Note: This is an English translation of the Notice of the 72nd Ordinary General Meeting of Shareholders of Nihon Unisys, Ltd. prepared for the reader's convenience. Should there be any inconsistency between this translation and the original Japanese text, the latter shall prevail.

Securities code: 8056
June 6, 2016

Dear Shareholders:

Akiyoshi Hiraoka
Representative Director, President & CEO
Nihon Unisys, Ltd.
1-1, Toyosu 1-chome, Koto-ku, Tokyo

NOTICE OF THE 72nd ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby invite you to attend the 72nd Ordinary General Meeting of Shareholders of Nihon Unisys, Ltd. (the "Company"). The meeting will be held as described below.
If you are unable to attend the meeting, you may exercise your voting rights either in writing or by electronic means, such as the Internet. Please review the "Reference Documents for Shareholders Meeting" that follow (page 3 to 18 of this English translation) and exercise your voting rights by 5:30 p.m., Monday, June 27, 2016 (Japan Standard Time).

Meeting Details

1. Date and Time: Tuesday, June 28, 2016 at 10:00 a.m. (Japan Standard Time)

2. Venue: Conference Room of the Company's Head Office (29th Floor)
1-1, Toyosu 1-chome, Koto-ku, Tokyo

3. Purpose:

Items to be reported:

1. Business Report, Consolidated Financial Statements and Reports of Audit on the Consolidated Financial Statements by Accounting Auditor and the Audit & Supervisory Board for the 72nd fiscal year (from April 1, 2015 to March 31, 2016)
2. Non-Consolidated Financial Statements for the 72nd fiscal year (from April 1, 2015 to March 31, 2016)

Items to be resolved:

Proposal 1: Appropriation of Surplus
Proposal 2: Election of Nine (9) Directors
Proposal 3: Election of One (1) Auditor
Proposal 4: Introduction of Performance-based Bonus for Directors
Proposal 5: Issuance of Stock Options to Directors as Stock-based Compensation

4. Notes Regarding the Handling of Votes:

(1) If there is no indication of either approval or disapproval for any proposal on the voting card, you will be deemed to have approved the proposal and your vote will be counted accordingly.

(2) If you cast multiple votes by using both the voting card and via the Internet, the Internet vote will be deemed valid.

(3) If you have exercised your voting rights more than once via the Internet, the last exercise will be deemed valid.

(4) If you are a shareholder who has accepted to receive this notice via the Internet but you wish to receive the printed form, the Company will deliver this notice, the Reference Documents for Shareholders Meeting, and the voting card to you by mail.

Notes: Exercise of Voting Rights:

(1) Exercise of voting rights by voting card:
Please exercise your voting rights by stating whether you are for or against the agenda items on the voting card and send it back to us so that it reaches us by Monday, June 27, 2016 at 5:30 p.m. (Japan Standard Time).

(2) Exercise of voting rights via the Internet:
Please access the website designated by the Company for exercising voting rights (http://www.web54.net), and use the voting rights exercise code and password shown on the voting card. Then, indicate your approval or disapproval for each of the proposals following the instructions on the display. Your vote must be transmitted by no later than Monday, June 27, 2016 at 5:30 p.m. (Japan Standard Time).
There is no need to mail the voting card if you exercise voting rights via the Internet.

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If there are corrections to the Reference Documents for Shareholders Meeting, Business Report, Non-Consolidated Financial Statements or Consolidated Financial Statements, such corrections will be published on the Internet.

<The Company's Website>
http://www.unisys.co.jp/invest-e/stock/meeting.html

Reference Documents for Shareholders Meeting

(Items of Resolution and Reference Items)

Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows.

Matters related to year-end dividends

The Company makes efforts for the stable and continued distribution of dividends to shareholders in line with the policy of paying dividends in accordance with our performance. The specific amount of dividends shall be determined by taking into consideration the managerial environment as well as securing an internal reserve for business expansion.

Taking into account the future managerial environment, business expansion and other factors, the Company intends to pay 30 yen per share (the dividend payout ratio: 32.0%) for annual dividends.
Since the Company paid interim dividends of 15 yen per share in December 2015, the year-end dividends will be as proposed below:

(1) Type of dividends:
Cash

(2) Matters related to the allocation of dividends and total amount thereof:
Per share of ordinary shares: 15 yen
Total dividends: 1,599,438,120 yen

(3) Effective date of dividends from surplus:
June 29, 2016

Proposal 2: Election of Nine (9) Directors

Since the terms of office of the present eight (8) Directors of the Company will expire as of the conclusion of the Ordinary General Meeting of Shareholders, the Company proposes to elect nine (9) Directors, increasing the number of directors by one, in order to strengthen the management system.
The candidates for Director of the Company are as follows:

Candidate Number 1 Akiyoshi Hiraoka 【Re-appointed】

Date of Birth: June 6, 1956 (age: 60)
Number of the Company's shares held: 19,300 shares
Term of Office as Director: 7 years (at the conclusion of the shareholders' meeting)
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:
11 times / 11 meetings

■Career summary, positions and areas of responsibility in the Company

Apr. 1980	Joined Nihon Unisys, Ltd.
Jul. 2001	Deputy General Manager, asaban.com Business, Nihon Unisys, Ltd.
Apr. 2002	General Manager, Business Aggregation, Nihon Unisys, Ltd.
Jun. 2002	Corporate Officer, Nihon Unisys, Ltd.
Jun. 2005	Director, Senior Corporate Officer, Nihon Unisys, Ltd.
Apr. 2007	Director, Superior Senior Corporate Officer, Nihon Unisys, Ltd.
Jun. 2007	Superior Senior Corporate Officer, Nihon Unisys, Ltd.
Apr. 2011	Executive Corporate Officer, Nihon Unisys, Ltd.
Jun. 2011	Representative Director, Executive Corporate Officer, Nihon Unisys, Ltd.
Apr. 2012	Representative Director, Executive Corporate Officer; Division Manager, Manufacturing & Commerce Division, Nihon Unisys, Ltd.
Apr. 2013	Representative Director, Executive Corporate Officer; Division Manager, Manufacturing & Commerce Division; Division Manager, Business Innovation Division, Nihon Unisys, Ltd.
Apr. 2016	Representative Director, President & CEO, Nihon Unisys, Ltd. (present)

(Role)

・ CEO (Chief Executive Officer), CHO (Chief Health Officer)

・ Internal Audit Department

■ Significant concurrent positions held in other organizations: None

■ Special interests with the Company: None

■ Reasons for appointment as Director

Mr. Akiyoshi Hiraoka has the longest experience as a Corporate Officer in the Company (since 2002) and has a vision for change. He has a wealth of knowledge and experience in the industry and its future movements, as well as management strategies. Furthermore, he has numerous acquaintances in and abundant knowledge about other categories of the industry and political and business circles. Thus, the Company expects much of him representing the Company Group that aims to become a leader in creating eco-systems over the boundaries of industry in the future. The Company proposes to elect him as Director.

Candidate Number 2　Susumu Mukai 【Re-appointed】

Date of Birth: November 1, 1955 (age 60)
Number of the Company's shares held:　8,900 shares
Term of Office as Director: 4 years (at the conclusion of the shareholders' meeting)
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:
11 times / 11 meetings

■ Career summary, positions and areas of responsibility in the Company

Apr. 1976	Joined Nihon Unisys, Ltd.
Apr. 2003	General Manager, Development 1, Financial 2, System Services Division, Nihon Unisys, Ltd.
Apr. 2004	Corporate Officer, Nihon Unisys Software Kaisha, Ltd.
Jan. 2006	Corporate Officer, Nihon Unisys Solutions, Ltd.
Apr. 2007	S-BITS Project Group Manager, SW & Services Division, Nihon Unisys, Ltd.
Apr. 2008	General Manager, Financial Outsourcing Center, Nihon Unisys, Ltd.
Apr. 2009	Corporate Officer, Nihon Unisys, Ltd.
Apr. 2011	Senior Corporate Officer, Nihon Unisys, Ltd.
Apr. 2012	Senior Corporate Officer; System Technology Division Manager, Nihon Unisys, Ltd.
Jun. 2012	Representative Director, Senior Corporate Officer; System Technology Division Manager, Nihon Unisys, Ltd.
Apr, 2016	Representative Director, Executive Corporate Officer, Nihon Unisys, Ltd. (present)

(Role)
・CAO (Chief Administrative Officer)
・CCO (Chief Compliance Officer)
・In charge/Responsibility: Corporate Planning, Human Resources, Organization Development
・In charge: Business Management, Group companies

■ Significant concurrent positions held in other organizations:　None

■ Special interests with the Company:　None

■ Reasons for appointment as Director

Mr. Susumu Mukai has extensive experience and knowledge of large-scale financial system developments amassed over many years.
The Company expects Mr. Mukai to make judgements about management and business from his broad perspectives based on his professional knowledge and experience in the process of management decision making and business judgement by the Company Group in the future.
The Company proposes to elect him as Director.

