22,756 million yen
	･Total Assets	46,203 million yen
	･Net Sales	78,475 million yen
	･Net Income (Loss)	(12,076) million yen

Note: Fiscal year ended March 31, 2009

Business description: Manufacture and sale of materials, components, batteries and related products for the electronics sector

(ii) Principal Reasons for Carrying Out the Business Combination

To respond to the changes taking place in the marketplace, FDK has undertaken reforms of its business structure with the aim of leveraging its materials technologies to strengthen its products lineup, particularly the power systems and high frequency device. The sharp downturn in worldwide economic conditions starting from the second half of fiscal 2008, however, has had a severe impact on the business of FDK. As a result of recording a large loss in the third quarter of fiscal 2008, FDK’s liabilities exceeded its assets.

Fujitsu, in addition to its transactions with FDK, such as the purchase of its products, provides financial support to FDK. Fujitsu, as FDK’s major shareholder, creditor and customer, accordingly believes that, from the standpoint of maintaining Fujitsu’s corporate value, it is necessary to

eliminate the material adverse effect on FDK's business activities that might occur should its capital deficiency continue.
By Fujitsu subscribing to the private placement to increase the capital of FDK, FDK will be in a stronger position to successfully implement its structural reforms and attain the targeted expansion of its business.

(iii) Date of the Business Combination May 1, 2009

(iv) Legal Form of the Business Combination
Acquisition of shares

(v) Percentage of Voting Rights Held

- Prior to acquisition 39.80%
- Subsequent to acquisition 64.64%

2) Acquisition Cost for the Acquired Business

Cost of the acquisition of shares	Cash 11,000 million yen
Shares Received	89,430,000 shares common stock
Share Price	123 yen per share

3) Source of the Funds to be Paid
Own funds

2. Separation of Businesses
(Transfer of Hard Disk Drive (HDD) Businesses)

On February 17, 2009, Fujitsu reached basic agreements with Toshiba Corporation ('Toshiba") and with Showa Denko K.K. ("Showa Denko") regarding the transfer of Fujitsu Group's hard disk drive ("HDD drive") business and hard disk media ("HDD media") business, and on April 30, 2009 finalized the terms and conditions of the transfers with both companies.

1) Names of the Transferee of the Separated Businesses; Business Description of the Separated Businesses; Principal Reasons for Carrying Out the Business Separations; Date of the Business Separations; Overview of the Business Separations including their Legal Form

(i) Names of the Transferees of the Separated Businesses
HDD drive business: Toshiba Corporation
HDD media business: Showa Denko K.K.

(ii) Business Description of the Separated Businesses
Business description: Design, development, manufacture and sales, etc., for the hard disk drive business

(iii) Principal Reasons for Carrying Out the Business Separations
The hard disk drive market continues to be impacted by severe business conditions, including a worldwide intensification of price competition and a contraction of overall demand. Fujitsu decided to carry out these business separations based on its judgment that the respective transferees of the businesses, through the integration of the technical expertise and developmental capabilities accumulated by Fujitsu with their own technologies, would be better able to compete in the current severe business environment and thus support and grow these operations.

(iv) Date of the Business Separations

July 1, 2009 (tentative)

(v) Overview of the Business Separations including their Legal Form

HDD drive business:

Fujitsu's HDD drive-related business will be transferred to the newly established Toshiba Storage Device Corporation ("Toshiba Storage Device"). Upon completion of the transfer, the new company established out of the HDD-related business of Yamagata Fujitsu Limited, along with Fujitsu's HDD manufacturing subsidiaries, Fujitsu Computer Products Corporation of the Philippines and Fujitsu (Thailand) Co., Ltd., will become wholly owned subsidiaries of Toshiba Storage Device. Fujitsu's sales and marketing offices outside of Japan, with the exception of some offices in certain regions, will be transferred to Toshiba's overseas business operations. To facilitate the transfer, Fujitsu will hold a stake of 19.9% in Toshiba Storage Device until the end of December 2010, after which it will become a wholly owned subsidiary of Toshiba.
The value of the transfer is expected to be approximately 30 billion yen. Toshiba's 80.1% ownership of Toshiba Storage Device is expected to be valued at approximately 24 billion yen (at the time of scheduled transfer on July 1, 2009) and the remaining 19.9% ownership holding at approximately 6 billion yen (to be held until the end of December 2010). However, there is the possibility that these values may be adjusted upon completion of the transfer. Toshiba Storage Device will assume net debt of 6.0 billion yen. This figure has been excluded from the 30 billion yen value of the transfer.

HDD media business:

Fujitsu will establish a new company to succeed the HDD media business of Yamagata Fujitsu Limited. All of the shares in the new company will be transferred to Showa Denko.

