In accordance with Section 1046 of the Companies Act 2006 & Regulation 14 of the Overseas Companies Regulations 2009.

OS CC01

Return by an overseas company of an alteration to constitutional documents

Companies House

✓ **What this form is for**
You may use this form to show an alteration to constitutional documents of an overseas company.

✗ **What this form is NO**
You cannot use this fo any other changes to a company.

MONDAY

A9HGW437
A12 09/11/2020 #303
COMPANIES HOUSE

1 Overseas company details

Company number	F C 0 2 7 1 2 0
Company name in full or alternative name as registered in the UK	ALBION COSMETICS (UK BRANCH)

→ **Filling in this form**
Please complete in typescript or in bold black capitals.
All fields are mandatory unless specified or indicated by *

2 Alteration of the constitutional document(s)

Details of change	ARTICLES OF INCORPORATION

3 Date of alteration to the constitutional document(s)

The company gives notice❶ that the constitutional document(s) for this company were altered on the date below.

Date of alteration: d 2 d 7 m 0 m 6 y 2 y 0 y 1 y 8

Copies of the following documents have been attached.

- A new certified copy of the constitution of the company, as altered.
- A certified translation, if applicable.

❶ This notice must be delivered to the Registrar within 21 days of the notice of alteration being received in the UK in due course of post (if dispatched with due diligence).

4 UK establishments

A return must be delivered in respect of any alteration to the company particulars by each UK establishment. If, however, a company has more than one UK establishment, it may deliver only one form in respect of all those UK establishments, provided it completes the table below.

UK establishment name	Registration number

5 Signature

I am signing this form on behalf of the overseas company.❷

Signature: ✗ ✗

❷ This form may be signed by: Director, Secretary, Permanent representative.

CHWP000
05/10 Version 4.0

18/11/20 OS FES

OS CC01

Return by an overseas company of an alteration to constitutional documents

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name GRANT THORNTON

COMPANY SECRETARIAL SERVICES

Address 110 QUEEN STREET

Post town GLASGOW

County/Region

Postcode G 1 3 B X

Country

DX

Telephone 0141 223 0701

Checklist

We may return the forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number as registered in the UK match the information held on the public Register.
- ☐ You have entered details of the alteration to the constitutional documents in Section 2.
- ☐ You have entered the date of alteration to the constitutional document(s) in Section 3.
- ☐ You have completed Section 4, if applicable.
- ☐ You have submitted the new constitutional documents of the company (with a certified translation, if appropriate) with this form.
- ☐ You have signed the form.

Important information

Please note that all information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address:

England and Wales:
The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

Scotland:
The Registrar of Companies, Companies House, Fourth floor, Edinburgh Quay 2, 139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

Northern Ireland:
The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

10th December 2020

DECLARATION

I, Fumina Nakashima, Permanent Representative of ALBION Cosmetics (UK Branch), UK branch of ALBION Co Ltd, do hereby solemnly and sincerely;

1) Declare that I am well acquainted with the Japanese languages.

2) Certify that the attached Article of Incorporation is a true translation from the original Japanese texts.

And I make this solemn declaration conscientiously believing the same to be true and correct.

Fumina Nakashima

Fumina Nakashima
Assistant Branch Manager

定　　款

制定　昭和３１年３月　２日
改正　平成１５年６月２５日
改正　平成１８年６月２６日
改正　平成２０年６月２３日
改正　平成２７年３月２５日
改正　平成２９年６月２８日
改正　平成３０年６月２７日

