**○When you prepare a Business Report, please also refer to the Public Comments posted on the following website (Japanese language website).**

**(Reference) FSA website: Results, etc. of Public Comments for Draft Cabinet Order, Cabinet Office Ordinance, etc. regarding 2015 Amendment, etc. of Financial Instruments and Exchange Act.**

**http://www.fsa.go.jp/news/27/20160203-1.html**

**【Sample entry】 For Specially Permitted Businesses for Qualified Institutional Investors, etc. (SPBQII), Specially Permitted Investment Management Business (SPIMB)**

Form 21-2 (Article 246-3)

(Letter)

**(NOTE) Please submit after the regular general shareholders meeting, etc. of the term.**

From: mm/dd/yyyy

To: mm/dd/yyyy

Business reports for the XX term

Submitted on mm/dd/yyyy

　　　　　　　　　　　　　　　　　　Name of Business:

**(NOTE) Enter your registration number if you are a Financial Instruments Business Operator defined under the Japanese FIEA (hereinafter referred to as “Financial Instruments Business Operator”).**

ABCD VI GP LLC

（○○財務局長（金商）第○○○○号）

　　　　　　　　　　　　　　　　　　Address or location:

XXX Fifth Avenue, New York, NY

10XXX, USA

　　　　　　　　　　 Name:

Mr. Thomas Brown

Executive Vice President of ABCD Investment Management Limited,

Member of ABCD VI GP LLC

　　　　　　　　　　　　　　　　　　　　　 　　(Name and Title of the Representative

in the case that notifier legal status is corporation)

**Enter (1) to (11) based on the fiscal year of the notifier.**

**Enter the date of initial notification (the date accepted by our Authority). DO NOT enter the date of Additional Notification which was submitted under the Amended Financial Instruments and Exchange Act (enforced on March 1, 2016).**

**\*Select ② if the notifier is managing a fund which is only engaged in investment management in regards to the rights whose solicitation of applications to acquire started prior to the enforcement date of the Financial Instruments and Exchange Act (September 30, 2007). Otherwise select ①.**

**\*If the notifier is managing multiple funds, there may be a case that both ① and ② are applicable.**

**(NOTE) Make sure you double-check the date of report before entering.**

**FSA website (specially permitted business operators such as qualified institutional investors)**

[**http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html**](http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html)

**(NOTE) Make sure you double-check the date of report before entering.**

**FSA website (specially permitted business operators such as qualified institutional investors)**

[**http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html**](http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html)

(Note)

　A person who has submitted a written notification referred to in Article 63, paragraph (2) or Article 63, paragraph (8) of the FIEA while also entering the former name in the relevant document may enter the former name in the parentheses together with the present name or only the former name in the name column until the person files a notification to change the former name entered in these documents.

**(NOTE) Make sure you double-check the date of report before entering.**

**FSA website (specially permitted business operators such as qualified institutional investors)**

[**http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html**](http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html)

**(NOTE) Make sure you double-check the date of report before entering.**

**FSA website (specially permitted business operators such as qualified institutional investors)**

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**(NOTE) Make sure you double-check the date of report before entering.**

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**(NOTE) Make sure you double-check the date of report before entering.**

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**(NOTE) Make sure you double-check the date of report before entering.**

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[**http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html**](http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html)

**(NOTE) Make sure you double-check the date of report before entering.**

**FSA website (specially permitted business operators such as qualified institutional investors)**

[**http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html**](http://www.fsa.go.jp/menkyo/menkyoj/tokurei.html)

1. Operational status of business

　(1) Date of notification

　　①Notification in accordance with FIEA Article 63(2) or Article 63-3(1)

　　　　　　Date: mm/dd/yyyy

　　②Notification in accordance with Article 48(2), (4) or (6) of the Supplementary Provisions of the Act to Partially Amend the Securities and Exchange Act (Act No. 65 of 2006)

**(NOTE) See (2)**

**Based on Page (No.2) and (No.3) of Form 20, enter the businesses operated by the notifier as of the end of this fiscal year. (Refer to Form 21 and Page (No. 10) of Form 1, if you are a notifier under Article 63-3 (1) of Act (Financial Instruments Business Operator).) If the notifier is engaged in business operations under the Venture Fund Special Provision (if you entered “Yes” to “Existence of persons specified under the items of Article 233-3” column of the notification), indicate so.**

**\*If the matters on the notification have been changed, the notifier is required to amend the matters by submitting the Amendment of Notification.**

　　　　　　Not applicable

(2) Type of current business operations

　SPBQII (private placement and investment management), Business consultant, Real estate broker, Financial Instruments Business Operator (Type I Financial Instruments Business, Investment Advisory and Agency Business), Business operations under the Venture Fund Special Provision

**(NOTE) See (2)**

**As for SPBQII operation, make sure to enter all types of business which you are conducting as of the end of the current term.**

**\*If the notifier selected ② in above (1), enter Specially Permitted Investment Management Businesses (SPIMB)**

(3) Overview of business operations in the current term

　　Please indicate an overview of notifier’s (NOT fund’s) business activities, business performance, and important events that affected the operating performance during the current term.

**(NOTE) Enter an overview of the notifier's SPBQII business.**

　(4) Information provided in the Explanatory document

|  |
| --- |
| 1. Information provided in Form 21-3  **(NOTE) See (4).**  **Circle the applicable number of Explanatory Documents that you place for public inspection at your business offices, etc.**  **If you are using this Business Report as an Explanatory Document circle 2.**  2. Information provided in the Business report |

(5) Summary of matters resolved at the general shareholders meeting

(SAMPLE) Date of regular general shareholders meeting: mm/dd/yyyy

Agenda item No. 1 "●●●●●"

**(NOTE) See (5).**

**No need to enter this section if the notifier is not a joint-stock company (meaning joint-stock company defined under the Japanese Corporation Law, or foreign company equivalent thereto, most similar to a joint-stock company).**

**\* Enter extraordinary general shareholders meetings regarding this term held during the term covered by this Business Report; also annual shareholders meeting in which accounting documents and business reports for this term were approved and delivered.**

Agenda item No. 2 "●●●●●"

**Make sure to enter the date of shareholders meetings.**

(6) Status of corporate officers and employees

　　① Number of corporate officers and employees

**(NOTE) See (6)**

**Enter only officers and employees who are engaged in SPBQII operation.**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
|  | Corporate officers |  | Employees | Total |
| of which  part-time officers |
| Total | 5 | 2 | 10 | 15 |

② Status of corporate officers

**Enter the information of all the members of corporate officers reported in (6)① above if you are an entity in Japan.**

**If you are a foreign entity, you do not have to enter ② as long as you fill in ③, the Status of the representatives in Japan section.**

|  |  |
| --- | --- |
| Position | Names |
|
| President & CEO | Mr. Peter Smith |
| Executive managing director | Mr. James Miller |
| ●●　●● | ●●　●●  **Enter this section when the notifier is a corporation in a foreign country or a person residing in a foreign country.**  **\*No need to enter when the notifier is a domestic corporation.** |

③ Status of the representatives in Japan or agents in Japan

|  |  |  |
| --- | --- | --- |
| Name of Business  or Name  na name or  name name or name | Address or location | Phone |
| TOKUREI Advisors  Co., Ltd.  Mr. Takashi Suzuki | 48th floor, SHOUKEN Tower  7-7-7 Tokurei-cho, Chuo-ku, Tokyo | 03 (1234) XXXX |

　　④ Status of performance-linked remuneration for corporate officers

|  |
| --- |
| Status of performance-linked remuneration for corporate officers |
| **Fill in this section if remuneration, etc. for corporate officers includes performance-linked remuneration.**  **\*Enter “not applicable” if the above does not apply.**  \*Cover the contents described in “(Note)(6)④”. |

(7) Status of the principal business office, and business offices where Specially Permitted Businesses for Qualified Institutional Investors, etc.(“SPBQII”) are operated

**(NOTE)**

**Enter all the principal business office and other business offices.**

**Also enter the "Registered address of the head office" if the "Principal business office" is not located at such an address.**

|  |  |  |
| --- | --- | --- |
| Name | Location | Number of Corporate officers and employees |
| Principal business office  (head office) | XXX Fifth Avenue, New York, NY  10XXX, USA | 10 |
| Singapore Branch | XX Warm Road, Singapore,  189XXX, Singapore | 5 |
| Registered address of  the head office | c/o Honest Corporate Services Limited  PO Box XXX, Happy House, Grand Cayman, KY-11XX, Cayman Islands | 0 |
| Total 3 locations |  | Total 15 |

**Write the reason on the margin if the total number here does not match the total number in (6)①.**

**Make sure to enter the total number of offices.**

**(NOTE) See (8).**

**No need to enter this section if the notifier is not a joint-stock company (meaning joint-stock company defined under the Japanese Corporation Law, or foreign company equivalent thereto, most similar to a joint-stock company).**

(8) Status of shareholders

|  |  |  |
| --- | --- | --- |
| Name of Business  or Name | Address or location | Percentage |
| Mr. William Anderson  　　　　・  　　　　・  Number of Other Shareholders ( 2 ) | XXXX Kentucky St, Suite 200 Houston, TX 78XXX  　　　　 ・  　　　 　 ・ | 30%  　　・  　　・  　　・ |
| Total 12 | **(NOTE) See (8)**  **Enter the name or name of business of the 10 largest shareholders, and the number of other shareholders as of the end of this fiscal year.** | 100.00% |

