

Rules for the Handling of Public Offerings or Private Placements of Beneficiary Certificates through a Financial Service Intermediary Provider

Established on January 20, 2022

Article 1. Purpose

The purpose of these Rules is to provide for the matters to be observed when a Full Member (meaning a Full Member as defined in Article 7, Paragraph 1, Item 1 of the articles of incorporation; the same shall apply hereinafter) makes a public offering or private placement of beneficiary certificates (including book-entry transfer investment trust beneficiary certificates; the same shall apply hereinafter) through a financial service intermediary provider and thereby optimize transactions via financial service intermediary providers and contribute to investor protection.

Article 2. Definition

In these Rules, the definitions of the terms set forth in the following items shall be as prescribed respectively in those items.

- (1) Financial Service Intermediary Provider: A financial service intermediary provider as defined in Article 11, Paragraph 6 of the Act on the Provision of Financial Services (hereinafter referred to as the “Financial Services Act”).
- (2) Securities, Etc. Intermediary Business Operations: Securities, etc. intermediary business operations as defined in Article 11, Paragraph 4 of the Financial Services Act (excluding operations involved in the items listed in Item 4 of said paragraph).

Article 3. Confirmation, etc. of a Financial Service Intermediary Provider’s Internal Control System

1. When a Full Member concludes a contract with a financial service intermediary provider or a contract for securities, etc. intermediary business operations, such Full Members must confirm that said financial service intermediary provider maintains an internal control system that adequately complies with the Financial Services Act and other laws and regulations in order to contribute to the optimal public offering or private placement of beneficiary certificates through said financial service intermediary provider.
2. Full Members must endeavor to establish a cooperative relationship with the financial service intermediary provider they have contracted for securities, etc. intermediary business operations for the sharing of necessary information in a timely and appropriate manner.

Article 4. Concluding a Contract for Securities, Etc. Intermediary Business Operations

When a Full Member concludes a contract with a financial service intermediary provider for securities, etc. intermediary business operations, such Full Member shall specify the following items in said contract from the perspective of fulfilling the Full Member’s responsibilities in the securities market and complying with the

Financial Instruments and Exchange Act and other laws and regulations. Provided, however, that this shall not apply to any matters for which it is clear that a contract is not required in consideration of the contents or characteristics of the instruments and services handled by the financial service intermediary provider.

- (1) Matters concerning responsibilities and the division of roles regarding delivering documents, explanations, etc. to customers;
- (2) Matters concerning the provision and management of information relating to customers;
- (3) Matters concerning countermeasures against the violation of laws, etc. and accidents;
- (4) Matters concerning cooperation and the division of roles for the prevention of unfair trade;
- (5) Matters concerning the handling of disputes with customers;
- (6) Matters concerning the prevention of the transfer of profits from crimes, etc.;
- (7) Matters concerning advertisements;
- (8) Matters concerning the review and renewal of the contract;
- (9) Matters concerning the confirmation of the performance status of entrusted matters, etc.; and
- (10) Other matters deemed necessary by the Full Members

Article 5. Proper Use of Customer Cards, etc.

1. When a Full Member entrusts customer solicitation to a financial service intermediary provider, such Full Member must provide the information considered necessary for the financial service intermediary provider to properly solicit investments and manage said customers from among the information on customer cards (meaning a customer card described in Article 6 of the Regulations for Direct Offering, etc. of Beneficiary Certificates, etc.; the same shall apply hereinafter.).
2. When a Full Member receives information on a customer from a financial service intermediary provider based on a contract prescribed in Article 4, the Full Member must update the contents of the customer card as necessary.

Article 6. Performance of Obligations Based on Division of Roles

Full Members shall perform their obligations for the delivery of written documents, explanations, etc. to customers and the prevention of unfair trading based on customer information held by the Full Member in accordance with the division of roles described in a contract prescribed in Article 4.

Article 7. Confirmation of the Performance Status of Entrusted Matters, etc.

Full Members shall, appropriately or on a regular basis, confirm the internal control system, performance status, etc. of business entrusted to the financial service intermediary provider.

Article 8. Prohibited Acts

Full Members shall not request a financial service intermediary provider to perform acts similar to securities, etc. intermediary business operations and other acts to solicitate customers that involve beneficiary certificates that cannot be handled by financial service intermediary providers pursuant to the provisions of the Financial Services Act.

Article 9. Report

When any of the following items applies to a Full Member, such Full Member shall use the Attached Form to immediately report the contents thereof to the Association via the “Electronic Notification and Storage System for Notifications from Members of the Association.”

- (1) When a Full Member enters into a contract with a financial service intermediary provider for securities, etc. intermediary business operations;
- (2) When a Full Member cancels a contract with a financial service intermediary provider for securities, etc. intermediary business operations;
- (3) When there is a change to the trade name or name of the financial service intermediary provider with whom a Full Member has concluded a contract for securities, etc. intermediary business operations; or
- (4) In addition to aforementioned in the preceding item, anything deemed necessary by the Association.

Article 10 Concept of Rules

The Association shall set forth matters regarding the operation of these Rules among Full Members in the “Concept of Rules for the Handling of Public Offerings or Private Placements of Beneficiary Certificates through a Financial Service Intermediary Provider.”

Supplementary Provision

These Rules shall come into effect on January 20, 2022.

Attached Form

Application Date YYYY/MM/DD

The Investment Trusts Association, Japan

To: Chairperson

(Trade Name or Name)

(Representative)

Report on the Conclusion, etc. of a Contract with a Financial Service Intermediary Provider for Securities, etc.
Intermediary Business Operations

Content of report [1. Conclusion of contract 2. Cancellation of contract 3. Change]

(Circle the appropriate number)

1. Conclusion of contract or 2. Cancellation of contract

| | |
|---|------------|
| Kana | |
| Trade Name, etc. | |
| Date of Contract (Conclusion/Cancellation) | MM/DD/YYYY |

Attached documents

- A document (copy) describing the contents of the contract for securities, etc. intermediary business operations concluded with the financial service intermediary provider [only when concluding a contract]

3. Change (a change to the trade name or name of the financial service intermediary provider for which a contract exists)

| Item | (Before changes) | (After changes) |
|------------------|------------------|-----------------|
| Kana | | |
| Trade Name, etc. | | |
| Date of Change | MM/DD/YYYY | |

[Contact person]

Affiliation

Title and name

Telephone Number