

# Corporate Governance

We are pursuing sound and efficient management and strengthening our governance structure for putting the Fujitsu Way into practice.

## Our Basic Stance

We have articulated the "Fujitsu Way" in the form of our Corporate Vision, Corporate Values, Principles, and Code of Conduct. By sharing and practicing the Fujitsu Way, we aim to continuously enhance the value of the company through the ongoing growth and development of the Fujitsu Group. In order to continually raise the Fujitsu Group's corporate value, along with pursuing management efficiency it is also necessary to control the risks that arise from business activities. Recognizing that strengthening corporate governance is essential to achieving this, the Board of Directors has articulated the Basic Stance on our Internal Control Framework, and these measures are continuously implemented.

Furthermore, by separating management oversight and operational execution functions, we aim to accelerate the decision-making process and clarify management responsibilities. Along with creating constructive tension between oversight and execution functions, we are further enhancing the transparency and effectiveness of management by proactively appointing outside directors.

With respect to group companies, we are pursuing total optimization for the Fujitsu Group by clarifying each group company's role and position in the process of generating value for the group as a whole and managing the group to continuously enhance its corporate value.

## The Framework for Strengthening Corporate Governance

Fujitsu has established Executive Nomination and Compensation Committees in order to ensure the transparency and objectivity of the process for choosing candidates for the Board of Directors, determining their compensation, and ensuring that the compensation system and levels are appropriate. The committees act as a consultative body to the Board of Directors and include outside members of the board. Taking into consideration the current business climate and anticipated trends, the Executive Nomination Committee makes recommendations of candidates (draft) for the Board of Directors, choosing candidates having objectivity in making management decisions, foresight and perceptiveness, and a superior character. The Compensation Committee is tasked with making recommendations on executive salaries and methods of calculating bonuses linked to business performance, taking into consideration compensation levels at competitors and other factors. The aim of this activity is to retain superior management talent, ensure the oversight function operates properly, and provide effective incentives for improving the company's business performance.

In addition, we have adopted the processes in place, in accordance with laws and regulations, to ensure that conflicts of interest are avoided, including but not limited to obtaining approval from the Board of Directors.

\*The information above is as of March 30 2010. For the latest information please refer to our Corporate Governance Report.



Corporate Governance Report

<http://www.fujitsu.com/global/about/profile/direction/governance/>

## Corporate Governance Framework

(as of 21 June, 2010)