(9) Status of external auditing

|  |  |
| --- | --- |
| Name or business name of the certified public accountants or auditing firms | Details of auditing |
| Adam & Michael LLC  (U.S. CPAs) | **Statutory audit or voluntary audit**  **<Outline the results of the audits in the rest of the space.>**  **\*In addition to the outline the results of the audits, indicate the type of auditor's opinion, such as "Unqualified opinion", "Qualified opinion", "Adverse opinion", “Disclaimer of opinion”, etc.** |

(Note)

**Enter this information when the notifier received audit. In principle, it is not required to enter the audit of the funds.**

**\* When the notifier uses the Venture Fund Special Provision, describe the status of auditing, etc. in (12) “Whether persons specified under the items of Article 233-3 are among the counterparties” section.**

1. Operational status of business

(2) Types of businesses currently being operated

In relation to businesses currently under operation, **(1)**enter "private placement" if they include businesses relating to acts specified under FIEA Article 63(1)(i); **(2)**enter "investment management" if they include those relating to acts specified under (ii) of the same paragraph; **(3)**if they include those specified under the provisions of Article 17-13-2 of the Enforcement ordinance of the Financial Instruments and Exchange Act as businesses that especially require the protection of investors among those specified under (9) of the same Article, please indicate thus; and **(4)**if there are other businesses, please enter the types of such businesses. In addition, if there have been changes in such businesses, please indicate them.

　　　　(3) Overview of business operations in the current term

Please give an overview of business activities, business performance, and important events that have affected operating performance during the current term.

　　　　(4) Information provided in the Explanatory document

Please circle the number to indicate whether the information provided in the Explanatory document created in accordance with the provisions of FIEA Article 63-4(3) is that contained in Form 21-3 or the Business report.

(5) Summary of matters resolved at the general shareholders meeting

If the notifier is a joint-stock company, indicate, in a succinct manner, the dates and summary of matters resolved in regular and extraordinary shareholders meetings in the current term. Note, however, that you need not indicate any resolved matters that are not related to SPBQII.

(6) Status of corporate officers and employees

① Number of corporate officers and employees

Enter the numbers of corporate officers and employees (limited to corporate officers and employees engaged in SPBQII; the same applies in ② below) as at the end of the current term.

② Status of corporate officers

Describe the status of corporate officers as at the end of the current term. Note, however, that foreign corporations are only required to indicate representatives in Japan (i.e., persons specified under FIEA Article 63(7)(i)(d); the same shall apply in ③) in ③.

③ Status of the representatives in Japan or agents in Japan

Enter the name of the representative in Japan if the notifier is a foreign corporation; or the agent in Japan (i.e., the person specified under FIEA Article 63(7)(ii)(d)) if the notifier is an individual who has residency in a foreign country; leave it blank otherwise.

④Status of performance-linked remuneration for corporate officers

If remuneration, etc. (meaning the remuneration, bonus or other property benefit provided from the company as compensation for execution of operation, which is pertaining to the latest business year, or whose amount of paid or expected to be paid has been clarified in the latest business year (excluding those indicated in the business reports for any business years prior to the latest business year); hereinafter the same applies in ④) for corporate officers includes performance-linked remuneration (meaning remuneration, etc. calculated based on an indicator related to profits accrued by transactions performed as management of investment assets; hereinafter the same applies in ④), indicate the following.

(a) If a policy regarding the decision of payment rate for performance-linked remuneration and other remuneration is determined, indicate the details.

(b) Provide the indicator related to performance-linked remuneration, reason for selecting the indicator, and method for determining the performance-linked remuneration.

(c) Indicate the total amount of performance-linked remuneration, its ratio to officer’s remuneration and number of covered officers for each category of directors (excluding supervisory committee members and outside directors), supervisory committee members (excluding outside directors), company auditors (excluding outside company auditors), executive officers, and outside officers.

(d) Provide prospects and achievements of the indicator related to performance-linked remuneration. If all or part of remuneration, etc. is non-monetary remuneration, indicate the details.

(7) Status of the principal business office, and business offices where SPBQII are operated

Enter information about the principal business office, as well as each of the business offices where SPBQII are operated ("business offices, etc." hereafter in (7)). In addition, if there have been additions or abolitions of sales branches, etc., or changes in the names or addresses of business offices, etc. during the term, please indicate them.

(8) Status of shareholders

If the notifier is a joint-stock company, please provide the required information on the 10 largest shareholders and other shareholders. In the "Percentage" column, please indicate the percentage of the voting rights related to shares owned by the shareholders in the total outstanding voting shares, with digits beyond the third decimal place rounded down.

(9) Status of external auditing

Provide relevant information in this section if you have your financial statements externally audited by certified public accountants or auditing firms at least once every year.

Indicate whether the audits are statutory or voluntary, and describe specifically and succinctly the details of audit results in the "Details of auditing."

**\*Notes regarding (10)–(12)**

**・ In principle, private placements and/or investment management offered by overseas business operators to foreign investors (i.e., so-called "foreign-to-foreign (F-to-F) transactions" or offshore transactions) are not subject to inclusion in this report (however, you do need to include private placement and/or investment management offered to Qualified Institutional Investors located overseas).**

**・ In principle, use yen for all monetary figures. (Use exchange rate of the end date of business year for the conversion of foreign currency.)**

**・ Omit the rest of the digits for monetary figures in sections where units are indicated in "million yen." (Leave the space blank, if this is not applicable. Enter “0” (zero), if the amount is below one million yen unit. Please note that instruction here is not applicable to sections in (12) where units are indicated in "yen.")**

**・"pertaining to FIEA Article 2(2)(v)" means a partnership contract under the Civil Code, a silent partnership contract, an Investment Limited Partnership contract, rights based on a Limited Liability Partnership contract, membership rights of an incorporated association, etc.**

**・ "pertaining to FIEA Article 2(2)(vi)" means rights based on foreign laws that are similar to the above rights.**

**・Enter the actual contracted amount of private placements offered in this fiscal year. In the case of capital call investment contracts, enter the total commitment amount.**

**・Overseas business operators are required to report private placements offered to Qualified Institutional Investors (defined under the Japanese FIEA) located overseas as well as investors residing in Japan.**

**・The reporting of the following investments is not required: ①Capital call investment for private placement held prior to this fiscal year; and ②Investment made through the entrustment of the handling of private placement to a Financial Instruments Business Operator (definorypted under Japanese FIEA).**

(10) Status of private placement of securities equivalents related to FIEA Article 2(2)(v) or (vi) (excluding Electronically Recorded Transferable Rights That Must Be Indicated on Securities, etc.)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Class | Number of Funds | | Contracted amount | |
|  | of which, the amount invested by Qualified Institutional Investors (“QIIs”) only |  | of which, the amount invested by QIIs only |
| Related to FIEA Article 2(2)(v) | 3 | 1 | (million yen)  150 | (million yen)  60 |
| Related to FIEA Article 2(2)(vi) |  |  |  |  |
| Total | 3 | 1 | 150 | 60 |

(10-2) Status of private placement of securities equivalents related to FIEA Article 2(2)(v) or (vi) (limited to Electronically Recorded Transferable Rights That Must Be Indicated on Securities, etc.)

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Class | Number of Funds | | Contracted amount | |
|  | of which, the amount invested by Qualified Institutional Investors (“QIIs”) only |  | of which, the amount invested by QIIs only |
| Related to FIEA Article 2(2)(v) | 3 | 1 | (million yen)  150 | (million yen)  60 |
| Related to FIEA Article 2(2)(vi) |  |  |  |  |
| Total | 3 | 1 | 150 | 60 |

(11) Status of business operations related to acts specified under FIEA Article 63(1)(ii)

　　① Status of internal control

|  |
| --- |
| <Describe the status of internal control>  **\*Give specific details of how internal control is managed and how its effectiveness is ensured.**  **\*If the company outsources the work, also describe how the outsource work recipients are involved.** |

(Note)

　Please describe the status of how you control investment management including how risk and information are managed, as well as measures to prevent conflicts of interest.

② Status of fund launches and redemptions

**Describe the changes during this fiscal year.**

|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| End of previous term | | Number of fund launches | Number of fund redemp-  tions | Change in principal during current term | End of current term | |
| Number of Funds | Total principal | Number of Funds | Total principal |
| 3 | (m. yen)  100 | 2 | 1 | (m. yen)  50 | 4 | (m. yen)  150 |

　　　(Note)

　　　　　Please enter, regarding funds being managed, the balance at the end of the previous term; new launches, redemptions and changes in the principal amount during the current term; and the balance at the end of the current term.

