

For immediate release:

USS Co., Ltd. Futoshi Hattori President and Representative Director Stock Code: 4732 Stock Exchanges: Tokyo and Nagoya Tel: +81-52-689-1129 Contact: Masafumi Yamanaka Director, General Manager, Finance Dept., Supervisory Office

#### Notice of Partial Revisions to Articles of Incorporation

USS Co., Ltd. today announced that, by resolution of the meeting of the Board of Directors held on May 16, 2006, USS will submit an agenda concerning "Partial Revisions to the Articles of Incorporation" for approval at the 26th Annual General Meeting of Shareholders to be held on June 28, 2006.

1. Reason for the revisions

In accordance with the enforcement of the "Corporation Law" (Law No. 86, 2005) on May 1, 2006, the Company will make necessary revisions to the Articles of Incorporation to comply with the said law.

The followings are the major proposed changes, which are described under new articles.

(1) Article 1. Corporate Name The Company proposes to add the Company name in English.

(2) Article 4. Governing Body

Pursuant to Article 326, Clause 2 of the Corporation Law, the Company proposes to newly establish the necessary governing body for the Company.

(3) Article 5. Public Announcement Method

The Company proposes to change public announcement method to electronic means from providing in the Nihon Keizai Shimbun, and establish the measure as an alternative when such electronic announcement cannot be made.

(4) Article 7. Issuance of Share Certificates In compliance with Article 214 of the Corporation Law, the Company proposes to newly establish the provision of the issuance of share certificates. (5) Article 10. Rights of Shareholders Holding Odd-lot Shares

Pursuant to the Corporation Law, the Company proposes to newly stipulate the rights of shareholders holding odd-lot shares.

(6) Article 14. Date of Record

In accordance with the Corporation Law, the Company proposes to delete Article 8. (Date of Record) of Chapter 2 "Shares" in the current Articles of Incorporation, and newly establish Article 14 (Date of Record) in Chapter 3 "General Meeting of Shareholders" in the revised Articles of Incorporation.

(7) Article 15. Convener and Chairman

The Company proposes to change the convener of meetings of the General Meeting of Shareholders to Chairman the Board of Directors.

(8) Article 16. Deemed Provision of the Disclosure via the Internet of Reference Materials, etc. for General Meeting of Shareholders

The Company proposes to newly provide that in convening a General Meeting of Shareholders, the Company may be deemed to have provided shareholders with reference documents, etc. for a General Meeting of Shareholders by disclosing such information via the Internet.

(9) Article 18. Exercise of Voting Rights by ProxyPursuant to the Corporation Law, the Company proposes to add the number of proxies.

(10) Article 21. Term of Office of the DirectorsThe Company proposes to change the term of office of a Director to one year.

(11) Article 22. Representative Director and Titled Directors

With the implementation of organizational changes and appointment of officers, the Company proposes to newly establish as Titled Directors the post of Vice Chairman of the Board of Directors.

(12) Article 25. Resolution Method of the Board of Directors

In compliance with the Corporation Law, the Company proposes to newly provide that if requirements stipulated by Article 370 of the said law are met, a relevant resolution is deemed to have been passed by the Board of Directors.

(13) Article 26. Rules for the Board of Directors

The Company proposes to newly provide that matters pertaining to the Board of Directors should be governed by rules for the Board of Directors as well as by applicable laws and regulations or the Articles of Incorporation.

(14) Article 28. Release of Liability of Outside Directors and Article 38. Release of Liability of Outside Corporate Auditors

The Company proposes to newly establish that the Company may enter into contracts with Outside Directors and Outside Corporate Auditors to limit the extent to which such parties can be held liable for neglect of their duties.

(15) Article 32. Appointment of Substitute Corporate Auditor

The Company proposes to newly stipulate that in case of shortage in number of Corporate Auditors, the Company may appoint in advance a substitute Corporate Auditor by resolution of General Meeting of Shareholders.

#### (16) Article 36. Rules for the Board of Corporate Auditors

The Company proposes to newly provide that matters pertaining to the meetings of the Board of Corporate Auditors should be governed by the rules for the Board of Corporate Auditors as well as by applicable laws and regulations and/or the Articles of Incorporation.

# (17) Article 40. Date of Record for Distribution of Retained Earnings

The Company proposes to set up the date of record for a year-end dividend to be March 31 each year.

### (18) Other revisions

With the changes of the above, the Company revises the changes of the number of Articles, changes of expressions, revisions of words and phrases, and other changes as necessary.