Candidate Number 3　Toshio Mukai 【Re-appointed】

Date of Birth: February 9, 1955 (Age: 61)
Number of the Company's shares held:　11,400 shares
Term of Office as Director: 2 years (at the conclusion of the shareholders' meeting)
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:
11 times / 11 meetings

■ Career summary, positions and areas of responsibility in the Company

Apr. 1978	Joined Mitsui & Co., Ltd.
Mar. 2003	General Manager, Tax Department, General Accounting Division, Mitsui & Co., Ltd.
Jun. 2005	General Manager, Planning & Administration Department, General Accounting & Risk Management Division, Mitsui & Co., Ltd.
Apr. 2006	General Manager, Business Process Control Division, Mitsui & Co., Ltd.
Apr. 2007	Senior Vice President & Chief Financial Officer, Mitsui & Co. (U.S.A.), INC.
Jun. 2010	Internal Auditor, Internal Auditing Division, Mitsui & Co., Ltd.
Apr. 2012	Corporate Officer; General Manager, Accounting, Nihon Unisys, Ltd.
Apr. 2014	Senior Corporate Officer, Nihon Unisys, Ltd.
Jun. 2014	Director, Senior Corporate Officer, Nihon Unisys, Ltd.
Apr. 2015	Representative Director, Senior Corporate Officer Nihon Unisys, Ltd.
Apr. 2016	Representative Director, Executive Corporate Officer, Nihon Unisys, Ltd. (present)

(Role)
- CFO (Chief Financial Officer)
- In charge/Responsibility: Finance, Legal,
- In charge: Accounting, Business Accounting

■ Significant concurrent positions held in other organizations:　None

■ Special interests with the Company:　None

■ Reasons for appointment as Director:

Mr. Toshio Mukai has a wealth of professional knowledge in the fields of entire business management as well as administration and operation that he amassed through his long service in the General Accounting Division and the Internal Auditing Division at Mitsui & Co., Ltd. and his service as Corporate Officer and General Manager, Accounting at the Company. Thus, the Company expects Mr. Mukai to make judgements about management and business from his broad perspectives based on his professional knowledge and experience in the process of management decision making and business judgement by the Company Group in the future. The Company proposes to elect him as Director.

Candidate Number 4　Noboru Saito　【Newly appointed】

Date of Birth: August 8, 1961 (Age: 54)
Number of the Company's shares held:　5,100 shares
Term of Office as Director:　-
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:　-

■ Career summary, positions and areas of responsibility in the Company

Apr. 1986	Joined Nihon Unisys, Ltd.
Apr. 2004	General Manager, Industry & Commerce 2, Nihon Unisys, Ltd.
Apr. 2009	General Manager, Industry& Commerce, Nihon Unisys, Ltd.
Apr. 2010	General Manager, Industry & Commerce 2, Nihon Unisys, Ltd.
Apr. 2012	General Manager, Business Services, Nihon Unisys, Ltd.
Apr. 2013	Corporate Officer; Deputy Division Manager, Manufacturing & Commerce, Nihon Unisys, Ltd.
Apr. 2014	Corporate Officer; Division Manager, Manufacturing & Commerce, Nihon Unisys, Ltd.
Apr. 2015	Corporate Officer; Unit Head, Unit 2, Business Innovation Division, Nihon Unisys, Ltd.
Apr. 2016	Senior Corporate Officer, Nihon Unisys, Ltd. (present)

(Role)

・ CMO (Chief Marketing Officer)

・ Responsibility: Industry Market 1, Industry Market 2, and Industry Market 3

・ In charge: Business Innovation Division, Incubation Division,
Regional Headquarters and Regional Offices

■ Significant concurrent positions held in other organizations:　None

■ Special interests with the Company:　None

■ Reasons for appointment as Director

Mr. Noboru Saito has abundant knowledge and experience of the industry and its future movements as well as business strategies as a result of his long service as Corporate Officer and General Manager specializing in the manufacturing and distribution sectors.
Thus, the Company expects Mr. Saito to make judgements about management and business from his broad perspectives based on his professional knowledge and experience in the process of management decision making and business judgement by the Company Group in the future. The Company proposes to elect him as Director.

Candidate Number 5　Koji Katsuya 【Newly appointed】

Date of Birth: October 24, 1963 (Age: 52)
Number of the Company's shares held:　2,384 shares
Term of Office as Director:　-
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:　-

■ Career summary, positions and areas of responsibility in the Company

Jan. 1985	Joined Nihon Unisys, Ltd.
Jul. 2007	Senior Project Manager, S-BITS Project, Software & Services, Nihon Unisys, Ltd.
Mar. 2009	Deputy General Manager, Financial 3, Nihon Unisys, Ltd.
Apr. 2011	General Manager, Financial 3, Nihon Unisys, Ltd.
Apr. 2012	Deputy Division Manager, Financial Business Division; General Manager, Financial 3, Nihon Unisys, Ltd.
Apr. 2014	Corporate Officer; General Manager, Corporate Planning, Nihon Unisys, Ltd.
Apr. 2015	Corporate Officer (Corporate Planning, Corporate Communications); General Manager, Corporate Planning, Nihon Unisys, Ltd.
Apr. 2016	Senior Corporate Officer, Nihon Unisys, Ltd. (present)

(Role)

・ CSO (Chief Service Officer)

・ CIO (Chief Information Officer)

・ In charge/Responsibility: Corporate Communications

・ In charge：Business Service Division, Quality Management & Assurance, Technology Research & Innovation

■ Significant concurrent positions held in other organizations:　None

■ Special interests with the Company:　None

■ Reasons for appointment as Director

Mr. Koji Katsuya has a wealth of knowledge and experience of management decisions and business strategies of the Nihon Unisys group partly through his Corporate Officer service for Corporate Planning. Furthermore, Mr. Katsuya has abundant experience and knowledge through his service in the financial business and system development of the Company. Thus, the Company expects Mr. Katsuya to make judgements about management and business from his broad perspectives based on his professional knowledge and experience in the process of management decision making and business judgement by the Company Group in the future. The Company proposes to elect him as Director.

Candidate Number 6　Go Kawada

【Re-appointed, Independent Director, Outside Director】

Date of Birth: December 3, 1942 (Age: 73)
Number of the Company's shares held:　0
Term of Office as Director:　3 years (at the conclusion of the shareholders' meeting)
Board of Directors meeting attendance during the fiscal year ended March 31, 2016
7 times / 11 meetings

■ Career summary, positions and areas of responsibility in the Company

From Apr. 1967	Joined the National Tax Agency Head of the Kaibara Taxation Office, Osaka Regional Taxation Bureau Consul of the Consulate-General of Japan in San Francisco Director, Office of International Operation of the National Tax Agency Commissioner's Secretariat Director, Administration Office, Collection Department of the National Tax Agency Regional Commissioner of the Sendai Regional Taxation Bureau
Sep. 1996	Started practice as a certified tax accountant
Apr. 1997	Professor, Department of Politics and Economics, Kokushikan University
Jun. 2002	Chairman, Yamada & Partners Certified Public Tax Accountants' Co.
Apr. 2003	Professor, Department of Economics, Kokugakuin University
Apr. 2004	Professor, Graduate School of Global Business, Meiji University
Jun. 2004	Outside Auditor, BANDAI Co., Ltd.
Jun. 2006	Outside Auditor, Murata Manufacturing Co., Ltd.
Jun. 2012	Outside Auditor, DAIREI CO., LTD. (present)
Jun. 2013	Outside Director, Nihon Unisys, Ltd. (present)
May 2015	Outside Director, Gulliver International Co., Ltd. (present)
Jun. 2015	Advisor, Yamada & Partners Certified Public Tax Accountants' Co. (present)

■ Significant concurrent positions held in other organizations:

Outside Auditor, DAIREI CO., Ltd.
Outside Director, Gulliver International Co., Ltd.

■ Special interests with the Company:　None

■ Reasons for appointment as Director:

Mr. Go Kawada does not have direct experience of corporate management except from being an outside director or auditor in the past. However, since he has abundant professional experience in the taxation and accounting fields, the Company expects him to give advice to and supervise the Company's overall management from an objective and neutral perspective as an Outside Director. The Company proposes to elect him as Outside Director.

Candidate Number 7　Takeshi Yamada 【Re-appointed, Outside Director】

Date of Birth: March 28, 1963 (Age: 53)
Number of the Company's shares held:　0
Term of Office as Director:　1 year (at the conclusion of the shareholders' meeting)
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:
8 times / 9 meetings (after the inauguration dated June 25, 2016)

■ Career summary, positions and areas of responsibility in the Company

Apr. 1986	Joined Mitsui & Co., Ltd.
Apr. 2000	General Manager, Strategic Planning Department, IT Business Unit, Mitsui & Co., Ltd.
Apr. 2006	Senior Vice President & Divisional Operating Officer, Information, Electronics & Telecommunication Business Div., Asia-Pacific Business Unit, Mitsui & Co., Ltd.
Apr. 2010	Deputy General Manager, Investment Administration Div., Mitsui & Co., Ltd.
Oct. 2012	Deputy General Manager, Mobile Internet & Media Div. II, IT Business Unit , Mitsui & Co., Ltd.
Mar. 2015	General Manager, IT Solutions Business Div., Innovation & Corporate Development Business Unit , Mitsui & Co., Ltd.
Apr. 2015	General Manager, IT Solution Business Div., IT & Communication Business Unit, Mitsui & Co., Ltd. (present)
Jun. 2015	Outside Director, Nihon Unisys, Ltd. (present)

■ Significant concurrent positions held in other organizations:

General Manager, IT Solution Business Div., IT & Communication Business Unit, Mitsui & Co., Ltd.

■ Special interests with the Company

Mitsui & Co., Ltd. operates a business in the same field as the Company.

■ Reasons for appointment as Director

The Company expects Mr. Takeshi Yamada to utilize his long experience in the information industry at Mitsui & Co., Ltd., and to give advice to and effectively supervise the Company's overall management from an objective and professional perspective as an Outside Director. The Company proposes to elect him as Outside Director.

Candidate Number 8　Ayako Sonoda

【Re-appointed, Independent Director, Outside Director】

Date of Birth: August 28, 1963 (Age: 52)
Number of the Company's shares held:　0
Term of Office as Director:　1 year (at the conclusion of the shareholders' meeting)
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:
9 times / 9 meetings (after the inauguration dated June 25, 2016)

■ Career summary, positions and areas of responsibility in the Company

Aug. 1988	Established Cre-en Incorporated and assumed position of Representative Director (present)
Oct. 2003	Secretary-General, Sustainability Forum Japan (Specified Nonprofit Corporation) (present)
Jun. 2004	Director, Japan Sustainability Investment Forum (Specified Nonprofit Corporation) (present)
Apr. 2012	Director, JKSK (Empowering Women Empowering Society) (Approved Specified Nonprofit Corporation) (present)
Jun. 2015	Outside Director, Nihon Unisys, Ltd. (present)

■ Significant concurrent positions held in other organizations:

Representative Director, Cre-en Incorporated
Secretary-General, Sustainability Forum Japan (Specified Nonprofit Corporation)
Director, Japan Sustainability Investment Forum (Specified Nonprofit Corporation)
Director, JKSK (Empowering Women Empowering Society) (Approved Specified Nonprofit Corporation)

■ Special interests with the Company:

The Company receives services from Cre-en Incorporated to promote our CSR activities. Since the payment for the services was less than 2% of the net sales of Cre-en Incorporated's latest fiscal year, the Company considers it minimal and insignificant.

