

[Space to apply the receipt number slip]

APPLICATION FORM FOR REGISTRATION OF INCORPORATION OF STOCK COMPANY

1. Corporate name: _____Shoji Kabushiki Kaisha

[As from March 12, 2018] The reading of trade name excluding the part showing the company type (Company Limited) shall be written in katakana at a left-aligned position. The characters after deleting any space in the trade name shall be registered as the reading. The reading shall be published through the Corporation Number Publication Site of the National Tax Agency.

1. Head office: ____-ken____-shi____-chou__-chome
____-____

The reading is not shown in the certificate of registration matters.

1. Reason for registration: Completion of the procedure for incorporation as of 20____,____,____ (y/m/d)

1. Matters need to be registered: As submitted online

Submit the matters to be registered using online system. For more information, please refer to the related link "on submission of the registration matters using online application system for registration and deposit" in the "Application Form of Commercial and Corporation Registration" (http://houmukyoku.moj.go.jp/homu/COMMERCE_11-1.html) in the website of the Ministry of Justice.

You can record the registration matters on CD-R (or DVD-R). When you choose this method, state "as in the attached CD-R" or the like, and submit the application form with the said CD-R, etc. with the application form. For more information, please refer to the related link "on submission of the electromagnetic recording medium (CD-R, etc.) that records the registration matters" in the "Application Form of Commercial and Corporation Registration (商業・法人登記の申請書様式)" (http://houmukyoku.moj.go.jp/homu/COMMERCE_11-1.html) in the website of the Ministry of Justice.

1. Amount of Tax Base : 10,000,000 yen

Equivalent to the amount of stated capital

1. Registration Tax : 150,000 yen

This amount is seven-thousandths of the amount of stated capital. However, when such amount is below 150,000 yen, such amount shall be 150,000 yen.

If there are fractions of 100 yen, such amount is to be rounded down to the nearest 100 yen.

These amounts shall be paid in the form of a revenue stamp or receipt (attach them to a revenue stamp sheet).

1. Attached documents:

Articles of Incorporation

1 copy

Written consent(s) of the promoter(s) _____ copy
(copies)

* In the incorporation, the immediately above document is necessary if the following particulars are not stated in the Articles of Incorporation: the number of shares that shall be allocated to an incorporator; the amount that the incorporator shall contribute; and the matters relating to issuance of shares or the contents of the total number of authorized shares. In addition, such document is necessary if the stated capital and capital reserve are not stated in the Articles of Incorporation:

Document that certifies that the representative director at incorporation was elected 1 copy

Written consent(s) to appointment of the representative director and the (company)auditor at
incorporation _____copy(copies)
Certificate of a Seal-Impression _____ copy

Certificates for identity verification _____ 1 copy

* When an (company) auditor at incorporation is appointed, attach a certificate of identity verification of the person, such as a certificate of entry on the resident card, a copy of driver's license (the rear side shall be copied, an explanation that it is the same as the original shall be given by the principal, and it shall be signed or the name and seal affixed to it; if there are two (2) sheets or more, bind them together and seal the seal impression that is the same as used in this application.) For more information, please refer to the related link "on certificate for identity verification (添付書面としての本人確認証明書について) " in the "Application Form of Commercial and Corporation Registration (商業・法人登記の申請書様式) "
(http://houmukyoku.moj.go.jp/homu/COMMERCE_11-1.html) in the website of the Ministry of Justice.

Report on an investigation and its annexed document of the director at incorporation 1 copy

* Only if the provisions relating to rare incorporation matters provided for in each item of Article 28 of the Companies Act are prescribed in the Articles of Incorporation.

Certificate proving deposit 1 copy

* This includes, for example, a certificate of acceptance of contribution or a document combined with a copy of bankbook or a bank statement made by representative director at incorporation, which states the fact that the payment of the full amount of cash to be paid upon the incorporation has been made, etc.