株式会社アルビオン

株式会社アルビオン定款

第１章　総　則

（商　号）

第１条　当会社は、株式会社アルビオンと称し、英文ではＡＬＢＩＯＮ　ＣＯ.，ＬＴＤ．と表示する。

（目　的）

第２条　当会社は、次の事業を営むことを目的とする。

１．化粧品、医薬部外品、医薬品、歯磨、石鹸、シャンプー、靴クリーム、歯ブラシ、洗粉、食料品及び飲料の製造及び販売

２．前号各製品の原料及び材料の製造及び販売

３．前各号の原料、材料及び製品の研究開発受託業務

４．美容室、理容室、美容教室、エステティックサロン、ネイルサロン及びスパ等の経営

５．美容・理容用機械器具、什器、家具、及び室内装飾品並びにこれに附帯する器具及び電気機械器具の製造、販売及び修理

６．美容医療、保健及び衛生に関する業務

７．ホテル、旅館、飲食店及びスポーツ施設の経営

８．酒類及び煙草類の製造及び販売

９．子供服、紳士服、婦人服及び服装服飾品の製造販売

１０．繊維製品、装飾品及びその他日用品雑貨の製造、加工及び販売

１１．各種紙器及び包装資材の製造及び販売

１２．市場調査並びに広告宣伝に関する業務

１３．経営コンサルタント

１４．旅行代理店業

１５．不動産の管理、売買、仲介及び賃貸業

１６．保育所の運営

１７．前各号に関する一切の原料、材料及び製品の輸出入業務

１８．前各号に附帯する一切の業務

（本店の所在地）

第３条　当会社は、本店を東京都中央区に置く。

（機関の設置）

第４条　当会社は、取締役会、監査役、監査役会及び会計監査人を置く。

（公告の方法）

第５条　当会社の公告は、官報に掲載する方法により行う。

第2章　株　式

（発行可能株式総数）

第6条　当会社の発行可能株式総数は、240万株とする。

（株式の譲渡制限）

第7条　当会社の株式を譲渡により取得するには、株主又は取得者は取締役会の承認を受けなければならない。

（相続人等に対する売渡しの請求）

第8条　当会社は、相続その他の一般承継により当会社の株式を取得した者に対し、当該株式を当会社に売り渡すことを請求することができる。

（株式の割当てを受ける権利等の決定）

第9条　当会社は、当会社の株式（自己株式の処分による株式を含む）及び新株予約権を引き受ける者の募集をする場合において、その募集事項、株主に当該株式又は新株予約権の割当てを受ける権利を与える旨及びその申込みの期日の決定は取締役会の決議によって定める。

（株券の不発行その他）

第10条　当会社の株式については、株券を発行しない。

②　当会社の株式の譲渡承認手続、株主名簿、新株予約権原簿への記載又は記録、質権の登録及び信託財産の表示、変更又はその抹消その他株式に関する手続及び手数料については、法令又は定款に定めるほか、取締役会の定める株式取扱規程による。

（基準日）

第11条　当会社は、毎年3月31日の最終の株式名簿に記載又は記録された議決権を有する株主をもって、その事業年度に関する定時株主総会において、権利を行使することができる株主とする。

②　前項のほか、必要がある場合は、取締役会の決議によって、あらかじめ公告して、臨時に基準日を定める事ができる。

第3章　株主総会

（招　集）

第12条　当会社の定時株主総会は、毎年6月に招集し、臨時株主総会は、必要に応じて随時招集する。

②　株主総会を招集するには、会日より1週間前に各株主に対してその通知を発するものとする。

（招集手続の省略）

第13条　株主総会は、その総会において議決権を行使することができる株主全員の同意があるときは、招集の手続を経ずに開くことができる。

（招集権者及び議長）

第14条　株主総会は、法令に別段の定めある場合を除き、取締役会の決議によって、取締役社長が招集し、その議長となる。取締役社長に事故あるときは、あらかじめ取締役会で定めた順序により他の取締役がこれにあたる。

（書面による株主総会）

第15条　株主総会の決議の目的たる事項について取締役又は株主から提案があった場合において、当該事項につき議決権を行使することができるすべての株主が、書面又は電磁的記録によって当該提案に同意したときは、当該提案を可決する総会の決議があったものとみなす。