■ Reasons for appointment as Director

The Company expects Ms. Ayako Sonoda to utilize her abundant experience supporting many companies in the fields of CSR and environmental management as well as her dedication to various activities promoting the employment and utilization of female workers. Thus, she is in a position to give advice to the Company's management from multiple perspectives as an Outside Director. The Company proposes to elect her as Outside Director.

Candidate Number 9　Morihiro Muramoto 【Newly appointed, Outside Director】

Date of Birth: May 13, 1953 (Age: 63)
Number of the Company's shares held:　0
Term of Office as Director:　-
Board of Directors meeting attendance during the fiscal year ended March 31, 2016:　-

■ Career summary

Apr. 1976	Joined Dai Nippon Printing Co., Ltd.
Oct. 2000	General Manager, Smart Card Division, Business Forms & Securities Printing Operations, Dai Nippon Printing Co., Ltd.
Jun. 2009	Corporate Officer; General Manager, Information Processing Solutions Operations, Dai Nippon Printing Co., Ltd.
May 2013	Corporate Officer; General Manager, Advanced Optics Operations, Dai Nippon Printing Co., Ltd.
Jun. 2013	Senior Corporate Officer; General Manager of Advanced Optics Operations, Dai Nippon Printing Co., Ltd.
Nov. 2015	Senior Corporate Officer (present); General Manager, 2nd Division Advanced Business Center (present); General Manager, Marketing Research Department (present); General Manager, SI Business Development Division (present), Dai Nippon Printing Co., Ltd.

■ Significant concurrent positions held in other organizations

Senior Corporate Officer, Dai Nippon Printing Co., Ltd.

■ Special interests with the Company

Dai Nippon Printing Co., Ltd. is an "Other Associated Company" of the Company, and it operates a business in the same field as the Company.
The Company and Dai Nippon Printing Co., Ltd. have a business alliance contract.

■ Reasons for appointment as Director

The Company expects Mr. Morihiro Muramoto to utilize his executive experience at Dai Nippon Printing Co., Ltd., and to give advice to and effectively supervise the Company's management from an objective and professional perspective as an Outside Director. The Company proposes to elect him as Outside Director.

(Note) Pursuant to Article 427, Paragraph 1 of the Companies Act of Japan, the Company has entered into an agreement with Mr. Go Kawada, Mr. Takeshi Yamada, and Ms. Ayako Sonoda to limit their liability as provided for in Article 423, Paragraph 1 of the Act. The limit stipulated in that agreement is the higher of either 5 million yen or the amount stipulated in the laws and regulations. If their reelection is approved, the contract will continue.
If Mr. Morihiro Muramoto is elected, the Company will enter into the same agreement with him.

(Note) As Mr. Go Kawada and Ms. Ayako Sonoda demonstrate high independence without conflicting with the independence criteria stipulated by the Tokyo Stock Exchange (TSE) in the guidelines about listing management and the standards of judging independence stipulated by the Company, the Company submitted filing with TSE designating them as an independent officer. If they are re-elected, they will continue to be our independent directors.

(Note) Dai Nippon Printing Co., Ltd. is a company that has a specific relationship with the Company (principal business partner of the Company). Mr. Morihiro Muramoto has been receiving compensation as an executive from Dai Nippon Printing Co., Ltd. and he is expected to receive it in the future as well.

(Note) The age of individual director-candidates given herein is as of the date of delivering of this notice.

Proposal 3: Election of One (1) Auditor

Since the term of office of Auditor Kazuhiro Hara will expire as of the conclusion of the Ordinary General Meeting of Shareholders, the Company proposes to elect one (1) Auditor. The proposal has been agreed to by the Audit & Supervisory Board.

The candidate for Auditor is as follows:

Mr. Shinji Kuriyama 【Newly appointed】

Date of Birth: August 15, 1956 (Age: 59)
Number of the Company's shares held: 0
Term of Office as Auditor: -
Board of Directors meeting attendance during the fiscal year ended March 31, 2016: -
Audit & Supervisory Board meeting attendance during the fiscal year ended March 31, 2016:

- Career summary, positions in the Company

Apr. 1980	Joined Nihon Unisys, Ltd.
Apr. 2005	Director, Business Promotion, Business Management, Nihon Unisys, Ltd.
Apr. 2008	General Manager, Product Planning, Nihon Unisys, Ltd.
Apr. 2010	General Manager, Service and Product Planning, Nihon Unisys, Ltd.
Apr. 2013	General Manager, Chubu Regional Headquarters, Nihon Unisys, Ltd.
Apr. 2015	General Manager, Service and Product Planning, Nihon Unisys, Ltd.

- Significant concurrent positions held in other organizations1: None

- Special interests with the Company: None

- Reasons for appointment as Auditor

  Mr. Shinji Kuriyama has a wealth of knowledge and experience of product strategies and governance as well as business processes of the Company Group, through his long service as a responsible person for products and services of the Company.
  The Company expects Mr. Kuriyama to audit the Company's management from a broad perspective based on his knowledge and experience. The Company proposes to elect him as Auditor.

(Note) If Mr. Shinji Kuriyama is elected, the Company will enter into an agreement with him to limit his liability as provided for in Article 423, Paragraph 1 of the Companies Act of Japan, pursuant to Article 427, Paragraph 1 of the Act. The limit stipulated in that agreement is the higher of either 5 million yen or the amount stipulated in the laws and regulations.

(Note) The age of Mr. Shinji Kuriyama given herein is as of the date of delivering of this notice.

Proposal 4: Introduction of Performance-based Bonus for Directors

The Company proposes to introduce a performance-based bonus for the Directors of the Company (excluding Outside Directors) on the basis of "current profit attributable to owners of the parent"*, in order to incentivize exhibiting healthy entrepreneurship and clarify the Directors' responsibilities for the performance of fiscal year, due to the Corporate Governance Code established by the Tokyo Stock Exchange, from the 73rd fiscal year ending March 31, 2017. The total bonus amount is limited to 100 million yen per year, with the payment standard set at 0.5% of current profit attributable to owners of the parent for the time being.

The present number of Directors is eight (8) (including four (4) Outside Directors). However, if Proposal 2 is approved as proposed, the number will be nine (9) (including four (4) Outside Directors). Outside Directors are not eligible for the bonus payment.

This proposal has been deliberated and approved by the Nomination and Remuneration Committee, which is the advisory committee to the Company's Board of Directors with Independent Outside Director in attendance.

* please refer to the Note 4 in page 21.

Proposal 5: Issuance of Stock Options to Directors as Stock-based Compensation

The Company requests approval to issue Stock Options as Stock-based Compensation to Directors (excluding Outside Directors) of the Company with the aim of clearly linking their compensation with the consolidated business performance and having them share the benefits and risks in the share price with the shareholders and increasing their motivation to pursue continuous growth in the Company's performance and corporate value.
These Stock Options will be granted to the Directors of the Company as part of their compensation (which is uniformly 10% regardless of duty position) instead of cash. If the target current profit attributable to owners of the parent (10,000 million yen) for the fiscal year ending March 31, 2017 is achieved, as planned at the beginning of the fiscal year, and also any other conditions are satisfied, the Company will calculate the actual achievement rate as 100%. The number of exercisable Stock Options will fluctuate in the range of 0% to 200% in accordance with the actual achievement rate. Therefore, the Company believes it is appropriate to grant these Stock Options as medium- to long-term incentive compensation for improvements in the consolidated results.

(Details of proposal)

1. We would like to propose that the amount of compensation by the Stock Options to be granted as Stock-based Compensation for one year after the date of the Ordinary General Meeting of Shareholders shall be within a limit of 70 million yen a year.

   This amount of compensation concerning the Stock Options is within the range of 35 million yen per month that was authorized as the upper limit for the Company's Directors' compensation at the 49th Ordinary General Meeting of Shareholders held on June 25, 1993.

   Please note that, upon approval of Proposal 2, the number of Directors of the Company will be nine (9) (including four (4) Outside Directors) at the closing of this Ordinary General Meeting of Shareholders. Outside Directors are and will be paid a fixed monthly compensation only and they are not granted the Stock Options.

2. Details of the Stock Options to be granted as Stock-based Compensation are as follows:

   (1) Total number of the Stock Options
   The number of the Stock Options to be issued within one year from the date of the Ordinary General Meeting of Shareholders shall not exceed 573 units, and shall be limited to 70 million yen a year as set out in Paragraph 1 above.

   (2) Type and number of shares to be granted upon the exercise of the Stock Options
   The type of shares to be granted upon exercise of one Stock Option will be ordinary shares of the Company. The number of shares to be issued upon exercise of each Stock Option (the "Number of Shares Granted") shall be 100 ordinary shares of the Company.

   In the event that adjustment of the Number of Shares Granted is necessary including the case where the Company carries out a stock split or stock consolidation, the Company shall adjust the Number of Shares Granted to a reasonable extent. Any fraction less than one share resulting from this adjustment will be rounded down.

   (3) Amount to be paid in for the Stock Options
   The amount to be paid in for the Stock Options will be based on the fair value calculated according to an equitable formula such as the Black-Scholes model, taking into account various conditions including the share price of the Company on the allotment day and the

exercise price . Instead of a monetary payment, the amount to be paid in for the Stock Options will be offset against the compensation receivable from the Company.

