

**Notice of Partial Amendments of Articles of Incorporation**

FUJIFILM Holdings Corporation (“the Company”) announces that the Company has resolved at the meeting of the Board of Directors held today to submit a proposal regarding partial amendments of the Articles of Incorporation to the 119th Ordinary General Meeting of Shareholders scheduled on June 26, 2015, as described below.

**1. Reasons for amendments of Articles of Incorporation**

The Company plans to make necessary amendments to the Company’s Articles of Incorporation in line with the expansion of the scope of Directors and Audit & Supervisory Board Members with whom agreements can be entered into to limit their liabilities in accordance with the “Act for Partial Revision of the Corporate Law” (Act No. 90 of 2014), which will come into force on May 1, 2015. Note that consent has been obtained from all Audit & Supervisory Board Members for the amendments to Paragraph 2 of Article 27 of the Articles of Incorporation to be submitted to the 119th General Meeting of Shareholders.

**2. Details of amendments**

Details of amendments are as follows:

(Underlining denotes amendments.)

Current (Extract)	Revision Draft
<p>Article 27.            (1) The Company may exempt liabilities of Director (including retired Director) due to his/her negligence by resolution of the Board of Directors meeting to the extent permitted by the laws and ordinances pursuant to Article 426, Paragraph 1 of the Corporate Law.            (2) The Company may restrict liabilities of <u>outside Director</u> due to his/her negligence by executing an agreement with the <u>outside Director</u> pursuant to Article 427, Paragraph 1 of the Corporate Law; provided, however, that the restriction on the amount of compensation pursuant to the agreement shall be to the extent permitted by the laws and ordinances.</p>	<p>Article 27.            (1) (Unchanged)              (2) The Company may restrict liabilities of <u>Director (excluding those who are executive directors, etc.)</u> due to his/her negligence by executing an agreement with the <u>Director (excluding those who are executive directors, etc.)</u> pursuant to Article 427, Paragraph 1 of the Corporate Law; provided, however, that the restriction on the amount of compensation pursuant to the agreement shall be to the extent permitted by the laws and ordinances.</p>

Current (Extract)	Revision Draft
<p>Article 34.</p> <p>(1) The Company may exempt liabilities of Audit &amp; Supervisory Board Member (including resigned Audit &amp; Supervisory Board Member) due to his/her negligence by resolution of the Board of Directors meeting to the extent permitted by the laws and ordinances pursuant to Article 426, Paragraph 1 of the Corporate Law.</p> <p>(2) The Company may restrict liabilities of <u>outside Audit &amp; Supervisory Board Member</u> due to his/her negligence by executing an agreement with the <u>outside Audit &amp; Supervisory Board Member</u> pursuant to Article 427, Paragraph 1 of the Corporate Law; provided, however, that the restriction on the amount of compensation pursuant to the agreement shall be to the extent permitted by the laws and ordinances.</p>	<p>Article 34.</p> <p>(1) (Unchanged)</p> <p>(2) The Company may restrict liabilities of <u>Audit &amp; Supervisory Board Member</u> due to his/her negligence by executing an agreement with the <u>Audit &amp; Supervisory Board Member</u> pursuant to Article 427, Paragraph 1 of the Corporate Law; provided, however, that the restriction on the amount of compensation pursuant to the agreement shall be to the extent permitted by the laws and ordinances.</p>

### 3. Schedule

Scheduled date of the General Meeting of Shareholders to amend the Articles of Incorporation:

June 26, 2015

Scheduled effective date of amendments of Articles of Incorporation:

June 26, 2015