## 2. Details of the revisions

(The underlined portions indicate the revisions.)

Current Articles of Incorporation	Revised Articles of Incorporation
Chapter 1. General Provisions	Chapter 1. General Provisions
Article 1. Corporate Name	Article 1. Corporate Name
The Company shall be called USS Co., Ltd.	The Company shall be Kabushiki Kaisha USS in
	Japanese and be expressed as USS Co., Ltd. in
	English.
Article 2. Purpose	Article 2. Purpose
(Provision omitted)	(Unchanged)
Article 3. Location of the Head Office	Article 3. Location of the Head Office
(Provision omitted)	(Unchanged)
(New)	Article 4. Governing Body
	The Company shall have the following
	governing bodies in addition to the general
	meeting of shareholders and Directors.
	(1) Board of Directors
	(2) Corporate Auditors
	(3) Board of Corporate Auditors
	(4) Accounting Auditors
Article 4. Public Announcement Method	Article 5. Public Announcement Method
Public announcement of the Company shall be	Public announcement of the Company shall be
inserted in the Nihon Keizai Shimbun.	given by electronic means; provided, however,
	electronic notification is met available due to
	accident and other reasons, such notice shall be
	given by means of publishing in the Nihon
	Keizai Shimbun.
Chapter 2. Shares	Chapter 2. Shares
Article 5. Total Number of Shares Issued by the	Article 6. Total Number of Shares Authorized to
Company	be Issued
The total number of shares to be issued by the	The total number of shares that the Company is
Company shall be one hundred twenty million	authorized to issue shall be one hundred twenty
(120,000,000) shares.	million (120,000,000) shares.
(New)	Article 7. Issuance of Share Certificates
	The Company shall issue certificates for its
	shares.

Current Articles of Incorporation	Revised Articles of Incorporation
Article 6. Purchase of Treasury Stock	Article 8. Acquisition of Treasury Stock
The Company may <u>buy back</u> its own shares by a	The Company may <u>acquire</u> its own shares
resolution of the Board of Directors in	through transactions in the market and other
accordance with the provision in <u>Article 211-3</u> ,	<u>means</u> , by a resolution of the Board of Directors
Clause 1, Item 2 of the Commercial Code.	in accordance with the provision in <u>Article 165</u> ,
	<u>Clause 2 of the Corporation Law.</u>
<u>Article 7.</u> Number of One-lot Shares and the	<u>Article 9.</u> Number of One-lot Shares and the
Non-issuance of Odd-lot Shares	Non-issuance of Odd-lot Shares
1. The number of one-lot shares for the	1. The number of one-lot shares for the
Company shall be ten (10) shares.	Company shall be ten (10) shares. (Small
	change in Japanese)
2. The Company shall not issue any share	2. Notwithstanding the provision of Article 7,
certificates related to odd-lot shares, unless	the Company shall not issue any share
provided for in the Share Handling Rule.	certificates related to odd-lot shares, unless
	provided for in the Share Handling Rule.
(New)	Article 10. Rights of Shareholders Holding
	Odd-lot Shares
	Shareholders (including the Beneficial
	Shareholders, the same applies hereinafter) of
	the Company may not exercise any rights in
	respect of odd-lot shares held by them other
	than the following rights:
	(1) Rights stipulated in each item of Article
	189, Clause 2 of the Corporation Law;
	(2) Rights to make the request stipulated in
	Article 166, Clause 1 of the Corporation
	Law; and
	(3) Rights to receive the allotment of offered
	shares and offered subscription rights,
	proportionate to the number of shares held
	by the shareholders.

Current Articles of Incorporation	Revised Articles of Incorporation
Article 8. Date of Record	(Deleted)
1. The Company shall regard Shareholders	
(including the beneficial Shareholders, the	
same applies hereinafter) with voting rights	
who are recorded in the Register of	
Shareholders (including the Register of	
Beneficial Shareholders, the same applies	
hereinafter) as of the end of each settlement	
term, as the Shareholders to exercise such	
rights at the Annual General Meeting of	
Shareholders related to the relevant	
settlement term.	
2. In addition to the cases provided for in these	
Articles of Incorporation, if necessary, the	
Date of Record may be decided provisionally	
by a resolution of the Board of Directors and	
by making an advance public announcement.	
Article 9. Transfer Agent	Article 11. Agent to Manage Shareholders'
	Register
1. The Company shall appoint <u>a transfer agent</u>	1. The Company shall appoint an agent to
for its shares.	manage the shareholders' register.
2. <u>Stock transfer agent/transfer office</u> shall be	2. The agent to manage the shareholders'
decided by the Board of Directors'	register and the agent's office shall be
resolutions.	decided by the Board of Directors.
3. <u>The Register of Shareholders and certificate</u>	3. <u>The preparation and retention of the Register</u>
forfeiture register shall be retired at the office	of Shareholders (including the Register of the
of the transfer agent, with stock transfer and	Beneficial Shareholders, the same applies
equity related clerical work to be handled by	hereinafter), the ledger of subscription rights
the stock transfer agent; The Company shall	and the register of lost share certificate, and
not undertake such tasks.	any other matters concerning the Register of
	Shareholders, the ledger of subscription
	rights and the register of lost share certificate
	shall be handled by the agent to manage the
	shareholders' register, and not by the
	Company.

