



February 24, 2022

Dear All

Company Name: Fujikura Ltd.  
Representative: Masahiko Ito, Director, President and CEO  
(Code: 5803 First Section of TSE)  
Inquiries: Masayoshi Yamanaka, General Manager of  
Corporate Strategy Planning Division  
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**Notice of Changes to Management Structure and  
Determination of Director Nominees to be Submitted at the 174<sup>th</sup> Annual General Meeting of Shareholders**

At a meeting of the Board of Directors today, Fujikura Ltd. (hereinafter the “Company”) has decided on changes to its management structure from April 1, 2022, and on director nominees to be submitted at the 174<sup>th</sup> Annual General Meeting of Shareholders scheduled in June 2022.

1. Background

As announced in the timely disclosure dated February 9, 2022, the Group has decided to take a new step forward by positioning the new fiscal year starting in April 2022 as the Sustained Growth Phase, with the current Director and COO Okada taking the helm of the Group as Director, President and CEO. This is based on the view that the Company has made a certain degree of progress in the structural reforms and other initiatives it has implemented in the Operational Turnaround Phase. For the new management structure to drive the growth of “new Fujikura,” the Company has decided to establish the CFO (Chief Financial Officer) and CTO (Chief Technology Officer) positions in addition to the CEO (Chief Executive Officer) position to strongly promote the strengthening and acceleration of management functions.

2. Purpose

With the appointment of a new CEO on April 1, 2022, the Director, President and CEO will lead the Group and promote the execution of core businesses as well as the Company's growth strategy from a company-wide perspective.

Meanwhile, as a manufacturing company that has chosen the Prime Market, which requires a high level of governance and high corporate value, the Company believes that it is essential to appoint personnel who have a high level of expertise in the fields of corporate finance and technology development, which require an extremely high level of expertise, and who can execute operations from a company-wide perspective. For this, the Company aims to achieve sustained growth by establishing a structure that will enable the CEO to promote company-wide strategies to the fullest by having the CFO and CTO each complementing a part of the CEO's authority with their financial and technical expertise.

The Company acknowledges that one of the reasons for the rapid deterioration of its business performance in fiscal 2019 is the major issue of the difficulty in responding flexibly to the changes in the business environment as a result of an enormous amount of capital investment. For this, as part of its future growth strategy, the Company has decided to appoint a CFO to reinforce financial discipline from the perspective of optimizing company-wide investment judgements and strengthening risk management, with the mission of maximizing corporate value.

The Company has advocated the “Fujikura of Technology” brand, and believes that this has become more or less widespread in the industry. The Company also views that there are business opportunities in which its superior technology can be applied to various changes in society and technological progress that will occur in the future, and is determined to reinforce its technological capabilities once again as “Fujikura of Technology.” For this, the Company has decided to appoint a CTO who will be responsible for formulating company-wide business strategies from a technological standpoint.

As indicated in the skill matrix in the Notice of Convocation of Fujikura’s 173<sup>rd</sup> Annual General Meeting of Shareholders and the annual report issued this fiscal year, the Company had not been able to appropriately assign executive directors with financial and technical expertise. With the appointment of CFO and CTO, the skill set of the internal directors will encompass corporate strategy, finance, technology and global operations.

Under this management structure, the “new Fujikura” will continue to promote its business to achieve sustained growth. The new medium-term management plan as a new growth strategy is scheduled to be announced in May 2023.

### 3. Changes to the Management Structure

#### (1) Changes in directors as of the Annual General Meeting of Shareholders in June 2022 (Current title in parenthesis)

(Including changes in Representative Director after appointment at the Annual General Meeting of Shareholders)

##### i) New appointments Director nominees not serving as Audit and Supervisory Committee Members

Koichi Takemoto (Executive Business Management Advisor)

\*To be appointed as Corporate Officer & CFO as of April 1, 2022

If so appointed at the Annual General Meeting of Shareholders to be held in June 2022, he is scheduled to be selected as Representative Director at the subsequent Board of Directors meeting.

Tatsuya Banno (Corporate Officer, Telecommunication Systems Business Unit)

\*To be appointed as Corporate Officer & CTO as of April 1, 2022

##### ii) Retiring director (Title after retirement in parenthesis)

Director Masato Inaba (Executive Advisor)