The certificate of the representative director at incorporation relating to allocation of the amount of stated capital: 1 copy

Power of attorney: 1 copy

Other attached documents (such as a written certificate that proves the contract with a shareholder register administrator)

(Note) Necessary if you elect a shareholder register administrator. In this case, a certificate that proves that such shareholder register administrator was elected by a majority of incorporators is also necessary.

A report on an investigation and its annexed documents of the inspector are also necessary.

(Note) Necessary if there was a contribution in kind (there is an exemption). A certificate and its annexed document of the lawyer, etc. are also necessary.

(Note) Necessary if there was a contribution in kind. Where the contribution in kind is real property, attachment of a document describing the appraisal by a real estate appraiser is also necessary. A document proving the market price of securities is also necessary.

(Note) Necessary when making a contribution when the contribution is a security having a marketable price. Attachment of a transcript of a determination of justice relating to the report of an inspector.

(Note) Necessary when a decision by court is made regarding the report of an inspector.

As described above, we hereby apply for registration.

20__,__,__ (y/m/d)

__-ken__-shi__-chou__-chome __-__ *1
Applicant: ____Shoji Kabushiki Kaisha *2

Head office: __-ken__-shi__-chou__-chome __-__ *3
Representative director: Taro Homu [seal]

__-ken__-shi__-chou__-chome __-__ *4
Agent mentioned above: Saburo Homu [seal]

Contact telephone number:

To: ____branch office of ____ Regional Legal Affairs Bureau

※Fill respectively in*

*1→Head office, *2→Trade name,

*3→Address of representative
director at incorporation

Stamp the seal impression
submitted to a registry.

You must fill here and stamp the
seal impression (mitome-in) of the
agent only if the agent makes an
application. In this case, you do not
have to stamp the seal impression
of representative director at
incorporation.



Revenue stamp sheet

REVENUE STAMP



(Note) Put a stamp without a tally impression.

When the application form (including the revenue stamp sheet) of the registration is more than one page, you must stamp a joint seal on each of the two page's overlap line. You must use the same seal impression as used on the application form for registration (the seal impression submitted to the Regional Legal Affairs Bureau by the director at incorporation or his agent).

Because the person who has to stamp the application form of the registration shall submit the seal impression to a Legal Affairs Bureau in advance, the "registration form of seal impression" of the person who shall represent a company is also to be submitted (you can submit the seal impression to a registry together with this application). (You can obtain the "registration form of seal impression" from the nearby Legal Affairs Bureau for free). In addition, you can refer to it on the website of the Ministry of Justice.

Input example in case of submitting registration matters by recording on a magnetic disk

(The same applies in the case of submitting the registration matters by electromagnetic record)

[Trade name]: ____Shoji Kabushiki Kaisha

[Head office]: __-ken__-shi__-chou__-chome __-__

[Method of public notice]: Publication in an official gazette

[Purpose]: 1. Production and distribution of ____;

2. Buying and selling of ____;

3. All business contingent on the preceding items

[Total number of authorized shares]: 800 shares

[Total number of issued shares, and class and number thereof]

[Total number of issued shares]: 200 shares

[Amount of stated capital]: 10,000,000 yen

[Provisions relating to the restriction on transfer of shares]:

You must be approved by our company when you obtain the shares of our company by transfer.

[Matters relating to officer]:

[Qualification]: director

[Name]: ○○○○

[Matters relating to officer]:

[Qualification]: director

[Name]: ○○○○

[Matters relating to officer]:

[Qualification]: Representative director

[Address]: __-ken__-shi__-chou__-chome __-__

[Name]: ○○○○

[Matters relating to registration]: Incorporation

(Note)

