



May 9, 2014

To Whom It May Concern

Company: Furukawa Electric Co., Ltd
Representative: Mitsuyoshi Shibata, President
(Code: 5801 TSE First Section)
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Notice on Partial Amendment to the Articles of Incorporation and Appointment of Stand-in Auditor

Furukawa Electric Co., Ltd. announces that a meeting of its Board of Directors held today resolved to submit to the 192nd General Meeting of Shareholders, scheduled to be held on June 25, 2014, a proposal for a partial amendment to the Articles of Incorporation and the appointment of one stand-in auditor. Details are as follows.

Details

1. Partial amendment to the Articles of Incorporation

(1) Reason for amendment

The proposal is to increase the number of auditors prescribed under Article 48, Paragraph 1 of the Articles of Incorporation from “a maximum of five auditors” to “a maximum of six auditors” with the aim of strengthening and developing the auditing system.

(2) Details of amendment

The proposed changes are as follows.

(Changes underlined)

Current Articles of Incorporation	Proposed Changes
Chapter 7 Auditors and Board of Auditors (Number of auditors and full-time auditors) Article 48 There shall be a maximum of <u>five</u> auditors at the Company.	Chapter 7 Auditors and Board of Auditors (Number of auditors and full-time auditors) Article 48 There shall be a maximum of <u>six</u> auditors at the Company.

(3) Schedule

General Meeting of Shareholders for the purposes of making above amendment to the Articles of Incorporation: June 25, 2014 (Wednesday)

Effective date of amendment to the Articles of Incorporation: June 25, 2014 (Wednesday)

2. Appointment of one stand-in auditor

(1) Reason for appointment of stand-in auditor

We request that one stand-in outside auditor be appointed in case the number of outside auditors is less than the statutory number.

The submission of this proposal has received the advance approval of the Board of Auditors.

(2) Background of stand-in auditor candidate

Shinichi Kiuchi

Born March 9, 1946 68 years old

April 1969 - Joined Asahi Denka Co., Ltd. (currently ADEKA Corporation)

April 1998 - Appointed GM of Secretariat, Asahi Denka Co., Ltd.

June 2002 - Appointed GM of Finance and Accounting Division, Asahi Denka Co., Ltd.

June 2005 - Appointed full-time auditor of ADEKA Corporation

End