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## Press Release

February 24, 2009

Company Name	<b>SUMIDA CORPORATION</b>
Representative	Shigeyuki Yawata, Representative Executive Officer (CEO) (Code 6817, 1st Section, Tokyo Stock Exchange)
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### **Partial Amendment to the Articles of Incorporation**

SUMIDA CORPORATION hereby inform you that we have decided to submit the agenda on partial amendment to the Articles of Incorporation to the Annual General Meeting of Shareholders as approved by the Board of Directors meeting held today.

#### **1. Reasons for the amendment**

- (1) For the Japanese trade name of the Company, there is a one letter space between "SUMIDA" and "CORPORATION" in the Articles of Incorporation, while no space is added in the commercial register. The Company would like to correct said discrepancy between the Articles of Incorporation and the commercial register by deleting the space contained in the trade name of the Articles of Incorporation in line with the description in the register (Article 1). (note: no change will be made in the English translation)
- (2) Upon enforcement of the Act for Partial Revision of the Act on Transfer of Bonds, etc. for Streamlining Settlement Concerning Stock Trading, etc. (Act No. 88 of 2004; hereinafter referred to as the "Act for Streamlining Settlement of Stocks, etc.") on January 5, 2009, the book-entry transfer system of stocks became applied to all the stocks of listed companies (i.e. implementation of the stock certificate dematerialization).

In conjunction with this implementation, it has been deemed that, in accordance with Article 6, Paragraph 1 of the Supplementary Provisions of the Act for Streamlining Settlement of Stocks, etc., the amendment to Article 6 of the current Articles of Incorporation (Issuance of Share Certificates) for abolishing the provisions thereof was resolved on January 5, 2009, or the day when said act took effect, the effective date of the amendment. In addition, the parts of the provisions thereof regarding beneficial shareholders and their registries relating to the former book-entry transfer system in expectation of an issuance of share certificates have become practically meaningless.

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The Company would thus like to delete these provisions and make necessary changes, including the renumbering of the Articles.

- Current Article 6 (Issuance of Share Certificates): Deleted (Article numbers of the following Articles will be brought forward)
- Current Article 8: Article 7 (Number of Shares for One Unit) in the amended Articles of Incorporation
- Current Article 9: Article 8 (Rights of Shareholders Holding Shares Less Than One Unit) in the amended Articles of Incorporation
- Current Article 11: Article 10 (Record Date) in the amended Articles of Incorporation
- Current Article 12: Article 11 (Agent to Manage Shareholders Registry) in the amended Articles of Incorporation
- Current Article 13: Article 12 (Share Handling Regulations) in the amended Articles of Incorporation

Furthermore, since the registry of lost share certificates shall be prepared and retained until the day in one year after the day following the date of the enforcement date of the Act for Streamlining Settlement of Stocks, etc., the Company would like to delete the parts related to the registry of lost share certificates so that the issuing company will not retain the registry and handle any affairs concerning the registry, and the Company would then establish an Additional clause concerning a provision regarding the registry and its effective term.

- (3) With the implementation of the stock certificate dematerialization, the Company would like to clearly state in the Articles of Incorporation that the procedures for exercising shareholders' rights and other related matters shall be stipulated in the Share Handling Regulations and that share handling fees shall not be charged. The Company would also like to change the name of the Regulations to "Share Handling Regulations" by removing the Japanese word *tō* (etc.) from the current name (note: no change will be made in the English translation), since they now contain provisions merely pertaining to shares as a result of deleting descriptions regarding subscription rights and the registration of lost share certificates from the Regulations (current Article 13: Article 12 in the amended Articles of Incorporation).
- (4) The Company would like to change the name of title of the Executive Officer to the name that corresponds to the actual state of the Company (current Article 42: Article 41 in the amended Articles of Incorporation).

## 2. Schedule

Implementation of the stock certificate dematerialization:	January 5, 2009
Date of Annual General Meeting of Shareholders to change the Articles of Incorporation:	March 28, 2009
Effective Date:	March 28, 2009

## 3. Details of Amendment

Current and amended Articles of Incorporation are as follows.

(Underlined portions are to be amended.)

Current Articles of Incorporation	Amended Articles of Incorporation
<p>Article 1 – Trade Name The trade name of the Company is SUMIDA CORPORATION KABUSHIKI KAISHA in Japanese, and SUMIDA CORPORATION in English.</p> <p><u>Article 6 – Issuance of Share Certificates</u> <u>The Company shall issue share certificates thereof.</u></p> <p>Article 7 – Acquisition of the Company’s Own Shares (Details omitted)</p> <p>Article 8 – Number of Shares for One Unit, <u>and Non-Issuance of Share Certificates for Shares Less Than One Unit</u></p> <p>1. The number of shares constituting one unit of shares of the Company, with which each shareholder (<u>including beneficial shareholders; the same is applicable hereafter</u>) shall be entitled to one voting right at General Meetings of Shareholders shall be 100 shares.</p> <p>2. <u>The Company shall be entitled not to issue any share certificate for a number of shares less than the number of shares for one unit (hereinafter referred to as “Shares Less Than One Unit”) in accordance with the Share Handling Regulations.</u></p> <p>Article 9 – Rights of Shareholders Holding Shares Less Than One Unit (Details omitted)</p> <p>Article 10 – Additional Purchase of Shares Less Than One Unit A shareholder holding Shares Less Than One Unit of the Company may request the Company to sell to the shareholder such number of shares that will constitute the minimum trading unit together with Shares Less Than One Unit held by the shareholder in accordance with the Share Handling Regulations.</p>	<p>Article 1 – Trade Name (note: no change is made in the English translation).</p> <p>(Deleted)</p> <p>Article 6 – Acquisition of the Company’s Own Shares (Same as at present)</p> <p>Article 7 – Number of Shares for One Unit</p> <p>The number of shares constituting one unit of shares of the Company, with which each shareholder shall be entitled to one voting right at General Meetings of Shareholders shall be 100 shares.</p> <p>(Deleted)</p> <p>Article 8 – Rights of Shareholders Holding Shares Less Than One Unit (Same as at present)</p> <p>Article 9 – Additional Purchase of Shares Less Than One Unit (note: no change is made in the English translation).</p>