1. If you submit the registration matters online beforehand, you can easily prepare an application form by utilizing the information that you prepared when submitting the registration matters, and you can confirm the progress of procedure online. For more information, please refer to the related link "on submission of registration matters by using online application system for registration and deposit" in the "Application Form of Commercial and Corporation Registration" (http://houmukyoku.moj.go.jp/homu/COMMERCE_11-1.html) in the website of the Ministry of Justice.
2. If you submit CD-R that records the registered information, you record the registration matters in the text format by utilizing the "Memo" format, etc. and name the file "[Discretionary name].txt". For detailed preparation method of electromagnetic recording medium, please refer to the related link "on submission of electromagnetic recording medium (CD-R, etc.) recording the registration matters" in the "Application Form of Commercial and Corporation Registration" (http://houmukyoku.moj.go.jp/homu/COMMERCE_11-1.html) in the website of the Ministry of Justice.

Example of an Article of Incorporation

(Some matters may not be necessary, so you need to prepare this article according to the situation of your company.)

Articles of Incorporation of ____Shoji Kabushiki Kaisha

Chapter 1 General Provisions

(Trade name)

Article 1. The name of our company shall be ____Shoji Kabushiki Kaisha.

(Note) You cannot register the trade name and head office of your company if such trade name and head office is already registered. So, you must confirm whether such company has already been registered before authorization of the Articles of Incorporation. You can implement the said confirmation for free. For more information, please refer to the related link "on the investigation method of the same trade name or the same head office" in the "Application Form of Commercial and Incorporation Registration" (http://houmukyoku.moj.go.jp/homu/COMMERCE_11-1.html) in the website of the Ministry of Justice.

(Purpose)

Article 2. The purpose of our company shall be to perform the following businesses:

- (1) Production and distribution of ____
- (2) Buying and selling of ____
- (3) All businesses contingent on the preceding items

(Note) Be careful when you use Roman characters, jargon, etc. that are not known to the public (such as the term not being found in dictionaries sold generally) because your registration application will not be accepted. In that case, you must be careful about making such terms easy to be understood by additional description in parentheses, etc. for the person who has received such certificate of registered information.

In the case that approval and license, enrollment, registration by public office, etc. (hereinafter collectively referred to as "Approvals, etc.") are necessary, or the submission of a certificate of registered information for performing business is necessary, please contact such public office, etc. beforehand to confirm whether there is any problem in the purpose of the Articles of Incorporation. Even if your registration application is accepted it may cause problems with relation to approvals, etc.

(Place of head office)

Article 3. The head office of our company shall be located at __-ken__-shi.

(Note) The place of the head office stated in the Articles of Incorporation can be in the minimum administrative district. However, in that case, you must decide such place as precise as "__-chou__-chome __-__" by a majority of incorporators (in the case of an unadministered region, up to "banchi").

(Means of public notice)

Article 4. Public notices of our company shall be conducted by means of running such notice in an official gazette.

Chapter 2 Share

(Total number of authorized shares)

Article 5. The total number of authorized shares of our company shall be ____shares.

(Non-issuance of share certificate)

Article 6. Concerning the shares that our company issues, we will not issue share certificates.

(Restriction on transfer of shares)

Article 7. You must be approved by our company when you obtain the shares of our company by means of transfer.

(Request to state and record the matters to be stated in the shareholder registry)

Article 8.

1. Where those who have acquired the shares of our company request to state or record the matters to be

stated in the shareholder registry in the shareholder registry, they shall sign or affix the name and seal to our predetermined form's written demand, collectively with those who have already been stated or recorded in the shareholder registry as shareholders of the same share that they acquire this time, or with their successor and other general successor.

2. However, notwithstanding the provisions of the preceding paragraph, if it is prescribed by an ordinance of the Ministry of Justice as there is no possibility of causing any harm to the benefit of interested people, those who acquired such share may solely demand the above-mentioned request.

(Representation of registration of the right of pledge and the representation of trust property)

Article 9. Concerning the shares issued by our company, if you request representation of the registration of the right of pledge or trust property, you shall sign or affix your name and seal to our predetermined form's written demand and then submit it to our company. The same applies to its obliteration of registration or representation.

