

Articles of Incorporation of The Organization of Global Financial City Tokyo

CHAPTER I. GENERAL PROVISIONS

NAME

- Article 1-1 The name of the organization is Ippan Shadan Houjin Tokyo Kokusai Kinyukiko (hereafter, the “Organization”).
- Article 1-2 The Organization shall be indicated in English as The Organization of Global Financial City Tokyo. It may also be branded as FinCity Tokyo for short.

OFFICE

- Article 2-1 The Organization’s main office shall be located in Chuo Ward, Tokyo.
- Article 2-2 The Organization may, by resolution of the Board of Directors, establish a secondary office where required. The same shall apply in the case of any change to, or abolishment of, an office.

PURPOSE

- Article 3-1 The purpose of the Organization shall be to boost the attractiveness of Tokyo’s financial markets, raising its profile as a top-class global financial city.

BUSINESSES

- Article 4-1 The Organization shall engage in the following businesses for the purpose of achieving the goal stated in the preceding article.
- (1) Distribute information showcasing Tokyo as a global financial city.
 - (2) Liaise between members and facilitate dialogue and cooperation.
 - (3) Facilitate dialogue, exchange, and cooperation with financial organizations, industry sectors, etc.
 - (4) Facilitate dialogue, exchange, and cooperation with overseas financial organizations, industry sectors, and groups involved in promotional activities for the financial sector.
 - (5) Attract overseas financial institutions etc., to Japan.
 - (6) Present statements and recommendations to relevant government and other agencies, institutions, etc.
 - (7) Other businesses as required to achieve the Organization’s goals.

BUSINESS YEAR

- Article 5-1 The Organization’s business year shall begin on April 1 and end on March 31 the following year.

CHAPTER II. MEMBERS

MEMBER CLASSIFICATIONS

Article 6-1 The Organization shall have the following four member classifications. Regular members shall be deemed members in the sense prescribed in the *Act on General Incorporated Associations and General Incorporated Foundations*.

(1) Regular member

A corporation or association possessing substantial social credibility that agrees with the businesses of the Organization listed in Article 4-1 and can accurately, fairly, and efficiently carry out such businesses.

(2) Supporting member

A corporation or association possessing substantial social credibility that agrees with the businesses of the Organization listed in Article 4-1 and can cooperate in such businesses.

(3) Start-up company member

A start-up company that meets the qualification requirements stipulated in the Membership Rules separately established by the general meetings of members, agrees with the businesses of the Organization listed in Article 4-1, and can cooperate in such businesses.

(4) Special member

A highly public-spirited association, research or educational institution, or other corporation or association possessing substantial social credibility that agrees with the businesses of the Organization listed in Article 4-1 and which the Board of Directors acknowledges to have the capacity to provide special cooperation.

MEMBERSHIP

Article 7-1 Parties wishing to join the Organization as a member shall apply with the membership application form provided in the Membership Rules.

Article 7-2 Membership shall be determined by the Board of Directors in accordance with the criteria prescribed in the Membership Rules with the applicant being notified of such.

MEMBERSHIP FEE

Article 8-1 Members must pay the membership fee in accordance with the Membership Fee Rules separately established by the general meeting of members.

Article 8-2 The total amount of the membership fee shall be allocated to paying expenses necessary for the businesses of the Organization.

MEMBER WITHDRAWAL

Article 9-1 Members can voluntarily withdraw from the Organization by submitting the notice of withdrawal provided in the Membership Rules.

MEMBER REMOVAL

Article 10-1 In the event that any of the following items apply to a member, the member can be removed from the Organization in accordance with a resolution approved by two thirds or more of the votes of all regular members at a general meeting of members. In such cases, the member shall be notified of the motion in writing, along with the reasons for

the removal, one week prior to the general meeting of members and be given the opportunity to explain their actions at the general meeting of members before the motion is resolved.

- (1) The member has violated the Articles of Incorporation or rules of the Organization.
- (2) The member has damaged the reputation of the Organization or engaged in activities that run counter to its purpose.
- (3) Any other justifiable reasons.

Article 10-2 The member shall be notified if a motion for their removal is resolved pursuant to Article 10-1.