**Basically, this amount should match with Total Invested amount of funds in section (12).**

**\*Except in the case when the accounting period of the notifier is different from that of the fund.**

**・Enter the actual contracted amount of private placements offered this fiscal year. In the case of capital call investment contracts, enter the total commitment amount.**

**・Overseas business operators are required to report private placements offered to Qualified Institutional Investors (defined under the Japanese FIEA) located overseas as well as investors residing in Japan.**

**・If the fund invests in financial instruments issued by itself or its affiliates, indicate the total amount and the percentage its value represents out of the overall investment by the fund.**

**・Enter the contracted and actually invested amount from private placements offered this fiscal year. Also, report deemed securities which were offered for private placements during preceding years and the expiration date of the duration of such securities set for subsequent fiscal years, even if the deemed securities were not offered during this fiscal year.**

**・Overseas business operators are required to report investment management offered to Qualified Institutional Investors (defined under the Japanese FIEA) located overseas as well as investors residing in Japan.**

　　③ Status of inclusion of financial instruments that are self-issued or issued by affiliates

**No need to enter this section if this is not applicable.**

|  |  |  |
| --- | --- | --- |
| Total assets under management |  |  |
| of which, the amount of self-issued financial instruments | of which, the amount of financial instruments issued by affiliates |
| (m. yen)  120 | (m. yen)  12 | (m. yen)  24 |
| Percentage | 10.0 % | 20.0 % |

(Note)

　　　　　Please enter the amounts of financial instruments that are self-issued or issued by affiliates (i.e., parent corporations, etc., subsidiaries, etc. or related Foreign Juridical Persons, etc. specified under Article 126(iii); the same applies hereafter in ④ and (12)) and the percentage of these figures in the total investment assets, with digits beyond the second decimal place rounded down.

④ Status of investment in funds from investment assets

|  |  |  |
| --- | --- | --- |
| Type of invested fund | Person calculating the value | Name, etc. of affiliates who are included in fund-related persons |
| ●●●● | ●●●● | ●●●● |
|  |  |  |
|  |  |  |

**・Select and enter, in the "Type of invested fund" column, from "Investment Trusts," "Foreign Investment Trusts," "Investment Securities of a Foreign Investment Corporation," or "Partnership-type collective investment schemes (Partnership contract under the Civil Code, Silent partnership contract, Investment Limited Partnership contract, Limited Liability Partnership contract, Membership rights of an incorporated association, Rights based on partnership contract, etc. of a foreign state)."**

**・No need to enter this section if invested fund-related persons do not include affiliates (See Note 1).**

(Note)

1. Enter this section if invested fund-related persons include affiliates. Invested fund-related persons include **(a)**issuers of the relevant financial instruments (referring to relevant financial instruments specified under Article 130(3); the same applies hereafter in this Note); **(b)**persons who perform important business operations related to the management of assets invested or contributed by persons who have rights related to the relevant financial instruments ("fund assets" hereafter in 1.); **(c)**persons who perform important business operations related to the storage of fund assets; **(d)**persons who perform business operations relating to the auditing of fund assets; and **(e)**persons who perform important business operations related to matters regarding methods for calculating the values of the relevant financial instruments or methods of reporting the values thus calculated, excluding business operations related to management, storage and auditing of fund assets.

2. If investment assets are invested in the relevant financial instruments, classify them according to the types of funds they are invested in (referring to the types of the relevant financial instruments), and enter the trade names or names of the persons who perform the calculation of values of the respective financial instruments, as well as the names of business or names of the respective affiliates and the roles and relationships to the notifier of such persons.

3. Please enter in this section information regarding funds related to the relevant financial instruments whose value represents at least 1 percent of the total value of the relevant financial instruments that represent the value of the total invested value as of the record date.

**・Make sure for required entry sections for the securities equivalents pertaining to FIEA Article 2(2)(v) or (vi) whose investors comprise professional investors only. (Note 1)**

**・This table must be created with the end of the current term (fiscal year of the notifier) as the basis. If the accounting period of the fund and the term of the notifier do not match, make entries based on figures at the end of the last accounting period of the fund that came before the end of the current term (fiscal year of the notifier). (Note 2)**

**\*If the notifier completed the liquidation of a fund before the above basis date, entry for “(12) Status of the fund” is not necessary (The notifier needs to submit Amendment of Notification separately, though). However, if the private placement of the fund was conducted during the current term, make sure to enter the section “(10) Status of private placement of securities equivalents pertaining to FIEA Article 2(2)(v) or (vi).”**

**・As for this table, use “Total invested amount” as the denominator when calculating the ratio in section (12).**

**・If the notifier operates private placement and/or investment management for several funds, instead of preparing separate lists for each fund, he/she may prepare a list-style report for the funds. (Note 26 below)**

**・Prepare and submit a balance sheet and profit and loss statement of the notifier (not of the fund). (2 Status of accounting)**

(12) Status of the fund (excluding Electronically Recorded Transferable Rights That Must Be Indicated on Securities, etc.)

**Refer to Form 20 Page (No.3) or Form 21, and enter all types of business operations which you engaged in this term. (Note 5, 6)**

