

May 14, 2007
Shionogi & Co., Ltd.

Shionogi Announces an Amendment to Its Articles of Incorporation

The Board of Directors of Shionogi & Co., Ltd. resolved at a meeting held today to add the following proposed amendment to the Company's Articles of Incorporation to the agenda of the Ordinary General Meeting of Shareholders that is scheduled to take place on June 28, 2007

1. Reason for the Amendment

In performing their duties, external auditors must be able to independently and sufficiently conduct audits. The proposed amendment to Article 32 (Contracts Limiting the Liability of Outside Corporate Auditors) will establish provisions for concluding contracts with outside corporate auditors that limit their liability, within the scope prescribed by law.

Each of Shionogi's corporate auditors has agreed with the proposed amendment.

2. Content of the Amendment

The content of the amendment is as follows:

(Amended portion is underlined.)

Current Articles of Incorporation	Proposed Amendment
(New)	<p><u>Article 32 (Contracts Limiting the Liability of Outside Corporate Auditors)</u> <u>As per Article 427, Paragraph 1 of the Company Law, the Company may conclude contracts with outside corporate auditors that limit their liability for claims for damages on the grounds of neglect of duty. Provided, however, that the maximum amount of liability for damages pursuant to such contracts shall be governed by law.</u></p> <p>(Insert paragraph 1 below)</p>

3. Schedule

Date that the General Meeting of
Shareholders will consider the amendment to
the Articles of Incorporation : Thursday, June 28, 2007

Effective date of the amendment to the Articles of
Incorporation : Thursday, June 28, 2007

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