



April 26, 2018

**FOR IMMEDIATE RELEASE**

Company Name: **ANRITSU CORPORATION**  
Representative: Hirokazu Hashimoto; Group CEO & Director  
Code Number: 6754 (Tokyo Stock Exchange, First Section)  
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**Partial Amendments to the Articles of Incorporation**

At the meeting of the Board of Directors of ANRITSU CORPORATION (“Anritsu”) held this April 26, 2018, it was decided to propose partial amendments to its Articles of Incorporation at the company’s 92nd ordinary general meeting of shareholders scheduled for June 26, 2018.

**1. Reason for amendments**

(1) Anritsu had introduced an executive officer system from the year 2000 as a management system that continuously improves corporate value by making executive teams quickly decide, execute businesses and exercise adequate management skills. Now, in order to further strengthen corporate governance, Anritsu has decided to promote the separation of decision-making and business execution, as well as to clarify that the Board of Directors will make decisions on important management issues and supervise business execution, and have executive officers execute business.

Therefore, in order to clarify that the president is the position of executive officers and to flexibly construct an optimal management system, Anritsu will change the provisions concerning directors and executive officers of the current Articles of Incorporation.

(2) Any adjustments to article numbers to reflect the above amendments.

**2. Substance of amendment**

As per enclosure

**3. Schedule**

Date of the ordinary general meeting of shareholders	June 26, 2018
Effective date of amendments to the Articles of Incorporation	June 26, 2018

**Exhibit (Substance of amendment)**

(Amended parts are indicated by underlining)

Current	Proposed Amendment
<p align="center"><b>Chapter IV Directors and Meeting of Board of Directors</b></p> <p><b>Article 18.~21.</b> (Omitted)</p> <p><b>Article 22. (Representative Directors and Executive Directors)</b>            1. The meeting of Board of Directors shall, by its resolution, elect Representative Director(s) from among Directors (excluding Directors elected as Audit Committee Members).            2. The meeting of Board of Directors may, by its resolution, elect <u>one (1) President and any other Executive Director(s)</u> from among Directors (excluding Directors elected as Audit Committee Members) as it deems appropriate.</p> <p><b>Article 23. (Duties of Executive Directors)</b>            1. <u>The President shall have control over the whole businesses of the Company.</u>            2. <u>If the President is prevented from performing his/her duties due to accidents, Executive Directors shall carry on the duties of the President in the order fixed in advance by the meeting of the Board of Directors.</u></p> <p><b>Article 24.~Article 28.</b> (Omitted)</p> <p><b>Article 29. (Executive Officers)</b>  <u>The Company may, by a resolution of the meeting of the Board of Directors, appoint Executive Officers.</u></p> <p align="center"><u>(Newly established)</u></p> <p align="center"><u>(Newly established)</u></p> <p><b>Article 30.~Article 31.</b> (Omitted)</p>	<p align="center"><b>Chapter IV Directors and Meeting of Board of Directors</b></p> <p><b>Article 18.~21.</b> (Same as the current provision)</p> <p><b>Article 22. (Representative Directors and Executive Directors)</b>            1. (Same as the current provision)</p> <p>2. The meeting of Board of Directors may, by its resolution, elect Executive Director(s) from among Directors (excluding Directors elected as Audit Committee Members) as it deems appropriate.</p> <p align="center"><u>(Deleted)</u></p> <p><b>Article 23.~Article 27.</b> (Same as the current provision)</p> <p><b>Article 28. (Executive Officers and Senior Executive Officers)</b>            1. <u>The meeting of Board of Directors shall, by its resolution, appoint Executive Officers and have them execute the business of the Company.</u>            2. <u>The meeting of Board of Directors shall, by its resolution, elect one (1) President, and may elect any other Senior Executive Officer(s) deemed necessary from among Executive Officers.</u>            3. <u>If the President is prevented from performing his/her duties due to accidents, Executive Officer shall carry on the duties of the President in the order fixed in advance by the meeting of the Board of Directors.</u></p> <p><b>Article 29.~Article 30.</b> (Same as the current provision)</p>
<p align="center"><b>Chapter V Audit &amp; Supervisory Committee</b></p> <p><b>Article 32.~Article 35.</b> (Omitted)</p> <p align="center"><b>Chapter VI Accounts</b></p> <p><b>Article 36.~Article 39.</b> (Omitted)</p>	<p align="center"><b>Chapter V Audit &amp; Supervisory Committee</b></p> <p><b>Article 31.~Article 34.</b> (Same as the current provision)</p> <p align="center"><b>Chapter VI Accounts</b></p> <p><b>Article 35.~Article 38.</b> (Same as the current provision)</p>