**Refer to Form 20 Page (No.3) or Form 21 when entering this section.**

**Refer to Form 20 Page (No.3) or Form 21 when entering this section.**

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| Names of the Invested Business Equity | ●● Fund No. 1  **Enter instrument types and outline of investment policies, strategies, etc., related to Invested Business Equity in accordance with "Table 1."** | | | | | | | | | | | | | | | | | | |
| Details of the Invested Business | (Type of instrument) | | | | | | (Description) | | | | | | | | | | | | |
| Hedge fund | | | | | | \*Enter in accordance with the notes in Table 1. | | | | | | | | | | | | |
| Types of the Invested Business Equity | Silent partnership contract  **Select and enter from "Partnership contract under the Civil Code," "Silent partnership contract," "Investment Limited Partnership contract," "Limited Liability Partnership contract," "Membership rights of an incorporated association," "Rights based on laws and regulations of a foreign state," and "Other rights."** | | | | | | | | | | | | | | | | | | |
| Launch date | mm/dd/yyyy  **Enter the effective date of the fund.** | | | | | | | | | | | | | | | | | | |
| Types of business operations | Private placement and/or investment management | | | | | | | | | | | | Type of notification | | | | | | |
| Private placement, investment management | | | | | | | | | | | | Article 63 | | | | | | |
| Period of private placement | From (mm/dd/yyyy)  **Enter the start date of solicitation of offers to acquire.**  To (mm/dd/yyyy) | | | | | | | | | | | | | | | | | | |
| Locations of the accounts into which investment money is paid  **See (NOTE) 1**  **・Enter the contracted and actually invested amount from private placements offered this fiscal year. Also, report deemed securities which were offered for private placements during preceding years and the expiration date of the duration of such securities set for subsequent fiscal years, even if such deemed securities were not offered during this fiscal year.**  **・Overseas business operators are required to report investment management offered to Qualified Institutional Investors (defined under the Japanese FIEA) located overseas as well as investors residing in Japan. (Hereinafter enter likewise.)** | Overseas—U.S. (Delaware)  **Specify whether the locations are in Japan or overseas, and the name of the country or region, etc.** | | | | | | | | | | | | | | | | | | |
| Flow of funds | \*Describe how funds for investment are paid into the account and how then they are transferred or managed under the fund's management, as well as the names of financial institutions (head office or branch office names) or sales branches that perform specific roles.  **Starting date of “Duration” must match with “Launch date”** | | | | | | | | | | | | | | | | | | |
| Duration | mm/dd/yyyy; ongoing | | | | | | | | | | | | | | | | | | |
| Status of investors  **Enter applicable type in accordance with “Table 2”.**  **Choose “Other” if an investor made investment prior to enforcement of Amended Financial Instruments and Exchange Act of 2015, and does not fit with any of the “Attributes”.** | Types of investors | | | | | | | | | | Number of investors | | | | | | | | |
| QIIs | | | | | | | | | | 10 | | | | | | | | |
|  | | of which, individuals | | | | | | | | 5  **In the case of capital call investment contracts, enter the percentage of investment calculated from actually invested or contributed amount. Do not use the total commitment amount.**  **(Hereinafter enter likewise.)** | | | | | | | | |
| Investors other than QIIs | | | | | | | | | | 10 | | | | | | | | |
|  | | of which, individuals | | | | | | | | 5 | | | | | | | | |
| Total | | | | | | | | | | 20 | | | | | | | | |
| Types of main investors | Type | | | | | | | | | | | Percentage of investment | | | | | | | |
| 1 |  | | | | | | | | | | % | | | | | | | |
| 2 |  | | | | | | | | | | % | | | | | | | |
| 3 |  | | | | | | | | | | % | | | | | | | |
| Amount of investment by QIIs and the percentage thereof | Amount of investment | | | | | | | | | | yen  **Enter the amount of investment by QIIs in yen.** | | | | | | | | |
| Percentage of investment | | | | | | | | | | % | | | | | | | | |
| Status of QIIs  **If the QII is an Investment Limited Partnership (meaning Investment Limited Partnership defined under the Japanese Limited Partnership Act for Investment), enter the total amount of money under the management of the relevant Investment Limited Partnership minus borrowing.** | 1 | | | | Name of Business or Name | | | | | | ○○ Securities Co. Ltd. | | | | | | | | |
| Class  **Enter applicable item number of Article 10(1) of the Cabinet Office Ordinance Regarding the Definitions Specified under Article 2 of the Financial Instruments and Exchange Act in accordance with “Table 2”. (e.g. “Item 1” for security brokerages, “Item 4” for banks.)** | | | | | | Item 1 | | | | | | | | |
| Amount of investment | | | | | | yen  **Enter the amount of investment by QIIs, etc., in yen.** | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 2 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 3 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 4 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 5 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 6 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 7 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 8 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 9 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 10 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class  **Enter applicable type in accordance with “Table 2”.**  **Choose “Other” if an investor made an investment prior to the enforcement of the Amended Financial Instruments and Exchange Act of 2015, and does not fit with any of the “Attributes”.** | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| Status of investors other than QIIs | Type | | | | | | | | | | Number | | | | | Amount of investment | | | Percentage of investment |
| Central government, local governments, etc. | | | | | | | | | |  | | | | | m. yen | | | %  **Enter monetary figures for the invested amount, etc., in units of "million yen" from here onward.** |
| Financial instruments business operators, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Financial institutions, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Business corporations, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Individuals | | | | | | | | | |  | | | | | m. yen | | | % |
| Foreign corporation or foreigners, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Persons in close relationships  **For assets that fall under the asset class other than “Cash”, “Securities”, “of which non-listed stocks” and “Derivatives assets”, please specify the details of such assets and their balance (amount). (See Note 13)** | | | | | | | | | |  | | | | | m. yen | | | % |
| Persons having expertise and experience in matters related to investment | | | | | | | | | |  | | | | | m. yen | | | % |
| Other | | | | | | | | | |  | | | | | m. yen | | | % |
| Asset make-up of the fund | Class | | | | | | | | Amount | | | | | | | | | Remarks | |
| Cash | | | | | | | | m. yen  **Add Class items when necessary.** | | | | | | | | |  | |
| Securities | | | | | | | | m. yen | | | | | | | | |  | |
| of which non-listed stocks | | | | | | | | m. yen | | | | | | | | |  | |
| Derivatives assets | | | | | | | | m. yen | | | | | | | | |  | |
| Crypto assets, etc. | | | | | | | | m. yen | | | | | | | | |  | |
| **This should match with “Total assets” below.** | | | | | | | |  | | | | | | | | |  | |
| Total | | | | | | | | m. yen | | | | | | | | |  | |
| Status of futures transactions | Long positions | | | | | | | | | Short positions | | | | | | | | | |
| m. yen | | | | | | | | | m. yen  **・Enter the information about top-three invested assets in terms of their percentage against Assets Under Management in accordance with “Table 3” (See Note 15).**  **\*Assets Under Management denotes the total amount of the assets section of the fund's balance sheet.** | | | | | | | | | |
| Main invested assets | Class | | | | | | | | | | | | | | | | | Percentage | |
| 1 | | |  | | | | | | | | | | | | | | % | |
| 2 | | |  | | | | | | | | | | | | | | % | |
| 3 | | |  | | | | | | | | | | | | | | % | |
| Geographical areas of investments | **Enter the geographical areas of investments in accordance with “Table 4”.** | | | | | | | | | | | | | | | | | | |
| Status of counterparties for Acts of Financial Instruments Transaction | Counterparty | | | | | | | | Transaction amount | | | | | | | | | Remarks | |
| **○○ Securities Co. Ltd.** | | | | | | | | 1 m. yen  **Enter the overview of main acts of Financial Instruments Transaction. (See Note 17)** | | | | | | | | | **Bought ▲▲ Corporation stocks through ○○ Securities Co. Ltd.** | |
|  | | | | | | | | m. yen | | | | | | | | |  | |
|  | | | | | | | | m. yen | | | | | | | | |  | |
|  | | | | | | | | m. yen | | | | | | | | |  | |
| Total invested amount | m. yen  ( m. yen) | | | | | | | | | | | | | | | | | | |
| Net assets | m. yen  **・ Amounts for Total invested amount, Net assets and Total assets must include only the actual amounts invested as of the end date of the fiscal year or the end of formulation period of the fund.**  **・ However, you can include promised amounts only if the amounts are certain to be provided during the management period, with the timing of payment as the only uncertain element.** | | | | | | | | | | | | | | | | | | |
| Net assets (a year ago)  **Deduct investments from non-Japan domiciled entities when you enter Total invested amount, Net assets and Total assets.**  **“Total assets” should equal the figure above given “Total” of “Asset make-up of the SPBQII fund.”** | m. yen | | | | | | | | | | | | | | | | | | |
| Total assets  **Net assets denotes the amount obtained by subtracting the total amount of the liabilities section from the total amount of the assets section of the fund's balance sheet.** | m. yen | | | | | | | | | | | | | | | | | | |
|  |  | | | | | | | | | | | | | | | | | | |
| Dividends (amount paid out)  **・Enter the yield based on the calculation period of this fiscal year.**  **・For funds to which the dividend yield is not readily applicable, you can enter the internal rate of return instead.** | Dividend yield | | | | | | | Total amount of dividends paid out in the past year | | | | | | | | | Total cumulative amount of dividends since launch | | |
| % | | | | | | | m. yen | | | | | | | | | m. yen | | |
| Assumed dividend, etc. yield | % | | | | | | |  | | | | | | | | |  | | |
| Amount cancelled | (m. yen) | | | | | | | (units) | | | | | | | | | (persons) | | |
| Amount redeemed | (m. yen) | | | | | | | (units) | | | | | | | | | (persons) | | |
| Whether persons specified under the items of Article 233-3 are among the counterparties | Existence of persons specified under the items of Article 233-3 (“yes” or “none”)  **If a person whose investment is permitted under the Venture Fund Special Provision is among the counterparties, enter "Yes" in the "Existence of persons specified under the items of Article 233-3" column and fill out the "Existence of borrowing or debt guarantee" column and all the columns below, and attach copies of the fund's financial statements and audit reports.**  **\*No need to enter this column, if this is not applicable.** | | | | | | | | | | | | | |  | | | | |
| Existence of borrowing or debt guarantee | | | | | | | | | | | | | |  | | | | |
| Status of audits | | | | | Name or business name of the certified public accountants or auditing firms | | | | | | | | |  | | | | |
| Details of audits | | | | | | | | |  | | | | |
| Status of reports specified under Article 239-2(1)(x) | | | | | | | | | | | | |  | | | | | |

**See Notes 20 and 21 for definitions of "Amount cancelled" and "Amount redeemed."**

(Notes)

1. Create a table and provide information for each of the Invested Business Equity regarding securities equivalents related to FIEA Article 2(2)(v) or (vi). Note, however, that entries for securities equivalents related to (v) or (vi) of the same paragraph whose investors comprise professional investors can be substituted by entries in the following sections: "Names of the Invested Business Equity," "Details of the Invested Business," "Types of the Invested Business Equity," "Types of business operations," "Status of investors," "Types of main investors," "Amount of investment by QIIs and the percentage thereof," "Status of QIIs," "Status of investors other than QIIs," "Status of futures transactions," "Main invested assets," "Geographical areas of investments," "Total invested amount," "Net assets," "Net assets (one year ago)," and "Total assets."

　　Please indicate securities equivalents relating to (v) or (vi) of the same paragraph that were privately placed in the past and whose expirations are set in the current term or later, even if there has been no private placement during the current term.

2. This table must be created with the end of the current term as the basis. If the accounting period of the fund (referring to assets into which investments or contributions were made by persons who own securities equivalents relating to FIEA Article 2(2)(v) or (vi); the same applies hereafter in this Note) and the term of the notifier for SPBQII do not match, make entries based on figures at the end of the last accounting period that came before the end of the current term.

3. In the "Details of the Invested Business" section, enter specific details of businesses that will manage the money and other assets being invested or contributed.

4. Select and enter, in the "Types of the Invested Business Equity" column, from "Partnership contract under the Civil Code," "Silent partnership contract," "Investment Limited Partnership contract," "Limited Liability Partnership contract," "Membership rights of an incorporated association," "Rights based on laws and regulations of a foreign state" and "Other rights." Provide specific details if you select "Other rights." Please also specify the names of the laws that the rights are based on and their key details if you select "rights based on laws and regulations of a foreign state."

5. In the "Private placement and/or investment management" column: If you operate a business related to acts specified in FIEA Article 63(1)(i) in the current term, specify "private placement"; if you operate a business related to acts specified in Item (ii) of the same Act paragraph, enter "investment management"; and if you operate both, enter "private placement and investment management."

6. In the "Type of notification" column: Enter **(a)**"Supplementary Provisions Article 48” if the business operating regarding the fund is an asset management business specified under Article 48(1) of the Supplementary Provisions of the Act to Partially Amend the Securities and Exchange Act (Act No. 65 of 2006); **(b)**"Old Article 63" if the business operating is SPBQII under item (ii) of old Act specified under Article 2(1) of the Supplementary Provisions of the Act for Partial Revision of the Financial Instruments and Exchange Act (Act No. 32 of 2015); or **(c)**"Article 63" if it is a business related to acts specified under Article 63(1)(i) or (ii) of the FIEA revised by the foregoing Act.

7. In the "Locations of the accounts into which investment money is paid" section, indicate the names of the countries or territories where accounts are located into which customers pay their investment money.

8. In the "Flow of funds" section, indicate the names of business or names and roles of persons responsible for transferring, sending, managing or storing money related to the fund.

9. In the "Types of main investors" section, specify the types of the top-three investors in terms of percentage of their investment in the total invested amount as either "Central government, local governments, etc.," “Financial instruments business operators, etc." "Financial institutions, etc." "Investment Limited Partnership," "Business corporations, etc." "Individuals," "Foreign corporations or foreigners, etc." or "Other," and enter the amount for each. This section does not require entry for main investor types that represent 5 percent or less of the total invested amount.