(4) Amount of assets to be contributed upon exercise of the Stock Options
The amount of assets to be contributed upon exercise of the Stock Options will be one (1) yen for each one (1) share to be acquired upon exercise of the Stock Options, multiplied by the Number of Shares Granted.

(5) Exercise period for the Stock Options
Thirty (30) years from July 1, 2017

(6) Restriction on acquisition of the Stock Options by transfer
Any transfer of the Stock Options shall be subject to approval by a resolution of the Board of Directors of the Company.

(7) Terms and conditions for exercising the Stock Options

1) The holders of the Stock Options are required to continuously serve in the position of a Director or Corporate Officer of the Company or subsidiaries of the Company throughout the performance appraisal period ending March 31, 2017 (excluding cases such as loss of position through death or similar).

2) A stock option holder is not entitled to exercise the Stock Options while he or she remains in the position of either Director, Auditor, or Corporate Officer of the Company or the subsidiaries of the Company.

3) The holders of the Stock Options may exercise the Stock Options from July 1, 2017 until the earlier of either the day on which 10 years have elapsed since the day following the day on which they lose their positions as Director, Auditor or Corporate Officer of the Company or subsidiaries of the Company, or the last day of the exercise period of the Stock Options.

(8) Other matters concerning the Stock Options
Other matters concerning the Stock Options will be determined by the Board of Directors of the Company where the details of the offering terms of the Stock Options will be resolved.

<Reference>
The Company Group introduced a “Performance-based Compensation System” in the fiscal year ending March 31, 2013 for the Directors and Corporate Officers of the Company and UNIADEX, Ltd., an important consolidated subsidiary of the Company, which have an important role regarding the consolidated results.
Thus, the Company plans to grant Stock Options to the Corporate Officers of the Company and the Directors and Corporate Officers of UNIADEX, Ltd. besides the Directors of the Company, on the condition that the Proposal 5 is approved and following the approval of the Board of Directors of the Company. The Stock Options are the same as the Proposal 5 Stock Options to be approved and granted as Stock Options for Performance-based Compensation System.
In the event that this proposal is approved as originally proposed, the number of the Stock Options to be granted to the Directors and Corporate Officers of the Company and UNIADEX, Ltd., the (maximum) total number of ordinary shares of the Company to be issued upon exercise of the Stock Options, and the number of eligible grantees will be as follows:

Eligible Grantees	Number of Grantees	Number of Stock Options to be granted and (maximum) total number of ordinary shares of the Company to be issued upon exercise of Stock Options
Directors (excluding Outside Directors) of the Company	5	573 units (57,300 shares)
Corporate Officers of the Company	14	924 units (92,400 shares)
Directors and Corporate Officers* of UNIADEX, Ltd.	11	699 units (69,900 shares)
Total	30	2,196 units (219,600 shares)

*Excluding Corporate Officers who concurrently serve as Corporate Officers of the Company

End of proposals

Attachment to Notice

Business Report (for the fiscal year from April 1, 2015 through March 31, 2016)

1 Current Situation of the Nihon Unisys Group

(1) Progress and Results of the Businesses

The information services market in Japan is expected to get on a track to recovery, due to a general increase in software investment during the consolidated fiscal year ended March 31, 2016. Despite this outlook, we are aware of concerns about the Japanese economy slowing down due to the uncertain global situation, and we are faced with further intensifying rivalries against our competitors. Thus, we recognize that we continue to operate in a severe environment.

In this environment, the Nihon Unisys group launched its Mid-term Management Plan "Innovative Challenge Plan" in order to further enhance the strengths that have been developed under the previous Mid-term Management Plan (2012→2014): collaborative relationships with customers in various industries; capabilities of enabling successful system implementation; capabilities of enabling one-stop support that is free from vendor lock-in; and capabilities of designing and delivering new services. The Nihon Unisys group has established strategic policies based on a foundation of reform of corporate culture and strengthening of human resources capabilities as well as growth strategies of: expanding the fields of digital innovation and life innovation; and reforming the field of business ICT platforms. Furthermore, the Nihon Unisys group established a new corporate statement 'Foresight in sight®' that expresses our vision toward 2020 together with the launch of the Mid-term Management Plan.

The first year of the Mid-term Management Plan witnessed results which promise to better our performance in the future in three strategic growth areas and one strategic policy area. This trio consists of 'challenge' areas: digital innovation; life innovation; and business ICT platforms. The one strategic policy area refers to reform of corporate culture and strengthening of human resources capabilities.

In the field of digital innovation, our market-proven pre-paid card business has achieved steady growth in the rapidly expanding settlement service field. Furthermore, a global brand prepaid card service was launched under an alliance with Dai Nippon Printing Co., Ltd. The service also enabled the launch of a service for a prompt payment type global brand direct debit service. This service provides one center for all functions needed for settlement such as: transaction processing, membership management, links to accounting systems, and night time service coverage . These initiatives eye a governmental growth strategy promoting cashless payment systems. They will be enhanced in the future in order to improve convenience for domestic users and the foreseeable increasing number of visitors from abroad toward 2020. The enhancement will include services to enable various types of settlement and coordination with marketing services through the use of purchase data therefrom.

In the field of life innovation, our efforts have intensified, keeping in mind societal issues posed by the falling birthrate and aging population in order to deal with increasingly onerous medical care, nursing care and childcare. In the fields of medical care and nursing care, our "*Mirai Kanae Net*" started operation in April 2016. The ICT system was created on the basis of the already proven "*Sado Himawari Net*," and it enables the *Kesen* medical care zone to coordinate community-based health care and nursing care presence. These services create a network and promotes local access to healthcare information necessary for maintaining and strengthening public health in an aging society through the use of ICT.
In the field of childcare, we released "ChiReaff Space®," a childcare support service that will improve the quality of childcare by childminders who are helped by streamlined administrative processes and ensure the peace of mind of and trust from guardians who can view records. This

service will contribute to female empowerment which will increase in significance in the future, and further help private companies participate in the industry of childcare business. We have strengthened our services for electric vehicles, and implemented initiatives in relation to energy issues such as electric power deregulation as well as services for daily living of people. We will continue to endeavor to enhance these services and coordinate them in order to meet the needs of society.

In the field of business ICT platforms, we will release the new “IoT Business Platform Service” capable of harnessing censor devices and analyzing camera images. The service, which is comprised of machine learning capabilities, will enable big data analytics if combined with the data use platform that has already been introduced namely PaaS, which is capable of data integration and analysis. Furthermore, in order to promote use of the increasingly active IoT, one-stop service “IoT Ecosystem Lab” will be released in the fiscal year ending March 31, 2017. It is comprised of one-stop services ranging from making IoT use proposals outside of the conventional use boundaries to enabling the actual performance.

Our endeavors in various industries include: the operation of an account system for a new Shinkin bank customer in our traditionally strong financial business area; an order for private cloud creation awarded by a major manufacturer through the use of new technologies; and orders from government offices, public organizations and distribution businesses for renewing IT platforms. Furthermore, proactive efforts to standardize and re-use intellectual property have been made in order to enable reforms in our business. We have been making efforts to provide the most suitable services in the fastest way through coordination with the IoT business platform service and data use platform.

Finally, we have promoted the cultivation of a corporate culture where employees spontaneously innovate toward achievements as envisioned in the Mid-term Management Plan through efforts of: developing an environment where working styles are reformed; establishing a new personnel program where employees can learn to be reform-minded leaders capable of innovation; promoting open innovation through coordination with external accelerator programs; and proactive use of new technologies and generation of ideas through hackathons.

As above, the entire Nihon Unisys group has made efforts toward achieving the “Innovative Challenge Plans” as envisioned in the Mid-term Management Plan.

Net sales for the current consolidated fiscal year were 278,039 million yen, an increase of 3.3% compared with the previous fiscal year, as a result of the continuing strength of system services and hardware sales.
Partly attributable to the increase in the net sales and partly due to the efforts of cost reduction such as restrained selling and general administrative expenses, operating income was 12,525 million yen, an increase of 14.6% compared with the previous fiscal year; ordinary income was 12,155 million yen, a decrease of 1.7% compared with the previous fiscal year; and current profit attributable to owners of the parent was 8,920 million yen, an increase of 23.1% compared with the previous fiscal year.

The Accounting Standard for Business Combinations (Accounting Standards Board of Japan, ASBJ, Statement No. 21, issued on September 13, 2013), etc. was adopted from the current consolidated fiscal year under review. As a result, ‘current net profit’ was changed to ‘current profit attributable to owners of the parent.’

The breakdown of net sales shows that services sales were 194,162 million yen, a 3.8% or 7,072 million yen increase from the previous fiscal year; software sales were 30,003 million yen, a 2.4% or 724 million yen decrease from the previous fiscal year; and hardware sales were 53,873 million yen, a 4.9% or 2,536 million yen increase from the previous fiscal year.

As for the net sales contribution ratios, services sales were 69.8% (against 69.5% in the

previous period); software sales were 10.8% (against 11.4% in the previous period); and hardware sales were 19.4% (against 19.1% in the previous period).

(2) Changes in the value of group assets and operating results

	Fiscal Year 69	Fiscal Year 70	Fiscal Year 71	Fiscal Year 72 (current consolidated fiscal year)
Category	from April 1, 2012 to March 31, 2013	from April 1, 2013 to March 31, 2014	from April 1, 2014 to March 31, 2015	from April 1, 2015 to March 31, 2016
Orders (¥mil)	259,551	309,790	263,478	279,415
Net sales (¥mil)	269,170	282,690	269,154	278,039
(Breakdown)				
Services (¥mil)	186,579	188,155	187,089	194,162
(composition ratio)	(69.3)	(66.6)	(69.5)	(69.8)
Software (¥mil)	30,762	31,337	30,727	30,003
(composition ratio)	(11.4)	(11.1)	(11.4)	(10.8)
Hardware (¥mil)	51,828	63,197	51,337	53,873
(composition ratio)	(19.3)	(22.3)	(19.1)	(19.4)
Current profit attributable to owners of the parent (¥mil)	1,250	6,305	7,246	8,920
Current net profit per share (¥)	13.31	67.08	77.07	93.71
Net assets (¥mil)	67,916	76,016	81,975	91,213
Total assets (¥mil)	197,779	202,468	199,772	193,094

(Notes)

1. Any fractional amount less than one million yen is disregarded.

2. Current net profit per share is calculated by using the average number of shares outstanding during each fiscal year after deducting treasury shares therefrom, and are expressed by rounding off to two decimal places.