【Other Notes】

1. Securities

(1) Debt securities held to maturity with market value

(Million yen)

	Book value in consolidated balance sheet	Market value	Variance
Corporate bonds, public bonds	298	292	(6)
Total	298	292	(6)

(2) Other securities with market value

(Million yen)

	Acquisition cost	Book value in consolidated balance sheet	Variance
Stocks	44,921	132,750	87,829
Bonds and others	49,053	47,389	(1,664)
Total	93,974	180,139	86,165

2. Derivatives Financial Instruments

(1) Status of Derivatives Transactions

1) Purpose of Derivative Trading

The Fujitsu Group enters into derivative transactions related to foreign currency exchange rates and interest rates in order to reduce risk exposure arising from fluctuations in these rates, to reduce the costs of the funds financed, and to improve return on invested funds.

2) Basic Policies for Derivative Trading

The Fujitsu Group basically enters into derivative transactions only to cover actual requirements for the effective management of receivables/liabilities, and not for speculative or dealing purposes. The Group, in principle, has no intention of using derivative financial instruments that would increase market risks. Furthermore, the counterparties to the derivative transactions are thoroughly assessed in terms of their credit risks. Therefore, the Group believes that its derivative financial instruments entail minimal market or credit risk.

3) Control of Derivative Trading

The Fujitsu Group enters into derivative transactions based on regulations established by the Company. These regulations are as follows: Based on policies approved by both corporate executive officers responsible for administration and finance, the finance division undertakes particular transactions and records them in the management ledger book and also confirms the balance of transactions with counterparties. In addition, the finance division reports on the content of transactions undertaken and changes in transaction balances to the corporate executive officers responsible for administration and finance also to the chief of the accounting department.

(2) Derivatives contracts outstanding

(Million yen)

	Fiscal 2008 as of March 31, 2009			
	Contract Amount	Contract Amounts Over 1 Year	Fair Value	Gain/Loss
Foreign Exchange Forward Contracts				
To buy foreign currencies				
U.S. dollars	35,662	21,454	5,180	1,645
Other currencies	8,398	3,422	5,062	1,002
To sell foreign currencies				
U.S. dollars	15,175	3,797	9,534	(2,235)
Other currencies	2,591	-	2,939	(349)
Foreign Exchange Options Contracts				
To buy options				
U.S. dollar puts	286	-		
[Premium]	[3]	[-]	2	(1)
To sell options				
U.S. dollar calls	286	-		
[Premium]	[3]	[-]	13	(10)
Foreign Exchange Swap Contracts				
Receive sterling pound/pay Euro	5,295	-	(102)	(102)
Receive sterling pound/pay U.S. dollar or other currencies	6,956	-	9	9
Receive Euro/pay sterling pound	19,686	-	451	451
Receive Yen/pay sterling pound	2,957	-	(199)	(199)
Receive U.S. dollar or other currencies /pay sterling pound	3,235	-	79	79
Total				290

Notes

1) Fair value is principally based on obtaining quotes from financial institutions signing the contract.
2) Collateral conditions are attached to some foreign exchange forward contracts and there is a possibility of change in contract amount and duration due to the fluctuation of the currency exchange rate.
3) Option premiums are disclosed in brackets ([ ]), and corresponding fair vale and gains and losses are disclosed in the same line.
4) Derivative transactions which qualify for hedge accounting are excluded from the above table.

3. Retirement benefits

(1) Japan

1) Retirement benefit obligation

(Million yen)

	Fiscal 2008 (March 31, 2009)
(1) Projected benefit obligation	(1,198,318)
(2) Plan assets	791,122
〔of which plan assets in retirement benefit trusts〕	〔39,509〕
(3) Projected benefit obligation in excess of plan assets (1) + (2)	(407,196)
(4) Unrecognized net obligation at transition	16,467
(5) Unrecognized actuarial loss	492,968
(6) Unrecognized prior services cost (reduced obligation) (note)	(120,785)
(7) Prepaid pension cost	(72,505)
(8) Accrued retirement benefit (3) + (4) + (5) + (6) + (7)	(91,051)

(Note) As a result of pension system revisions, Fujitsu Corporate Pension Fund which the Company and certain consolidated subsidiaries participate in reported unrecognized prior service cost (reduced obligation).

2) Net periodic pension cost

(Million yen)

	Fiscal 2008 (For the year ended March 31, 2009)
(1) Service cost	38,207
(2) Interest cost	28,976
(3) Expected return on plan assets	(27,286)
(4) Amortization of net obligation at transition	16,709
(5) Amortization of actuarial loss	26,463
(6) Amortization of prior service cost	(19,099)
(7) Net periodic benefit cost (1) + (2) + (3) + (4) + (5) + (6)	63,970

In addition to the above costs, premium severance pay of 8,029 million yen was recognized as expenses in the year.

3) Basis used for calculating projected benefit obligation

Discount rate 2.5%

(2) Overseas

1) Retirement benefit obligation

(Million yen)

	Fiscal 2008 (March 31, 2009)
(1) Projected benefit obligation	(354,064)
(2) Plan assets	296,413
(3) Projected benefit obligation in excess of plan assets (1) + (2)	(57,651)
(4) Unrecognized actuarial loss	11,547
(5) Unrecognized prior services cost	(67)
(6) Accrued retirement benefit (3) + (4) + (5)	(46,171)

2) Net periodic pension cost

(Million yen)

	Fiscal 2008 (For the year ended March 31, 2009)
(1) Service cost	8,856
(2) Interest cost	32,305
(3) Expected return on plan assets	(33,321)
(4) Amortization of actuarial loss (note)	(304)
(5) Net periodic benefit cost (1) + (2) + (3) + (4)	7,536

(Note) Subsidiaries outside Japan, particularly Fujitsu Services Holdings PLC, which provides a defined benefit pension plan, adopt the International Financial Reporting Standards (IFRS), and apply the corridor approach to amortization of actuarial gain and losses.

