



November 10, 2008

To whom it may concern:

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S K - E l e c t r o n i c s C o . , L t d .  
Y o s h i t a d a N o g a m i , P r e s i d e n t  
(Stock Code: 6677)

C o n t a c t : Hideaki Horiuchi, Director

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## Announcement of Amendments to the Company's Articles of Incorporation

SK-Electronics Co., Ltd. (hereinafter, the "Company") is pleased to announce that the meeting of the Board of Directors held today resolved that the Company will put the following proposal of "Amendments to the Company's Articles of Incorporation" on the agenda at its 7th Ordinary General Meeting of Stockholders scheduled to be held on December 19, 2008.

### 1. Reason for the amendment

Following the dematerialization of stock certificates scheduled for implementation in January 2009, fractional stocks will not be administered as book-entry transfer equities. Consequently SK-Electronics, which has adopted a fractional stocks system, will amend provisions that must be revised to abolish the fractional stocks system by the Law for Partial Amendments to the Law Concerning Book-entry Transfer of Corporate Bonds and Other Securities for the Purpose of Streamlining the Settlement of Trades of Stocks and Other Securities (Law No. 88 of 2004) enforcement date (stock certificates dematerialization implementation date).

### 2. Details of the proposed amendments to the Articles of Incorporation of the Company

Details of the proposed amendments are described in the Accompanying Materials below.

### 3. Timetable

Date for the general meeting of stockholders to resolve the amendments: December 19, 2008

Effective date of the amendments: December 22, 2008

**Accompanying Materials**

(The underlined indicates the amended part of the provisions)

Current Articles of Incorporation	Proposed Amendment
<p style="text-align: center;">CHAPTER II STOCKS <u>AND FRACTIONAL STOCKS</u></p> <p>Article 9 (Stock Handling Regulations) The following matters shall be governed by the Stock Handling Regulations established at the Board of Directors:</p> <ul style="list-style-type: none"> <li>● The denominations of stock certificates of the Company</li> <li>● Change in the register of stockholders, including the names of stockholders (including beneficial stockholders; hereinafter the same shall apply)</li> <li>● <u>Listing or recording on the register of fractional stocks</u></li> <li>● <u>Treatment of requests for the Company's purchase or additional purchase of fractional stocks of the Company</u></li> <li>● Other procedures and fees related to stocks <u>and fractional stocks</u> of the Company</li> </ul> <p>Article 10 (Administrator of the Stockholder Register) 3. The register of stockholders (including the register of beneficial stockholders; hereinafter the same shall apply), <u>the register of fractional stocks</u>, the register of stock purchase warrants, and the register of lost stock certificates are kept at the handling office of the administrator of the register of stockholders. The administrator of the register of stockholders shall handle listing or recording of matters that must be stated in the register of stockholders, acceptance of notices of beneficial stockholders, <u>listing or recording on the register of fractional stocks, treatment of requests for purchase or additional purchase of fractional stocks</u> and any other procedures related to stocks <u>(including fractional stocks)</u> of the Company on behalf of the Company. The Company shall not handle any such matters.</p> <p><u>Article 11 (Request for Purchase of Additional Fractional Stocks)</u> <u>A holder of a fractional stock of the Company may request that the Company sell him/her a fractional stock that forms one (1) stock if it is combined with the fractional stock he/she currently holds.</u></p> <p>Article <u>12</u> § (Text omitted) Article <u>34</u></p>	<p style="text-align: center;">CHAPTER II STOCKS</p> <p>Article 9 (Stock Handling Regulations) The following matters shall be governed by the Stock Handling Regulations established at the Board of Directors:</p> <ul style="list-style-type: none"> <li>● The denominations of stock certificates of the Company</li> <li>● Change in the register of stockholders, including the names of stockholders (including beneficial stockholders; hereinafter the same shall apply)</li> <li>● Other procedures and fees related to stocks of the Company</li> </ul> <p>Article 10 (Administrator of the Stockholder Register) 3. The register of stockholders (including the register of beneficial stockholders; hereinafter the same shall apply), the register of stock purchase warrants, and the register of lost stock certificates are kept at the handling office of the administrator of the register of stockholders. The administrator of the register of stockholders shall handle listing or recording of matters that must be stated in the register of stockholders, acceptance of notices of beneficial stockholders and any other procedures related to stocks of the Company on behalf of the Company. The Company shall not handle any such matters.</p> <p>&lt; Deleted &gt;</p> <p>Article <u>11</u> § (No change) Article <u>33</u></p>
<p style="text-align: center;">CHAPTER VI ACCOUNTS</p> <p>Article <u>35</u> (Dividends from Surplus)</p>	<p style="text-align: center;">CHAPTER VI ACCOUNTS</p> <p>Article <u>34</u> (Dividends from Surplus)</p>

(The underlined indicates the amended part of the provisions)

Current Articles of Incorporation	Proposed Amendment
<p>1. By a resolution at a general meeting of stockholders, the Company may pay year-end dividends to the stockholders or registered pledgees of stocks of the Company who are listed or recorded on the register of stockholders as of the closing date of each fiscal year <u>as well as the holders of fractional stocks who are listed or recorded on the register of fractional stocks as of such date.</u></p> <p>2. In addition to the preceding paragraph, by a resolution of the Board of Directors, the Company may pay interim dividends to the stockholders or registered pledgees of stocks of the Company who are listed or recorded on the register of stockholders as of March 31 of each year <u>as well as the holders of fractional stocks who are listed or recorded on the register of fractional stocks as of such date.</u></p> <p>Article <u>36</u> (Expiration Period of Dividends) (Text omitted)</p> <p><u>There are no corresponding Provisions.</u></p>	<p>1. By a resolution at a general meeting of stockholders, the Company may pay year-end dividends to the stockholders or registered pledgees of stocks of the Company who are listed or recorded on the register of stockholders as of the closing date of each fiscal year.</p> <p>2. In addition to the preceding paragraph, by a resolution of the Board of Directors, the Company may pay interim dividends to the stockholders or registered pledgees of stocks of the Company who are listed or recorded on the register of stockholders as of March 31 of each year.</p> <p>Article <u>35</u> (Expiration Period of Dividends) (No change)</p> <p><u>(Supplementary Provisions)</u></p> <p><u>Article 1</u> <u>The Company shall not list or record fractional amounts that are less than one share as fractional stock on a register of fractional stocks.</u></p> <p><u>Article 2</u> <u>Chapter 2 (deletion of "AND FRACTIONAL SHARES"), Article 9, Article 10, Article 35 and these Supplementary Provisions (newly established) after amendment, and the deletion of Article 11 before amendment, shall become effective on December 22, 2008.</u></p>