Article 10, Share Handling Rule       Article 12, Share Handling Rule         The types of share certificates of the Company, the transfer of the title of such shares and any other share-related handling and charges, shall be in accordance with the applicable laws and regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.         Chapter 3. General Meeting of Shareholders       Article 13, Convocation         An Ordinary Annual Meeting of Shareholders of the Company shall be convened within three (3)       Chapter 3. General Meeting of Shareholders of the Company shall be convened within three (3)         months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.       Article 14. Date of Record         Article 12, Convener and Chairman       The Date of Record for the determination of shareholders and serve as Chairman.         1. The President shall convene the General Meeting of Shareholders and serve as Chairman.       In any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the Board of Directors.	Current Articles of Incorporation	Revised Articles of Incorporation
The types of share certificates of the Company. the transfer of the title of such shares and any other share-related handling and charges, shall be in accordance with the applicable laws and regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.Handling Rule provided by the Board of Directors.Chapter 3. General Meeting of Shareholders Article 11, ConvocationChapter 3. General Meeting of Shareholders Article 13, ConvocationChapter 3. General Meeting of Shareholders Article 13, ConvocationAn Ordinary Annual Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Article 14. Date of Record The Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders and serve as Chairman.1. The President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as thairman, in the order predetermined by the2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the3. If any circumstance prevents the Chairman in the order predetermined by the		
the transfer of the title of such shares and any other share-related handling and charges, shall be in accordance with the applicable laws and regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.Chapter 3. General Meeting of Shareholders Article 11. Convocation An Ordinary Annual Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Chapter 3. General Meeting of Shareholders Article 13. Convocation An Ordinary Annual Meeting of Shareholders of the Company shall be convened whenever necessary.Chapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) war and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Chapter 3. General Meeting of Shareholders of the Company shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders and serve as Chairman.1. The President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the		
other share-related handling and charges, shall be in accordance with the applicable laws and regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.laws and regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.Chapter 3. General Meeting of Shareholders Article 11, ConvocationChapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Chapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Article 13, Convocation An Ordinary Annual Meeting of Shareholders of the Company shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record The Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders and serve as chairman.1. The President shall convene the General Meeting of Shareholders and serve as chairman, in the order predetermined by the Chairman, in the order predetermined by the2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serv		
be in accordance with the applicable laws and regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.Chapter 3. General Meeting of Shareholders Article 11. ConvocationChapter 3. General Meeting of Shareholders Article 13. ConvocationChapter 3. General Meeting of Shareholders Article 13. ConvocationAn Ordinary Annual Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary. (New)Article 14. Date of Record The Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders and serve as Chairman.1. The President shall convene the General Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman 1. The Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the President the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the		
regulations, and as stated in these Articles of Incorporation and the Share Handling Rule provided by the Board of Directors.Handling Rule provided by the Board of Directors.Chapter 3. General Meeting of Shareholders Article 11. ConvocationChapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Chapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Article 14. Date of Record The Date of Record The Date of Record The Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders and serve as Chairman.1. The President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as Chairman, in the order predetermined by the1. The Order predetermined by the Board form performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as shall convene such a General Meeting of Shareholders and serve as shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the		_
Incorporation and the Share Handling Rule provided by the Board of Directors.Directors.Chapter 3. General Meeting of Shareholders Article 11. ConvocationChapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Chapter 3. General Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.An Ordinary Annual Meeting of Shareholders shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record The Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.Article 12. Convener and Chairman 1. The President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by theIf any circumstance prevents the President another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the	be in accordance with the applicable laws and	Articles of Incorporation and the Share
provided by the Board of Directors.Chapter 3. General Meeting of ShareholdersArticle 11. ConvocationAn Ordinary Annual Meeting of Shareholders ofthe Company shall be convened within three (3)months of the day following each settlementterm and an Extraordinary General Meeting ofshareholders shall be convened whenevernecessary.(New)Article 12.Convener and Chairman1. The President shall convene the GeneralMeeting of Shareholders and serve asChairman.2. If any circumstance prevents the Presidentfrom performing the above duty, anotherDirector shall convene such a GeneralMeeting of Shareholders and serve asChairman, in the order predetermined by the	regulations, and as stated in these Articles of	Handling Rule provided by the Board of
Chapter 3. General Meeting of ShareholdersChapter 3. General Meeting of ShareholdersArticle 11. ConvocationAn Ordinary Annual Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary. (New)An Ordinary Annual Meeting of Shareholders of the Company shall be convened in June each year and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary. (New)An Ordinary Annual Meeting of Shareholders of the Company shall be convened in June each year and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary. (New)An Ordinary Annual Meeting of Shareholders of the Company shall be convened in June each year and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders and serve as Chairman.1. The President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the	Incorporation and the Share Handling Rule	Directors.
<ul> <li><u>Article 11.</u> Convocation</li> <li>An Ordinary Annual Meeting of Shareholders of the Company shall be convened <u>within three (3)</u> <u>months of the day following each settlement</u> term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.</li> <li>(New)</li> <li><u>Article 13.</u> Convocation</li> <li>An Ordinary Annual Meeting of Shareholders of the Company shall be convened <u>in June each</u> year and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.</li> <li>(New)</li> <li><u>Article 14. Date of Record</u> The Date of Record for the determination of <u>shareholders who are entitled to vote at the</u> Annual General Meeting of Shareholders shall be March 31 each year.</li> <li>The <u>President</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> </ul>	provided by the Board of Directors.	
An Ordinary Annual Meeting of Shareholders of the Company shall be convened within three (3) months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.An Ordinary Annual Meeting of Shareholders of the Company shall be convened in June each year and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record 	Chapter 3. General Meeting of Shareholders	Chapter 3. General Meeting of Shareholders
<ul> <li>the Company shall be convened within three (3)</li> <li>months of the day following each settlement</li> <li>term and an Extraordinary General Meeting of</li> <li>Shareholders shall be convened whenever</li> <li>necessary.</li> <li>(New)</li> <li>Article 14. Date of Record</li> <li>The Date of Record of the determination of</li> <li>shareholders who are entitled to vote at the</li> <li>Annual General Meeting of Shareholders shall</li> <li>be March 31 each year.</li> <li>Article 12. Convener and Chairman</li> <li>The President shall convene the General</li> <li>Meeting of Shareholders and serve as</li> <li>Chairman.</li> <li>If any circumstance prevents the President</li> <li>from performing the above duty, another</li> <li>Director shall convene such a General</li> <li>Meeting of Shareholders and serve as the</li> <li>Chairman, in the order predetermined by the</li> </ul>	Article 11. Convocation	Article 13. Convocation
months of the day following each settlement term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.year and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.Article 12. Convener and Chairman 1. The President Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman 1. The Chairman of the Board shall convene the General Meeting of Shareholders and serve as as Chairman.2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined	An Ordinary Annual Meeting of Shareholders of	An Ordinary Annual Meeting of Shareholders of
term and an Extraordinary General Meeting of Shareholders shall be convened whenever necessary.Shareholders shall be convened whenever necessary.(New)Article 14. Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.Article 12. Convener and Chairman1. The President shall convene the General Meeting of Shareholders and serve as Chairman.2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the President the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the	the Company shall be convened within three (3)	the Company shall be convened in June each
Shareholders shall be convened whenever necessary.necessary.(New)Article 14. Date of Record The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.Article 12. Convener and Chairman 1. The President shall convene the General Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman 1. The President shall convene the General Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman 1. The Chairman of the Board shall convene the General Meeting of Shareholders and serve as Chairman.2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined	months of the day following each settlement	year and an Extraordinary General Meeting of
necessary.Article 14. Date of Record(New)Article 14. Date of RecordThe Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.Article 12. Convener and ChairmanArticle 15. Convener and Chairman1. The President shall convene the General Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined	term and an Extraordinary General Meeting of	Shareholders shall be convened whenever
<ul> <li>(New)</li> <li>Article 14. Date of Record</li> <li>The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.</li> <li>Article 12. Convener and Chairman</li> <li>The President shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> </ul>	Shareholders shall be convened whenever	necessary.
The Date of Record for the determination of shareholders who are entitled to vote at the Annual General Meeting of Shareholders shall be March 31 each year.Article 12. Convener and ChairmanArticle 15. Convener and Chairman1. The President shall convene the General Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the	necessary.	
<ul> <li><u>Article 12.</u> Convener and Chairman</li> <li>The <u>President</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> <li>Article 15. Convener and Chairman</li> <li>The <u>Chairman of the Board</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> </ul>	(New)	Article 14. Date of Record
<ul> <li><u>Article 12.</u> Convener and Chairman</li> <li>The <u>President</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> <li>Annual General Meeting of Shareholders shall be March 31 each year.</li> <li>Article 15. Convener and Chairman</li> <li>The <u>Chairman of the Board</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> </ul>		The Date of Record for the determination of
Article 12. Convener and Chairmanbe March 31 each year.1. The President shall convene the General Meeting of Shareholders and serve as Chairman.Article 15. Convener and Chairman1. The President shall convene the General Meeting of Shareholders and serve as Chairman.1. The Chairman of the Board shall convene the General Meeting of Shareholders and serve as Chairman.2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the		shareholders who are entitled to vote at the
<ul> <li><u>Article 12.</u> Convener and Chairman</li> <li>The <u>President</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> <li>Article 15. Convener and Chairman</li> <li>The <u>Chairman of the Board</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> </ul>		Annual General Meeting of Shareholders shall
<ol> <li>The <u>President</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> <li>The <u>Chairman of the Board</u> shall convene the General Meeting of Shareholders and serve as Chairman.</li> <li>If any circumstance prevents the <u>Chairman of</u> <u>the Board</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> </ol>		be March 31 each year.
Meeting of Shareholders and serve as Chairman.General Meeting of Shareholders and serve as Chairman.2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by theGeneral Meeting of Shareholders and serve as Chairman.2. If any circumstance prevents the <u>Chairman of the Board</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the2. If any circumstance prevents the <u>Chairman of the Board</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined	Article 12. Convener and Chairman	Article 15. Convener and Chairman
Chairman.as Chairman.2. If any circumstance prevents the President from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by theas Chairman.2. If any circumstance prevents the Chairman of the Board from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by theas Chairman.	1. The <u>President</u> shall convene the General	1. The Chairman of the Board shall convene the
<ol> <li>If any circumstance prevents the <u>President</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined by the</li> <li>If any circumstance prevents the <u>Chairman of</u> <u>the Board</u> from performing the above duty, another Director shall convene such a General Meeting of Shareholders and serve as the Chairman, in the order predetermined</li> </ol>	Meeting of Shareholders and serve as	General Meeting of Shareholders and serve
from performing the above duty, anotherthe Board from performing the above duty,Director shall convene such a Generalanother Director shall convene such aMeeting of Shareholders and serve as the Chairman, in the order predetermined by theGeneral Meeting of Shareholders and serve as the Chairman, in the order predetermined	Chairman.	as Chairman.
Director shall convene such a Generalanother Director shall convene such aMeeting of Shareholders and serve as the Chairman, in the order predetermined by theGeneral Meeting of Shareholders and serve as the Chairman, in the order predetermined	2. If any circumstance prevents the President	2. If any circumstance prevents the Chairman of
Meeting of Shareholders and serve as the Chairman, in the order predetermined by theGeneral Meeting of Shareholders and serve as the Chairman, in the order predetermined	from performing the above duty, another	the Board from performing the above duty,
Chairman, in the order predetermined by the as the Chairman, in the order predetermined	Director shall convene such a General	another Director shall convene such a
	Meeting of Shareholders and serve as the	General Meeting of Shareholders and serve
Board of Directors. by the Board of Directors.	Chairman, in the order predetermined by the	as the Chairman, in the order predetermined
	Board of Directors.	by the Board of Directors.

