The NOVARTIS Foundation (Japan) for the Promotion of Science

Articles of Incorporation

Chapter 1. General Rule

(Name)

Article 1. The name of this legal entity shall be "The NOVARTIS Foundation (Japan) for the Promotion of Science" (hereinafter called as the Foundation).

(Business office)

Article 2. The principal business office of the Foundation shall be located in Minato Ward, Tokyo.

2. The Foundation may set up a subsidiary business office in a necessary place based on a decision of the Board of Trustees.

(Objectives)

Article 3. The purpose of the Foundation is to encourage creative researches in natural science, thus contributing to academic advancement and the improvement of health and wellbeing of the people.

(Business activities)

Article 4. In order to achieve the objectives in the preceding article, the Foundation shall conduct the following business activities:

- 1. Grant-making activities
- (1) Provide research grants
- (2) Hold and/or provide grants to international conferences, academic lectures, symposia, seminars, research study meetings and training workshops
- (3) Provide grants for international exchanges
- (4) Issue publications on the results of the granted researches
- 2. Other activities necessary for achieving the objective of the Foundation
- 3. The Foundation shall be engaged in the above-mentioned activities throughout Japan.

(Business year)

Article 5. The business year of the Foundation starts on April 1 and ends on March 31 of the following year.

Chapter 2. Property and Accounting

(Types of property)

Article 6. The Foundation has two types of properties; permanent property and other property.

- 2. The permanent property shall be comprised of the following;
- (1) Property owned as permanent property when the Foundation was established.

- (2) Property designated as permanent property when it was donated.
- (3) Property transferred from other property to permanent property based on a decision of the Board of Trustees.
- 3. Other property shall be property other than permanent property.
- 4. Half or more properties donated after the authorization of the Foundation as a public interest corporation shall be used for business activities set forth in Article 4.

(Management and disposal of permanent property)

Article 7. The Foundation shall make effort to properly maintain and manage permanent property.

2. If the Foundation disposes or provides as security all or part of the permanent property for unavoidable reasons, it must obtain an approval by two thirds or more voting members of the Board of Councilors.

(Management and investment of property)

Article 8. The Representative Trustee shall be responsible for the management and investment of the Foundation's property in accordance with Rule for Management and Investment of Property separately set forth by a resolution of the Board of Trustees meeting.

(Business plan and budget statements)

- **Article 9.** The Representative Trustee shall be responsible for preparing a business plan, budget statements and a document showing expected fund raising and capital spending by the day before the start of each business year and for reporting them to the Board of Councilors after their approval by the Board of Trustees meeting. The same shall be applied when documents are revised.
- 2. The above-mentioned business plan and budget statements shall be submitted to the Administrative Agency by the day before the start of the next business year.

(Business reporting and settlement of accounts)

Article 10. For business reporting and account settlement of the Foundation, the Representative Trustee shall be responsible for preparing the following documents after the end of each business year and these documents must be audited by auditors and approved by the Boards of Trustees and Councilors meetings.

- (1) Business report
- (2) Annexed detailed statement of the business report
- (3) Balance sheet
- (4) Profit and loss statement (statement of changes of net property)
- (5) Annexed detailed statement of the balance sheet and the profit and loss statement (statement of changes of net property)
- (6) Inventory of property
- 2. The Foundation shall keep the following documents in addition to the above-mentioned documents and the Articles of Incorporation in its principal business office for five years for public reading.

- (1) Audit report
- (2) Name list of trustees, auditors and councilors
- (3) Documents on criteria for payment of remuneration for trustees, auditors and councilors
- (4) Document outlining the operational structure and the status of business activities with key indicators

(Calculation of the balance of the property obtained for activities for public interest purpose)

Article 11. The Representative Trustee shall be responsible for calculating the balance of the property obtained for activities for public interest purposes as of the end of the applicable business year in each business year in accordance with the provision of Article 48 of the Enforcement Regulation for the Act on Authorization of Public Interest Incorporated Association and Public Interest Incorporated Foundation and for recording it in the document of the preceding Article 10 Paragraph 2- (4).

(Long-term loan and disposal or acquisition of important property)

- **Article 12.** Resolution by two thirds or more of voting members of Board of Councilors must be obtained at its meeting for the Foundation to make a long-term loan excluding a short-term loan that can be repaid with the revenue of the applicable business year.
- 2. The above procedure shall be applied when the Foundation disposes or acquires important property as well.