（決議の方法）

第16条 株主総会の普通決議は、法令又は本定款に別段の定めがある場合を除き、出席した議決権を行使することができる株主の議決権の過半数をもって行う。

②　株主総会の特別決議（会社法第309条第2項）は、本定款に別段の定めがある場合を除き、議決権を行使することができる株主の議決権の3分の1以上を有する株主が出席し、その議決権の3分の2以上をもって行う。

（議決権の代理行使）

第17条　当会社の株主は、当会社の議決権を有する他の株主1名を代理人として、議決権を行使することができる。

②　前項の場合には、株主又は代理人は、代理権を証明する書面を、株主総会ごとに当会社に提出しなければならない。

第4章　取締役及び取締役会

（取締役の員数）

第18条　当会社の取締役は、15名以内とする。

（取締役の選任及び解任）

第19条　取締役の選任は、株主総会において、議決権を行使することができる株主の議決権の3分の1以上を有する株主が出席し、その議決権の過半数をもって行う。

②　取締役の選任について、累積投票によらないものとする。

③　取締役の解任は、株主総会において、議決権を行使することができる株主の議決権の過半数を有する株主が出席し、その議決権の3分の2以上の決議をもって行う。

（取締役の任期）

第20条　取締役の任期は、選任後2年以内に終了する事業年度のうち最終のものに関する定時株主総会終結の時までとする。

②　補欠又は増員のため選任された取締役の任期は、補欠の場合は前任者、増員の場合は他の在任取締役のうち満了日が後に来る者の残任期間と同一とする。

（代表取締役及び役付取締役）

第21条　取締役会は、取締役の中から代表取締役を選定する。

② 取締役会は、その決議により取締役の中から取締役会長及び取締役社長各1名、取締役副社長、専務取締役及び常務取締役各若干名を選定することができる。

（取締役会の招集及び議長）

第22条 取締役会は、会日より3日前までに各取締役及び各監査役に対し通知を発してこれを招集する。ただし、取締役及び監査役の全員の同意があるときは、招集手続きを経ないで開くことができる。

② 取締役会は、法令に別段の定めある場合を除き、取締役社長が招集し、その議長となる。

③ 取締役社長を欠き又は事故があるときは，取締役会長がこれに当る。取締役会長が共に事故あるときは、あらかじめ取締役会の決議をもって定めた順序により他の取締役がこれに代わる。

（取締役会の決議）

第23条 取締役会の決議は、議決に加わることができる取締役の過半数が出席してその取締役の過半数をもって行う。決議について特別の利害関係ある取締役は、議決権を行使することができない。

（取締役会の決議の省略）

第24条 当会社は、取締役の全員が取締役会の決議事項について書面又は電磁的記録により同意したときは、当該決議事項を可決する旨の取締役会の決議があったものとみなす。ただし、監査役が異議を述べたときはこの限りではない。

（取締役会規程）

第25条 取締役会に関する事項については、法令又は定款の定めによるほか、取締役会で定める取締役会規程による。

第5章 監査役及び監査役会

（監査役の員数）

第26条 当会社の監査役は、5名以内とする。

（監査役の選任）

第27条 監査役の選任は、株主総会において議決権を行使することができる株主の議決権の3分の1以上を有する株主が出席し、その議決権の過半数をもって決する。

（監査役の任期）

第28条 監査役の任期は、選任後4年以内に終了する事業年度のうち最終のものに関する定時株主総会終結の時までとする。

② 補欠のため就任した監査役の任期は、前任者の残存期間とする。

（常勤監査役）

第29条 監査役会は、その決議をもって監査役の中から常勤監査役を選定する。

（監査役会の招集通知）

第30条 監査役会の招集通知は、各監査役に対して会日の3日前までに発する。

ただし、緊急の必要がある場合は、これを短縮することができる。

（監査役会規程）

第31条　監査役会に関しては、法令又は定款の定めによるほか、監査役会規程による。

第6章　取締役、監査役の責任免除

（損害賠償の一部免除）

第32条　当会社は、取締役会の決議をもって、取締役（取締役であった者を含む。）、監査役（監査役であったものを含む。）の当該者に対する損害賠償責任を、法令が定める範囲で免除することができる。

