

(TRANSLATION FOR REFERENCE ONLY)

June 26, 2001

To Our Shareholders:

Naoyuki Akikusa
President & CEO
FUJITSU LIMITED
1-1 Kamikodanaka 4-chome, Nakahara-ku,
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RESOLUTIONS OF THE 101ST ANNUAL SHAREHOLDERS' MEETING

After presentation of the Business Report, Balance Sheet, and Statement of Income for the 101st Business Period (from April 1, 2000 to March 31, 2001), the following resolutions were made at the 101st Annual Shareholders' Meeting held on June 26, 2001.

Resolutions:

Resolution No. 1 Appropriation of Retained Earnings for the 101st Business Period

Resolved that year-end dividends would be distributed at the rate of ¥5.00 per share. Approved and passed as originally proposed.

Resolution No. 2 Election of Thirty-two Members of the Board

32 men, Messrs. Tadashi Sekizawa, Naoyuki Akikusa, Tadayasu Sugita, Akio Moridera, Takashi Takaya, Akira Takashima, Kazunari Shirai, Kazuto Kojima, Yuji Hirose, Masaru Takei, Junji Maeyama, Hiroya Madarame, Tatsushi Miyazawa, Kazuo Murano, Noboru Ogi, Hiroaki Kurokawa, Koichi Ohta, Kunihiko Sawa, Hirohisa Yabuuchi, Takahiko Okada, Kuniaki Suzuki, Taketoshi Ishii, Masamichi Ogura, Toshihiro Nishimura, Hiroaki Takeichi, Michiyoshi Mazuka, Toshihiko Ono, Michio Atarashi, Yasushi Tajiri, Takashi Aoki, Ichiro Komura and Kazuhiko Kato were elected as the members of the board and have taken office.

Resolution No. 3 Election of Four Auditors

For men, Messrs. Keizo Fukagawa, Shin Koizumi, Yasuyuki Wakahara and Takeo Kato were elected as the auditors and have taken office.

Resolution No. 4 Granting Stock Options to Members of the Board and Employees

Proposal to allow Company to grant stock options not more than 1,360,000 in total to all 32 members of the board and 18 senior executives from the management layer just below Members of the Board. Approved and passed as originally proposed.

Resolution No. 5 Presentation of Retirement Allowances to the Retiring Members of the Board and Auditors

It was resolved that retirement allowances within reasonable amount were to be presented to the seven retiring members of the board: Messrs. Keizo Fukagawa, Tatsuhiko Otaki, Isao Suzuki, Hiroshi Oshima, Tatsuzumi Furukawa, Ryusuke Hoshikawa and Hidetoshi Shibagaki and to the two retiring auditors: Messes. Hideo Watanabe and Satoshi Sugimoto, according to the Company's standard, and that the concrete amount of the retirement allowances and the time and manner of the presentation to the members of the board be left the Board of Directors' resolution, and those to the auditors be left to the auditors' conference.

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