(Accounting principle)

Article 13. The Foundation shall follow an accounting practice that is generally considered fair and reasonable.

Chapter 3. Councilors and the Board of Councilors

Part 1. Councilors

(Quorum)

Article 14. The Foundation shall have 10 - 15 councilors.

- 2. One councilor shall be designated as chairman of the Board.
- 3. A chairman shall be elected from the members of the Board of Councilors.

(Election)

- **Article 15.** Councilors shall be elected and dismissed in accordance of the provisions of Articles 179 to 195 of the Act on General Incorporated Associations and General Incorporated Foundations (hereinafter called as the General Incorporated Associations and Foundations Act) at the Board of Councilors meeting.
- 2. The following requirements must be met for the election of councilors.
- (1) The total number of councilors who fall under the following categories (a) (f) may not exceed one third of the total number of councilors;

- (a) Councilor in question and his spouse or his relative within the third degree of kinship.
- (b) Unmarried partner who is in de facto marital relationship with the councilor in question.
- (c) Employees of the councilor in question
- (d) Those other than (b) and (c) whose livelihood is supported by the councilor in question with the receipt of money or property from him
- (e) Spouses of (c) and (d)
- (f) Relatives within the third degree of kinship of persons in (b) (d) who depend on them for their livings.
- (2) Total number of councilors who fall under the following categories (a) (d) of other similar organizations (excluding public interest incorporated associations) may not exceed one third of the total number of councilors;
- (a) Members of the Board of Trustees
- (b) Employees
- (c) Officers other than trustees (Representative or manager if they are specified in such capacities in their non-legal entities) of similar organizations or their employees responsible for execution of their business activities.
- (d) Staff of the following organizations (excluding the Diet members or members of assemblies of local governments);
- i. National organization
- ii. Local government
- iii. Independent administrative agency specified in Article, 2 paragraph 1 of the Act on General Rules for Independent Administrative Agency
- iv. National university corporations specified in Article 2, paragraph 1 of the National University Corporation Act or inter-university research institute corporations specified in Article 2, paragraph3 of the same Act.
- v. Local incorporated administrative agency specified in Article 2, paragraph 1 of the Local Independent Administrative Agency Act
- vi. Special corporations (juridical persons incorporated by a specific act of incorporation pursuant to the provisions of any specific Act to which the provision of Article 4, item 15 of the Act for Establishment of the Ministry of Internal Affairs and Communications is applied) or authorized corporations (juridical persons established by specific act for which authorization of the Administrative Agency is required).
- 3. The total number of councilors who have relationship with a trustee or his relatives or his specially connected persons, or who have relationship with other councilor or his relatives or his specially connected persons may not exceed one third of the members of the Board of Councilors (current numbers). Councilors who have relationship with an auditor or his relatives or his specially connected person are not allowed to be on the Board of Councilors.
- 4. A councilor may not serve concurrently as a trustee, an auditor or an employee of the Foundation.
- 5. Any changes to the members of the Board of Councilors must be registered within two weeks and reported to the Administrative Agency without delay.

(Authority)

Article 16. Councilors shall form the Board of Councilors and shall make decisions on matters specified in Article 20, paragraph 2.

(Term of councilor)

- **Article 17.** Term of councilor shall expire at the end of the regular Board of Councilors meeting to be held in the last business year within four years after he was elected. He may be reelected.
- 2. If a councilor retires before his term expires, the term of a newly elected councilor as his replacement shall terminate at the end of the retired councilor's term.
- 3. When the Board of Councilors lacks a quorum specified in Article 14, a councilor who retired due to expiration of his term or resignation shall maintain his official rights and duties as a councilor till a newly elected councilor takes office.

(Dismissal)

- **Article 18**. The Board of Councilors may dismiss a councilor through its resolution if he falls under the following;
- (1) Has breached or neglected his official duties
- (2) Has difficulty to perform his official duties or unable to perform his official duties due to mental or physical disability

(Remuneration)

- **Article 19**. The Foundation may pay remuneration to councilors within the limits of 2 million yen in total in each business year in accordance with the criteria for payment of remuneration established separately by the Board of Councilors.
- 2. The Foundation may pay expenses to councilors which are necessary for performing their official duties.

Part 2. The Board of Councilors

(Structure and authority)

Article 20. The Board of Councilors shall be comprised of all councilors.

