



August 8, 2016

Company name: Fuji Heavy Industries Ltd.
Representative: Yasuyuki Yoshinaga, President
Code number: 7270 (First Section of Tokyo Stock Exchange)
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Notice regarding Repurchase of Own Shares through ToSTNeT-3

Fuji Heavy Industries Ltd. (FHI) resolved at its Board of Directors meeting held on August 8, 2016, the method for 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. Method of repurchase

FHI will place purchase orders for its own shares through Off-Auction Own Share Repurchase Trading System (ToSTNeT-3) of the Tokyo Stock Exchange in the 8:45 a.m. session on August 9, 2016, at 3,852 yen that is the closing price (including the final special quote) of its common stock today (August 8, 2016) on the Tokyo Stock Exchange (FHI will not change the method of trading or the proposed trading time). The purchase orders will be placed only in this trading time.

2. Details of repurchase

- (1) Class of shares to be repurchased: Common stock in FHI
- (2) Total number of shares to be repurchased: 15,000,000 shares
- (3) Announcement of result of repurchase: Result of repurchase will be announced after completion of repurchase at the 8:45 a.m. session on August 9, 2016.

Notes:

- i. The number of shares stated above will not be changed. Depending on market conditions, however, there is a possibility that a part or all of such shares may not be repurchased.
- ii. The repurchase will be conducted based on sell orders corresponding to the number of shares to be repurchased.

3. Other information

FHI was informed by Suzuki Motor Corporation (Suzuki), a major shareholder of FHI, of its intention to sell the common stocks of FHI in correspondence with the above-mentioned repurchase.

For reference: Details of resolution regarding repurchase of own shares (made on August 8, 2016)

- (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 58.0 billion yen
- (4) Period of repurchase: From May 13 to September 30, 2016