

May 15, 2015

Notice Regarding Partial Amendments to the Articles of Incorporation

Oji Holdings Corporation (Code: 3861 Tokyo Stock Exchange at the First Section)
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Oji Holdings Corporation (the “Company”) hereby announces that a resolution was made at a meeting of its Board of Directors held today to propose partial amendments to the Articles of Incorporation, as described below, at the 91st Ordinary General Meeting of Shareholders scheduled for June 26, 2015.

1. Reason for the Amendments to the Articles of Incorporation

The “Act for Partial Amendments of the Companies Act” (Act No. 90 of 2014) came into effect on May 1, 2015, and as a result the scope of company officers with whom the company can conclude contracts for limitation of liability has been expanded. Accordingly, the Company shall make the necessary amendments to Article 25 (Contracts for Limitation of Liabilities with Outside Directors of the Board) and Article 32 (Contracts for Limitation of Liabilities with Outside Audit & Supervisory Board Member) of the current Articles of Incorporation, in order to enable Directors who are not executive Directors and Audit & Supervisory Board Members who are not outside Audit & Supervisory Board Members to fully perform the duties expected of them as Directors and Audit & Supervisory Board Members. The consent of each Audit & Supervisory Board Member has been obtained regarding the amendment to Article 25 (Contracts for Limitation of Liabilities with Outside Directors of the Board) of the current Articles of Incorporation.

2. Details of the Amendments to the Articles of Incorporation

The details of the amendments are defined in Appendix.

(Changes are denoted by underlines.)

Current Articles of Incorporation	Proposed Amendments
Article 25. (Contracts for Limitation of Liabilities with <u>Outside</u> Directors of the Board) Pursuant to Article 427, paragraph 1 of the Companies Act, the Company may conclude contracts for limitation of liability with <u>Outside</u> Directors of the Board limiting the liability for damages prescribed in Article 423, paragraph 1 of the same Act. However, the maximum amount of the liability for damages based on said contracts shall be the amount prescribed in laws and regulations.	Article 25. (Contracts for Limitation of Liabilities with Directors of the Board) Pursuant to Article 427, paragraph 1 of the Companies Act, the Company may conclude contracts for limitation of liability with Directors of the Board (<u>excluding Executive Directors, etc.</u>) limiting the liability for damages prescribed in Article 423, paragraph 1 of the same Act. However, the maximum amount of the liability for damages based on said contracts shall be the amount prescribed in laws and regulations.

Current Articles of Incorporation	Proposed Amendments
<p>Article 32. (Contracts for Limitation of Liabilities with <u>Outside</u> Audit & Supervisory Board Member) Pursuant to Article 427, paragraph 1 of the Companies Act, the Company may conclude contracts for limitation of liability with <u>Outside</u> Audit & Supervisory Board Member limiting the liability for damages prescribed in Article 423, paragraph 1 of the same Act. However, the maximum amount of the liability for damages based on said contracts shall be the amount prescribed in laws and regulations.</p>	<p>Article 32. (Contracts for Limitation of Liabilities with Audit & Supervisory Board Member) Pursuant to Article 427, paragraph 1 of the Companies Act, the Company may conclude contracts for limitation of liability with Audit & Supervisory Board Member limiting the liability for damages prescribed in Article 423, paragraph 1 of the same Act. However, the maximum amount of the liability for damages based on said contracts shall be the amount prescribed in laws and regulations.</p>

* Some underlining does not coincide with the Japanese version because of translation adjustments.

3. Schedule for the Amendments to the Articles of Incorporation

Friday, June 26, 2015	Ordinary General Meeting of Shareholders at which amendments to the Articles of Incorporation are proposed
Friday, June 26, 2015	Effective date of amendments to the Articles of Incorporation

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