　For definitions of individual investor types, see below (the same applies in 12.).

**(1)**"Central government, local governments, etc.":

Persons specified under the Enforcement ordinance of the Financial Instruments and Exchange Act ("Enforcement ordinance"; hereafter in 9 and 12) Article 17-12(1)(i) or (iii), or the Cabinet Office Ordinance regarding Financial Instruments Business, etc. Article 233-2(4)(i)

**(2)**"Financial instruments business operators, etc.":

Persons specified under the Enforcement ordinance Article 17-12(1)(iv) or (v), or Article 10(1)(i) or (ii) of the Cabinet Office Ordinance Regarding the Definitions Specified under Article 2 of the FIEA (Finance Ministry Ordinance No. 14 in 1993) ("Cabinet Office Ordinance Regarding Definitions"; hereafter in 9 and 11)

**(3)**"Financial institutions, etc.":

Persons specified under the Enforcement ordinance Article 17-12(1)(ii) or (xii), or those specified under the Cabinet Office Ordinance regarding Financial Instruments Business, etc. Article 233-2(4)(ii); or those specified under Article 10(1)(iv), (v), (vii)-(xvii), (xix) or (xxi) of the Cabinet Office Ordinance Regarding Definitions

**(4)**"Investment Limited Partnership":

　Persons specified under Article 10(1)(xviii) of the Cabinet Office Ordinance

Regarding Definitions

**(5)**"Business corporations, etc.":

Persons specified under Enforcement ordinance Article 17-12(1)(vii)-(xi); those specified under the Cabinet Office Ordinance regarding Financial Instruments Business, etc. Article 233-2(1)(ii), (4)(iv)(a), (v), (vi) or (viii) (limited to parent companies if the persons are those specified under (1)(ii) of the same Article); or those specified under Article 10(1)(xx), (xxiii)(a) or (xxiii-2) of Cabinet Office Ordinance Regarding Definitions (persons that fall under those specified in (xxiii)(a) are limited to residents (referring to residents provided for in the first sentence of Article 16(1)(v) of the Foreign Exchange and Foreign Trade Act (Act 228 of 1949; the same applies hereafter in 9)))

**(6)**"Individuals":

Persons specified under the Cabinet Office Ordinance regarding Financial Instruments Business, etc. Article 233-2(1)(i) or (3)(i) (limited to residents) or those specified under Article 10(1)(xxiv)(a) of the Cabinet Office Ordinance Regarding Definitions (limited to residents)

**(7)**"Foreign corporations or foreigners, etc.":

Persons specified under Enforcement ordinance Article 17-12(1)(xiii); those specified under the Cabinet Office Ordinance regarding Financial Instruments Business, etc. Article 233-2(1)(i), (3)(i) or (ii), (4)(iii) or (iv)(b), or (vii) (persons falling under (1)(i) or (3)(i) of the same Article are limited to non-residents (i.e., non-residents provided for in Article 6(1)(vi) of the Foreign Exchange and Foreign Trade Act; the same applies hereafter in 9.), while those specified under Article 233-2(3)(ii) or (iv)(b) are limited to those who are operating partners related to contracts based on foreign laws); or those specified under Cabinet Office Ordinance Regarding Definitions Article 10(1)(iii), (vi), (xxii), (xxiii)(a), (xxiii)(b), (xxiv)(a), (xxiv)(b) or (xxv)-(xxvii) (those falling under persons specified in (xxiii)(a) or (xxiv)(a) are limited to non-residents, while those specified in (xxiii)(b) or (xxiv)(b) are limited to those who are operating partners related to contracts based on foreign laws)

**(8)**"Other":

Persons that do not fall under any of the above

10. In the "Percentage of investment" row in the "Amount of investment by QIIs and the ratio thereof" section, indicate the percentage of the invested amount out of the total invested amount.

11. In the "Status of QIIs" section: Please provide information about the top-10 investors in terms of invested amount. Select and indicate in the "Class" section from the classes specified in Cabinet Office Ordinance Regarding Definitions Article 10(1)(i)-(xxvii) to describe individual QIIs. In "Amount specified under Article 234-2(1)(i)," enter the total amount of money and other assets to be managed for the counterparties of the partnership contract for the relevant Investment Limited Partnership minus borrowings if the QII is an Investment Limited Partnership.

12. In the "Status of investors other than QIIs" section, enter the number, the amount invested as a percentage of investment by investors other than QIIs for each type of such investors including "Central government, local governments, etc."; "Financial instruments business operators, etc."; "Financial institutions, etc."; "Business corporations, etc."; "Individuals"; "Foreign corporations or foreigners, etc."; "Persons in close relationships" (referring to persons that fall under those specified under Cabinet Office Ordinance regarding Financial Instruments Business, etc. Article 233-2(1)(ii) (except for parent companies, etc.) to (vi) (excluding those that fall under persons prescribed in the items other than (vi) of Article 17-12(1) of the Enforcement ordinance)); "Persons having expertise and experience in matters related to investment"; or "Other" (excluding "Persons in close relationships" and "Persons having expertise and experience in matters related to investment"). Please specify the percentage of investment for each type in the total invested amount in "Percentage of investment."

13. In the “Asset make-up of fund” section, provide the balance (in monetary value) for each of the asset types. For assets that fall under “Cash” “Securities” except “non-listed stocks”, “Derivatives assets” and “Crypto assets, etc.”, please specify the details of such assets and their balance. For crypto assets, etc., enter the exchange rate for Japanese currency conversion.

However, if it is difficult to enter the amount, substitute reasonable units.

Please also enter, in the “Remarks” section, balances of assets located overseas for each of the asset types, their percentage and the foreign exchange rate used in calculating in converting the values to yen."

14. In the "Long positions" column in the "Status of futures transactions" section, specify the total value of long positions in futures transactions (referring to transactions specified under FIEA Article 2(21)(i) and (ii) (including transactions of derivatives in foreign markets similar thereto); the same applies hereafter in 14.). Enter the total value of short positions in futures transactions in the "Short positions" column.

15. In the "Main invested assets" section, please provide information about top-three invested assets in terms of their percentages against the total value of invested assets, and type (stocks (listed or non-listed), bonds (government bonds or non-government bonds), etc.).

16. In the "Geographical areas of investments" section, specify the geographical areas (i.e., Japan, North America, etc.) where the invested assets are located.

17. In the "Status of counterparties for Acts of Financial Instruments Transaction" section, enter information about Acts of Financial Instruments Transaction performed for rights holders during the current term that represent 10 percent or more of the total amount of investment in the relevant fund.

In the "Counterparty" column, enter the Names of Business or Names of counterparties for Acts of Financial Instruments Transaction performed for rights holders. This section does not require entering if you cannot obtain permission from the counterparties on disclosure of their Names of Business or Names, but you must explain as such in the "Counterparty" column. If your entity itself or an affiliate is a counterparty, enter information about all of the counterparties, and underline the Names of Business or Names, and describe the relationships between your entity and the counterparties (i.e., capital or personnel relationship).

　　In the "Transaction amount" column, enter the trading volume of financial instruments related to Acts of Financial Instruments Transaction performed for rights holders and the total amount of derivatives transactions on a notional principal basis, for each of the counterparties.

　　In the "Remarks" column, provide an overview of the main Acts of Financial Instruments Transaction performed for rights holders for each of the counterparties.

18. In the “Total invested amount” section, enter the balance of the invested amount of the fund at the point in time set as the basis (i.e., the cumulative amount of investment minus the amount redeemed or cancelled). Of this amount, indicate the value of the portion that was newly invested or contributed during the accounting period of the relevant fund in parentheses in the second line. However, enter the newly invested or contributed amount in the last one year if the accounting period is not a year. In addition, if there is investment in crypto assets, etc. enter the balance (amount) and the exchange rate used for Japanese currency conversion. If it is difficult to enter the amount, substitute reasonable units."

19. In the "Assumed dividend, etc. yield" section, indicate the yield (annual rate) at the time of payout that was shown to customers when the acquisition of securities equivalents related to FIEA Article 2(2)(v) or (vi) was solicited, regardless of whether it was a named planned yield, targeted yield or otherwise.

20. In the "Amount cancelled" section, indicate the total amount of cancellations during the accounting period that includes the basis time point, as well as the number of investment units and the number of investors corresponding to that amount. However, enter relevant information about cancellations in the last one year if the accounting period of the fund is not a year.

21. In the "Amount redeemed" section, indicate the total amount that reached maturity during the accounting period that includes the basis time point, as well as the number of investment units and the number of investors corresponding to that amount. However, enter relevant information about amounts reaching maturity in the last one year if the accounting period of the fund is not a year.

22. In the "Existence of persons specified under the items of Article 233-3" row: Specify "yes" if you privately placed Invested Business Equity with persons specified under the items of Article 233-3 as counterparties or are managing money and other assets invested or contributed by persons specified under the items of Article 233-3; otherwise enter "none."

23. In the "Existence of borrowing or debt guarantee" row, enter "yes" if the relevant fund takes out loans or provides loan guarantees; otherwise enter "none."