- 2. The Board of Councilors shall decide the following matters;
- (1) Election and dismissal of trustees, auditors and councilors
- (2) Amount and criteria for remuneration for trustees, auditors and councilors
- (3) Change of the Articles of Incorporation
- (4) Approval for a business report and financial statements of each business year
- (5) Approval for disposal and exclusion of permanent property
- (6) Dissolution and disposal of residual property
- (7) Other matters needed to be decided by the Board of Councilors as specified in bylaws and this Articles of Incorporation.

(Types and holding of meetings)

- **Article 21**. The Board of Councilors shall have two types of meetings; regular and extraordinary meetings.
- 2. A regular Board of Councilors meeting shall be held once a year within three months after the end of each business year.
- 3. An extraordinary Board of Councilors meeting may be held any time as needed.

(Convening of meeting)

- **Article 22**. The Representative Trustee shall convene the Board of Councilors meeting based on a resolution by the Board of Trustees.
- 2. Notwithstanding the above paragraph, councilors may request the Representative Trustee to convene the Board of Councilors meeting by presenting matters intended to discuss and a purpose of the meeting.

(Notification of the meeting)

- **Article 23**. The Representative Trustee must notify date and time, place and agenda of the Board of Councilors meeting either in writing or electromagnetically by one week before the day of the meeting.
- 2. Notwithstanding the above paragraph, when all councilors agreed, the Board of Councilors meeting may be held without following the procedure for the convening of a meeting.

(Chair)

Article 24. The Chairman of the Board of Councilors shall serve as a chair of its meeting. If the Chair is not available for a meeting due to an accident or the Chair is vacant, one shall be elected as a chair from attending councilors.

(Quorum)

Article 25. The majority of voting members of the Board of Councilors must be present to legally open its meeting.

(Decision making)

- **Article 26**. A decision shall be made with the presence of the majority of voting councilors excluding those who have a special interest in that decision and by the approval of the majority of the attending councilors unless otherwise specified in laws and this Articles of Incorporation.
- 2. Notwithstanding the above paragraph, a decision must be made on the following matters by the approval of two thirds or more of councilors excluding those councilors who have a special interest in the matters to be decided;
- (1) Dismissal of auditors
- (2) Change of the Articles of Incorporation
- (3) Approval for disposal or exclusion of permanent property
- (4) Other matters required by the laws

(Omission of decision-making)

Article 27. When a trustee proposed a matter to be decided at the Board of Councilors meeting and all voting members of the Board of Councilors indicated to agree on the proposal either in writing or electromagnetically, that proposal shall be regarded as being approved at the Board of Councilors meeting.

(Omission of reporting)

Article 28. If a trustee notified all the councilors a matter required to report to the Board of Councilors and all the councilors showed their agreement that the matter does not need to be reported to the Board either in writing or electromagnetically, the matter shall be regarded as being reported to the Board meeting.

(Minutes of the meeting)

Article 29. The minutes of the Board of Councilors meeting shall be made as required by the law and the Chair of the meeting and one other attending councilor must sign or affix the name and seal to the minutes.

(Operating rule of the board of councilors)

Article 30. Matters needed for the operation of the Board of Councilors shall be handled in accordance with laws and this Articles of Incorporation as well as the Operating Rule of the Board of Councilors set forth by the Board of Councilors.

Chapter 4. Officers and the Board of Trustees

Part 1. Officers

(Type and quorum)

Article 31. The Foundation shall have the following officers;

- (1) 4 8 trustees
- (2) 1 2 auditors
- 2. One trustee shall serve as the Representative Trustee and one or two trustees may be designated as the Administrative Trustee.

(Election)

- Article 32. Trustees and auditors shall be elected based on a resolution of the Board of Councilors
- 2. The Representative Trustee and the Administrative Trustee(s) shall be elected from trustees at the Board of Trustees meeting.
- 3. The Representative Trustee elected in the above paragraph shall serve as the President of the Foundation.
- 4. The Board of Trustees may elect a managing trustee from the Administrative Trustee(s) designated in the above paragraph 2 based on a resolution of the Board meeting.
- 5. Trustees, auditors and councilors are not allowed to concurrently hold positions among

themselves.

- 6. The total number of trustees who have relationship with other trustee or his relatives or his specially connected persons may not exceed one third of the existing members on the Board of Trustees. This shall be applied to auditors as well.
- 7. The total number of trustees who serve for other similar organization as trustees or employees or who have close relationship with other trustees shall not exceed one third of the existing number of trustees. This shall be applied to auditors as well.
- 8. When there is a change to trustees or auditors, the Foundation shall register it within two weeks and notify that effect to the Administrative Agency without delay.