LOSS OF MEMBERSHIP

Article 11-1 A member shall lose their membership in the event that any of the following applies.

- (1) The member has withdrawn from the Organization.
- (2) The member corporation or association has been dissolved.
- (3) The member corporation or association has received a ruling to commence bankruptcy proceedings.
- (4) The member has failed to pay the membership fee for a period of one year or more.
- (5) The member has been removed from the Organization.
- (6) An agreement has been obtained from all regular members.

RIGHTS AND OBLIGATIONS UPON LOSS OF MEMBERSHIP

Article 12-1 A member that has lost their membership in accordance with the provisions of Article 11-1 shall lose their rights and be absolved of their obligations as a member of the Organization. However, they shall not be absolved from any outstanding obligations.

Article 12-2 Even if a member loses their membership, the Organization shall not refund any membership fees or other contributions already paid by the member.

CHAPTER III. GENERAL MEETINGS OF MEMBERS

COMPOSITION

- Article 13-1 General meetings of members shall be composed of the regular members of the Organization.
- Article 13-2 Each regular member shall be entitled to cast one vote at the general meetings of members.

AUTHORITY

- Article 14-1 The general meetings of members shall resolve the following.
- (1) Appointment and dismissal of officers.
 - (2) Amount of remuneration for officers and payment criteria.
 - (3) Changes to the Articles of Incorporation.
 - (4) Approval of financial documents and supplementary schedules (hereafter "financial documents").
 - (5) Criteria for membership and membership fee amount.
 - (6) Removal of members.
 - (7) Long-term borrowings and disposal or acquisition of important assets.
 - (8) Dissolution and assignment of residual assets.
 - (9) Mergers and whole or partial transfers of business.
 - (10) In addition to the items prescribed above, items stipulated in the *Act on General Incorporated Associations and General Incorporated Foundations* and items set forth in these Articles of Incorporation.
- Article 14-2 Notwithstanding the provisions of Article 14-1, a general meeting of members cannot resolve an item not listed in writing as one of the purposes of the meeting, as stipulated in Article 16-3, unless agreement is obtained from all regular members.

TYPES OF MEETINGS

- Article 15-1 The Organization shall convene two types of general meetings of members: ordinary and extraordinary.
- Article 15-2 The ordinary general meeting of members shall be convened within three months following the end of the business year.
- Article 15-3 Extraordinary general meetings of members shall be convened if any of the following applies.
- (1) The Board of Directors resolves to convene an extraordinary general meeting of members.
 - (2) A director receives a convocation request in writing from regular members holding at least one fifth of voting rights, explaining the purpose of the meeting and the reasons for convocation.
- Article 15-4 The regular members that put forward the request as prescribed in item (2) of Article 15-3 can call an extraordinary general meeting of members with the permission of a court in any of the following cases.
- (1) When steps are not taken to call a meeting without delay after the request was made.
 - (2) When no convocation notice has been sent out to announce a general meeting of

members for a date no later than six weeks after the request was made.

CONVOCATION

- Article 16-1 General meetings of members shall be called by the representative director pursuant to a resolution of the Board of Directors. However, convocation procedures can be skipped if the approval of all regular members has been obtained (except in cases where regular members not attending the meeting are able to exercise their voting rights in writing or by electronic means).
- Article 16-2 When a convocation request is received as stipulated in item (2) of Article 15-3, the representative director must send out a convocation notice for an extraordinary general meeting of members announcing a meeting for a date no later than six weeks after the request was made.
- Article 16-3 When calling a general meeting of members, a notice with the time and date, venue, and purpose of the meeting must be sent out at least one week before the day of the meeting. However, in cases where regular members not attending the meeting are able to exercise their voting rights in writing or by electronic means, the notice must be sent out at least two weeks in advance. The notice can be sent by electronic means if the consent of members has been obtained.

CHAIRMAN

- Article 17-1 The representative director of the Organization shall serve as chair of general meetings of members.

QUORUM

- Article 18-1 General meetings of members cannot be convened without the attendance of the majority of regular members.

