

October 29, 2001

**Hitachi Cable, Ltd.**

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Chiyoda-ku, Tokyo  
Seiji Hara, President and Representative  
Director  
(Code No.: 5812)  
(Tokyo Stock Exchange, Osaka Securities  
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**Hanashima Electric Wire Co., Ltd.**

37-18, Kumanochō Itabashi-ku, Tokyo  
Yuji Kobayashi, President and  
Representative Director  
(Code No.: 5813)  
(OTC Registered)

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Announcement of the Conclusion of an Agreement  
to Amend the Stock Exchange Agreement

Hitachi Cable, Ltd. (hereinafter "Hitachi Cable") and Hanashima Electric Wire Co., Ltd. (hereinafter "Hanashima Electric Wire") have, in compliance with the Law concerning Amending etc. of a Part of the Commercial Code, etc. (Law No. 79 of 2001, hereinafter "the Amended Commercial Code") and pursuant to resolutions of their respective boards of directors approved at meetings convened October 29, 2001, concluded an Agreement to Amend the Stock Exchange Agreement amending in part the Stock Exchange Agreement concluded by Hitachi Cable and Hanashima Electric Wire on September 25, 2001 and hereby make the following announcement.

[Content of the Agreement to Amend the Stock Exchange Agreement]

1. Amounts of Capital and Capital Reserve to be Increased

(Prior to Amendment)

Amounts of capital and capital reserve of Hitachi Cable to be increased due to the stock exchange are as follows.

- |     |                  |   |
|-----|------------------|---|
| (1) | Capital:         | ¥28,467,950                                   |
| (2) | Capital Reserve: | Amount calculated using the following formula |

Net assets of Hanashima Electric Wire on the day of stock exchange	x	Number of Hanashima Electric Wire shares to be transferred to Hitachi Cable through the stock exchange	-	Amount (1) above
		Total number of outstanding shares of Hanashima Electric Wire		

(After Amendment)

- (1) Hitachi Cable shall not increase its capital at the time of the stock exchange.
- (2) Amount of capital reserve of Hitachi Cable to be increased due to the stock exchange shall be calculated pursuant to the following formula:

Net assets of Hanashima Electric Wire on the day of stock exchange	x	Number of Hanashima Electric Wire shares to be transferred to Hitachi Cable through the stock exchange	-	
		Total number of outstanding shares of Hanashima Electric Wire		

2. Time of Convocation Etc. of an Extraordinary General Meeting of Shareholders of Hanashima Electric Wire

(Prior to Amendment)

Hanashima Electric Wire shall, during the middle of December 2001, convene an extraordinary general meeting of shareholders to submit for approval the stock exchange with Hitachi Cable. However, Hitachi Cable does not, in accordance with the provisions of Article 358 of the Commercial Code (a simple exchange of shares), expect to obtain approval from its general meeting of shareholders.

(After Amendment)

Hanashima Electric Wire shall, on December 18, 2001 (Tuesday), convene an extraordinary general meeting of shareholders and seek approval of the stock exchange with Hitachi Cable. However, Hitachi Cable does not, in accordance with the provisions of Article 358 of the Commercial Code (a simple exchange of shares), anticipate obtaining approval from its general meeting of shareholders.

[Reason for Amendment of a Portion of the Stock Exchange Agreement]

1. In accordance with the implementation of the Amended Commercial Code on October 1, 2001 it is no longer necessary to increase capital at the time shares are newly-issued for a stock exchange (Article 357 of the New Commercial Code).

2. The date of convocation of an extraordinary general meeting of shareholders of Hanashima Electric Wire at which approval will be sought of the Stock Exchange Agreement with Hitachi Cable is set forth, as a result of the meeting of the board of directors of Hanashima Electric Wire convened on October 29, 2001, at which a resolution calling for the convocation of said extraordinary general meeting of shareholders was decided.