Current Articles of Incorporation	Proposed Amendments
CHAPTER I. GENERAL PROVISIONS	CHAPTER I. GENERAL PROVISIONS
Article 1 Article 3. <provision omitted=""></provision>	Article 1 Article 3. <unchanged></unchanged>
Article 4. Organs	Article 4. Organs
In addition to the General Shareholders'	In addition to the General Shareholders'
Meeting and Directors, the Company shall	Meeting and Directors, the Company shall
have the following organs.	have the following organs.
(1) Board of Directors	(1) Board of Directors
(2) Corporate Auditors	(2) Audit and Supervisory Committee
(3) Board of Corporate Auditors	<deleted></deleted>
(4) Independent Auditor	(3) Independent Auditor
Article 5 Article 18. < Provision omitted>	Article 5 Article 18. <unchanged></unchanged>
CHAPTER IV. DIRECTORS AND BOARD OF	CHAPTER IV. DIRECTORS AND BOARD OF
DIRECTORS	DIRECTORS
Article 19. Number of Directors	Article 19. Number of Directors
The Company shall have not more than	<u>Directors of the Company shall be</u> not more
fifteen (15) Directors.	than fifteen (15) Directors (excluding
	Directors who are Audit and Supervisory
	Committee Members).
<new></new>	2. The Directors of the Company who are Audit
	and Supervisory Committee Members shall
	be not more than five (5).
Article 20. Election of Director	Article 20. Election of Director
Directors shall be elected by the General	Directors shall be elected by the General
Shareholders' Meeting.	Shareholders' Meeting, while making
	distinction between Directors who are Audit
	and Supervisory Committee Members and
	other Directors.
2. <provision omitted=""></provision>	2. <unchanged></unchanged>
3. <provision omitted=""></provision>	3. <unchanged></unchanged>

## **Current Articles of Incorporation**

## Article 21. Term of Office of Directors

The term of office of Directors shall expire at the conclusion of the Annual General Shareholders' Meeting for the last business year that ends within one (1) year after their election.

<New>

<New>

Article 22. Convocation of Meetings of the Board of Directors

A notice of convocation of the meeting of the Board of Directors shall be forwarded to each Director and Corporate Auditor at least three (3) days prior to the date of the meeting, however, this period may be shortened in the event of an emergency.

Article 23. Representative Directors and Directors with Executive Power

The Board of Directors may elect one (1)
Chairman of the Board, one (1) President and
several Vice Chairmen of the Board, Senior
Executive Vice Presidents, Executive Vice
Presidents and Senior Vice Presidents when necessary by resolution.

## **Proposed Amendments**

Article 21. Term of Office of Directors

The term of office of Directors (excluding Directors who are Audit and Supervisory Committee Members) shall expire at the conclusion of the Annual General Shareholders' Meeting for the last business year that ends within one (1) year after their election.

- 2. The term of office of a Director who is an Audit and Supervisory Committee Member shall expire at the conclusion of the Annual General Shareholders' Meeting for the last business year that ends within two years from his/her election.
- 3. The term of office of a Director who is an Audit and Supervisory Committee Member elected as a substitute for a Director who is an Audit and Supervisory Committee Member retired before the expiration of his/her term of office shall expire on the expiration of the term of office of the said retired Director.

Article 22. Convocation of Meetings of the Board of Directors

A notice of convocation of the meeting of the Board of Directors shall be forwarded to each Director at least three (3) days prior to the date of the meeting, however, this period may be shortened in the event of an emergency.

Article 23. Representative Directors and Directors with Executive Power

The Board of Directors may elect one (1)
Chairman of the Board <u>and</u> one (1) President <u>from among Directors who are not Audit and Supervisory Committee Members</u> when necessary by resolution.

Current Articles of Incorporation	Proposed Amendments
2. <provision omitted=""></provision>	2. <unchanged></unchanged>
3. <provision omitted=""></provision>	3. <unchanged></unchanged>
Article 24. Omission of Resolutions of Board of	Article 24. Omission of Resolutions of Board of
Directors	Directors
<provision omitted=""></provision>	<unchanged></unchanged>
<new></new>	Article 25. Delegation to Directors
	Pursuant to the provisions of Article 399-13,
	Paragraph 6 of the Companies Act, the Board
	of Directors may delegate to Directors all or
	part of decisions on the execution of
	important operations (excluding matters
	stipulated in the items in Paragraph 5 of the
	said Article) by the resolution of the Board of
	<u>Directors.</u>
Article 25. Compensation and Other Payments	Article 26. Compensation and Other Payments
for Directors	for Directors
The compensation, bonuses and other	The compensation, bonuses and other
financial benefits received from the Company	financial benefits received from the Company
as consideration for the execution of the	as consideration for the execution of the
duties (hereinafter referred to as	duties of Directors shall be determined by
"Compensations") of Directors shall be	resolution of the General Shareholders'
determined by resolution of the General	Meeting, while making distinction between
Shareholders' Meeting.	Directors who are Audit and Supervisory
	Committee Members and other Directors.
Article 26. Limitation of Liability of Directors	Article 27. Limitation of Liability of Directors
<provision omitted=""></provision>	<unchanged></unchanged>
2. The Company may enter into an agreement	2. The Company may enter into an agreement
with External Directors as stipulated by Article	with Directors (excluding Directors who are
423, Paragraph 1 of the Companies Act	Executive Directors, etc.) as stipulated by
where the amount of the liability limitation	Article 423, Paragraph 1 of the Companies
under said agreement is the total of the	Act where the amount of the liability limitation
amounts stipulated by Article 425, Paragraph	under said agreement is the total of the
1 of same.	amounts stipulated by Article 425, Paragraph
	1 of same.
	1