RESOLUTIONS

- Article 19-1 Excluding items stipulated under paragraph 2, Article 49 of the *Act on General Incorporated Associations and General Incorporated Foundations* and items specially stipulated in these Articles of Incorporation, motions shall be resolved by a majority vote at a general meeting of members at which a majority of regular members are in attendance.

WRITTEN RESOLUTIONS

- Article 20-1 Regular members who cannot attend a general meeting of members can vote on matters notified in advance of the meeting in writing or by electronic means, or exercise their voting rights through another regular member acting as a proxy.
- Article 20-2 In applying the provisions of the preceding two articles in the case of Article 20-1, the regular members shall be deemed to have attended the meeting.
- Article 20-3 In cases where a director or regular member has proposed a motion in connection with matters given as the purpose of a general meeting of members, the proposed item shall be deemed to have been resolved in the affirmative by the general meeting of members when expressions of agreement have been received from all regular members in writing or by electronic means.

OMISSION OF REPORTING

- Article 21-1 In cases where a director has notified all regular members of items that require

reporting at a general meeting of members, the items shall be deemed to have been reported to the general meeting of members when expressions of approval have been received from all regular members, in writing or by electronic means, with respect to the fact that the items do not require reporting to the general meeting of members.

MEETING MINUTES

Article 22-1 As prescribed by law, the proceedings of general meetings of members must be recorded in the form of meeting minutes.

MEETING MANAGEMENT RULES

Article 23-1 Items pertaining to the management of general meetings of members shall be stipulated in the Management Rules for General Meetings of Members separately established by the general meeting of members, in addition to items prescribed by law or in these Articles of Incorporation.

CHAPTER IV. OFFICERS AND BOARD OF DIRECTORS

SECTION 1. OFFICERS

POSITIONS AND NUMBER OF OFFICERS

- Article 24-1 The Organization shall have the following officers.
- (1) Directors: Minimum of three and maximum of 20
 - (2) Auditors: Minimum of one and maximum of four

APPOINTMENTS

- Article 25-1 Directors and auditors shall be appointed by resolution of the general meetings of members.
- Article 25-2 The representative director shall be elected by the Board of Directors and given the title of Chairman.
- Article 25-3 The Board of Directors can elect an executive director from among the directors (executive director as stipulated in item (ii), paragraph 1 of Article 91 of the *Act on General Incorporated Associations and General Incorporated Foundations*).
- Article 25-4 An auditor may not serve concurrently as a director or employee of the Organization.
- Article 25-5 Among the directors, the total number of any one director and their spouse, or relatives within the third degree of kinship, or other persons with a special relationship prescribed by law, must not exceed one third of the total number of directors.

DUTIES AND AUTHORITY OF DIRECTORS

- Article 26-1 The directors shall make up the Board of Directors and participate in determining the execution of the Organization's activities as prescribed in these Articles of Incorporation.
- Article 26-2 The representative director shall represent the Organization and execute its activities.
- Article 26-3 The executive director shall assist the representative director in executing the activities of the Organization. When the representative director is unable to act or is absent, the executive director shall act in their place to perform its duties.
- Article 26-4 The authority of the representative director, executive director, and other directors charged with executing activities shall be determined by the Rules on Administrative Authority separately established by the Board of Directors.
- Article 26-5 The representative director, executive director, and directors charged with executing activities as stipulated in Article 26-4 must report on the execution of their duties to the Board of Directors at least twice every business year at an interval exceeding four months.

DUTIES AND AUTHORITY OF AUDITORS

- Article 27-1 Auditors shall perform the following duties.
- (1) Examine the execution of duties by directors and prepare audit reports as prescribed by law.
 - (2) Audit financial documents and business reports every business year.
 - (3) Attend general meetings of members and Board of Directors meetings and express opinions if required.

- (4) Report to the Board of Directors any fraudulent activity by a director or when it is deemed a director may potentially engage in such activity, or when facts come to light that indicate a director is breaking the law or the Articles of Incorporation or engaging in markedly inappropriate activity.
- (5) Examine the agenda items, documents and other items required by law that directors intend to submit to general meetings of members, and report the results to the general meetings of members when items are found to be in violation of the law or the Articles of Incorporation or are deemed to be significantly inappropriate.
- (6) Execute their authority as otherwise prescribed by law.