(Fees)

Article 10. If the request mentioned in Articles 8 and 9 is demanded, fees that are predetermined by our company shall be paid to our company.

(Date of record)

Article 11.

1. Our company deems shareholders to be people who shall execute their right at the regular general meeting of shareholders relating to each business year, subject to possessing the voting right stated or recorded in the final shareholder registry as of the last day of March of each year (hereinafter referred to as "Shareholders as of Date of Record"); this is provided, however, that, where the benefit of such Shareholders as of Date of Record is not harmed, our company may decide the people, in whole or in part, after the Date of Record, who have acquired the shares of our company by issuing shares for subscription, merger, share exchange, absorption-type company split, etc., as shareholders who may exercise their rights in such regular general meeting of stockholders.
2. In addition to the preceding paragraph of this article, if it is necessary to decide the person who shall exercise right as a shareholder or the registered pledgee of shares, we can decide the Date of Record temporarily by the decision of directors; this is provided, however, that, in such case, such date shall be publically announced two (2) weeks in advance.

(Notification of address, etc. of shareholders)

Article 12. The shareholders and registered pledgees of shares or their legal representatives or representatives shall submit their name, address, and seal impression to our company using our company's predetermined form. The same applies to matters when there is modification to the matters of submission.

Chapter 3 Shareholders' Meeting

(Calling)

Article 13.

1. The regular general meeting of stockholders of our company shall be called within three (3) months after the day following the last day of each business year, and an extraordinary general meeting shall be called when it is necessary.
2. When calling a shareholders' meeting, you shall send a notice of calling one (1) week in advance of such meeting to the shareholders who can exercise their voting rights.

(Chairperson)

Article 14. The chairperson of a shareholders' meeting shall be the president of a company. Where such president of a company may not become a chairperson due to accident, other directors take that place according to the order decided by the president in advance.

(Resolution)

Article 15.

1. Unless otherwise provided for by laws and regulations or the Articles of Incorporation, the resolution of a shareholders' meeting shall be made by reaching a majority vote of the shareholders who attend the meeting and have voting rights.
2. The resolution as provided for in Article 309, Paragraph (2) of the Companies Act shall be made by two-thirds or more of voting rights of the shareholders who attend the meeting where the shareholders holding one-third or more of the voting rights of the shareholders who are entitled to exercise their voting rights are present.

(Voting by proxy)

Article 16. Shareholders and their legal representatives can exercise their voting rights by appointing shareholders or relatives who have voting rights of our company as agents; this is provided, however, that, in such case, a certificate proving the capacity to represent shall be submitted at each general meeting.

Chapter 4 Director

(Number of directors)

Article 17. The directors of our company shall be not more than two (2) persons.

(Election of directors)

Article 18.

1. The director of our company shall be elected by a majority of voting rights at the shareholders' meeting where shareholders who have one-third or more of voting rights attend.
2. The election of directors shall not be conducted by cumulative voting.

(Term of office)

Article 19.

1. The term of office of a director shall be terminated as of the termination of a regular general meeting of stockholders relating the final meeting within the ten (10) business years after the said election.
2. The term of office of a director as an alternative or newly elected directors by increasing the number of directors shall be the same as its remaining period of the predecessors or other incumbent directors.

(Representative director and president)

Article 20.

1. In case of appointing two (2) directors, we will appoint a representative director by means of mutual voting by such directors.
2. Such representative director shall be the president and be representative of our company.
3. The business of our company shall be executed by the president of our company.

(Remuneration and retirement bonus of directors)

Article 21. The remuneration and retirement bonus of directors shall be decided by a resolution at each shareholders' meeting.

Chapter 5 Calculation

(Business year)

Article 22. The business year of our company shall be a one-year period that commences from the first day of April and ends on the last day of March.

(Dividend of surplus)

Article 23. The people eligible for the dividend of surplus shall be the shareholders or registered pledgees of shares who are stated or recorded in the shareholder registry as of the end of each business year.