3) Basis used for calculating projected benefit obligation

Discount rate .... Mainly 6.9%

4. Tax effect accounting

Major components of deferred tax assets and deferred tax liabilities

(Million yen)

	Fiscal 2008 (March 31, 2009)
Deferred tax assets	
Tax loss carryforwards	165,973
Accrued retirement benefits	140,185
Excess of depreciation and amortization and impairment loss	76,416
Accrued bonus	40,047
Inventories	25,044
Revaluation loss on investment securities	13,366
Provision for loss on repurchase of computers	9,513
Provision for product warranties	5,386
Intercompany profit	2,545
Other	54,705
Deferred tax assets subtotal	533,180
Total valuation allowance	(284,938)
Total deferred tax assets	248,242
Deferred tax liabilities	
Gains from establishment of stock holding trust for retirement benefit plan	(110,617)
Unrealized gains on available-for-securities	(35,620)
Tax allowable reserves	(5,434)
Other	(7,569)
Total deferred tax liabilities	(159,240)
Net deferred tax assets	89,002

Note: Excess of depreciation and amortization and impairment loss includes revaluation losses on idle lands.

5. Lease Transactions

(1) Finance Leases (lessee): Except those in which the leased property will transfer to the lessee

1) Type of lease asset:

Primarily related to logic LSI production equipment and outsourcing-related equipment.

2) Method of depreciation:

As stated in “Leased Assets”, paragraph 5 (2) (iii) of the “Notes to Significant Items Concerning Preparation of Consolidated Financial Statements”.

(2) Operating Leases (lessee)

Future minimum lease payments required under non-cancellable operating leases.

	(Million yen)
Within 1 year	12,211
Over 1 year	54,596
Total	66,807

Unconsolidated Balance Sheet

(As of March 31, 2009)

		Millions of yen
Assets		
Current assets:		
Cash and time deposits	Y	295,417
Notes receivables, trade		1,803
Accounts receivables, trade		411,828
Marketable securities		30,000
Finished goods		80,643
Work in process		16,697
Raw materials		19,778
Advanced money		647
Deferred tax assets		20,037
Short-term loan receivable		19,337
Accrued revenue		177,121
Others		8,121
Allowance for doubtful accounts		(2,908)
Total current assets		1,078,524
Non-current assets:		
Property, plant and equipment, net of accumulated depreciation:		
Buildings		88,283
Structure		4,139
Machinery		2,408
Vehicle and delivery equipment		7
Equipment		49,329
Land		71,111
Construction in progress		1,991
Total property, plant and equipment		217,271
Intangible assets:		
Software		76,863
Utility rights		3,691
Others		4,584
Total intangible assets		85,139
Other non-current assets:		
Investment securities		153,955
Subsidiaries' and affiliates' stocks		680,615
Long-term loans to affiliated companies		2,600
Receivables from companies under bankruptcy or reorganization process		2,486
Prepaid pension expense		61,134
Others		24,670
Allowance for doubtful accounts		(4,040)
Total other non-current assets		921,422
Total non-current assets		1,223,834
Total assets	Y	2,302,358

		Millions of yen
Liabilities and net assets		
Liabilities		
Current liabilities:		
Notes and accounts payable, trade	Y	549,177
Short-term borrowings		45,013
Current portion of long-term bollowings payable		8,290
Current portion of bonds payable		300,000
Lease obligations		3,003
Accrued liability		46,621
Accrued expenses		102,543
Accrued income taxes		836
Advance received		24,667
Deposits payable		41,157
Provision for product warranties		7,176
Provision for construction contract losses		2,574
Provision for loss on guarantees		7,854
Others		2,791
Total current liabilities		1,141,707
Long-term liabilities:		
Bonds payable		380,000
Long-term borrowings		67,478
Lease obligations		6,632
Provision for loss on repurchase of computers		25,837
Provision for recycling expenses		5,725
Deferred tax liabilities		41,305
Others		4,642
Total long-term liabilities		531,620
Total liabilities		1,673,328
Net assets		
Shareholders' equity:		
Common stock		324,625
Capital surplus:		
Other capital surplus		169,108
Total capital surplus		169,108
Retained earnings:		
Legal retained earnings		2,688
Other retained earnings:		
Reserves for special depreciation		5,332
Retained earnings brought forward		74,387
Total retained earnings		82,408
Treasury stock		(2,133)
Total shareholders' equity		574,008
Valuation and translation adjustments:		
Unrealized gain and loss on securities, net of taxes		52,144
Deferred hedge gain and loss		2,878
Total valuation and translation adjustments		55,022
Total net assets		629,030
Total liabilities and net assets	Y	2,302,358

