

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 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 to place a proposal for changes to the Articles of Incorporation on the agenda for the 72nd Ordinary General Meeting of Shareholders scheduled for June 27, 2013. Details are as follows.

1. Reason for the Changes

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, at the meeting of its Board of Directors held on May 15, 2013, decided, effective October 1, 2013, to conduct a share split at the ratio of 100 shares to each share, and to adopt a unit share system with 100 shares per unit. The Company further decided on a change to Article 6 (Number of Authorized Shares) of the current Articles of Incorporation, and the addition of Article 7 (Number of Shares per Unit), based on the provisions of Article 184, paragraph 2 and Article 191 of the Companies Act. (There is no substantive change in the investment unit as a result of this share split and the adoption of a unit share system.)

In accordance with the above changes, Article 8 (Rights for Shares of Less than One Unit) will be newly added to prescribe the rights of shareholders with shares of less than one unit who do not have voting rights.

Further, Article 1 of the Supplementary Provisions will be changed to prescribe the effective date for the addition of Article 8 and the corresponding changes in Article numbers.

2. Content of the Changes

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

Current Articles of Incorporation	Proposed Changes to the Articles of Incorporation
<p>Article 1 ~ (text omitted) Article 5</p> <p>(Number of Authorized Shares) Article 6 The total number of authorized shares of the Company shall be 900 million shares.</p> <p>(Number of Shares per Unit) Article 7 The number of shares per unit of the Company shall be 100 shares.</p> <p>(addition)</p> <p>Article <u>8</u> ~ (text omitted) Article <u>40</u></p> <p>Supplementary Provisions Article 1 The effective date for the change to Article 6 <u>and</u> the addition of Article 7, and the corresponding changes in Article numbers, shall be October 1, 2013.</p>	<p>Article 1 ~ (no changes) Article 5</p> <p>(Number of Authorized Shares) Article 6 (no changes)</p> <p>(Number of Shares per Unit) Article 7 (no changes)</p> <p><u>(Rights for Shares of Less than One Unit)</u> <u>Article 8</u> <u>Shareholders of the Company shall not be entitled to exercise any rights pertaining to their shares of less than one unit, except the following:</u></p> <ol style="list-style-type: none"> <u>1. Rights stipulated in the items of Article 189, paragraph 2 of the Companies Act</u> <u>2. Rights to request pursuant to the provisions of Article 166, paragraph 1 of the Companies Act</u> <u>3. Rights to receive allotments of shares for subscription and allotments of stock acquisition rights for subscription in proportion to the number of shares held by each shareholder</u> <p>Article <u>9</u> ~ (no changes) Article <u>41</u></p> <p>Supplementary Provisions Article 1 The effective date for the change to Article 6, the addition of Article 7 <u>and Article 8</u>, and the corresponding changes in Article numbers, shall be October 1, 2013.</p>

Article 2 The preceding Article and this Article shall be deleted on October 1, 2013.	Article 2 (no changes)
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3. Schedule for the Changes

Scheduled date of the General Meeting of Shareholders

to change the Articles of Incorporation June 27, 2013 (Thursday)

Effective date for the changes

to the Articles of Incorporation October 1, 2013 (Tuesday)

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