



May 12, 2016

Company name: Fuji Heavy Industries Ltd.
Representative: Yasuyuki Yoshinaga, President
Code number: 7270 (First Section of Tokyo Stock Exchange)
Contact for inquiries: Katsuo Saito
General Manager of Administration Department
Phone: +81-3-6447-8825

**Notice regarding Resolution of Matters Relating to Repurchase of Own Shares
(Repurchase of own shares according to provisions of Articles of Incorporation pursuant to
Article 165, Paragraph 2 of the Companies Act)**

Fuji Heavy Industries Ltd. (FHI) resolved at its Board of Directors meeting held today matters relating to repurchase of its own shares pursuant to the provisions of Article 156 of the Companies Act that are applied by the reading of terms under the provisions of Article 165, Paragraph 3 of that Act. Details are set out below.

1. Reason for the repurchase of its own shares

FHI will repurchase its own shares to improve shareholder value and capital efficiency.

2. Details of the repurchase

- (1) Class of shares to be repurchased: Common stock in FHI
- (2) Total number of shares to be repurchased: Up to 15,000,000 shares
Proportion of the total number of shares issued excluding treasury stock: 1.92%
- (3) Total value of shares to be repurchased: Up to 48.0 billion yen
- (4) Period of repurchase: From May 13 to September 30, 2016
- (5) Other: All of shares repurchased are planned to be cancelled

For reference: Status of treasury stock held by FHI as of March 31, 2016

Total number of shares issued (excluding treasury stock):	780,778,030
Shares of treasury stock:	2,087,843