Unconsolidated Statements of Operations

(Year ended March 31, 2009)

		Millions of yen
Net sales	**Y**	**2,423,503**
Cost of sales		**1,835,739**
Gross profit		**587,763**
Selling, general and administrative expenses		**547,016**
Operating income		**40,747**
Other income:		
Interest income		**3,262**
Dividend income		**76,764**
Gain on sales of investment securities		**3,207**
Gain on reversal of provision for loss on guarantees		**10**
Others		**11,852**
Total other income		**95,096**
Other expenses:		
Interest expense		**1,946**
Interest on bonds		**8,450**
Loss on disposal of property, plant and equipment and intangible assets		**2,511**
Loss on foreign exchange, net		**5,949**
Business restructuring expenses		**26,073**
Loss on revaluation of investment securities		**12,788**
Loss on revaluation of subsidiaries' and affiliates' stock		**11,769**
Impairment loss		**5,039**
Provision for loss on guarantees		**2,719**
Others		**18,951**
Total other expenses		**96,199**
Income before income taxes		**39,644**
Income taxes:		
Current		**(2,860)**
Deferred		**(5,376)**
Total income taxes		**(8,237)**
Net income	**Y**	**47,881**

Unconsolidated Statements of Changes in Net Assets

(Year ended March 31, 2009)

		Millions of yen
Net assets:		
Shareholders' equity:		
Common stock:		
Balance at end of previous term	Y	**324,625**
Increase (Decrease) during the term		
Total		**-**
Ending balance of common stock		**324,625**
Capital surplus:		
Other capital surplus:		
Balance at end of previous term		**169,181**
Increase (Decrease) during the term:		
Sales of treasury stock		**(73)**
Total		**(73)**
Ending balance of other capital surplus		**169,108**
Total capital surplus:		
Balance at end of previous term		**169,181**
Increase (Decrease) during the term:		
Sales of treasury stock		**(73)**
Total		**(73)**
Ending balance of capital surplus		**169,108**
Retained earnings:		
Legal retained earnings:		
Balance at end of previous term		**620**
Increase (Decrease) during the term:		
Cash dividends		**2,068**
Total		**2,068**
Ending balance of legal retained earnings		**2,688**
Other retained earnings:		
Reserves for special depreciation:		
Balance at end of previous term		**2,343**
Increase (Decrease) during the term:		
Increase in reserves for special depreciation		**4,033**
Decrease in reserves for special depreciation		**(1,044)**
Total		**2,989**
Ending balance of reserves for special depreciation		**5,332**
Retained earnings brought forward:		
Balance at end of previous term		**52,244**
Increase (Decrease) during the term:		
Cash dividends		**(22,749)**
Increase in reserves for special depreciation		**(4,033)**
Decrease in reserves for special depreciation		**1,044**
Net income		**47,881**
Total		**22,143**
Ending balance of retained earnings brought forward		**74,387**
Total retained earnings:		
Balance at end of previous term		**55,207**
Increase (Decrease) during the term:		
Cash dividends		**(20,681)**
Increase in reserves for special depreciation		**-**
Decrease in reserves for special depreciation		**-**
Net income		**47,881**
Total		**27,200**
Ending balance of retained earnings	Y	**82,408**

		Millions of yen
Treasury stock:		
Balance at end of previous term	Y	(869)
Increase (Decrease) during the term:		
Acquisition of treasury stock		(1,492)
Sales of treasury stock		228
Total		(1,264)
Ending balance of treasury stock		(2,133)
Total shareholders' equity:		
Balance at end of previous term		548,144
Increase (Decrease) during the term:		
Cash dividends		(20,681)
Net income		47,881
Acquisition of treasury stock		(1,492)
Sales of treasury stock		155
Total		25,863
Ending balance of shareholders' equity		574,008
Valuation and translation adjustments:		
Unrealized gain and loss on securities, net of taxes:		
Balance at end of previous term		88,585
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(36,441)
Total		(36,441)
Ending balance of unrealized gain and loss on securities, net of taxes		52,144
Deferred hedge gain and loss:		
Balance at end of previous term		122
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		2,755
Total		2,755
Ending balance of deferred hedge gain and loss		2,878
Total valuation and translation adjustments:		
Balance at end of previous term		88,708
Increase (Decrease) during the term:		
Net increase (decrease) during the term, except for items under shareholders' equity		(33,685)
Total		(33,685)
Ending balance of valuation and translation adjustments		55,022
Total net assets:		
Balance at end of previous term		636,852
Increase (Decrease) during the term:		
Cash dividends		(20,681)
Net income		47,881
Acquisition of treasury stock		(1,492)
Sales of treasury stock		155
Net increase (decrease) during the term, except for items under shareholders' equity		(33,685)
Total		(7,822)
Ending balance of net assets	Y	629,030

Notes to Unconsolidated Financial Statements

【Notes to Matters Concerning Significant Accounting Policies】

1. The Company prepares for financial statements in accordance with the Corporate Calculation Regulations (Ministry of Justice Ordinance No. 13, February 7, 2006 and Revised Ministry of Justice Ordinance No. 22, April 20, 2009) in the consolidated fiscal year under review. Note that, in accordance with the disclaimer in Article 8 Paragraph 2 of Ordinance No. 7 of the Ministry of Justice issued on March 27, 2009, "Ministry Ordinance Revising Parts of the Implementation Rules of the Corporation Law and Corporate Accounting Rules," financial reports are prepared in accordance with the revised corporate accounting rules.