(Limitation of dividend)

Article 24. In the case that the dividend of surplus should not be received for three (3) years from its date of distribution, our company may be exempted from obligation of such payment.

Chapter 6 Supplementary Provisions

(Minimum amount of property financed in incorporation)

Article 25. The minimum amount of property financed in the incorporation of our company shall be ___ yen.

(First business year)

Article 26. The first business year of our company shall commence from the date of the incorporation of our company and ends on the last day of March 20____.

(Incorporator)

Article 27. The name and address of the incorporator and the number of shares received by them at incorporation are as follows:

___-ken___-shi___-chou___-chome ___-___-___-___-___ shares

___-ken___-shi___-chou___-chome ___-___-___-___-___ shares

(Note) You do not have to attach the written consent of the incorporator relating to matters as provided for in Article 32, Paragraph (1), Item (i) of the Companies Act with this application if the number of shares received by the incorporator is stated in the Articles of Incorporation. In this case, you must describe in the application "___ cites the statement in the Articles of Incorporation."

(Compliance with laws and regulations)

Article 28. All matters not provided for in this article shall entirely comply with the Companies Act and other laws and regulations.

NOW we hereby prepare these Articles of Incorporation for the incorporation of ___Shoji Kabushiki

Kaisha, and the incorporator then affixes the name and seal.

20__, __, __ (y/m/d)

Incorporator: _____ [Seal]

Incorporator: _____ [Seal]

(Note) You must be authorized by a notary.

(Reference) Matters to be stated in the Articles of Incorporation;

Mandatory matters to be stated in the Articles of Incorporation (matters that shall be stated)

- 1 Purpose
- 2 Trade name
- 3 Place of head office
- 4 Value and minimum amount of property financed at incorporation)
- 5 Name and address of the incorporator

Relative matters to be stated (It shall be stated in the Articles of Incorporation to be effective.)

[example]

- 1 The name making a contribution in kind, property and its value of the purpose of finance, and type and number of issued shares at incorporation allocated to those people
- 2 The property and its value contracted for transfer after the incorporation and the name of such person who will transfer these things
- 3 Remuneration, other special benefit, etc. that the incorporator will receive at the incorporation and the name of such incorporator
- 4 The cost borne by the Kabushiki Kaisha relating to incorporation

Discretionary matters to be stated (You can state matters that will not be effective unless provided for in the Companies Act, and other matters that do not breach the provisions of the Companies Act.)

Written consent of the incorporator relating to the shares issued at incorporation

(This is a sample. Please prepare it pursuant to the actual situation of the company.)

Written consent

Today, by the consent of all incorporators, we will decide as follows the matters relating to the shares issued at the incorporation of the company.

- 1 Number of shares to be allocated and amount to be deposited by the incorporator:
Number of shares of ____Shoji Kabushiki Kaisha to be allocated: __ common shares
Amount of deposited in exchange: __ yen
1. Number of shares to be allocated and amount to be deposited by the incorporator:
Number of shares of ____Shoji Kabushiki Kaisha to be allocated: __ common shares
Amount of deposited in exchange: __ yen

To prove the above-mentioned matters, all of the incorporators shall affix their name and seal (or sign).

20 __, __, __ (y/m/d)

____Shoji Kabushiki Kaisha
__-ken__-shi__-chou__-chome __-__
Incorporator: _____ [Seal]
__-ken__-shi__-chou__-chome __-__
Incorporator: _____ [Seal]

In the case that the stated capital and capital reserve are determined by the consent of all incorporators

Written consent

Today, by the consent of all incorporators, we will decide the amount of stated capital as follows:

- 1 Amount of stated capital: __ yen
- 1 Amount of capital reserve: __ yen

To prove the above-mentioned matters, all of the incorporators shall affix their name and seal (or sign).

