

Seven Bank Announces amendments to the Articles of Incorporation

Seven Bank,Ltd. is pleased to announce that, at a Board of Directors meeting held on May 29, 2009, the bank decided to seek approval at the bank's 8th annual general meeting of shareholders scheduled for June 18, 2009, for amendments to the Articles of Incorporation. Details of the relevant agenda items are provided below

1. Reasons for the amendments

- (1) To amend Article 2 (Objectives) of the current Articles of Incorporation in order to clarify the full meaning of scope of business as specified in the Banking Law of Japan and also in accordance with the abolition of the Law for Registration of Corporate Debentures, Etc.
- (2) To amend the current Articles of Incorporation in accordance with implementation of the Law Amending the Partial Revision of the Commercial Code Concerning Book-Entry Transfer of Corporate Securities for Rationalization of Settlements Related to Equity Securities (Law No. 88 of 2004; hereinafter, "Settlements Rationalization Law") as follows:
 1. To delete Article 7 (Issue of Stock Certificates) of the current Articles of Incorporation in accordance with Article 6 of the Supplementary Provisions of the Settlements Rationalization Law as approval to amend the Company's Articles of Incorporation to abolish the requirement to issue Stock Certificates has been granted from the day (January 5, 2009) on which computerization of the Company's stock certificates was implemented.
 2. As the register of lost stock certificates will continue to be compiled and kept for a period of one year from the day following the implement of the Settlements Rationalization Law, Article 9 (Registrar) of the current Articles of Incorporation will be amended and included as a supplementary provision.
- (3) In accordance with the meaning of the Company Law and in order to secure a location for the General Meeting of Shareholders Article 11 (Place of Convocation) of the current Articles of Incorporation will be deleted and limitations on the place of convocation for the General Meeting of Shareholders shall be abolished.
- (4) Other amendments including the adjustment of Article numbers, and the addition and deletion of clauses are as follows:

2. Amendments

The amendments are on an attached paper.

3. Schedule

General meeting of shareholders date for amendments of the articles of Incorporation
: June 18, 2009

Effect generation of amendments of the articles of Incorporation day
: June 18, 2009

Attached paper

(Underlined portions represent changes)

Articles of Incorporation (current)	Articles of Incorporation (after amendment)
<p>(Objectives) Article 2: The objective of the Company is to conduct the following businesses.</p> <p>(1) Receive deposits and term deposits, lend funds, discount bills and execute transfers</p> <p>(2) Guaranteeing of debt, acceptance of bills and other businesses related to banking business as in Clause (1) above.</p> <p>(3) Handling of the underwriting, offering and sale, trading and other business in Japanese government bonds and local government bonds and government guaranteed bonds</p> <p>(4) Businesses that that banks can perform in accordance with the Secured Debenture Trust Law, <u>Law for Registration of Corporate Debentures, Etc.</u> , and other such laws</p> <p>(5) In addition to the businesses named in the above Clauses, businesses incidental to or related to those items.</p>	<p>(Objectives) Article 2: The objective of the Company is to conduct the following businesses.</p> <p>(1) Receive deposits and term deposits, lend funds, discount bills and execute transfers</p> <p>(2) Guaranteeing of debt, acceptance of bills and other businesses related to banking business as in Clause (1) above.</p> <p>(3) Handling of the underwriting, offering and sale, trading and other business in Japanese government bonds and local government bonds and government guaranteed bonds</p> <p>(4) <u>In addition to the businesses named in the above Clauses, businesses that banks can perform in accordance with the <u>Banking Law</u>, Secured Debenture Trust Law, and other such laws.</u></p> <p>(5) In addition to the businesses named in the above Clauses, businesses incidental to or related to those items.</p>
<p>(Issuance of Stock certificates) <u>Article 7 The Company will issue stock certificates in respect of shares.</u></p>	<p>[Deleted]</p>
<p>(Registrar and Transfer Agent) Article <u>9</u> The Company will appoint a Registrar and Transfer Agent.</p> <p>2. The registrar and transfer agent and its place of business will be appointed by Board of Directors' resolution and publicly announced.</p> <p>3. The Company's Register of Shareholders, <u>Register of Lost Share Certificates</u>, and Register of Stock Acquisition Rights <u>will be kept in the place of business of the Registrar and Transfer Agent, and registration and recording in the Register of Lost Share Certificates and Register of Stock Acquisition Rights and other office work related to shares or stock acquisition rights will be conducted by the Registrar and Transfer Agent, and will not be conducted by the Company.</u></p>	<p>(Registrar and Transfer Agent) Article <u>8</u> The Company will appoint a Registrar and Transfer Agent.</p> <p>2. The registrar and transfer agent and its place of business will be appointed by Board of Directors' resolution and publicly announced.</p> <p>3. The <u>compilation and keeping of the Company's Register of Shareholders, and Register of Stock Acquisition Rights, and other office work related to the Register of Shareholders and Register of Stock Acquisition Rights will be entrusted to a Registrar and Transfer Agent and will not be conducted by the Company.</u></p>
<p>(Convocation) Article <u>10</u> (Clauses omitted)</p>	<p>(Convocation) Article <u>9</u> (Clauses omitted)</p>
<p>(Place of Convocation) <u>The General Meeting of Shareholders of the Company will be convened in Tokyo.</u></p>	<p>[Deleted]</p>
<p>Articles <u>12</u> to <u>49</u> (Clauses omitted)</p>	<p>Articles <u>10</u> to <u>47</u> (No amendment)</p>
<p>(New)</p>	<p><u>Supplementary Provisions</u> <u>Article 1 The compilation and keeping of the Company's Register of Lost Share Certificates and other office work related to the Register of Lost Share Certificates will be entrusted to a Registrar and Transfer Agent and will not be conducted by the Company.</u> <u>Article 2 The previous Article and this Article will be valid until January 5, 2010. From January 6, 2010 this Article and the previous Article will be deleted.</u></p>