2. Matters concerning accounting standards

(1) Valuation standards and methods of assets

Shares in subsidiaries and affiliates.................. Moving average cost method

Available-for-sale securities

- With market value .... Market value method based on the market price on the closing date
  Treatment of the difference between the acquisition cost and the market value
  …Booked directly to net assets
  Calculation of costs of securities sold
  …Moving average cost method
- Without market value .... Primarily moving average cost method

(2) Derivatives, etc.

Derivatives .... Market value method

(3) Inventories

Finished goods .... Moving average cost method

Work in process Cost method determined by the specific identification method or the periodic average method

Raw materials... Cost method determined by the moving average method

Costs of inventories with lower profitability are written down.

3. Depreciation and amortization of fixed assets

(1) Tangible fixed assets except for leased assets

Depreciation of tangible fixed assets except for leased assets are calculated by the straight line method. The useful lives, reflected by the likely period over which the value of asset can be realized under actual business conditions, are estimated as stated below:

Buildings and structure...........7-50 years
Machinery................................3-7 years
Equipment................................2-10 years

(2) Intangible fixed assets except for leased assets

- Software

For sale .... Method based on projected sales volume over the estimated life of the product (3 years)

For internal use .... Straight-line method based on the estimated useful life of the software (within 5 years)

- Others.. Straight-line method

(3) Leased assets

Depreciation and amortization of finance leases which do not transfer ownership of the leased property to the lessee are calculated by the straight line method over the lease period deemed as useful lives.

4. Accounting polices for provisions

(1) Allowance for doubtful accounts

To prepare for loss on doubtful accounts such as trade receivables and loans, an estimated irrecoverable amount is provided on the basis of the actual loan loss ratio for unspecified receivables and on the basis of individual collectibility for specified receivables such as loans with default possibility.

(2) Provision for product warranties

To prepare for the disbursement of expenses for the free repair and exchange of products during the warranty period based on contracts, the estimated repair and exchange expenses based on the historical data are recorded when the product is sold.

(3) Provision for construction contract losses

We are recording under "provision for construction contract losses" the estimated amount, as of the close of the fiscal year, of future losses relating to software development projects whose profitability potentially has deteriorated.

(4) Provision for loss on guarantees

To prepare for loss on debt guarantees, an estimated coverage amount is provided, taking financial condition and others of guaranteed parties into consideration individually.

(5) Provision for bonuses to directors and statutory auditors

To prepare for the disbursement of bonuses to directors and statutory auditors, an estimated amount is provided.

(6) Provision for retirement benefits or prepaid pension expense

To prepare for the disbursement of retirement benefits of employees, an amount deemed necessary at the end of the fiscal year under review is provided based on the estimated retirement benefit obligation and pension assets.

- Method of allocating prior service cost.......... Straight-line method (10 years)
- Method of allocating actuarial losses............. An amount prorated by the straight-line method is accounted for over the average remaining service period of employees from a fiscal year following the fiscal year when the actuarial loss has arisen.

(7) Provision for loss on repurchase of computers

To prepare for the compensation for losses when computers sold with a repurchase agreement are repurchased, an amount for the losses expected to be incurred at the time of the repurchase is provided based on the historical data.

(8) Provision for recycling expenses

To prepare for recycling expenses when home computers sold were collected, the expected recycling expenses are provided.

5. Other significant items concerning the preparation of unconsolidated financial statements

(1) Hedge accounting
Deferred hedge accounting is adopted.

(2) Revenue recognition of sales of customized software and construction contracts
For contracts in progress as of the end of fiscal 2008 for which we were accurately able to confirm the degree of completion, we have applied the percentage-of-completion method, and for all others we have applied the completed-contract method. When applying the percentage of completion method, the degree of completion at the end of this fiscal year was determined by the estimation based on actual costs and total contract costs.

(3) Consumption taxes
The tax excluded method is adopted.

(4) Application of the consolidated tax return system
The consolidated tax return system is adopted.

6. Changes in significant accounting policies
Changes in Accounting Standards for Software Development and Construction Revenue
We have already applied the percentage-of-completion method as the standard for accounting for revenue from software development contracts, a core business of the Fujitsu Group, while we have applied the completed contract method as the standard for accounting for revenue from contract construction. The early adoption of the "Accounting Standard for Construction Contracts" (Accounting Standards Board of Japan, Statement No. 15 dated December 27, 2007) and "Guidance on Accounting Standard for Construction Contracts" (Accounting Standards Board of Japan, Guidance No. 18 dated December 27, 2007) allows the application of the percentage-of-completion method for contract construction work as well prior to the fiscal year beginning April 1, 2009. For contracts in progress as of the end of fiscal 2008 for which we are accurately able to confirm the degree of completion, we have applied the percentage-of-completion method beginning with the first quarter of the current fiscal year. The effect of this accounting change on net sales, operating income, and income before income taxes and minority interests is insignificant.