3. Categories of Reportable Segments have changed since Fiscal Year 71. The net sales breakdowns for Fiscal Year 70 are expressed through the use of the revised categories of Reportable Segments.

4. The Accounting Standard for Business Combinations (Accounting Standards Board of Japan, ASBJ, Statement No. 21, issued on September 13, 2013), etc. was adopted from the current consolidated fiscal year under review. As a result, ‘current net profit’ was changed to ‘current profit attributable to owners of the parent.’

(3) Outline of Capital Investment

Major capital investments during the current consolidated fiscal year were made in computers for business activities and software for outsourcing.

(4) Outline of Financing

The Company Group procures working capital mainly through own funds, loans, and issuance of bonds. Furthermore, in order to ensure flexible and stable access to funds, the Group has established commitment lines totaling 11,500 million yen with major banks. There is no balance of these commitment lines as of March 31, 2016.

(5) Issues to Be Dealt with

The Nihon Unisys group endeavors to achieve the mid-term management plan 'Innovative Challenge Plan' toward our critical aim of an increase in sales and income. The mid-term management plan is based on the key strategies: expanding the fields of digital innovation and life innovation; reforming the field of business ICT platforms and a foundation of reform of corporate culture and strengthening of human resources capabilities.

We will take measures to further accelerate our businesses in the second year of the plan.

(i) Strengthening of our efforts in the areas of 'Challenge' and 'Reform'

(Acceleration of service-type businesses)

We will accelerate our service-type businesses by integrating into the Service and Product Planning Department the functions of platform creation and promotion such as IoT, cloud and standardization; and re-organizing the marketing functions.

(Development of outsourcing services)

We will further develop business processes in order to optimize the outsourcing service business and enhance profitability thereof.

(Promotion of Group-wide Projects)

We will transfer the existing group-wide projects to the Business Innovation Division in order to accelerate our businesses and strengthen our capabilities of implementation. Further, we will newly establish the Strategic Projects in the Incubation Division that will help new businesses to be launched.

(ii) Reform of Corporate Culture and Workforce

We have set forth the reform of corporate culture and workforce as one of our key strategies, due to our understanding that a continued improvement of corporate culture is material in order to put our Group back on track toward growth. Efforts to reform corporate culture, working style, and workforce capabilities were made in the fiscal year 2015. We will further enhance our efforts through comprehensive promotion by a newly established organization ("Organization Development Department").

We will further strengthen the existing management of business risks that will be diversified as a result of further intensified coordination with our group companies and business growth in the future.

⑹ Parent Company and Major Subsidiaries, etc.

(i) Relationship with Parent Company

Not applicable

(ii) Major Subsidiaries

Name of Subsidiary	Capital (¥ mil)	Percentage owned by the Company(%)	Key Businesses
UNIADEX, Ltd.	750	100	(1) Offering services and selling devices related to network system creation (2) Providing services of operating/managing computer systems and maintenance services

⑺ Principal Businesses (as of March 31, 2016)

The Group provides services such as cloud computing and outsourcing; sells and leases computer systems and network systems; creates and sells software; and provides various types of system-related services

⑻ Principal Offices (as of March 31, 2016)

Company Name	Office Name	Location
Nihon Unisys, Ltd.	Headquarters	Koto-ku, Tokyo
	Kansai RHQ	Osaka city
	Chubu RHQ	Nagoya city
	Kyushu RHQ	Fukuoka city
	Hokkaido RO	Sapporo city
	Touhoku RO	Sendai city
	Niigata RO	Niigata city
	Hokuriku RO	Kanazawa city
	Shizuoka RO	Shizuoka city
	Chugoku RO	Hiroshima city
UNIADEX, Ltd.	Headquarters	Koto-ku, Tokyo
	Kansai RO	Osaka city
	Chubu RO	Nagoya city
	Kyushu RO	Fukuoka city

** RHQ: Regional Headquarters
RO: Regional Office

⑼ Group Employees (as of March 31, 2016)

(i) Employees of the Group

Number of Employees (persons)	Change from March 31, 2015 (persons)
8,103	- 143

Category of occupation	Number of Employees (persons)
Sales representatives	1,409
System engineers	4,424
Customer engineers, etc.	985
Staff	1,285
Total	8,103 (against 8,246 at March 31, 2015)

(Note)

1. The Group conducts a broad range of business segments within the organization related to computer, software and other related products. Thus, the employee numbers are described by the unit of occupational category.
2. The employee numbers exclude secondees from the Group to outside the Group, and include secondees to the Group from outside.

(ii) Employees of the Company

Number of Employees (persons)	Change from March 31, 2015 (persons)	Average Age	Average Length of Service
4,241	710	44.2	19.4

(Note) The increase in the number of employees is mainly attributed to an acceptance of employees as a result of absorption-type merger of consolidated subsidiaries.

(10) Principal Sources of Borrowings (as of March 31, 2016)

Source of Borrowings	Amount of Loan (¥ mil)
Sumitomo Mitsui Banking Corporation	6,800
The Norinchukin Bank	6,300
The Bank of Tokyo-Mitsubishi UFJ, Ltd.	3,700

2. Matters about the Company Stock (as of March 31, 2016)

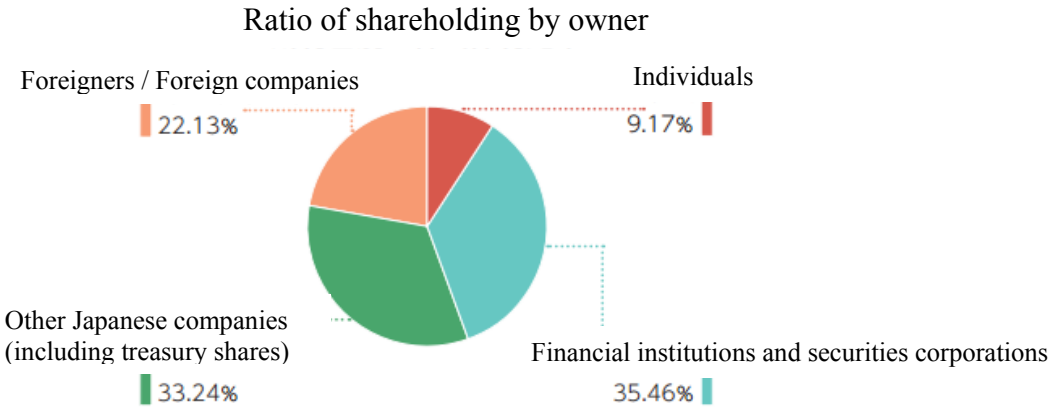
(1) Total Number of Authorized Shares: 300,000,000 shares
(2) Total Number of Shares Outstanding : 109,663,524 shares
(3) Number of Shareholders: 9,824 shareholders

(4) Major Shareholders:

Name	Number of Shares Held (Thousands of Shares)	Holding Ratio
Dai Nippon Printing Co., Ltd.	20,727	19.43%
Japan Trustee Services Bank, Ltd. (Trust Account)	11,500	10.78%
Mitsui & Co., Ltd.	9,798	9.18%
The Master Trust Bank of Japan, Ltd. (Trust Account)	6,683	6.26%
The Norinchukin Bank	4,653	4.36%
J.P. MORGAN BANK LUXEMBOURG S. A. 380578	4,283	4.01%
CHASE MANHATTAN BANK GTS CLIENTS ACCOUNT ESCROW	3,885	3.64%
Japan Trustee Services Bank, Ltd. (Trust Account 9)	3,402	3.19%
Nihon Unisys Employee Stock Ownership Plam	2,434	2.28%
GOLDMAN SACHS INTERNATIONAL	1,972	1.84%

(Note)
1. Number of shares less than one thousand has been omitted
2. The Company retains 3,034,316 treasury shares without voting rights. Thus, they are excluded from the major shareholder list above.
3. The ratios are calculated by deducting treasury shares and expressed by rounding down to two decimal places.

(5) Other Material Matters regarding Shares
None



3. Details about the Company's Stock Options, etc.

(1) Overview of the stock options, etc. granted to and held by Officers of the Company as compensation for execution of duties as of March 31, 2016

Name	First Issuance Stock Options (Stock-based Compensation)	Second Issuance Stock Options (Stock-based Compensation)
Number of holders (persons) Directors of the Company (excluding the Outside Directors) Outside Directors of the Company Auditors of the Company	4 (Note) - -	4 (Note) - -
Number of Stock Options	33	196
Type of shares to be granted upon the exercise of the Stock Options	Ordinary shares	Ordinary shares
Number of shares to be granted upon the exercise of the Stock Options	3,300 shares	19,600 shares
Amounts of assets to be contributed upon exercise of the Stock Options	¥1 per share	¥1 per share
Exercise period for the Stock Options	July 1, 2013 to June 30, 2043	July 1, 2014 to June 30, 2044

(Note) The four Directors include one Director who was granted the Stock Option when he served as Corporate Officer of the Company.