第7章　計　　算

（事業年度）

第33条　当会社の事業年度は、毎年4月1日に始まり翌年3月31日をもって終わる1年間とする。

（剰余金の配当）

第34条　株主総会の決議により、毎事業年度の末日の株主名簿に記載又は記録された株主若しくは登録株式質権者に対し、期末配当を行うことができる。

② 前項のほか、取締役会の決議により、毎年9月30日の株主名簿に記載又は記録された株主若しくは登録株式質権者に対し、中間配当を行うことができる。

（配当金の除斥期間）

第35条　期末配当金及び中間配当金がその支払開始日から満3年を経過しても受領されないときは、当会社はその支払いの義務を免れるものとする。

上記は当会社の定款に相違ありません。

2020年10月29日

東京都中央区銀座一丁目7番10号

株式会社　アルビオン

代表取締役　小林　章一

ARTICLES OF INCORPORATION

Established on March 2, 1956
Amended on June 25, 2003
Amended on June 26, 2006
Amended on June 23, 2008
Amended on March 25, 2015
Amended on June 28, 2017
Amended on June 27, 2018

ALBION CO., LTD.

ARTICLES OF INCORPORATION OF ALBION CO., LTD.

CHAPTER I GENERAL PROVISIONS

Article 1 (Trade Name)

The Company shall be called "*Kabushiki Kaisha Albion*," which shall be expressed in English as "ALBION CO., LTD."

Article 2 (Purposes)

The purposes of the Company shall be to engage in the following businesses:

1. Manufacture and sale of cosmetics, quasi-drugs, pharmaceutical products, toothpaste, soap, shampoo, shoe polish, toothbrushes, washing powder, food and beverages;
2. Manufacture and sale of raw materials and materials for each product set forth in the preceding item;
3. Entrusted research and development of raw materials, materials and products set forth in the preceding items;
4. Management of beauty salons, barbershops, beauty classes, aesthetic salons, nail salons and spas, etc.;
5. Manufacture, sale and repair of beauty and hairdressing machinery and apparatuses, fixtures, furniture and room decorations, as well as apparatuses ancillary thereto and electrical machinery and apparatuses;
6. Business related to aesthetic medical treatment, health and hygiene;
7. Management of hotels, Japanese inns, restaurants and sporting facilities;
8. Manufacture and sale of liquor and tobacco products;
9. Manufacture and sale of children's, men's and women's apparel and clothing ornament;
10. Manufacture, processing and sale of textile products, accessories and other miscellaneous daily goods;
11. Manufacture and sale of paper containers and packaging materials;
12. Business related to market research, and advertising and promotion;
13. Management consulting business;
14. Travel agency business;
15. Business related to management, sale, purchase, brokerage and leasing of real estate;
16. Operation of nursery schools;
17. Import and export of any and all raw materials, materials and products related to the preceding items; and
18. Any and all other businesses incidental to the businesses referred to in the preceding items.

Article 3 (Location of Head Office)

The head office of the Company shall be located in Chuo-ku, Tokyo.

Article 4 (Establishment of Organs)

The Company shall have the Board of Directors, Corporate Auditors, Board of Corporate Auditors and Accounting Auditors.

Article 5 (Method of Public Notice)

Public notices of the Company shall be given in the Official Gazette (*Kampo*).

CHAPTER II SHARES

Article 6 (Total Number of Shares Authorized to Be Issued)

The total number of shares authorized to be issued by the Company shall be two million four hundred thousand (2,400,000).

Article 7 (Restriction on Transfer of Shares)

In order to acquire shares of the Company by transfer, the shareholder or the acquirer shall obtain the approval of the Board of Directors.

Article 8 (Request for Sale of Shares Made to Heirs, Etc.)

The Company may request a person who has acquired any shares of the Company by way of inheritance or other types of general succession to sell such shares to the Company.

Article 9 (Determination of Entitlement to Allotment of Shares, Etc.)

