

To Whom It May Concern:

Company name: Fujikura Ltd.
 Representative: Masahiko Ito, President & CEO
 (Code No.: 5803, First Section of TSE)
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Finalized Details for the Stock-based Compensation Plan

Fujikura Ltd. (the “Company”) hereby announces that its Board of Directors, at a meeting held on July 28, 2017, finalized details of a stock-based compensation plan (the “Plan”), including management of a trust for the plan, for the Company’s Directors (limited to directors not serving as Audit and Supervisory Committee Members and excluding Outside Directors; hereinafter the same shall apply) and Executive Officers (hereinafter collectively referred to as “Directors”). We note that the introduction of the Plan for these Directors was passed at the May 22, 2017 Board of Directors meeting and approved at the 169th Annual General Meeting of Shareholders on June 29, 2017.

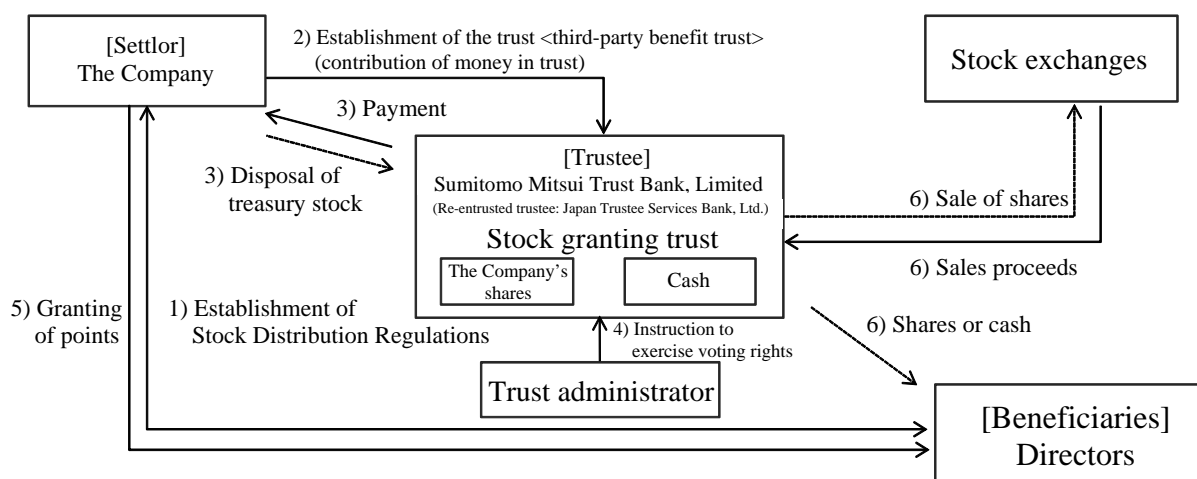
1. Introduction of a Stock-based Compensation Plan for Directors and Executive Officers

(1) Name	Director stock distribution trust	Executive officer stock distribution trust
(2) Entrustor	The Company	
(3) Trustees	Sumitomo Mitsui Trust Bank, Limited (Japan Trustee Services Bank, Ltd., Re-trust trustee)	
(4) Beneficiaries	Directors that satisfy beneficiary requirements	Executive officers that satisfy beneficiary requirements
(5) Trust administrator	Schedule to select a third party that does not maintain an interest in the Company	
(6) Type of trust	Monetary trust other than an individually operated designated money trust (third-party benefit trust)	
(7) Trust contract date	August 15, 2017 (tentative)	
(8) Date funds to be deposited into trust	August 15, 2017 (tentative)	
(9) Trust expiration date	Final business day of August 2022 (tentative)	

2. Number and value of shares to be acquired for the trust

	Director stock distribution trust	Executive officer stock distribution trust
(1) Type of stock to be acquired	Common stock	
(2) Total value of shares to be acquired	¥521,999,910	¥513,999,855
(3) Total number of shares to be acquired	532,110 shares	523,955 shares
(4) Acquisition method	Third party allocation of own shares	
(5) Acquisition date	August 15, 2017 (tentative)	

<Outline of the Structure of the Plan>



- (i) The Company will establish Stock Distribution Regulations for its Directors.
- (ii) The Company will establish a stock distribution trust (third-party benefit trust) with its Directors as beneficiaries. (Separate trusts will be established for the directors and executive officers. However, hereinafter they will collectively be referred to as the “Trust”.) At the time of establishment, the Company will entrust to the trustee such as amount as to be equivalent to that for funds to acquire shares.
- (iii) The trustee will acquire, in one lump sum, a sufficient number of the Company’s shares that are expected to be distributed in the future (the method shall involve the allocation of the Company’s own shares).
- (iv) The Company will designate a trust administrator (limited to a party independent of the Company and its officers) who will be responsible for protecting the interests of the beneficiaries, who are the subject of the Stock Distribution Regulations, throughout the trust period and for supervising the trustee. During the trust period, the trust administrator will fulfill its fiduciary responsibility by exercising the voting rights with respect to the Company’s shares that are held by the Trust (Voting rights with respect to the Company’s shares, which are the underlying assets of the Director stock distribution trust, shall not be exercised.)
- (v) Points will be assigned annually to Directors of the Company in accordance with the Stock Distribution Regulations.
- (vi) A Director who meets the requirements under the Stock Distribution Regulations as well as the trust agreement of the purpose of the Trust, shall, as a beneficiary under the Trust, be delivered the number of the Company’s shares equivalent to the accumulated points at the time of his/her retirement. In certain cases, as set forth in the Stock Distribution Regulations and the trust agreement, a portion of the Company’s shares will be sold at stock exchanges and distributed in cash.

Under the Plan, the Company shall appoint Sumitomo Mitsui Trust Bank, Limited as trustee, and the trustee shall entrust the management of trust assets to Japan Trustee Services Bank, Ltd. (a process called re-trust).

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