

Application/Notification method concerning Foreign Account Management Institutions

I . Application / Notification required

1. Application for Designation

○ A person who intends to obtain a Designation of an Account Management Institution (hereinafter referred to as "Foreign Account Management Institution") as prescribed in Article 44, paragraph 1, item 13 of the Act on Book-Entry Transfer of Corporate Bonds and Shares (Act No. 75 of 2001) needs to apply for the said Designation to the Commissioner of the Financial Services Agency, the Minister of Justice, and the Minister of Finance pursuant to the provisions of the Order Regarding Account Management Institutions (Cabinet Office Order, Ministry of Justice Order, and Ministry of Finance Order No. 2 of 2002).

2. Notification of change of trade name, etc.

○ If there is a change in the following matters, the Foreign Account Management Institution designated must notify the Commissioner of the Financial Services Agency, the Minister of Justice, and the Minister of Finance pursuant to the provisions of the Order Regarding Account Management Institutions without delay.

- Trade name or name
- Location of head office or principal office (Postal/zip code is not required.)¹
- Name of representative
- Country or region, where the head office or principal office is located, in which the Foreign Account Management Institution designated has obtained the license, registration or other similar disposition, to manage corporate bonds, etc. or rights similar to corporate bonds, etc. on behalf of other parties in that country or region
- Trade name or name of Designated Domestic Superior Institution²

3. Application for rescission of Designation

○ If the Foreign Account Management Institution intends to seek rescission of its Designation because of disappearance due to merger, abolition of business, etc., it is necessary to apply for the rescission of its Designation to the Commissioner of the Financial Services Agency, the Minister of Justice, and the Minister of Finance pursuant to the provisions of the Order Regarding Account Management Institutions.

II . Required Documents

1. Documents necessary for designated application

(1) Application form for Designation

(2) Attached documents

- ① A certificate of registered information or a substitute document therefor
- ② The following documents certifying that the Designation applicant has obtained a license, registration or other disposition similar thereto in a foreign state for the management of Corporate Bonds, etc., or rights similar to Corporate Bonds, etc. of another person in the

¹ Please note that even when the postal/zip code is included in the application, it will not be included in the Notice (the Financial Services Agency, the Minister of Justice, and the Minister of Finance notice No.3 dated 2003) and will not be made public.

² If there is a change of trade name or name of Designated Domestic Superior Institution, the Designated Domestic Superior Institution may, on behalf of the Foreign Account Management Institution, notify the Commissioner of the Financial Services Agency, the Minister of Justice, and the Minister of Finance of the name change. Please note that if there is a change other than such change, the Designated Domestic Superior Institution may not notify the change on behalf of the Foreign Account Management Institution.

foreign state where the head office or principal office is located, pursuant to the laws and regulations of the foreign state.

- A copy of the document concerning the disposition of licenses, etc. issued by the foreign authorities

- The provisions of governing laws and regulations concerning the licenses, etc.

③ A document certifying that the applicant has opened an account (book-entry transfer account) by the Book-Entry Transfer Institution or Account Management Institution (or a document certifying the fact that the Book-Entry Transfer Institution or Account Management Institution has manifested an intention to open an account for the applicant)

④ Any other document(s) which would serve as reference in relation to the Designation³

⑤ Japanese translations of any of the above that were not originally prepared in Japanese⁴

2. Documents necessary for notification of change of trade name etc.

(1) Notification Form

(2) Attached documents

① Documents confirming the fact of changes in matters concerning notification⁵

② Japanese translations of any of the above that were not originally prepared in Japanese

3. Documents necessary for application for rescission of Designation

(1) Application form for rescission of Designation

(2) Attached documents

① If there are documents confirming the reason for rescission of Designation, the document (e.g.: a certificate document on merger)

② Japanese translations of any of the above that were not originally prepared in Japanese

III. Submission of documents

○ Please submit the application / notification document to the next submission destination via Designated Domestic Superior Institution.

³ As a reference document, for example, documents confirming the following items, are considered. In addition, it is also possible to substitute all or part of existing documents, such as documents to be submitted to the transfer institution (including the documents to be submitted), annual reports, etc.

- Status of major management indicators (example: operating revenue, net income, total assets, net assets, capital, capital adequacy ratio, etc. of non-consolidated accounting in the most recent business year)

- Group outline (group structure such as parent company, subsidiary, etc., ownership ratio)

- Main company history (example: establishment, acquisition of licenses, start of business, change of trade name, company restructuring, etc.)

- Outline of business as a Foreign Account Management Institution (targeted customer segment, types of securities to treat (Japanese government bonds, stocks, general bonds, short-term corporate bonds, foreign stocks, or investment trusts, etc.)

- Formal name of overseas supervisory authority

- Results of receiving an administrative penalty from overseas supervisory authorities

⁴ If the document is prepared in English, and it is recognized that there is no need to prepare a translation, a translation does not need to be attached. The same applies to notification of change of name, etc. and application for cancellation of designation. Please inquire whether or not a translation is needed in advance.

⁵ Documents confirming before and after changes are desirable, but there is no such limit if there is no such document. However, from the viewpoint of confirming the identity (for example, in the case of a change of name) of a company following a name change, documents confirming the items before the change may be necessary.

(Electronic application and notification)

Please use the Financial Services Agency's electronic application and notification system.

<https://denshi-shinsei.fsa.go.jp/en/>

Please refer to the following User Guide for details.

https://www.fsa.go.jp/en/application_and_notification/UserGuide_FSASystem.pdf

(Quote) Please inform the Financial Services Agency, the Ministry of Justice and the Ministry of Finance after submission.

(Quote) Submission to the Ministry of Justice and the Ministry of Finance is not required when submitting via the Financial Services Agency Electronic Application and Notification System. However, the online system used for submission and the method may be changed in the future. Please check this document again before submission.

(Postal mail)

Please submit each of the portions to the following address.

• Financial Markets Division, Planning and Coordination Bureau, Financial Services Agency

The Central Common Government Offices No.7
3-2-1 Kasumigaseki, Chiyoda-ku, Tokyo, 100-8967
Tel +81-(0)3-3506-6000 (extension 3685)

• Commercial Affairs Division, Civil Affairs Bureau, Ministry of Justice

1-1-1 Kasumigaseki, Chiyoda-ku, Tokyo, 100-8977
Tel +81-(0)3-3580-4111 (extension 5966)

• Debt Management Policy Division, Financial Bureau, Ministry of Finance

3-1-1 Kasumigaseki, Chiyoda-ku, Tokyo, 100-8940
Tel +81-(0)3-3581-4111 (extension 2422)

(Quote) If you have any questions about the contents of the documents, please inform the Financial Services Agency.

IV. Points to keep in mind

- In the attached documents please specify parts relevant to the items of application and notification by underlining, etc.
- If the attached document is voluminous, you may submit only the excerpt.
- We may require additional information before we can accept applications or notifications.