Name	Fourth Issuance Stock Options (Stock-based Compensation)
Number of holders (persons) Directors of the Company (excluding the Outside Directors) Outside Directors of the Company Auditors of the Company	4 - -
Number of Stock Options	326
Type of shares to be granted upon the exercise of the Stock Options	Ordinary shares
Number of shares to be granted upon the exercise of the Stock Options	32,600 shares
Amounts of assets to be contributed upon exercise of the Stock Options	¥1 per share
Exercise period for the Stock Options	July 1, 2016 to June 30, 2046

(2) Overview of the stock options granted to the employees of the Company as well as the Officers and employees of the Company's subsidiaries as compensation for execution of duties during the fiscal year ended March 31, 2016

Name	Fourth Issuance Stock Options (Stock-based Compensation)
Date of resolution of issuance	June 25, 2015
Number of persons granted Stock Options Employees of the Company Officers and employees of the subsidiary	 16 (Note 1) 16 (Note 2)
Number of Stock Options	1,322
Type of shares to be granted upon the exercise of the Stock Options	Ordinary shares
Number of shares to be granted upon the exercise of the Stock Options	132,200 shares
Amounts of assets to be contributed upon exercise of the Stock Options	¥1 per share
Exercise period for the Stock Options	July 1, 2016 to June 30, 2046

(Note) 1 The Stock Options were granted to the Corporate Officer of the Company.
2 The Stock Options were granted to the Directors and Corporate Officer of the Company's subsidiaries

(3) Other Stock Options
Stock Options attached to euro-yen Convertible Bonds due 2016
(as of March 31, 2016)

Name	Stock Options attached to euro-yen Convertible Bonds due 2016
Date of resolution of issuance	June 4, 2013
Number of Stock Options	217
Type of shares to be granted upon the exercise of the Stock Options	Ordinary shares
Number of shares to be granted upon the exercise of the Stock Options	975,631shares
Conversion price	¥1,112.1
Exercise period for the Stock Options	July 4, 2013 to June 6, 2016
Balance of Convertible Bonds	¥1,085 mil

4. Details about the Company's Officers

(1) Company Officers

Directors and Auditors (as of March 31, 2016)

Title	Name	Principal Positions and Significant Concurrent Position(s) Held in Other Organizations
Representative Director, President	Shigeru Kurokawa	Entirety of the Company, CEO (Chief Executive Officer)
Representative Director, Executive Corporate Officer	Akiyoshi Hiraoka	CMO (Chief Marketing Officer) In charge: Incubation Division, Business Innovation Division, Corporate Communications, Human Resources, Business Management, Regional Headquarters & Regional Offices, Group companies
Representative Director, Senior Corporate Officer	Susumu Mukai	CSO (Chief Service Officer) CCO (Chief Compliance Officer) In charge: Business Service Division, Corporate Planning, Technology Research & Innovation, Quality Management & Assurance
Representative Director, Senior Corporate Officer	Toshio Mukai	CFO (Chief Financial Officer) CRMO (Chief Risk Management Officer) CISO (Chief Information Security Officer) CPO (Chief Privacy Officer) In charge/responsibility: Legal, Finance, Accounting, Business Accounting
Director	Go Kawada	Outside Auditor, DAIREI CO., LTD. Outside Director, Gulliver International Co., Ltd.
Director	Kazuhiko Takada	Corporate Officer, Dai Nippon Printing Co., Ltd. Responsibility: SI Business Development Division, Advanced Business Center Information System Division
Director	Takeshi Yamada	General Manager, IT Solution Business Div., IT & Communication Business Unit, Mitsui & Co., Ltd.
Director	Ayako Sonoda	Representative Director, Cre-en Incorporated Secretary-General, Sustainability Forum Japan (Specified Nonprofit Corporation) Director, Japan Sustainability Investment Forum (Specified Nonprofit Corporation) Director, JKSK (Empowering Women Empowering Society) (Approved Specified Nonprofit Corporation)
Full-Time Auditor	Kazuhiro Hara	
Full-Time Auditor	Akihiro Imura	
Full-Time Auditor	Etsuo Uchiyama	

Auditor	Shigemi Furuya	Senior Corporate Officer, Dai Nippon Printing Co., Ltd. Responsibility: Corporate Planning & Control Department, Affiliated Companies Department, Global Strategic Business Planning & Control Division
Auditor	Masao Noda	Partner, Noda Sogo Law Office Civil Conciliation Commissioner, Tokyo District Court Outside Director, Hokkaido Gas Co., Ltd. Auditor, Japanese Foundation for Cancer Research

(Note)

1. Go Kawada, Kazuhiko Takada, Takeshi Yamada and Ayako Sonoda are Outside Directors.

2. Akihiro Imura, Etsuo Uchiyama, Shigemi Furuya, and Masao Noda are Outside Auditors.

3. Kazuhiro Hara (former General Manager, Accounting and General Manager, Finance of the Company) has considerable expertise in finance and accounting based on his long service in the accounting/finance division of the Company.

4. Etsuo Uchiyama has considerable expertise in finance and accounting due to his long service in financial institutions.

5. Shigemi Furuya has considerable expertise in finance and accounting partly due to his service as General Manager of 1st Department, Finance & Accounting Division of Dai Nippon Printing Co., Ltd.

6. The Company has submitted filings with Tokyo Stock Exchange designating Directors Go Kawada and Ayako Sonoda as independent directors.

7. Dai Nippon Printing, Co., Ltd. is an “Other Associated Company” of the Company, and it operates a business in the same field as the Company. The Company and Dai Nippon Printing Co., Ltd. have a business alliance contract.

8. Mitsui & Co., Ltd. is a major shareholder of the Company and it operates a business in the same field as the Company.

9. The Company receives services to promote our CSR activities from Cre-en Incorporated.

10. Noda Sogo Law Office is a corporate legal counsel of the Company.

11. Other than the above, there is no special interest between the organizations at which Outside Directors and Auditors are concurrently posted and the Company.

* The Company has introduced a system of Corporate Officers. The Corporate Officers except Directors as of March 31, 2016 are listed below.

Title	Name	Position and Responsibility
Senior Corporate Officer	Yoshinori Ijichi	General Manager, Kansai Regional Headquarters
Senior Corporate Officer	Kazuhiro Iwata	Business Innovation Division (Responsibility: postal service and realignment of regional banks)
Superior Corporate Officer	Masayuki Okada	Responsibility: Commerce System Services, Manufacturing System Services
Superior Corporate Officer	Michihiko Tsunoda	General Manager, Global Business Division Responsibility: Global Business Division
Corporate Officer	Minoru Tasaki	Responsibility: General Manager, DXN Business Operations
Corporate Officer	Kouichi Ishiyama	Responsibility: Social & Public System Services, System Service Operations
Corporate Officer	Hirokazu Konishi	Responsibility: Public Utility & Social Services, Transportation & Logistics, LOB-Financial Industries
Corporate Officer	Hiroki Hyodo	Responsibility: Business Creation Initiative, Regional Headquarters and Regional Offices
Corporate Officer	Keiji Matsuo	General Manager, Business Management Responsibility: Human Resources, Business Management
Corporate Officer	Noboru Saito	Responsibility: Industry Market 1, Industry Market 2, Industry Market 3
Corporate Officer	Shinobu Sasao	General Manager, Quality Management & Assurance Responsibility: Technology Research & Innovation, Quality Management & Assurance
Corporate Officer	Kazuo Nagai	Responsibility: LOB - Community Banking Industry, LOB - Regional Banking Industry, JP Project
Corporate Officer	Yasuhide Hatta	General Manager, Business Incubation Responsibility: Corporate Marketing, Business Incubation, Digital Payment Innovation Project, Digital Marketing Project, Change of Regional Revitalization Channeling Project
Corporate Officer	Koji Katsuya	CIO (Chief Information Officer), General Manager, Corporate Planning Responsibility: Corporate Planning, Corporate Communications
Corporate Officer	Hirofumi Hashimoto	Responsibility: Financial System Services 1, Financial System Services 2, JP Project System Services
Corporate Officer	Kazuo Sato	General Manager, Advanced Technology Responsibility: Advanced Technology, Service and Product Planning

(2) Overview of Liability Limitation Agreement

Pursuant to Article 427, Paragraph 1 of the Companies Act of Japan, the Company has entered into an agreement with each Outside Director and Auditor to limit their liability for damages as provided for in Article 423, Paragraph 1 of the Companies Act.
The limit stipulated in that agreement is the higher of either 5 million yen or the amount stipulated in the laws and regulations. The limitation of liability is applicable only when they conduct their duties in good faith and without gross negligence.

(3) Compensation, etc. for Directors and Auditors

Classification	Number of Recipients	Compensation, etc.
Directors	11	¥236 million
Auditors	5	¥91 million
Total	16	¥328 million

(Note) 1. Any fraction amount less than one million yen is disregarded.

2. The compensation limit for Directors approved at the 49th Ordinary General Meeting of Shareholders held on June 25, 1993 is ¥35 million per month.

3. The compensation limit for Auditors approved at the 62nd Ordinary General Meeting of Shareholders held on June 22, 2006 is ¥8 million per month.

4. The compensation, etc. listed above includes the amount of compensation, etc. for three (3) Directors who served until their term expired as of the conclusion of the 71st Ordinary General Meeting of Shareholders held on June 25, 2015.

5. The total compensation, etc. for the five (5) Outside Directors and four (4) Outside Auditors for the business year under review is ¥80 million.

6. Compensation, etc. for Directors includes ¥21 million of stock options as stock-based compensation to be granted by the resolution at the Board of Directors meeting held on June 25, 2015.

(4) Matters regarding Outside Officers

(i) The situation of significant concurrent positions and relationships with the Company are stated in (1) ‘Company Officers.

(ii) Major Activities of Outside Officers

- Director Go Kawada

Mr. Kawada attended 7 of the 11 Board of Directors meetings held during the business year under review, and appropriately asked questions and expressed opinions through the use of his wealth of experience and expertise in the taxation and accounting field. Mr. Kawada is a member of the Nomination and Remuneration Committee.

- Director Kazuhiko Takada

Mr. Takada attended all 9 Board of Directors meetings held since June 25, 2015, when he took office, and appropriately asked questions and expressed opinions from a broad point of view through the use of his abundant business experience.