20 __, __, __ (y/m/d)

____Shoji Kabushiki Kaisha
__-ken__-shi__-chou__-chome __-__
Incorporator: _____ [Seal]
__-ken__-shi__-chou__-chome __-__
Incorporator: _____ [Seal]

Written resolution of the election of a director at incorporation and place of head office

(This is an example. Please prepare it pursuant to the actual situation of the company.)

Written resolution of the election of a director at incorporation and place of head office

On 20____,____,____ (y/m/d), at the organization office of _____Shoji Kabushiki Kaisha, with all incorporators who attended (or the attending incorporators who have the majority of voting rights), by a resolution of all incorporators' consensus, a director at incorporation was elected and the place of head office was decided as follows:

Director at incorporation: Taro Homu, Ichiro Homu

Head office: ____-ken____-shi____-chou____-chome ____-____

To prove the above-decided matters, all of the incorporators (or attending incorporators) shall affix their name and seal (or sign) as follows:

20____,____,____ (y/m/d)

_____Shoji Kabushiki Kaisha

Incorporator: _____ [Seal]

Incorporator: _____ [Seal]

(Note 1) When the written resolution is more than one page, you must stamp a joint seal on each of the two page's overlapping line. The joint seal can be the seal impression of one person among the incorporators.

(Note 2) There is no need to attach a written consent to appointment to the application form separately, if (i) a director at incorporation elected from among the incorporators accepts the appointment at the meeting, (ii) such fact and the address of the elected person are set forth in the resolution, and (iii) it bears the name and seal of the elected person.

Even if a written consent to appointment may be omitted to be attached (to the application), a company is required to attach a certificate of the seal impression of director at incorporation prepared by the mayor. A company having appointed (company) auditor, a certificate of identity verification such as a certificate of entry on the resident card of (company) auditor must be attached (to the application).

Note that, in this case, you must describe in the application "written consent to appointment cites the statement from the written resolution of election for director at incorporation."

(Note 3) If any director at incorporation or (company) auditor at incorporation is elected from among others than the incorporators, a written consent to appointment shall be attached separately for the person.

Document that proves that the representative director at incorporation was elected

(This is a sample. Please prepare it pursuant to the actual situation of the company.)

Written resolution of election for the representative director at incorporation

On 20__, __, __ (y/m/d), at the organization office of ____Shoji Kabushiki Kaisha, with all incorporators who attended (or the majority of incorporators attending), by the resolution of all incorporators' consensus, a director at incorporation was elected as follows: (The elected person accepted such appointment immediately.)

Representative director at incorporation: __-ken__-shi__-chou__-chome __-__ Taro Homu

To prove the above-decided matters, all of the incorporators (or attending incorporators) shall affix their names and seals as follows:

20__, __, __ (y/m/d)

____Shoji Kabushiki Kaisha

Incorporator: _____ [Seal]

Incorporator: _____ [Seal]

(Note) 1. In the cases where a person elected from among the incorporators accepts the appointment as the representative director at incorporation at the meeting, and the resolution describes the fact and bears the name and seal of the elected person, there is no need to attach such written consent to appointment to the application form separately.

2. If the representative director at incorporation is elected from among others than the incorporators, a written consent to appointment shall be attached separately.

Report on an investigation

(This is a sample. Please prepare it pursuant to the actual situation of the company.)

Report on an investigation

By the reason of appointment as director of ____Shoji Kabushiki Kaisha (during incorporation) as of 20 __, __, __ (y/m/d), we perform investigation pursuant to the provision of Article 46 of the Companies Act. The result is as follows:

Matters for investigation

1: Matters relating to the value of property contributed in kind stated in the Articles of Incorporation (matters outlined in Article 33, Paragraph (10), Items (i) and (ii) of the Companies Act)

The person who makes a contribution in kind stated in the Articles of Incorporation is incorporator ____, and the type and number of issued shares at incorporation allocated to the property and value of the purpose of finance are as follows:

(Note) If the total amount of the value of the property (following (a) and (b)) relating to contribution in kind stated in the Articles of Incorporation is less than 5,000,000 yen

(a) The housing lot (____ m²) at __-ken__-shi__-chou__-chome __-__ (The stated value in the Articles of Incorporation is ____yen.)

