

May 28, 2009

Company Name: MEC COMANY Ltd.  
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### Partial Changes in the Articles of Incorporation

MEC Co., Ltd. hereby announces that the Company decided at the meeting of the Board of Directors held on May 22, 2009 to discuss "partial changes in the Articles of Incorporation," as described below, at the 40<sup>th</sup> Ordinary General Meeting of Shareholders scheduled to be held on June 23 this year.

#### 1. Aim of the Changes in the Articles of Incorporation

(1) In accordance with the enforcement of the "Law for Partial Correction of the Law Concerning the Transfer of Corporate Bonds, etc, for the Rationalization of Settlement Related to Transactions of Shares, etc" (Law No.88, 2004; hereinafter referred to as the "Settlement Rationalization Law"), the Company will change the current Articles of Incorporation as follows.

- (i) Due to the provisions of Supplementary Article 6 of the Settlement Rationalization Law, the Company has been deemed as of the date of enforcement of the conversion to electronic share certificates (January 5, 2009) to have resolved on an amendment of the Articles of Incorporation that abolishes those provisions of the Articles of Incorporation to the effect that the Company will issue share certificates. Consequently, the Company will delete Article 6 of the Articles of Incorporation (Issue of Share Certificates) and also delete and correct passages and phrases relating to share certificates.
- (ii) In accordance with the abolition of the "Act on Custody and Transfer of Share Certificate, etc.," the Company will delete and correct passages and phrases relating to beneficial shareholders and the register of beneficial shareholders in the Company's Articles of Incorporation.
- (iii) In order to prepare a register of lost share certificates for the period to the date 1 year has elapsed calculated from the day following the date of enforcement of the

Settlement Rationalization Law, the Company will provide the necessary regulations in the Supplementary Provisions of the Articles of Incorporation.

- (iv) Apart from the above, the Company will make necessary changes such as the addition, deletion and correction, etc, of required regulations and phrases.
- (2) In order to clarify and respond to the diversification of the Company's business in line with current circumstances, the Company will add to the description of its business given in Article 2 of the current Articles of Incorporation.
- (3) In consideration of the spread of the internet and in order for convenience of use and the rationalization of official announcement procedures, the Company will change its method for making official announcements from publication in the Nikkei to electronic official announcements and in combination with this, establish measures for when it is not possible to make electronic official announcements due to unavoidable reasons.

## 2. Details of Changes in the Articles of Incorporation

(Underlining indicates the parts that will be changed)

Current Articles of Incorporation	Draft Changes
<p>Chapter 1. General Provisions (Purpose)</p> <p>Article 2. The purpose of the Company is to manage the following business.</p> <p style="padding-left: 40px;">1. Manufacture, sale, import and export of industrial chemicals used to form circuits on board surfaces in the process of manufacturing printed circuit boards and semiconductors (Newly established)</p> <p style="text-align: center;">(Newly established)</p>	<p>Chapter 1. General Provisions (Purpose)</p> <p>Article 2. The purpose of the Company is to manage the following business.</p> <p style="padding-left: 40px;">1. Manufacture, sale, import and export of industrial chemicals used to form circuits on board surfaces in the process of manufacturing printed circuit boards and semiconductors</p> <p style="padding-left: 40px;"><u>2. Development of special surface processing technology for various metals such as copper, ferric alloys, and aluminum, etc., and the provision of that know-how</u></p> <p style="padding-left: 40px;"><u>3. Development of technology to improve the adhesion of metals and resins and the provision of that know-how</u></p>

