

May 15, 2013

Company name: Fuji Media Holdings, Inc.  
Representative: Kou Toyoda, President and  
Representative Director  
(Code No. 4676, 1st section of Tokyo Stock Exchange)  
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## **Notice of Share Split, Adoption of Unit Share System, and Partial Changes to the Articles of Incorporation**

Fuji Media Holdings, Inc. (hereinafter, “Fuji Media Holdings” or the “Company” as the case may be), at the meeting of its Board of Directors held today, decided on a share split, the adoption of a unit share system, and partial changes to the Articles of Incorporation. Details are as follows.

### **1. Purpose of the Share Split, Adoption of a Unit Share System, and Partial Changes to the Articles of Incorporation**

In view of the purport of the “Action Plan for the Aggregation of Trading Units” (November 27, 2007) and the “Decision on Timeline for Transitioning to Trading Units of 100 and 1,000 Shares” (January 19, 2012) published by the Japanese stock exchanges with the aim of aggregating the number of unit shares (trading unit) into 100 shares, Fuji Media Holdings, to contribute to enhancing the convenience and liquidity of the stock market on which the Company’s shares are listed, will split each share into 100 shares, and adopt a unit share system with 100 shares per unit.

There is no substantive change in the investment unit as a result of this share split and the adoption of a unit share system.

### **2. Share Split**

#### **(1) Method of the split**

Common shares held by the shareholders stated or recorded in the register of shareholders as of the record date of September 30, 2013 (Monday) will be split at the ratio of 100 shares to one share.

#### **(2) Number of shares to increase as a result of the split**

Total number of issued shares prior to the split	2,364,298 shares
Number of shares to increase as a result of the split	234,065,502 shares

Total number of issued shares subsequent to the split	236,429,800 shares
Total number of authorized shares subsequent to the split	900,000,000 shares

(3) Schedule for the split

Date for public notice of the record date	September 15, 2013 (Sunday)
Record date	September 30, 2013 (Monday)
Effective date	October 1, 2013 (Tuesday)

### 3. Adoption of a Unit Share System

(1) Number of shares per unit to be newly established

The unit share system will be adopted on the effective date in “2. Share Split,” with the number of shares per unit set at 100 shares.

(2) Schedule for the establishment of the system

Effective date          October 1, 2013 (Tuesday)

(Reference) The trading unit on the stock exchange will be changed to 100 shares on September 26, 2013 (Thursday).

### 4. Partial Changes to the Articles of Incorporation

(1) Reason for the changes

In line with “2. Share Split” and “3. Adoption of a Unit Share System,” changes to certain sections of the Company’s Articles of Incorporation will be made as of October 1, 2013 (Tuesday), based on Article 184, paragraph 2 and Article 191 of the Companies Act.

- i. Article 6 (Number of Authorized Shares) of the current Articles of Incorporation will be changed because the total number of authorized shares will be increased in proportion to the ratio of the share split.
- ii. Article 7 (Number of Shares per Unit) will be newly added for the adoption of the unit share system and setting the number of shares per unit at 100 shares.
- iii. Article numbers will be changed as necessary to accommodate the addition of a new Article 7.
- iv. Article 1 and Article 2 of the Supplementary Provisions will be newly added to prescribe the effective date for the change to Article 6, the addition of Article 7, and the corresponding changes in Article numbers due to the addition of the new Article.

(2) Content of the changes

The content of the changes is as follows (underlines indicated changed portions).

Current Articles of Incorporation	Proposed Changes to the Articles of Incorporation
Article 1 ~ (text omitted) Article 5  (Number of Authorized Shares) Article 6 The total number of authorized shares of the Company shall be <u>9 million</u> shares.   (addition)   Article <u>7</u> ~ (text omitted) Article <u>39</u>  (addition)	Article 1 ~ (no changes) Article 5  (Number of Authorized Shares) Article 6 The total number of authorized shares of the Company shall be <u>900 million</u> shares.  <u>(Number of Shares per Unit)</u> <u>Article 7</u> <u>The number of shares per unit of the</u> <u>Company shall be 100 shares.</u>  Article <u>8</u> ~ (no changes) Article <u>40</u>  <u>Supplementary Provisions</u> <u>Article 1</u> <u>The effective date for the change to Article 6</u> <u>and the addition of Article 7, and the</u> <u>corresponding changes in Article numbers,</u> <u>shall be October 1, 2013.</u>  <u>Article 2</u> <u>The preceding Article and this Article shall</u> <u>be deleted on October 1, 2013.</u>

Note: Separate from these changes, additional proposed changes to the Articles of Incorporation to establish new provisions regarding the rights for shares of less than one unit will be an item on the agenda at the 72nd Ordinary General Meeting of Shareholders scheduled for June 27, 2013.

**3. Schedule for the Changes**

Effective date for the changes

October 1, 2013 (Tuesday)

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