

# Share Handling Regulations

Established on April 1, 2016

Concordia Financial Group, Ltd.

# Share Handling Regulations

## Chapter I General Provisions

### Article 1. (Objective)

The Company's procedures for exercising shareholders' rights and the Company's handling of shares shall be governed by the regulations hereof pursuant to the provisions of the Article 11 of the Articles of Incorporation, in addition to the provisions of Japan Securities Depository Center, Incorporated (hereinafter referred to as the "Center") and account management organizations such as securities company, etc. (hereinafter referred to as the "Securities Company, etc.") in which the shareholder hold the transfer account.

### Article 2. (Shareholder Register Administrator)

The shareholder register administrator of the Company and the place of the office handling administration thereof are as follows.

Shareholder Register Administrator: JAPAN SECURITIES AGENTS, LTD.

1-2-4 Nihonbashi-kayabacho, Chuo-ku, Tokyo

Office Handling Administration: JAPAN SECURITIES AGENTS, LTD.

Head Office

1-2-4 Nihonbashi-kayabacho, Chuo-ku, Tokyo

## Chapter II Record of Shareholder Register, etc.

### Article 3. (Record of Shareholder Register)

A change in matters stated in shareholder register shall be made pursuant to notices from the Center such as a notice to all shareholders (Act on Book Entry of Corporate Bonds and Shares (hereinafter referred to as the "Book Entry Act")), notice prescribed under Article 154, paragraph (3), (excluding (hereinafter referred to as the "Individual Shareholder Notice"))).

2 A change in matters stated in shareholder register shall not be made in accordance with the notices from the Center, when there are the provisions of laws and regulations of new share issuance and others in addition to the preceding paragraph.

3 The shareholder register shall be recorded by the characters and symbols specified by the Center.

### Article 4. (Registration of Matters to Be Stated in Shareholder Register)

A shareholder shall register the name and addresses through the Securities Company, etc. and the Center, pursuant to the provisions of the Center. The same shall apply when there are any changes therein.

### Article 5. (Representative of Corporate Shareholders)

A shareholder who is a corporation shall register one (1) representative through the Securities

Company, etc. and the Center, pursuant to the provisions of the Center. The same shall apply when there are any changes therein.

Article 6. (Representatives of Shared Shareholders)

Shareholders who share the shares shall designate one (1) representative and register the name and address of the shared representatives through the Securities Company, etc. and the Center, pursuant to the provisions of the Center. The same shall apply when there are any changes therein.

Article 7. (Statutory Agent)

Statutory agents such as the parent or guardian of a shareholder shall register the name and address thereof through the Securities Company, etc. and the Center, pursuant to the provisions of the Center. The same shall apply when there are any changes therein or discharge thereof.

Article 8. (Registration of Place Where Notifications for Shareholders, etc. Residing in Foreign Country Shall Be Received)

A shareholder and a registered pledgee of shares or the statutory agent thereof, who reside in a foreign country, shall appoint the permanent agent in Japan or specify a place in Japan where notifications shall be received, and shall register through the Securities Company, etc. and the Center the name and address of the permanent agent or a place where the notifications shall be received, pursuant to the provision of the Center. The same shall apply when there are any changes therein or discharge thereof.

Article 9. (Method Confirmation Through the Center)

The submission of a registration from a shareholder to the Company through the Securities Company, etc. and the Center shall be deemed to be that from the shareholder.

### Chapter III Verification of Shareholders

Article 10. (Verification of Shareholders)

When a shareholder (including a shareholder who has made the Individual Shareholder Notice) claims and exercises the shareholder's right (hereinafter referred to as the "Claim, etc."), a material that certifies a fact that the shareholder has made the Claim, etc. (hereinafter referred to as the "Certificate Documents, etc."), shall be attached or provided; however, this shall not apply if the Company can verify that the Claim, etc. is made from the shareholder.

2 The Claim, etc. from a shareholder to the Company, which is made through Securities Company, etc. or the Center, shall be deemed to be the Claim, etc. made by the shareholder and the Certificate Documents, etc. shall not be required.

3 When the Claim, etc. is made by an agent, in addition to the procedures under the preceding two paragraphs, a power of attorney with the signature or the name and seal affixed by the shareholder shall be attached. The power of attorney shall include statement of the name and address of the delegatee.

4 The paragraphs (1) and (2) shall apply mutatis mutandis to agents.

## Chapter IV Procedures for Exercising Shareholders' Rights

### Article 11. (Minority and Other Shareholders' Rights)

When minority and other shareholders' rights provided by the Article 147, paragraph (4) of the Book Entry Act being exercised directly to the Company, a written statement affixed with the signature or the name and seal shall be filed upon reporting the Individual Shareholder Notice.

