

May 9, 2006  
SHIKOKU COCA·COLA BOTTLING CO., LTD.

### **Notice Concerning Amendments to the Articles of Incorporation**

SHIKOKU COCA·COLA BOTTLING CO., LTD. is pleased to announce that, at a meeting of the Board of Directors held on May 9, 2006, the Company has adopted a resolution stating that it will propose amendments to the Articles of Incorporation at the 44<sup>th</sup> regular general meeting of shareholders to be held on June 28, 2006. Details of the resolution are as follows.

#### Details

#### **1. Purpose of Amendments**

The Company Act (Law No. 86 of 2005) and the Act Concerning the Revision of Relevant Acts in Conjunction with the Enforcement of The Company Act (Law No. 87 of 2005; hereinafter referred to as the “Company Revision Act”) came into force on May 1, 2006. Hence the Company is making the required amendments to its existing Articles of Incorporation based on the Company Act and Company Revision Act as follows.

#### **2. Main Points of Amendment**

(1) Given the diffusion of the Internet and following relevant Justice Ministry ordinances, the Company is adding rules allowing for the deemed provision of shareholders’ meeting reference documents via disclosure on the Internet.

(2) The Company is adjusting the number of directors from 15 or fewer to 11 or fewer.

The number of directors is nine, and the number of candidates proposed for re-election to the position of director at the 44<sup>th</sup> regular general meeting of shareholders is nine.

(3) The Company is shortening the term of director from two years to one to clarify management responsibility and make it possible to establish the most appropriate management system in response to changes in the business environment.

The Company has determined the year-end surplus dividend as before, through resolution at the shareholders’ meeting.

(4) The Company is adding rules to allow for deemed resolutions of the Board of Directors without holding Board of Directors’ meetings to facilitate the agile management of the Board of Directors.

(5) The Company is making the necessary changes in connection with the enforcement of the Company Law, including the rearrangement of provisions and the change in the number of articles as a result of the addition or deletion of provisions.

The Company is making the changes specified in (2) and (3) from the perspective of strengthening corporate governance. It has not assumed any concrete threat by corporate raiders, and the proposed changes in the Articles of Incorporation are not the direct result of assuming defensive measures against hostile takeovers.

If the Company decides on defensive measures that will impact the shareholders, this will be disclosed to them without delay.

According to a provisional measure stipulated in the Coordination Law, the Articles of Incorporation are deemed to include the following provisions as of May 1, 2006:

(1) Provisions to the effect that the Company has a Board of Directors, Auditors, a Board of Auditors, and Accounting Auditors.

- (2) Provisions to the effect that the Company issues stock certificates.
- (3) Provisions to the effect that the Company has a manager for the list of shareholders.

### **3. Schedule**

The draft amendments to the Articles of Incorporation will be proposed at the 44<sup>th</sup> regular general meeting of shareholders to be held on June 28, 2006, and will be put into force on the same day.