

**Hitachi Announces Outcome of Tender Offer
Relating to Hitachi Software Engineering Shares**

Tokyo, October 9, 2009—Hitachi, Ltd. (NYSE: HIT / TSE: 6501 / “Hitachi”) today announced the outcome of the tender offer for the common stock of Hitachi Software Engineering Co., Ltd. (TSE: 9694 / “Hitachi Software Engineering”) (the “Tender Offer”), which was commenced on August 20, 2009, and was ended on October 8, 2009. Hitachi had decided to acquire Hitachi Software Engineering shares by way of the Tender Offer on July 28, 2009.

1. Outline of the Tender Offer

(1) Company Name and Location of the Tender Offeror

Hitachi, Ltd.

6-6, Marunouchi 1-chome, Chiyoda-ku, Tokyo

(2) Name of the Target Company

Hitachi Software Engineering Co., Ltd.

(3) Class of Shares Purchased

Common Stock

(4) Number of Shares to Be Purchased

| Number of Shares to Be Purchased | Minimum Number of Shares to Be Purchased | Maximum Number of Shares to Be Purchased |
|----------------------------------|--|--|
| 29,684,594 shares | — shares | — shares |

Notes:

*1:As the maximum and minimum limits to the number of shares to be purchased through the Tender Offer are not set, all of the tendered shares will be purchased.

*2:Less-than-one-unit shares (*tangen-miman-kabushiki*) are also eligible for the Tender Offer. In addition, Hitachi Software Engineering may purchase its own shares during the Tender Offer Period, pursuant to applicable laws and regulations, if shareholders owning less-than-one-unit shares exercise their right to request purchase of their shares in accordance with the relevant provisions of the Companies Act.

*3:Hitachi does not intend to acquire treasury stock held by Hitachi Software Engineering through the

Tender Offer.

*4: The maximum number of shares of Hitachi Software Engineering to be acquired by Hitachi through the Tender Offer is stated in the "Number of Shares to Be Purchased." This number indicates Hitachi Software Engineering shares (29,684,594 shares) that are to be obtained by deducting the total of the number of shares held by Hitachi as of the submission date of the Tender Offer Registration Statement (33,107,000 shares) and the number of shares of treasury stock held by Hitachi Software Engineering as of June 30, 2009 (1,687,787 shares), from the total number of issued shares of Hitachi Software Engineering as of June 30, 2009 (64,479,381 shares), which are stated in the First Quarterly Report of the 40th term filed by Hitachi Software Engineering on August 7, 2009.

(5) Tender Offer Period

From Thursday, August 20, 2009 to Thursday, October 8, 2009 (both inclusive) (33 business days)

(6) Tender Offer Price

¥2,650 per share of common stock

2. Outcome of the Tender Offer

(1) Completion of the Tender Offer

As the maximum and minimum limits to the number of shares to be purchased through the Tender Offer are not set, all of the tendered shares will be purchased.

(2) Date of Public Notice of the Outcome of the Tender Offer and the Name of the Newspapers in which the Public Notice Was Posted

Pursuant to the provisions of Article 27-13, Paragraph 1 of the Financial Instruments and Exchange Law (Law No. 25 of 1948; including amendment thereof; the "Law"), Hitachi publicly announced the outcome of the Tender Offer to the media at Tokyo Stock Exchange, Inc. on October 9, 2009, in accordance with the manner prescribed by the provisions of Article 9-4 of the Enforcement Regulations of the Financial Instruments and Exchange Law (Regulation No. 321 of 1965; including amendment thereof) and of Article 30-2 of the Cabinet Office Ordinance regarding Disclosure of Tender Offers for Shares, etc., by Entities Other than Issuers (Ministry of Finance Ordinance No. 38 of 1990; including amendment thereof; the "Ordinance").

(3) Number of Shares Purchased

| Class of shares | Number of subscriptions in terms of shares | Number of purchases in terms of shares |
|--|--|--|
| Shares | 27,572,551 shares | 27,572,551 shares |
| Stock acquisition rights | — shares | — shares |
| Bonds with Stock Acquisition Rights | — shares | — shares |
| Trust beneficiary certificates for the shares () | — shares | — shares |
| Depository receipts for the shares () | — shares | — shares |
| Total | 27,572,551 shares | 27,572,551 shares |
| (Total of shares to be diluted) | — shares | (— shares) |