When the Company solicits subscribers for shares (including shares resulting from disposal of treasury stock) and share options of the Company, the matters pertaining to the solicitation, the fact that the shareholders will be granted entitlement to the allotment of such shares or share options, and the due date for application therefor shall be determined by resolution of the Board of Directors.

Article 10 (Non-issuance of Share Certificates, Etc.)

i No share certificates shall be issued for the shares of the Company.

ii The procedures for the Company's approval of share transfer, the listing or recording in the register of shareholders or register of share options, the registration of pledges, the indication of trust property, change or deletion thereof, and other procedures and fees relating to shares shall be governed by the Share Handling Regulations established by the Board of Directors, in addition to the provisions of the applicable laws and regulations or these Articles of Incorporation.

Article 11 (Record Date)

i Shareholders with voting rights whose names are listed or recorded in the last register of shareholders as of March 31 of each year shall be deemed by the Company to be shareholders entitled to exercise their rights at the ordinary general meeting of shareholders to be held with respect to such business year.

ii In addition to the preceding Paragraph, the Company may designate a record date on an extraordinary basis by giving prior public notice in accordance with the resolution of the Board of Directors whenever necessary.

CHAPTER III GENERAL MEETINGS OF SHAREHOLDERS

Article 12 (Convocation)

i Ordinary general meetings of shareholders of the Company shall be convened in June of each year and extraordinary general meetings of shareholders shall be convened from time to time whenever necessary.

ii To convene a general meeting of shareholders, a notice thereof shall be given to each shareholder at least one (1) week prior to the date of the meeting.

Article 13 (Omission of Convocation Procedures)

A general meeting of shareholders may be held without any convocation procedures if all shareholders entitled to exercise their voting rights at the meeting consent to the omission of such procedures.

Article 14 (Convener and Chairperson)

Unless otherwise set forth in any applicable laws and regulations, general meetings of shareholders shall be convened by the President and Director and he/she shall act as chairperson at such meetings, by resolution of the Board of Directors. If the President and Director is prevented from so acting, another of the Directors shall convene such meetings and act as chairperson at such meetings in an order previously determined by the Board of Directors.

Article 15 (General Meetings of Shareholders in Writing)

In cases where any Director or shareholder submits a proposal with respect to a matter that is the subject of a resolution of the general meeting of shareholders and all of the shareholders who are entitled to exercise their voting rights with respect to such matter consent to such proposal in writing or by electromagnetic record, it shall be deemed that a resolution of the general meeting of shareholders approving such proposal has been made.

Article 16 (Method of Resolution)

i Unless otherwise set forth in any applicable laws and regulations or in these Articles of Incorporation, an ordinary resolution of a general meeting of shareholders shall be adopted by a majority of the voting rights of the shareholders present at the meeting who are entitled to exercise their voting rights.

ii Unless otherwise set forth in these Articles of Incorporation, a special resolution of a general meeting of shareholders (Article 309, paragraph (2) of the Companies Act) shall be adopted by at least two-thirds (2/3) of the voting rights of the shareholders present at a meeting where

shareholders holding at least one-third (1/3) of the voting rights of shareholders who are entitled to exercise their voting rights are present.

Article 17 (Proxy Voting)

i A shareholder of the Company may appoint as proxy another shareholder having voting rights of the Company and have such proxy exercise its voting rights.

ii In case of the preceding Paragraph, the shareholder or its proxy shall submit a document evidencing the authority of proxy to the Company for each general meeting of shareholders.

CHAPTER IV DIRECTORS AND BOARD OF DIRECTORS

Article 18 (Number of Directors)

The Company shall have not more than fifteen (15) Directors.

Article 19 (Election and Removal of Directors)

i A resolution for the election of a Director shall be adopted by a majority of the voting rights of the shareholders present at a general meeting of shareholders where shareholders holding at least one-third (1/3) of the voting rights of shareholders who are entitled to exercise their voting rights are present.

ii No cumulative voting shall be used for the election of Directors.

iii A resolution for the removal of a Director shall be adopted by at least two-thirds (2/3) of the voting rights of the shareholders present at a general meeting of shareholders where shareholders holding a majority of the voting rights of shareholders who are entitled to exercise their voting rights are present.

