

(Provisional English Translation)

Regulatory Notice on Documents and Eligible Applicants Specified by the Commissioner of Financial Services Agency Based on the Provisions of Article 350. Paragraph (1) and (2) of the Cabinet Office Order on Financial Instruments Business, etc.

Regulatory Notice of the Financial Services Agency No. xxx

The documents and eligible applicants specified by the Commissioner of the Financial Services Agency in consideration of their contents and other circumstances based on the provisions of Article 350, paragraphs (1) and (2) of the Cabinet Office Order on Financial Instruments Business, etc. (Cabinet Office Order No. 52 of 2007) are established as follows, and this regulatory notice is applied as from the date of promulgation.

Date: January 12, 2021

HIMINO Ryoza, Commissioner of the Financial Services Agency

(Definitions)

Article 1 In this regulatory notice, the meanings of the terms listed in the following items are as prescribed respectively in those items:

- (i) Financial Instruments Business Operator: the Financial Instruments Business Operator prescribed in Article 2, paragraph (9) of the Financial Instruments and Exchange Act (Act No. 52 of 1948; hereinafter referred to as the “Act”);
- (ii) Type I Financial Instruments Business: the Type I Financial Instruments Business prescribed in Article 28, paragraph (1) of the Act;
- (iii) Type II Financial Instruments Business: the Type II Financial Instruments Business prescribed in Article 28, paragraph (2) of the Act;
- (iv) Investment Advisory and Agency Business: the Investment Advisory and Agency Business prescribed in Article 28, paragraph (3) of the Act;
- (v) Investment Management Business: the Investment Management

- Business prescribed in Article 28, paragraph (4) of the Act;
- (vi) Securities Services: the Securities Services prescribed in Article 28, paragraph (8) of the Act;
 - (vii) Major Shareholder: the Major Shareholder prescribed in Article 29-4, paragraph (2) of the Act;
 - (viii) Specified Major Shareholder: the Specified Major Shareholder prescribed in Article 32, paragraph (4) of the Act;
 - (ix) Financial Instruments Business Operator, etc.: the Financial Instruments Business Operator, etc. prescribed in Article 34 of the Act;
 - (x) Parent Company, etc.: the Parent Company, etc. prescribed in Article 15-16, paragraph (iii) of the Order for Enforcement of the Financial Instruments and Exchange Act (Cabinet Order No. 321 of 1965; hereinafter referred to as the "Cabinet Order");
 - (xi) Subsidiary Company, etc.: the Subsidiary Company, etc. prescribed in Article 15-16, paragraph (3) of the Cabinet Order;
 - (xii) Affiliated Company, etc.: the Affiliated Company, etc. prescribed in Article 15-16, paragraph (4) of the Cabinet Order;
 - (xiii) Officer: the Officer prescribed in Article 9, item (ii), (a) of the Cabinet Office Order on Financial Instruments Business, etc.; hereinafter referred to as the "Cabinet Office Order"); and
 - (xiv) Major Employee: the Major Employee prescribed in Article 9, item (ii), (a) of the Cabinet Office Order.

(Documents and Eligible Applicants Specified by the Commissioner of the Financial Services Agency)

Article 2 (1) The documents and eligible applicants specified by the Commissioner of the Financial Services Agency as prescribed in Article 350, paragraphs (1) and (2) of the Cabinet Office Order are to be prepared by the applicants specified in the following items for the respective categories of documents listed in those items:

- (i) the documents specified in Article 350, paragraph (1), item (i) and paragraph (2), item (i) or Article 350 paragraph (1), item (iii) and paragraph (2), item (iv) of the Cabinet Office Order: a person who intends to obtain the registration under Article 29 of the Act or the registration of change under Article 31, paragraph (4) of the Act (limited to a person who intends to engage in a Type II Financial Instruments Business (limited to the act specified in Article 28,

paragraph (2), item (i) of the Act) and an Investment Management Business (limited to the act specified in Article 28, paragraph (4), item (ii) or (iii) of the Act) with regard to the money or other properties invested or contributed as a result of the act specified in Article 28, paragraph (2), item (i) of the Act, intends to engage in an Investment Advisory and Agency Business, intends to engage in an Investment Management Business, intends to engage in the business prescribed in Article 29-5, paragraph (2) of the Act, or intends to engage in the business prescribed in Article 196, paragraph (2) of the Act on Investment Trusts and Investment Corporations (Act No. 198 of 1951); hereinafter referred to as a “person who intends to obtain registration” in this item) that falls within any of the following categories:

- (a) a person engaging in the same type of business as the Investment Advisory and Agency Business or Investment Management Business in a foreign jurisdiction in compliance with the laws and regulations of that jurisdiction;
 - (b) a Parent Company, etc., Subsidiary Company, etc., or Affiliated Company, etc. of the person prescribed in (a);
 - (c) if a person who intends to obtain registration (excluding the person prescribed in (a) or (b); the same applies in (d)) is a juridical person, a person who was an Officer or employee of the person prescribed in (a) but becomes an Officer or Major Employee of the person who intends to obtain registration; or
 - (d) if a person who intends to obtain registration is an individual, a person who was an Officer or employee of the person prescribed in (a) but becomes the person who intends to obtain registration or a Major Employee thereof;
- (ii) the documents specified in Article 350, paragraph (1), item (ii) and paragraph (2), item (ii) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 31, paragraph (1) of the Act;
 - (iii) the documents specified in Article 350, paragraph (1), item (iv) of the Cabinet Office Order: a person who has completed making a deposit based on Article 31-2, paragraph (1), (4), or (8) of the Act;
 - (iv) the documents listed in Article 350, paragraph (1), items (v) through (ix) and paragraph (2), items (v) and (vi) of the Cabinet Office Order:

- a Financial Instruments Business Operator (limited to a person who only engages in an Investment Advisory and Agency Business);
- (v) the documents specified in Article 350, paragraph (1), item (x) and paragraph (2), item (viii) of the Cabinet Office Order: a person who intends to file a notification of holding Subject Voting Rights based on Article 32, paragraph (1) of the Act;
 - (vi) the documents specified in Article 350, paragraph (1), item (xi) of the Cabinet Office Order: a Major Employee other than a Specified Major Employee of a Financial Instruments Business Operator which intends to file a notification based on Article 32, paragraph (3) of the Act;
 - (vii) the documents specified in Article 350, paragraph (1), item (xii) of the Cabinet Office Order: a Specified Major Employee of a Financial Instruments Business Operator which intends to file a notification based on Article 32-3, paragraph (2) of the Act;
 - (viii) the documents specified in Article 350, paragraph (1), items (xiii) and (xiv) of the Cabinet Office Order: a Financial Instruments Business Operator;
 - (ix) the documents specified in Article 350, paragraph (1), item (xv) and paragraph (2), item (xvii) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 63-3, paragraph (1) of the Act;
 - (x) the documents specified in Article 350, paragraph (1), item (xvi) and paragraph (2), item (xviii) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 63, paragraph (8) of the Act as applied mutatis mutandis pursuant to Article 63-3, paragraph (2) of the Act;
 - (xi) the documents specified in Article 350, paragraph (2), item (iii) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 31, paragraph (3) of the Act;
 - (xii) the documents specified in Article 350, paragraph (2), item (vii) of the Cabinet Office Order: a director or executive officer of a Financial Instruments Business Operator (limited to a person who engages in an Investment Management Business in the case of filing a notification based on Article 31-4, paragraph (1) of the Act, and a person who engages in a Securities-Related Business other than a Type I Financial

- Instruments Business in the case of filing a notification based on Article 31-4, paragraph (2) of the Act);
- (xiii) the documents specified in Article 350, paragraph (2), item (ix) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 35, paragraph (3) or (6) of the Act;
 - (xiv) the documents specified in Article 350, paragraph (2), item (x) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to obtain the approval under Article 35, paragraph (4) of the Act;
 - (xv) the documents specified in Article 350, paragraph (2), item (xi) of the Cabinet Office Order: a person who intends to obtain the confirmation under Article 39, paragraph (3) of the Act;
 - (xvi) the documents specified in Article 350, paragraph (2), item (xii) of the Cabinet Office Order: a Financial Instruments Business Operator which is a Foreign Juridical Person, etc. (meaning the Financial Instruments Business Operator which is a Foreign Juridical Person, etc. prescribed in Article 190, paragraph (1) of the Cabinet Office Order);
 - (xvii) the documents specified in Article 350, paragraph (2), item (xiii) of the Cabinet Office Order: a Financial Instruments Business Operator, etc. which is a Foreign Juridical Person, etc. (meaning the Financial Instruments Business Operator, etc. which is a Foreign Juridical Person, etc. prescribed in Article 191, paragraph (1) of the Cabinet Office Order);
 - (xviii) the documents specified in Article 350, paragraph (2), item (xiv) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 50, paragraph (1) of the Act;
 - (xix) the documents specified in Article 350, paragraph (2), item (xv) of the Cabinet Office Order: a person who intends to file a notification based on Article 50-2, paragraph (1) of the Act;
 - (xx) the documents specified in Article 350, paragraph (2), item (xvi) of the Cabinet Office Order: a Financial Instruments Business Operator which has issued a public notice based on Article 50-2, paragraph (6) of the Act;
 - (xxi) the documents specified in Article 350, paragraph (2), item (xix) of the Cabinet Office Order: a Financial Instruments Business Operator

which intends to file a notification based on Article 63, paragraph (13) of the Act as applied mutatis mutandis pursuant to Article 63-3, paragraph (2) of the Act; and

(xxii) the documents specified in Article 350, paragraph (2), item (xx) of the Cabinet Office Order: a Financial Instruments Business Operator which intends to file a notification based on Article 63-2, paragraph (3) of the Act as applied mutatis mutandis pursuant to Article 63-3, paragraph (2) of the Act.

(2) The provisions of items (ii) through (xxii) of the preceding paragraph shall not apply to the cases where the documents specified in item (i) of the preceding paragraph have not been prepared in English based on Article 350, paragraph (1) or (2) of the Cabinet Office Order.