24. Indicate whether the external audits are statutory or voluntary and describe specifically and succinctly the details of audit results in the "Details of audits." Please also attach copies of financial statements and audit reports of the relevant fund.

25. In the "Status of reports specified under Article 239-2(1)(x)," please enter the date of the report for the current term, and succinctly describe the status of businesses in which investment is made and reports regarding the management of relevant assets.

26. If there are circumstances that need reporting but do not fit anywhere in this table, you can indicate them in similar forms within such a scope that it does not cause misunderstanding.

2. Status of accounting

　　The notifier is required to create and submit balance sheets and profit and loss statements. However, if the notifier has made its notification as a member of a partnership, etc., that does not have judicial personality, it is required to submit balance sheets and profit and loss statements of the partnership, etc. A notifier who is an individual can substitute this by submitting documents bearing information items that are required to be included in the final return form.

(12-2) Status of the fund (limited to Electronically Recorded Transferable Rights That Must Be Indicated on Securities, etc.)

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| Names of the Invested Business Equity | ●● Fund No. 1  Enter according to the precautions in (12).  (12-2) should be submitted even if all items are not applicable and has no entry. | | | | | | | | | | | | | | | | | | |
| Details of the Invested Business | (Type of instrument) | | | | | | (Description) | | | | | | | | | | | | |
| Hedge fund | | | | | | \*Enter in accordance with the notes in Table 1. | | | | | | | | | | | | |
| Types of the Invested Business Equity | Silent partnership contract | | | | | | | | | | | | | | | | | | |
| Launch date | mm/dd/yyyy | | | | | | | | | | | | | | | | | | |
| Types of business operations | Private placement and/or investment management | | | | | | | | | | | | Type of notification | | | | | | |
| Private placement, investment management | | | | | | | | | | | | Article 63 | | | | | | |
| Period of private placement | From (mm/dd/yyyy)  To (mm/dd/yyyy) | | | | | | | | | | | | | | | | | | |
| Locations of the accounts into which investment money is paid | Overseas—U.S. (Delaware) | | | | | | | | | | | | | | | | | | |
| Flow of funds | \*Describe how funds for investment are paid into the account and how then they are transferred or managed under the fund's management, as well as the names of financial institutions (head office or branch office names) or sales branches that perform specific roles. | | | | | | | | | | | | | | | | | | |
| Duration | mm/dd/yyyy; ongoing | | | | | | | | | | | | | | | | | | |
| Status of investors | Types of investors | | | | | | | | | | Number of investors | | | | | | | | |
| QIIs | | | | | | | | | | 10 | | | | | | | | |
|  | | of which, individuals | | | | | | | | 5 | | | | | | | | |
| Investors other than QIIs | | | | | | | | | | 10 | | | | | | | | |
|  | | of which, individuals | | | | | | | | 5 | | | | | | | | |
| Total | | | | | | | | | | 20 | | | | | | | | |
| Types of main investors | Type | | | | | | | | | | | Percentage of investment | | | | | | | |
| 1 |  | | | | | | | | | | % | | | | | | | |
| 2 |  | | | | | | | | | | % | | | | | | | |
| 3 |  | | | | | | | | | | % | | | | | | | |
| Amount of investment by QIIs and the percentage thereof | Amount of investment | | | | | | | | | | yen | | | | | | | | |
| Percentage of investment | | | | | | | | | | % | | | | | | | | |
| Status of QIIs | 1 | | | | Name of Business or Name | | | | | | ○○ Securities Co. Ltd. | | | | | | | | |
| Class | | | | | | Item 1 | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 2 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 3 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 4 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 5 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 6 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 7 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 8 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 9 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| 10 | | | | Name of Business or Name | | | | | |  | | | | | | | | |
| Class | | | | | |  | | | | | | | | |
| Amount of investment | | | | | | yen | | | | | | | | |
| Amount specified under Article 234-2(1)(i) | | | | | | yen | | | | | | | | |
| Status of investors other than QIIs | Type | | | | | | | | | | Number | | | | | Amount of investment | | | Percentage of investment |
| Central government, local governments, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Financial instruments business operators, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Financial institutions, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Business corporations, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Individuals | | | | | | | | | |  | | | | | m. yen | | | % |
| Foreign corporation or foreigners, etc. | | | | | | | | | |  | | | | | m. yen | | | % |
| Persons in close relationships | | | | | | | | | |  | | | | | m. yen | | | % |
| Persons having expertise and experience in matters related to investment | | | | | | | | | |  | | | | | m. yen | | | % |
| Other | | | | | | | | | |  | | | | | m. yen | | | % |
| Asset make-up of the fund | Class | | | | | | | | Amount | | | | | | | | | Remarks | |
| Cash | | | | | | | | m. yen | | | | | | | | |  | |
| Securities | | | | | | | | m. yen | | | | | | | | |  | |
| of which non-listed stocks | | | | | | | | m. yen | | | | | | | | |  | |
| Derivatives assets | | | | | | | | m. yen | | | | | | | | |  | |
| Crypto assets, etc. | | | | | | | | m. yen | | | | | | | | |  | |
|  | | | | | | | |  | | | | | | | | |  | |
| Total | | | | | | | | m. yen | | | | | | | | |  | |
| Status of futures transactions | Long positions | | | | | | | | | Short positions | | | | | | | | | |
| m. yen | | | | | | | | | m. yen | | | | | | | | | |
| Main invested assets | Class | | | | | | | | | | | | | | | | | Percentage | |
| 1 | | |  | | | | | | | | | | | | | | % | |
| 2 | | |  | | | | | | | | | | | | | | % | |
| 3 | | |  | | | | | | | | | | | | | | % | |
| Geographical areas of investments |  | | | | | | | | | | | | | | | | | | |
| Status of counterparties for Acts of Financial Instruments Transaction | Counterparty | | | | | | | | Transaction amount | | | | | | | | | Remarks | |
| **○○ Securities Co. Ltd.** | | | | | | | | 1 m. yen | | | | | | | | | **Bought ▲▲ Corporation stocks through ○○ Securities Co. Ltd.** | |
|  | | | | | | | | m. yen | | | | | | | | |  | |
|  | | | | | | | | m. yen | | | | | | | | |  | |
|  | | | | | | | | m. yen | | | | | | | | |  | |
| Total invested amount | m. yen  ( m. yen) | | | | | | | | | | | | | | | | | | |
| Net assets | m. yen | | | | | | | | | | | | | | | | | | |
| Net assets (a year ago) | m. yen | | | | | | | | | | | | | | | | | | |
| Total assets | m. yen | | | | | | | | | | | | | | | | | | |
| Dividends (amount paid out) | Dividend yield | | | | | | | Total amount of dividends paid out in the past year | | | | | | | | | Total cumulative amount of dividends since launch | | |
| % | | | | | | | m. yen | | | | | | | | | m. yen | | |
| Assumed dividend, etc. yield | % | | | | | | |  | | | | | | | | |  | | |
| Amount cancelled | (m. yen) | | | | | | | (units) | | | | | | | | | (persons) | | |
| Amount redeemed | (m. yen) | | | | | | | (units) | | | | | | | | | (persons) | | |
| Whether persons specified under the items of Article 233-3 are among the counterparties | Existence of persons specified under the items of Article 233-3 (“yes” or “none”) | | | | | | | | | | | | | |  | | | | |
| Existence of borrowing or debt guarantee | | | | | | | | | | | | | |  | | | | |
| Status of audits | | | | | Name or business name of the certified public accountants or auditing firms | | | | | | | | |  | | | | |
| Details of audits | | | | | | | | |  | | | | |
| Status of reports specified under Article 239-2(1)(x) | | | | | | | | | | | | |  | | | | | |

2 Financial information

A balance sheet and profit and loss statement shall be prepared and attached.

If the notifier is a partnership, etc. without legal personality, a balance sheet and profit and loss statement of the said partnership, etc. are still to be submitted.

If the notifier is a natural person, attach tax return form.