Article 27-2 Auditors can request the Organization's activity reports from directors and employees at any time and examine the state of activities and assets.

Article 27-3 Auditors can request the representative director to call a Board of Directors meeting in order to conduct a report as stipulated in item (4) of Article 27-1. However, an auditor can directly call a Board of Directors meeting when no convocation notice has been sent out within five days after the request was made to announce a Board of Directors meeting for a date no later than two weeks after the request.

Article 27-4 In cases where a director engages or is likely to engage in activity outside the scope of purpose of the Organization or violates the law or the Articles of Incorporation, and such activity has the potential to cause considerable damage to the Organization, auditors can request the director to stop engaging in such activity.

TERMS OF OFFICE

Article 28-1 The term of office for a director shall conclude at the end of the ordinary general meeting of members for the last business year ending within two years after their appointment. This does not preclude reappointment.

Article 28-2 The term of office for an auditor shall conclude at the end of the ordinary general meeting of members for the last business year ending within four years after their appointment. This does not preclude reappointment.

Article 28-3 The term of office for an officer appointed to fill the vacancy of an officer who resigns prior to the expiry of their term may be defined as extending to the end of the term of the resigning officer.

Article 28-4 When a shortage occurs in the number of officers set forth in Article 24-1, a director or auditor stepping down or resigning upon expiry of their term of office shall retain their rights and obligations until a newly appointed officer takes office.

DISMISSAL

Article 29-1 Officers can be dismissed at any time by resolution of a general meeting of members. However, the dismissal of an auditor shall require a resolution passed by at least two thirds of the votes of all regular members.

REMUNERATION

Article 30-1 Officers can be paid an allowance as compensation for executing their duties.

Article 30-2 Officers can be paid for the costs required to perform their duties.

Article 30-3 Items pertaining to the preceding two articles shall be stipulated in the Rules on Officer Remuneration separately established by the general meeting of members.

TRANSACTION RESTRICTIONS

- Article 31-1 Directors intending to conduct any of the following transactions must disclose the material facts of the transaction and obtain the approval of the Board of Directors.
- (1) A transaction for the sake of oneself or a third party but considered to be a business of the Organization.
 - (2) A transaction with the Organization for the sake of oneself or a third party.
 - (3) When the Organization guarantees the liabilities of a director or conducts a transaction with a person other than the director leading to a conflict of interest between the Organization and the director.
- Article 31-2 A director who has carried out any of the transactions listed in Article 31-1 must immediately report the material facts of the transaction to the Board of Directors.
- Article 31-3 The handling of matters stipulated in the preceding two articles shall be carried out in accordance with the Management Rules for Board of Directors prescribed in Article 43-1.

LIABILITY EXEMPTIONS AND LIMITATIONS

- Article 32-1 The liability of officers set forth in paragraph 1 of Article 111 of the *Act on General Incorporated Associations and General Incorporated Foundations* may be exempted by resolution of the Board of Directors if legally stipulated requirements are met, with the maximum exempted amount determined by deducting the minimum amount of liability prescribed by law.
- Article 32-2 Regarding the liability of officers stipulated in Article 32-1, the Organization may, by resolution of the Board of Directors, enter into an agreement with officers to limit such liability if legally stipulated requirements are met. However, the maximum amount of liability based on such agreement shall be the minimum amount of liability stipulated by law.

SECTION 2. BOARD OF DIRECTORS

ESTABLISHMENT

- Article 33-1 The Organization shall establish a Board of Directors.
- Article 33-2 The Board of Directors shall be composed of all directors.

AUTHORITY

- Article 34-1 The Board of Directors shall perform the following duties in addition to items separately established in these Articles of Incorporation.
- (1) Determination of time, date, venue, and purpose of general meetings of members.
 - (2) Establishment, amendment, and abolishment of rules.
 - (3) Determination of the Organization's businesses, in addition to the items listed above.
 - (4) Supervision of the execution of duties by directors.
 - (5) Appointment and dismissal of the representative director.
- Article 34-2 The Board of Directors cannot delegate directors to make decisions on the following items or other important businesses to be executed.
- (1) Disposal and acquisition of important assets.
 - (2) Large borrowings.