<p>(Newly established)</p> <p>(Newly established)</p> <p><u>2.</u> Design, manufacture, installation, sale, import and export of printed circuit board manufacturing equipment and semiconductor manufacturing equipment</p> <p><u>3.</u> Secondary processing of iron and non-ferrous metals</p> <p><u>4.</u> Mining</p> <p><u>5.</u> Development, acquisition, licensing and sale of industrial property rights and related know-how</p> <p><u>6.</u> Sub-contracting of research surveys and technical consulting</p> <p><u>7.</u> All work incidental to the business described above</p> <p>(Method for Official Announcements)</p> <p>Article 4. The Company shall make its official announcements by the method of publication in the Nikkei.</p>	<p><u>4.</u> <u>Development of surface modification technology for metals, glass and resins, etc., and the provision of that know-how</u></p> <p><u>5.</u> <u>Manufacture, sale, import and export of industrial chemicals related to the business described in items 2, 3 and 4 above.</u></p> <p><u>6.</u> Design, manufacture, installation, sale, import and export of printed circuit board manufacturing equipment and semiconductor manufacturing equipment</p> <p><u>7.</u> Secondary processing of iron and non-ferrous metals (Deleted)</p> <p><u>8.</u> Development, acquisition, licensing and sale of industrial property rights and related know-how</p> <p><u>9.</u> Sub-contracting of research surveys and technical consulting</p> <p><u>10.</u> All work incidental to the business described above</p> <p>(Method for Official Announcements)</p> <p>Article 4. The Company shall make <u>its official announcements via electronic media. However, if it is not possible to make announcements via electronic media due to equipment malfunction or some other unavoidable reason, the</u> Company shall make its official</p>
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<p style="text-align: center;">Chapter 2. Shares</p> <p><u>(Issue of Share Certificates)</u></p> <p><u>Article 6. The Company shall issues share certificates for shares.</u></p> <p>(Acquisition of Company Shares)</p> <p>Article <u>7.</u> (Text omitted)</p> <p>(Number of Shares in a Share Unit <u>and the Non-Issue of Share Certificates for Fractional Share Units)</u></p> <p>Article <u>8.</u> The number of shares in 1 unit of the Company's shares is 100 shares.</p> <p><u>2. The Company may not issue share certificates for shares that do not constitute a single share unit (referred to as a "fractional share unit").</u></p> <p>(Rights in Regard to Fractional Share Units)</p> <p>Article <u>9.</u> The shareholders of the Company (including beneficial shareholders; same hereinafter) may not exercise any rights other than those below in regard to any fractional share units that they possess.</p> <p>(1) The rights listed in each item of Article 189.2 of the Company Law</p> <p>(2) The right to request the acquisition of shares with a put option</p> <p>(3) The right to receive the</p>	<p>announcements by the method of publication in the Nikkei.</p> <p style="text-align: center;">Chapter 2. Shares (Deleted)</p> <p>(Acquisition of Company Shares)</p> <p>Article <u>6.</u> (As at Present)</p> <p>(Number of Shares in a Share Unit)</p> <p>Article <u>7.</u> (As at Present)</p> <p style="text-align: center;">(Deleted)</p> <p>(Rights in Regard to Fractional Share Units)</p> <p>Article <u>8.</u> The shareholders of the Company may not exercise any rights other than those below in regard to any fractional share units that they possess.</p> <p>(1) The rights listed in each item of Article 189.2 of the Company Law</p> <p>(2) The right to request the acquisition of shares with a put option</p>
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<p>allocation of shares for subscription or share options for subscription</p> <p>(Administrator of the Register of Shareholders)</p> <p>Article <u>10</u>. The Company shall appoint an administrator of the register of shareholders.</p> <p>2. The administrator of the register of shareholders and its place of business shall be selected by a resolution of the Board of Directors and the selection shall be announced officially.</p> <p>3. <u>The Company's register of shareholders (including beneficial shareholders; same hereinafter), register of lost share certificates and register of share options shall be prepared at the place of business of the administrator of the register of shareholders, the administrator of the register of shareholders shall handle entries in the register of shareholders, register of lost share certificates and register of share options, records, purchases of fractional share units and all other work related to shares and share options, and this work shall not be handled at the Company.</u></p> <p>(Share Handling Regulations)</p> <p>Article <u>11</u>. <u>The types of share certificates that the Company issues,</u></p>	<p>(3) The right to receive the allocation of shares for subscription or share options for subscription</p> <p>(Administrator of the Register of Shareholders)</p> <p>Article <u>9</u>. The Company shall appoint an administrator of the register of shareholders.</p> <p>2. The administrator of the shareholders register and its place of business shall be selected by a resolution of the Board of Directors and the selection shall be announced officially.</p> <p>(Deleted)</p>
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<p>entries and records made in the register of shareholders, <u>register of lost share certificates</u> and register of share options, the purchase of fractional share units and all other procedures used and charges applied when shareholders exercise their rights shall be based on law, the provisions stipulated in the Articles of Incorporation, and the share handling regulations determined by the Board of Directors.</p> <p>Article <u>12</u> - Article <u>46</u> (Text omitted)</p> <p>(Newly established) (Newly established)</p> <p>(Newly established)</p> <p>(Newly established)</p>	<p>(Share Handling Regulations)</p> <p>Article <u>10</u>. Entries and records made in the register of shareholders, register of lost share certificates and register of share options, the purchase of fractional share units and all other procedures used and charges applied when shareholders exercise their rights shall be based on law, the provisions stipulated in the Articles of Incorporation, and the share handling regulations determined by the Board of Directors.</p> <p>Article <u>11</u> - Article <u>45</u> (As at Present)</p> <p><u>Supplementary Provisions</u></p> <p>Article 1. <u>A Company register of lost share certificates shall be prepared at the place of business of the administrator of the register of shareholders, the administrator of the register of shareholders shall handle all work related to entries and records in the register of lost share certificates and this work shall not be handled at the Company.</u></p> <p>Article 2. <u>Entries and records made in the Company's register of lost share certificates shall be based on law, the provisions stipulated in the Articles of Incorporation, and the share handling regulations determined by the Board of Directors.</u></p>
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	<u>Article 3. Article 1 and this article of these Supplementary Provisions shall be deleted on January 6, 2010.</u>
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3. Schedule

Date of Ordinary General Meeting of Shareholders for the changes in the Articles of Incorporation ..... June 23, 2009 (Tues)

Date of effect of the changes in the Articles of Incorporation ..... June 23, 2009 (Tues)