

Notice Regarding Establishment of a Subsidiary by Company Split **(Simplified Incorporation-Type Company Split)**

Fujitsu Limited (“Fujitsu”) today announced that it will transfer its business related to the research, development, design, manufacture, sales, planning, maintenance, and operation of photonics and mobile systems, and other network products (the “Target Business”) to 1FINITY Inc. (“1FINITY”), a company to be newly incorporated through a company split (the “Company Split”) effective July 1, 2025. The matter was resolved at its Board of Directors meeting also held today. Certain disclosures are omitted as the Company Split is a simplified incorporation-type company split to be implemented solely by Fujitsu.

I. Purpose of the Reorganization

In its Medium-Term Management Plan, released in May 2023, Fujitsu sets out its vision to transform into “a technology company that realizes net positive through digital services” by 2030. It mentions “Business Model and Portfolio” as one of the key strategies for realizing the vision, positioning the three years until 2025 as a period for building a business model for sustainable growth and improved profitability.

The Company Split is a strategic initiative for the Target Business that aligns with this Medium-Term Management Plan. By incorporating 1FINITY as an independent company dedicated to the Target Business, the Company Split aims to strengthen the Target Business, clarify its management responsibilities and expedite decision making. In addition, Group companies related to the Target Business will be placed under the control of 1FINITY. This new formation will help 1FINITY to grow its business in global markets, strengthen its product and cost competitiveness, and tackle new business areas. It will allow 1FINITY to swiftly respond to the ever-changing market environment and create innovation through early provision of products that utilize cutting-edge technologies to the maximum extent, shifting to software technologies, and expanding into the artificial intelligence data center market.

Accordingly, we will increase the value we provide to our customers, with Fujitsu and 1FINITY demonstrating their respective strengths, as well as the Fujitsu Group providing total solutions that support the transformation of the corporate sector and society as a whole.

II. Summary of Company Split

(1) Schedule

Date of resolution by Board of Directors: April 24, 2025 (today)

Splitting Date (Effective Date): July 1, 2025 (scheduled)

*As the Company Split is a simplified incorporation-type company split as prescribed in Article 805 of the Companies Act, it will be carried out without the need for approval at the Annual Shareholders Meeting.

(2) Method

The Company Split is a simplified incorporation-type company split in which Fujitsu will be the splitting company and the newly established 1FINITY Inc. will be the incorporated company.

(3) Share allocation

In connection with the Company Split, the incorporated company will issue 8,000 shares of common stock and allot all the shares to Fujitsu.

(4) Treatment of share warrant and bond with stock acquisition right
Fujitsu has not issued any share options or bonds with share options.

(5) Increase or decrease in capital stock as result of the Company Split
There will be no increase or decrease in capital stock of Fujitsu as result of this Company Split.

(6) Rights and Obligations to be Transferred to Newly Formed Companies
The incorporated company will succeed to the assets, liabilities, contractual status, and other rights and obligations related to the Target Business that are considered necessary for performing the business in accordance with the incorporation-type company split plan dated April 24, 2025. The labor contracts with employees of the Target Business will not be succeeded, and employees will be seconded to 1FINITY on the effective date of the Company Split. The incorporated company will succeed to the liabilities by discharging the assumption of liabilities.

(7) Expected performance of liabilities
We judge that Fujitsu and the incorporated company will have no problem regarding the prospect of fulfilling obligations to be assumed.

III. Company summary of the parties to the Company Split

	Splitting Company (as of March 31, 2025)		Newly Formed Company July 1, 2025 (scheduled)
Name	Fujitsu Limited		1FINITY Inc.
Address	Kawasaki-shi, Kanagawa, Japan		Kawasaki-shi, Kanagawa, Japan
Name and title of Representative	Takahito Tokita, Representative Director and CEO		Masaaki Moribayashi, Representative Director and President
Business	Manufacturing and sales of communications systems and information processing systems, and provision of related services.		Research, development, design, production, sales, planning, maintenance, and repair of communication devices, equipment, and systems.
Equity capital	325,638 million yen		400 million yen
Date of foundation	June 20, 1935		July 1, 2025 (scheduled)
Outstanding shares issued	2,071,108,450 shares		8,000 shares
Financial year end	March 31		March 31
Major Shareholders and Percentage of Shares Held ※ The Percentage of Shares Held is calculated after exclusion of treasury stock holdings.	Shareholder	%	Wholly Owned Subsidiary of the Company (splitting company)
	The Master Trust Bank of Japan, Ltd. (for trust)	17.01%	
	Custody Bank of Japan, Ltd. (for trust)	6.86%	
	Ichigo Trust Pte. Ltd.	3.38%	
	STATE STREET BANK AND TRUST COMPANY 505001	3.15%	
	JP MORGAN CHASEBANK 385632	3.13%	

Financial Condition and Financial Performance in the Most Recent Fiscal Year	(Consolidated) (as of March 31, 2024) (Unit: Million Yen, except per share data)		
	Equity:	1,918,834	
	Total Assets:	3,514,818	
	Equity per Share Attributable to Owners of the Parent:	952.76 Yen	
	Revenue:	3,756,059	
	Operating Profit:	160,260	
	Profit before Income Taxes:	178,180	
	Profit for the Year Attributable to Owners of the Parent:	254,478	
	Basic Earnings per Share:	135.59 Yen	
	Diluted Earnings per Share:	135.34 Yen	
	*Fujitsu has adopted International Financial Reporting Standards (IFRS) for the preparation of consolidated financial statements.		

IV. Outline of business to be Split

(1) Content of Business

Business related to the research, development, design, manufacture, sales, planning, maintenance, and operation of network products for telecommunications carriers, including: 1. photonics systems such as "1FINITY" and "FLASHWAVE"; and 2. mobile systems centered on base station equipment, and related software.

(2) Operational Performance of Businesses to be Split (Actual Result of Fiscal Year ending in March 2024)

Revenue 110.6 billion yen

(3) Asset and Liability Items to be Split and Amounts Thereof (Scheduled for July 1, 2025)

(Unit:100 million yen)

Current Assets	393	Liabilities	31
Fixed Assets	329	Net Assets	691
Total	722	Total	722

V. Status after the Company Split

There will be no changes to the company name, address, name and title of the representative, business description, capital, and fiscal year-end of Fujitsu.

VI. Future outlook

The impact of the splits on Fujitsu's consolidated financial results is insignificant.

Press Contacts:

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Inquiries: <https://www.fujitsu.com/global/about/resources/news/presscontacts/form/index.html>

About Fujitsu

Fujitsu's purpose is to make the world more sustainable by building trust in society through innovation. As the digital transformation partner of choice for customers around the globe, our 113,000 employees work to resolve some of the greatest challenges facing humanity. Our range of services and solutions draw on five key technologies: Computing, Networks, AI, Data & Security, and Converging Technologies, which we bring together to deliver sustainability transformation. Fujitsu Limited (TSE:6702) reported consolidated revenues of 3.6 trillion yen (US\$23 billion) for the fiscal year ended March 31, 2025 and remains the top digital services company in Japan by market share. Find out more: www.fujitsu.com