

June 29, 2011

Company name: Fukuda Denshi Co., Ltd.

Representative: Kotaro Fukuda, President & CEO

JASDAQ code no.: 6960

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Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks - Continuation of its Application and the Effective Term

The Basic Plan to Safeguard Fukuda Denshi's Stocks Against Large-scale Purchase (hereinafter, the Plan) had been approved at the 59th ordinary general meeting of stockholders held on June 29, 2006. At a meeting of the board of directors held after the 64th ordinary general meeting of stockholders, June 29, 2011, the Plan was re-examined and determined to be made continually effective by changing the content of Article 5 as shown below.

The names and brief histories of the members of the Business Valuation Special Committee at the commencement of continuation of the Plan are also notified below.

1. Changes to the Text of the Plan

(Changes are underlined)

Before the Revisions	After the Revisions
<p>5. Commencement of Application of the Plan and its Effective Term</p> <p>The Plan shall come into effect through a resolution in the meeting of the Fukuda Denshi board of directors held on <u>June 29, 2010</u>, from the same day as that meeting, and shall remain in effect until the conclusion of the first board of directors meeting held after the Fukuda Denshi ordinary general meeting of stockholders held in <u>2011</u>.</p>	<p>5. Commencement of Application of the Plan and its Effective Term</p> <p>The Plan shall come into effect through a resolution in the meeting of the Fukuda Denshi board of directors held on <u>June 29, 2011</u>, from the same day as that meeting, and shall remain in effect until the conclusion of the first board of directors meeting held after the Fukuda Denshi ordinary general meeting of stockholders held in <u>2012</u>.</p>

Please refer to the following press releases for the content of the Plan in its current form.

May 31, 2006: Introduction of Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks

June 28, 2007: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks - Continuation of its Application and the Effective Term

June 26, 2008: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks - Continuation of its Application and the Effective Term

June 26, 2009: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks - Continuation of its Application and the Effective Term and Revisions Made

According to Enforcement of the Financial Instruments and Exchange Act and Implementation of the Electronic Share Certificate System

June 29, 2010: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks - Continuation of its Application and the Effective Term and Change to the Members of the Business Valuation Special Committee

* Fukuda Denshi web site: <http://www.fukuda.co.jp/>

2. Names and Brief Histories of the Members of the Business Valuation Special Committee

Name (Date of birth)	Brief history including positions and responsibilities held at Fukuda Denshi (and roles held at other corporations, etc.)
<p style="text-align: center;">Tatsuo Izawa (Born on October 23, 1940)</p>	<p>April 1963 Joined The Tokyo Tomin Bank, Limited June 1994 Appointed Managing Director at The Tokyo Tomin Bank June 1996 Appointed Senior Managing Director at The Tokyo Tomin Bank June 1997 Appointed Representative Director and President of Tomin Factor Co., Ltd. June 1999 Appointed Representative Director and President of Tomin Business Service Co., Ltd. December 2000 Liquidator of the Tokyo Commercial Bank Credit Cooperative June 2002 Appointed Representative Director and Chairman of I&E Corporation June 2004 Appointed auditor at Fukuda Denshi; to date</p>
<p style="text-align: center;">Akihiko Shiba (Born on March 30, 1967)</p>	<p>April 1991 Joined National Police Agency January 1993 National Police Academy (assistant professor) May 1996 Completed master's program at Yale School of Management (Master of Business Administration) in the United States July 1996 Kanagawa Prefectural Police Headquarters (Director, Foreign Affairs Division, Security Department) July 1998 National Police Agency (Assistant Director, Foreign Affairs Division, Security Bureau) October 2004 Registered as an attorney of Daini Tokyo Bar Association Joined T. Kunihiro & Co., Attorney-at-law June 2007 Fukuda Denshi Substitute Auditor April 2010 Shiba Business Law Office Representative; to date May 2010 Appointed auditor at Fukuda Denshi; to date</p>
<p style="text-align: center;">Keiji Goto (Born on July 30, 1959)</p>	<p>April 1982 Joined National Police Agency June 1992 Cabinet Legislation Bureau April 2001 Osaka Prefectural Police Headquarters (Director of the Community Safety Department) January 2003 Aichi Prefectural Police Headquarters (Director of the Police Administration Department) August 2004 Cabinet Secretariat (in charge of security and crisis management) (Counsellor, Cabinet Secretariat) August 2005 Joined Nishimura & Tokiwa Law Office Registered as an attorney of Daiichi Tokyo Bar Association June 2007 Appointed auditor at Fukuda Denshi</p>

	<p>July 2008 Established Goto Compliance Law Firm; to date Registered as an attorney of Hyogo-Ken Bar Association; to date</p> <p>May 2010 Resigned from position as auditor at Fukuda Denshi</p>
<p>Takeo Nakahara (Born on August 5, 1970)</p>	<p>April 1998 Registered as an attorney of Daiichi Tokyo Bar Association Joined Harada, Ozaki & Hattori Law Office</p> <p>April 2002 Joined American Family Life Assurance Co. (AFLAC)</p> <p>September 2005 Joined Asahi Koma Law Offices</p> <p>March 2007 Joined Nozomi Sogo Attorneys at Law</p> <p>May 2008 Joined Hokuto Law Office; to date</p>