【Notes to the Unconsolidated Balance Sheet】

1. Accumulated depreciation of tangible fixed assets

	(Million yen)
Buildings	194,632
Structure	15,544
Machinery	33,848
Vehicles and delivery equipment	153
Equipment	228,696
Total	472,875

2. Contingent liabilities for guarantee contract

Balance of contingent liabilities for guarantee contract		70,660
(Main guaranteed debt)	Bank loans of Fujitsu Management Service of America, Inc.	40,787
	Bank loans of FDK Corporation	11,900
	Borrowings of domestic subsidiaries from a finance subsidiary	5,878
	Housing loans of employees	3,901
	Medium-term note of Fujitsu EMEA PLC	2,870
	Bank loans of Eudyna Devices Inc.	2,500

3. Monetary claims and obligations to subsidiaries and affiliates (excluding those separately disclosed)

Short-term monetary claims	264,825
Long-term monetary claims	616
Short-term monetary obligations	340,053
Long-term monetary obligations	5,812

【Notes to the Unconsolidated Statements of Operations】

1. Transactions with subsidiaries and affiliates

Business transactions	(Million yen)
Sales	672,886
Purchases (cost of sales)	1,216,663
Transactions other than business transactions	
Interest income	362
Dividend income	67,149
Interest expenses	90
Purchase of assets	744
Transfer of assets	2,773

2. Gain on sales of investment securities
   Refers mainly to sale of shares in Yokohama TV Corporation.
3. Gain on reversal of provision for loss on guarantees
   Refers to subsidiaries whose liabilities exceed their assets.
4. Business restructuring expenses
   This includes 25,130 million yen in expenses on the settlement of liabilities related to the HDD business, which is undergoing a reorganization that includes the transfer of part of the business, and settlement expenses related to pension benefits of transferred employees and business restructuring expenses related to the electronics components business of 943 million yen. Restructuring expenses for HDD operations also included an impairment loss of 7,598 million yen, a valuation loss of 1,065 million yen on shares of subsidiary and affiliate companies, provision for loss on guarantees of 3,068 million yen, and transfer to allowance for doubtful accounts of 2,362 million yen.
5. Loss on revaluation of investment securities
   Refers principally to a significant decline in the market share price of listed securities.
6. Loss on revaluation of subsidiaries' and affiliates' stock
   Refers principally to manufacturing and sales subsidiaries of the telecommunications business in the UK.
7. Impairment loss
   Relates to the optical transmission systems, optical modules and other businesses.
8. Provision for loss on guarantees
   Refers to subsidiaries whose liabilities exceed their assets.

【Notes to the Unconsolidated Statements of Changes in Net Assets】

Number of treasury stock at the end of the fiscal year under review

Common stock	2,822,889 shares

【Notes to Unconsolidated Tax Effect Accounting】

Major components of deferred tax assets and deferred tax liabilities

(Million Yen)

	Fiscal 2008 (March 31,2009)
Deferred tax assets	
Valuation loss on subsidiaries’ and affiliates’ stock	237,568
Accrued retirement benefits	94,022
Tax loss carryforwards	87,547
Excess of depreciation and amortization and impairment loss	28,932
Stock related to company establishment through corporate split	21,502
Accrued bonus	11,942
Inventories	11,890
Provision for loss on repurchase of computers	9,513
Provision for loss on guarantees	3,353
Provision for product warranties	3,064
Other	16,641
Deferred tax assets subtotal	525,979
Total valuation allowance	(394,196)
Total deferred tax assets	131,782
Deferred tax liabilities	
Gains from establishment of stock holding trust for retirement benefit plan	(110,617)
Unrealized gains on securities	(35,000)
Tax allowable reserves	(3,644)
Other	(3,787)
Total deferred tax liabilities	(153,050)
Net deferred tax assets and liabilities	(21,267)

Note: Excess of depreciation and amortization and impairment loss includes revaluation losses on idle lands.

【Notes to Fixed Assets Used by Lease】

1. Finance Leases (lessee): Except those in which the leased property will transfer to the lessee
   (1) Type of lease asset:
   Primarily related to outsourcing-related equipment.
   (2) Method of depreciation:
   As stated in “Leased Assets”, paragraph 3 (3) of the “Notes to Matters Concerning Significant Accounting Policies”.