#### (2) Management and Business Execution Structure as of April 1, 2022

Name	New	Currently
Masahiko Ito	Chairperson of the Board of Directors *Will assume the position of non-executive Chairperson of the Board of Directors, independent of business execution.	President & CEO (Representative Director)
Naoki Okada	President & CEO (Representative Director)	Director & COO (Representative Director)
Koichi Takemoto	Corporate Officer & CFO & Head of Corporate Planning Unit *A director nominee to be submitted at the Annual General Meeting of Shareholders scheduled on June 29, 2022. Representative authority is scheduled to be granted at a meeting of the Board of Directors after the	Executive Business Management Advisor

	appointment as a director.	
Tatsuya Banno	Corporate Officer & CTO & Head of Research and New Business Development Unit * A director nominee to be submitted at the Annual General Meeting of Shareholders scheduled on June 29, 2022.	Corporate Officer Head of Telecommunication Systems Business Unit & General Manager, Optical Cable Systems Division
Joseph E. Gallagher	Director, Corporate Officer (President of AFL Telecommunications LLC)	Same as on the left
Masato Inaba	Director	Director, Corporate Officer
Shigeo Sekikawa	Director serving as Audit and Supervisory Committee Member	Same as on the left
Yoshio Shirai	Director serving as Audit and Supervisory Committee Member (Outside Director)	Same as on the left
Hamako Hanazaki	Director serving as Audit and Supervisory Committee Member (Outside Director)	Same as on the left
Keiji Yoshikawa	Director serving as Audit and Supervisory Committee Member (Outside Director)	Same as on the left
Yoji Yamaguchi	Director serving as Audit and Supervisory Committee Member (Outside Director)	Same as on the left
Kozo Meguro	Director serving as Audit and Supervisory Committee Member (Outside Director)	Same as on the left
Keiko Shindo	Corporate Officer Head of Corporate Governance Unit & General Manager, Legal Department	Same as on the left
Yuki Mori	Corporate Officer Head of Corporate Staff Unit General Manager, Human Resource Division	Corporate Staff Unit General Manager, Human Resource Division
Noriyuki Kawanishi	Corporate Officer Head of Telecommunication Systems Business Unit	Telecommunication Systems Business Unit General Manager, Precision Equipment Division
Junji Fukuhara	Corporate Officer Head of Electronic Components Business Unit & Connector Business Unit	Corporate Officer Head of Marketing & Procurement Unit & Electronic Components Business Unit
Shuichi Nasu	Corporate Officer Head of Automotive Products Business Unit	Same as on the left

Tetsuya Mangyoku	Corporate Officer Head of Production Engineering Unit	Same as on the left
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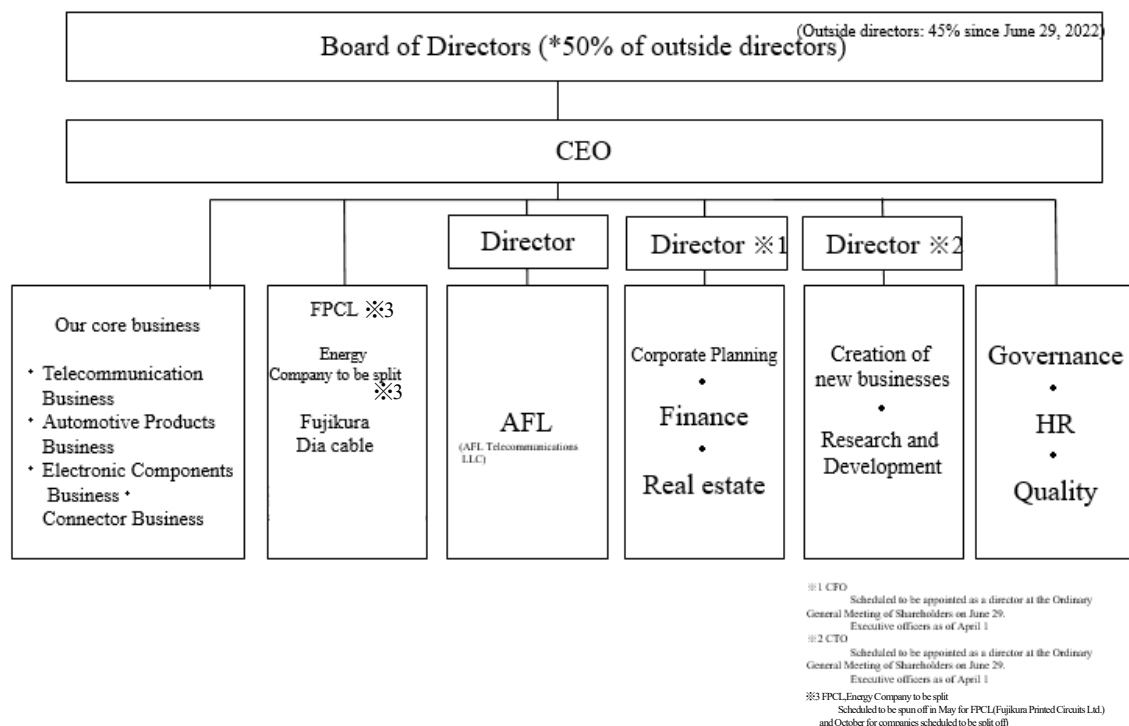
(Reference)