Current Articles of Incorporation	Revised Articles of Incorporation
(New)	Article 16. Deemed Provision of the Disclosure
	via the Internet of Reference Materials, etc. for
	General Meeting of Shareholders
	In convening a General Meeting of
	Shareholders, the Company may be deemed to
	have provided shareholders with necessary
	information that should be described or
	presented in reference materials for the General
	Meeting of Shareholders, business reports, and
	non-consolidated and consolidated financial
	reports, if they are disclosed via the Internet in
	accordance with the Ministry of Justice
	Ordinance.
Article 13. Resolution Method	Article 17. Resolution Method
1. Resolutions of General Meeting of	1. Resolution of General Meeting of
Shareholders shall be passed with a simple	Shareholders shall be passed with a simple
majority of the voting rights represented at	majority of the votes of shareholders with
the meeting, unless otherwise specified in the	voting rights present at the meeting, unless
laws and regulations or Articles of	otherwise specified in laws and regulations or
Incorporation.	these Articles of Incorporation.
2. The <u>special</u> resolution stipulated in <u>article</u>	2. The resolution stipulated in <u>Article 309,</u>
343 of the Commercial Code shall be passed	Clause 2 of the Corporation Law shall be
with a two-third $(2/3)$ majority of the	passed with a two-third (2/3) or more of the
shareholder rights represented, provided a	shareholders with voting rights representing,
quorum of no less than one-third $(1/3)$ of <u>all</u>	a quorum of no less than one-third $(1/3)$ of
shareholder rights is satisfied.	votes of shareholders with voting rights
	present.
Article 14. Exercise of Voting Rights by Proxy	Article 18. Exercise of Voting Rights by Proxy
1. A shareholder may exercise his/her voting	1. A shareholder may exercise his/her voting
rights by appointing another shareholder,	rights by appointing <u>one (1)</u> shareholder,
with the voting rights of the Company, as a	with the voting rights of the Company, as a
proxy.	proxy.
2. (Provision omitted)	2. (Unchanged)

