



November 7, 2017

To Whom It May Concern:

Company name: Fujimi Incorporated  
Representative: Keishi Seki, President  
Listings: Tokyo and Nagoya Stock Exchanges  
(Stock code: 5384)  
Contact: Akira Suzuki, Director,  
Finance Division  
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Notice of Introduction of Performance-Based Stock Compensation Plan for Directors  
(Details Determined)

This is to inform you that Fujimi Incorporated (hereafter referred as “the Company”) has resolved at the Board of Directors Meeting held on November 7, 2017, to approve the detailed plan for the Performance-Based Stock Compensation Plan for Directors, excluding outside directors, through Board Benefit Trust (BBT: hereafter referred to as the Plan) arranged by Mizuho Trust & Banking Co., Ltd.

The intention to introduce the Plan was originally announced on April 18, 2017 and was approved by the 65th General Shareholders’ Meeting held on June 23, 2017.

The Company also finalized the details of the Stock Benefit Trust (J-ESOP), which is a new performance-based stock benefit plan for employees. Please see the “Notice of Introduction of the Performance-Based Stock Benefit Plan for Employees (Details Determined)” for details of the J-ESOP.

For the introduction of the plan and J-ESOP, the Company resolved to sell the treasury stock at one time (383,700 shares; 1,016,037,600 yen) out of the 4,051,320 shares (as of September 30, 2017) to Trust & Custody Services Bank, Ltd. (Trust E Unit), the second trustee entrusted by Mizuho Trust & Banking Co., Ltd., as the trustee. For details, please see the “Notice of the Disposal of Treasury Stock by Allocation to a Third Party,” which is released today.

1. Summary of Trust

- (1) Name: Board Benefit Trust (BBT)  
(2) Entrustor: Fujimi Incorporated  
(3) Trustee: Mizuho Trust & Banking Co., Ltd.  
(Second Trustee: Trust & Custody Services Bank, Ltd.)  
(4) Beneficiaries: Retired directors who have beneficiary rights in accordance with the regulations on stock compensation

- (5) Trust Administrator: A completely independent person who has no stake in the Company to be appointed.
- (6) Type of Trust: Trust of cash equivalents other than monetary trust (Non-beneficiary trust)
- (7) Date of Trust Contract Conclusion:  
November 28, 2017
- (8) Date of Monetary Trust:  
November 28, 2017
- (9) Trust Period: From November 28, 2017, through the termination of the trust  
(The termination of the trust shall not be specified. The trust is deemed to continue as long as the plan is not terminated.)

## 2. Details of the Acquisition of the Company's Stock by Trust Contract

- (1) Type of Stock: The Company's common stock
- (2) Amount Trusted for Acquisition of Our Stock:  
87,913,600 yen
- (3) Number of Shares: 33,200 shares
- (4) Acquisition Method: Underwrite the sale of treasury stock
- (5) Date of Acquisition: November 28, 2017