____ common shares issued at incorporation allocated against it

(b) ____ common shares of ____Kabushiki Kaisha
value: ____yen

____ common shares issued at incorporation allocated against it

(1) Concerning above (a), the estimated value of the property is __ yen and the value stated in the Articles of Incorporation is three-quarters of it (__ yen), and the number of allocated shares issued at incorporation is ____ shares, so the statement in the Articles of Incorporation is deemed to be appropriate.

(2) Concerning above (b), the value of such securities is __ yen or more, so the value stated in the Articles of Incorporation is deemed to be appropriate.

(Note) If the value of following (c) is proved by lawyers, etc.

(c) The housing lot (____ m²) at __-ken__-shi__-chou__-chome __-__ (The stated value in the Articles of Incorporation is ____yen.)

____ common shares issued at incorporation allocated against it.

Received the certificate of a lawyer and the evaluation document of appraisal of a real estate appraiser pursuant to Article 33, Paragraph (10), Item (iii) of the Companies Act, and the result of investigation of this fact is deemed to be appropriate.

2: Concerning __ shares relating to the acceptance by incorporator ____, the distribution of the property with the purpose of contribution in kind as of 20 __, __, __ (y/m/d) is deemed to be fact by the exhibit of a succession-of-property document.

3: The completion of payment no later than 20 __, __, __ (y/m/d) is deemed to be fact by the deposit receipt of paid money of Kabushiki Kaisha ____ Bank.

4: We hereby affirm that the other procedures relating to the incorporation do not breach laws and regulations, or the Articles of Incorporation. As described above, we hereby report in accordance with the provisions of the Companies Act.

20 __, __, __ (y/m/d)

____Shoji Kabushiki Kaisha
Directors at incorporation:
Taro Homu [Seal] and Ichoro Homu [Seal]

(Note) When the report is more than one page, you must stamp a joint seal on each of the two page's overlapping line. The joint seal can be the seal impression of one person among the people who have affixed their name and seal.

(If there are abnormal incorporation matters provided for in each item of Article 28 of the Companies Act, you must attach this document together with a report on the investigation.)

Exhibit of succession-of-property certificate

(This is a sample. Please prepare it pursuant to the actual situation of the company.)

Succession-of-property certificate

The representation of the property with the purpose of contribution in kind

(Note) Describe the property relating to the Articles of Incorporation and the contribution in kind stated in the report on the investigation.

- (a) The housing lot (____ m²) at __-ken__-shi__-chou__-chome __-__
(The stated value in the Articles of Incorporation is ____yen.)
- (b) ____common shares of ____Kabushiki Kaisha
value: ____yen or more
Total amount: ____yen

Hereby distribute the above-mentioned private property as contribution in kind.

20__, __, __ (y/m/d)

__-ken__-shi__-chou__-chome __-__
Incorporator: _____ [Seal]

(Sample) Certificate that certifies that there was a payment to ____Shoji Kabushiki Kaisha

Example Certificate of deposit of subscription money

Certificate

We hereby certify that there was the payment of full amount relating to the shares issued at incorporation of our company.

Number of shares issued at incorporation: ____ Shares

Payment amount: ____yen

20____,____,____ (y/m/d)

____Shoji Kabushiki Kaisha
Representative director at incorporation: Taro Homu [Seal]

- (Notes)
1. You must stamp the seal impression to be submitted to a registry by the representative of our company to this application form.
 2. Bind together a copy of the schedule of transactions and deposit passbook (including the part indicating an account holder), and stamp a joint seal using the seal impression used in this application form. Make the date and amount of payment clear by using marker pen or underlining the section of payment or transfer of fund relating to the attached copies of schedule of transactions and deposit passbook.
 3. If the account holder is not the incorporator but the representative director at incorporation, attach a power of attorney.