Current Articles of Incorporation	Revised Articles of Incorporation
Chapter 4. Directors and the Board of Directors	Chapter 4. Directors and the Board of Directors
Article 15. Number of Directors	Article 19. Number
(Provision omitted)	(Unchanged)
Article 16. Appointment Method for Directors	Article 20. Appointment Method
1. (Provision omitted)	1. (Unchanged)
2. Any resolution for the appointment of	2. Any resolution for the appointment of
Directors shall be passed, with the presence	Directors shall be passed, with a majority of
of Shareholders having no less than one-third	votes of Shareholders with voting rights
(1/3) of the voting rights of all the	present representing no less than one-third
Shareholders, and by a majority of such votes	(1/3) of the votes of shareholders with voting
of those present.	rights present.
3. (Provision omitted)	3. (Unchanged)
Article 17. Term of Office of the Directors	Article 21. Term of Office
1. The term of office of a Director of the	1. The term of office of a Director of the
Company shall be until the end of the	Company shall be until the <u>conclusion</u> of the
Annual General Meeting of Shareholders	Annual General Meeting of Shareholders
related to the last settlement term within	related to the last business year that ends
two (2) years of his/her inauguration.	within one (1) year of his/her appointment of
	office.
2. The term of office of a Director who has been	2. The term of office of a Director who has been
appointed to fill a vacancy or is appointed as	appointed to fill a vacancy or is appointed as
the result of an increase in the number of	the result of an increase in the number of
Directors shall be until the expiration of the	Directors shall be until the expiration of the
term of office of the incumbent Directors.	term of office of the incumbent Directors.
	(Small change in Japanese)
Article 18. Representative Director and Titled	Article 22. Representative Director and Titled
Directors	Directors
1. The Representative Director shall be	1. The Board of Directors shall appoint the
appointed by a resolution of the Board of	Representative Director.
Directors.	
2. One (1) Senior Advisor, one (1) Chairman of	2. One (1) Chairman of the Board of Directors,
the Board of Directors, one (1) President, and	one (1) President, and a number of <u>Senior</u>
a number of Vice Presidents, Executive	Advisors, Vice Chairmen of the Board of
Directors and Managing Directors may be	Directors, Vice Presidents, Senior Managing
appointed by the respective resolutions of the	Directors and Junior Managing Directors
Board of Directors.	may be appointed by resolutions of the Board