Article 20 (Term of Office of Directors)

i The term of office of Directors shall expire at the conclusion of the ordinary general meeting of shareholders held with respect to the last business year ending within two (2) years after their election.

ii The term of office of a Director elected to fill a vacancy or due to an increase in the number of Directors shall be the same as the remaining term of his/her predecessor, in the case of filling a vacancy, or the remaining term of the person whose expiration date comes latest among other incumbent Directors, in the case of increase in the number of Directors.

Article 21 (Representative Director and Directors with Special Title)

i The Board of Directors shall appoint a Representative Director (*daihyo torishimariyaku*) from among the Directors.

ii The Board of Directors may, by its resolution, appoint from among the Directors one (1) Chairman of the Board (*torishimariyaku kaicho*), one (1) President and Director (*torishimariyaku*

shacho), and a few Executive Vice Presidents (*torishimariyaku fukushacho*), Senior Managing Directors (*senmu torishimariyaku*) and Executive Managing Directors (*jyomu torishimariyaku*).

Article 22 (Convocation and Chairperson of Meetings of the Board of Directors)

i The Board of Directors shall convene a meeting of the Board of Directors by giving a notice to each Director and Corporate Auditor at least three (3) days prior to the date of the meeting; provided, however, that a meeting of the Board of Directors may be held without any convocation procedures if all of the Directors and Corporate Auditors consent to the omission of such procedures.

ii Unless otherwise set forth in any applicable laws and regulations, meetings of the Board of Directors shall be convened by the President and Director and he/she shall act as chairperson at such meetings.

iii If the post of President and Director is vacant or the President and Director is prevented from so acting, the Chairman of the Board shall convene such meetings and act as chairperson at such meetings.

If the Chairman of the Board is also prevented from so acting, another of the Directors shall take his/her place in an order previously determined by a resolution of the Board of Directors.

Article 23 (Resolution of the Board of Directors)

A resolution of the Board of Directors shall be adopted by a majority of the Directors present at a meeting where a majority of the Directors entitled to participate in the vote are present. A Director who has a special interest in a resolution may not exercise his/her voting rights with regard to such resolution.

Article 24 (Omission of Resolution of the Board of Directors)

In cases where all of the Directors consent to the matters which require resolutions of the Board of Directors in writing or by electromagnetic record, the Company shall deem that resolutions of the Board of Directors approving such matters have been made; provided, however, that the foregoing provision shall not apply where any Corporate Auditor expresses an objection thereto.

Article 25 (Regulations of the Board of Directors)

Matters concerning the Board of Directors shall be governed by the Regulations of the Board of Directors to be established by the Board of Directors, in addition to the provisions of the applicable laws and regulations or these Articles of Incorporation.

CHAPTER V CORPORATE AUDITORS AND BOARD OF CORPORATE AUDITORS

Article 26 (Number of Corporate Auditors)
The Company shall have not more than five (5) Corporate Auditors.

Article 27 (Election of Corporate Auditors)
A resolution for the election of a Corporate Auditor shall be adopted by a majority of the voting rights of the shareholders present at a general meeting of shareholders where shareholders holding at least one-third (1/3) of the voting rights of shareholders who are entitled to exercise their voting rights are present.

Article 28 (Term of Office of Corporate Auditors)

i The term of office of Corporate Auditors shall expire at the conclusion of the ordinary general meeting of shareholders held with respect to the last business year ending within four (4) years after their election.

ii The term of office of a Corporate Auditor who has assumed his/her office to fill a vacancy shall be the remaining term of his/her predecessor.

Article 29 (Full-time Corporate Auditors)
The Board of Corporate Auditors shall appoint Full-time Corporate Auditors from among the Corporate Auditors by its resolution.