- (3) Appointment and dismissal of important employees.
- (4) Establishment, change, or closure of secondary offices or other key organizational units.
- (5) Exemption of liability under Article 32-1.

TYPES OF MEETINGS

- Article 35-1 The Board of Directors shall convene two types of meetings: ordinary and extraordinary.
- Article 35-2 Ordinary Board of Directors meetings shall be convened four times every business year.
- Article 35-3 An extraordinary Board of Directors meeting shall be convened in any of the following cases.
- (1) When deemed necessary by the representative director.
 - (2) The representative director receives a convocation request in writing from another director explaining the purpose of the meeting.
 - (3) When a director who has made a request as stipulated in item (2) above calls a meeting in the case that no convocation notice has been sent out within five days after the request to announce a Board of Directors meeting for a date no later than two weeks after submission of the request.
 - (4) An auditor requests the representative director to call a meeting, or an auditor calls a meeting pursuant to the stipulations of item (5), Article 27-1.

CONVOCATION

- Article 36-1 The representative director shall call Board of Directors meetings except when a director calls a meeting pursuant to item (3) of Article 35-3 or an auditor calls a meeting pursuant to the latter part of item (4) of Article 35-3.
- Article 36-2 The Board of Directors meeting shall be called by a director in the case of item (3) of Article 35-3 and by an auditor in the case of the latter part of item (4) of Article 35-3.
- Article 36-3 In the case of item (2) or the former part of item (4) of Article 35-3, the representative director must call an extraordinary Board of Directors meeting within five days after the request was made for a date no later than two weeks after the request.
- Article 36-4 When calling a Board of Directors meeting, a written notice with the time and date, venue, and purpose of the meeting must be sent out to all directors and auditors at least one week before the day of the meeting.
- Article 36-5 Notwithstanding the provisions of the preceding paragraph, a Board of Directors meeting can be convened without going through the convocation procedures if the approval of all directors and auditors has been obtained.

CHAIRMAN

- Article 37-1 The representative director shall serve as chair of Board of Directors meetings.

QUORUM

- Article 38-1 Board of Directors meetings cannot be convened without the attendance of the majority of directors.

RESOLUTIONS

- Article 39-1 In addition to provisions separately established in these Articles of Incorporation,

resolutions of the Board of Directors shall be adopted by a majority vote with a majority of the directors who are eligible to vote in attendance.

OMISSION OF RESOLUTIONS

Article 40-1 In cases where a director has proposed a motion in connection with matters given as the purpose of a Board of Directors resolution, the proposed item shall be deemed to have been resolved in the affirmative by the Board of Directors when expressions of approval have been received from all directors capable of voting in writing or by electronic means, except when an auditor raises an objection.

OMISSION OF REPORTING

Article 41-1 When a director or auditor notifies all directors and auditors of items that require reporting to the Board of Directors, the same items shall not require reporting at a Board of Directors meeting.

Article 41-2 The provisions of the preceding paragraph shall not apply to reports stipulated in Article 26-5.

MEETING MINUTES

Article 42-1 As prescribed by law, the proceedings of Board of Directors meetings must be recorded in the form of meeting minutes and signed and stamped by the attending directors and auditors.

MANAGEMENT RULES FOR BOARD OF DIRECTORS

Article 43-1 Items pertaining to the management of the Board of Directors shall be stipulated in the Management Rules for Board of Directors separately established by the Board of Directors, in addition to items prescribed by law or in these Articles of Incorporation.

CHAPTER V. FUNDS

FUND CONTRIBUTIONS

- Article 44-1 The Organization can request members or third parties to make contributions to funds as stipulated in Article 131 of the *Act on General Incorporated Associations and General Incorporated Foundations*.

FUND HANDLING

- Article 45-1 Procedures for fund solicitations, allotments, and payments, as well as fund management and handling, including fund returns, shall be stipulated in the Fund Handling Rules separately established by the Board of Directors.