(Duties and authority of trustees)

- **Article 33.** Trustees shall form the Board of Trustees and shall execute their official duties for the Foundation as specified in this Articles of Incorporation.
- 2. The Representative Trustee shall represent the Foundation in executing the Foundation's business while the Administrative Trustees shall share to execute the business of the Foundation in accordance with the provisions specified separately by the Board of Trustees.
- 3. The Managing Trustee shall assist the Representative Trustee in executing the Foundation's business.
- 4. The Representative Trustee and the Administrative Trustee shall report their performance to the Board of Trustees twice or more with an interval of more than four months in each business year.

(Duties and authority of auditors)

Article 34. Auditors shall perform the following official duties;

- (1) Audit trustees' performance of their duties
- (2) Audit business transactions and the property and financial condition of the Foundation
- (3) Attend the meetings of the Board of Councilors and Trustees and state their opinions when necessary

(Term of office)

- **Article 35.** The term of trustees shall expire at the end of the last regular meeting of the Board of Councilors to be held within two years after they were elected. Trustees may be reappointed.
- 2. The term of auditors shall expire at the end of the last regular meeting of the Board of Councilors to be held within four years after they were elected. Auditors may be reappointed.
- 3. The term of an officer elected as a replacement shall be by the end of the remaining term of his predecessor.
- 4. When the Board of Trustees lacks a quorum specified in Article 14, officers who retired due to the expiration of their term or resignation shall maintain their rights and duties as officers till newly elected officers take office.

(Dismissal)

Article 36. An officer may be dismissed based on a resolution of the Board of Councilors if he

falls under any of the following. If the Foundation dismisses auditors, however it must get an approval of two thirds or more of voting councilors.

- (1) Has violated or neglected their official duties
- (2) Has difficulty to perform or unable to perform his official duties due to mental or physical disability

(Remuneration)

- **Article 37.** Remuneration may be paid to officers, whose amount is calculated based on the payment standard specified separately by the Board of Councilors.
- 2. Officers may be paid expenses necessary to perform their official duties.

(Restriction of transactions)

- **Article 38.** When a trustee intends to engage in any of the following transactions, he must disclose material facts of that transaction and obtain an approval at the Board of Trustees.
- (1) Transaction for himself or a third party, which belongs to the categories of business activities engaged by the Foundation
- (2) Transaction with the Foundation for himself or a third party
- (3) Transaction guaranteed by the Foundation for his liability or transaction with people other than trustees where there is a conflict of interest between the Foundation and himself.
- 2. A trustee engaged in a transaction mentioned in the above paragraph shall report the material fact of that transaction to the Board of Trustees without delay.

(Immunity from or limitation of responsibility)

Article 39. The Foundation may grant exemption to the officers from compensation for damage specified in Article 111, paragraph 1 that is applied mutatis mutandis to Article 198 of Act on General Incorporated Associations and General Incorporated Foundations within the limits of the amount calculated by deducting the minimum liability amount from the amount of the damage in question if officers' responsibility for compensation for damage fall under categories specified in the law.

Part 2. The Board of Trustees

(Structure)

Article 40. The Board of Trustees shall consist of all trustees.

(Authority)

- **Article 41.** The Board of Trustees shall perform the following official duties in addition to duties specified in this Articles of Incorporation.
- (1) Decide the holding of the Board of Councilors meeting and matters to be discussed at the meeting
- (2) Matters related to establishing, revising and repealing their rules
- (3) Decision on the execution of business of the Foundation in addition to ones specified in the

above items

- (4) Supervision of official duties performed by trustees
- (5) Election and dismissal of the Representative Trustee and the Administrative Trustee

(Types and holding of the board of trustee meeting)

- **Article 42.** The Board of Trustees shall have two types of meetings; regular and extraordinary meetings.
- 2. A regular Board of Trustee meeting shall be held twice in each business year.
- 3. An extraordinary Board of Trustees meeting shall be held in any of the following situations;
- (1) When the Representative Trustee considers it necessary
- (2) When a trustee other than the Representative Trustee requests the Representative Trustee to hold a meeting with a written document indicating matters intended to discuss at the meeting
- (3) In the case that when a meeting was convened by a trustee as mentioned in the above (2) but no notification for the requested meeting is issued within five days from the day of the request with a scheduled meeting date set within two weeks from the day of the request.
- (4) When an auditor requests the Representative Trustee to convene a meeting based on the law or an auditor convenes a meeting.