Current Articles of Incorporation	Revised Articles of Incorporation
	of Directors.
Article 19. Convener and Chairman of Meetings	Article 23. Convener and Chairman of Meetings
of the Board of Directors	of the Board of Directors
1. Unless otherwise provided for in <u>applicable</u>	(Unchanged)
laws and regulations, the President shall	
convene meetings of the Board of Directors	
and serve as Chairman.	
2. If any circumstance prevents the <u>President</u>	
from performing the above duty, another	
Director shall convene such a meeting of the	
Board of Directors and serve as the	
Chairman, in the order predetermined by the	
Board of Directors.	
Article 20. Notice for the Convocation of	Article 24. Notice for the Convocation of
Meetings of the Board of Directors	Meetings of the Board of Directors
1. (Provision omitted)	1. (Unchanged)
2. If there is unanimous consent between all the	2. If there is unanimous consent between all the
Directors and Corporate Auditors, a meeting	Directors and Corporate Auditors, a meeting
of the Board of Directors may be held	of the Board of Directors may be held
without such convocation procedures.	without such convocation procedures. (Small
	change in Japanese)
Article 21. Resolution Method of the Board of	Article 25. Resolution Method of the Board of
Directors	Directors
Any resolution at a meeting of the Board of	1. <u>The resolutions of the</u> meeting of the Board
Directors shall be passed, with the presence of a	of Directors shall be passed with the presence
majority of the Directors, and by a majority of	of a majority of the Directors who may
such Directors present.	participate in the meeting, and by a majority
	vote of such Directors present.
(New)	2. If the requirements stipulated in Article 370
	of the Corporation Law are satisfied, the
	Company shall deem that the relevant
	resolutions have been passed by the Board of
	Directors.