2. Operating Leases (lessee)
   Future minimum lease payments required under non-cancellable operating leases.

	(Million Yen)
Within 1 year	601
Over 1 year	559
Total	1,160

【Notes to Transactions with Related Parties】

Subsidiaries and Affiliates

(Million Yen)

Attribute	Name	Percentage of voting right	Relationship with the related party	Transactions		Transaction amount	Account title	Ending balance
subsidiary	Fujitsu Personal System Ltd.	Ownership Direct 100%	Sales of Fujitsu's products and interlocking directors	Sale of Fujitsu's products	Sales	144,215	Accounts receivable, trade	27,492
subsidiary	Fujitsu FSAS Inc.	Ownership Direct 100%	Consignment of support services, etc., Sales of Fujitsu's products, and interlocking of directions	Consignment of support services, etc.	Purchases	110,474	Accounts payable, trade	27,006
				Sales of Fujitsu's products	Sales	75,914	Accounts receivable, trade	23,796
subsidiary	Fujitsu Microelectronics Limited	Ownership Direct 100%	Development, manufacturing and sales of LSI, and interlocking of directors	Procurement as an agent, etc	Purchases as an agent	86,173	Accounts receivable, nontrade	22,231
subsidiary	Fujitsu Capital Ltd.	Ownership Direct 100%	Group finance in Japan, shared directors	Short-term loans	Loans	355,000	Short-term borrowings	-
					Interest expense	90		
subsidiary	Fujitsu Management Services of America, Inc.	Ownership Direct 100%	Management services in North America and Group finance, shared directorships	Guarantee of debt obligations (3)	-	40,787	-	-
subsidiary	Fujitsu Services Holdings PLC	Ownership Direct 96.4% Indirect 3.6%	Offering IT infrastructure Services, such as outsourcing, and interlocking directors	Underwriting of capital increase	-	36,166	-	-

Notes

(1) Transactions listed above generally have terms of business based on the fair value.

(2) Consumption taxes are not included in the transaction amount. Consumption taxes are included in the ending balance.

(3) A guarantee was issued for the bank borrowings of Fujitsu Management Services of America, Inc.

【Notes to Per Share Data】

Net assets per share	304.29 yen
Earnings per share	23.16 yen

【Notes to Significant Subsequent Events】

Corporate Acquisitions or Separations

1. Acquisitions via Purchase Method Accounting

   (Conversion of Fujitsu Siemens Computers (Holding) B. V. into a Consolidated Subsidiary of Fujitsu Limited)

   At a Board of Directors meeting held on October 29, 2008, Fujitsu Limited decided to acquire Siemens AG's 50% equity share in their joint venture, the equity-method affiliate Fujitsu Siemens Computers (Holding) B.V. with an acquisition date of April 1, 2009. On November 3, 2008, Fujitsu signed an agreement with Siemens AG for the acquisition. (See Material Subsequent Events in the notes to the consolidated financial statements.)

   (Conversion of FDK Corporation into a Consolidated Subsidiary)

   The Board of Directors of Fujitsu Limited ("Fujitsu"), at a meeting held on March 27, 2009, resolved to subscribe to the entire amount of a private placement to increase the capital of FDK Corporation, currently an equity-method affiliate of Fujitsu, with the payment date for the subscription on May 1, 2009. (See Material Subsequent Events in the notes to the consolidated financial statements.)

2. Separation of Businesses

   (Transfer of Hard Disk Drive (HDD) Businesses)

   On February 17, 2009, Fujitsu reached basic agreements with Toshiba Corporation and with Showa Denko K.K. regarding the transfer of Fujitsu Group's hard disk drive business and hard disk media business, and on April 30, 2009 finalized the terms and conditions of the transfers with both companies. (See Material Subsequent Events in the notes to the consolidated financial statements.)

【Other Notes】

1. Securities

Securities in subsidiaries and affiliates with market value

(Million Yen)

TYPE	Book value on balance sheet	Market value	Variance
Securities in subsidiaries	26,942	109,101	82,158
Securities in affiliates	13,990	13,553	(437)
Total	40,933	122,654	81,720

2. Retirement benefits

(1) Retirement benefit obligation

(Million Yen)

	Fiscal 2008 (March 31, 2009)
i. Projected benefit obligation	(661,594)
ii. Plan assets	460,903
〔of which plan assets in retirement benefit trusts〕	〔39,509〕
iii. Projected benefit obligation in excess of plan assets (i)+(ii)	(200,690)
iv. Unrecognized actuarial loss	330,807
v. Unrecognized prior service cost (reduced obligation) (note)	(68,982)
vi. Prepaid pension cost	(61,134)
vii. Accrued retirement benefit …(iii)+(iv)+(v)+(vi)	-

(Note) As a result of pension system revisions, Fujitsu Corporate Pension Fund which the Company participates in reported unrecognized prior service cost (reduced obligation).

(2) Net periodic pension cost

(Million Yen)

	Fiscal 2008 (For the year ended March 31, 2009)
i. Service cost	11,642
ii. Interest cost	15,920
iii. Expected return on plan assets	(15,234)
iv. Amortization of actuarial loss	20,417
v. Amortization of prior service cost	(10,750)
vi. Net periodic benefit cost …(i)+(ii)+(iii)+(iv)+(v)	21,995

In addition to the above costs, premium severance pay of 3,341 million yen was paid in the year.