- Director Takeshi Yamada

Mr. Yamada attended 8 of the 9 Board of Directors meetings held since June 25, 2015, when he took office, and appropriately asked questions and expressed opinions from a broad point of view through the use of his abundant business experience.

- Director Ayako Sonoda

Ms. Sonoda attended all 9 Board of Directors meetings held since June 25, 2015, when she took office, and appropriately asked questions and expressed opinions from multiple perspectives through the use of her experience in the fields of CSR and environmental management.

- Auditor Akihiro Imura

Mr. Imura attended all 11 Board of Directors meetings and 13 Audit & Supervisory Board meetings held during the business year under review, and appropriately asked questions and expressed opinions through the use of his abundant business experience and expertise about internal audit.

- Auditor Etsuo Uchiyama

Mr. Uchiyama attended all 11 Board of Directors meetings and 13 Audit & Supervisory Board meetings held during the business year under review, and appropriately asked questions and expressed opinions through the use of his abundant business experience and expertise about finance and accounting.

- Auditor Shigemi Furuya

Mr. Furuya attended 8 of 11 Board of Directors meetings and 9 of 13 Audit & Supervisory Board meetings held during the business year under review, and appropriately asked questions and expressed opinions mainly from a professional viewpoint about financing and accounting.

- Auditor Masao Noda

Mr. Noda attended all 11 Board of Directors meetings and 12 of 13 Audit & Supervisory Board meetings held during the business year under review, and appropriately asked questions and expressed opinions from a professional viewpoint mainly as attorney.

5. Details about Accounting Auditor

(1) Name of Accounting Auditor
Deloitte Touche Tohmatsu LLC

(2) Compensation, etc. Paid to Accounting Auditor

(i) Total compensation paid by the Company to its Accounting Auditor relating to the business year under review	¥69 million
(ii) Total amount of monetary and other economic benefits payable by the Company and its subsidiaries to the Accounting Auditor	¥95 million

(Note)

1. The Company has not drawn any distinction between the compensation for the audit services pursuant to the Companies Act and that pursuant to the Financial Instruments and Exchange Act of Japan in the audit agreement with the Accounting Auditor. It is not practically possible to categorize the amounts. Thus, the amount listed in (i) above indicates the aggregated of those amounts.

2. The Company has paid the compensation to the Accounting Auditor for the consultation services, etc. pertaining to financial information disclosure, being services falling outside the services of Article 2, Paragraph 1 of the Certified Accountants Act.

3. The Audit & Supervisory Board of the Company deliberated on the compensation for the Accounting Auditor, Deloitte Touche Tohmatsu LLC, for their audit services pertaining to the 72nd fiscal year, pursuant to Article 399, Paragraph 1 and Paragraph 2 of the Companies Act. As a result, the Audit & Supervisory Board recognized the reasonability pertaining to: the audit time in accordance with the plan of the fiscal year under review; the unit amount of compensation on the basis of the actual service performance in the previous fiscal year; and the subsequent amount and ratio of change in the compensation amount compared with the previous fiscal year on the basis of the considerations of the foregoing factors.

(3) Policy for Decisions on Dismissal or Refusal of Reappointment of Accounting Auditor

(i) If the Audit & Supervisory Board has judged that dismissal or refusal of reappointment of Accounting Auditor is appropriate due to the duty execution status of the Accounting Auditor, the Audit & Supervisory Board then requests the Board of Directors to submit an proposal calling for the 'dismissal or refusal of reappointment of the Accounting Auditor' and the 'appointment of an Accounting Auditor' to the General Meeting of Shareholders after deciding on the contents of the proposal. The Board of Directors then submits the proposal to the General Meeting of Shareholders.
(ii) If Accounting Auditor is deemed to fall under the items of Article 340, Paragraph 1 of the Companies Act, the Audit & Supervisory Board may dismiss the Accounting Auditor pursuant to the consent from all members of the Audit & Supervisory Board.

(Note)
In line with the enforcement of the 'Act for Partial Amendment of the Companies Act' (Act No. 90, 2014) on May 1, 2015, the body responsible for decisions on proposals relating to the dismissal and refusal of reappointment of an Accounting Auditor was changed from the Board of Directors to the Audit & Supervisory Board.

6. Necessary Systems to Ensure Appropriate Operations and Status of Operation of the Systems

The 'Necessary Systems to Ensure Appropriate Operations and Status of Operations of the System' (in Japanese) can be found via the following link on the website of the Company.
http://www.unisys.co.jp/invest-j/stock/meeting.html

An outline of the status of operation of the systems to ensure appropriateness of business for the fiscal year under review is as follows.

Systems to Ensure the Performance of Duties of Directors and Employees Comply with Laws and Regulations, and the Articles of Incorporation
· The Company has conducted training and communication activities mainly through e-learning and various types of workshop in order to improve the knowledge and awareness of officers and employees about compliance pursuant to the Nihon Unisys Group Charter of Corporate Behavior and the Group Compliance Basic Regulations. · The Company responds to compliance hotline reports promptly and appropriately, severely punishes those who breach such rules, analyzes the causes thereof, and takes measures to prevent recurrences. The outline of compliance hotline reports and the responses thereto have been reported to President & CEO, Chief Compliance Officer (CCO) and Auditors. · The Company held three Compliance Committee meetings during the fiscal year ended March 31, 2016. Further, it conducted a compliance awareness survey to assess compliance awareness among all the officers and employees of the Group, and used the results for improving the compliance system. The status of these compliance activities has been reported to the Board of Directors.

Systems to Store and Control Information related to Duties Performed by Directors
· The Company's departments in charge appropriately store and control material documents such as minutes and written requests for decision, account books, contracts, etc. of General Meeting of Shareholders, Board of Directors meetings, and Executive Council meetings pursuant to laws and regulations as well as the internal rules.

Regulations and Systems related to Management of Risk of Loss
· The Company has taken measures to prevent risks occurring in individual departments on a regular basis, pursuant to the risk management system of the Nihon Unisys Group. Furthermore, the Company has established the Risk Management Committee that appropriately deals with risks that may significantly impact the management of the Group. · The status of activities taken by the Risk Management Committee, the Information Security Committee, and the BCP Project have been reported to the Executive Council and the Board of Directors.

Systems to Ensure Efficient Execution of Duties by Directors
· The Company abolished concurrent services as the division head by Directors in the fiscal year ended March 31, 2016 to segregate the supervision and execution of management. · The Directors delegate decision-making authority to the Executive Council and various advisory panels as well as the Collective Decision-Making (*Ringi*) System in accordance with the severity of the issue in order to execute duties promptly and efficiently.

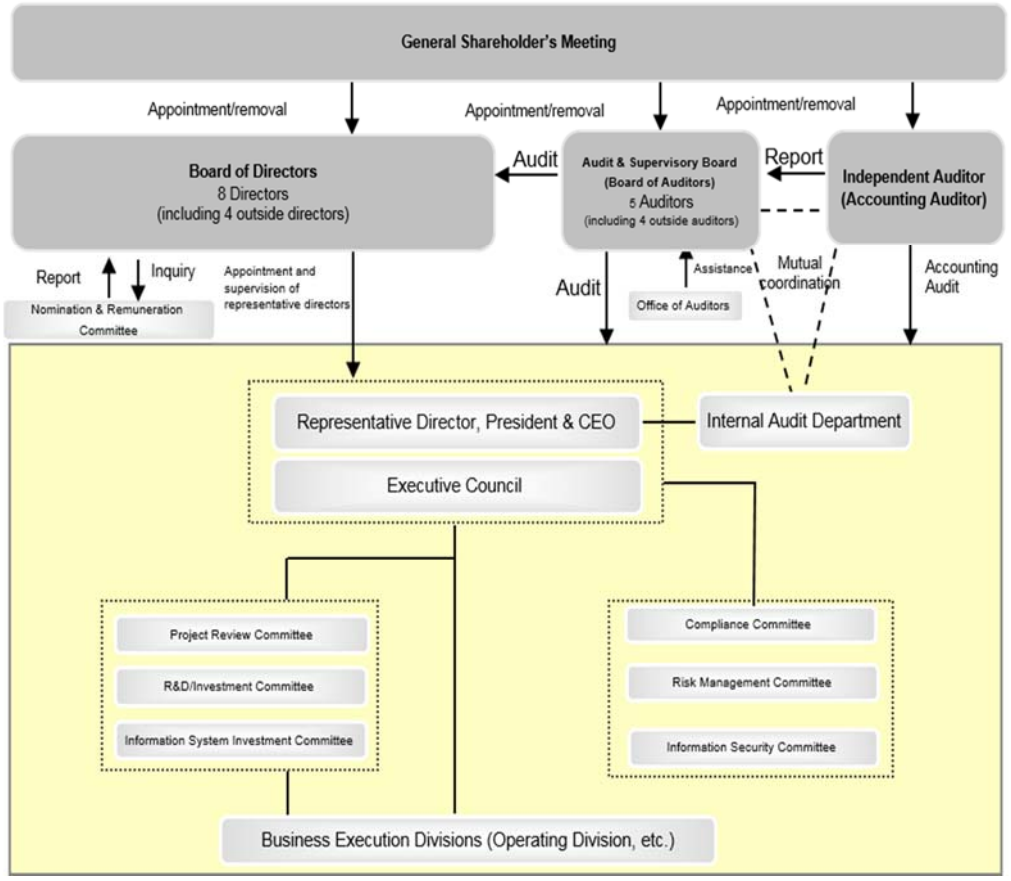
Necessary Systems to Ensure Appropriate Operations in the Company and the Group
· As the parent company, the Company conducts appropriate and effective management of Group companies through a supervising department designated for individual Group companies pursuant to the regulations for managing affiliated companies. · The Company dispatches its employees as directors and auditors to its subsidiaries and affiliated companies where they supervise the execution of duties by the directors of those companies.