(Convening of meeting)

- **Article 43.** The Board of Trustees meeting shall be convened by the Representative Trustee except for the cases that a trustee or an auditor convenes a meeting in accordance with Article 42 paragraph 3-(2) and Article 42 paragraph 3-(4) respectively.
- 2. If the Representative Trustee is not available due to an accident or he is vacant, a meeting shall be convened by a trustee.
- 3. The Representative Trustee must convene the Board of Trustee meeting within two week from the day of a request for a meeting when a situation falls under Article 42 paragraph 3- (2) or (4).
- 4. To convene a meeting, it must be notified by one week before the day of the meeting with a document stating the date and time, venue, purpose and agenda of the meeting.
- 5. Notwithstanding the above paragraph, when all trustees and auditors agree to hold a meeting, a meeting may be held without going through this procedure.

(Chair)

- **Article 44.** The Representative Trustee shall chair the meeting of the Board of Trustee. When he is absent, a trustee elected from the attending members shall serve as a chair.
- 2. Notwithstanding the above paragraph, the Administrative Trustee may act for the chair.

(Quorum)

Article 45. A majority of voting members of the Board of Trustees must be present to legally hold a meeting.

(Decision-making)

Article 46. A decision shall be made with the presence of the majority of voting trustees

excluding those who have a special interest in that decision and by the approval of the majority of the attending trustees except as otherwise be provided in this Articles of Incorporation.

(Omission of decision-making)

Article 47. If a trustee proposes a matter to be decided at the Board of Trustees meeting and all voting members of the Board show their agreement to the proposal either in writing or electromagnetically, that proposal shall be regarded as being approved at the meeting. This is, however not the case if an auditor is opposed to that proposal.

(Omission of reporting)

- **Article 48**. In case that a trustee or an auditor notified matters to be reported to the Board to all trustees and auditors, these matters do not need to be reported to the Board.
- 2. The provision of the above paragraph shall not be applied to a report specified in Article 33 paragraph 4.

(Minutes of the meeting)

Article 49. The minutes of the Board of Trustees meeting shall be made as required by the law and the attending Representative Trustee and the Administrative Trustee shall sign or affix the name and seal to the minutes.

(Operating rule of the board of trustees)

Article 50. Matters on the Board of Trustees shall be handled in accordance with the Operating Rule of the Board of Trustees established separately at the Board of Trustees in addition to the provisions of the law and this Articles of Incorporation.

Chapter 5. Change of the Articles of Incorporation, Merger and Dissolution

(Change of the articles of incorporation)

- **Article 51.** This Articles of Incorporation may be changed at the Board of Councilors with two thirds or more of voting councilors being in favor of that change.
- 2. The provision of the above paragraph shall be applied to Article 3 (Objectives), Article 4 (Business Activities) and Article 15 (Election of Councilors) of this Article of Incorporation.
- 3. When the above-mentioned change is made, it must be reported to the Administrative Agency without delay.

(Merger)

Article 52. This Foundation may merge with other general incorporated association or general incorporated foundation or may transfer all or part of their business activities or abolish entire activities for public interest purpose based on a resolution by two-thirds or more of voting councilors at the Board of Councilors meeting.

(Dissolution)

Article 53. The Foundation shall dissolve due to reasons specified in Article 202 paragraph1-all items excluding item 2 and paragraph 2 and 3 of Act on General Incorporated Associations and General Incorporated Foundation.

(Donations pertaining to the cancellation of public interest incorporation authorization)

Article 54. If the public interest incorporation status authorized to the Foundation was canceled or the Foundation ceased to exist as a result of a merger, the Foundation shall donate the amount equivalent to the residual value of the property obtained for public interest purpose to other legal entities listed in Article 5 paragraph 17 of Act on the Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations or the national or local government within one month from a day of the cancellation or the merger based on a resolution made by the Board of Councilors.

(Belonging of residual property)

Article 55. Residual property owned by the Foundation at a time of its liquidation due to the dissolution of the organization shall be donated to legal entities listed in Article 5, paragraph 17 of Act on the Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations or to the national or local government based on a resolution made by the Board of Councilors.

Chapter 6. Method of Public Announcement

(Method of public announcement)

Article 56. The Foundation shall make a public announcement electronically.