Example certificate of the representative director at incorporation relating to the allocation of the amount of stated capital:

Certificate relating to the allocation of the amount of stated capital (Note 1)

(1) Payment amount (as provided for in Article 43, Paragraph (1), Item (i) of the Corporate Accounting Rules):

_____yen

(2) Value of the property if there is distribution of property other than the paid money

(As provided for in Article 43, Paragraph (1), Item (2) of the Corporate Accounting Rules) (Note 2):

_____yen

(3) (1) + (2)

_____yen

We certify that _____yen as the amount of stated capital is calculated according to the provisions of Article 445 of the Companies Act and Article 43 of the Corporate Accounting Rules. (Note 3)

20____,____,____ (y/m/d)

____-ken____-shi____-chou____-chome____-____

____Shoji Kabushiki Kaisha

Representative director: _____ [Seal] (Note 4)

- (Notes) 1. If the property contributed at incorporation is only money, you do not have to attach a certificate relating to the allocation of the amount of stated capital.
2. If the book value of the person who contributed is to be allocated (as provided for in Article 43, Paragraph (1), Items (a) and (b) of the Corporate Accounting Rules), you must state the book value.
3. If an amount no more than one-half of the amount paid or distributed by the person who is to be a shareholder (the amount of (3)) is not allocated, you must state it in the above-mentioned certificate, and unless provided for in the Articles of Incorporation, you must attach a document that certifies that there is the consensus of all incorporators in deciding such amount.
4. You must stamp the seal impression to be submitted to a registry by the representative of your company at the time of registration of establishment.

Example written consent to appointment

Written consent to appointment

I hereby accept the appointment of director at incorporation of your company at 20__, __, __ (y/m/d).

20__, __, __ (y/m/d)

__-ken__-shi__-chou__-chome __-__

Taro Homu [Seal]

To: ____Shoji Kabushiki Kaisha

- (Note) 1. You must prepare such documents as for the representative director at incorporation and the (company) auditor at incorporation.
2. If the company has no board of directors, you must stamp the seal impression registered to the municipality on the written consent to appointment of the director at incorporation.
3. You should attach a certificate of seal impression prepared by the mayor for the representative director at incorporation, and a certificate for identity verification such as a certificate of entry on the resident card for each director at incorporation and (company) auditor at incorporation, respectively.

(Sample) Power of attorney

Power of attorney

__-ken__-shi__-chou__-chome __-__

Saburo Homu

I hereby determine the above-stated person to be an agent, and delegate the following:

Any case relating to the application for registration of establishment of our company whose necessary procedure has been completed as of 20__, __, __ (y/m/d). Any case relating to making a claim for a return or receipt of the original. (Note 1)

20__, __, __ (y/m/d)

__-ken__-shi__-chou__-chome __-__

____Shoji Kabushiki Kaisha

representative director: Taro Homu [Seal] (Note 2)

- (Notes) 1. You must describe it when requesting the return of the original.
2. You must stamp the seal impression to be submitted to a registry by the representative of your company.

These materials contain samples of documents regarding registration, visa, taxation, personnel and labor matters that are necessary when a foreign company establishes a corporation or other entity in Japan as well as descriptive examples of how to fill them out. A portion of the English content has been updated through a provisional translation. These documents are not published by competent authorities and therefore are not official. For those who are going through the official procedures, please download the latest official documents from the competent authorities and related bodies or consult a person who specializes in advising on such information and procedures.

The information contained in this documents should be used at the reader's independent discretion. While JETRO makes every effort to ensure the accuracy of the information it provides, no responsibility is accepted by JETRO for any loss or damage incurred as a result of actions based on the information provided in these documents or provided by the external links listed on these pages.

The competent authorities relating to these documents: Legal Affairs Bureau

URL: <http://houmukyoku.moj.go.jp/homu/content/001252644.pdf>