

Notice of the 111th Annual Shareholders' Meeting

We have scheduled the 111th Annual Shareholders' Meeting as set forth below.

For details, please refer to "NOTICE OF CONVOCATION OF THE 111th ANNUAL SHAREHOLDERS' MEETING", which will be sent to shareholders by mail.

1. Date & Time: June 23, 2011; 10 a.m.

2. Venue: Shin Yokohama Prince Hotel, Sinfonia Hall (5th Floor)
3-4 Shin Yokohama
Kohoku-ku, Yokohama-shi
Kanagawa-ken, Japan

3. Business to Be Conducted

Reports:

Presentation of the Business Report, Consolidated and Unconsolidated Financial Statements for the 111th Business Period (April 1, 2010 – March 31, 2011); Report of Independent Auditor and Board of Auditors on Consolidated Financial Statements

Agenda:

Proposal No. 1 Election of Eleven Directors

[Fujitsu Announces Executive Appointments and Resignations](#)

Proposal No. 2 Election of One Auditor

[Fujitsu Announces Executive Appointments and Resignations](#)

Proposal No. 3 Payment of Bonuses to Members of the Board and Auditors

It is proposed that, in consideration of the financial results for the fiscal year, the Company will pay a total of 101 million yen to six Directors (Outside Directors excluded) and a total of 23 million yen to two Auditors (Outside Auditors excluded).

Proposal No. 4 Revision to the Compensation of Auditors

With regard to compensation of auditors, the revision of the total amount to 150 million yen is proposed in consideration of the addition of one standing auditor, securing exceptional human resources, and other various factors.

In addition, the Company has revised the Executive Compensation Policy as part of an effort towards improving corporate governance. As for the Executive Compensation Policy, please refer to “Initiatives to Improve Corporate Governance.”

[Reference Initiatives to Improve Corporate Governance](#)