Matters related to Employees Assigned to Assist Auditors, the Independence of Such Employees from Directors, and Ensuring the Effectiveness of Auditors' Directions to Such Employees
· The Office of Auditors has been established as a dedicated department to help Auditors execute their duties. The support system has been strengthened with one full-time employee appointed in the Office of Auditors since August 2015. · The personnel of the Office of Auditors are decided after they are approved by the Audit & Supervisory Board.

Systems to Report to Auditors
· Auditors attend important meetings such as meetings of the Board of Directors and the Executive Council. Important documents such as written requests for decision are referred to Auditors. · Auditors have obtained opinions from the President & CEO, Directors, Corporate Officers, General Managers, etc. through hearings as required. They held liaison conferences twice with the CCO. · A route for direct reporting and consultation with Auditors was established in February 2016 with the "Auditor Hotline". · Auditors have held a liaison conference each quarter with the Auditors of the Group in order to share information with the Group Auditors.

Other Systems to Ensure Effective Auditing by Auditors
· The Audit & Supervisory Board holds quarterly Triple Audit Liaison Committee meetings with the Accounting Auditor and the Internal Audit Division in order to enable collaboration. · The Company revised the Audit & Supervisory Board audit standards and reported on the revisions to the Board of Directors in the fiscal year ended March 31, 2016 pursuant to a revision of the Companies Act and the enactment of the Corporate Governance Code. · The Company bears all expenses related to the execution of Auditors' duties.

【Organizational Chart for Corporate Governance and Internal Control】 (as of April 1, 2016)



Note The Company has established the CSR Committee and the MOT (Management of Technology) Committee as advisory bodies in addition to the above committees, etc.

Audit Report

Accounting Auditor's Report on the Consolidated Financial Statements

INDEPENDENT AUDITOR'S REPORT

May 10, 2016

To the Board of Directors of Nihon Unisys, Ltd.:

Deloitte Touche Tohmatsu LLC
Designated Limited Liability Partner,
Engagement Partner,
Certified Public Accountant: Kohnosuke Misawa [seal]

Designated Limited Liability Partner,
Engagement Partner,
Certified Public Accountant: Masato Shohji [seal]

Pursuant to Article 444, Paragraph 4 of the Companies Act, we have audited the consolidated financial statements of Nihon Unisys, Ltd. (the "Company") for the consolidated fiscal year from April 1, 2015 through March 31, 2016, namely, the consolidated balance sheet, the consolidated profit and loss statement, the consolidated statement of changes in net assets and the consolidated list of explanatory notes.

Management's Responsibility for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements from an independent standpoint based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. These standards require that we formulate an audit plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected and applied depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control. An audit also includes evaluating the appropriateness of accounting policies used, its application method and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion
In our opinion, the consolidated financial statements referred to above, prepared pursuant to corporate accounting standards generally accepted in Japan, present fairly, in all material respects, the assets, and profit and loss status of the Company and its consolidated subsidiaries that make up the corporate group in the period of those consolidated financial statements.

Interests
Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

End of auditor's report

Accounting Auditor's Report on the Non-Consolidated Financial Statements

INDEPENDENT AUDITOR'S REPORT

May 10, 2016

To the Board of Directors of Nihon Unisys, Ltd.:

Deloitte Touche Tohmatsu LLC
Designated Limited Liability Partner,
Engagement Partner,
Certified Public Accountant: Kohnosuke Misawa [seal]

Designated Limited Liability Partner,
Engagement Partner,
Certified Public Accountant: Masato Shohji [seal]

Pursuant to Article 436, Paragraph 2, Item (1) of the Companies Act, we have audited the financial statements of Nihon Unisys, Ltd. (the "Company") for the 72nd fiscal year from April 1, 2015 through March 31, 2016, namely, the balance sheet, the profit and loss statement, the statement of changes in net assets and the individual list of explanatory notes, and the annexed detailed statements.

Management's Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of the financial statements and the annexed detailed statements in accordance with accounting principles generally accepted in Japan, and for such internal control as management determines is necessary to enable the preparation and fair presentation of financial statements and the annexed detailed statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility
Our responsibility is to express an opinion on these financial statements and the annexed detailed statements from an independent standpoint based on our audit. We conducted our audit in accordance with auditing standards generally accepted in Japan. These standards require that we formulate an audit plan and perform the audit to obtain reasonable assurance about whether the financial statements and the annexed detailed statements are free from material misstatement.
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements and the annexed detailed statements. The procedures selected and applied depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements and the annexed detailed statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the preparation and fair presentation of the financial statements and the annexed detailed statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control. An audit also includes evaluating the appropriateness of accounting policies used, its application method and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements and the annexed detailed statements.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Audit Opinion
In our opinion, the financial statements and the annexed detailed statements referred to above, prepared pursuant to corporate accounting standards generally accepted in Japan, present fairly, in all material respects, the assets, and profit and loss status in the period of those financial statements and the annexed detailed statements.

Interests
Our firm and the engagement partners do not have any interest in the Company for which disclosure is required under the provisions of the Certified Public Accountants Act.

End of auditor's report

Audit & Supervisory Board's Audit Report

AUDIT REPORT

Having examined the Directors' performance of their duties during the 72nd fiscal year from April 1, 2015 to March 31, 2016, we, the Audit & Supervisory Board, prepare and make this report as follows, based upon discussion on the basis of the auditors' reports prepared by each member of the Audit & Supervisory Board.

1. Methods and Content of Audit by Auditors and Audit & Supervisory Board

(1) The Audit & Supervisory Board set out auditing policies, allocation of work duties, etc., received a report on the auditing work performed and the results thereof from each Auditor, and received a report on their status of work executed from the Directors and the Accounting Auditor and requested their explanations as necessary.

(2) While conforming to the auditing standards as set out by the Audit & Supervisory Board, and in accordance with the auditing policies, the allocation of duties, etc., each Auditor endeavored to facilitate mutual understanding with the Directors, the internal auditing department, and other employees in order to collect information and to maintain the auditing environment. They performed the audit pursuant to the methods below.
   (i) They attended meetings of the Board of Directors and other important meetings, received from the Directors and the employees reports on their status of work duties and requested their explanations as necessary, inspected material internal decision-making documents, etc., and investigated the status of operations and assets of the headquarters and major business sites. With respect to subsidiaries, we endeavored to facilitate mutual understanding and exchange of information with their directors, auditors, etc., and collected reports on their business as necessary.
   (ii) They were regularly reported to by the Directors and other employees on, requested explanations about as necessary and expressed opinions on: (i) the contents of the Board of Directors' resolutions regarding the maintenance of the system to ensure that the Directors' performance of their duties described in the Business Report comply with all laws, regulations and the Articles of Incorporation of the Company and other systems that are set forth in Article 100, Paragraphs 1 and 3 of the Ordinance for Enforcement of the Companies Act of Japan as being necessary for ensuring the appropriateness of the corporate affairs of a corporate group comprised of a stock company (kabushiki kaisha) and its subsidiaries; and (ii) the systems (internal control systems) based on such resolutions, and the construction and operation of those systems.
   (iii) Regarding internal control of financial reporting, the Directors and Deloitte Touche Tohmatsu LLC provided us with reports assessing the internal control procedures and audit status, as well as explanations where necessary.
   (iv) In addition, we examined and verified whether the independence of the Accounting Auditor was maintained and whether an appropriate audit was being undertaken, received reports on, and requested explanations on as necessary, the execution by the Accounting Auditor of its duties from the Accounting Auditor. We also received notifications from the Accounting Auditor that "Necessary systems to ensure appropriate execution of operations" (matters listed in each item of Article 131 of the Corporate Accounting Regulations of Japan) were maintained in line with "Quality control standards for auditing" (issued by the Japan Corporate Accounting Council on October 28, 2005), and requested explanations as necessary.

Based on the above approach, the Audit & Supervisory Board examined the business reports and the annexed detailed statements and financial statements (balance sheet, profit

and loss statement, statement of changes in net assets, and individual list of explanatory notes) and the annexed detailed statements of the Company as well as the consolidated financial statements (consolidated balance sheet, consolidated profit and loss statement, consolidated statement of changes in net assets, and consolidated list of explanatory notes) for the fiscal year under review.

2. Results of Audit
   (1) Results of audit of the business report, etc.
      (i) In our opinion, the business report and the annexed detailed statements are in conformity with the applicable laws and regulations of Japan and the Articles of Incorporation of the Company and fairly present the state of the Company's status;
      (ii) We have found no misconduct or material fact constituting a violation of any applicable laws and regulations of Japan or the Articles of Incorporation in connection with the Directors' performance of their duties; and
      (iii) In our opinion, the contents of the resolutions of the Board of Directors with regard to the internal control systems is appropriate. Furthermore, we find no matters that require noting with regard to the Directors' performance of their duties, the details contained in the Business Report with regard to the internal control systems or the internal control systems in connection with the financial statements.
      It is recognized that further strengthening of internal control systems will be requested against the backdrop of an expected diversification and complication of business risks due to taking on challenges of new businesses and reforms in business areas in the future. The Audit & Supervisory Board will continue to supervise and verify the management status of business risks and other risks.
   (2) Results of audit of the financial statements and the annexed detailed statements
   In our opinion, the auditing methods used and the conclusions reached by the Accounting Auditor, Deloitte Touche Tohmatsu LLC, are appropriate.
   (3) Results of audit of the consolidated financial statements
   In our opinion, the auditing methods used and the conclusions reached by the Accounting Auditor, Deloitte Touche Tohmatsu LLC, are appropriate.

End of audit report

May 18, 2016
Audit & Supervisory Board
Nihon Unisys, Ltd.

Auditor, Full-Time	Kazuhiro Hara [seal]
Auditor, Full-Time, Outside Auditor	Akihiro Imura [seal]
Auditor, Full-Time, Outside Auditor	Etsuo Uchiyama [seal]
Auditor, Outside Auditor	Shigemi Furuya [seal]
Auditor, Outside Auditor	Masao Noda [seal]

End of audit report