RIGHTS OF FUND CONTRIBUTORS

- Article 46-1 The Organization shall not return funds to contributors before the Organization is dissolved pursuant to Article 57-1.
- Article 46-2 Notwithstanding the provisions of the preceding paragraph, the Organization can return funds to contributors in accordance with the procedures prescribed in the following article.
- Article 46-3 The rights of a fund contributor in relation to the Organization may not be transferred, pledged, or entrusted to another person.

PROCEDURES FOR RETURN OF FUNDS

- Article 47-1 The return of funds shall be made within the upper limit stipulated in Article 141 of the *Act on General Incorporated Associations and General Incorporated Foundations* in accordance with a resolution of an ordinary general meeting of members.
- Article 47-2 Procedures for the return of funds pursuant to Article 46-2 shall be determined by a resolution of the Board of Directors.

SUBSTITUTE FUNDS

- Article 48-1 In order to facilitate the return of a fund, an amount equivalent to the fund being returned shall be put aside as a substitute fund and must not be broken down.

CHAPTER VI. ASSETS AND ACCOUNTING

ADMINISTRATION AND MANAGEMENT OF ASSETS

Article 49-1 The representative director shall administer and manage the Organization's assets.

BUSINESS PLANS AND CASH BUDGET

Article 50-1 The representative director shall prepare documents detailing the Organization's business plans, cash budget, and projected financing by the last day before the start of every business year and report on those documents to the next general meeting of members following a resolution of the Board of Directors. The same shall apply in the case of any changes to the documents.

BUSINESS REPORTS AND FINANCIAL STATEMENTS

Article 51-1 The representative director shall prepare business reports and financial documents following the end of every business year and seek the approval of the Board of Directors after examination by the auditors. The representative director shall submit the business report and financial documents to the ordinary general meeting of members and report the details of the former and seek approval of the latter.

Article 51-2 As required by law, the Organization shall keep a copy of financial documents at its office and publicly disclose its balance sheet.

LONG-TERM BORROWINGS AND DISPOSAL OR ACQUISITION OF IMPORTANT ASSETS

Article 52-1 With the exception of short-term borrowings to be repaid with the revenue of that business year, when the Organization intends to borrow funds, this must be approved by a resolution passed by two thirds or more of the votes of all regular members at a general meeting of members.

Article 52-2 When the Organization intends to dispose of or acquire important assets, it must be approved by the same resolution stipulated in the preceding paragraph.

ACCOUNTING PRINCIPLES

Article 53-1 The Organization's accounting shall adhere to the accounting practices that are generally deemed to be fair and reasonable for public corporations.

Article 53-2 Items pertaining to the Organization's handling of accounts shall be stipulated in the Accounting Rules separately established by the Board of Directors.

NO DISTRIBUTION OF SURPLUS

Article 54-1 The Organization shall not distribute surplus funds.

CHAPTER VII. CHANGES TO ARTICLES OF INCORPORATION, MERGERS, AND DISSOLUTION

CHANGES TO ARTICLES OF INCORPORATION

Article 55-1 These Articles of Incorporation can be changed by a resolution passed by two thirds or more of the votes of all regular members at a general meeting of members.

MERGERS

Article 56-1 The Organization can merge or transfer all or part of its business to another general incorporated association or foundation by a resolution passed by two thirds or more of the votes of all regular members at a general meeting of members.

DISSOLUTION

Article 57-1 The Organization can be dissolved on the grounds stipulated in items (i), (ii), and (iv) through (vii) of Article 148 of the *Act on General Incorporated Associations and General Incorporated Foundations*, as well as by a resolution passed by two thirds or more of the votes of all regular members at a general meeting of members.

ASSIGNMENT OF RESIDUAL ASSETS

Article 58-1 After the Organization has fully cleared its outstanding debts (including liabilities pertaining to the return of funds) in connection with its dissolution or other event, the assignment of residual assets, if any, shall be determined by a resolution of a general meeting of members.

CHAPTER VIII. ADMINISTRATIVE OFFICE

ADMINISTRATIVE OFFICE

- Article 59-1 The Organization shall establish an administrative office to handle its administrative activities.
- Article 59-2 The administrative office shall have a manager and personnel as required.
- Article 59-3 The manager shall be appointed (or dismissed) by the representative director upon approval of the Board of Directors.
- Article 59-4 Items pertaining to the organization and running of the administrative office shall be determined separately by the representative director upon approval of the Board of Directors.