Biography of the New Director Nominees

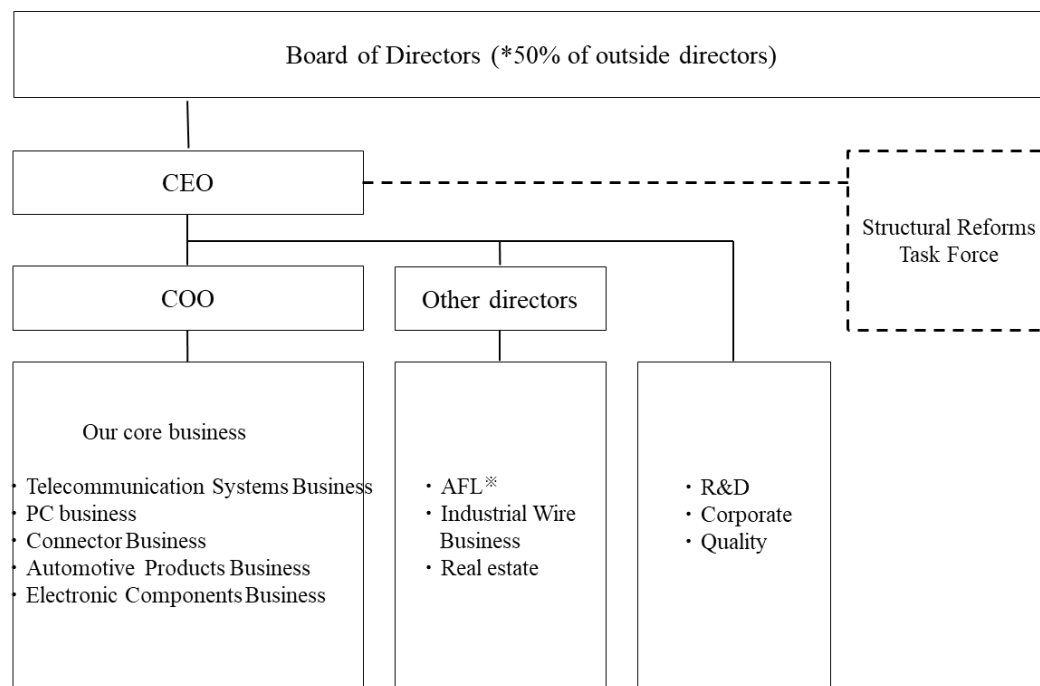
Name	Koichi Takemoto
Date of birth	February 18, 1964
Job history	<p>Apr. 1987 Joined Matsushita Electric Industrial Co., Ltd. (currently Panasonic Corporation)</p> <p>Sep. 1997 Company North America Consumer Electronics Accounting Department Controller</p> <p>Jun. 2001 Car Electronics North America, Inc. Accounting Department General Manager</p> <p>Apr. 2003 Automotive Systems of North America, Inc. Accounting Department General Manager</p> <p>Oct. 2012 Automotive &amp; Industrial Systems Company, Automotive Financial Management Group General Manager</p> <p>Jul. 2018 Managing Officer (CFO), Appliances Company In charge of Accounting Director, Company Management Support Center, Company Strategy Division Director, Accounting Center</p> <p>Nov. 2021 Joined the Company Executive Corporate Management Advisor (to present)</p> <p>Apr. 2022 Corporate Officer &amp; CFO (Scheduled)</p>

Name	Tatsuya Banno
Date of birth	August 22, 1964
Job history	<p>Apr. 1987 Joined the Company</p> <p>May 2009 General Manager, Optical Production Engineering Department, Optical Fiber &amp; Cable Systems Division</p> <p>Apr. 2013 General Manager, Optical Fiber Production Engineering Department, Optical Business Division, Optical Business Unit</p> <p>Apr. 2015 General Manager, Head of Optical Cable Division, Optical Business Unit</p> <p>Oct. 2015 Deputy General Manager, Optical Cable Systems Division</p> <p>Apr. 2018 Deputy General Manager, Optical Fiber Division</p> <p>Apr. 2020 Corporate Officer, General Manager, Head of Optical Fiber Division</p> <p>Apr. 2021 Corporate Officer, Head of Telecommunication Systems Business Unit (to present)</p> <p>Apr. 2022 Corporate Officer &amp; CTO (Scheduled)</p>

Reference: New Management Structure from April 2022 (including positions to be appointed after the 174<sup>th</sup> Annual General Meeting of Shareholders)



Current Management Structure



※ AFL Telecommunications LLC