



June 28<sup>th</sup>, 2012

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**Notification Regarding Safeguard Against Large-scale Purchase of  
 Fukuda Denshi's Stocks – Continuation of its Application and the  
 Effective Term, and Personnel Changes of members of the  
 Business Evaluation Special Committee**

The Basic Plan to Safeguard Fukuda Denshi's Stocks Against Large-scale Purchase (hereinafter "The Plan") had been approved at the 59<sup>th</sup> ordinary general meeting of stockholders held on June 29<sup>th</sup>, 2006. At a meeting of the board of directors held after the 65<sup>th</sup> ordinary general meeting of stockholders, June 28<sup>th</sup>, 2012, 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<sup>th</sup>, 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>	<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 28<sup>th</sup>, 2012</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>2013</u>.</p>

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

- May 31<sup>st</sup>, 2006: Introduction of Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks
- Jun 28<sup>th</sup>, 2007: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks – Continuation of its Application and the Effective Term
- Jun 26<sup>th</sup>, 2008: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks – Continuation of its Application and the Effective Term
- Jun 26<sup>th</sup>, 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
- Jun 29<sup>th</sup>, 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
- Jun 29<sup>th</sup>, 2011: Notice for Safeguard Against Large-scale Purchase of Fukuda Denshi's Stocks – Continuation of its Application and the Effective Term

\*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
Akihiko Shiba (March 30 <sup>th</sup> , 1967)	<p>Apr 1991 Joined National Police Agency</p> <p>Jan 1993 National Police Academy(assistant professor)</p> <p>May 1996 Completed master's program at Yale School of Management (Master of Business Administration) in the United States</p> <p>Jul 1996 Kanagawa Prefectural Police Headquarters(Director, Foreign Affairs Division, Security Department)</p> <p>Jul 1998 National Police Agency(Assistant Director)</p> <p>Oct 2004 Registered as an attorney of Daini Tokyo Bar Association Joined T. Kunihiro &amp; Co., Attorney-at-law</p> <p>Jun 2007 Fukuda Denshi Substitute Auditor</p> <p>Apr 2010 Shiba Business Law Office Representative; to date</p> <p>May 2010 Appointed auditor at Fukuda Denshi Co., Ltd.; to date</p> <p>Jun 2010 Appointed auditor at Prince Hotels Inc.; to date</p> <p>Jun 2010 Appointed outside director at VeriServe Corporation; to date</p> <p>Jun 2011 Appointed auditor at Okamoto Glass Co., Ltd.; to date</p>
Teruhisa Okano (October 30 <sup>th</sup> , 1945)	<p>Apr 1969 Joined Tokyo Tomin Bank, Limited</p> <p>Jan 1991 New York Branch Manager of Tokyo Tomin Bank, Limited</p> <p>Oct 1993 Ginza Branch Manager of Tokyo Tomin Bank, Limited</p> <p>Apr 1996 Okachimachi Branch Manager of Tokyo Tomin Bank, Limited</p> <p>Jul 1998 Foreign Exchange Division Senior Manager of Tokyo Tomin Bank, Limited</p> <p>Jun 2000 Senior Counselor &amp; Foreign Exchange Division Senior Manager of Tokyo Tomin Bank, Limited</p> <p>Jun 2001 Managing Director of Tomin Lease Co., Ltd.</p> <p>Jun 2006 Auditor of Tomin Lease Co., Ltd.</p> <p>Feb 2007 Appointed Auditor of Union Tool Co.</p> <p>Feb 2012 Resigned from position as Auditor of Union Tool Co.</p> <p>Jun 2012 Appointed Auditor of Fukuda Denshi Co., Ltd.: to date</p>
Keiji Goto (July 30 <sup>th</sup> , 1959)	<p>Apr 1982 Joined National Police Agency</p> <p>Jun 1992 Cabinet Legislation Bureau</p> <p>Apr 2001 Osaka Prefectural Police Headquarters (Director of the Community Safety Department)</p> <p>Jan 2003 Aichi Prefectural Police Headquarters (Director of the Police Administration Department)</p> <p>Aug 2004 Cabinet Secretariat (in charge of security and crisis management) (Counselor, Cabinet Secretariat)</p> <p>Aug 2005 Joined Nishimura &amp; Tokiwa Law Office</p> <p>Registered as an attorney of Daiichi Tokyo Bar Association</p> <p>Jun 2007 Appointed auditor at Fukuda Denshi</p> <p>Jul 2008 Established Goto Compliance Law Firm; to date</p> <p>Registered as an attorney of Hyogo-Ken Bar Association; to date</p> <p>May 2010 Resigned from position as auditor at Fukuda Denshi</p>
Takeo Nakahara (August 5 <sup>th</sup> , 1970)	<p>Apr 1998 Registered as an attorney of Daiichi Tokyo Bar Association</p> <p>Joined Harada, Ozaki &amp; Hattori Law Office</p> <p>Apr 2002 Joined American Family Life Assurance Co. (AFLAC)</p> <p>Sep 2005 Joined Asahi Koma Law Offices</p> <p>Mar 2007 Joined Nozomi Sogo Attorneys at Law</p> <p>May 2008 Joined Hokuto Law Office; to date</p>

\*This English translation is for reference purposes only. The original Japanese version will prevail as the official authoritative version.