

FOR IMMEDIATE RELEASE

Company: Sharp Corporation
Representative: Mikio Katayama, President & COO
Securities Code: 6753
Contact: Kenichi Hatanaka, Division General Manager,
Corporate Public Relations Division
Tel: Osaka (06) 6625-3006
Tokyo (03) 3260-1870

Notice of Partial Amendment to Articles of Incorporation

We (the “Company”) hereby notify that at the Board of Directors Meeting held on April 25, 2008, it was resolved that the following amendments to the Articles of Incorporation will be discussed at the 114th Ordinary General Meeting of Shareholders to be held on June 24, 2008.

1. Reasons for the Amendment

(1) The Company shall make the required amendment to Article 12 (of its Articles of Incorporation) to clarify that procedures related to the exercise of shareholders’ rights, including rights to present proposals at General Meetings of Shareholders, shall be stipulated in the Company’s Share Handling Regulations.

(Proposed amendment of Article 12)

(2) The Company shall make the required amendments to Article 19 and Article 21 (of its Articles of Incorporation) to enable reduction of the number of Directors in accordance with an executive officer system to be introduced after the conclusion of the 114th Ordinary General Meeting of Shareholders, and to change the wording with regard to the titles of Directors with specific titles.

(Proposed amendment of Article 19 and Article 21)

(3) The Company shall establish a new provision that allows it to partially exempt Directors and Corporate Auditors from their liabilities, to allow them to fully play their anticipated roles despite increasingly severe management circumstances.

(Proposed amendment of Article 27 and Article 36, Paragraph 1)

Consent by all Corporate Auditors has been given to the establishment of the new provision with regard to exemption of Directors from liabilities.

- (4) In addition to those above, the Company shall make necessary changes to the number of articles accompanying the establishment of new provisions as well as adjusting some of the phrasing.

2. Details of Amendment

Details of the proposed amendments are indicated in the attachment.

3. Schedule

Date of Ordinary General Meeting of Shareholders for Amendment of Articles of Incorporation: June 24, 2008 (Tuesday)

Effective Date of Amendment: June 24, 2008 (Tuesday)

Attachment

Contents of Amendment

(Amendments are underlined.)

Current Articles of Incorporation	Proposed Amendment
<p>(Share Handling Regulations) Article 12 Handling and fees concerning shares of the Company shall be governed by the Share Handling Regulations determined by the Board of Directors, except as provided by laws and regulations or these Articles of Incorporation.</p>	<p>(Share Handling Regulations) Article 12 Handling and fees concerning shares of the Company <u>and procedures related to the exercise of shareholders' rights</u> shall be governed by the Share Handling Regulations determined by the Board of Directors, except as provided by laws and regulations or these Articles of Incorporation.</p>
<p>(Number of Directors) Article 19 The Company shall not have more than <u>thirty-five (35)</u> Directors.</p>	<p>(Number of Directors) Article 19 The Company shall not have more than <u>twenty (20)</u> Directors.</p>
<p>(Representative Directors and Directors with specific titles) Article 21 The Board of Directors shall, by resolution, appoint Representative Directors. (2) The Board of Directors may, by resolution, appoint a Chairman, a President, <u>and several Corporate Senior Executive Vice Presidents, Corporate Senior Executive Directors and Corporate Executive Directors.</u></p>	<p>(Representative Directors and Directors with specific titles) Article 21 (No amendment) (2) The Board of Directors may, by resolution, appoint a Chairman, a President, <u>and other Directors with specific titles.</u></p>
<p>(New)</p>	<p><u>(Exemption of Directors from Liabilities)</u> <u>Article 27</u> <u>Pursuant to Article 426, Paragraph 1 of the Corporation Law, the Company, by resolution of the Board of Directors, may exempt Directors (including persons who were Directors) from liabilities for damages of the Company caused by failure to perform their duties to the extent provided in laws and regulations.</u></p>
<p>Article <u>27</u> to Article <u>34</u> (Omit the statement of provisions)</p>	<p>Article <u>28</u> to Article <u>35</u> (No amendment)</p>

Current Articles of Incorporation	Proposed Amendment
<p>(Limited Liability Agreement with Outside Corporate Auditors)</p> <p>Article <u>35</u> (New)</p> <p>The Company may, pursuant to Article 427, Paragraph 1 of the Corporation Law, enter into an agreement with Outside Corporate Auditors which limits the liability for damages of the Company caused by non-performance of their duties. However, the limited amount of liability based on such agreement shall be prescribed by applicable laws and regulations.</p> <p>Article <u>36</u> to Article <u>42</u> (Omit the statement of provisions)</p>	<p><u>(Exemption of Corporate Auditors from Liabilities and Limited Liability Agreement with Outside Corporate Auditors)</u></p> <p>Article <u>36</u> <u>Pursuant to Article 426, Paragraph 1 of the Corporation Law, the Company, by resolution of the Board of Directors, may exempt Corporate Auditors (including persons who were Corporate Auditors) from liabilities for damages of the Company caused by failure to perform their duties to the extent provided in laws and regulations.</u></p> <p><u>(2)</u> (Provision is stated at Current Article 35)</p> <p>Article <u>37</u> to Article <u>43</u> (No amendment)</p>