(3) Basis used for calculating projected benefit obligation

Discount rate 2.5%

Environmental Accounting

Cost/Benefit Trends

(Billion Yen)

	FY 2006			FY 2007			FY 2008		
	Fujitsu Limited	Affiliated companies	Total	Fujitsu Limited	Affiliated companies	Total	Fujitsu Limited	Affiliated companies	Total
Costs	7.4	9.3	16.7	8.4	11.0	19.4	7.3	13.4	20.6
Benefits	9.9	17.7	27.5	10.9	20.8	31.7	3.6	23.5	27.1

Itemization of Fiscal Year 2008 Results *

(Billion Yen)

Costs	Item	Fujitsu Limited	Affiliated companies	Total
Business area costs				
Pollution prevention costs	Costs incurred to prevent air pollution and water contamination (fees for water treatment facilities) and other activities	1.23	3.74	4.97
Global environmental conservation costs	Costs of energy-saving measures, as well as costs of global warming reduction measures	0.75	2.00	2.75
Resource circulation costs	Costs incurred for waste reduction and disposal, as well as for water conservation, rainwater usage and other measures aimed at efficient resources usage	0.54	2.91	3.45
Upstream/downstream costs	Costs of lowering the environmental burden imposed upstream and downstream by manufacturing and service activities (costs incurred for recycling /reuse of waste products and packaging, Green Procurement, etc.)	0.07	0.96	1.03
Administrative costs	Environmental protection costs related to administrative activity, including personnel expenses for environmental promotion activities and costs associated with acquiring and maintaining ISO14001 certification, measuring environmental burden, greenification programs, environmental reporting and environmental publicity	3.05	1.57	4.63
R&D costs	Environmental protection costs for R&D activities (Super Green Products, Green Products/ environmental technology design and development costs)	0.12	2.17	2.29
Social activities costs	Environmental protection costs stemming from participation in social activities, such as participation in/support for organizations concerned with environmental preservation	0.02	0.01	0.02
Environmental remediation costs	Cost of environmental restoration operations (remediation of soil and groundwater contamination, environmental compensation, etc.)	1.48	0.02	1.50
Total		7.26	13.38	20.64

(Billion Yen)

Benefits	Item	Fujitsu Limited	Affiliated companies	Total
Business area benefits				
Pollution prevention benefits	Contribution of environmental protection activities to value added** in manufacturing. Savings from avoidance of operating losses*** stemming from failure to observe environmental laws and regulations.	0.83	4.30	5.13
Global environmental conservation benefits	Cost savings from reductions in electricity, oil and gas consumption****	0.65	1.35	2.00
Resource circulation benefits	Cost savings from waste reduction and more effective resource utilization****	0.70	15.89	16.59
Upstream/downstream benefits	Revenue from the sale of recycled and reused parts and products****	0.00	0.52	0.52
Administrative benefits	Value of efficiency enhancement through ISO14001 system implementation, effects of employee training, corporate image enhancement from environment-related publicity	0.13	0.46	0.59
R&D benefits	Contribution to sales made by Super Green Products, Green Products, other eco-friendly products	1.13	0.77	1.90
Environmental remediation benefits	Savings of compensation payments to residents through policies preventing groundwater and soil contamination*****	0.20	0.20	0.40
Total		3.63	23.49	27.12

Notes:

* Classification system is in accordance with "Environmental Accounting Guidelines 2005" issued by Japan's Ministry of the Environment.

** Contribution of environmental protection activities in relation to value added:
value added x (maintenance and management costs for environmental facilities/total generated costs)

*** Avoidance of operating losses: (value added/days of operation) x days lost

**** Actual benefit

***** Estimate of risk avoidance assuming such events arise

Comments

Costs in fiscal 2008 rose to 20.64 billion yen, an increase of 1.21 billion yen over the previous year, and benefits declined to 27.12 billion yen, a decrease of 4.58 billion yen compared to the previous yen. Costs increased as a result of an expanded environmental publicity campaign and other factors. Benefits declined as a result of the impact on pollution prevention benefits from a reduction in the contribution to value added.

In addition, the splitting off of the electronic components business resulted in a decline in costs and benefits for Fujitsu Limited and an increase in costs and benefits of affiliated companies.

Additional information regarding Fujitsu's environmental activities is available in the Company's environmental report or on the Internet (http://www.fujitsu.com/global/about/environment/).

(TRANSLATION FOR REFERENCE ONLY)

Corporate Data

Corporate Name:	FUJITSU LIMITED
Registered at:	4-1-1 Kamikodanaka, Nakahara-ku, Kawasaki-shi, Kanagawa 211-8588, Japan
Corporate Headquarters:	Shiodome City Center, 1-5-2 Higashi-Shimbashi, Minato-ku, Tokyo 105-7123, Japan
Established and Registered on:	June 20, 1935
Stock Exchange Listings:	Tokyo, Osaka, Nagoya, London, Frankfurt, and Swiss
Home Page Address:	www.fujitsu.com

Information

Fujitsu's web site offers not only this report but also the latest annual report and financial results.

English http://www.fujitsu.com/global/about/ir/

Japanese http://pr.fujitsu.com/jp/ir/