Current Articles of Incorporation	Revised Articles of Incorporation
(New)	Article 26. Rules for the Board of Directors
	Matters concerning the Board of Directors shall
	be governed by rules for Board of Directors
	established by the Board of Directors, in
	addition to the provisions of laws and
	regulations or these Articles of Incorporation.
Article 22. Remuneration and Retirement	Article 27. Remuneration, etc.
Compensation for Directors	
The remuneration and retirement compensation	The remuneration, bonuses and other financial
for the Directors of the Company shall be	interest paid to Directors by the Company as
decided by a resolution of a General Meeting of	consideration for their performance of duties
Shareholders.	(hereinafter referred to as "Remuneration, etc.")
	shall be decided by a resolution of a General
	Meeting of Shareholders.
(New)	Article 28. Release of Liability of Outside
	Directors
	In accordance with Article 427, Clause 1 of the
	Corporation Law, the Company may enter into
	contracts with Outside Directors in order to limit
	the extent to which such Directors can be held
	liable for neglecting their duties. However, the
	total maximum liability under such contracts
	shall be the higher of either a predetermined
	amount of at least four (4) million yen or an
	amount stipulated in laws and regulations.
Chapter 5. Corporate Auditors	Chapter 5. Corporate Auditors
Article 23. Number of Corporate Auditors	Article 29. Number
(Provision omitted)	(Unchanged)
Article 24. Appointment Method for Corporate	Article 30. Appointment Method
Auditors	
1. (Provision omitted)	1. (Unchanged)

Current Articles of Incorporation	Revised Articles of Incorporation
2. Any resolution for the appointment of	2. Any resolution for the appointment of
Corporate Auditors shall be passed, with the	Corporate Auditors shall be passed, with a
presence of Shareholders having no less than	majority of votes of Shareholders with voting
one-third (1/3) of the voting rights of all the	rights present representing no less than
Shareholders, and by a majority of such votes	one-third (1/3) of the votes of shareholders
of those present.	with voting rights present.
Article 25. Term of Office of the Corporate	Article 31. Term of Office
Auditors	
1. The term of office of a Corporate Auditor of	1. The term of office of a Corporate Auditor of
the Company shall be until the end of the	the Company shall be until the <u>conclusion</u> of
Annual General Meeting of Shareholders	the Annual General Meeting of Shareholders
related to the last settlement term within four	related to the last business year that ends
(4) years of his/her inauguration.	within four (4) years of his/her appointment
	of office.
2. The term of office of a Corporate Auditor	2. The term of office of a Corporate Auditor
who has been appointed to fill a vacancy	who has been appointed as a substitute for a
shall be until the expiration of the term of	Corporate Auditor who retired prior to the
office of his/her preceding Corporate Auditor.	expiration of his/her tenure, shall run until
	the expiration of term of office for retired
	Corporate Auditor(s).
(New)	Article 32. Appointment of Substitute Corporate
	Auditor
	1. If the total number of Corporate Auditors
	falls short of the number stipulated in laws
	and regulations or these Articles of
	Incorporation, the Company may appoint in
	advance a substitute Corporate Auditor by the
	resolution of the General Meeting of
	Shareholders.
	2. The provision of Article 30, Clause 2 shall
	apply to the appointment of such a substitute
	Corporate Auditor.
	3. <u>Any resolution for the appointment of a</u>
	substitute Corporate Auditor shall be
	effective until the convening of the Annual