Current Articles of Incorporation	Proposed Amendments
CHAPTER V. CORPORATE AUDITORS AND	CHAPTER V. AUDIT AND SUPERVISORY
BOARD OF CORPORATE AUDITORS	COMMITTEE
<new></new>	Article 28. Convocation of Meetings of Audit and
	Supervisory Committee
	A notice of convocation of the meeting of
	Audit and Supervisory Committee shall be
	forwarded to each Director who is Audit and
	Supervisory Committee Member at least
	three (3) days prior to the date of each
	meeting, however, this period may be
	shortened in the event of an emergency.
<new></new>	Article 29. Full-time Audit and Supervisory
	Committee Members
	The Audit and Supervisory Committee may
	select Full-time Directors who are Audit and
	Supervisory Committee Members by
	resolution.
Article 27. Number of Corporate Auditors	<deleted></deleted>
The Company shall have not more than five	
(5) Corporate Auditors.	
Article 28. Election of Corporate Auditors	<deleted></deleted>
Corporate Auditors shall be elected by the	
General Shareholders' Meeting.	
2. Resolutions for the election of Corporate	<deleted></deleted>
Auditors specified in the preceding paragraph	
shall be adopted by a majority of the voting	
rights held by shareholders present at the	
meeting who represent not less than	
one-third of the voting rights of the	
shareholders entitled to vote.	

Article 29. Term of Office of Corporate Auditors	<deleted></deleted>
The term of office of Corporate Auditors shall	
expire at the conclusion of the Annual	
General Shareholders' Meeting for the last	
business year that ends within four (4) years	
after their election.	
2. The term of office of a Corporate Auditor	<deleted></deleted>
appointed to fill a vacancy of a Corporate	
Auditor who has retired prior to the expiration	
of the term of office shall be the remainder of	
said term.	
Artists 00. On a souther of Martines of the Bread	Datas
Article 30. Convocation of Meetings of the Board	<deleted></deleted>
of Corporate Auditors	
A notice of convocation of the meeting of the	
Board of Corporate Auditors shall be	
forwarded to each Corporate Auditor at least	
three (3) days prior to the date of each	
meeting, however, this period may be	
shortened in the event of an emergency.	
Article 31. Full-time Corporate Auditors	<deleted></deleted>
The Board of Corporate Auditors shall select	(20)0100
Full-time Corporate Auditors by resolution.	
Tun time corporate reactions by reconstitutions	
Article 32. Compensation and Other Payments	<deleted></deleted>
for Corporate Auditors	
The compensation and other payments for	
Corporate Auditors shall be determined by	
resolution of the General Shareholders'	
Meeting.	
Article 33. Limitation of Liability of Corporate	<deleted></deleted>
Auditors	\Deleted>
The Company may, by resolution of the	
Board of Directors, limit the liability of	
Corporate Auditors as stipulated by Article	
423, Paragraph 1 of the Companies Act to the	
extent permitted by law.	
Oxford political by law.	

2.The Company may enter into an agreement
with External Corporate Auditors as stipulated
by Article 423, Paragraph 1 of the Companies
Act where the amount of the liability limitation
under said agreement is the total of the
amounts stipulated by Article 425, Paragraph
1 of same.

CHAPTER VI. ACCOUNTS

Article 34. - Article 37. < Provision omitted>

<New>

<Deleted>

CHAPTER VI. ACCOUNTS

Article 30. - Article 33. < Unchanged>

Supplementary Provisions
Transitional Measures concerning Limitation of
Liability of Corporate Auditors

The Company may, by resolution of the Board of Directors, limit the liability of Corporate

Auditors, who are Corporate Auditors
(including former Corporate Auditors) prior to the conclusion of the 152nd General
Shareholders' Meeting to be held in June
2016, as stipulated by Article 423, Paragraph
1 of the Companies Act to the extent
permitted by law.