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**[Cover]**

[Document Filed]	Extraordinary report
[Filed with]	Director, Kanto Local Finance Bureau
[Filing Date]	July 6, 2022
[Company Name]	Fuji Denki Kabushiki Kaisha
[Company Name in English]	FUJI ELECTRIC CO., LTD.
[Title and Name of Representative]	Michihiro Kitazawa, Chairman of the Board and Chief Executive Officer
[Address of Head Office]	1-1, Tanabeshinden, Kawasaki-ku, Kawasaki-shi, Kanagawa 210-9530, Japan (The above address is the Company's registered address. The Contact Address below is the Company's actual business address.)
[Phone Number]	Not applicable
[Contact Person]	Not applicable
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[Contact Person]	Masayuki Murakami, General Manager, Corporate Planning Office, Corporate Management Planning Headquarters
[Place Where Available for Public Inspection]	Tokyo Stock Exchange, Inc. (2-1, Nihombashi Kabutocho, Chuo-ku, Tokyo) Nagoya Stock Exchange, Inc. (8-20, Sakae 3-chome, Naka-ku, Nagoya) Fukuoka Stock Exchange (2-14-2 Tenjin, Chuo-ku, Fukuoka City)

## **1. Reason for Filing**

To report certain resolutions adopted at the General Meeting of Shareholders, which was held on June 28, 2022, in accordance with Paragraph 4 of Article 24-5 of the Financial Instruments and Exchange Act and Sub-paragraph 9-2 of Paragraph 2 of Article 19 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc.

## **2. Matters Reported**

(1) Date the General Meeting of Shareholders was held:

June 28, 2022

(2) Matters Resolved

Item 1: Partial Amendments to the Articles of Incorporation

- (i) As a result of changes to the Company's management system on April 1, 2022, partial amendments will be made regarding the convener and chairman of the general meeting of shareholders in line with the establishment of the position of Chairman of the Board and CEO (Chief Executive Officer) and the position of President and COO (Chief Operating Officer) in order to strengthen the management and business execution functions.
- (ii) The revised stipulations specified in the proviso of Article 1 of the supplementary provision of the "Act Partially Amending the Companies Act" (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, amendments will be made to the Company's Articles of Incorporation in preparation for the implementation of the system for electronic provision of materials for general meetings of shareholders.

Item 2: Election of Ten Directors

Michihiro Kitazawa, Shiro Kondo, Michio Abe, Junichi Arai, Toru Hosen, Hiroshi Tetsutani, Toshihito Tamba, Naomi Tachikawa, Yoshitsugu Hayashi, and Yukari Tominaga were elected as Directors.

Item 3: Election of One Audit & Supervisory Board Member

Yoshio Okuno was elected as Audit & Supervisory Board Member.

Item 4: Revision of Remuneration Amounts for Directors

The amount of remuneration for Outside Directors will be revised to within 100 million yen per annum.

(3) Number of voting rights concerning the indication of “for”, “against” or “abstain” for each proposal, requirements for adopting each resolution, and results thereof:

Matters Resolved	Valid (Number of votes)	For (Number of votes)	Against (Number of votes)	Abstain (Number of votes)	Approval Requirements	Results of resolution and approval ratio (%)
Item 1 Partial Amendments to the Articles of Incorporation	1,260,151	1,258,173	374	–	*1	*4 Adopted 99.84
Item 2 Election of Ten Directors					*2	*4
Michihiro Kitazawa	1,260,153	1,125,524	132,422	603		Adopted 89.32
Shiro Kondo	1,260,152	1,107,497	150,507	544		Adopted 87.89
Michio Abe	1,260,156	1,240,182	18,229	141		Adopted 98.41
Junichi Arai	1,260,156	1,240,232	18,179	141		Adopted 98.42
Toru Hosen	1,260,156	1,241,612	16,799	141		Adopted 98.53
Hiroshi Tetsutani	1,260,156	1,241,613	16,798	141		Adopted 98.53
Toshihito Tamba	1,260,155	1,220,750	37,660	141		Adopted 96.87
Naoomi Tachikawa	1,260,153	1,198,366	60,042	141		Adopted 95.10
Yoshitsugu Hayashi	1,260,157	1,254,360	4,193	–		Adopted 99.54
Yukari Tominaga	1,260,158	1,246,514	12,040	–		Adopted 98.92
Item 3 Election of One Audit & Supervisory Board Member					*2	*4
Yoshio Okuno	1,260,153	1,192,706	62,895	2,948		Adopted 94.65
Item 4 Revision of Remuneration Amounts for Directors	1,260,158	1,256,169	2,254	131	*3	*4 Adopted 99.68

\*1. At least two-thirds of the affirmative votes of the shareholders present at the meeting where the shareholders holding one third or more of the total voting rights of the shareholders who are entitled to exercise their voting rights are present.

\*2. The requirement for adoption is a majority of the affirmative voting rights of the shareholders

present at the meeting where the shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.

\*3. A majority of the affirmative votes of the shareholders who are entitled to exercise their voting rights and present at the meeting.

\*4. The method for calculating the ratio of affirmative votes is as follows:

The approval ratio represents the ratio of affirmative votes for an agenda item from shareholders voting beforehand and shareholders in attendance (proxy of shareholders who have submitted a proxy statement, acting agents for representatives of corporate shareholders that have submitted acting agent appointment notification, and the Company's corporate officers) among the total number of votes exercised by shareholders attending the General Meeting of Shareholders (portion from all shareholders who voted the day before the General Meeting of Shareholders and shareholders who voted the day of).

(4) Reasons why a portion of the number of voting rights held by shareholders in attendance at the General Meeting of Shareholders was not included in the number of voting rights  
Resolutions of all the proposals have been legitimately reached in accordance with the Companies Act, as the requirements for approval have been met based on the number of the following confirmed votes of approval or disapproval among the number of voting rights exercised up to the day before this General Meeting of Shareholders via voting forms, the Internet, and other means, as well as the number of voting rights exercised by those in attendance. Therefore, voting rights exercised other than in the manner listed below were not included in the calculation.

- Number of voting rights exercised by proxies acting on behalf of shareholders who have submitted proxy statements
- Number of voting rights exercised by proxies acting on behalf of corporate shareholders who have submitted acting agent appointment notification
- Number of voting rights exercised by shareholders who are also corporate officers of the Company