ACCOUNTS AND DOCUMENTS

- Article 60-1 As prescribed by law, the following accounts and documents must be kept at the Organization's offices.
- (1) Articles of Incorporation.
 - (2) List of members.
 - (3) List of directors and auditors.
 - (4) Documents related to accreditations, licenses, and registration.
 - (5) Documents related to the minutes of meeting bodies (Board of Directors and general meeting of members) prescribed in the Articles of Incorporation.
 - (6) Audit reports.
 - (7) Other accounts and documents required by law.
- Article 60-2 The viewing of accounts and documents listed in the preceding paragraph is prescribed by law and stipulated in the Information Disclosure Rules separately established by the Board of Directors.

COMMITTEES

- Article 61-1 If required for the purpose of advancing the businesses of the Organization, the Board of Directors can resolve motions to establish various advisory panel committees.
- Article 61-2 The Board of Directors shall appoint academics as committee members and decide on their terms of office.
- Article 61-3 Items pertaining to the roles, makeup, and management of committees shall be determined separately by resolution of the Board of Directors.
- Article 61-4 Members of committees shall receive no compensation. However, they may be paid for the costs required to perform their duties.

CHAPTER IX. INFORMATION DISCLOSURE AND PROTECTION OF PERSONAL INFORMATION

INFORMATION DISCLOSURE

- Article 62-1 In order to promote fair and open practices, the Organization shall actively disclose information about its activities and operations.
- Article 62-2 Items pertaining to information disclosure shall be determined separately by resolution of the Board of Directors.

PROTECTION OF PERSONAL INFORMATION

- Article 63-1 The Organization shall make every effort to protect personal information acquired in the course of its businesses.
- Article 63-2 Items pertaining to the protection of personal information shall be determined separately by resolution of the Board of Directors.

PUBLIC NOTICE

- Article 64-1 The Organization's public notices shall be displayed in a public and easily viewable location at the Organization's main office.

CHAPTER X. SUPPLEMENTARY PROVISIONS

MANDATE

Article 65-1 In addition to the items prescribed in these Articles of Incorporation, matters pertaining to the management of the Organization shall be determined separately by resolution of the Board of Directors.

GOVERNING LAWS

Article 66-1 Any items not stipulated in these Articles of Incorporation shall be governed by the *Act on General Incorporated Associations and General Incorporated Foundations* and other laws.

SUPPLEMENTARY PROVISIONS

1. These Articles of Incorporation shall take effect from the date of the Organization's registration of incorporation as prescribed in Article 22 of the *Act on General Incorporated Associations and General Incorporated Foundations*.
2. The names and addresses of the Organization's members at the time of incorporation are as follows.

Tokyo Metropolitan Government
2-8-1 Nishishinjuku, Shinjuku-ku, Tokyo

Japan Exchange Group, Inc.
2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo

Mizuho Bank, Ltd.
1-5-5 Otemachi, Chiyoda-ku, Tokyo

3. The Organization's directors, representative director, and auditors at the time of incorporation are as follows.

Director	Hiroshi Nakaso
Director	Keiichi Aritomo
Director	Takahiro Matsushita
Representative director	Hiroshi Nakaso
Auditor	Takeshi Shimizu
Auditor	Yuri Suzuki

4. The first business year of the Organization shall begin on the day of incorporation and end on March 31, 2020.

These Articles of Incorporation have been prepared for the purpose of the incorporation of The Organization of Global Financial City Tokyo and the members at the time of incorporation have affixed their signatures and seals hereto.

March 8, 2019

Yuriko Koike (member at the time of incorporation)
Governor
Tokyo Metropolitan Government
2-8-1 Nishishinjuku, Shinjuku-ku, Tokyo

Akira Kiyota (member at the time of incorporation)
Director & Representative Executive Officer
Japan Exchange Group, Inc.
2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo

Koji Fujiwara
President & CEO
Mizuho Bank, Ltd.
1-5-5 Otemachi, Chiyoda-ku, Tokyo