

May 16, 2014

Press Release

Company Name : Capcom Co., Ltd.  
Representative: Haruhiro Tsujimoto, President and COO  
(Company Code: 9697 First Section of Tokyo Stock Exchange)  
Contact: Public Relations and Investor Relations Office  
Phone Number: +81-6-6920-3623

## A Partial Amendment to Articles of Incorporation

The Board of Directors of Capcom Co., Ltd. today approved a resolution to submit a proposal at the Ordinary General Shareholders Meeting scheduled for June 16, 2014 to amend the Articles of Incorporation as follows.

### 1. Reason for amendment

- (1) In the light of the current situation in Japan where a birth rate reduces and a life span gets longer, for the purpose of promoting opportunities for women to work as a part of CSR (corporate social responsibility), Article 2 of the current Articles of Incorporation (Purposes) is proposed to be added by an item.
- (2) For the purpose of featuring to establish management system quickly responding to changes in business environment as well as to make it clear for Directors to owe management responsibility, the term of office of Directors provided for in Article 20 of the current Articles of Incorporation is proposed to be amended to one (1) year from two (2) years.  
Furthermore, in connection therewith 2nd sub-clause of the same Article dealing with an adjustment of different terms of Directors is proposed to be deleted. With respect to the term of Directors who were elected at the Ordinary General Meeting of Shareholders held on June 18, 2013, a supplemental provision is proposed to be set up for making it clear that the current provisions are applicable thereto.

### 2. Details of amendments

Proposed amendments are as follows:

(Parts to be amended are underlined.)

Current Articles of Incorporation	Proposed Amendments
(Purposes) Article 2 The Company is to engage in the following businesses.  1.   (Omitted) 10.	(Purposes) Article 2 The Company is to engage in the following businesses.  1.   (the same as current) 10.

Current Articles of Incorporation	Proposed Amendments
<p style="text-align: center;">&lt;Newly established&gt;</p> <p><u>11.</u>   (Omitted) <u>17.</u></p>	<p><u>11. Management of nursery</u> <u>12.</u>   (the same as current) <u>18.</u></p>
<p>(Term of Directors) Article 20 The term of Director shall expire at the close of the Ordinary General Meeting of Shareholders last held for the fiscal year ending within <u>two (2)</u> years following the election. <u>② The term of Director elected for substitute or increase in number of Directors shall terminate at the same time as termination of the term of Directors currently in office.</u></p> <p style="text-align: center;">&lt;Newly established&gt;</p>	<p>(Term of Directors) Article 20 The term of Director shall expire at the close of the Ordinary General Meeting of Shareholders last held for the fiscal year ending within <u>one (1)</u> year following the election.</p> <p style="text-align: center;">&lt;Deleted&gt;</p> <p><u>Supplemental Provision</u> <u>Article 1 Notwithstanding the provisions of Article 20, the term of Directors who were elected at the Ordinary General Meeting of Shareholders held on June 18, 2013 shall be until the close of the Ordinary General Meeting of Shareholders relating to 36th settlement of accounts. This supplemental provision shall be deleted following the lapse of the relevant period.</u></p>

### 3. Timetable

Shareholders meeting to vote on amendments	June 16, 2014 (Plan)
Effective date of amendments (if approved by shareholders)	June 16, 2014 (Plan)