

March 28, 2012

Company Name: Fuji Electric Co., Ltd.

Representative: Michihiro Kitazawa, President and Representative Director

Code Number: 6504, listed on the first sections of TSE, OSE and NSE; and on FSE

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**Announcement Regarding the Purchase of  
Renesas Northern Japan Semiconductor's Tsugaru Factory  
(Inclusion in the Company's Scope of Consolidation as a  
Subsidiary Company Following the Acquisition of Shares)**

Fuji Electric Co., Ltd. (hereafter, "Fuji Electric" or "the Company") today announced that it has signed an agreement with Renesas Electronics Corporation (hereafter, "Renesas Electronics") and Renesas Northern Japan Semiconductor, Inc. (hereafter, "Renesas Northern Japan Semiconductor"), a wholly owned subsidiary of Renesas Electronics, to purchase Renesas Northern Japan Semiconductor's Tsugaru Factory in accordance with a resolution of the Company's board of directors following a meeting held on March 28, 2012.

Renesas Northern Japan Semiconductor will transfer the business operations of its Tsugaru Factory to a wholly owned subsidiary, which it plans to establish by way of a corporate spin-off on July 1, 2012. Plans are in place for Fuji Electric to acquire all of the shares of this newly established Renesas Northern Japan Semiconductor subsidiary, completing the purchase of Tsugaru Factory.

1. Reasons for the Share Acquisition

Fuji Electric has positioned efforts to expand its activities in the energy and environment fields, which are at the heart of its business management policy.

Power semiconductors that help realize increased power conversion efficiency are core products that underpin the energy and environment business. Looking ahead, the power semiconductor market is projected to grow, particularly in the industrial equipment, automotive and new energy fields.

Under these circumstances, Fuji Electric signed a share transfer agreement with Renesas Electronics and Renesas Northern Japan Semiconductor to purchase the latter's Tsugaru Factory, a front-end manufacturing base. The goals of this purchase are presented briefly as follows:

- To expand the Company's power semiconductor business
- To expand the Company's business portfolio by incorporating the automotive electric component products manufactured by the Tsugaru Factory
- To secure a backup production base as a contingency against a future major disaster

In working toward the purchase, Renesas Northern Japan Semiconductor will transfer the business operations of its Tsugaru Factory to a wholly owned subsidiary, which it plans to establish by way of an absorption-type separation effective on the planned transfer date of July 1, 2012. Fuji Electric will then

acquire all of the shares of this newly established subsidiary as of the same date.

The new company will continue to manufacture and supply under contract Renesas Electronics and Renesas Northern Japan Semiconductor products currently being produced at the Tsugaru Factory after the purchase outlined in this release.

## 2. Profile of the Subsidiary Company Scheduled to Be Transferred

|                                      |   |
|--------------------------------------|---|
| (1) Company Name                     | Yet to be determined  |
| (2) Head Office Location             | Goshogawara City, Aomori Prefecture   |
| (3) Name and Title of Representative | Yet to be determined  |
| (4) Business Activities              | Front-end manufacturing of semiconductors                                   |
| (5) Paid-in Capital                  | ¥1,000,000  |
| (6) Date Established                 | Yet to be determined  |
| (7) Shareholder                      | Renesas Northern Japan Semiconductor, Inc. (Percentage of share held: 100%) |

Note: The new subsidiary company whose shares are scheduled to be transferred is yet to be established. Accordingly, details of relationships with Fuji Electric as well as operating results and financial position for the past three years are not available.

## 3. Profile of the Counterparty from Whom Shares Are Scheduled to Be Acquired

|   |   |  |
|---|---|--|
| (1) Company Name                        | Renesas Northern Japan Semiconductor, Inc.  |  |
| (2) Head Office Location                | 145 Aza-Nakajima, Nanae-cho, Kameda-gun, Hokkaido Prefecture                          |  |
| (3) Name and Title of Representative    | Kosuke Tanaka, Representative Director and President                                  |  |
| (4) Business Activities                 | Front-end and back-end manufacturing and contract production of semiconductor devices |  |
| (5) Paid-in Capital                     | ¥2,550,000,000  |  |
| (6) Date Established                    | May 30, 1970  |  |
| (7) Net Assets (As of March 31, 2011)   | ¥9,826,000,000  |  |
| (8) Total Assets (As of March 31, 2011) | ¥30,420,000,000   |  |
| (9) Name of Shareholder                 | Renesas Electronics Corporation (Percentage of share held: 100%)                      |  |
| (10) Relationships between Companies    | Capital Relationship  | Not applicable   |
|   | Human Resource Relationship   | Not applicable   |
|   | Transactional Relationship  | Transactional relationships include the purchase and sales of power semiconductor business-related products and components |
|   | Status as a Related Party   | Not applicable   |

4. Number of Shares to be Acquired, Acquisition Amount, the Status of Shareholding before and after Acquisition

|   |   |
|---|---|
| (1) Number of Shares Held Prior to Transfer | 0 shares<br>(Percentage of the total number of issued and outstanding shares: 0%)   |
| (2) Number of Shares to Be Acquired         | 100 shares<br>(Percentage of the total number of issued and outstanding shares: 100%)<br>(Acquisition amount: ¥3,820,000,000) |
| (3) Number of Shares Held After Transfer    | 100 shares<br>(Percentage of the total number of issued and outstanding shares: 100%)   |

5. Schedule

|  |                          |
|--|--------------------------|
| (1) Date of Board of Directors' Resolution | March 28, 2012           |
| (2) Date of Share Acquisition              | July 1, 2012 (Scheduled) |

6. Outlook

The impact of this purchase on Fuji Electric's consolidated performance is yet to be determined. The Company will disclose all pertinent information in a timely manner when there is any significant impact on its consolidated performance.

(Reference) Forecast of consolidated earnings for the fiscal year ending March 31, 2012 (announced on January 25, 2012) and consolidated earnings for the previous fiscal year

(Unit: Millions of Yen)

|   | Consolidated Net Sales | Consolidated Operating Income | Consolidated Ordinary Income | Consolidated Net Income |
|---|------------------------|-------------------------------|------------------------------|-------------------------|
| Forecast of Consolidated Earnings for the Fiscal Year Ending March 31, 2012 | 700,000                | 15,000                        | 13,000                       | 7,000                   |
| Consolidated Earnings for the Fiscal Year Ended March 31, 2011              | 689,065                | 11,917                        | 7,225                        | 15,104                  |