

## “Instructions Form” re Establishment of a Kabushiki-Kaisha [KK Co.] (Joint-stock corporation) in Japan

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| <b>Company Name</b> | <p>A Company name, which must be established in the articles of incorporation and registered. <u>Proposed name of the company.</u> Please note either in front or at the end of your company name Kabushiki Kaisha (K.K.) will be added, please advise us your preference for registration. <u>Company name can be registered in Roman character</u> but the extension of KK will be in Japanese Kanji character.</p> <p style="text-align: center;"> <input type="checkbox"/> <b>K.K. in front</b>                    <input type="checkbox"/> <b>K.K. at the end</b> </p> |
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| <b>Company Objectives</b> | <p>To start a Japanese company it is required to specify the fields of business the company will be engaging in. (If you engage in an activity that is not covered in your company objective you will have to add it later). <u>In Japan there is no general commercial objectives can be registered, which can be used like in other countries, covering A~Z activities.</u></p> <p><b>Please specify the precise fields of business activities your company will be engaging in Japan.</b></p> |
| 1                         |  |
| 2                         |  |
| 3                         |  |
| 4                         |  |

*(If the space is insufficient please attach separate sheet)*

|                                 |   |
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| <b>Authorized Share Capital</b> | Total amount of Authorized capital of the company shall be Yen _____ and Paid-Up capital shall be Yen _____   |
| <b>Investors and Investment</b> | The total number of authorized shares to be issued by the company shall be _____ shares. <i>(In case share certificates are issued, normally they are issued in the five denominations of one share, five shares, ten shares, fifty shares and hundred shares.)</i> |

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|---|---|----------------------|---------|
| <b>Promoters / Shareholders Name, Address and Number of subscribed shares</b> | 1 | <b>Name</b>          | Mr./Ms. |
|   |   | <b>Address</b>       |         |
|   |   | <b>No. of shares</b> |         |
|   | 2 | <b>Name</b>          | Mr./Ms. |
|   |   | <b>Address</b>       |         |
|   |   | <b>No. of shares</b> |         |

*(If the space is insufficient please attach separate sheet)*

[In case the Promoter / Shareholder is a foreign corporation, please mention name of the Foreign Company, address, Name of Representative Director, Address of Representative Director, Name of all Directors & address]

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*(If the space is insufficient please attach separate sheet)*

**Please send along with the filled form the following soft copy documents (For Corporate Investment / Shareholding)**

- Copy of registration certificate of the company in home country (parent co.);
- Copy of Articles of Memorandum & Association of the company in home country (parent co.);
- Copy of proof of Share Capital of the company in home country (parent co.) (if any);
- Copy of latest Balance Sheet & Profit & Loss Statement of the company in home country (parent co.);
- Copy of The Minutes of Meeting of the Shareholders / Executives relating to during the time of incorporation (if any) and relating to establishment of a subsidiary co in Japan (if any).

Please send along with the filled form the following soft copy documents (For Individual Investment / Shareholding)

- KYC info of the Promoter of company in Japan including a copy of identification page of passport;
- Resume / Bio-data of the Promoter of company in Japan; including present and past occupation; profession etc.
- Brief summary re purpose; structure of operation of the new co. in Japan; and business projection (if any);
- Source of Promoter's funds for "paid-up capital" & incorporation & post-incorporation cost of operation in Japan.

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| <b>Registered Office</b>        | The Company shall have its registered office at the following address in Japan. |               |
|                                 | <b>Tel #:</b>   | <b>Fax #:</b> |
| Branch office in Japan (if any) |   |               |

|                  |  |   |                 |         |
|------------------|--|---|-----------------|---------|
| <b>Directors</b> | <b>Resident Director in Japan</b> (if any)<br>(Japanese or foreigner, Resident of Japan)<br><b>Registered seal certificates 2 original</b><br><b>Non-Resident Director in Japan</b><br><b>Signature certificates 2 original (draft will be sent)</b> | 1 | <b>Director</b> | Mr./Ms. |
|                  |  |   | <b>ADDRESS</b>  |         |
|                  |  | 2 | <b>Director</b> | Mr./Ms. |
|                  |  |   | <b>ADDRESS</b>  |         |
|                  |  | 3 | <b>Director</b> | Mr./Ms. |
|                  |  |   | <b>ADDRESS</b>  |         |

|  |   |
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| <b>Representative Director(s)</b> [In case more than 1 Director] | Mr./Ms.   |
| <b>Term of the Directors</b>                                     | (Normally for 2 years but extendable up to 10 years) You can choose 2 to 10 any term.<br><i>(If the space is insufficient please attach separate sheet)</i> |

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| <b>Statutory Auditor</b> (if any) (optional) | <b>Mr./Ms.</b> |
|  | Address        |

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| <b>Important Notes:</b> | <b>Resident Director in Japan:</b> If the Director in Japan is a foreigner please advise his / her IMMIGRATION STATUS OF RESIDENCE (as stamped on the passport) and period of stay .....valid until. Please provide a clear soft-copy of Resident card both sides)   |
|                         | <b>Personal Seal (Hanko) of Resident Director in Japan:</b> It is advisable to register the personal seal of the resident director in Japan if not registered with local ward / city office. Without the seal signature can be used but it will need Signature Certificate at the time of incorporation & also in the future in case of any registration related matter. |
|                         | <b>## KK Co without Non-Resident Director:</b> For registration re paid-up capital procedure a "Resident in Japan" i.e. a minority Shareholder / Promoter is required temporarily. 2 (two) original Personal registered seal certificate would be required (issued within 3 months).   |

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| <b>Fiscal Year</b> | The financial year of the company shall commence on _____ and end on _____ each year. (For reference please note financial year commonly used in Japan for large corporation is Apr to Mar however it is allowed to choose financial year as per your choice ) |
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| <b>Supplemental Provisions</b> | The total number of shares to be issued upon incorporation of the company shall be _____ par value shares and the issue price shall be Yen _____ per share. |
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P.S. Additional information if required will be requested later to provide us for incorporation related issues.