**Do not attach financial statements of the SPBQII fund, but that of the notifier.**

**Trial balance sheets are not acceptable.**

**In case the notifier uses the Venture Fund Special Provision, a copy of the SPBQII venture fund's financial statements and an audited report on them are to be submitted.**

Table 1 【Types of instruments and description】

|  | **Categories** | **Explanation** | **Instructions for filling-out the contents form** | |
| --- | --- | --- | --- | --- |
| 1 | Hedge fund | Hedge funds aim to expand returns on investments by managing invested assets through leveraged finance, derivatives or long or short positioning, etc. | Choose one of the investment strategies listed below. | |
| Multi-strategy | Combination of multiple strategies |
| Equity long-short | A strategy combining long positions on groups of stocks with price-rise potential and short positions on those with price-decrease potential |
| Equity market neutral | A strategy in which a long position on individual stocks is held as the core portfolio portion, while market-falling risk is hedged by using futures and options, thus seeking to lead the portfolio to beat market indices and maximize absolute gains |
| CB arbitrage | A strategy that seek profit opportunity in price differences between convertible bonds issued by businesses and other securities |
| Bond arbitrage | A type of relative-value strategy in which expensive bonds are shorted while a long position is held on cheap bonds to seek a profit opportunity in the process of temporary price distortions returning to reasonable levels |
| Event-driven | A strategy of seeking gains in price changes driven by events such as corporate mergers, organizational/corporate restructure, liquidation, bankruptcy, etc. |
| Emerging market | A strategy that mainly target stocks and bonds in emerging investment markets |
| Global macro | A strategy that seeks gains regardless of which way the market is heading by active investment through spot, futures and derivative transactions, seeking investment opportunities in distorted markets, market dilemmas and market directions in every global market segment including currencies, interest rates, stocks, commodities, etc. |
| Managed futures | A strategy in which investment is made in futures markets in various countries (including stocks, interest rates, commodities and currencies), and transactions are conducted systematically based on price and technical indicators, etc. |
| Funds of hedge funds | A strategy to diversify investment by investing in multiple hedge funds |
| Other (specify details of the investment strategy) | A strategy that does not fall under any of the above |
| 2 | Activist fund | Activist funds mainly acquire a certain percentage of the outstanding shares of listed companies in the secondary market, utilize their rights as shareholders to increase dividend payouts or corporate value, thereby increasing the share price, and capturing capital gain. | Describe the basic investment policy and strategy, including such details as the industry sectors of key investee companies and regional characteristics. | |
| 3 | Mezzanine fund | In a tranched corporate financing deal, mezzanine funds focus on investing in mezzanine debt ranked between a senior tranche funded via a bank loan, etc., and an equity portion by PE funds, etc. | Describe the investment policy and strategy, including such details as the industry sectors of key investee companies and types of assets targeted for investment (e.g., class shares, subordinated loans, subordinated bonds, etc.). | |
| 4 | Fund of funds | Instead of direct investment in shares, bonds, etc., funds of funds invest in funds that invest in shares, bonds, etc. | Describe the basic investment policy and strategy, including such details as the types, risk characteristics, and regional characteristics of the key investee funds. | |
| 5 | Content fund | Content funds obtain assets from investors who do not engage in content businesses including movies, games and animation, invest the assets in such businesses and aim to gain from profits generated by the businesses through the acquisition of copyrights, etc. | Describe the basic investment policy and strategy, including such details as the types (e.g., film, game, anime, etc.) and regional characteristics of the key contents targeted for investment. | |
| 6 | Commodity fund | Funds in which a fund-structuring operator collects funds from investors, manages the funds thus collected by investing mainly in commodities, and distributes the proceeds obtained through such investment to investors | Describe the basic investment policy and strategy, including such details as the types of key products targeted for investment (including whether they are cash or derivative investments), the geographical areas targeted for investment, etc. | |
| 7 | Asset specific fund (including enterprise fund) | Includes funds that invest in specific asset classes such as race horses, pop idols, and wine and enterprise funds that invest in hotel, restaurant and retail businesses. | Outline the basic investment policy and strategy, including such details as the types of investment targets (e.g., race horses, pop idols, wines, etc.), business areas (e.g., hotel management, operation of restaurants/retail shops, etc.), geographical areas of investment, etc. | |
| 8 | Buyout funds | “Buyout funds” generally refers to those investing in more than 50% of the shares of unlisted companies, participate in management for a considerable time (three to five years) to increase the enterprise value of the invested companies through restructuring, improvement of efficiency of business operations and changes in management strategies, and ultimately realize capital gains through IPO or share sales. | Outline the basic investment policy and strategy (e.g., the buyout investment method), including such details as the industry sectors of the key investee companies, geographical areas of investment, etc. | |
| 9 | Turnaround investment fund | Turnaround investment funds invest in companies with a deteriorating financial condition and on the verge of bankruptcy, and gain profits by helping these companies turnaround their businesses. | Outline the basic investment policy and strategy, including such details as the industry sectors of key investee companies and businesses, regional characteristics, etc. | |
| 10 | Real estate - related fund | Funds that acquire or develop real estate assets (or real estate trust beneficiary rights) and seek to profit by receiving rents and other forms of revenues from such real estate assets (or real estate trust beneficiary rights) | Describe the basic investment policy and strategy, including such details as the types of real estate assets targeted for investment (e.g., commercial facilities, offices, residential properties, hotels, logistics facilities, etc.), geographical areas of investment, etc. | |
| 11 | SRI fund | SRI funds invest in companies that are actively involved in activities related to environmental measures and social contribution. | Describe the basic investment policy and strategy, including such details as the industry sectors of the key investee companies, the types of assets targeted for investment (e.g., environmental protection, overview of social contribution activities), etc. | |
| 12 | Venture fund | Venture funds acquire few percent to 50 percent of the outstanding shares of unlisted venture companies with high growth potential, increase these companies’ enterprise value via hands-on support during the start-up phase, and gain benefit from the sale of shares upon IPO. | Describe the basic investment policy and strategy, including such details as the industry sectors of the key investee companies, growth stages of investee companies (e.g., seed, early, middle, late), etc. | |
| 13 | Social investment fund | Social investment funds invest in public infrastructure and areas which are essential economic activities of society, including roads, bridges, power transmission wires and schools. | Describe the basic investment policy and strategy, including such details as the types and development methods of businesses and infrastructure development projects targeted for investment (e.g., roads, bridges, power grids, schools, etc.), geographical areas of investment, etc. | |
| 14 | Secondary fund | Secondary funds purchase unlisted shares of investment targets of other funds and receive a transfer of other funds’ rights in their investments. | Describe the basic investment policy and strategy, including such details as the industry sectors, characteristics and transaction methods of investee funds and companies, etc. | |
| 15 | Other | Funds not applicable to any of 1-14 above, | Describe the basic investment policy and strategy of funds that do not fall under any of the above categories, including such details as the key investment targets, risk characteristics, geographical areas of investment, etc. | |

Note:  
\* For a mother fund under a double-layered fund structure, please choose the same category as baby funds.