Article 30 (Notice of Convocation of Meetings of the Board of Corporate Auditors)
A notice of convocation of a meeting of the Board of Corporate Auditors shall be given to each Corporate Auditor at least three (3) days prior to the date of the meeting; provided, however, that such term of notice may be shortened in the case of emergency.

Article 31 (Regulations of the Board of Corporate Auditors)
Matters concerning the Board of Corporate Auditors shall be governed by the Regulations of the Board of Corporate Auditors, in addition to the provisions of the applicable laws and regulations or these Articles of Incorporation.

CHAPTER VI EXEMPTION OF LIABILITY OF DIRECTORS AND CORPORATE AUDITORS

Article 32 (Partial Exemption from Damages)

The Company may, by resolution of the Board of Directors, exempt its Directors (including former Directors) and Corporate Auditors (including former Corporate Auditors) from their liability for compensation for damages to the extent provided for by the applicable laws and regulations.

CHAPTER VII ACCOUNTS

Article 33 (Business Year)

The business year of the Company shall be for one (1) year commencing on April 1 of each year and ending on March 31 of the following year.

Article 34 (Dividend of Surplus)

i The Company may, by resolution of a general meeting of shareholders, pay year-end dividends to shareholders or registered pledgees of shares whose names are listed or recorded in the register of shareholders as of the last day of each business year.

ii In addition to the preceding Paragraph, the Company may, by resolution of the Board of Directors, pay interim dividends to shareholders or registered pledgees of shares whose names are listed or recorded in the register of shareholders as of September 30 of each year.

Article 35 (Prescription of Dividends)

If any year-end dividends or interim dividends remain unreceived after the lapse of three (3) full years from the date of commencement of payment thereof, the Company shall be exempted from its obligation to pay such dividends.

The above is the true and correct Articles of Incorporation of the Company.

[Month] [Day], [Year]

October 29, 2020

Shoichi Kobayashi [Seal]
Representative Director
ALBION CO., LTD.
7-10, Ginza 1-chome, Chuo-ku, Tokyo

NOTARIAL CERTIFICATE

This is to certify that Yoshitaka Taniguchi, agent of Shoichi Kobayashi, Representative Director of ALBION CO., LTD., and authorized to seal to the attached document on behalf of the said corporation which is organized and existing according to the laws of Japan, located at 1-7-10, Ginza, Chuo-ku, Tokyo, Japan, has stated in my very presence that said Shoichi Kobayashi acknowledged himself to have sealed to the attached document.

Dated this 30th day of October, 2020

KUBOTA Akihiro
Notary
4-4-1 , Ginza , Chuo-ku , Tokyo , Japan
Tokyo Legal Affairs Bureau

令和２年登簿第　1970　号

認　　証

この 定款 の記名者　株式会社アルビオン
代表取締役社長　小　林　章　一　の代理人　谷口良孝　は、本職の面前で本人がこの記名捺印を自認した旨陳述した。

よって、これを認証する。
令和２年　10　月　30　日、本公証人役場において
東京都中央区銀座４丁目４番１号　銀座公証役場
東　京　法　務　局　所　属
公　証　人
Notary
KUBOTA　Akihiro

証　　明

上記署名は、東京法務局所属公証人の署名に相違ないものであり、かつ、その押印は、真実のものであることを証明する。

令和２年　10　月　30　日

東　京　法　務　局　長　**山　西　宏　紀**

APOSTILLE
(Convention de La Haye du 5 octobre 1961)

1. Country: JAPAN
This public document
2. has been signed by KUBOTA Akihiro
3. acting in the capacity of Notary of the Tokyo Legal Affairs Bureau
4. bears the seal/stamp of KUBOTA Akihiro , Notary
Certified
5. at Tokyo
6. October 30, 2020
7. by the Ministry of Foreign Affairs
8. 20- N2048299
9. Seal/stamp:
10. Signature

Tanaka Toshie

TANAKA Toshie
For the Minister for Foreign Affairs