(4) Changes in the Shareholdings due to the Tender Offer

| | | |
|---|---------------|---|
| Number of voting rights represented by shares held by the Tender Offeror immediately before the Tender Offer | 331,070 units | (Shareholdings immediately before the Tender Offer: 52.77%) |
| Number of voting rights represented by shares held by Special Related Parties immediately before the Tender Offer | — units | (Shareholdings immediately before the Tender Offer: — %) |
| Number of voting rights represented by shares held by the Tender Offeror immediately after the Tender Offer | 606,795 units | (Shareholdings after the Tender Offer: 96.64%) |
| Number of voting rights represented by shares held by Special Related Parties immediately after the Tender Offer | — units | (Shareholdings after the Tender Offer: — %) |
| Total number of voting rights held by all the shareholders in the Target Company | 627,412 units | |

Notes:

- *1:The “Shareholdings immediately before the Tender Offer” was calculated using the “Total number of voting rights held by all the shareholders in the Target Company” as the denominator.
- *2:The “Number of voting rights represented by shares held by Special Related Parties immediately before the Tender Offer” and the “Number of voting rights represented by shares held by Special Related Parties immediately after the Tender Offer” represent the total of voting rights relating to shares held by respective Special Related Parties. Provided, however, that such Special Related Parties shall exclude those to be excluded from the category of Special Related Parties in accordance with Article 3, Paragraph 2, Item 1 of the Ordinance in calculating the shareholdings, as set forth in the respective items of Article 27-2, Paragraph 1 of the Law.
- *3:The “Total number of voting rights held by all the shareholders in the Target Company” (100 shares represent the number of shares per unit (*tangen*)) indicates the number of voting rights of all the

shareholders of Hitachi Software Engineering as of June 30, 2009, which is stated in the First Quarterly Report of the 40th term filed by Hitachi Software Engineering on August 7, 2009. Because all the shares issued by Hitachi Software Engineering (exclusive of treasury stock held by Hitachi Software Engineering) were subject to the Tender Offer, the “Shareholdings after the Tender Offer” was calculated using the number of voting rights (627,915 units) relating to the number of shares of Hitachi Software Engineering (62,791,594 shares)—which corresponds to the number derived by deducting the number of shares of treasury stock held by Hitachi Software Engineering as of June 30, 2009 (1,687,787 shares) stated in said Quarterly Report from the total number of issued shares of Hitachi Software Engineering as of June 30, 2009 (64,479,381 shares) stated in said Quarterly Report—as the denominator.

*4: The figures in the “Shareholdings immediately before the Tender Offer” and the “Shareholdings after the Tender Offer” were rounded to two decimal places.

(5) Calculation Method for Settlement Matters on a Pro Rata Basis

Not applicable

(6) Method of Settlement

1) Name and Location of Head Office of Securities Companies/Banks, etc., in Charge of Settlement

Nomura Securities Co., Ltd.

9-1, Nihonbashi 1-chome, Chuo-ku, Tokyo

JOINVEST Securities Co., Ltd. (Sub-Agent)

15-1, Konan 2-chome, Minato-ku, Tokyo

2) Commencement Date of Settlement

Friday, October 16, 2009

3) Method of Settlement

With respect to tendering shareholders through the Tender Offer Agent, upon expiration of the Tender Offer Period, Hitachi will, without delay, send notice of the Tender Offer purchases to the addresses of tendering shareholders (in the case of a foreign resident who does not hold a working account with the Tender Offer Agent (including the case of an institutional shareholder), to its standing proxy). With respect to tendering shareholders through JOINVEST Securities Co., Ltd., the Sub-Agent, the notice will be delivered in accordance with the method described on the Sub-Agent’s website (<https://www.joinvest.jp/>).

Purchases will be made in cash. Payment for purchased shares will be made by means of remittance, etc., in accordance with the instructions of tendering shareholders. (Fees may be incurred for remitting payment.)

3. Management Policy and Outlook after the Tender Offer

The management policy after completion of the Tender Offer is the same as Hitachi's news release on July 28, 2009 titled "Hitachi to Commence Tender Offer for the Shares of its Subsidiary, Hitachi Software Engineering."

The expected impact of the Tender Offer on the Hitachi Group's business results will be announced as soon as it is determined.

4. Locations Where Copies of the Tender Offer Report Are Available

Hitachi, Ltd.

6-6, Marunouchi 1-chome, Chiyoda-ku, Tokyo

Tokyo Stock Exchange, Inc.

2-1, Nihonbashi Kabutocho, Chuo-ku, Tokyo

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Information contained in this news release is current as of the date of the press announcement, but may be subject to change without prior notice.