### Article 12. (Procedures of Request for the Company's Purchase of Shares Constituting Less Than One Unit)

A request for the Company's purchase of shares constituting less than one unit, shall be made through the Securities Company, etc. and the Center, pursuant to the provisions of the Center.

### Article 13. (Determination of Purchase Price)

The purchase price per share of shares constituting less than one unit upon a request for the Company's purchase, as set forth in the preceding Article, shall be the closing price of the market established by the Tokyo Stock Exchange on the day on which the purchase request reaches the administration handling office of shareholder register administrator; provided, however, that if there are no trading transactions on that day or if the day falls on a holiday of the said exchange, the price established by the first trading transaction made subsequently shall be the purchase price per share of the shares constituting less than one unit upon a request for the Company's purchase.

2 The purchase price shall be the amount of the purchase price per share under the preceding paragraph multiplied by the number of shares requested for the Company's purchase.

### Article 14. (Payment for Purchase Price)

Unless otherwise provided by the Company, the Company shall pay for purchase price on the fourth business day from the day following the date on which the purchase price per share is determined pursuant to the provisions of the Center; provided, however, that if the purchase price is the cum-right price such as of dividends of surplus or share splits, the purchase price shall be paid by the record date.

2 A person to request for the purchase of shares may request payment for the purchase price to be transferred to a bank deposit account designated by the person or paid in cash at the JAPAN POST BANK.

### Article 15. (Transfer of Purchased Shares)

Shares constituting less than one unit for which the request for the Company's purchase has been made shall be transferred to the Company's transfer account on the day on which the payment for the purchase price or the payment procedure, pursuant to the preceding Article, has been paid or completed.

### Article 16. (Procedures of Request for the Company's Sale of Additional Shares Constituting Less Than One Unit)

When a shareholder who holds shares constituting less than one unit requests the Company to sell the number of shares which will constitute one share unit when combined with the number of

shares constituting less than one unit held by the shareholder (herein after referred to as the “Request for the Company’s Sale of Additional Shares”), such request shall be made through the Securities Company, etc. and the Center pursuant to the provision of the Center.

Article 17. (Request for the Company’s Sale of Additional Shares Exceeding Treasury Shares Outstanding)

When the total number of shares for the Request for the Company’s Sale of Additional Shares, which are made on the same day accompanied by future uncertainty, exceeds the number of treasury shares held by the Company that has to be transferred, all the Request for the Company’s Sale of Additional Shares made on the said day shall not take effect.

Article 18. (Effective Date of the Request for the Company’s Sales of Additional Shares)

The Request for the Company’s Sale of Additional Shares shall come into effect on the day on which the Request for the Company’s Sale of Additional Shares reaches the administrative handling office of the shareholder register administrator.

Article 19. (Determination of the Sales Price for the Company’s Sale of Additional Shares)

The sales price per share for the Company’s sale of additional shares shall be the closing price of the market established by the Tokyo Stock Exchange as of the effective date of the Request for the Company’s Sale of Additional Shares; provided, however, that if there are no trading transactions on that day or if the day falls on a holiday of the said exchange, the price established by the first trading transaction made subsequently shall be the sales price per share for the Company’s sale of additional shares.

2 The sales price for the Company’s sale of additional shares shall be the amount of the sales price per share under the preceding paragraph multiplied by the number of shares requested for the Company’s sale of additional shares.

Article 20. (Transfer of Additional Shares Sold)

Treasury shares equivalent to the number of shares for the Request for the Company’s Sale of Additional Shares received shall apply for its transfer of the shares to the transfer account of the shareholder who made Request for the Company’s Sale of Additional Shares, on the day on which the shareholder who made the Request for the Company’s Sale of Additional Shares confirms through the Securities Company, etc. that the sales price for the Company’s sale of additional (fractional) shares are transferred to the bank deposit account designated by the Company, pursuant to the provisions of the Center.

Article 21. (Suspension period for the Request for the Company’s Sale of Additional Shares)

The Company shall suspend the acceptance of the Request for the Company’s Sale of Additional Shares during a period from the 10th business day prior to the following respective days to the following respective days every year.

- (1) March 31
- (2) September 30
- (3) Other confirmation dates of shareholders, etc. provided by the Center

2 Notwithstanding the preceding paragraph, the Company may establish a separate suspension period for the Request for the Company's Sale of Additional Shares if deemed necessary.

## Chapter V Special Provisions for Special Accounts

### Article 22. (Special Provisions for Special Accounts)

Verification of the identity of shareholders who have opened a special account and handling of special accounts shall be determined pursuant to the provisions of the account management organizations for the special account in addition to the provision of the Center.

End

(Established on April 1, 2016)