

Resolutions of 115th Annual Shareholders' Meeting

Tokyo, June 22, 2015 – Fujitsu Limited announced the results of voting on the proposals made at the 115th Annual Shareholders' Meeting held today.

All of the proposals were approved in accordance with the provisions of the Companies Act.

1. Time & Date of the Meeting 10:00 a.m., June 22, 2015

2. Agenda:

Proposal No. 1 Partial Amendment of the Articles of Incorporation

As originally proposed, portions of the Articles of Incorporation are revised.

The contents for the Partial Amendment of Articles are on the Appendix.

Proposal No. 2 Election of Twelve Directors

As originally proposed, the following twelve individuals were elected and have taken office as Directors: Masami Yamamoto, Masami Fujita, Norihiko Taniguchi, Michiyoshi Mazuka, Tatsuzumi Furukawa, Miyako Suda, Jun Yokota, Tatsuya Tanaka, Hidehiro Tsukano, Duncan Tait, Chiaki Mukai and Atsushi Abe.

Miyako Suda, Jun Yokota, Chiaki Mukai and Atsushi Abe are considered Outside Directors under Clause 15, Article 2 of the Companies Act.

Proposal No. 3 Election of One Audit & Supervisory Board Member

As originally proposed, Koji Hatsukawa was elected and has taken office as Audit & Supervisory Board Member.

Koji Hatsukawa is considered Audit & Supervisory Board Member (External) under Clause 15, Article 2 of the Companies Act.

Appendix

(revised portions are underlined)

previous Articles of Incorporation	current Articles of Incorporation
<p>Article 15 (Convocation). Unless otherwise stipulated by law, the Shareholders' Meeting shall be convened by the <u>President</u> based on a resolution of the Board of Directors. In case the <u>President</u> is prevented from so acting, it will be convened by another Director.</p>	<p>Article 15 (Convocation). Unless otherwise stipulated by law, the Shareholders' Meeting shall be convened by the <u>Representative Director</u> based on a resolution of the Board of Directors. In case the <u>Representative Director</u> is prevented from so acting, it will be convened by another Director.</p>
<p>Article 16 (Meeting Chair). The Shareholders' Meeting shall be chaired by the President. In case the President is prevented from so acting, another Director, in the order previously determined by the Board of Directors, shall chair the meeting.</p>	<p>Article 16 (Meeting Chair). The Shareholders' Meeting, <u>in accordance with a resolution of the Board of Directors</u>, shall be chaired by the President <u>or the Chairman</u>. In case the <u>person who should chair the meeting</u> is prevented from so acting <u>or is otherwise the position is vacant</u>, another Director, in the order previously determined by the Board of Directors, shall chair the meeting.</p>
<p>Article 23 (Compensation, etc.). <u>Compensation, etc.</u> for Directors shall be decided by a resolution at the Shareholders' Meeting.</p>	<p>Article 23 (Compensation, etc.). <u>Compensation, bonuses, and any other financial benefits paid by the Company in consideration of the execution of duties (hereafter "Compensation, etc.")</u>, for Directors shall be decided by a resolution at the Shareholders' Meeting.</p>
<p>Article 24 (<u>Representative Directors and Directors with Specific Role</u>). Through a resolution of the Board of Directors, the Company may elect <u>one President and, if necessary, may elect Chairmen, Vice Chairmen, Senior Executive Vice Presidents, Executive Vice Presidents, and Senior Vice Presidents</u>.</p> <p>Through a resolution of the Board of Directors, the Company shall elect the <u>President as Representative Director, and, if necessary, may elect other Directors as Representative Directors</u>.</p>	<p>Article 24 (<u>Management Executives, and the President and Chairman</u>). Through a resolution of the Board of Directors, the Company may elect <u>several Representative Directors</u>.</p> <p><u>Through a resolution of the Board of Directors, the Company may appoint Corporate Executive Officers, divide up the Company's operation, and have them execute it</u>.</p> <p>Through a resolution of the Board of Directors, the Company may elect <u>one President from among the Directors and Corporate Executive Officers, and, if necessary, may elect one Chairman from among the Directors</u>.</p> <p><u>Through a resolution of the Board of Directors, the Company may have Directors other than Representative Directors serve also as Corporate Executive Officers</u>.</p>

<p>Article 29 (Agreements to Limit the Liability of <u>External</u> Directors). The Company may enter agreements with <u>External</u> Directors to limit their liability under Clause 1, Article 423 of the Companies Act to the extent permitted by the laws and regulations. The limit of the liability in such agreements shall be minimum liability amount under the laws and regulations.</p>	<p>Article 29 (Agreements to Limit the Liability of <u>Non-Executive</u> Directors). The Company may enter agreements with Directors (<u>other than Executive Directors and Directors who are also employees</u>) to limit their liability under Clause 1, Article 423 of the Companies Act to the extent permitted by the laws and regulations. The limit of the liability in such agreements shall be minimum liability amount under the laws and regulations.</p>
<p>Article 38 (Agreements to Limit the Liability of Audit & Supervisory Board Members (<u>External</u>)). The Company may enter agreements with Audit & Supervisory Board Members (<u>External</u>) to limit their liability under Clause 1, Article 423 of the Companies Act to the extent permitted by the laws and regulations. The limit of the liability in such agreements shall be minimum liability amount under the laws and regulations.</p>	<p>Article 38 (Agreements to Limit the Liability of Audit & Supervisory Board Members). The Company may enter agreements with Audit & Supervisory Board Members to limit their liability under Clause 1, Article 423 of the Companies Act to the extent permitted by the laws and regulations. The limit of the liability in such agreements shall be minimum liability amount under the laws and regulations.</p>