Table 2 【Types of Investors】

| **Attributes** | **Qualified Institutional Investors** | **Investors other than Qualified Institutional Investors** |
| --- | --- | --- |
| Central government, Local governments, etc. |  | Central government 【EOFIEA 17-12(1) (i) (hereinafter abbreviated as "EOFIEA(i)”】 |
| Local government 【EOFIEA (iii)】 |
| Public interest incorporated association, etc., in which the central government or a local government represents one-fourth or more of the voting rights 【EOFIEA (xv), COOFIB Article 233-2(4)(i)】 |
| Financial Instruments Business Operators, etc. | Securities brokerage/investment management business 【COORD Article 10(1) (i) (hereinafter "COORD(i)")】 | Financial instruments business operator (excluding securities brokerages and investment management business operators) 【EOFIEA (iv)】 |
|
| Investment corporation 【COORD (ii)】 | Business operators engaging in Specially Permitted Businesses for Qualified Institutional Investors, etc. 【EOFIEA (v)】 |
| Financial institutions, etc. | Banks 【COORD (iv)】 | Bank of Japan 【EOFIEA (ii)】 |
| Insurance companies 【COORD (v)】 | Pension fund (with financial assets for investment totaling 10 billion yen or more) 【EOFIEA (xii), COOFIB Article 233-2(2); EOFIEA (xv), COOFIB Article 233-2(4)(ii)】 |
| Shinkin banks, etc., Federation of Shinkin Banks, labor banks, federations of labor banks 【COORD (vii)】 |  |
| Norinchukin Bank, Shoko Chukin Bank  【COORD (viii)】 |
| Credit cooperatives <notified>, federations of credit cooperatives, federations of agricultural cooperatives (that are permitted to handle deposits), etc. 【COORD (ix)】 |
| Regional Economy Vitalization Corporation 【COORD (x)】 |
| Organization for Supporting the Turnaround of Businesses Damaged by the Great East Japan Earthquake 【COORD (x)-2】 |
| Persons engaged in the management and investment of the fiscal loan fund 【COORD (xi)】 |
| Government Pension Investment Fund 【COORD (xii)】 |
| Japan Bank for International Cooperation and Okinawa Development Finance Corporation【COORD (xiii)】 |
| Development Bank of Japan 【COORD (xiv)】 |
| Federations of agricultural and fisheries cooperatives that are able to accept deposits or savings as part of their license service 【COORD (xv)】 |
| Call loan brokers 【COORD (xvi)】 |
| Stock companies engaged in the business activities listed in Article 17-3, paragraph (2), item (xii) of the Ordinance for the Enforcement of the Banking Act (capital of five hundred million yen or more) <notified> 【COORD (xvii】 |
| Pension funds <notified>, pension fund associations 【COORD (xix)】 |
| Trust companies <notified> 【COORD (xxi)】 |
| Investment Limited Partnership | Investment limited partnerships 【COORD (xviii)】 |  |
| Business corporation, etc. | Organization for Promoting Urban Development 【COORD (xx)】 | Parent company, etc., of the relevant Specially Permitted Business Operator 【EOFIEA (vi), COOFIB Article 233-2(1)(ii)】 |
| Domestic corporations (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiii)(a)】 | Listed companies 【EOFIEA (vii)】 |
| Specific purpose companies <notified> 【COORD (xxiii)-2】 | Corporations (with net assets or capitalization totaling 50 million yen or more) 【EOFIEA (viii), (ix)】 |
|  | Special corporations, incorporated administrative agencies, etc. 【EOFIEA (x)】 |
| Specific purpose companies 【EOFIEA (xi)】 |
| Corporations (with net investment-oriented financial assets totaling 100 million yen or more) 【EOFIEA (xv), COOFIB Article 233-2(4)(iv)(a)】 |
| Subsidiaries, affiliates, etc., of financial instruments business operators, listed companies, corporations (with net assets or capitalization totaling 50 million yen or more) 【EOFIEA (xv), COOFIB Article 233-2(4)(v)(a)-(d)】 |
| Asset management companies 【EOFIEA (xv), COOFIB Article 233-2(4)(vi), (viii)】 |
| Individuals | Domestic individuals (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiv)(a)】 | Domestic corporate officers or employees of the relevant Specially Permitted Business Operator 【EOFIEA (vi), COOFIB Article 233-2(1)(i)】 |
|  | Domestic individuals (with investment-oriented assets totaling 100 million yen or more and a securities account opened at least one year ago) 【EOFIEA (xiv), COOFIB Article 233-2(3)(i)】 |
| Foreign corporation or foreigners, etc. | Foreign investment corporations 【COORD (iii)】 | Foreign corporate officers or employees of the relevant Specially Permitted Business Operator 【EOFIEA (vi), COOFIB Article 233-2(1)(i)】 |
| Foreign insurance companies, etc. 【COORD (vi)】 | Foreign corporations 【EOFIEA (xiii)】 |
| Foreign trust companies <notified> 【COORD (xxii)】 | Foreign individuals (with investment-oriented assets totaling 100 million yen or more and a securities account opened at least one year ago) 【EOFIEA (xiv), COOFIB Article 233-2(3)(i)】 |
| Foreign corporations (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiii)(a)】 | 【Individual GPs of foreign partnerships】 Individuals who are operating partners of foreign partnerships, etc. (with investment-oriented financial assets totaling 100 million yen or more) 【EOFIEA (xiv), COOFIB Article 233-2(3)(ii)】 |
| 【Corporate GPs of foreign partnerships】Operating partners of foreign partnerships, etc. (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiii)(b)】 | Foreign pension funds (with investment-oriented financial assets totaling 10 billion yen or more) 【EOFIEA (xv), COOFIB Article 233-2(4)(iii)】 |
| Foreign individuals (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiv)(a)】 | 【Corporate GPs of foreign partnerships】 Corporations that are operating partners of foreign partnerships, etc. (with investment-oriented financial assets totaling 100 million yen or more) 【EOFIEA (xv), COOFIB Article 233-2(4)(iv)(b)】 |
| 【Individual GPs of foreign partnerships】Operating partners of foreign partnerships, etc. (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiv)(b)】 | Foreign partnership-style funds etc. 【EOFIEA (xv), COOFIB Article 233-2(4)(vii)】 |
| Foreign financial institutions, etc. <notified> 【COORD (xxv)】 |  |
| Foreign country governments, etc. <notified> 【COORD (xxvi)】 |
| Foreign pension funds (with net assets totaling 10 billion yen or more) <notified> 【COORD (xxvii)】 |
| Other | 【Corporate GPs of domestic partnerships】 Partnerships, silent partnerships, limited liability partnerships (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiii)(b)】 | 【Individual GPs of domestic partnerships】 Individuals who are operating partners of partnerships, silent partnerships or limited liability business partnerships (with investment-oriented financial assets totaling 100 million yen or more) 【EOFIEA (xiv), COOFIB Article 233-2(3)(ii)】 |
| 【Individual GPs of domestic partnerships】 Partnerships, silent partnerships, limited liability partnerships (with the balance of the securities held is 1 billion yen or more) <notified> 【COORD (xxiv)(b)】 | 【Corporate GPs of foreign partnerships】 Corporations that are operating partners of partnerships, silent partnerships, or Limited Liability Partnership (with investment-oriented financial assets totaling 100 million yen or more) 【EOFIEA (xv), COOFIB Article 233-2(4)(iv)(b)】 |
| Investors before the enforcement of the Revised FIEA of 2015 who do not fall under any of the items cited above |
| Persons in close relationship |  | Subsidiaries, etc. of Specially Permitted Business Operators; subsidiaries, etc. of parent companies, etc. 【EOFIEA (vi), COOFIB Article 233-2(1)(ii)】 |
| Parties entrusted by Specially Permitted Business Operators with management of funds 【EOFIEA (vi), COOFIB Article 233-2(1)(iii)】 |
| Investment advisers to Specially Permitted Business Operators and persons who advise such investment advisers 【EOFIEA (vi), COOFIB Article 233-2(1)(iv)】 |
| Corporate officers or employees of parent companies etc. and subsidiaries etc. of Specially Permitted Business Operators, subsidiaries etc. of parent companies, etc., parties entrusted with management of funds and investment advisers 【EOFIEA (vi), COOFIB Article 233-2(1)(v)】 |
| Relatives (within the third degree of relationship) of: Specially Permitted Business Operators; corporate officers or employees of Specially Permitted Business Operators; corporate officers or employees of parent companies, etc. or subsidiaries, etc., of Specially Permitted Business Operators, parties entrusted with management of funds and investment advisers 【EOFIEA (vi), COOFIB Article 233-2(1)(vi)】 |
|
| 【Applicable to venture funds only】  Persons having expertise and experience in matters related to investment  \*For venture funds,  ・ Submission of fund contract documents, and  ・ Account audits by certified public accountants are assumed. |  | Corporate officers and former corporate officers of listed companies or corporations (with net assets or capitalization totaling 50 million yen or more) that submit securities reports 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(i), (ii), (iv) and (v)】 |
| Corporate officers or former corporate officers of corporations that serve as operating partners (with investment-oriented financial assets totaling 100 million yen or more) of partnerships, silent partnerships, limited liability partnerships or foreign partnerships 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(iii)-(v)】 |
| Former operating partners (with investment-oriented financial assets totaling 100 million yen or more) of partnerships, silent partnerships, limited liability partnerships, or foreign partnerships, etc. 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(vi)】 |
| Persons who have direct experience in the establishment of companies, capital increases, issuance of share options, launch of new businesses, creation of management strategies, corporate finances, investment services, management of general shareholders meetings or board of directors meetings, business acquisitions, share listings, etc., for a specified length of time as a corporate officer, employee, consultant, etc., and thus have specialized knowledge and skills in relevant work. 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(vii)】 |
| Individuals, corporations, etc., included in the list of top 10 or 50 shareholders of listed companies that submit securities registration statements or securities reports 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(viii)】 |
| Certified management innovation support organizations (attorneys, accountants, etc.) 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(ix)】 |
| Companies controlled by the investors specified above as those permitted to invest 【EOFIEA Article 17-12(2), COOFIB Article 233-3(1)(x)】 |

Abbreviations:

EOFIEA=Enforcement Ordinance of the Financial Instruments and Exchange Act （金融商品取引法施行令）

COORD=The Cabinet Office Ordinance Regarding the Definitions Specified under Article 2 of the Financial Instruments and Exchange Act （金融商品取引法第二条に規定する定義に関する内閣府令）

COOFIB=The Cabinet Office Ordinance regarding Financial Instruments Business, etc. （金融商品取引業等に関する内閣府令）

Table 3 【Target of investment】

|  |  |  |  |
| --- | --- | --- | --- |
| 1 | Shares (listed) | 24 | Race horses |
| 2 | Shares (unlisted) | 25 | Pop idols |
| 3 | Bonds (National Government Bond, local government bond or Government-Guaranteed Bond) | 26 | Fish and shellfish farming business |
| 4 | Bonds (corporate debenture, etc. other than above 3) | 27 | Fruit and vegetable farming business |
| 5 | Beneficial interests of a trust (real estate) | 28 | Animal-related business |
| 6 | Beneficial interests of a trust (excluding real estate) | 29 | Hotel business |
| 7 | Rights in collective investment scheme | 30 | Retail business |
| 8 | Securities – related OTC derivatives | 31 | Restaurant business |
| 9 | OTC derivatives other than Securities – related OTC derivatives | 32 | Environmental business |
| 10 | Securities – related market derivatives | 33 | IT-related |
| 11 | Market derivatives other than Securities – related derivatives | 34 | Publishing |
| 12 | Investment trusts (excluding mother investment trusts) | 35 | Precious metals and jewellery |
| 13 | Investment trusts (mother investment trusts) | 36 | Infrastructure |
| 14 | Monetary claims | 37 | Aircraft |
| 15 | Other claims (Medical treatment fee credit claims, etc.) | 38 | Automobiles (including buses, etc.) |
| 16 | Commodities | 39 | Vessels |
| 17 | Currencies | 40 | Railroad Vehicles |
| 18 | Movies | 41 | Equipment-related |
| 19 | Music | 42 | Intellectual property rights |
| 20 | Paintings | 43 | Real estate |
| 21 | Animation | 44 | Rights to rent real estate |
| 22 | Game | 45 | Other |
| 23 | Alcohol, etc. |  |  |

Table 4 【Geographical areas of investment】

|  |  |
| --- | --- |
| 1 | Global |
| 2 | Japan |
| 3 | North America |
| 4 | Europe |
| 5 | Asia |
| 6 | Oceania |
| 7 | Latin America |
| 8 | Africa |
| 9 | Middle East |

\*"Global" refers to cases in which investment targets exist in more than one of the above mentioned areas.