Current Articles of Incorporation	Revised Articles of Incorporation
	General Meeting of Shareholders related to
	the last business year that ends within three
	(3) years from his/her appointment of office.
Article 26. Standing Corporate Auditor(s)	<u>Article 33.</u> Standing Corporate Auditor(s)
<u>The Corporate Auditors</u> shall elect (a) Standing	The Board of Corporate Auditors shall elect (a)
Corporate Auditor(s) from among themselves.	Standing Corporate Auditor(s) by its resolution.
<u>Article 27.</u> Notice for the Convocation of	<u>Article 34.</u> Notice for the Convocation of
Meeting of the Board of Corporate Auditors	Meeting of the Board of Corporate Auditors
1. (Provision omitted)	1. (Unchanged)
2. If there is unanimous consent between all the	2. If there is unanimous consent between all the
Corporate Auditors, a meeting of the Board	Corporate Auditors, a meeting of the Board
of Corporate Auditors may be held without	of Corporate Auditors may be held without
such convocation procedures.	such convocation procedures. (Small change
	in Japanese)
Article 28. Resolution Method of the Board of	<u>Article 35.</u> Resolution Method of the Board of
Corporate Auditors	Corporate Auditors
Unless otherwise provided for in applicable	Unless otherwise provided for in applicable
laws and regulations, any resolution at a	laws and regulations, any resolution at a
meeting of the Board of Corporate Auditors	meeting of the Board of Corporate Auditors
shall be passed by a majority of Corporate	shall be passed by a majority of Corporate
Auditors.	Auditors. (Small change in Japanese)
(New)	Article 36. Rules for the Board of Corporate
	Auditors
	Matters concerning the Board of Corporate
	Auditors shall be governed by rules for the
	Board of Corporate Auditors established by the
	Board of Corporate Auditors, in addition to the
	provisions of laws and regulations or these
	Articles of Incorporation.
Article 29. Remuneration and Retirement	Article 37. Remuneration, etc. for Corporate
Compensation for Corporate Auditors	Auditors
The remuneration and retirement compensation	The remuneration, etc. for the Corporate
for the Corporate Auditors shall be decided by a	Auditors shall be decided by a resolution of a
resolution of a General Meeting of	General Meeting of Shareholders.
Shareholders.	

Current Articles of Incorporation	Revised Articles of Incorporation
(New)	Article 38. Release of Liability of Outside
	Corporate Auditors
	In accordance with Article 427, Clause 1 of the
	Corporation Law, the Company may enter into
	contracts with Outside Corporate Auditors in
	order to limit the extent to which such Corporate
	Auditors can be held liable for neglecting their
	duties. However, the total maximum liability
	under such contracts shall be the higher of either
	a predetermined amount of at least four (4)
	million yen or an amount stipulated in laws and
	regulations.
Chapter 6. Accounting	Chapter 6. Accounting
Article 30. Settlement Term	Article 39. Business Year
The business year of the Company shall consist	The business year of the Company shall be from
of one term a year and its settlement date shall	April 1 each year to March 31 the next
be March 31 each year.	following year.
Article 31. Profit Dividends	Article 40. Date of Record for Distribution of
	Retained Earnings
Profit dividends shall be paid to the	The date of record for the payment of a year-end
Shareholders or registered pledgees, who are	dividend of the Company shall be March 31
recorded in the Register of Shareholders as of	each year.
the end of each settlement term.	
Article 32. Interim Dividends	Article 41. Date of Record for Interim Dividend
The Company may distribute interim dividends	The Company may pay, by resolution of the
to the Shareholders or registered pledgees, who	Board of Directors, an interim dividend with
are recorded in the Register of Shareholders as	September 30 each year as the date of record.
of September 30 each year, in accordance with a	
resolution of the Board of Directors.	
Article 33. Statute of Limitation for Dividends	Article 42. Time of Limitation for Dividends
The Company shall be exempted from the	The Company shall be exempted from the
obligation of the payment of profit dividends	obligation to pay cash dividends if such
and interim dividends if they have not been	dividends remain unreceived for three (3) years
accepted after the lapse of three (3) years from	after commencement of such payment.
the date of the start of such payment.	

Current Articles of Incorporation	Revised Articles of Incorporation
(Supplementary Rules)	(Omitted)
Notwithstanding the provision set forth in	
Article 25 (Term of Office of the Corporate	
Auditors) hereof, any Corporate Auditor who is	
in office prior to the end of the Annual General	
Meeting of Shareholders related to the first	
settlement term after May 1, 2002, shall have a	
term of office of three (3) years, as before.	