Current Articles of Incorporation	Amended Articles of Incorporation
<p>Article 11 – Record Date</p> <p>1. The Company shall deem shareholders who have voting rights and whose names have been registered or recorded in the final shareholders registry <u>(including the final registry of beneficial shareholders; the same is applicable hereafter)</u> as of the last day of each business year to be shareholders with voting rights exercisable at the Annual General Meeting of Shareholders in respect of such business year.</p> <p>2. (Details omitted)</p> <p>3. (Details omitted)</p> <p>Article 12 – Agent to Manage Shareholders Registry</p> <p>1. (Details omitted)</p> <p>2. (Details omitted)</p> <p>3. The preparation and retention of the shareholders registry, the ledger of subscription rights <u>and the register of lost shares, the transfer of shares, the purchase and additional purchase of Shares Less Than One Unit, and any other affairs concerning shares and subscription rights shall be handled</u> by agent to manage shareholders registry, and <u>not</u> by the Company.</p> <p>Article 13 – Share Handling Regulations <u>The classification of shares of the Company, and the matters pertaining to the handling and fee of shares, subscription rights and the registration of lost shares shall be carried out</u> in accordance with applicable laws and regulations, these Articles and the Share Handling Regulations determined by resolution of the Board of Directors or by the Executive Officer authorized by resolution of the Board of Directors.</p> <p>Article 14 to Article 41 (Details omitted)</p> <p>Article 42 – Representative Executive Officers and Executive Officers Holding Statutory Names</p> <p>1. The Board of Directors shall appoint two (2) or more Representative Executive Officers, of which one shall be appointed as Representative Executive Officer and CEO, <u>and may appoint Representative Executive Officer and Group President and Representative Executive Officer and Group Vice President</u> by resolution of the Board of Directors, <u>as necessity arises.</u></p>	<p>Article 10 – Record Date</p> <p>1. The Company shall deem shareholders who have voting rights and whose names have been registered or recorded in the final shareholders registry as of the last day of each business year to be shareholders with voting rights exercisable at the Annual General Meeting of Shareholders in respect of such business year.</p> <p>2. (Same as at present)</p> <p>3. (Same as at present)</p> <p>Article 11 – Agent to Manage Shareholders Registry</p> <p>1. (Same as at present)</p> <p>2. (Same as at present)</p> <p>3. The preparation and retention of the shareholders registry <u>and</u> the ledger of subscription rights, the purchase and additional purchase of Shares Less Than One Unit, and any other affairs concerning <u>the shareholders registry and the ledger of subscription rights shall be assigned to an agent to manage shareholders registry, and shall not be handled</u> by the Company.</p> <p>Article 12– Share Handling Regulations <u>The procedures for exercising shareholders’ rights of the Company and any other handling pertaining to shares shall be carried out</u> in accordance with applicable laws and regulations, these Articles of Incorporation, and the Share Handling Regulations determined by resolution of the Board of Directors or by the Executive Officer authorized by resolution of the Board of Directors.</p> <p>Article 13 to Article 40 (Same as at present)</p> <p>Article 41 – Representative Executive Officers and Executive Officers Holding Statutory Names</p> <p>1. The Board of Directors shall appoint two (2) or more Representative Executive Officers, of which one shall be appointed as Representative Executive Officer and CEO <u>(Chief Executive Officer)</u> by resolution of the Board of Directors.</p>

Current Articles of Incorporation	Amended Articles of Incorporation
<p>2. The Board of Directors may appoint <u>Senior Executive (Senmu) Officer and Executive Managing (Jomu) Officer</u> by resolution of the Board of Directors.</p> <p>Article <u>43</u> to Article <u>53</u> (Details omitted)            Additional clause  <u>The amendment to the Article 7 of the Articles of Incorporation shall take effect on the day when the “Law Concerning the Development of Laws Related to the Enforcement of the Law on Partial Amendment of the Corporation Securities Transaction Law” (Law No. 66, 2006) is enforced.</u></p>	<p>2. The Board of Directors may appoint <u>Executive Officer and Group President, Executive Officer and CFO (Chief Financial Officer), Executive Officer and COO (Chief Operating Officer) and other Executive Officer(s) Holding Statutory Name(s)</u> by resolution of the Board of Directors.</p> <p>Article <u>42</u> to Article <u>52</u> (Same as at present)            Additional clause            Article 1 – The preparation and retention of the registry of lost share certificates of the Company and any other affairs concerning the registry of lost share certificates shall be assigned to an agent to manage shareholders registry and shall not be handled by the Company.</p> <p>Article 2 – Articles 1 and 2 in the Additional clause shall be effective until January 5, 2010, and shall be deleted on said date.</p>

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