2. In case the announcement can't be made electronically due to unavoidable reasons, notice shall be posted in an official gazette.

Chapter 7. Committee

(Selection committee)

Article 57. The Foundation shall establish a selection committee to choose persons who are subject to a business in Article 4.

- 2. The Representative Trustee shall convene the Selection Committee meeting.
- 3. A Selection Committee shall be composed of 15 to 20 members.
- 4. The Selection Committee president shall be elected from its members.
- 5. The president of the Selection Committee shall chair its meeting. When the chair is absent from a meeting, one member shall be elected as a chair from the attending members.
- 6. The Board of Trustees shall set forth separately matters needed for the operation of the Committee.

(Members on the selection committee)

- **Article 58**. Committee members shall be selected from academic experts by the Representative Trustee and entrusted after obtaining an approval at the Board of Trustees.
- 2. Term of the member on the Committee shall be two years and he may be reappointed.
- 3. Term of the member who was appointed as a replacement shall expire at the end of the remaining term of his predecessor.
- 4. Remuneration and expenses may be paid to the members of the Selection Committee.

(Rule for providing grants)

Article 59. The Foundation shall set forth a rule for providing grants separately at the Board of Trustees meeting for grants to be provided in accordance with Article 4.

(Honorary trustees)

- **Article 60**. The Foundation may give the title of an honorary member of the Board to trustees and councilors who made a significant contribution to the operation of the Foundation based on a resolution made by the Board of Trustees.
- 2. No remuneration shall be paid to an honorary member of the Board.

Chapter 8. Secretariat

(Establishment of secretariat)

Article 61. A secretariat shall be established to handle clerical work of the Foundation.

- 2. A secretariat shall have a secretary general and necessary staff.
- 3. The Representative Trustee shall appoint a secretary general and important staff based on a resolution made by the Board of Trustees.
- 4. The Board of Trustees shall specify matters necessary for the organization and operation of the secretariat.

Chapter 9. Disclosure of Information and Protection of Personal Information

(Disclosure of information)

Article 62. The Foundation shall actively disclose information on its business activities, operational performance and financial statements in order to promote fair and open activities.

(Protection of personal information)

Article 63. The Foundation shall make every effort to protect personal information obtained through its business.

Chapter 10. Supplementary Rule

(Entrustment)

Article 64. In addition to the provisions specified in this Article of Incorporation, other matters

necessary for the operation of the Foundation shall be set forth by a decision of the Board of Trustees.

Bylaw

- 1. This Articles of Incorporation shall take effect on the day of the registration of the Foundation made in accordance with Article 106, paragraph 1 of the Act on the Revision of Related Acts that Accompany the Enforcement of the Act on General Incorporated Association and General Incorporated Foundation and the Act on the Authorization of Public-Interest Incorporated Association and Public-Interest Incorporated Foundation (Act No. 50 of 2006).
- 2. Trustees, auditors, councilors, the Board of Trustees and the Board of Councilors established based on the Act of Endowment for the former Novartis Foundation (Japan) for the Promotion of Science (September, 1987) shall be abolished on the date when the dissolution of the organization was made.
- 3. In case the dissolution of the civil code defined special corporation was registered and a public interest corporation was newly established and registered in accordance with Article 106, paragraph 1 of the Act on the Revision of Related Laws that Accompany the Enforcement of the Act on General Incorporated Association and General Incorporated Foundation, and the Act on Authorization of Public Interest Incorporated Association and Public Interest Incorporated Foundation (Act No. 50 of 2006), this Foundation shall finish its first business year on the day before the registration of its dissolution and shall start a new business year on the day of registration of its establishment regardless of the provisions of Article 5.
- 4. Akimichi Kaneko shall serve as the first Representative Trustee of this Foundation.
- 5. The following shall be the first councilors of the Foundation; Norio Akaike, Hiroyuki Kawashima, Tsuneyoshi Kuroiwa, Shigeo Koyasu, Masakatsu Shibasaki, Takao Shimizu, Akihiko Nakano, Max M. Burger, Tadanori Mayumi, Hiroyuki Mitani, Miwako Mori, Toshifumi Watanabe
- 6. The following shall be the first officers of the Foundation;

Trustees: Akimichi Kaneko, Shigetaka Asano, Hiroko Ishikawa, Masao Endo, Toshio Suda Auditors: Tokuzo Nakajima, Masanori Fuse

April 1, 2012