

To all parties concerned:

May 23, 2008

Fields Corporation
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Notification of Partial Amendment to the Articles of Incorporation

Fields Corporation hereby announces the following proposals for a partial amendment to the Articles of Incorporation by resolution of the Board of Directors meeting held on May 23, 2008.

These proposals are subject to approval at the 20th Ordinary General Meeting of Shareholders to be held on June 26, 2008.

1. Purpose of the Partial Amendment to the Articles of Incorporation

Pursuing our corporate philosophy of “The Greatest Leisure for All People,” the Group has strategically focused on multiple uses of digital content mainly in the pachinko/pachislot field, believing that this forms the basis of its competitive edge. The Group’s current businesses are not limited to the pachinko/pachislot field but encompass video game software, sports and mobiles, as well as visual entertainment fields such as movies and animation, covering an increasingly wider range of entertainment.

Furthermore, in the fiscal year starting April 1, 2008, the Group’s medium-term management plan gets underway aimed at realizing its vision for the Group 10 years from now, as well as sustainable growth.

As part of our efforts for stronger management to address business expansion and achieve the targets established in the medium-term management plan, we intend to secure an appropriate number of Directors and amend Article 17 of the Company’s Articles of Incorporation regarding their number.

Moreover, in order to bolster our auditing capabilities to ensure proper corporate governance, we intend to propose the election of four (4) Auditors instead of the current three (3) at the 20th Ordinary General Meeting of Shareholders.

2. Details of the amendment

We propose the following amendment:

(Underlining denotes area of proposed amendment.)

| Current Article | Proposed Amendment to Article |
|---|--|
| Article 17 (Number of Directors) The number of Directors of the Company shall not be more than <u>ten (10)</u> . | Article 17 (Number of Directors) The number of Directors of the Company shall not be more than <u>eleven (11)</u> . |

3. Schedule

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|---|---------------|
| Date of Ordinary General Meeting of Shareholders for amending the Articles of Incorporation | June 26, 2008 |
| Effective date of amendment to Articles of Incorporation | June 26, 2008 |